INFOLINE TEC GROUP BERHAD
(Registration No. 202101032489 (1432789-M))

ANNUAL REPORT 2025

4th ANNUAL GENERAL MEETING

Venue:

Mutiara 3
Royale Chulan Damansara
No. 2, Jalan PJU 7/3,
Mutiara Damansara,
47810 Petaling Jaya,
Selangor Darul Ehsan

Date:

27 August 2025
(Wednesday)

Time:

10:00 a.m.
(Malaysian time)

INSIDE THIS REPORT

OVERVIEW

ABOUT US

OUR VISION

All businesses compete on a level playing field where the heart of their interests, services and products can be represented at their best through the digital age without compromise.

OUR PROMISE

- Professional Service
- Bespoke
- Turnkey
- Quick Turnaround Time

OUR MISSION

To provide the best technological support, infrastructure, and knowledge to enhance performance and propel the growth of our clients' establishments with our range of world-class IT assets and solutions.

VALUE-ADDED SERVICE

- Timely Response
- Efficient Customer Care
- Holistic Corporate Security

FACTS AT A GLANCE

INFOLINE'S 3 PILLARS OF SERVICES

We offer holistic IT Solutions ranging from Server Solutions, Storage Solutions, and Networking Solutions, complete with turnkey hardware products and bespoke services to cater to your every need – from inception to execution.

Our Group is principally involved in the following business segments:-

IT INFRASTRUCTURE SOLUTIONS

CYBERSECURITY SOLUTIONS

MANAGED IT SERVICES & OTHER IT SERVICES

TRADING OF ANCILLARY HARDWARE AND SOFTWARE

17 years' worth of industrial experience

Our Group is a leading services and value-added solutions provider supporting our customers, in various industries such as:-

1. Multinational Enterprises
2. Small & Medium Enterprises
3. Education
4. Telco

We place our clients at the heart of our business, serving their needs and building their IT infrastructures like our own. In return, clients place their trust in the Group to deliver services and infrastructures to propel their establishments forward.

We are a leading services and value-added solutions provider in Asia-Pacific ("**APAC**"), headquartered in Malaysia.

CORPORATE INFORMATION

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

AUDIT COMMITTEE

Committee Chairperson
Tan Mui Ping

Committee Members
Alwizah Al-Yafii binti Ahmad Kamal
Olivia Lim

RISK MANAGEMENT COMMITTEE

Committee Chairperson
Olivia Lim

Committee Members
Alwizah Al-Yafii binti Ahmad Kamal
Tan Mui Ping

NOMINATING COMMITTEE

Committee Chairperson
Alwizah Al-Yafii binti Ahmad Kamal

Committee Members
Olivia Lim
Tan Mui Ping

REMUNERATION COMMITTEE

Committee Chairperson
Olivia Lim

Committee Members
Alwizah Al-Yafii binti Ahmad Kamal
Tan Mui Ping

COMPANY SECRETARIES

CHEW KIT YEE
Professional Qualification:
MAICSA 7067474
SSM Practicing Certificate No.:
202208000376

YEOW SZE MIN
Professional Qualification:
MAICSA 7065735
SSM Practicing Certificate No.:
201908003120

REGISTERED OFFICE

Level 7, Menara Milenium
Jalan Damanlela
Pusat Bandar Damansara
Damansara Heights
50490 Kuala Lumpur
Wilayah Persekutuan
T: +603 2084 9000
F: +603 2094 9940 /
+603-2095 0292
E: info@sshsb.com.my

HEAD OFFICE

No. 53-3, Jalan PJU 5/20E
Pusat Perdagangan Kota Damansara
47810 Petaling Jaya
Selangor Darul Ehsan
T: +603 6148 0890
F: +603 6148 0891
E: info@infolinegroup.com
W: www.infolinetec.com

AUDITORS

Crowe Malaysia PLT
Level 16, Tower C, Megan Avenue II
12, Jalan Yap Kwan Seng
50450 Kuala Lumpur
Wilayah Persekutuan
T: +603 2788 9999
F: +603 2788 9998

SHARE REGISTRAR

Securities Services (Holdings) Sdn. Bhd.
Level 7, Menara Milenium
Jalan Damanlela
Pusat Bandar Damansara
Damansara Heights
50490 Kuala Lumpur
Wilayah Persekutuan
T: +603 2084 9000
F: +603 2094 9940 /
+603-2095 0292
E: info@sshsb.com.my

STOCK EXCHANGE LISTING

Main Market of Bursa Malaysia Securities Berhad
Stock Name: INFOTEC
Stock Code: 0253
Sector Classification: Technology
Subsector Classification:
Digital Services

INVESTORS RELATIONS

E: info@infolinegroup.com
T: +603 6148 0890
F: +603 6148 0891

CORPORATE STRUCTURE

INFOLINE TEC GROUP BERHAD
202101032489 (1432789-M)

Malaysia
Infoline IT Solutions Sdn. Bhd.
201301015421 (1045254-P)

People's Republic of China
Infoline Technology (Shenzhen) Limited
440301503446228

Malaysia
Infoline M&E Solutions Sdn. Bhd.
202301033398 (1527321-P)

India
Infoline Tec Solutions India Private Limited
U62099KA2023FTC177365

Singapore
Infoline Tec International Pte Ltd
202241860W

Japan
Infoline Tec Japan K.K.
0100-01-237318

Singapore
Inline Technologies Pte Ltd
201214599Z

CORPORATE MILESTONES

2013

Commenced providing:

- IT infrastructure solutions
- Cybersecurity solutions
- IT services - project delivery and management services

2014

Ventured into managed IT services.

2015

Commenced operations in China via Infoline Technology (Shenzhen) Limited

2017

Set up a Network Operation Centre ("**NOC**") to grow our business in managed network services

2018-2020

Expanded the offerings of cybersecurity solutions by including:

- Application delivery controllers (2018)
- Network access control (2019)
- Design and implementation of cloud security (2020)

2021

- Ventured into managed cybersecurity services
- Obtained the ISO / IEC 27001: 2022 certification for the provision of managed services through our NOC

2022

- Infoline Tec Group Berhad debuted on the ACE Market of Bursa Malaysia Securities Berhad on 13 July 2022
- Expanded to Singapore via Infoline Tec International Pte Ltd

2023

- Expanded to Japan via Infoline Tec Japan K.K.
- Expanded to India via Infoline Tec Solutions India Private Limited
- Acquired a company in Singapore namely Inline Technologies Pte Ltd
- Set up Security Operation Centre and Technology Centre to grow our business
- Awarded Malaysia Digital Status (MD Status) for the provision of services in relation to Cybersecurity (Technology/Software/Design and Support) for Security Operation Center (Cybersecurity Solutions)

2024

- Launched Cyberwatch Center with leading Cybersecurity Solution Technology Partners
- Transferred listing to Main Market of Bursa Malaysia Securities Berhad

PERFORMANCE

ACCREDITATIONS AND AWARDS

2019

1. Platinum Partner Certification (By F-Secure Corporation)
Category: Cybersecurity

2020

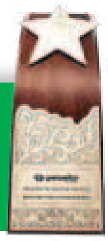
2. Partner of the Year 2020 (By Panduit Network)

2021

3. Partner of the Year 2021 (By Panduit Network)

2022

4. Rising Star Partner of the Year 2022 (By Palo Alto Networks)
Category: Cybersecurity

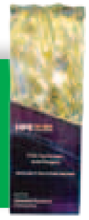


2023

5. Top Partner of the Year 2023 (By HPE Aruba)
Category: Data Centre Networking

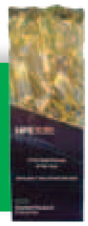
2024

6. Top Partner of the Year 2024 (By HPE Aruba)
Category: Saas Category



2024

7. Gold Partner of the Year 2024 (By HPE Aruba)



2024

8. Reseller Central Partner of the Year 2024 (By Cisco)

2024/2025

9. Rising Star Award (By Genting Group)

2025

10. Elite Global Collaboration Award (By DT Asia)

EVENT HIGHLIGHTS

1. Cyberwatch Center Launch Ceremony

2. Recycle Collection Day

3. Award Photos

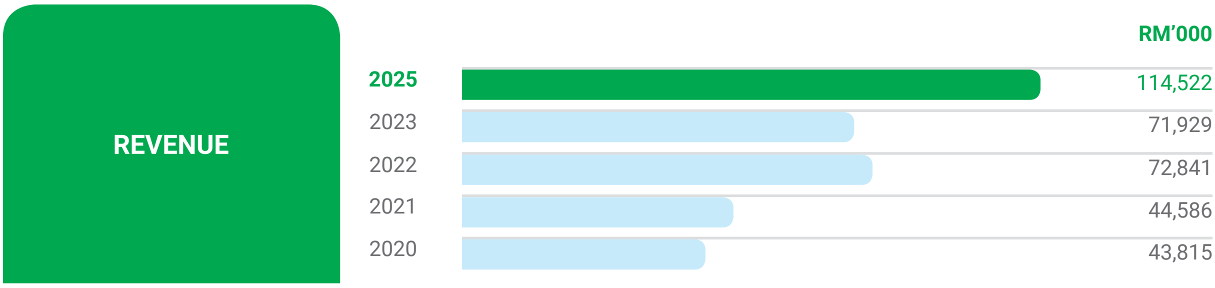
4. Outdoor Activities

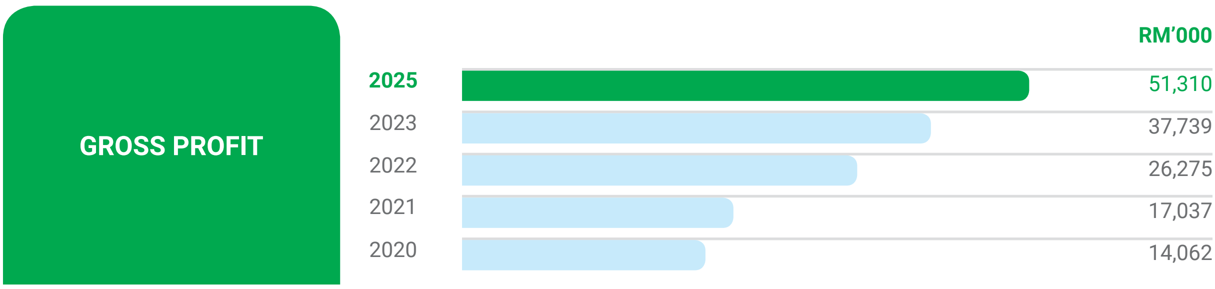
5. Annual General Meeting 2024

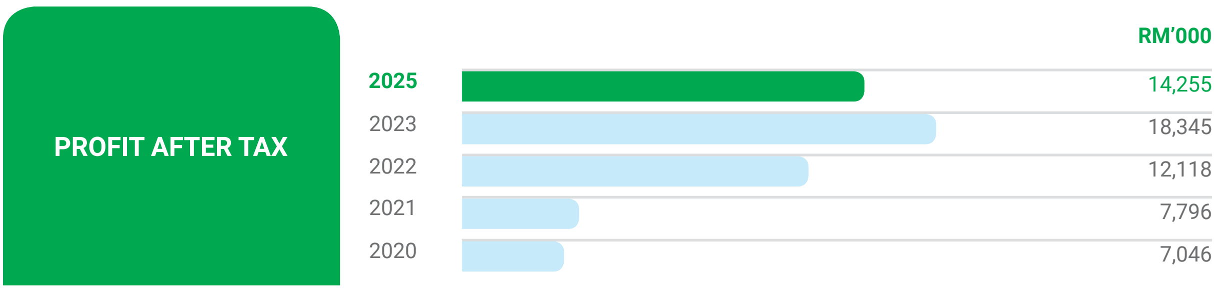
FIVE-YEAR GROUP FINANCIAL

Financial Period Ended ("FPE") / Financial Year Ended ("FYE")	FPE 2025 RM'000	FYE 2023 RM'000	FYE 2022 RM'000	FYE 2021 RM'000	FYE 2020 RM'000
Revenue	**114,522**	71,929	72,841	44,586	43,815
Cost of Sales	**-63,212**	-34,190	-46,566	-27,549	-29,753
Gross Profit ("**GP**")	**51,310**	37,739	26,275	17,037	14,062
Profit Before Tax ("**PBT**")	**19,669**	24,878	16,668	10,527	9,302
Profit After Tax ("**PAT**")	**14,255**	18,345	12,118	7,796	7,046
GP Margin (%)[(1)]	**44.8**	52.5	36.1	38.2	32.1
PBT Margin (%)[(2)]	**17.2**	34.6	22.9	23.6	21.2
PAT Margin (%)[(2)]	**12.4**	25.5	16.6	17.5	16.1
Gearing Ratio (times)[(3)]	**0.00**	0.01	0.01	0.01	0.02
Current Ratio (times)[(4)]	**3.00**	3.69	3.24	2.54	1.88

Notes:
[(1)] GP margin is computed based on GP over revenue for the financial year or period.
[(2)] PBT margin and PAT margin are computed based on the respective PBT and PAT over revenue for the financial years or period.
[(3)] Gearing ratio is computed based on total borrowings over total equity as at each financial year or period.
[(4)] Current ratio is computed based on current assets over current liabilities as at each financial year or period.







OUR LEADERSHIP

BOARD OF DIRECTORS & SENIOR MANAGEMENT

ALWIZAH AL-YAFII BINTI AHMAD KAMAL
Independent Non-Executive Director
Nominating Committee (Chairperson)
Audit Committee (Member)
Remuneration Committee (Member)
Risk Management Committee (Member)

ANG SENG WONG
Independent Non-Executive Chairman

TAN MUI PING
Independent Non-Executive Director
Audit Committee (Chairperson)
Nominating Committee (Member)
Remuneration Committee (Member)
Risk Management Committee (Member)

TOO YIT MENG
Non-Independent Executive Director / Chief Marketing Officer

KOAY HEAN JIN
Chief Technical Officer

OLIVIA LIM
Independent Non-Executive Director
Remuneration Committee (Chairperson)
Risk Management Committee (Chairperson)
Audit Committee (Member)
Nominating Committee (Member)

CHOO WEI CHUEN
Non-Independent Executive Director / Chief Executive Officer

FOONG CHONG THONG
Chief Financial Officer

LOO WAI HONG
Non-Independent Executive Director / Chief Operating Officer

BOARD OF DIRECTORS' PROFILE

63

ANG SENG WONG

Independent Non-Executive Chairman

Date of Appointment:
9 January 2024

Number of Board Meetings Attended:
6/6

Ang Seng Wong, a Malaysian, male, aged 63, is our Independent Non-Executive Chairman. He was appointed to the Board of Directors ("**Board**") on 9 January 2024. In his education, he holds a Bachelor of Arts in Sociology and a Bachelor of Business in Banking and Finance from Chisholm Institute of Technology (now known as Monash University) in Melbourne, Australia. He also earned a Master of Business Administration (MBA) from Cardiff Metropolitan University in the United Kingdom. Professionally, he is a Chartered Accountant and a member of the Malaysian Institute of Accountants (MIA), as well as a Fellow of the Institute of Corporate Directors Malaysia.

Mr. Ang began his career as an accountant in Melbourne, Australia, in 1985. Upon returning to Malaysia in 1989, he held several key leadership roles, including Finance Director for a Taiwanese electronics firm, Executive Representative for China Investment & Development Co. Ltd., and Corporate Affairs Manager at NCK Corporation Bhd. He was later appointed General Manager and Executive Director of Astral Supreme Bhd. Over the course of his career, Mr. Ang has accumulated extensive senior management experience both in Malaysia and internationally.

In addition, he has delivered both public and in-house training programs for prominent organisation such as Petronas, Telekom, NEC Corporation of Malaysia Sdn. Bhd., Maxis, DRB-Hicom, Pantai Group, Columbia Hospital, MISC Berhad, Sabic Innovative Plastics (M) Sdn. Bhd. etc. across Malaysia, Singapore, Thailand and Philippines. He is an accredited trainer with the Human Resources Development Corporation (HRD Corp) and has lectured in postgraduate programs for institutions including the University of Gloucestershire, London Examination Board, Universiti Teknologi Malaysia, Universiti Malaysia Pahang, Asia e University (AEU), Universiti Sains Malaysia, and Genovasi University College.

He is currently the Independent Non-Executive Chairman of CPE Technology Berhad and Independent Non-Executive Director of Life Water Berhad, both listed on the Main Market of Bursa Malaysia Securities Berhad ("**Bursa Securities**").

He has no family relationship with any Director and/or major shareholder of the Company. He has no conviction of any offences (other than traffic offences, if any) within the past 5 years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial period. He has no conflict of interest with the Company or its subsidiaries.

BOARD OF DIRECTORS' PROFILE
(CONT'D)

46

CHOO WEI CHUEN

Non-Independent Executive Director / Chief Executive Officer

Date of Appointment:
1 November 2021

Number of Board Meetings Attended:
6/6

Choo Wei Chuen, a Malaysian, male, aged 46, is our Non-Independent Executive Director and Chief Executive Officer. He was appointed to the Board on 1 November 2021. He is responsible for business development as well as the overall strategic and general management of the Group.

He graduated with a Diploma in Telecommunication & Computer from Kolej Damansara Utama, Malaysia, in June 1999.

He began his career with Telshine Network System Sdn. Bhd. as Assistant Engineer in July 1999 where he was part of the operations and maintenance team at Kuala Lumpur International Airport and was responsible for the passenger check-in processing system. In February 2000, he was promoted as Telecommunication Engineer where he was responsible for the support and maintenance of unified communication system for the clients of Telshine Network System Sdn. Bhd.

In April 2002, he left Telshine Network System Sdn. Bhd. and joined ECS Pericomp Sdn. Bhd. as Services Maintenance Sales Executive where he was responsible for new and renewal services maintenance support. In December 2002, he left ECS Pericomp Sdn. Bhd. and later joined Directron Sdn. Bhd. as Assistant Sales Manager in January 2003 where he was responsible for new and renewal software sales support.

In December 2003, he left Directron Sdn. Bhd. to join Infoline Technology Sdn. Bhd., which he co-founded in July 2003 with other shareholders. He held the position of director and was responsible for the operations, financial control, sales, projects, customer support as well as management of the company. Infoline Technology Sdn. Bhd. became inactive since 2015. In September 2018, he resigned as the director and sold his stake in Infoline Technology Sdn. Bhd. to a third party not connected to him. Subsequently, Infoline Technology Sdn. Bhd. was renamed to Infinitum Technologies Sdn. Bhd. in September 2018 under the new owner.

Meanwhile, he was appointed as a supervisor in Infoline Technology (Shenzhen) Limited ("**Infoline Shenzhen**") in January 2013 and was appointed as a director of Infoline Technology Limited in May 2014, where he was responsible for overall management of the company. Infoline Shenzhen was a wholly-owned subsidiary of Infoline Technology Limited then. Subsequently, he acquired the entire shareholdings in Infoline Technology Limited in August 2015. In December 2018, he resigned from his position as the supervisor and was appointed as the director of Infoline Shenzhen. He was responsible for business development and general management of Infoline Shenzhen. In December 2019, he acquired the entire shareholdings in Infoline Shenzhen from Infoline Technology Limited. For clarity, Infoline Shenzhen and Infoline Technology Limited are not related to Infoline Technology Sdn. Bhd. (now known as Infinitum Technologies Sdn. Bhd.). In August 2020, he resigned as the director and sold his stake in Infoline Technology Limited to a third party not connected to him. Subsequently, Infoline Technology Limited was renamed to Akima ICT Limited in June 2021 under the new owner.

In June 2016, he joined Infoline IT Solutions Sdn. Bhd. ("**Infoline Solutions**") and was appointed a director where he was responsible for the business development as well as the overall strategic and general management of the company. In October 2018, he acquired the entire shareholdings in Infoline Solutions from the then existing shareholders. In June 2021, he was reassigned as the Chief Executive Officer of Infoline Solutions where he assumes his current responsibilities.

Save for his directorship of the Company, he does not hold any other directorship in public companies and listed issuers. He is a substantial shareholder of the Company.

He has no family relationship with any Director and/or major shareholder of the Company. He has no conviction of any offences (other than traffic offences, if any) within the past 5 years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial period. He has no conflict of interest with the Company or its subsidiaries.

BOARD OF DIRECTORS' PROFILE (CONT'D)

47

LOO WAI HONG

Non-Independent Executive Director / Chief Operating Officer

Date of Appointment:
1 November 2021

Number of Board Meetings Attended:
6/6

Loo Wai Hong, a Malaysian, male, aged 47, is our Non-Independent Executive Director and Chief Operating Officer. He was appointed to the Board on 1 November 2021. He is responsible for the operational management and project delivery of the Group.

He obtained an Advanced Diploma in Science from Tunku Abdul Rahman College, Malaysia, in March 2002, and subsequently obtained a Bachelor of Science (Business Information System) from Campbell University, United States of America, in June 2002.

He has over 19 years of experience in the ICT industry with various roles in technical, channel sales, enterprise sales lead as well as board management. He began his career with Ftec Resources Sdn. Bhd. as Technical Sales Executive in May 2002 where he was responsible for maximising sales of products within a specified account and ensuring that sales target is achieved.

In February 2004, he left Ftec Resources Sdn. Bhd. and joined Ingram Micro Malaysia Sdn. Bhd. as Channel Executive in March 2004 where he was responsible for channel sales and account management of the company. He was promoted to Senior Channel Manager in September 2009 where he was responsible for leading the enterprise team to achieve sales quota of the company. During his tenure in the company, he was awarded the Million Ringgit Profit Quarterly contributor in 2010 and 2011, as well as the Top Cisco Revenue Contributor in 2010.

In April 2012, he left Ingram Micro Malaysia Sdn. Bhd. and joined Infoline Technology Sdn. Bhd. as General Manager in the same month where he was responsible for the operational management and sales of Infoline Technology Sdn. Bhd. In May 2013, he left Infoline Technology Sdn. Bhd. and founded Infoline Solutions in the same month. He was appointed as director, where he was responsible for the overall operations and project delivery of Infoline Solutions. In September 2017, he was appointed as General Manager responsible for the operational management as well as sales of Infoline Shenzhen. In March 2018, he was appointed as the supervisor of Infoline Shenzhen. In June 2021, he was reassigned as the Chief Operating Officer of Infoline Solutions where he assumes his current responsibility.

Save for his directorship of the Company, he does not hold any other directorship in public companies and listed issuers. He is a substantial shareholder of the Company.

He has no family relationship with any Director and/or major shareholder of the Company. He has no conviction of any offences (other than traffic offences, if any) within the past 5 years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial period. He has no conflict of interest with the Company or its subsidiaries.

BOARD OF DIRECTORS' PROFILE
(CONT'D)

TOO YIT MENG

Non-Independent Executive Director / Chief Marketing Officer

Date of Appointment:
1 November 2021

Number of Board Meetings Attended:
6/6

Too Yit Meng, a Malaysian, male, aged 40, is our Non-Independent Executive Director and Chief Marketing Officer. He was appointed to the Board on 1 November 2021. He is responsible for formulating sales plans and strategies for Malaysian market, supervising account managers, setting sales targets and managing relationships with Principals, business partners and key customers.

He graduated with a Bachelor of Science Network Computing from Napier University, Edinburgh, United Kingdom in December 2005.

He began his career as a System Engineer with NH2 System Sdn. Bhd. in January 2006 where he was responsible for implementing network solutions, maintaining operating systems, application systems, application software and system management tools, and technical support. He left NH2 System Sdn. Bhd. and joined Ingram Micro (M) Sdn. Bhd. as a Business Development Executive in September 2009 where he was responsible for business development and sales strategy.

In February 2012, he left Ingram Micro (M) Sdn. Bhd. and joined Infoline Technology Sdn. Bhd. as an Account Manager where he was responsible for developing sales and networking strategies. In May 2013, he left Infoline Technology Sdn. Bhd. and joined Infoline Solutions as Business Development Manager in June 2013 where he was responsible for formulating sales strategy, keeping abreast with market developments and managing relationships with Principals, business partners, suppliers and customers.

In March 2020, he was promoted to the position of Head of Sales and was subsequently redesignated as Chief Marketing Officer in June 2021 where he assumes his current responsibilities. In September 2021, he was appointed as a director of Infoline Solutions.

Save for his directorship of the Company, he does not hold any other directorship in public companies and listed issuers.

He has no family relationship with any Director and/or major shareholder of the Company. He has no conviction of any offences (other than traffic offences, if any) within the past 5 years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial period. He has no conflict of interest with the Company or its subsidiaries.

BOARD OF DIRECTORS' PROFILE
(CONT'D)

TAN MUI PING

Independent Non-Executive Director

Date of Appointment:
1 November 2021

Number of Board Meetings Attended:
6/6

Audit Committee *(Chairperson)*
Risk Management Committee *(Member)*
Nominating Committee *(Member)*
Remuneration Committee *(Member)*

Tan Mui Ping, a Malaysian, female, aged 49, is our Independent Non-Executive Director. She was appointed to the Board on 1 November 2021.

She obtained a certification for the Association of Chartered Certified Accountants ("**ACCA**") in February 1999. She became a Member of ACCA in May 2001 and was subsequently made a Fellow Member of ACCA in April 2006. She is also a member of the Malaysian Institute of Accountants since December 2001, a registered company secretary with the Companies Commission Malaysia ("**CCM**") since February 2020 as well as a member of the Institute of Corporate Directors Malaysia since January 2022.

She has more than 20 years of experience in senior finance roles which covers the areas of corporate finance, investment analysis, business development partnering and investment feasibility study, and group finance matters, treasury and tax planning.

She began her career in Shamsir Jasani Grant Thornton (now known as Grant Thornton Malaysia PLT) in 1998.

In October 2001, she joined Wah Seong Corporation Berhad as an Accountant where she was responsible for the group reporting and corporate finance functions, including the listing of Wah Seong Corporation Berhad.

In June 2003, she joined Edaran Otomobil Nasional Berhad as a Manager - Group Finance where she was responsible for the group finance matters, corporate finance and tax planning as well as involved in its business transformation program.

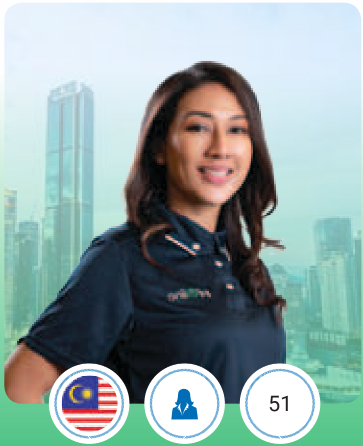
In June 2007, she joined Advance Synergy Berhad as Head of Finance where she was involved in various corporate exercises including fund raising, acquisitions and disposals, as well as privatisation and delisting exercise.

In October 2012, she joined Weida (M) Bhd ("**Weida**") as a Senior Manager of the Corporate Development Department. She was promoted to the position of General Manager in the Group Managing Director's Office in 2014 and subsequently in 2023, she was re-designated as the Financial Advisor to the Group Executive Chairman, a position she assumes to present date. Throughout her tenure in Weida, she supports the Group Executive Chairman and works closely with other team members and strategic partners on Group Executive Chairman related tasks and projects. Her responsibilities include business development partnering, investment feasibility study, corporate finance, group finance matter, treasury, group tax planning and support the senior management in investors' relations activities. She was also the acting Financial Controller of Weida's property development division from 2013 to 2016.

She is currently the Independent Non-Executive Director of Evergreen Fibreboard Berhad and of Life Water Berhad, both are the public company listed on the Main Market of Bursa Securities. She is also the Independent Non-Executive Director of Oasis Home Holdings Berhad, and A1 A.K. Koh Group Berhad, both are listed on the ACE Market of Bursa Securities.

She has no family relationship with any Director and/or major shareholder of the Company. She has no conviction of any offences (other than traffic offences, if any) within the past 5 years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial period. She has no conflict of interest with the Company or its subsidiaries.

BOARD OF DIRECTORS' PROFILE
(CONT'D)



ALWIZAH AL-YAFII BINTI AHMAD KAMAL

Independent Non-Executive Director

Date of Appointment:
1 November 2021

Number of Board Meetings Attended:
6/6

Nominating Committee *(Chairperson)*
Audit Committee *(Member)*
Risk Management Committee *(Member)*
Remuneration Committee *(Member)*

Alwizah Al-Yafii binti Ahmad Kamal, a Malaysian, female, aged 51, is our Independent Non-Executive Director. She was appointed to the Board on 1 November 2021.

She graduated with a Bachelor of Laws with Honours from University of Bristol, England in June 1997. In August 2000, she was admitted as an Advocate and Solicitor in the High Court of Malaya and has since become a member of the Bar Council Malaysia until August 2006.

She became an Associate of MAICSA in August 2006 and was subsequently awarded a Fellowship of MAICSA in January 2014. She was also a member of the Institute of Corporate Directors Malaysia from January 2018 to December 2019, as well as a registered company secretary with the CCM since February 2020.

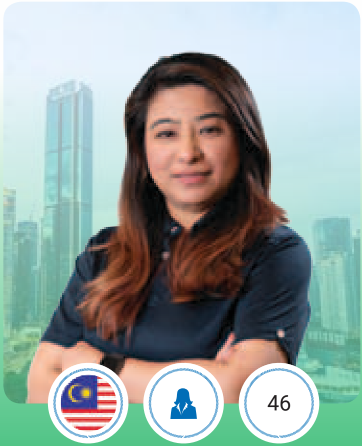
She has more than 20 years of experience in the corporate legal and company secretarial work. She commenced her legal career as a legal associate in Messrs Zaid Ibrahim & Co from August 2000. In May 2003, she left Messrs Zaid Ibrahim & Co and joined Messrs Zul Rafique & Partners as a legal associate. Throughout her career as a legal practitioner, she represented several international and local financial institutions in restructuring exercises involving public listed companies, as well as advising on various debt capital market related matters.

In June 2006, she left Messrs Zul Rafique & Partners and joined Intellectual Property Services Sdn. Bhd. (now known as ZICO Corporate Services Sdn. Bhd.) as a Manager and was responsible for business development of the company. Subsequently, she was promoted to an Executive Director in May 2010 where she was responsible for overseeing the operations of the company. In April 2013, she left ZICO Corporate Services Sdn. Bhd. and founded AKAL Corporate Advisors Sdn. Bhd. Subsequently in May 2014, she founded AKAL Advisors PLT that provides accounting and financing & payroll services.

She is currently an Independent Non-Executive Director on the Boards of Cnergenz Berhad, which is listed on the Main Market of Bursa Securities and GoHub Capital Berhad, which is listed on the ACE Market of Bursa Securities. Additionally, she serves as the Independent Non-Executive Chairperson of Minox International Group Berhad, which is listed on the ACE Market of Bursa Securities. She is also a Director of JS Solar Holding Berhad, a non-listed public company.

She has no family relationship with any Director and/or major shareholder of the Company. She has no conviction of any offences (other than traffic offences, if any) within the past 5 years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial period. She has no conflict of interest with the Company or its subsidiaries.

BOARD OF DIRECTORS' PROFILE
(CONT'D)



OLIVIA LIM

Independent Non-Executive Director

Date of Appointment:
1 November 2021

Number of Board Meetings Attended:
6/6

Remuneration Committee *(Chairperson)*
Risk Management Committee *(Chairperson)*
Audit Committee *(Member)*
Nominating Committee *(Member)*

Olivia Lim, a Malaysian, female, aged 46, is our Independent Non-Executive Director. She was appointed to the Board on 1 November 2021.

She graduated with a Bachelor of Laws (Honours) from National University of Malaysia in August 2003. In February 2004, she was admitted as an Advocate and Solicitor in the High Court of Malaya and has been a member of the Bar Council Malaysia since then.

She has over 20 years of experience in the legal profession.

She is the Managing Partner of Messrs Olivia Lim & Co. She specialises in area of corporate finance, capital and equity markets particularly in initial public offering as well as corporate advisory matters.

She is currently the Independent Non-Executive Director of Unique Fire Holdings Berhad, a company listed on Main Market of Bursa Securities and VisDynamics Holdings Berhad, a company listed on the ACE Market of Bursa Securities. She also sits as a Director in RT Pastry Holdings Berhad, a non-listed public company.

She has no family relationship with any Director and/or major shareholder of the Company. She has no conviction of any offences (other than traffic offences, if any) within the past 5 years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial period. She has no conflict of interest with the Company or its subsidiaries.

SENIOR MANAGEMENT PROFILE

FOONG CHONG THONG

Chief Financial Officer

Date of Appointment:
1 September 2023

Foong Chong Thong, a Malaysian, male, aged 49, is our Chief Financial Officer. He was appointed to the Group on 1 September 2023. He is responsible for the strategic and financial planning of the Company including corporate exercises, cashflow, forecasting and projections, treasury management and annual budgeting. He also oversees the overall finance and accounting function, internal audit and operation support for the Group.

He graduated with a Diploma in Commerce, LCC Higher from Shaw Institute and Inti College. He subsequently obtained a Bachelor of Commerce, Accountancy from University of Otago, New Zealand in December 1997. He was admitted as an Associate Member ("**ACMA**") of the Chartered Institute of Management Accountants ("**CIMA**") in September 2004 and is a member of the Malaysian Institute of Accountants ("**MIA**") since January 2005.

He has more than 20 years of experience in accounting and finance. He started his career in Singapore as an audit assistant in year 1998 and left with the last held position as the audit supervisor. He later joined InterMed Sdn. Bhd. as an account executive upon his return to Malaysia in year 2002 before being promoted to an accountant in year 2005. He then joined Microlink Systems Sdn. Bhd., a wholly-owned subsidiary of Microlink Solutions Berhad, as the Finance Manager in year 2006. Thereafter, he joined Techna-X Berhad ("**TXB**") as Financial Controller in year 2008 and left the company in year 2023 after serving the company for more than 14 years. During his tenure in TXB, he was not only responsible for the accounting and finance function of the subsidiary located in People's Republic of China, but he was also extensively involved in various corporate exercises for the holding company including, amongst others, business diversification, fund raising, mergers and acquisitions.

He does not hold any directorship in public companies and listed issuers.

He has no family relationship with any Director and/or major shareholder of the Company. He has no conviction of any offences (other than traffic offences, if any) within the past 5 years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial period. He has no conflict of interest with the Company or its subsidiaries.

SENIOR MANAGEMENT PROFILE
(CONT'D)

KOAY HEAN JIN

Chief Technical Officer

Date of Appointment:
1 June 2021

Koay Hean Jin, a Malaysian, male, aged 39, is our Chief Technical Officer. He was appointed to the Group on 1 June 2021. He is responsible for leading our technical teams in day-to-day operations and providing key expertise for Integrating Network, Data Centre, Software Defined Network and Campus Network solutions for our customers across various industries. He is also responsible for supervising our employees in pre-sales, post-sales, and support departments, including assigning tasks, approving schedules, set performance goals and ensuring compliance with timelines.

He graduated with a Bachelor of Information Technology, Communication and Networking (Hons) from University Tunku Abdul Rahman, Malaysia in March 2010. He was awarded numerous certificates in the IT industry including, among others, the VMware Certified Professional 6 – Network Virtualization in 2017.

He began his career as a Junior Network Engineer with Idealtech Sdn. Bhd. in April 2010 where he was responsible to arrange and install network hardware and software, configure and manage hardware, facilitate IP voice administrations, and firewalls. He also provided remote assistance to nearby engineers and end clients.

He left the company in January 2012 and joined I-Frasis Sdn. Bhd. as a Network Engineer in February 2012 where he was responsible to design and deploy LANs, WANs, and wireless networks, including servers, routers, switches, UPSs, and other hardware. He was also responsible for the troubleshooting, diagnosing and solving hardware, software, and other issues affecting the network and device.

In June 2014, he left the company and joined Netuniti Sdn. Bhd. as Senior Network Engineer in July 2014 where he was responsible for designing and deploying LANs, WANs, and wireless networks, including servers, routers, switches, UPS, and other hardware. He was also responsible for troubleshooting, diagnosing and solving hardware, software, and other issues affecting the network and device.

In December 2015, he left Netuniti Sdn. Bhd. and joined Infoline Solutions as Senior Network Engineer in January 2016 where he was responsible for the design, set up and implementation of IT solutions in the company. He was promoted several times while in Infoline Solutions, namely as an Assistant Manager in April 2017 and Head of Technical in March 2020. In June 2021, he was reassigned as Chief Technical Officer where he assumes his current responsibilities.

He does not hold any directorship in public companies and listed issuers.

He has no family relationship with any Director and/or major shareholder of the Company. He has no conviction of any offences (other than traffic offences, if any) within the past 5 years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial period. He has no conflict of interest with the Company or its subsidiaries.

KEY MESSAGES

MESSAGE FROM CEO

CHOO WEI CHUEN
Chief Executive Officer

DEAR VALUED SHAREHOLDERS,

We are with great pride and gratitude to reflect on a year of remarkable milestones and progress for Infoline Tec Group Berhad ("**Infoline Tec**") and its subsidiaries ("**Group**") which achieved another greater height by successfully transferred its listing to Main Market of Bursa Malaysia Securities Berhad ("**Bursa Securities**") on 22 November 2024 following its inaugural appearance on the ACE Market of Bursa Securities in July 2022.

To align our reporting cycle with better financial planning and reporting efficiency, the Group has changed its financial year-end from 31 December to 31 March. We believe the change will ultimately support stronger value creation for our shareholders.

Your unwavering trust and support have been the cornerstone of our success, enabling us to achieve significant advancements and chart a promising course for the future. I would like to share an overview of our achievements, strategic initiatives, and the challenges we have encountered as we continue our journey in the ever-evolving IT industry. We look forward to building on a strong foundation, fostering continued collaboration, and achieving even greater milestones together in the future.

On behalf of the Board of Infoline Tec, we are pleased to present the annual report and audited financial statements of the Group for the financial period ended 31 March 2025 ("**FPE2025**").

MESSAGE FROM CEO
(CONT'D)

2025 YEAR IN REVIEW

From 2019 to 2025, we achieved a compound annual growth rate ("**CAGR**") of 24% in revenue, reflecting robust performance over the years. However, growth plateaued from 2022 to 2023, primarily due to a substantial decline in contributions from China in 2023. This underperformance in China stemmed from weakened consumer and business confidence, rising local government debts, and a slowdown in global economic growth, which significantly impacted employment, business activity, and during the FPE2025, the situation improved notably, driven by advancements in artificial intelligence ("**AI**"), cloud computing, and cybersecurity. These developments boosted enterprise spending on software and IT services, leading to a substantial rebound in contributions from China. Sales from our operations in China grew significantly, accompanied by healthy profits, with the region accounting for approximately 16% of the Group's total revenue in FPE2025.

While contributions from Malaysia and Singapore markets remained stable, the Group's expansion into the Indian market in year 2024 proved highly successful. This strategic move diversified revenue streams and mitigated the risk of over dependency on a single market. The Indian market contributed approximately 5% of the Group's revenue, delivering impressive profit margins.

The Group recorded a significant increase in revenue for the 15-month FPE2025, reaching approximately RM114.52 million, compared to RM71.93 million for the 12-month financial year ended 31 December 2023 ("**FYE2023**"). While the longer reporting period partly accounts for the increase, the growth was primarily driven by the recovery of revenues in China and the successful expansion into the international markets such as Singapore and India. Malaysia remained the primary contributor to the Group's revenue in FPE2025. Additionally, the Managed IT Services segment emerged as the largest profit driver, offering the highest margins among the Group's four key business segments.

A Momentous Transition: Transfer Listing to the Main Market of Bursa Securities

One of our most significant achievements during this period has been the successful transfer of our company's listing from the ACE Market to the Main Market of Bursa Securities. This transition marks a pivotal moment in our corporate journey, underscoring the maturity, financial strength, and sustained growth of our Group. This accomplishment not only elevates our corporate profile but also enhances our credibility among investors, providing us with a broader platform to attract strategic partners and institutional investors. It is a testament to the diligent efforts of our management team and the trust that you, our shareholders, have placed in us.

The transfer listing is more than a milestone; it is a springboard for future growth. It has expanded our capacity to engage with a wider investor base, fortifying our capital structure and positioning us to seize opportunities in an ever-evolving market. This achievement also reaffirms our commitment to adhering to the highest standards of corporate governance and transparency, principles that remain at the heart of our operations.

Unveiling the CyberWatch Centre

The increasing adoption of enterprise security solutions in Manufacturing, Banking, Financial Services, and Insurance ("**BFSI**"), and Healthcare is expected to drive the cybersecurity market growth in the forthcoming years. The Global Cybersecurity market size was valued at USD172.32 billion in 2023 and is projected to reach USD424.97 billion in 2030, exhibiting a 14% CAGR during the forecast 2023-2030.

In this era where digital threats loom large, the need for robust cybersecurity solutions has never been more critical. Recognizing this imperative, we are proud to see through the launch of our state-of-the-art CyberWatch Centre in June 2024. This cutting-edge facility represents our commitment to safeguarding businesses and individuals against the escalating risks of cyberattacks. Equipped with advanced threat detection and response capabilities, the centre is designed to provide 24/7 monitoring, real-time threat intelligence, and rapid incident response.

The CyberWatch Centre not only strengthens our service offerings but also solidifies our position as a leader in the cybersecurity domain. By leveraging the expertise of our skilled professionals and the power of innovative technology, we are poised to address the ever-growing demand for comprehensive cybersecurity solutions. This initiative aligns seamlessly with our mission to empower our clients with the tools and knowledge needed to thrive in a digitally connected world.

MESSAGE FROM CEO
(CONT'D)

To our Group, what truly makes CyberWatch Centre unique is also its role in sustainable regional growth. The CyberWatch Center goes beyond protection—it's an investment in our future cybersecurity talent. We have partnered with Malaysian universities and launched CSR programs to nurture the next generation of cybersecurity experts right here in the region. These partnerships allow us to develop and retain local talent, reducing our dependency on external resources and ensuring we build a resilient, self-sustaining cybersecurity landscape in Southeast Asia. By training local talent, we are ensuring that our communities, our economies, and our futures are protected by people who understand our specific needs and challenges.

Implementation of the Cybersecurity Act 2024

The Cyber Security Act 2024 ("**CSA 2024**") has been officially gazetted by the Attorney General's Chambers on 26 June 2024 and subsequently came into operation on 26 August 2024. This legislation represents a major milestone in strengthening Malaysia's cyber defences and enhancing our resilience against emerging threats.

The CSA 2024 introduces several important features, such as the establishment of the National Cyber Security Committee. It outlines the duties and powers of the Chief Executive of National Cyber Security Agency ("**NACSA**"), as well as the functions and duties of the National Critical Information Infrastructure ("**NCII**") sector leads and NCII entities. The CSA 2024 also addresses the management of cyber security threats and incidents related to NCII. Additionally, it includes provisions to regulate cyber security service providers through licencing.

Under the CSA 2024, all the industry players offering cybersecurity services are required to apply licenses for the (i) Managed security operation centre monitoring service and (ii) Penetration testing service. Infoline Group has obtained both licences on 9 December 2024 and it bodes down well with our services offerings from our Cyberwatch Centre which include but not limited to Threat Intelligence, Digital Forensics and Incident Response ("**DFIR**"), Fraud Prevention, Penetration Testing and Security Assessments, Intellectual Property Protection, Consulting and Advisory, Cyber Crime Investigations as well as Managed Security Services.

Exploring Opportunities: Data Centre

As the demand for digital infrastructure continues to surge, entering the data centre market presents a transformative opportunity for our Group. With businesses increasingly reliant on cloud computing, big data, and AI-driven solutions, establishing a data centre capability enables us to diversify our portfolio and strengthen our competitive edge. This strategic expansion will not only enhance our ability to deliver high-performance IT solutions but also position us as a key player in the evolving digital economy. By leveraging our expertise in IT services, we can ensure a seamless transition into this sector, offering customers secure, scalable, and reliable data solutions.

In addition to that, the demand for data storage and processing capabilities also continues to surge, driven by the proliferation of digital transformation initiatives, the growth of cloud computing, and the expanding Internet of Things ("**IoT**") ecosystem. Establishing a data centre will enable us to tap into this burgeoning market, providing scalable and secure infrastructure to support the needs of our clients.

A data centre investment represents a significant step towards complementing our revenue streams and enhancing our technological capabilities. We are conducting comprehensive feasibility studies to ensure that this venture delivers sustainable value for our stakeholders while adhering to the principles of environmental sustainability. This initiative underscores our proactive approach to innovation and our commitment to staying ahead in a highly competitive industry.

MESSAGE FROM CEO
(CONT'D)

Navigating Challenges in the IT Industry

While we celebrate our achievements, we are acutely aware of the challenges that define the IT landscape. Rapid technological advancements, intensifying competition, and evolving regulatory frameworks demand agility and resilience. Cybersecurity threats continue to escalate in complexity and scale, requiring continuous innovation and vigilance. Additionally, talent acquisition and retention remain critical priorities as we strive to build a workforce capable of driving our strategic objectives.

To address these challenges, we have adopted a proactive and adaptive approach. Our investments in research and development are geared towards staying at the forefront of technological innovation. Collaborative partnerships with academic institutions and industry leaders enable us to foster a culture of continuous learning and innovation. Moreover, our commitment to fostering a diverse and inclusive workplace ensures that we attract and retain the brightest talent, empowering them to contribute meaningfully to our success.

Resilience Amidst Rapid Technological Changes

Resilience is the cornerstone of our strategy as we navigate the rapid pace of technological change. The IT industry is characterized by constant disruption, and adaptability is key to thriving in this environment. Our resilience is rooted in our ability to anticipate trends, embrace change, and leverage opportunities for growth.

We have implemented robust risk management frameworks to mitigate potential disruptions and ensure business continuity. Our agile organizational structure enables us to respond swiftly to market dynamics, while our commitment to customer-centricity ensures that we remain attuned to the evolving needs of our clients. By fostering a culture of innovation and collaboration, we are well-equipped to turn challenges into opportunities, driving sustainable growth and long-term value creation.

Looking Ahead: A Vision for Sustainable Growth

As we look to the future, our focus remains steadfast on delivering sustainable growth and creating value for all our stakeholders. We are committed to leveraging our strengths, embracing innovation, and pursuing strategic initiatives that align with our mission and long-term vision. The successful transfer listing to the Main Market, the launch of the CyberWatch Centre, and our potential data centre investment are just the beginning of an exciting new chapter for our Group.

Appreciation

We wish to express our deepest gratitude and thanks to our shareholders, suppliers, customers, and partners for their unwavering support and dedication. Together, we have achieved remarkable milestones, and together, we will continue to build a brighter future. As we embark on this journey, I am confident that our collective efforts will propel our company to new heights, creating lasting value for all our stakeholders.

Not forgetting our fellow Board members, management team and all employees of the Group for their commitment and dedication, continuous contribution, hard work and loyalty.

Your support will continue inspiring us to keep pushing forward in delivering added value to all our stakeholders.

Choo Wei Chuen
Non-Independent Executive Director/ Chief Executive Officer

MANAGEMENT DISCUSSION AND ANALYSIS

OVERVIEW OF GROUP BUSINESS

In year 2024, the "Blue Screen of Death" incident, which was triggered by a faulty CrowdStrike update, has led to a massive global IT outage affecting Microsoft systems. This disruption brought businesses to a standstill, grounded flights, and caused widespread operational chaos across multiple industries. Although the issue stemmed from a technical malfunction rather than a cyberattack, it highlighted critical vulnerabilities within IT infrastructures and served as a stark reminder of the potential devastation a cybersecurity breach could inflict on the world.

In response to this, the demand for robust network infrastructure and cybersecurity solutions has surged, emphasizing the necessity for businesses of all sizes—not just large enterprises—to fortify their digital defences. Smaller companies often face challenges in implementing comprehensive security measures due to limited resources. Recognizing this gap, Infoline Tec Group Berhad ("**Infoline Tec**") and its subsidiaries ("**Group**") is addressing the need by providing scalable, cost-effective cybersecurity and IT solutions, ensuring that businesses of all sizes can safeguard their operations against both technical failures and cyber threats.

The launch of the CyberWatch Centre in June 2024 marked a significant milestone for the Group, enabling it to deliver a more comprehensive and advanced suite of cybersecurity services. With the establishment of this cutting-edge facility, the Group now offers a wide range of critical solutions, including threat intelligence, digital forensics, incident response, fraud prevention, penetration testing, security assessments, intellectual property protection, cybercrime investigations, and managed security services.

This achievement is further strengthened by strategic collaborations with three world-class technology partners namely Group-IB, a global leader in cybersecurity; LogRhythm, a premier security intelligence firm; and Recorded Future, a Boston-based threat intelligence powerhouse. By partnering with these industry giants, the CyberWatch Centre is set to enhance cybersecurity resilience, equipping businesses with the tools and expertise needed to defend against evolving digital threats.

On the other hand, after slightly more than two years into its listing on the ACE Market of Bursa Malaysia Securities Berhad ("**Bursa Securities**") on 13 July 2022, Infoline Tec has received approval from Securities Commission Malaysia on 15 October 2024 and subsequently approval from Bursa Securities for the transfer of its listing to the Main Market of Bursa Securities on 22 November 2024. This move marks a significant milestone in Infoline Tec's growth trajectory, reflecting its increased maturity and readiness for broader market participation.

From the financial perspective, Infoline Tec Group achieved a record high revenue in history in the FPE2025, driven by the strong recovery in the delivery and completion of new IT infrastructure solutions and cybersecurity projects. Notably, the passing of the Malaysia Cyber Security Bill 2024 has driven enterprises of all sizes (even SMEs) to spend on cybersecurity infrastructure, driving the demand for comprehensive cybersecurity solutions. This has resulted the Group's cybersecurity segment experienced an impressive and exponential growth, increasing the percentage of revenue contribution from single digit in FYE2023 to double digit in FPE2025. The significant growth in cybersecurity also aligns well with the Group's strategy to expand and capitalize on opportunities within this key segment.

Although the Group experienced significant revenue growth, overall profitability was constrained by lower margins, primarily due to aggressive pricing strategies employed to attract new customers, particularly in the cybersecurity segment. This approach, while necessary for market penetration, impacted short-term margins but is expected to yield long-term benefits.

The Group remains committed to fostering strong, long-term relationships with its onboarded customers. By establishing deep engagements and trust over time, the Group aims to expand its service offerings within existing accounts, unlocking greater value and revenue potential as these relationships mature.

MANAGEMENT DISCUSSION AND ANALYSIS
(CONT'D)

Additionally, profitability was further affected by higher administrative expenses, driven by increased operational capacity. Key cost factors included a larger workforce to support business expansion, higher staff salaries, and increased depreciation of fixed assets. Furthermore, the inclusion of new subsidiaries in Malaysia, Japan, India, and Singapore contributed to additional costs, including depreciation of right-of-use assets. Despite these initial financial pressures, these strategic investments are expected to strengthen the Group's market position and drive sustainable profitability in the long run.

Throughout the last financial period, we have added few prominent clients into our clientele list. This has further strengthened our track record and industry credentials. These new partnerships not only enhance our market reputation but also position us for continued growth and expansion. The Group is currently providing its services to a growing portfolio of various customers across the region, spanning a wide range of industries. These industries include property consultancy firms, property development companies, and construction enterprises, all of whom rely on our expertise to enhance their operations.

In addition to these clientele, we also serve a diverse group of end-user customers. These customers consist of both local enterprises that operate exclusively within domestic markets as well as multinational corporations with a global footprint. Our end-user clients belong to various industries, including financial services, telecommunications, retail, healthcare, education, manufacturing, and the food and beverage sector.

We remained steadfast in our commitment to achieving our strategic objectives, ensuring that our business trajectory aligned with long-term growth and sustainability. One of our core focuses was forging and strengthening valuable partnerships, underscoring our belief that collaboration serves as a key driver of success in an increasingly interconnected and competitive business landscape. As businesses worldwide continue to embrace digital transformation, our Group remains well-positioned to meet these changing needs with innovative and tailored solutions.

Looking ahead, the Group is determined to drive continuous innovation, foster and maintain strategic alliances, and proactively explore new market opportunities. This forward-thinking approach ensures that we are not only prepared to navigate economic and industry uncertainties but are also poised to capitalize on emerging trends and advancements. By maintaining this momentum, we aim to solidify our position as a leader in the digital solutions industry. Our focus is not just on surviving market fluctuations but on thriving, growing, and delivering long-term value to stakeholders. The broader IT services market is expanding rapidly, driven by rising cyber threats and a growing emphasis on data security. Our commitment to delivering end-to-end managed services, combining robust infrastructure management with proactive cybersecurity oversight, positions us favourably to capture emerging opportunities in both domestic and international markets.

Today, Infoline Tec Group has significantly strengthened its market presence and expanded its operational footprint beyond its initial markets. While we have firmly established offices in Malaysia, Singapore and China, our reach has extended to key strategic locations, including India, and Japan. These expansions underscore our ambition to be a regional powerhouse in the digital and cybersecurity solutions space. Moving forward, the Group will continue to actively seek new opportunities for business growth, both locally and regionally. With an unwavering commitment to excellence, innovation, and customer-centric solutions, we are confident that our expansion efforts will not only enhance our competitive edge but also contribute to the overall advancement of the industries in which the Group is currently serving.

MANAGEMENT DISCUSSION AND ANALYSIS
(CONT'D)

REVIEW OF FINANCIAL PERFORMANCE

RM114.52
million

Revenue

Infoline Tec achieved a total revenue of RM114.52 million for FPE2025 (FYE2023: RM71.93 million), recording the highest level since its inception which continued to be mainly contributed by the Group's IT infrastructure solutions segment, followed by Managed IT Services & Other IT Services segment. Amongst others, the Cybersecurity Solutions segment experienced an impressive 480% growth, increasing revenue contribution from 4% in FYE2023 to 15% in FPE2025.

RM63.21
million

Cost of Sales

In tandem with the higher revenue, the Group recorded higher cost of sales of RM63.21 million for FPE2025 (FYE2023: RM34.19 million), representing an increase of approximately 85%. This was mainly due to higher number of delivery and completion of new IT infrastructure solutions projects and cybersecurity projects which typically not only involved the internal human resources but also higher external costs.

RM51.31
million

Gross Profit

As a result of the competitive pricing strategy in FPE2025, especially during the beginning of year 2024, the Group recorded lower Gross Profit Margin of 45% in FPE2025 compared to 53% in FYE2023, bringing the Gross Profit ("**GP**") to RM51.31 million for FPE2025 (FYE2023: RM37.74 million).

RM19.67
million

Profit before Tax and Profit after Tax

The Group registered profit before tax ("**PBT**") and profit after tax ("**PAT**") of RM19.67 million (FYE2023: RM24.88 million) and RM14.26 million (FYE2023: RM18.35 million) respectively during the financial period/year under review.

The marginally lower PBT and PAT were mainly driven by competitive pricing strategies across all segments in the FPE2025. Additionally, profitability was also impacted by higher administrative expenses, including increased legal and professional fees related to the proposed transfer of listing exercise, expenses incurred for the ISO 27001 certification, higher depreciation of fixed assets, maintenance support costs and fair value adjustment on the contingent consideration of the acquisition of Inline Technologies Pte Ltd. Furthermore, staff salaries and related costs rose due to an expanded headcount aimed at supporting the Group's future growth.

RM31.47
million

Cashflow, Liquidity and Capital Resources

The Group continued with a very strong financial footing with a healthy cash position of RM31.47 million in FPE2025 (FYE2023: RM19.23 million), of which RM25.57 million was derived from operating activities, demonstrating the Group's ability to consistently generate profits (cash) from its operations.

As a measure of liquidity, the Group's current ratio by the end of FPE2025 remained healthy at 3.0 times (FYE2023: 3.7 times). This represented a testimony of good management of the Group's current assets and liabilities.

MANAGEMENT DISCUSSION AND ANALYSIS
(CONT'D)

REVIEW OF FINANCIAL PERFORMANCE (CONT'D)

Utilisation of IPO Proceeds

The Group is pleased to announce that all the allocated amount from the IPO proceeds according to the below plans have been fully utilised accordingly within the estimated timeframe.

The Company had previously decided to extend the timeframe for the utilisation of IPO proceeds of RM2.22 million allocated for business expansion from 12 July 2023 (being the last day of the original timeframe of the proposed utilisation) to 1 March 2024 together with some minor variations on the utilisation. Due announcement on such decision was made on 7 June 2023.

The decision for the extension and variation made was mainly due to the travel restrictions imposed by the People's Republic of China ("**PRC**") to counter the COVID-19 pandemic and the delay in the reopening of the PRC's border which limited the utilisation for the business expansion in China.

The extension and the variation undertaken was in line with the business requirements of the Company and was not detrimental and did not have any adverse effect on the financial performance of the Company.

As at 31 March 2025, the total proceeds raised has been fully utilised as follows:

	Proposed utilisation RM'000	Actual utilisation RM'000	Balance unutilised RM'000	Estimated time frame for utilisation upon Listing
Setting up of technology centre and disaster recovery centre	8,460	(8,460)	–	Within 9 months
Enhancement of Network Operation Centre ("**NOC**")	4,300	(4,300)	–	Within 8 months
Setting of a Security Operation Centre ("**SOC**")	4,700	(4,700)	–	Within 18 months
Business expansion*	2,220	(2,220)	–	Within 12 months
Estimated listing expenses	4,000	(4,000)	–	Within 3 months
	23,680	**(23,680)**	–	

** On 7 June 2023, the Company announced to extend the timeframe for utilisation of IPO proceeds of RM2.22 million allocated for business expansion from 12 July 2023 to 1 March 2024.*

MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

REVIEW OF FINANCIAL PERFORMANCE (CONT'D)

Gearing Ratio

The Group has zero gearing for FPE2025 (FYE2023: 0.014x) as it has paid off all the outstanding term loan in FPE2025.

Dividend Policy

The Company remains committed to its dividend policy of distributing a target dividend payout ratio of up to 30% of its net profits for each financial year.

The Company would take into consideration of various factors when determining the dividend pay-out to ensure that it remains solvent and has sufficient cash to cater for any funding needs for ordinary business operations and growth/expansion plans after the pay-out. Whilst the retention of adequate reserves is important for the future growth of the Group's business operations, the Board firmly believes that it is also important to reward shareholders for their continuous support, through dividend payments. Hence, the Board seeks to achieve an optimum balance between efficient capital management and the appropriate level of shareholder participation in the Company's profits through dividend.

Based on the current financial performance of the Group, its capital requirements including working capital and capital expenditure and ensuring sufficient cashflow to meet its financial obligations, the Group has proposed and eventually paid out a total dividend of 1.42 sen per share for the FPE2025 compared to 2.32 sen per share in respect of FYE2023.

REVIEW BY BUSINESS SEGMENT

IT Infrastructure Solutions

Infoline Tec specialises in the design and implementation of IT infrastructure solutions, which includes assessing and evaluating customers' business environments in order to consult and recommend an appropriate IT infrastructure design that meets their business needs, requirements, and budget (comprising network connectivity, data storage, and efficient processing of applications that facilitate and automate enterprises' business or operational processes).

In FPE2025, the IT infrastructure solutions segment remain as the top revenue contributor by registering the highest revenue contribution of RM65.48 million (FYE2023: RM43.14 million), to the Group's total revenue. The PBT recorded for this segment was lower at RM10.06 million for FPE2025 (FYE2023: RM11.41 million). Lower PBT margin of 15% for FPE2025 (FYE2023: 26%) was mainly due to pricing strategy and higher allocated cost for the completion and delivery of some of its IT infrastructure solutions projects in FPE2025.

Cybersecurity Solutions

The Group offers cybersecurity solutions, which includes a combination of hardware and software products as well as installation and implementation services for the prevention of cyber threats and attacks. Cybersecurity solutions are meant to mitigate cybersecurity risks of unathorised access within the IT infrastructure and minimises costs associated with dealing with cyber threats and attacks.

In FPE2025, the cybersecurity solutions segment recorded an exponential growth of 480% to RM17.35 million (FYE2023: RM2.99 million) in revenue which aligned with the Group's strategy to expand and capitalize on opportunities within this key segment. Despite the significant higher revenue recorded for this segment, this segment recorded a Loss before tax ("**LBT**") at approximately RM0.55 million (FYE2023: Profit before tax ("**PBT**") RM0.46 million) due to competitive pricing strategy required to penetrate new clientele.

MANAGEMENT DISCUSSION AND ANALYSIS
(CONT'D)

REVIEW BY BUSINESS SEGMENT (CONT'D)

Managed IT Services & Other IT Services

Leveraging on the Group's technical knowledge and industry experience, Infoline Tec provides managed IT services that allow enterprises to monitor and manage their IT infrastructure and cybersecurity solutions without incurring substantial operational expenses in setting up their own dedicated IT team.

In addition, the Group offers managed network services, which include outsourced monitoring and management of customer's network infrastructure. Ad-hoc professional services are also available for customers that do not purchase any hardware or software with the Group.

The launching of the CyberWatch Centre, which enabled the Group to offer more comprehensive and advanced suite of cybersecurity services to its customers, also contributed positively to this segment of business.

For FPE2025, the managed IT services & other IT services segment contributed RM27.49 million (FYE2023: RM20.56 million) to the Group's total revenue, an increase of approximately 34%. The revenue increase was a testimony to the management's continuous focus on such higher margin business segment apart from other business segments. The PBT achieved for this segment stood at RM10.08 million (FYE2023: RM13.01 million), for the financial period under review. The reduction of PBT for this segment mainly due to higher allocation of costs for FPE2025 compared to the previous year.

Trading of Ancillary Hardware & Software

Infoline Tec is involved in trading of ancillary hardware and software products, which is complementary to the Group's business. Hardware products include computers, notebooks, printers, accessories, and peripherals, meanwhile software comprises operating systems and computing applications.

The trading of ancillary hardware and software segment continued to merely serve as a complementary revenue segment to the Group which contributed RM4.21 million (FYE2023: RM5.23 million) in revenue and reported a PBT of RM0.08 million (FYE2023: negligible).

Lower revenue from this segment compared to FYE2023 is mainly due to overall lower request to supply ancillary hardware and software in FPE2025 by the customers. Nevertheless, higher PBT compared to FYE2023 mainly due to better margin and higher incentive received from our Principals in FPE2025.

ANTICIPATED RISKS & MITIGATION

Infoline Tec is committed to an effective risks management as it is central to our continued growth and success.

A risk is an effect of uncertainty that may bring a negative impact to our business objective. It is often described by an event, a change in circumstances, a consequence, or a combination of these and how they may affect the achievement of objectives. Risk management shall support the Group's business objectives by managing risks they entail.

To express the seriousness of the Group in relation to its risk management approach, the Board has resolved to separate the Audit and Risk Management Committee into Audit Committee and Risk Management Committee to create a dedicated committee to deal with the risk management issue of the Group.

The Group has developed a registry of risk, being updated on a quarterly basis, contained all the identified key risks areas together with the respective key risk factors that may impact the day-to-day business operations and proposed suggestions on mitigation of these risks.

MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

ANTICIPATED RISKS & MITIGATION (CONT'D)

Some major key risk factors identified in the registry of risk and the corresponding mitigation measures included but not limited to the followings:-

1. **Fraud/ Corruption Risk**

   Economic recession, employee disaffection, a possible erosion of ethics that leads to employee potentially commit fraud/ corruption action.

   To address such risk, the Group has implemented anti-bribery and anti-corruption policy and makes sure the implemented procedure and processes ("**SOP**") are in place.

2. **Business Risk**

   The Group is regularly faced with increased competition in the market as well as other general risks associated with business environment, such as market fluctuations or economic downturns.

   As such, the Group believes in maintaining a good relationship with existing customers and constantly exploring new opportunities on new customers. The Group will also continuously monitor and improve goods delivery and product quality to uphold the Group's good reputation. Diversify revenue streams, develop contingency plans, monitor economic indicators are also among other measures to mitigate these business risks for the Group.

3. **Cybersecurity Risk**

   We are exposed to the risks of security breaches and threats such as malware attacks, hacking espionage and cyber intrusion, as well as failure to protect our proprietary information and our customers' information, which can potentially arise from malware-infected devices brought into the network system by our staff.

   While we cannot be fully assured that we will not face any security breaches in the future, we are nevertheless doing our part in working with established hosting providers to host our data and our Network Operations Centre ("**NOC**") has been certified ISO / IEC 27001:2022, indicating that all necessary policies, procedures and facilities are in place to safeguard our NOC.

4. **Business Interruption Risk**

   We are exposed to the risks that our managed IT services business segment may be affected by system failures arising from events that may be beyond the Group's control such as power failures, natural disasters, equipment failure and network connectivity downtime, which may disrupt the provision of managed IT services to our customers.

   While we cannot fully be assured that we will not face any system failures or malfunctions in the future, we hold the ISO / IEC 27001:2022 certification, which indicates that we have in place the necessary policies, procedures and cloud-based disaster recovery facilities for business continuity. Additionally, the Group also implemented access controls across the office premises and systems.

5. **Supplier Risk**

   The Group may face with the issue of raw material shortage which is a macro factor, and it is beyond the control of the Group.

   As an alternative, we would propose similar products which meet the customers' specification from alternative brands to customers where stocks are readily available as well as conduct careful planning for the purchase of supplies. This is to ensure that we have sufficient materials to meet the anticipated usage of supplies in each project, while managing the project's lead time and customers' expectations.

MANAGEMENT DISCUSSION AND ANALYSIS
(CONT'D)

FUTURE PLAN

The Group anticipates that corporations will significantly increase investments in IT infrastructure and cybersecurity solutions to manage the burgeoning volume of data and ensure seamless business operations. This optimism is bolstered by Malaysia's strategic initiatives, such as the MyDIGITAL framework, which aims to position the nation as a leader in artificial intelligence ("**AI**") and digital innovation. Notably, the Budget 2025 announcement includes the establishment of the National Artificial Intelligence Office ("**NAIO**") and the proposal for an ASEAN AI Safety Network, underscoring the government's commitment to fostering a secure and advanced digital ecosystem.

These initiatives are expected to attract substantial foreign investments in data centres and related infrastructure. For instance, Google's recent $2 billion investment in a new data centre in Malaysia is projected to contribute an additional $3 billion to the country's GDP by 2030 and create approximately 26,500 jobs.

Globally, the infrastructure software market is on an upward trajectory. Building upon previous growth, the market is projected to reach USD 316.91 billion by 2028, with a compound annual growth rate ("**CAGR**") of 6%. This expansion is driven by factors such as the rise of edge computing, adoption of zero-trust security models, containerization, microservices architecture, increased emphasis on DevOps practices, and a growing focus on user experience.

Capitalizing on this momentum, the Group foresees a substantial increase in technology adoption within workplaces, emphasizing the necessity for advanced technological upgrades. This surge in demand is expected to extend to back-end IT infrastructure, prompting companies to enhance their investments in IT systems and cybersecurity solutions. As organizations deepen their reliance on digital platforms, the need for comprehensive IT infrastructure and robust cybersecurity measures becomes paramount, presenting significant opportunities for the Group to deliver innovative, scalable, and secure solutions that support seamless digital transformation.

ENHANCEMENT OF EXISTING IT INFRASTRUCTURE AND CYBERSECURITY SOLUTIONS

The Group is confident that our current business strategy to continue focusing on the IT infrastructure and cybersecurity solutions will enhance the Group's competitiveness and solidify our market position within the IT infrastructure and cybersecurity sector. We continue providing better service offerings in relations to the IT infrastructure and cybersecurity solutions to meet our customers' requirement. In addition, we are also committed to grow our business through synergistic Merger & Acquisition ("**M&A**") with similar businesses or smaller players in the industry.

ENHANCEMENT OF FACILITIES FOR MANAGED IT SERVICES

The capacities and capabilities of our current facilities and services, which include our NOC and SOC, which were established to offer a wider range of services for the provision of managed IT services, have been improved and will be enhanced regularly to meet the everchanging demands of the customers.

The CyberWatch Centre, with its comprehensive suite of cybersecurity services, presents a strategic opportunity for the Group to expand its presence in underserved sectors such as legal and accounting. These industries handle vast amounts of highly sensitive financial, legal, and client data, making them prime targets for cyber threats. Despite their critical need for robust cybersecurity measures, many firms in these sectors have yet to implement adequate protection, creating a significant growth opportunity for Infoline Group.

Unlike competitors that primarily focus on selling off-the-shelf security products, Infoline Tec takes a consultative approach, offering tailored cybersecurity solutions designed to meet the unique needs of each client. The Group's strength lies in its ability to integrate multiple security solutions, provide customized support, and develop scalable cybersecurity frameworks that evolve alongside businesses as their security requirements grow. This client-centric strategy not only enhances customer trust and retention but also differentiates Infoline Tec in a competitive market.

ENHANCEMENT OF FACILITIES FOR MANAGED IT SERVICES (CONT'D)

By focusing on these high-potential sectors and delivering bespoke cybersecurity solutions, the Group is well-positioned to capture market share and drive significant revenue growth in the cybersecurity space. More importantly, the Group's emphasis on high-margin, recurring revenue streams will contribute to the expansion of its Managed IT services segment, reinforcing its position as a leading provider of comprehensive, long-term cybersecurity solutions. This strategic direction ensures sustainable business growth, strengthens the Group's market presence, and enables it to capitalize on the increasing demand for advanced cybersecurity services across diverse industries.

We continuously enhance and improve our current project management tool, which is currently used to provide our professional IT services. The upgraded project management application enables our customers to track the delivery of our services as well as request for any changes in services provided. This will allow us to provide better service to our Managed IT services customers.

The Group is working towards developing an outsourced engineer application that will be integrated with the helpdesk application utilised in our NOC and SOC. Customers of our Managed IT services will be able to book subcontractors, including engineers, for on-site troubleshooting and rectification work on an as-needed basis. Customers will be able to choose the number of external technical engineers, and the level of expertise required.

Additionally, we will also be able to better serve our customers in markets where we do not have permanent technical people stationed as the outsourced engineer application will allow us to tap into local engineers in that country to support our customers efficiently and promptly. These applications will eventually be integrated with the NOC and SOC when upgrading works are completed. This may bring significant contribution to our business expansion into overseas markets and will continue to contribute positively to the Group in the immediate future.

TECHNOLOGY CENTRE AND DISASTER RECOVERY CENTRE

The established technology centre and disaster recovery centre with the aim of enhancing our sales and marketing efforts, will continue fortifying our position as a significant player in the market. Infoline Tec will continue to enhance these facilities by upgrading the hardware and software infrastructure to improve our ability to simulate complex enterprise environments, further reducing implementation timelines and increasing our project capacity as and when required.

GEOGRAPHICAL EXPANSION IN MALAYSIA AND INTERNATIONAL MARKETS

In line with our strategic plan for geographical expansion, the Group has strengthened its presence in India and Japan by establishing two wholly-owned subsidiaries namely Infoline Tec Solutions India Private Limited and Infoline Tec Japan K.K. This initiative capitalizes on the trend of major data centre operators relocating from China to other Asia-Pacific countries, with India emerging as one of the fastest-growing data centre markets in the region. Projections indicate that the upcoming data centre power capacity in the Asia-Pacific is expected to double the existing capacity, reaching 19 GW, with significant growth concentrated in countries like India.

Additionally, the Group has expanded its footprint in Singapore through the acquisition of Inline Technologies Pte Ltd, a company with a strong presence among prominent telecommunications firms. This acquisition not only broadens our client portfolio but also enhances our service offerings in the region.

Recognizing the burgeoning market opportunities, the Group is committed to extending its reach beyond Shenzhen into other regions of the PRC. Plans are underway to bolster our sales and technical teams by recruiting additional personnel in key cities such as Shanghai, Beijing, Wuhan, and Chengdu. This strategic move aims to address the increasing demand for IT infrastructure and cybersecurity solutions in these areas.

Looking ahead, the Group is optimistic about its growth potential and its strong position in the IT infrastructure and cybersecurity sectors. The Group is committed to expanding its business by growing naturally and acquiring other companies that align with its goals. With the previous proven track record and a highly skilled management team, Infoline Tec is confident in its ability to seize new opportunities, stay competitive, and bring greater value to its customers, partners, and stakeholders.

SUSTAINABILITY STATEMENT

ABOUT THIS REPORT

Infoline Tec Group Berhad ("**Infoline Tec**" or "**Company**") and its subsidiaries ("**Group**" or "**Infoline Group**") is pleased to present our Annual Sustainability Statement for the financial period ended 31 March 2025 ("**FPE2025**") ("**Statement**"). Infoline Tec is committed to sustainable business practices that balance economic success, environmental stewardship, and social responsibility. This report outlines our efforts and accomplishments in FPE 2025.

Scope and Basis of Scope

This Statement covers Infoline Tec's operations, including the following subsidiaries situated in Malaysia, China and Singapore:

i. Infoline IT Solutions Sdn. Bhd.
ii. Infoline Technology (Shenzhen) Limited
iii. Infoline Tec International Pte Ltd
iv. Infoline M&E Solutions Sdn. Bhd.

We exclude our reporting scope on the following overseas subsidiaries for the current year reporting:

i. Inline Technologies Pte Ltd
ii. Infoline Tec Solutions India Private Limited
iii. Infoline Tec Japan K.K.
("**Overseas Subsidiaries**")

We target to include all overseas subsidiaries in our reporting by the financial year ending 31 March 2026 ("**FYE 2026**").

Reporting Frameworks and Standards

This Statement has been developed according to Bursa Malaysia Securities Berhad's Main Market Listing Requirements.

Feedback

We extend invitations to our stakeholders to provide feedback on this Statement and the related issues to us at info@infolinegroup.com. Your input is valuable to us as we strive for continuous improvement in our sustainability efforts.

OUR APPROACH TO SUSTAINABILITY

Infoline Group's Board of Directors has oversight responsibility for the delivery of sustainable value to stakeholders, and this is achieved through the implementation of the principles, policies, objectives and strategies of the Group and all its subsidiaries.

We strive to stay well-informed about managing sustainability, including understanding climate-related risks and opportunities.

SUSTAINABILITY STATEMENT
(CONT'D)

OUR APPROACH TO SUSTAINABILITY (CONT'D)

Stakeholder Engagement

Engaging with stakeholders is a vital element of our Group's commitment to business sustainability and a key factor in achieving long-term corporate success. This practice allows our Group to grasp the needs and concerns of diverse stakeholders, recognising potential issues, fostering trust, and developing solutions that benefit all involved parties.

The table below showcases our Group's efforts in stakeholder engagement initiatives:

Stakeholder	Expectations & Interests	Engagement Methods
Investors	• Financial performance • Sustainable financial returns • Business strategy • Sustainable dividend policy • Corporate governance	• Annual general meetings • Annual reports • Quarterly financial reports • Corporate website • Investor briefings and meetings
Customers	• Good relationship rapport • Ensure timely service and product delivery • Resolving complaints efficiently • Compliant to health and safety standard operating procedure ("**SOP**") when attending meetings	• Actively engage and build relationships • Regular meetings and feedback • Participation in industry networking events
Local Communities	• Impact of operations • Interaction with local communities • Building good relationships	• Local employment • Education sponsorship
Regulatory Agencies	• Compliance with corporate governance • Compliance with relevant laws and regulations • Compliance with labour, environmental and health & safety regulations	• Annual reports • Compliance to relevant laws and regulations • Participation in seminars and information sessions conducted by the authorities
Suppliers	• Transparent procurement practices & pricing • Regular payment schedule • Timely delivery	• Timely payments • Vendor registration (as needed) • Contract engagement (as needed)
Industry Peers	• Industry best practices	• Participation in industry networking events
Employees	• Training and development • Occupational health and safety • Competitive remuneration and rewards	• Training and development programmes • Safety training and awareness • Annual appraisals • Whistle-blowing policy

SUSTAINABILITY STATEMENT
(CONT'D)

OUR APPROACH TO SUSTAINABILITY (CONT'D)

Material Assessment Criteria

Material topics were determined based on a review of current and anticipated future demands of society and environment, which are then aligned with the Group's business model and direction as well as the relevant Bursa Malaysia's Main Market Listing Requirements.

The Group identified the relevant sustainability matters through a review of internal and external sources, which includes feedback from stakeholders, as tabled below:

1) Identify Relevant Matters	2) Prioritise Material Matters	3) Validate & Communicate	4) Review
Review of External Sources - Bursa Malaysia's Main Market Listing Requirements - UN's Sustainable Development Goals ("**USDGs**") - Relevant industry specific publications **Review of Internal Sources** - Review of management data - Feedback received from stakeholders - Approval by the Board of Directors	**Stakeholder Prioritisation Exercise** - Assessing the level of influence and dependence of each group of stakeholders on Infoline Tec **Stakeholder Engagement** - Engage with internal and external stakeholders to produce and set priority to the list of sustainability matters	**Validation of Material Matters** - Validate material matters against stakeholder expectations, USDGs and Bursa Malaysia's Main Market Listing Requirements to identify most material indicators	**Review of Material Matters** - Review the impact of material matters, considering emerging trends, changing customer expectations and overall business performance

Sustainability Framework and Performance Scorecard

Infoline Tec has also developed a sustainability framework and targets as follows:

Sustainability Framework

Our Vision : We aim to continuously integrate environmental, social, and governance considerations to foster responsible business practices and contribute to a more sustainable future.

Our Mission : To create a positive impact on the environment, society, and our economic landscape, fostering a collective commitment to a sustainable future.

Our Focus Areas		
Our Business Deliver continuous value to our stakeholders through ongoing commitment to excellent, innovative ideas and ethical governance	**Our People** Create a culture that is inclusive and diverse, promoting employee wellness, and supporting local Health and Safety community	**Our Stewardship** To reduce carbon footprints and environmental impacts
Economic Performance	Health and Safety	Climate Change
Anti-Bribery and Anti-Corruption	Employee Management	Waste Management
Cybersecurity and Data Protection	Diversity, Equity and Inclusion	Water Management
Customer Satisfaction	Community Investment	
Supply Chain Management		

OUR APPROACH TO SUSTAINABILITY (CONT'D)

Management Approach for Material Matters

1. Economic Performance

Why is this important?

Maintaining economic performance is crucial for Infoline Tec as it directly impacts its competitive standing, resilience, and ability to thrive in a dynamic marketplace. Strong economic performance allows a company to invest in strategic initiatives, attract and retain talent, and navigate economic cycles effectively. It also supports the Company's ability to compete effectively in the dynamic marketplace.

Our Approach

Infoline Tec's management prioritizes a proactive and strategic approach to economic performance. This includes ongoing market research and analysis to identify market trends, understand customer behaviour, and assess competitive dynamics. This analysis informs agile adjustments to our products, services, and pricing in response to the evolving market conditions. We maintain a strong focus on costs optimization through careful budgeting, supply chain optimization, and continuous process improvement.

We invest in our employees' development through training programs and foster a culture of innovation within the Group. Additionally, we aim to expand our market presence by exploring new geographical areas. This comprehensive approach ensures that we remain competitive and adapt effectively to the changing business landscape.

Our Performance

The strategic initiatives undertaken since FYE 2023, including the establishment of new subsidiaries in Malaysia, Japan, and India, as well as the acquisition of a company in Singapore, have yielded positive results in FPE 2025. These strategic moves broadened the Group's access to new markets and customers base, contributing significantly to the growth of the revenue and reducing reliance on any single market. This expansion has enhanced the Company's resilience and supported growth despite evolving market conditions. In FPE 2025, the Company focused on integrating these new entities, optimizing their operations, and leveraging synergies to maximize their contribution to the Group's overall performance. This included streamlining processes, aligning business strategies, and fostering collaboration across different regions. As a result, the Group has achieved a record high revenue, crossing the RM100 million mark, for the first time in history. Further details on the financial performance of the Group, including key performance indicators, are provided in the Financial Statements section of this Annual Report.

SUSTAINABILITY STATEMENT
(CONT'D)

OUR APPROACH TO SUSTAINABILITY (CONT'D)

Management Approach for Material Matters (Cont'd)

2. Anti-Bribery and Anti-Corruption

Why is this important?

Anti-corruption measures within the Group serve as a fundamental pillar of ethical business conduct and corporate responsibility. Preventing bribery, embezzlement, and other corrupt practices protects the Group's financial health, safeguards shareholder value, and fosters fair competition. It also reinforces the Company's reputation for integrity and builds trust with stakeholders.

Our Approach

The Board and senior management regard the significance of anti-corruption measures within the Group as substantial. The Group's unwavering stance against corruption is detailed in our Anti-Bribery and Anti-Corruption Policy ("**ABAC Policy**"), which is subject to periodic review aimed at fortifying and aligning with the company's position and regulatory authorities.

All new employees are required to thoroughly familiarize themselves with the Group's policies, including the ABAC Policy, and formally acknowledge their understanding and commitment to compliance through signed documentation. The Group's ABAC Policy extends to our relationships with suppliers and clients. Appropriate due diligence is conducted, and an explicit anti-bribery clause is incorporated into all relevant agreements to ensure third-party compliance. Infoline Tec maintains a confidential and secure whistleblowing channel, governed by the Group's Whistleblowing Policy, enabling employees and external parties to report suspected bribery or corruption incidents without fear of reprisal. Reports can be submitted via email, and the Whistleblowing Policy is accessible on the Group's official corporate website at www.infolinetec.com.

The Group also conducts comprehensive anti-bribery and anti-corruption trainings to its employees.

Our Performance

During the reporting period, the Group's risk register review, conducted on a quarterly basis, included a thorough assessment of potential corruption-related risks. We are pleased to report that there were zero substantiated incidents of corruption across the Group's business operations during the period. This outcome reflects the effectiveness of our current anti-corruption framework and underscores our dedication to maintaining the highest ethical standards.

OUR APPROACH TO SUSTAINABILITY (CONT'D)

Management Approach for Material Matters (Cont'd)

3. Cybersecurity and Data Protection

Why is this important?

Cybersecurity and data protection stand as paramount pillars in safeguarding the integrity, confidentiality, and availability of information of Infoline Tec. Prioritizing these areas not only mitigates the risk of financial losses and legal repercussions but also demonstrates the Group's unwavering commitment to maintaining the trust and confidence of clients, partners, and stakeholders in today's interconnected digital landscape. Robust cybersecurity and data protection practices are essential for preserving the Company's reputation and ensuring business continuity.

Our Approach

The Group is committed to continuously enhancing its cybersecurity and data protection measures by complying to relevant regulations, industry standards and internal policies. The Group has also obtained ISO 27001:2022 certification, demonstrating its commitment to further strengthen its cybersecurity management efforts.

At Infoline Tec, the management of data and security constitutes an aspect of our Enterprise Risk Management (ERM) framework. We systematically review and assess the effectiveness of our data privacy and security controls and processes to ensure their ongoing functionality. Consent is diligently obtained when handling customer data stored in our centralized Customer Relationship Management ("**CRM**") system, with access limited to authorised personnel. Regular reviews of user access and activities are conducted to prevent unauthorised access or misuse of authority. We also ensure that we retain data only for the necessary duration and securely dispose of it when no longer required.

The Group has also implemented various measures, such as clean desk policy and password rotation policy to protect sensitive information and against unauthorized access.

Furthermore, the Group is committed to providing regular training to employees on data protection and privacy practices to cultivate a culture of security awareness.

Our Performance

As at 31st March 2025, we recorded zero incident of breach of cybersecurity and data protection across the Group's business operations. This performance reflects the effectiveness of our current security framework. However, recognizing the constantly evolving nature of cyber threats, the Group remains vigilant and is committed to continuous improvement of its cybersecurity and data protection program to ensure ongoing resilience and preparedness.

SUSTAINABILITY STATEMENT (CONT'D)

OUR APPROACH TO SUSTAINABILITY (CONT'D)

Management Approach for Material Matters (Cont'd)

4. Customer Satisfaction

Why is this important?

Customer satisfaction serves as a key indicator of the effectiveness of a business in meeting the needs and expectations of its clientele. High levels of customer satisfaction drive increased sales and revenue and strengthen customer loyalty. Furthermore, positive customer experiences enhance Infoline Tec's reputation, building a strong brand image that attracts new customers and reinforce trust with existing ones. Customer satisfaction is therefore essential for sustainable growth and long-term business success.

Our Approach

Infoline Tec's primary approach for continuously improving customer satisfaction is to thoroughly understand and meeting its customers' needs and expectations through transparency and clear communication. Additionally, the Group also recognises the pivotal role of innovation and adapting to evolving customer preferences in this ongoing commitment to customer satisfaction. We maintain open and transparent communication channels to ensure customers are well-informed about our products, services, and any relevant updates.

Our Performance

We welcome all service-related feedback as a valuable tool for continuous improvement and enhancing the customer experience. While feedback was received, we are pleased to report that none of these interactions escalated into formal complaints or resulted in contract terminations due to unsatisfactory service. All feedback received was thoroughly reviewed and addressed promptly, allowing us to identify opportunities to refine our processes and further strengthen our service delivery. This proactive approach to customer engagement underscores our commitment to exceeding customer expectations and ensuring their continued satisfaction.

OUR APPROACH TO SUSTAINABILITY (CONT'D)

Management Approach for Material Matters (Cont'd)

5. Supply Chain Management

Why is this important?

Infoline Tec firmly believes that effective supply chain management enables companies to reduce lead times, adapt quickly to market changes, and meet customer demands effectively. Additionally, Infoline Tec recognizes the importance of local sourcing, which contributes to regional economic growth, job creation and a reduced carbon footprint.

Our Approach

Infoline Tec's approach to supply chain management is based on partnerships and a commitment to responsible sourcing practices. This includes that we ensure our suppliers understand and agree to adhere to the Group's policies and relevant regulatory requirements, promoting ethical and sustainable practices throughout our supply chain.

Furthermore, the Group also prioritise on sourcing products and services from local suppliers whenever feasible. This commitment is rooted in our belief that, by doing so, the Group can make positive impacts on the local economy and simultaneously minimise carbon footprints.

Our Performance

During the FPE 2025, Infoline Tec demonstrated a strong commitment to local sourcing, with 64% of total procurement spending allocated to local suppliers. This achievement reflects our dedication to supporting the local economy and reducing our carbon footprint. We will continue to monitor and analyze our supply chain performance to identify further opportunities for improvement and ensure alignment with our sustainability goals.

SUSTAINABILITY STATEMENT
(CONT'D)

OUR APPROACH TO SUSTAINABILITY (CONT'D)

Management Approach for Material Matters (Cont'd)

6. Health and Safety

Why is this important?

A commitment to maintaining a safe working environment reduces the risk of accidents, injuries, and occupational illnesses, fostering a culture of care and trust among employees. Employees who feel secure in their work environment are more likely to be engaged and committed, ultimately benefiting the overall success and sustainability of the Group. In essence, a focus on health and safety is an investment in the long-term success, resilience, and positive image of Infoline Tec.

Our Approach

Infoline Tec has implemented Health and Safety Policy which outlines and governs matters pertaining health and safety within the business operations of the Group. This Health and Safety Policy is reviewed on a regular basis to ensure its continued relevance.

We also provide access to medical care for our employees, including mandatory health screening prior to joining the Group and reimbursement for medical expenses.

The Group has also implemented infection prevention measures to mitigate the spread of infectious diseases, including COVID-19, influenza and other potential health risks. These measures include guidelines for hygiene practices, workplace sanitization, and protocols for managing employees with symptoms of illness. We adapt these measures as needed based on current public health guidance and best practices.

Our Performance

As at 31st March 2025, we recorded zero incident of injury or fatality across the Group's business operations.

OUR APPROACH TO SUSTAINABILITY (CONT'D)

Management Approach for Material Matters (Cont'd)

7. Employee Management

Why is this important?

Employee management is vital for the long-term growth and success of our Group and we prioritise investing in the development and upskilling of our employees. By doing so, we are ensuring that we have highly skilled and motivated workforce that can drive our business forward. It is the Group's mission to attract, develop and retain top talent within the organisation, fostering a positive work culture that leads to increased employee engagement, productivity and retention.

Our Approach

In FPE 2025, the Group built upon the foundation established in previous years, focusing on enhancing employee engagement, development, and well-being through several key initiatives.

We further enhanced employee feedback and superior or management support by establishing feedback channel to gather input from employees on how their superior or the management can better support them in their roles. This proactive approach allows us to continuously understand employee needs and address them effectively. Based on employee feedback and evolving business needs, we implemented targeted development programs focusing on specific skills or areas of development for individual employees, as appropriate. These programs aim to empower employees with the skills and knowledge necessary to excel in their roles and advance their careers within Infoline Tec.

We expanded our well-being initiatives to promote a healthy and supportive work environment. This included flexible working hour arrangements. We believe that a holistic approach to well-being is essential for employee satisfaction and productivity.

Infoline Tec maintains strict adherence to all applicable labour and human rights laws, ensuring continuous compliance across all operations.

Our Performance

As at 31st March 2025, we recorded zero human rights related complaint across the Group's business operations and a turnover rate of 1.94%.

SUSTAINABILITY STATEMENT (CONT'D)

OUR APPROACH TO SUSTAINABILITY (CONT'D)

Management Approach for Material Matters (Cont'd)

8. Diversity, Equity and Inclusion

Why is this important?

The Group believes that diversity, equity, and inclusion are not only ethical imperatives but also crucial for the Group's success and overall well-being. Having a diverse workforce brings together different perspectives and ideas, leading to more innovation and creativity. We believe that a diverse and inclusive environment strengthens our organisation, enhances our understanding of the markets we serve, and contributes to a more equitable and just society.

Our Approach

We are dedicated to fostering diversity, equity and inclusion by prioritising equal opportunities for all and ensuring fair treatment and representation at every level, regardless of designation, age, gender, race or ethnics.

Our Performance

Promotion Composition of Infoline Group For Financial Period 2025	
Male	**Female**
57%	43%

9. Community Investment

Why is this important?

Community investment is integral to Infoline Tec's values and long-term sustainability. We believe that contributing to the well-being of our communities is not only ethically sound but also strategically important. It enhances the quality of life for community members while fostering a sense of social responsibility. This commitment creates a positive impact on both society and our business, strengthening relationships with customers, employees, and stakeholders.

Our Approach

Infoline Tec actively invests in community development, with a focused commitment to nurturing local digital talent and addressing critical skills gaps within the community. We proactively develop initiatives that align with our business goals, recognizing that a skilled workforce is essential for both community and company success. Through our internship and scholarship programs, we empower individuals with the education and skills needed to thrive in the digital age, thereby strengthening the community's future.

Our Performance

Building upon our commitment to community investment, Infoline Tec significantly expanded its community investment efforts in FPE 2025. Our scholarship program supported 3 students, providing them with financial assistance and mentorship. Under the government's Place and Train program, we offered 29 internship placements. Meanwhile, the Group also offered 36 internship placements to nurture the local talents. In total, we recorded a 16.67% conversion rate to full-time employment at Infoline Tec among the interns who accepted.

OUR APPROACH TO SUSTAINABILITY (CONT'D)

Management Approach for Material Matters (Cont'd)

10. Climate Change

Why is this important?

Infoline Tec recognises its responsibility to reduce carbon emissions from its business operations as these emissions can harm the environment and contribute to climate change. Additionally, in an era where environmental concerns influence consumer choices and impact investor decisions, a commitment to climate change sustainability is not only an ethical choice but also a key driver for competitiveness and resilience.

Our Approach

Infoline Tec remains actively engaged in mitigating climate change, continuing its efforts through investments in low-emission and green technologies. This included the purchase of energy-saving air conditioning units and the promotion of car-pooling for work-related travel.

We strive to monitor and regulate our carbon emissions, with a goal to reduce them annually, aiming for significant progress by 2030.

Our Performance

All of our newly purchased electronics, including air conditioners and refrigerators, are eco-friendly and energy-saving. This excludes air conditioners at our newly built security operations centre and network operations centre where non-inverter air conditioners are necessary.

11. Waste Management

Why is this important?

Proper waste management is crucial for our environment, health, and economy. Recognizing the increasing urgency of waste reduction, we are continuously strengthening our practices to ensure our communities are protected from disease and maintain a high quality of life. We are committed to actively contributing to a cleaner, safer, and more sustainable future through responsible waste management.

Our Approach

Infoline Tec's waste management revolves around a commitment to sustainability and responsible practices. We continue to actively promote recycling initiatives, including the recycling of electronic devices, eliminate single-use waste by providing reusable cutlery alternatives, and cultivate a paperless office culture by encouraging e-documentations. Furthermore, we are exploring partnerships with local waste management organizations to enhance our recycling capabilities and community outreach.

Our Performance

For hardware that cannot be repurposed, we have in place proper disposal procedures to ensure that it does not end up in landfills. We have also organised a Recycling Collection Drive for a Greener Future on 7 April 2025 where employees had contributed their unwanted, recyclable items for proper disposal.

SUSTAINABILITY STATEMENT
(CONT'D)

OUR APPROACH TO SUSTAINABILITY (CONT'D)

Management Approach for Material Matters (Cont'd)

12. Water Management

Why is this important?

Infoline Tec reiterates the paramount importance of efficient water management in mitigating water-related risks like scarcity and pollution. We recognize the growing significance of water conservation for the environmental and social well-being of communities, as well as the long-term sustainability of our business. By implementing effective water conservation measures and sustainable practices, the Group not only will reduce their environmental footprint but also enhance operational efficiency and cost-effectiveness. Additionally, responsible water management aligns with corporate social responsibility goals, contributing to the broader commitment to environmental sustainability.

Our Approach

Infoline Tec continues to prioritize water conservation practices by educating our employees about the importance of water conservation and its direct impact on both the environment and our operational costs. Additionally, we also ensure that all defects related to water is being fixed as soon as possible.

Our Performance

Water Consumption Per Employee	
Financial Year 2023	**Financial Period 2025**
RM159.73	RM76.38

STATEMENT OF ASSURANCE

We have not sought assurance for this report. As we continue to improve our data collection systems, we will consider internal review or independent assurance as our reporting matures.

SUSTAINABILITY STATEMENT (CONT'D)

Indicator	Measurement Unit	2025
Bursa (Anti-corruption)		
Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category		
Management	Percentage	100.00
Executive	Percentage	100.00
Non-executive/Technical Staff	Percentage	100.00
Bursa C1(b) Percentage of operations assessed for corruption-related risks	Percentage	62.50
Bursa C1(c) Confirmed incidents of corruption and action taken	Number	0
Bursa (Data privacy and security)		
Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0
Bursa (Supply chain management)		
Bursa C7(a) Proportion of spending on local suppliers	Percentage	64.22
Bursa (Health and safety)		
Bursa C5(a) Number of work-related fatalities	Number	0
Bursa C5(b) Lost time incident rate ("LTIR")	Rate	0.00
Bursa C5(c) Number of employees trained on health and safety standards	Number	0
Bursa (Labour practices and standards)		
Bursa C6(a) Total hours of training by employee category		
Management	Hours	155
Executive	Hours	274
Non-executive/Technical Staff	Hours	273
Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	31.81
Bursa C6(c) Total number of employee turnover by employee category		
Management	Number	0
Executive	Number	0
Non-executive/Technical Staff	Number	12
Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0
Bursa (Diversity)		
Bursa C3(a) Percentage of employees by gender and age group, for each employee category		
Age Group by Employee Category		
Management Under 30	Percentage	0.00
Management Between 30-50	Percentage	100.00
Management Above 50	Percentage	0.00
Executive Under 30	Percentage	6.67
Executive Between 30-50	Percentage	66.67
Executive Above 50	Percentage	26.66
Non-executive/Technical Staff Under 30	Percentage	62.69
Non-executive/Technical Staff Between 30-50	Percentage	35.82
Non-executive/Technical Staff Above 50	Percentage	1.49
Gender Group by Employee Category		
Management Male	Percentage	100.00
Management Female	Percentage	0.00
Executive Male	Percentage	67.00
Executive Female	Percentage	33.00
Non-executive/Technical Staff Male	Percentage	67.16
Non-executive/Technical Staff Female	Percentage	32.84

SUSTAINABILITY STATEMENT
(CONT'D)

Indicator	Measurement Unit	2025
Bursa C3(b) Percentage of directors by gender and age group		
Male	Percentage	57.14
Female	Percentage	42.86
Under 30	Percentage	0.00
Between 30-50	Percentage	71.43
Above 50	Percentage	28.57
Bursa (Community/Society)		
Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	13,950.00
Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	68
Bursa (Water)		
Bursa C9(a) Total volume of water used	Megalitres	3.330000
Bursa (Energy management)		
Bursa C4(a) Total energy consumption	Megawatt	328.90

CORPORATE GOVERNANCE OVERVIEW STATEMENT

INTRODUCTION

The Board of Directors of ("**Board**") of Infoline Tec Group Berhad ("**Infoline Tec**" or "**the Company**") and its subsidiaries ("**the Group**") recognises the significance of implementing and maintaining good corporate governance in managing and directing Board matters and business conduct throughout the Group in order to ensure sustainable long-term growth and the enhancement of shareholders' value and financial performance.

We remain committed to upholding the principles of good governance with reference to the requirements of the Malaysian Code on Corporate Governance ("**MCCG**") throughout the year in its implementation of Corporate Governance ("**CG**") practices by the Group. Our strategy encourages the Group's holistic adoption of CG practices and culture while ensuring compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (**"Bursa Securities**") ("**MMLR**") and the Companies Act 2016 ("**the Act**"), as well as monitoring advancements in industry practices and other relevant regulations, where applicable.

The Board is pleased to present the CG Overview Statement ("**this Statement**") of the Company to provide shareholders and investors with an overview of the Group's CG policies under the direction of the Board. This Statement is prepared pursuant to Paragraph 15.25 of the MMLR of Bursa Securities.

This Statement gives an overview of the Company's CG practices for the financial period ended 31 March 2025 ("**FPE2025**"), with reference to the 3 MCCG principles, expected objectives, and practices, taking into account the Group's structure, processes, business environment, and industry practices:
- Principle A : Board leadership and effectiveness.
- Principle B : Effective audit and risk management.
- Principle C : Integrity in corporate reporting and meaningful relationship with stakeholders.

This Statement should be read in conjunction with the Group's CG Report FPE2025 ("**CG Report 2025**"), which disclosed the application of each practice set out in the MCCG during FPE2025. The prescribed CG Report 2025 is accessible at www.infolinetec.com, the official corporate website. It should also be read in conjunction with other statements in this Annual Report, including the Sustainability Statement, the Audit and Risk Management Committee ("**ARMC**") Report, as well as the Statement on Risk Management and Internal Control.

The CG Report for FPE2025 contains information on the specifics of the application of each CG practice as outlined in the MCCG, as well as an explanation of any instances in which the aforementioned procedures were not adopted or were discontinued. It also demonstrates the commitment of the Board and Management of the Group in applying and embracing the highest standards of CG throughout the Group.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

ROLES AND RESPONSIBILITIES OF THE BOARD

The Board's practices are ensured to be consistent with and reflect the Board's commitment in applying the best practices as prescribed in CG in all of its business dealings in respect of the Group's shareholders and relevant stakeholders. The Board leads the Group and plays a strategic role in overseeing the Group's corporate objectives, directions, and long-term business goals.

The Board's primary responsibility is to manage and oversee the governance and management of the Group including the financial and organisational well-being of the Group. The principal responsibilities of the Board include, among others, the following:

- Promote good corporate governance culture within the Group which reinforces ethical, prudent and professional behaviour;
- Review and monitor the implementation of budget by Management;
- Review and approve strategic initiatives including corporate business restructuring or streamlining and strategic alliances, to ensure that they support long-term value creation and take into account economic, environmental and social considerations underpinning business sustainability;

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

ROLES AND RESPONSIBILITIES OF THE BOARD (CONT'D)

The Board's primary responsibility is to manage and oversee the governance and management of the Group including the financial and organisational well-being of the Group. The principal responsibilities of the Board include, among others, the following (Cont'd):

- Oversee the conduct of the Group's businesses to evaluate and assess Management performance to determine whether the businesses are being properly managed;
- Assess and identify the principal risks of the Group's businesses in recognition that business decisions involve the taking of appropriate risks and ensure there is a sound framework for internal control and risk management;
- Set the risk appetite within which the Board expects Management to operate, and ensure that there is an appropriate risk management framework to identify, analyse, evaluate, manage and monitor significant financial and non-financial risks;
- Approve the nomination, selection, succession policies, remuneration policy and procedures for the Board members and Senior Management;
- Approve the appointment, resignation or removal of Company Secretaries;
- Develop and implement "Stakeholder Communications Policy" for the Group;
- Review the adequacy and integrity of the Group's internal control systems and management information systems, including systems for compliance with applicable laws, regulations, rules, directives and guidelines (including the securities laws, the Act and MMLR);
- Review and approve the financial statements encompassing annual audited accounts and quarterly reports and ensure the integrity of the Company's financial and non-financial reporting;
- Establish a corporate culture which engenders ethical conduct and behaviour;
- Review and approve the appointment of external auditors and their related audit fees; and
- Carry out or perform such other functions necessary for the discharge of its fiduciary duties under the relevant laws, rules and regulations.

Matters that are specifically reserved for the Board, as stated in the Group's Board Charter are listed as below:
- Acquisitions of business/investments
- Divestments and disposals of business/investments
- Overseas equity venture
- Corporate finance and proposals
- Terms of key/main agreements not within the ordinary course of business
- Acquisition and disposal of properties (not in the ordinary course of business) and motor vehicles
- Bank borrowings and finance arrangements
- All related party transactions
- The Group and Company's annual budget (including major capital commitment)
- Conflict of interest issues relating to a substantial shareholder or a director
- Declaration of interim dividend/proposed final dividend and proposed Directors' fees
- All other business transactions in accordance with the Discretionary Limits of Authority which require the Board's approval.

The Executive Directors are appointed by the Board, and they report to the Board. Their responsibilities include collaborating with the Chief Executive Officer ("**CEO**") to set the overall direction and head the Group by ensuring that the Group is managed efficiently and effectively. Executive Directors primarily assist in implementing the Group's business plans and managing the business activities.

The Independent Non-Executive Directors are appointed based on their calibre, credibility, and the necessary skills, competencies, commitment, gender diversity and experience required to bring independent judgement to bear on matters of strategy, performance and resources allocation, including key appointments and standards of conduct formulated and proposed by the Management and the Executive Directors.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

ROLES AND RESPONSIBILITIES OF THE BOARD (CONT'D)

Mr. Ang Seng Wong was appointed to the Board on 9 January 2024 to fill the vacancy left behind by the retirement of the Group's former Independent Non-Executive Chairman, Encik Nor Azzam Bin Abdul Jalil on 19 June 2023. His appointment was recommended by the Company's sponsor, MIDF Amanah Investment Bank Berhad. The profile/background of the Independent Non-Executive Chairman was independently scrutinised and verified by the Nominating Committee ("**NC**") prior to his appointment to the Board.

The Board Committees, as listed below, were formed to assist the Board in fulfilling its oversight duty in various responsibility areas. Nonetheless, the Board retains overall responsibility and authority over all Board Committees. The Chairpersons of the respective Committees will report to the Board the outcome of the Committees' meetings for the Board's deliberation and approval, and excerpts from such reports are included in the minutes of the Board meetings. Each Board Committee operates under specific Terms of Reference ("**TOR**") and plays an active role in ensuring that the Group adheres to sound corporate governance.

In order to have better segregation of duties, the Board has separated ARMC into Audit Committee ("**AC**") and Risk Management Committee ("**RMC**") effective from 1 March 2025.

Details on the Board Committees are stated as below:

<u>AC</u>
- Provides assistance to the Board in relation to the fulfilment of the Board's statutory as well as fiduciary responsibilities and ensure that the internal and external audits of the Group are being carried out adequately and effectively.

<u>Remuneration Committee ("**RC**")</u>
- Provides assistance to the Board in relation to the fulfilment of the Board's statutory and fiduciary responsibilities in respect of its remuneration responsibilities.

<u>Nominating Committee ("**NC**")</u>
- Provides assistance to the Board in relation to the fulfilment of the Board's statutory and fiduciary responsibilities in respect of its nomination responsibilities.

<u>RMC</u>
- Provides assistance to the Board in relation to the fulfilment of the Board's corporate governance oversight responsibilities for a sound risk management and internal control system.

The roles and responsibilities, which include the functions, and the processes of the Board Committees are set out in their respective TOR which are available on the official corporate website at www.infolinetec.com.

ROLES AND RESPONSIBILITIES OF THE CHAIRMAN AND CEO

The roles of the Chairman and CEO are separated and held by different individuals with a clear division of responsibilities as set out in the Group's Board Charter.

The Chairman of the Board is primarily responsible for leading the Board and facilitating the effective contribution of all Directors at Board meetings, representing the Board to shareholders, chairing the general meeting of shareholders, and maintaining the efficient organisation and conduct of the Board's functioning amongst other responsibilities as set out in the Group's Board Charter. In addition, the Chairman of the Board is not a member of the Board Committees.

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

ROLES AND RESPONSIBILITIES OF THE CHAIRMAN AND CEO (CONT'D)

The CEO, who is appointed by the Board is responsible for the day-to-day management of the Group with all powers, discretion, and delegations authorised from time to time by the Board as well as being responsible for organisational effectiveness and implementation of Board policies, strategies, and decisions.

The Group demonstrates a clear delegation of roles between the Chairman and the CEO during Board meetings, where the Chairman presides over the meeting and facilitates discussions among members, while the CEO, who is responsible for management, provides input to the Chairman on the matters being deliberated.

The separation of CEO and Chairman roles are set out in the Board Charter which is available on the official corporate website at www.infolinetec.com.

COMPANY SECRETARIES

The Board is supported by the Company Secretaries who are competent and qualified under the Act to carry out its oversight duties. The Group is currently supported by two (2) external Company Secretaries who are Members of the Malaysian Institute of Chartered Secretaries & Administrators (MAICSA) and are highly capable in exercising their duties.

The duties of the Company Secretaries amongst others are to provide relevant support to the Board in performing its responsibilities and providing advisory roles with regards to the Board's policies and procedures as well as compliance with all regulatory requirements, codes, guidance, and legislation such as the Act and the MMLR. They are also in charge of preparing and attending the Board, shareholders and Board Committees meetings and ensuring that all deliberations and decisions are properly minuted and kept. Additionally, the Company Secretaries are responsible for ensuring that all statutory registers and books are properly maintained.

All Board members and Directors have direct access to the advice and services of the Company Secretaries. Similar to the Board, each Board Committee is supported by the Company Secretaries and has access to independent advice as required for the performance of its duties.

STRATEGIES TO PROMOTE SUSTAINABILITY

The Board assumes ultimate accountability and responsibility for the governance of sustainability of the Group including those expounded under Practice 4.1 of the MCCG. The Board shall take into account of sustainability considerations when exercising its duties including among others, the development and implementation of company strategies, business plans, major action plans and risk management, while strategic management of material sustainability matters shall be driven by Senior Management.

Environmental, Social & Governance ("**ESG**") issues have been factored into the Group's business strategies and decision-making as part of its effort and commitment to the global transition towards a net-zero economy.

In carrying out this responsibility, the Board is supported by the Group's stakeholders. The respective business units set, monitor and review ESG sustainability targets, and report the performance/results achieved to the Board.

The Group's strategic plan includes sustainability goals, strategies, and plans of the various business units. The Group identified the relevant sustainability matters through a review of internal and external sources, which includes feedback from stakeholders.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

STRATEGIES TO PROMOTE SUSTAINABILITY (CONT'D)

The Group has made significant strides in advancing its sustainability matters and is committed to building on these achievements in the coming years. Key ESG initiatives that have already been successfully implemented include:
- **Supporting the B40 Group:** We have launched programs that provide educational and job training opportunities for the B40 income group, helping to uplift underserved communities and foster social equity.
- **Promoting Work-Life Balance:** Flexible working hours have been introduced to support employee well-being, enhance productivity, and create a more inclusive work environment.
- **Employee Development:** Internal and external training programs have been rolled out, focusing on developing technical knowledge and skills, with a strong emphasis on the latest technologies relevant to our business operations.
- **Employee Feedback and Management Support:** Feedback channels have been established to gather input from employees on how management can better support them in their roles. This has helped shape improvements in employee engagement, development, and satisfaction.
- **Government's Place and Train Program ("PTP")**: In support of the government's mission to empower unemployed individuals with cutting-edge digital skills, bridge the skills gap, and make digital careers accessible, the Group participated in the PTP. Through this initiative, we offered 29 individuals the opportunity to gain practical, hands-on experience, enhancing their skills and preparing them for successful digital careers. This initiative aligns with our commitment to workforce development and providing pathways for personal and professional growth.
- **Waste Management and Environmental Awareness:** The Group has enhanced its efforts to increase awareness of environmental protection and recycling, including hosting a company-wide Recycling Day where employees may contribute their unwanted, recyclable items for proper disposal. We continue to implement additional infrastructure and provide educational resources to ensure that sustainability becomes a core practice for all employees.

These initiatives reflect the Group's ongoing commitment to sustainability and our continuous learning process. Moving forward, the Group will continue to learn and gradually implement the following ESG practice and initiative:
- **Sustainable Sourcing and Green Energy Initiatives:** In the coming financial year, the Group aims to make significant strides in sustainable sourcing by ensuring that our supply chain partners meet environmental and social responsibility standards. We will also explore further opportunities to transition to renewable energy sources in our operations and set measurable goals for reducing our carbon emissions.

As addressing material sustainability risks and opportunities is the responsibility of the Board and Senior Management, the performance evaluations of both the Board and Senior Management include the consideration of ESG and sustainability-related matters.

The Group also ensures that continuous training and development on sustainability-related matters are provided to the Board members, keeping them up to date with all of the latest changes in policies, procedures, and best practices in sustainability.

Full details of the Group's commitments to sustainability are found in the Sustainability Statement of this Annual Report.

BOARD CHARTER

The Group's Board Charter sets out the respective functions, roles, and responsibilities of the Board, Board Committees, individual Directors, and Management as well as issues and decisions reserved for the Board to reflect the Board's commitment to best practices as prescribed in CG.

The Board Charter is made available on the official corporate website at www.infolinetec.com and will be reviewed by the Board at least once every 3 years or as and when the need arises to ensure it remains consistent and relevant with the Board's objectives, current law, and relevant practices. The Board Charter was last reviewed on 25 February 2025.

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

BOARD AND COMMITTEE MEETINGS

The Directors attend Board and Board Committee meetings with enough regularity to discuss issues that fall under their purview, and they provide enough time to carry out their duties efficiently. To ensure the smooth operation of Board meetings, a formal agenda that follows a structured format is distributed to all Directors at the earliest practicable time prior to each Board meeting. These materials include but not limited to quarterly results and financial results of the Group and the Company, budget and corporate proposals. The Directors are thus given enough time to review the items that will be discussed at the Board meetings so that they may take part in the discussion and make informed decisions.

A Director is obligated to disclose any potential conflicts of interest in the Group's investments, projects, or any transactions involving their interest and to withdraw from further discussion and the decision-making process if found to have conflicts of interest to the subject matter. Senior Management and independent external advisers can be invited to Board meetings when needed to provide additional context and expert opinions on certain issues that will be put forth for the Board's consideration.

The Board meets on a quarterly basis, or as and when needed and the dates are set far in advance to allow the members to plan ahead. The Board will convene on an as-needed basis to discuss urgent issues. The Board also resolved and approved the Company's matters through circular resolutions during the FPE2025.

The Board meeting was held for a total of 6 times throughout FPE2025. During the FPE2025, the Board had deliberated matters, including but not limited to the quarterly financial results, successful incorporation of subsidiaries in India and Japan, the completed acquisition of a subsidiary in Singapore, declaration of dividends, business strategies, Board Committees' meeting minutes, and other critical issues concerning the Group. The Board members, during the meeting, were also briefed by the Company Secretaries on relevant topics in the Act and MMLR. The minutes of the Board meetings were confirmed and signed by the Chairman at the subsequent meeting and circulated accordingly to the Board members.

The meetings of the Board and Board Committees held in FPE2025 and attendance records are set out below:

Committee/Name of Director	Number of meetings held	Number of meetings attended
Board of Directors		
Ang Seng Wong*	6	6
Choo Wei Chuen	6	6
Loo Wai Hong	6	6
Too Yit Meng	6	6
Tan Mui Ping	6	6
Alwizah Al-Yafii binti Ahmad Kamal	6	6
Olivia Lim	6	6
ARMC		
Tan Mui Ping*	6	6
Alwizah Al-Yafii binti Ahmad Kamal	6	6
Olivia Lim	6	6

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

BOARD AND COMMITTEE MEETINGS (CONT'D)

The meetings of the Board and Board Committees held in FPE2025 and attendance records are set out below (Cont'd):

Committee/Name of Director	Number of meetings held	Number of meetings attended
RC		
Olivia Lim*	2	2
Alwizah Al-Yafii binti Ahmad Kamal	2	2
Tan Mui Ping	2	2
NC		
Alwizah Al-Yafii binti Ahmad Kamal*	3	3
Olivia Lim	3	3
Tan Mui Ping	3	3

* Chairman of the Board / Chairperson of Board Committee

ACCESS TO INFORMATION AND INDEPENDENT ADVICE

The Board is aware that the decision-making process heavily depends on the accuracy of the information provided. Every Director is entitled to full access to all information relating to the Group. In order for decisions to be made on an informed basis and for the Board to effectively carry out its duties, all Directors are given access to pertinent information and reports on financial, operational, corporate, regulatory, business development, and audit matters through Board reports or upon specific requests. Board member has full authority to seek any information they require from any employee of the Group and all employees must comply with such requests. Board and Committee papers providing accurate and complete information, review and analysis of matters and issues to be considered and deliberated are furnished to all Board/Committee members at the earliest practicable time prior to meetings.

Any Board member may take such independent legal, financial, or other advice as they may consider necessary, at the Group's cost and expense. Any director seeking such independent advice must first discuss the request with the Chairman, who must then agree and approve of this course of action and will facilitate obtaining such advice and, where appropriate, disseminate the advice to all Directors.

CODE OF CONDUCT, WHISTLE-BLOWING POLICY AND ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

As integrity is a core principle of the Group, the Board recognises its obligation to establish the Group's ethical tone. The Code of Conduct ("**the Code**") formalises the Board's commitment to upholding ethical ideals and corporate culture in the performance of its duties.

The Group is committed to sustaining a work environment that fosters integrity, care, respect and professionalism for all stakeholders. The Code comprises company policies which serve as a guide to all individuals working at all levels and grades (in Malaysia or outside Malaysia and whether permanent, fixed term or temporary basis). All individuals are responsible for abiding by the Code in the performance of their duties. To maintain the Group's reputation and its customers' confidence in the Group, the Group aims to place their interests ahead of other personal interests when dealing with customers. The Group is dedicated to delivering impartial, high-quality, effective, and efficient products and services. The provisions of the Code are subject to periodic review and may be modified by the Board from time to time as when deemed necessary. The Code was last reviewed on 25 February 2025.

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

CODE OF CONDUCT, WHISTLE-BLOWING POLICY AND ANTI-BRIBERY AND ANTI-CORRUPTION POLICY (CONT'D)

Whistle-blowing Policy was adopted by the Group to enable the reporting of genuine concerns about any actual or possible improprieties at the earliest opportunity so that appropriate actions can be taken to address or mitigate such concerns. This policy is designed to ensure that employees and member of public can raise concerns without fear of reprisals, provide a transparent and confidential process for dealing with concerns as well as maintaining a healthy working culture and an effective corporation. This policy is reviewed at least once every 3 years. The Whistle-blowing Policy was last reviewed on 25 February 2025.

The Group's Anti-Bribery and Anti-Corruption Policy ("**ABAC Policy**") was implemented to comply with Section 17A - Corporate Liability on the corruption of the Malaysian Anti-Corruption Commission Act 2009 (Amendment 2018), that sets out the Group's zero-tolerance stance against bribery and corruption in all forms. The Group takes the upholding of its anti-bribery and anti-corruption stance across the Group's activities seriously and expects the same from internal and external stakeholders to the Group, regardless of country of operation. The Group is also determined to ensure that no party will suffer detrimental treatment for refusing to give or receive a bribe in relation to the Group's activities.

The Code, Whistle-blowing Policy, and ABAC Policy, in accordance with the MCCG, are available on the official corporate website at www.infolinetec.com.

BOARD COMPOSITION

Our Board has the ideal mix of knowledge, skills, experience, diversity, and independence to carry out its governance role and obligations in an objective and effective manner. The Board has intensified its efforts to develop a diverse Board with a variety of skills, experience, age, cultural background, and gender. Diversity in its membership provides value by encouraging improved decision-making and effective governance. The Board is aware of the advantages of having a diverse range of skills, knowledge, experience, background, and gender among its members, as this would enhance effective Board deliberations and strong decision making when issues are evaluated from wider perspectives. The Board is also dedicated to creating a corporate culture within the Group that values all aspects of diversity and inclusion policies.

The Board currently comprises 7 members, 4 of which are Independent Non-Executive Directors while the remaining 3 members are Non-Independent Executive Directors. The composition of the Board exceeds the requirement in Paragraph 15.02 of the MMLR which requires at least 2 Directors or 1/3 of the Board, whichever is the higher, to be independent. The profiles of the Directors are set accordingly in this Annual Report. The Board is also in compliance with Practice 5.2 of the MCCG that states at least half of the Board comprises Independent Directors.

The Board has adopted a Gender Diversity Policy on 15 May 2024 to ensure that equal rights, regardless of the gender, ethnicity and age of the candidates (from its stable of blue-collar workers to white-collar staff and right through to its Board of Directors) are accorded when it comes to hiring, employment, promotion, job placement, and et cetera within its organisation. The Board also views diversity (including gender diversity) in the boardroom as an essential factor in ensuring an effective and well-functioning Board. The Board is in compliance with Practice 5.9 of the MCCG that states a Board should have at least 30% of women directors on the Board.

The Board, with the assistance of the NC, assesses the collective skills, experience, independence, and diversity required for the Board to effectively fulfil its role on an annual basis.

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

NOMINATING COMMITTEE

In line with Paragraph 15.08A in the Listing Requirements, the NC is comprised exclusively of Independent Non-Executive Directors. The members are as follows:

Chairperson	:	**Alwizah Al-Yafii binti Ahmad Kamal** *Independent Non-Executive Director*
Members	:	**Tan Mui Ping** *Independent Non-Executive Director* **Olivia Lim** *Independent Non-Executive Director*

The principal objective of the NC is to assist the Board in its responsibilities in nominating new nominees to the Board and Board Committees, ensuring that their compositions meet the needs of the Company. The NC also establishes and reviews performance criteria to evaluate the effectiveness of the Board, the Board Committees, and each individual Director. Additionally, the NC is responsible for assessing the effectiveness of the Board and the Committees of the Board as a whole as well as the performance of each individual Director, including the Independent Directors.

In line with the MMLR, the Group's Board Charter and the Company's Constitution, all directors shall retire at least once every 3 years but shall be eligible for re-election. Additionally, in accordance with the MCCG, the tenure of an Independent Director should not exceed a cumulative term of 9 years and may continue serving as a Non-Independent Executive Director. If there is a valid, proper justification and shareholder's approval, the Director may also continue to serve as an Independent Director. Once the cumulative tenure exceeds 9 years, shareholder's approval must be obtained by the Board through a 2-tier voting process to be retained as an Independent Director. As at 31 March 2025, none of the Independent Directors of the Company had served the Board for a cumulative term of 9 years.

The NC is responsible for assessing and recommending re-election of Directors who are due to retire in accordance with the Company's Constitution and for sourcing, identifying, reviewing, and recommending candidates for appointment to the Board and Board Committees. The NC takes into consideration the character, competency, knowledge, experience, professionalism, integrity, credibility, time commitment, and ability to discharge their responsibilities when appointing members of the Board ("**the Criteria**"). NC also considers recommendations by any other senior executive or any Director or major shareholder in identifying candidates for directorships within the bounds of practicability.

The NC has evaluated and is satisfied that Mr. Ang Seng Wong has fulfilled the Criteria and recommended his proposed appointment as the Independent Non-Executive Chairman to the Board. The Board has subsequently approved his appointment to take effect on 9 January 2024. The identification of the aforesaid candidate has been facilitated through the recommendation from the Company's sponsor, MIDF Amanah Investment Bank Berhad.

The Board, via the NC's annual assessment and fit and proper assessment, is satisfied with the performance of the Directors who are standing for re-election. At the upcoming AGM, 2 Directors namely, Mr. Too Yit Meng and Ms. Olivia Lim , will be retiring by rotation pursuant to Clause 76(3) of the Company's Constitution and who, being eligible, had offered themselves for re-election. The profile of the retiring Directors is disclosed in this Annual Report.

The Board recognises the importance of independence and objectivity in the decision-making process as advocated in the MCCG. The Board is committed to ensuring that the Independent Directors are capable of exercising independent judgment and acting in the best interest of the Company. The NC is responsible for assessing the independence of Independent Directors annually. The evaluation is conducted through an annual declaration submitted by each Independent Director confirming their independence.

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

NOMINATING COMMITTEE (CONT'D)

It was determined that all Independent Non-Executive Directors have remained objective and independent. Each of the Independent Non-Executive Directors has confirmed their independence in writing to the Group.

The NC's TOR is published on the official corporate website at www.infolinetec.com. The NC's TOR was last updated on 25 February 2025.

The following summary of works were undertaken by the NC during the FPE2025: -

- Reviewed and assessed the independence of the Independent Directors;
- Reviewed and recommended the proposed appointment of Independent Non-Executive Chairman of the Company;
- Reviewed the results of the evaluation of the Board, Board Committees, and individual Directors;
- Reviewed and recommended the re-election of Directors;
- Reviewed the terms of office of the ARMC;
- Reviewed and recommended the separation of ARMC into AC and RMC, as well as the TOR of AC and RMC;
- Reviewed and recommended the revised TOR of NC, Fit and Proper Policy and Gender Diversity Policy;
- Reviewed and recommended the appointment of Director in the Company's subsidiary; and
- Reviewed the succession planning matrix.

BOARD ASSESSMENT

Board evaluation has been carried out on an annual basis. The evaluation process is carried out through structured questionnaires covering the performance of the Board, Board Committees, and individual Directors. The completed questionnaires are reviewed, and any suggested recommendations are deliberated by the NC before being tabled to the Board. The evaluation process in respect of the independence of the independent Directors is also carried out in the form of evaluation questionnaires.

The evaluation criteria and process shall be reviewed at least once every 3 years or as and when there are new regulatory provisions in place to ensure those criteria remain relevant and appropriate.

The Board had completed the evaluation on the performance of the Board, Board Committees, and individual Directors. The performance of the Board, Board Committees, and individual Directors are assessed based on the established key factors as part of the overall evaluation. Further details on the evaluation are stated in the Group's CG Report 2025.

DIRECTORS' TRAINING

All Directors who are new to the Group goes through an induction process to provide them with a rapid and clear insight into the Group as well as keeping them abreast with development in the marketplace pertaining to their roles.

The induction process may include visits to key sites, wherever necessary, to increase their understanding of the Group's business and risks associated with the operations. NC is in charge of ensuring that all orientation and education programmes are provided for new members of the Board as well as ensuring that all Directors receive appropriate continuous training programmes in order to broaden their perspectives and to be kept updated with any statutory and regulatory requirements. Induction programme was conducted for Mr. Ang Seng Wong during FPE2025.

All Directors have attended the Mandatory Accreditation Programme prescribed by Bursa Securities. The directors who are yet to attend the Mandatory Accreditation Programme Part II: Leading For Impact (LIP) have signed up for the training course by the due date in August 2025.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

DIRECTORS' TRAINING (CONT'D)

During FPE 2025, the Directors of the Company attended the following webinars, workshops, forums, roundtables, and training programmes ("**Programmes**") as stated in the table below:

Directors	Trainings attended	Date
Ang Seng Wong	Governance, Risk and Compliance Management	11 Jan 2024 - 13 Jan 2024
	ICDM PowerTalk Series – Future-Proofing Malaysian Business: Navigating Cyber-Threats in the Age of AI & Thriving in a High-Risk Landscape	11 Mar 2024
	Leading for Impact (LIP)	25 Sep 2024 - 26 Sep 2024
	The Cosec's Playbook Series: Navigating and Managing Board Conflict of Interest	11 Oct 2024
	ICDM Advocacy Dialogue & Networking Session Post-Budget 2025 Dialogue: Key Highlights & A Conversation with the Ministry of Finance	6 Nov 2024
	Bursa Malaysia: Mandatory accreditation Programme	21 Nov 2024 - 22 Nov 2024
	Boardroom Insights 2025: Navigating Governance, Risk and Strategic Foresight	17 Dec 2024
Tan Mui Ping	Anti-Corruption – MACC Act Sec 17A	21 Mar 2024
	ICDM Member's Exclusive with Deloitte: Are You Measuring Your Sustainability Performance Right: Targets & Metrics?	30 Apr 2024
	Bursa Academy: Conflict of Interest ("COI") and Governance of COI	13 Aug 2024
	Enterprise Risk Management	28 Aug 2024
	ACCA Technical Symposium 2024	24 Sep 2024
	Leading for Impact (LIP)	25 Sep 2024 - 26 Sep 2024
	ICDM BARMC Dialogue & Networking Session – Board's Role in Whistleblowing Oversight	24 Oct 2024
	Boardroom Insights 2025: Navigating Governance, Risk and Strategic Foresight	17 Dec 2024
Alwizah Al-Yafii binti Ahmad Kamal	Constitution – New considerations for small private companies	18 Jan 2024
	Companies (Amendment) Bill 2023	31 Jan 2024
	Emotional Intelligence	26 Feb 2024
	Digital Detox	8 Mar 2024
	Redeemable Preference Shares- raising capital for business	13 Mar 2024
	AMLA & Reporting Institutions -Roles & Duties	26 Mar 2024
	UBO Reporting Framework under Companies Amendment Act 2024	15 Oct 2024
	Leading for Impact (LIP)	18 Nov 2024 - 19 Nov 2024
Olivia Lim	Introduction to Corporate Directorship in the New Era of ESG by ICDM	20 Feb 2024 - 21 Feb 2024
	ICSM Power Talk Series – Being Sued as an INED – A Personal Journey	10 May 2024
	A Delicate Balance – Board & Management Relationship by ICDM	27 June 2024
	Bursa Malaysia Mandatory Accreditation Programme (MAP II: Leading for Impact)	3 July 2024 - 4 July 2024
	Inaugural Malaysian Bar ESG Conference by Bar Council	27 Nov 2024
	4th Conference on Corporate and Commercial Law – by Bar Council	18 July 2024 - 22 Nov 2024

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

DIRECTORS' TRAINING (CONT'D)

Saved as disclosed above, other Directors of the Company were not able to select suitable training programmes to attend during the FPE2025 due to their occupied working schedule. However, they have constantly been updated with relevant reading materials and technical bulletins, which will enhance their knowledge and equip them with the necessary skills to effectively discharge their duties as Directors of the Company.

TIME COMMITMENT

The Directors must invest enough time and effort to fulfil their obligations as stated in the Board Charter. When the Directors are appointed, the Board asks for their commitment. In addition to attending meetings of the Board and Board Committees, each Director is expected to dedicate time as and when it is needed to carry out the pertinent duties and obligations.

A Director must inform the Chairman of the Board of their acceptance of any additional directorships in publicly traded businesses, if any. Directors need to ensure their continued time commitment to serve the Group and not conflict or perceived to conflict with their employment and commitment.

Currently, none of the Directors holds more than five (5) directorships in listed companies under Paragraph 15.06 of the MMLR of Bursa Securities. The other directorships held by individual directors are detailed in the Director's profile section of this Annual Report.

REMUNERATION MATTERS

Remuneration Policy and Procedures

A Remuneration Policy was adopted by the Board to reflect the current component of the remuneration packages and current structure of the Board and Senior Management, as per Practice 7.1 of the MCCG. The Remuneration Policy comprised remuneration guiding principles, remuneration components as well as key consideration factors. There should be a balance in determining the remuneration package, which should be sufficient to attract and retain Directors of calibre, and yet not excessive.

The remuneration of Executive Directors and Senior Management is made up of fixed salary, bonus, allowance and other benefits and the reimbursement of expenses incurred, if any, in the course of performing their services. They are structured in such a way that it is competitive, and the scale of salaries should be within the scope of experience, skills, performance, et cetera. and not dependent on short-term performance to avoid incentives for excessive risk-taking. The remuneration of the Non-Executive Directors and Independent Directors is determined by qualification, experience, and competence, having regard to their responsibilities, time commitment and annual evaluation. A review of the quantum and composition criteria to be used in recommending the remuneration package of the Directors and Senior Management is performed once every year.

RC

The RC is established by the Group to assist the Board in implementing policies and procedures on remuneration including reviewing and recommending matters relating to remuneration of the Board and Senior Management as well as ensuring the Directors and Senior Management are rewarded appropriately for their contribution to the Group's overall performance, keeping in mind their level of executive responsibility, which is in line with Practice 7.2 of the MCCG. The RC is comprised three (3) Independent Non-Executive Directors. The members are as follows:

Chairperson	:	**Olivia Lim** *Independent Non-Executive Director*
Members	:	**Tan Mui Ping** *Independent Non-Executive Director* **Alwizah Al-Yafii binti Ahmad Kamal** *Independent Non-Executive Director*

The TOR for RC is available on the official corporate website, www.infolinetec.com for reference. The RC's TOR was last reviewed on 25 February 2025.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

REMUNERATION MATTERS (CONT'D)

Remuneration of Directors and Senior Management

The Board strives to ensure that there is formal and transparent remuneration to attract and retain high calibre and qualified Non-Executive Directors ("**NEDs**") on the Board as well as to ensure that the remuneration is commensurate with their responsibilities and duties. The remuneration package of the Non-Independent Executive Directors should be aligned with the business strategy and long-term objectives of the Company and link rewards to the Company's strategy and performance.

The breakdown of the total remuneration paid or payable or otherwise made available to all Directors of the Group and the Company who served during the financial period is detailed in the CG Report under Practice 8.1. However, the Board is of the view that the disclosure for the remuneration of the Senior Management is not in the best interest of the Group given the competitive human resource environment for personnel with requisite knowledge, expertise and experience in the Company's business activities, where poaching by recruitment service provider has become common now.

The Board believes that the non-disclosure of remuneration of the Senior Management who are not Directors of the Company will not prejudice the interest of its shareholders. The profiles of the Senior Management are detailed in the Senior Management's profile section of this Annual Report.

The Board will ensure that the remuneration of the Senior Management of the Company and the Group commensurate with their level of duties and responsibilities.

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

AC and RMC

The AC and RMC had been entrusted by the Board to execute its governance and oversight responsibilities in ensuring discharging of their statutory and fiduciary duties and responsibilities relating to accounting and reporting practices as well as risk management policies and strategies of the Group.

The Board assumes ultimate accountability and responsibility to assess and identify the principal risks of the Group's businesses in recognition that business decisions involve the taking of appropriate risks and to ensure there is a sound framework for internal control and risk management. In accordance with the MCCG, the Board reviews and oversees the adequacy and integrity of the Group's internal control systems and management information systems, as well as reviews and approves the financial statements encompassing annual audited accounts and quarterly reports and ensure the integrity of the Group's financial and non-financial reporting.

The TOR for AC and RMC are available on the official corporate website, www.infolinetec.com for reference.

CHAIRPERSON OF AC

The AC comprises 3 members, all are Independent Non-Executive Directors with the Chairperson of AC and the Chairman of the Board being 2 different individuals. The members of the AC are as follows:

Chairperson	:	**Tan Mui Ping** *Independent Non-Executive Director*
Members	:	**Alwizah Al-Yafii binti Ahmad Kamal** *Independent Non-Executive Director* **Olivia Lim** *Independent Non-Executive Director*

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(CONT'D)

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT (CONT'D)

CHAIRMAN OF AC (CONT'D)

The AC Chairperson is a member of the Malaysian Institute of Accountants since December 2001. The Group complies with Paragraph 15.09 (1)(a), (b) and (c)(i) of the MMLR.

All members of AC are financially literate, have the necessary level of skill and experience, and have a thorough grasp of the Group's operations. They are also capable of objectively reviewing, analysing, challenging, and making recommendations on matters under the AC's purview, including the financial reporting process. The AC comprises members with legal backgrounds as well as group finance matters, tax planning, company secretarial work and business development.

None of the AC members had previously served as audit partners, who should serve at least 3 years of cooling-off period before being appointed. The ARMC Report of this Annual Report contains specifics about the composition, obligations, and duties of the AC.

Assessment of suitability, objectivity, and independence of External Auditors

The AC assesses the suitability and independence of the External Auditors on an annual basis. Areas of assessment including amongst others, the External Auditor's objectivity and independence, audit fees, size and competency of the audit team, audit strategy, audit reporting and partner involvement. The inputs and opinions from the Company's personnel who had constantly contacted with the external audit team throughout the year would also be used as a tool in the judgement of the suitability of the External Auditors.

In order to demonstrate their independence, the External Auditors will have to provide AC with a written confirmation that they will conduct the audit engagement independently, in compliance with all applicable professional and legal standards. In its annual audit plan, which was presented to AC during FPE2025, a declaration was made by the External Auditors that they have complied with the independence requirement of the By-Laws on Professional Independence issued by the Malaysian Institute of Accountants. The External Auditors also presented their latest Transparency Report covering the financial year ended 31 December 2023 to re-iterate their commitment to providing their client with the highest quality of service, transparency and governance.

The AC is also empowered by the Board to review the engagement, compensation, performance, qualification, and independence of the External Auditors, its conduct of the annual statutory audit of the financial statements, and the engagement of External Auditors for all other services. The terms of engagement for services provided by the External Auditors are reviewed by the AC prior to submission to the Board for approval.

The Board and the External Auditors have a formal and transparent collaboration through the AC. Through the statutory audit function, the External Auditors continuously analyse, assess, and improve the Group's accounting policies and practices, including internal control measures.

Details of activities carried out by the AC in FPE2025 are disclosed under ARMC report in this Annual Report.

CHAIRPERSON OF RMC

The RMC comprises 3 members, all are Independent Non-Executive Directors with the Chairperson of RMC and the Chairman of the Board being 2 different individuals. The members of the RMC are as follows:

Chairperson	:	**Olivia Lim** *Independent Non-Executive Director*
Members	:	**Alwizah Al-Yafii binti Ahmad Kamal** *Independent Non-Executive Director* **Tan Mui Ping** *Independent Non-Executive Director*

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT (CONT'D)

RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

The Board is responsible for monitoring the adequacy and efficiency of the Group's internal control system, which includes the governance, risks, and controls components. The Board agrees that effective system maintenance is critical to assisting the Group in achieving its many objectives on a variety of levels, taking into account the risks the Group faces, balancing the interests of its numerous stakeholders, and safeguarding the Group's assets and investments.

The assistance provided by the RMC enables the Board to carry out its oversight function of the Group's internal control and risk management systems, including performing its duty to maintain these systems' sufficiency and effectiveness in protecting shareholders' investments and the group's assets.

The RMC has been tasked to review the risk reports, closely monitor extreme risks and identify new and emerging risks. The RMC is accountable to the Board and shall inter alia meet and report to the Board its findings and recommendations on any matters regarding risk management.

Meanwhile, an outsourced independent professional service provider, Sterling Business Alignment Consulting Sdn. Bhd., is appointed to assist the RMC and the Board in performing their duties by independently assessing the adequacy and effectiveness of the internal audit function.

An overview of the Board's responsibility, the state, and descriptions of the key components of the Group's system of internal control which include the conduct of reviews by the internal audit function, risk management and compliance management are set out in the Statement on Risk Management and Internal Control ("**SORMIC**") in this Annual Report. The SORMIC provides further details of risk management activities and internal audit functions within the Group.

PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

The Group is dedicated to providing its stakeholders with accurate and timely corporate information. The Group understands the need to reconcile shareholder expectations with the Group's ability to create value. Therefore, it is crucial to give shareholders and the larger investing community the tools they need to obtain current information, take part in the Group's shareholder vote, and establish channels for two-way communication with the Group, the Board, and shareholders.

COMMUNICATION WITH STAKEHOLDERS

The Group's Corporate Communication Policy is intended as a guideline for the Group in fulfilling its obligations to ensure that all information relevant and material to the Company's shareholders and the market is disclosed in a timely manner while protecting the Group's commercially sensitive information. The Group is guided by Paragraph 9.02 of the MMLR with the consultation of the Company Secretaries, advisers and/or other service providers.

A convenient avenue for shareholders and stakeholders to access corporate information, news, and events relevant to the Group is through the official corporate website at www.infolinetec.com. The "Investor Relations" section of the website offers pertinent information, including corporate announcements, daily stock price, corporate governance policies, financial information, stock information, as well as investor reports and resources. It acts as a platform for accurate and timely disclosure of all relevant information to the Group's stakeholders.

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(CONT'D)

PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS (CONT'D)

COMMUNICATION WITH STAKEHOLDERS (CONT'D)

In addition to the disclosures and announcements made to Bursa Securities, i.e., quarterly financial reports, Annual Reports, and media releases, stakeholders may also direct any queries regarding the Group to the designated email address at info@infolinegroup.com. A template is provided on the website to ease the enquiry process.

The Company's AGM serves as the primary platform for discussion and interaction with the shareholders. Shareholders are encouraged to actively participate in the question-and-answer session during the AGM.

CONDUCT OF GENERAL MEETING

The Group's AGM and other meetings of shareholders remain the main channel of communication with the Group's shareholders. The Board Chairman and the respective Chairperson of all Board Committees are fully aware of their responsibilities and would commit themselves to attending the AGM to respond to shareholders' questions that fall within their respective scope of responsibilities. During the question-and-answer session, shareholders could ask questions about the resolutions that will be considered at the meetings as well as other matters pertaining to the Group's operations and affairs.

In FPE2025, the Company served notice of its Third ("**3rd**") Annual General Meeting ("**AGM**") held on 31 May 2024, at least 28 days before the meeting, fully complied with the requirement under the Companies Act 2016 and the MMLR. Together with the Notice of AGM, the Company attached the information on administrative details such as details of the meeting, shareholders' right to attend the meeting, their right to appoint a proxy and information as to who may act as a proxy.

All Board members together with the Chairpersons of ARMC, NC, RC and the Management attended the 3rd AGM and updated the shareholders with the latest development of the Group and also addressed the questions raised during the meeting. The External Auditors also attended the 3rd AGM and engaged with the shareholders particularly relating to the financial statements of the Group.

In accordance with the MMLR, the Board put all resolutions to vote by way of poll at the 3rd AGM and the results of the polling were made to Bursa Securities on the same day.

The minutes of the 3rd AGM held on 31 May 2024 have been made available to shareholders promptly after the meeting on the official corporate website at www.infolinetec.com.

COMPLIANCE STATEMENT

This CG Overview Statement together with the CG Report has been reviewed, discussed, and approved by the Board as of 2 July 2025. The Board is pleased to inform its shareholders that, to the best of its knowledge, the Group has complied with most of the CG practices and will continue to do so by continuously adopting the MCCG's guiding principles and best practices, relevant rules under the Listing Requirements, as well as all other applicable legislation.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

INTRODUCTION

A company is unable to achieve its objectives and maintain success without proper governance, risk management and internal control processes. A company should maintain a focus on its business risks and ensure that the necessary mechanisms are implemented to track down and manage those risks.

The Board of Directors ("**Board**") of Infoline Tec Group Berhad and its subsidiaries ("**the Group**") is pleased to present its Statement on Risk Management and Internal Control ("**SORMIC**") for the financial period ended 31 March 2025 ("**FPE2025**"), which has been prepared in accordance to Paragraph 15.26(b) of the Main Market Listing Requirements ("**Listing Requirements**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and Practice 10.1 and 10.2 of the Malaysian Code on Corporate Governance ("**MCCG**"), as guided by the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers ("**the Guideline**").

The Group's internal control and risk management activities for FPE2025 are described in this statement together with their nature and scope. The Board is committed to upholding a strong internal control and risk management system for the Group and recognises the significance of using a systematic approach to examine the risk and internal control procedures of the Group.

BOARD'S RESPONSIBILITIES

The Board recognises the importance of a sound framework of risk management and internal control for good corporate governance and to safeguard the Group's assets and shareholders' interests. In carrying out its obligations, the Board is fully dedicated to maintaining suitable risk management and internal control systems and monitoring their adequacy and effectiveness in order to provide assurance on the execution of the Group's objectives.

The Board believes that rather than eliminating the risk of not fulfilling the Group's aims and objectives, the risk management framework and internal control system are created to manage the Group's risks within the acceptable risk appetite. Due to inherent limitations in the internal control and risk management system, the Board recognises that such a system is designed to manage risk within the Group's tolerance level. As a result, these systems can only give reasonable but not total assurance against substantial misstatement or loss.

The Board is responsible for reviewing the Group report on risk management and communicating Group risks issues back to the Management. The Board's duty also includes identifying new and emerging risks affecting the Group. The accountability to approve the Group's risk management framework which defines the objectives, principles, activities, and areas of responsibility of risk management sits with the Board. Furthermore, the Board is also in-charge of overseeing the effectiveness of the framework and delegating the responsibility for implementing the related policies and procedures to Management.

Risk Management Committee ("**RMC**"), empowered by its Terms of Reference ("**TOR**") is accountable to the Board and reports to the Board of its findings and recommendations on any matters regarding risk management, amongst other matters. The Chief Executive Officer ("**CEO**") and the Chief Financial Officer ("**CFO**") are responsible for the method, implementation, and supervision of risk management across the Group and report on these to the Board and RMC. The corporate level risk management function duties on the other hand, are to develop group-wide risk management principles, practices and risk reports, development of tools and the application as well as adoption of these tools. To have adequate authority to modify company practices, the CEO and the respective risk owners should lead the risk management effort and function as the designated risk management champions at their respective levels.

The Board has delegated the responsibility of undertaking the process of periodic review to the RMC, whose responsibilities and duties are detailed in the below section of this Annual Report. The Board will implement the relevant action plans as needed to further improve the Group's internal control and risk management systems as part of its continuous improvement efforts.

For FPE2025, the Board deliberated, reviewed, and approved matters relating to risk management including the updates of the Group's risk register, etc.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL
(CONT'D)

RISK MANAGEMENT

Audit and Risk Management Committee ("**ARMC**")

Prior to the separation of Audit Committee ("**AC**") and RMC in March 2025, the ARMC was established by the Board to assist them in discharging its duties relating to risk management policies and strategies of the Group. They are in charge of determining the quality, adequacy, and effectiveness of the Group's control environment as well as to fulfil its corporate governance, risk management, and statutory responsibilities in order to manage the overall risk exposure. ARMC duties also included reviewing Group reports, identifying new and emerging risks affecting the Group as well as advising the Board on Group risk issues. Such functions were passed to the RMC moving forward.

Further duties and responsibilities of the RMC are stated in its TOR which is posted on the Group's official corporate website, www.infolinetec.com.

For FPE2025, ARMC members deliberated, discussed, and continued to improve the risk management framework that is conducive to the Group based on the principles that have been set forth in the Enterprise Risk Management Policy.

Enterprise Risk Management ("**ERM**") Principles

The Group shall adhere to the following principles in managing risks:
- Create value and contribute to the achievement of business objectives.
- Be an integral part of organisational processes.
- Be part of a decision making.
- Explicitly address uncertainty.
- Be systematic, structured, and timely.
- Based on the best available information.
- Tailored to align with the external and internal context and risk profile of the Group.
- Take human and cultural factors into account.
- Transparent and inclusive, and involving all levels of stakeholders.
- Be dynamic, iterative, and responsive to change.
- Facilitate continual improvement and enhancement of the organisation.

Risk Management Framework

The Group adopts the Committee of Sponsoring Organisations ("**COSO**") Enterprise Risk Management Framework and generic guidelines on risk management as a guideline for identifying, evaluating, managing, and monitoring significant risks by the Group in order to align its risk management process with industry best practices. The Board fully endorses Practices 10.1 and 10.2 of the MCCG, which call for the establishment of an effective risk management and internal control framework and the disclosure thereof. The Group established an ERM framework, comprising from risk management strategies, processes, and structure to the culture as stated in the Enterprise Risk Management Policy. The following diagram illustrates the risk management governance as implemented in the Group.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

RISK MANAGEMENT (CONT'D)

Risk Appetite

The Group's risk appetite shall be set by the Board and the management as part of an interactive strategic process. Risk Owners shall be responsible for establishing and managing their risk appetite within the overall Group risk appetite framework.

Risk management shall take place systematically and as a continuous part of day-to-day business operations at Group level for all key decision-making processes and core business activities. In order to ensure target and plan alignment across the Group, risk appetite shall serve as a reference for developing strategies and plans at the Group level. The Board and Senior Management will: -

- consider their appetite for a limited number of key risk categories at the Group-level (i.e. all "Level 1" Risks); and
- identify specific limits and minimum operating standards (or policies) that should be adhered to for individual risk types (i.e. determine risk tolerances at a more granular level of risk, "Level 2" Risk).

Risk Identification, Analysis, Ranking and Evaluation

Risk identification is a manner of recognising the cause of risk, events (process or circumstances that may have a material impact on the Group's objectives) and their causes (the source of risk) as well as potential consequences that may arise from the identified risk (the nature of the impact). The methods of identifying risks include evidence-based methods, inductive reasoning techniques and brainstorming techniques, amongst others.

The Group's risks are identified through the following stages:

- Entity Risks
  Each department or division in the Group is responsible for identifying and indicating the degree of importance of each risk category observed by its operations, and reporting on it in the risk register.

- Group Risks
  The risk register will then be reviewed and assessed at the Group level. The Risk Owners will be responsible for reviewing and assessing the risks within their respective areas of responsibility. The Group will consolidate and analyse the risk assessments to identify and prioritise the key risks.

After risks have been identified, they will be evaluated for their potential positive and negative effects as well as the likelihood that those effects will materialise. This evaluation will also take into account the causes and sources of risk as well as the existence (or absence) and efficiency of existing controls. The level of risk is then calculated by combining the likelihood and the consequences.

Risks will be ranked by assigning scores of each risk category based on view of Risk Owners who are individuals with key roles in ensuring the effective management of specific risks for which they are responsible (i.e. a number ranging from 1 to 5 for likelihood and consequence).

Risk evaluation is the comparison of estimated levels of risk with the specified risk criteria to identify the relevance of the degree and type of risk. Ethical, legal, financial, and other considerations including perceptions of risk should be used to come up with a decision. If the level of the risk established is low, then the risk may fall into an acceptable category and treatment may not be required.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL
(CONT'D)

RISK MANAGEMENT (CONT'D)

Risk Reporting

Risk assessments shall be conducted annually across all entities (e.g. profit centre and/or department and/or division). Each Risk Owners shall submit their respective annual risk management report (risk registers and risk reports). RMC will then review the Group Risk Report and the Chairperson of RMC will report to the Board. An ad-hoc reporting may also be requested by the Board and RMC or Management when needed.

The timeline and deliverables of the yearly cycle are as follows:
October –Risk Owners:
- final review of risks as part of the annual budget exercise
- identification and treatment of risks
- completion of Risk Reports (Risk Register & Risk Report)
- submission to the Group Head Office

Mid December – Group-level:
- review of risks from the Group's perspective
- identification and treatment of risks at Group-level
- combining risks profile to develop a Corporate Risks Report
- submission to RMC

December – Group-level:
- discussion with RMC on the Group Risks Report

INTERNAL AUDIT

Based on the TOR, AC will review the internal audit plan and results of the internal audit assessments and investigation undertaken and ensure that appropriate action is taken on the recommendations of the internal auditors. They will also consider the internal audit reports and findings by the internal auditors, fraud investigations and actions and steps taken by the Management in response to audit findings.

There were 2 internal audits and 3 follow-up status reviews performed for FPE2025. The results for the audits conducted on the Sales & Marketing and Purchasing, and Information Technology / Services Project Implementation and Management for the Group did not find any material weakness, nevertheless, some further improvements and enhancements were suggested. There were no major issues reported in relation to its controls and compliance process. Therefore, the Board is satisfied that there were no material losses as a result of weaknesses in the system of internal control, that would require separate disclosure in the Annual Report. Nevertheless, for areas requiring attention, measures have been and are being taken to ensure on-going adequacy and effectiveness of internal controls and safeguard shareholders' investments and the Group's assets.

Further details on the internal audit function are outlined in the Audit and Risk Management Committee Report of this Annual Report.

INTERNAL CONTROL PROCESS

The Board recognises that the Group's internal control systems are made to manage and minimise risks that could prevent it from attaining its aims and objectives. It offers a fair level of protection against the occurrence of any material management misstatement, including those involving financial data, business operations, environmental compliance, and losses or fraud. The internal control systems are integral to how the Group operates and necessary for sound commercial reasons.

The internal control systems are created by using the Committee of the Sponsoring Organisations of the Treadway Commission ("**COSO**") Internal Control Integrated Framework and are periodically reviewed by the Board throughout the year, taking into account any changes in the regulatory, applicable laws, and business environment to ensure adequate and reliable internal control systems.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

INTERNAL CONTROL PROCESS (CONT'D)

The Directors are responsible for the Group's system of internal controls. The internal control covers the financial and non-financial aspects including risk assessment. It also encompasses compliance and operational controls, as well as risk management matters. The Group has formalised Standard Operating Procedures which take into consideration the adequacy and integrity of the system of internal control.

Organisation Structure and Authorisation Procedures

The Group has clearly defined lines of authority and responsibilities to enable swift response in a constantly changing business environment, efficient oversight of day-to-day business conducts, and accountability. These include the establishment of a formal organisational structure and creating a Limit of Authority ("**LoA**") matrix that describes the Board and Management's approval authority and limits across several crucial activities. The LoA has received the necessary Board approval and is periodically reviewed and improved to make sure it still accurately reflects the Group's risk tolerance and accountability levels.

Board Meetings and Management Review Meetings

The Board meets at least quarterly and has a formal agenda on matters for discussion. The Chairman leads the presentation of Board papers and provides a comprehensive explanation of pertinent issues. In arriving at any decision, on recommendation by the Board Committees and Management, a thorough deliberation and discussion by the Board is a prerequisite. In addition, the Board is kept abreast of the Group's activities and its operation on a quarterly basis by Management.

Management meetings are held on a regular basis to discuss and update on business development and operations across the organisation and any other matters.

Strategies, Policies and Procedures

The Group's internal control processes are supported by a range of strategies, policies, and procedures. Senior Management implements and communicates key strategies and policies to employees. Employees need to ensure adherence to the policies and procedures set by the Group.

Code of Conduct

The Group is committed to conducting its business in an open, honest, and ethical manner. The Board has set the tone at the top for corporate behaviour and corporate governance. Code of Conduct is the main reference for all employees when dealing with various internal and external stakeholders with high integrity standards. The Code of Conduct, which is available on the official corporate website, applies to the Board and employees of the Group to improve ethical standards. All employees of the Group are expected to act ethically and professionally at all times in order to safeguard and promote the Group's reputation and performance.

Whistle-blowing Policy

The Board has established a Whistle-blowing Policy to provide employees in the Group a means to express concerns about potential violations of corporate ethics, failure to comply with legal and regulatory obligations, and other wrongdoings. The protection provided to whistle-blowers who report these abnormalities in good faith is outlined in the Whistle-blowing Policy as set out on the official corporate website.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

INTERNAL CONTROL PROCESS (CONT'D)

Anti-Bribery and Anti-Corruption Policy

The Group is committed to conducting its business with integrity and in an ethical manner and has established an Anti-Bribery and Anti-Corruption Policy ("**ABAC Policy**") to set out the Group's zero- tolerance stance against bribery and corruption in all forms. The ABAC Policy applies to the Group's Directors and employees, including permanent, temporary, full-time, part-time, probationary, contract employees, trainees and interns, as well as any third parties performing service for or on behalf of the Group. Other stakeholders apart from those mentioned above such as governments, government agencies, and customers are advised to adhere to the ABAC Policy for all activities involving the Group.

Related Party Transactions ("**RPT**")

RPTs are examined, followed-up on, and periodically submitted to the Board by the AC.

ASSURANCE FROM MANAGEMENT

The CEO and CFO have provided the Board with assurance that the Group's risk management and internal control system is functioning adequately and effectively in all material respects for FPE2025 and up to the date of approval of this statement, based on the risk management and internal control system adopted by the Group.

REVIEW OF STATEMENT BY EXTERNAL AUDITORS

Pursuant to Paragraph 15.23 of the Listing Requirements by Bursa Securities, the external auditors, Messrs Crowe Malaysia PLT ("**Crowe**"), have reviewed this SORMIC in accordance with Audit and Assurance Practice Guide 3 ("**AAPG 3**"), Guidance for Auditors on Engagements to Report on the SORMIC, issued by the Malaysian Institute of Accountants ("**MIA**") for inclusion in this Annual Report.

Based on the limited assurance procedures and review, the External Auditors have informed the Board that nothing has come to their attention that has caused them to believe this Statement has not been prepared, in all material respects, in accordance with the disclosures required by Paragraphs 41 and 42 of the SORMIC: Guidelines for Directors of Listed Issuers to be set out, nor is the Statement factually inaccurate.

CONCLUSION

There were no notable flaws or breakdowns in the Group's internal control system that led to major losses experienced by the Group for FPE2025. The Board considers the current review framework, risk management, and internal control systems to be adequate for the present state of operations and effective in safeguarding the Group's interests and assets. However, the Group will continue to take the required steps to guarantee that the internal control and risk management systems are operating effectively and efficiently in accordance with the Group's changing business evolution.

The release of this statement has been authorised by the Board on 2 July 2025.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

OBJECTIVES

Prior to the separation of the Audit and Risk Management Committee ("**ARMC**") to Audit Committee ("**AC**") and Risk Management Committee ("**RMC**") on 1 March 2025, the main goal of the ARMC was to assist the Board of Directors ("**Board**") to fulfil its legal and fiduciary obligations and duties regarding Infoline Tec Group Berhad's ("**Infoline Tec**" or "**the Company**") and its subsidiaries' ("**the Group**") accounting and reporting standards as well as risk management strategy and techniques.

The AC is currently in charge of evaluating the External Auditors' independence and objectivity as well as the calibre of the audit he or she performed. On the appointment or re-appointment of the External Auditors, the AC is responsible for making a recommendation to the Board as well as monitoring the performance and effectiveness of the internal audit function.

MEMBERS OF THE AC

ARMC was formed by the Board on 3 November 2021, in line with the Bursa Malaysia Securities Berhad's ("**Bursa Securities**") Main Market Listing Requirements ("**Listing Requirements**"). On 1 March 2025, the AC was separated from the ARMC.

The AC currently comprises three (3) members, all of whom are Independent Directors, and each satisfies the "**independence**" requirements contained in the Listing Requirements.

The main roles and responsibilities of AC are set out in its written Terms of Reference which is available from the Group's official corporate website www.infolinetec.com.

The AC's annual work plan is built around these duties and modified as necessary throughout the course of the financial period. The AC is permitted to request any information it needs from Management and other parties, as well as to look into any problems or concerns it deems necessary.

The primary responsibilities outlined in the Terms of Reference, amongst others, are as follows: -
- Review all matters in relation to the external and internal auditors.
- Review and recommend the quarterly and annual financial statements for approval by the Board.
- Conduct periodic reviews of the involvements of the Chief Executive Officer and Executive Directors in the companies outside of the Group to avoid conflict of interest.
- Review and monitor any related party transaction / business dealings entered by the Group and any conflict-of-interest situation that may arise within the Group.
- Consider the major findings of internal investigations and the Management's response.
- Review and monitor matters regarding internal audit function.

The members of the AC are as follows: -

Chairperson	:	**Tan Mui Ping** *Independent Non-Executive Director*
Members	:	**Alwizah Al-Yafii binti Ahmad Kamal** *Independent Non-Executive Director*
		Olivia Lim Independent Non-Executive Director

All members of the AC are financially literate and Independent Non-Executive Directors, being compliant with Paragraphs 15.09 and 15.10 of the Listing Requirements.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT
(CONT'D)

MEMBERS OF THE AC

The Chairperson of the AC, Ms Tan Mui Ping is a member of the Malaysian Institute of Accountants ("**MIA**") since December 2001 and has over 20 years of experience in senior finance roles. Furthermore, in compliance with Practice 9.1 of the Malaysian Code on Corporate Governance ("MCCG"), the Chairperson of the AC is not the Chairman of the Board.

The remaining 2 members of the AC, Ms Alwizah Al-Yafii binti Ahmad Kamal and Ms Olivia Lim, who both have over on average of 20 years of experience in the legal profession which demonstrates that the AC has the industry-specific expertise, as well as the necessary commercial, regulatory, financial, and audit expertise, to carry out its duties. Since their appointments, the AC members have gained additional knowledge and experience of the sector and the Group as a result of their Board membership and various in-person and virtual site visits.

Further details of the members of the AC are contained in the Profile of Directors as set out in this Annual Report.

MEETINGS AND ATTENDANCE

The AC has convened 6 meetings during the FPE 2025. The record of attendance of the AC meetings is as follows: -

AC Members	No. of meeting attended	Percentage
Tan Mui Ping	6 of 6	100%
Alwizah Al-Yafii binti Ahmad Kamal	6 of 6	100%
Olivia Lim	6 of 6	100%

AC members should hold AC meetings at least 4 times in a year or when deemed necessary and the notice should be issued within a reasonable time. The Chief Financial Officer and a representative of the internal and external auditors respectively should attend the AC meetings.

The Chairperson of the AC shall call a meeting of the AC upon the request of the External Auditors to discuss any subject that the External Auditors believe should be brought to the attention of the AC, the Board, or the shareholders. Meetings may be attended by additional Board members and employee upon invitation from the AC. When deemed necessary, the AC shall have the authority to call meetings with the external auditors, internal auditors, or both without the presence of Board members or employee.

The Company Secretaries recorded the minutes for each AC meeting and tabled them for confirmation and adoption at the following AC meeting. They were then brought to the Board for notation. Each meeting will be reported on by the AC Chairperson to the Board.

TERMS OF REFERENCE

The Terms of Reference of the AC, which is posted on the Group's official corporate website at www.infolinetec.com and compliant with Bursa Securities and the MCCG, serve as a guideline for the members of the AC. When deemed necessary, the AC's Terms of Reference will be evaluated, revised, and modified.

The AC's Terms of Reference was adopted on 1 March 2025.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT
(CONT'D)

SUMMARY OF WORK OF THE AC

In discharging its functions and duties, prior and subsequent to the separation of the AC from the ARMC, the AC had carried out the following work during the FPE 2025:

Risk Management and Internal Control

- Reviewed and monitored all whistleblowing reports received during the FPE2025 and ensure appropriate actions to be taken where necessary.
- All the key risks areas in the registry of risks were updated and reviewed quarterly.
- Reviewed the following revised/updated governance documents and recommended the same for the Board's approval and adoption: -
  - ❖ Enterprise Risk Management Handbook;
  - ❖ Finance and Account Policy;
  - ❖ Limit of Authority;
  - ❖ Capital Expenditures Policy;
  - ❖ Dividend Declaration Policy;
  - ❖ Related Party Transactions Policy;
  - ❖ Anti-Bribery and Anti-Corruption Policy; and
  - ❖ Whistle-Blowing Policy
- Reviewed the disclosures in the ARMC report, Statement on Risk Management and Internal Control, Corporate Governance Overview Statement, Corporate Governance Report and other statements for inclusion in the Annual Report for the financial year ended 31 December 2023.
- Reviewed the banking facilities and expenditures pursuant to the Company's Limit of Authority.
- Reviewed the declaration forms for no conflict of interest when drawing a conclusion that there was no conflict of interest or potential conflict of interest situation took place during the FPE2025.

Financial Reporting

- Reviewed and discussed the quarterly and year-end financial statements, prior to recommendations to the Board for consideration and approval. The key areas of focus included the following:
  - ❖ Any change in accounting policies and practices;
  - ❖ Significant adjustments, if any, arising from the audit;
  - ❖ Going concern assumptions;
  - ❖ Compliance and accounting standards and other legal requirements;
  - ❖ Significant matters highlighted in the financial statements, if any; and
  - ❖ Significant judgements, if any, made by the Management.
- Reviewed the proposed declaration of dividends prior to recommendations to the Board for consideration and approval.

External Auditors

- Evaluated and reviewed the External Auditors' terms of engagement, audit plan, nature, approach, independence and scope of the audit.
- Reviewed with External Auditors, the issues arising from the identified Key Audit Matters ("**KAM**") and the audit procedures in addressing such KAM, management's response, External Auditors' evaluation of the Internal Control System and the results of their audit for the financial year ended 31 December 2023 and their audit report.
- Reviewed and recommended to the Board for approval, the fees for the audit and non-audit services for the financial year ended 31 December 2023.
- Had a private dialogue session with the External Auditors on 23 February 2024 and 25 February 2025 without the presence of the Executive Directors and Management of the Company.
- Reviewed the effectiveness of External Auditors and recommended their re-appointment to the Board for ensuing at the Third Annual General Meeting of the Company.
- Reviewed the transparency report from External Auditors for the financial year ended 31 December 2023.
- Reviewed and recommended the appointment of the External Auditors for the Company's subsidiary in Singapore.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT
(CONT'D)

SUMMARY OF WORK OF THE AC (CONT'D)

Internal Audit Function

- Reviewed and deliberated the internal audit reports on significant issues and audit findings, audit recommendations, and Management responses and action plans.
- Monitored the implementation of audit recommendations to ensure that all key risks and controls issues were being addressed.
- Follow-up reviews to assess if appropriate action had been taken to address issues highlighted in previous audit reports.

Related Party Transactions

- Reviewed and discussed reports on Related Party Transactions ("**RPT**") and Recurrent RPT ("**RRPT**") to ensure that all RPT and RRPT were undertaken on an arm's length basis and normal commercial terms, consistent with the Company's usual business practices and policies, which are not more favourable than those available to the public and other suppliers and are not detrimental to the minority shareholders.
- Monitored the threshold of the RPT and RRPT to ensure compliance with the Listing Requirements.

ARMC PERFORMANCE REVIEW

The evaluation was conducted in February 2025 for FPE2025. The evaluation was conducted via self and peer-evaluation and the ARMC evaluation. The results of the evaluation forms were compiled and presented to Nominating Committee for deliberation and recommended to the Board for notation.

The evaluation results revealed that the overall operations of the ARMC are sound, meet the requirements of corporate governance, and can effectively enhance the functions of the Board.

INTERNAL AUDIT FUNCTION

The Group acknowledged that internal auditing is a separate, unbiased assurance effort intended to add value and enhance the Group's operations. Sterling Business Alignment Consulting Sdn. Bhd. ("**Sterling**"), an independent professional firm, was engaged since August 2022 as the outsourced Internal Auditors of the Group to support the AC and the Board in carrying out their responsibilities by providing internal audit services, independently evaluating the sufficiency and efficacy of the internal control and risk management systems as implemented by the Management. The Internal Auditors report directly to the AC, provide the Board with a reasonable assurance of adequacy, efficiency, and effectiveness of the Group's internal control system.

The Engagement Director is Dr So Hsien Ying, a Certified Internal Control Professional (US), Doctor in Business Administration (DBA) (Wales), Master in Business Administration (Finance) (Hull), BSc Economics (Hons) (London), permanent member of the Internal Control Institute (US), Member of Malaysian Alliance of Corporate Directors and Associate and an associate member of the Institute of Internal Auditors Malaysia with more than 29 years of experience in corporate planning, business process improvement, internal control review, internal audit and risk management.

The Board was satisfied that there were continuous efforts made by the Management to address the internal control gaps highlighted by the Internal Auditors, and that the control procedures are in place and adhered to by the Group.

The total cost incurred by Sterling in discharging its roles and responsibilities as the Internal Auditors for FPE2025 amounted to approximately RM41,985.00.

This ARMC Report was approved by the Board on 2 July 2025.

ADDITIONAL COMPLIANCE INFORMATION

1. UTILISATION OF PROCEEDS

The Company undertook its Initial Public Offering (“**IPO**”) exercise in 2022 and was listed on the ACE Market of Bursa Malaysia Securities Berhad on 13 July 2022. Pursuant to the said listing, the Company had successfully raised RM23.68 million from the issuance of 74,000,000 ordinary shares in the Company at an issue price of RM0.32 per share.

As at 31 March 2025, the IPO proceeds had been fully utilised as follows: -

Purpose	Intended timeframe for utilisation upon listing	Proposed utilisation RM’000	Amount utilised as at 31 March 2025 RM’000	Percentage utilised %
Setting up of technology centre and disaster recovery centre	Within 9 months	8,460	8,460	100.00
Enhancement of Network Operation Centre (“**NOC**”)	Within 8 months	4,300	4,300	100.00
Setting up of a Security Operation Centre (“**SOC**”)	Within 18 months	4,700	4,700	100.00
Business expansion	Within 12 months [1]	2,220	2,220	100.00
Estimated listing expenses	Within 3 months	4,000	4,000	100.00
Total		**23,680**	**23,680**	**100.00**

Note:

(1) On 7 June 2023, the Company announced to extend the timeframe for utilisation of IPO proceeds of RM2.22 million allocated for business expansion from 12 July 2023 to 1 March 2024.

2. AUDIT AND NON-AUDIT FEES

During the FPE 2025, the total audit and non-audit fees incurred for the services rendered to the Company and the Group by the External Auditors, firms affiliated to the External Auditors or other auditors are as follows: -

	Group RM	Company RM
Audit fees		
- Auditors of the Company	216,000	90,000
- Member firms of the auditors of the Company	292,000	–
- Other auditors	70,000	–
Non-audit fees	10,000	10,000
Total	**588,000**	**100,000**

3. MATERIAL CONTRACTS

During the FPE2025, there was no material contract entered into by the Company or its subsidiaries involving Directors and major shareholders’ interests still subsisting at the end of the financial period.

ADDITIONAL COMPLIANCE INFORMATION
(CONT'D)

4. MATERIAL CONTRACTS RELATING TO LOANS

During the FPE2025, there was no material contract relating to loans entered into by the Company or its subsidiaries involving Directors and major shareholders.

5. RECURRENT RELATED PARTY TRANSACTIONS

The Company did not seek any mandate from its shareholders pertaining to recurrent related party transactions of revenue or trading nature during the FPE2025.

6. EMPLOYEE SHARE SCHEME

The Company did not establish any employee share scheme and does not have any subsisting employee share scheme during the FPE2025.

7. LIST OF PROPERTIES

The Group did not own any property of which its net book value is 5% or more of the consolidated total assets during the FPE2025.

STATEMENT OF DIRECTORS' RESPONSIBILITIES (IN RESPECT OF THE AUDITED FINANCIAL STATEMENTS)

The Board of Directors ("**Board**") is responsible for ensuring that the financial statements for the Company and its subsidiaries ("**the Group**") and the Company are properly drawn up in accordance with the applicable Approved Accounting Standards in Malaysia, the provisions of the Companies Act 2016 ("**the Act**") and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad so as to give a true and fair view of the financial position of the Group and of the Company as at 31 March 2025 and of the financial performance and cash flows for the financial period ended on that date.

Throughout the preparation of the financial statements for the financial period ended 31 March 2025, the Board has: -

i) Applied appropriate accounting policies consistently;
ii) Made judgments and estimations that were reasonable and prudent; and
iii) Ensured compliance with applicable approved financial reporting standards in Malaysia and the financial statements were prepared on a going concern basis.

The Board is responsible for ensuring that the Group keeps proper and adequate accounting records which disclose the financial position of the Group and of the Company with reasonable accuracy to ensure compliance with the provisions of the Act.

The Board is also responsible for taking reasonable steps to safeguard the assets of the Group and of the Company to prevent and detect fraud and other irregularities.

This statement is prepared pursuant to Paragraph 15.26(a) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

FINANCIAL STATEMENTS

DIRECTORS' REPORT

The directors hereby submit their report and the audited financial statements of the Group and of the Company for the financial period from 1 January 2024 to 31 March 2025.

PRINCIPAL ACTIVITIES

The Company is principally engaged in the business of investment holding. The information on the name, place of incorporation, principal activities, and percentage of issued share capital held by the holding company in each subsidiary company are set out in the "Subsidiaries" section of this report.

There have been no significant changes in the nature of these activities during the financial period.

CHANGE OF FINANCIAL YEAR END

During the current financial period, the Company has changed its financial year end from 31 December to 31 March to streamline the financial and operational processes of the Company and its subsidiaries.

RESULTS

	The Group RM'000	The Company RM'000
Profit after taxation for the financial period	14,255	7,732
Attributable to:-		
Owners of the Company	14,255	7,732

DIVIDENDS

Dividend paid or declared by the Company since 31 December 2023 are as follows:-

	RM'000
In respect of the financial year ended 31 December 2023	
A final single-tier tax exempt dividend of 1.38 sen per ordinary share, paid on 28 June 2024	5,013
In respect of the financial period ended 31 March 2025	
A first interim single-tier tax exempt dividend of 0.79 sen per ordinary share, paid on 28 November 2024	2,870
A second interim single-tier tax exempt dividend of 0.63 sen per ordinary share, paid on 28 March 2025	2,288
	10,171

The directors do not recommend the payment of any further dividends for the financial period.

DIRECTORS' REPORT
(CONT'D)

RESERVES AND PROVISIONS

There were no material transfers to or from reserves or provisions during the financial period other than those disclosed in the financial statements.

ISSUES OF SHARES AND DEBENTURES

During the financial period:-

(a) there were no changes in the issued and paid-up share capital of the Company; and

(b) there were no issues of debentures by the Company.

OPTIONS GRANTED OVER UNISSUED SHARES

During the financial period, no options were granted by the Company to any person to take up any unissued shares in the Company.

BAD AND DOUBTFUL DEBTS

Before the financial statements of the Group and of the Company were made out, the directors took reasonable steps to ascertain that action had been taken in relation to the writing off of bad debts and the making of allowance for impairment losses on receivables and satisfied themselves that there are no known bad debts and that adequate allowance had been made for impairment losses on receivables.

At the date of this report, the directors are not aware of any circumstances that would require the writing off of bad debts, or the additional allowance for impairment losses on receivables in the financial statements of the Group and of the Company.

CURRENT ASSETS

Before the financial statements of the Group and of the Company were made out, the directors took reasonable steps to ensure that any current assets, which were unlikely to be realised in the ordinary course of business, including their value as shown in the accounting records of the Group and of the Company, have been written down to an amount which they might be expected so to realise.

At the date of this report, the directors are not aware of any circumstances which would render the values attributed to the current assets in the financial statements misleading.

VALUATION METHODS

At the date of this report, the directors are not aware of any circumstances which have arisen which render adherence to the existing methods of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.

DIRECTORS' REPORT
(CONT'D)

CONTINGENT AND OTHER LIABILITIES

At the date of this report, there does not exist:-

(a) any charge on the assets of the Group and of the Company that has arisen since the end of the financial period which secures the liabilities of any other person; or

(b) any contingent liability of the Group and of the Company which has arisen since the end of the financial period.

No contingent or other liability of the Group and of the Company has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial period which, in the opinion of the directors, will or may substantially affect the ability of the Group and of the Company to meet their obligations when they fall due.

CHANGE OF CIRCUMSTANCES

At the date of this report, the directors are not aware of any circumstances not otherwise dealt with in this report or the financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading.

ITEMS OF AN UNUSUAL NATURE

The results of the operations of the Group and of the Company during the financial period were not, in the opinion of the directors, substantially affected by any item, transaction or event of a material and unusual nature.

There has not arisen in the interval between the end of the financial period and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the directors, to affect substantially the results of the operations of the Group and of the Company for the financial period in which this report is made.

DIRECTORS

The names of directors of the Company who served during the financial period and up to the date of this report are as follows:-

Choo Wei Chuen
Loo Wai Hong
Too Yit Meng
Tan Mui Ping
Olivia Lim
Alwizah Al-Yafii Binti Ahmad Kamal
Ang Seng Wong

The names of directors of the Company's subsidiaries who served during the financial period and up to the date of this report, not including those directors mentioned above, are as follows:-

Ku Wen Ning, Isabel
Dipen Vijaykumar Shah (Resigned on 31.3.2025)
Ong Beng Teck
Hiroaki Kuniyasu (Appointed on 2.12.2024)
Anupam Kumar Apoorw (Appointed on 1.4.2025)

DIRECTORS' REPORT
(CONT'D)

DIRECTORS' INTERESTS

According to the register of directors' shareholdings, the interests of directors holding office at the end of the financial period in shares of the Company and its related corporations during the financial period are as follows:-

	← Number of Ordinary Shares →			
	At 1.1.2024	Bought	Sold	At 31.3.2025
The Company				
Direct Interests				
Choo Wei Chuen	171,108,906	100,000	(17,000,000)	154,208,906
Loo Wai Hong	54,454,961	150,900	–	54,605,861
Too Yit Meng	14,330,253	100,000	–	14,430,253
Tan Mui Ping	100,000	–	(100,000)	–
Olivia Lim	50,000	–	–	50,000
Alwizah Al-Yafii Binti Ahmad Kamal	75,000	–	(40,000)	35,000

By virtue of his shareholdings in the Company, Choo Wei Chuen is deemed to have interests in shares in its subsidiaries during the financial period to the extent of the Company's interests, in accordance with Section 8 of the Companies Act 2016.

The other director holding office at the end of the financial period had no interest in shares of the Company or its subsidiaries during the financial period.

DIRECTORS' BENEFITS

Since the end of the previous financial year, no director has received or become entitled to receive any benefit (other than directors' remuneration as disclosed in the "Directors' Remuneration" section of this report) by reason of a contract made by the Company or a related corporation with the director or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest except for any benefits which may be deemed to arise from transactions entered into in the ordinary course of business with a director as disclosed in Note 33(b) to the financial statements.

Neither during nor at the end of the financial period was the Group or the Company a party to any arrangements whose object is to enable the directors to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

DIRECTORS' REMUNERATION

The details of the directors' remuneration paid or payable to the directors of the Company during the financial period are as follows:-

	The Group RM'000	The Company RM'000
Fees	288	288
Salaries, bonuses and other benefits	5,122	2,044
Defined contribution benefits	310	239
	5,720	2,571

DIRECTORS' REPORT
(CONT'D)

INDEMNITY AND INSURANCE COSTS

During the financial period, the amount of insurance effected for the directors of the Company was RM3,000,000. No indemnity was given to or insurance effected for the auditors of the Company.

SUBSIDIARIES

The details of the subsidiaries are as follows:-

Name of Subsidiary	Principal Place of Business and Country of Incorporation	Percentage of Issued Share Capital Held by Parent 31.3.2025 %	31.12.2023 %	Principal Activities
Infoline IT Solutions Sdn. Bhd. ("Infoline Solutions")	Malaysia	100	100	Provision of information technology infrastructure and cybersecurity solutions, trading of ancillary hardware, and related services.
Infoline Technology (Shenzhen) Limited ("Infoline Shenzhen") @	The People's Republic of China	100	100	Provision of information technology infrastructure and cybersecurity solutions, trading of ancillary hardware, and related services.
Infoline Tec International Pte. Ltd. ("Infoline SG") ^	Singapore	100	100	Provision of information technology infrastructure and cybersecurity solutions and related services.
Infoline M&E Solutions Sdn. Bhd. ("Infoline M&E")	Malaysia	100	100	Provision of mechanical and electrical (M&E) services.
Inline Technologies Pte. Ltd. ("Inline Tech SG") ^	Singapore	100	100	Provision of information infrastructure equipment sales and services.
Infoline Japan K.K. ("Infoline Japan")	Japan	100	100	Dormant.
Infoline Tec Solutions India Private Limited ("Infoline India") @	India	100	100	Provision of information technology infrastructure and cybersecurity solutions, trading of ancillary hardware, and related services.

Notes:-
@ - These subsidiaries were audited by member firms of Crowe Global of which Crowe Malaysia PLT is a member.
^ - These subsidiaries were audited by other firms of chartered accountants.

The available auditors' reports on the financial statements of the subsidiaries did not contain any qualification.

DIRECTORS' REPORT
(CONT'D)

SIGNIFICANT EVENTS DURING THE FINANCIAL PERIOD

The significant events during the financial period are as follows:-

(a) On 25 April 2024, MIDF Amanah Investment Bank Berhad ("MIDF Investment") had, on behalf of the Board, made an announcement to Bursa Securities for the Company on the Proposed Transfer of Listing from the ACE Market to the Main Market of Bursa Securities ("Proposed Transfer"), and had subsequently submitted an application for the Proposed Transfer to the Securities Commission Malaysia ("SC") on 24 June 2024.

(b) The SC had, vide its letter dated 15 October 2024, which was received by MIDF Investment on 16 October 2024, approved the Proposed Transfer under Section 214(1) of the Capital Markets and Services Act 2007 and under the Bumiputera equity requirement for public listed companies pursuant to the Proposed Transfer.

(c) Further, in compliance with Paragraph 2A.2 under Practice Note 22 of the Main Market Listing Requirements of Bursa Securities, additional information on the Company has been announced on Bursa Securities upon the receipt of the approval letter from the SC for the Proposed Transfer on 16 October 2024.

(d) On 25 October 2024, MIDF Investment had on behalf of the Company, submitted an application for the Proposed Transfer to Bursa Securities.

(e) On 22 November 2024, the listing of and quotation for the entire issued share capital of the Company has been transferred from the ACE Market to the Main Market of Bursa Securities, marking the completion of the Transfer.

SIGNIFICANT EVENT OCCURRING AFTER THE REPORTING PERIOD

On 8 April 2025, the Board of Directors of the Company had approved the change of financial year end of the Company from 31 December to 31 March to streamline the financial and operational processes of the Company and its subsidiaries. Consequently, the current financial statements are for a period of 15 months from 1 January 2024 to 31 March 2025.

AUDITORS

The auditors, Crowe Malaysia PLT, have expressed their willingness to continue in office.

The details of the auditors' remuneration for the financial period are as follows:-

	The Group RM'000	The Company RM'000
Audit fees	578	112
Non-audit fees	10	10
	588	122

Signed on behalf of the Board in accordance with a resolution of the directors dated 2 July 2025.

Loo Wai Hong

Choo Wei Chuen

STATEMENT BY DIRECTORS
PURSUANT TO SECTION 251(2) OF THE COMPANIES ACT 2016

We, Loo Wai Hong and Choo Wei Chuen, being two of the directors of Infoline Tec Group Berhad, state that, in the opinion of the directors, the financial statements set out on pages 95 to 149 are drawn up in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as of 31 March 2025 and of their financial performance and cash flows for the financial period ended on that date.

Signed in accordance with a resolution of the directors dated 2 July 2025.

Loo Wai Hong **Choo Wei Chuen**

STATUTORY DECLARATION
PURSUANT TO SECTION 251(1)(b) OF THE COMPANIES ACT 2016

I, Foong Chong Thong, MIA Membership Number: 24158, being the officer primarily responsible for the financial management of Infoline Tec Group Berhad, do solemnly and sincerely declare that the financial statements set out on pages 95 to 149 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the declaration to be true, and by virtue of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by the abovementioned
Foong Chong Thong
at Kuala Lumpur
in the Federal Territory
on this 2 July 2025

Foong Chong Thong

Before me

Shaiful Hilmi Bin Halim (W-804)
Commissioner for Oaths

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF INFOLINE TEC GROUP BERHAD
(Incorporated in Malaysia)
Registration No: 202101032489 (1432789 - M)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of Infoline Tec Group Berhad, which comprise the statements of financial position as at 31 March 2025 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial period then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 95 to 149.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 March 2025, and of their financial performance and their cash flows for the financial period then ended in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence and Other Ethical Responsibilities

We are independent of the Group and of the Company in accordance with the *By-Laws (on Professional Ethics, Conduct and Practice)* of the Malaysian Institute of Accountants ("By-Laws") and the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the Group and of the Company for the current financial period. These matters were addressed in the context of our audit of the financial statements of the Group and of the Company as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report.

Impairment assessment on goodwill arose from the acquisition Refer to Note 10 to the financial statements	
Key Audit Matter	**How our audit addressed the key audit matter**
Goodwill as at 31 March 2025 amounted to RM3.4 million. This is an area of focus given the inherent subjectivity of annual impairment testing required. The management is required to conduct annual impairment assessment on the goodwill. For this purpose, the management has estimated the recoverable amount using the value-in-use approach. This is derived from the present value of the future cash flows from the business acquired. This assessment is significant to our audit as it is highly subjective, involves significant judgement and is based on assumptions that may be affected by future market and economic conditions. Further details are disclosed in Note 10 to the financial statements.	Our audit procedures, among others, included the following:- ▪ Discussed with the management to gain a full understanding of their impairment assessment; ▪ Assessed the appropriateness of the methodology adopted and the reasonableness of the discount rate used by the management; ▪ Reviewed the reasonableness of the key assumptions used and judgement made in determining the recoverable amount; ▪ Performed sensitivity analysis and assessed the impact of changes in key assumptions to the recoverable amount; and ▪ Reviewed the adequacy of disclosure of goodwill in the financial statements.

INDEPENDENT AUDITORS' REPORT (CONT'D)

Key Audit Matters (Cont'd)

Revenue Recognition Refer to Note 24 to the financial statements	
Key Audit Matter	**How our audit addressed the key audit matter**
Revenue is a key audit matter because the amount of revenue is significant to the financial statements of the Group as a whole and the magnitude of the transactions. Furthermore, ISA 240 presumed that we consider the risk of fraud arising in revenue recognition. Whilst revenue recognition and measurement is not complex for the Group, revenue targets form part of the Group's key performance measures which could create an incentive to overstate the revenue recognition. For the financial period ended 31 March 2025, the Group recorded revenue of approximately RM114.5 million. The Group's revenue is derived from the provision of information technology infrastructure and cybersecurity, trading of ancillary hardware and related services. The timing of revenue recognised for each type of revenue is dependent on the nature and the different contractual terms as set out in the agreements with the respective customers.	Our audit procedures, among others, included the following:- ▪ Ascertained compliance with MFRS 15 - Revenue from Contracts with Customers; ▪ Assessed the effectiveness of internal controls by performing walkthrough test and substantive test; ▪ Performed analytical procedures on the trend of revenue recognised to identify any unusual fluctuations; ▪ Performed test of details on the occurrence and accuracy of the revenue transactions by verifying to the contracts, invoices and relevant supporting documents against the documents acknowledged by customers to support the delivery of goods and/or work order performed by the Group; ▪ Performed cut-off test on sampling basis around the financial period end to check whether revenue is recognised in the correct accounting period; and ▪ Assessed the risk of management override of controls mainly through the review of journal entries testing.

INDEPENDENT AUDITORS' REPORT
(CONT'D)

Key Audit Matters (Cont'd)

<table>
<tr><td colspan="2">Impairment of Trade Receivables
Refer to Notes 13 and 35.1(b)(iii) to the financial statements</td></tr>
<tr><td>Key Audit Matter</td><td>How our audit addressed the key audit matter</td></tr>
<tr><td>As at 31 March 2025, trade receivables that were past due and not impaired amounted to approximately RM16.3 million. The details of trade receivables and its credit risk are disclosed in Notes 13 and 35.1(b)(iii) to the financial statements.

The management applied assumptions in assessing the level of allowance for impairment losses on trade receivables based on the following:-

• customers' payment profiles of past sales and corresponding historical credit losses;
• specific known facts or circumstances on customers' ability to pay; or
• by reference to past default experience.

The impairment assessment involves significant judgements and there is inherent uncertainty in the assumptions applied by the management to determine the level of allowance. Hence, we determined this to be a key audit matter.</td><td>Our procedures included, amongst others:-

▪ Obtained an understanding of:-
  ▪ the Group's control over the trade receivables collection process;
  ▪ how the Group identifies and assesses the impairment of trade receivables; and
  ▪ how the Group makes the accounting estimates for impairment.

▪ Reviewed the ageing analysis of trade receivables and testing the reliability thereof;

▪ Reviewed subsequent cash collections for major trade receivables and overdue amounts;

▪ Made inquiries of management regarding the action plans to recover overdue amounts;

▪ Compared and challenged management's view on the recoverability of overdue amounts to historical patterns of collection;

▪ Examined other evidence including customer correspondences, proposed or existing settlement plans, repayment schedules; and

▪ Evaluated the reasonableness and adequacy of the allowance for impairment loss recognised.</td></tr>
</table>

Information Other than the Financial Statements and Auditors' Report Thereon

The directors of the Company are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements of the Group and of the Company and our auditors' report thereon.

Our opinion on the financial statements of the Group and of the Company does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements of the Group and of the Company, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements of the Group and of the Company or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact. We have nothing to report in this regard.

INDEPENDENT AUDITORS' REPORT (CONT'D)

Responsibilities of the Directors for the Financial Statements

The directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia. The directors are also responsible for such internal control as the directors determine is necessary to enable the preparation of financial statements of the Group and of the Company that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements of the Group and of the Company, the directors are responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements of the Group and of the Company as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with approved standards on auditing in Malaysia and International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:-

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's or the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

INDEPENDENT AUDITORS' REPORT
(CONT'D)

Auditors' Responsibilities for the Audit of the Financial Statements (Cont'd)

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the Group and of the Company for the current financial period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that the subsidiaries of which we have not acted as auditors, is disclosed in Note 6 to the financial statements.

OTHER MATTERS

This report is made solely to the members of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

Crowe Malaysia PLT
201906000005 (LLP0018817-LCA) & AF 1018
Chartered Accountants

Kaw Hoong Siang
03379/06/2026 J
Chartered Accountant

Kuala Lumpur

2 July 2025

STATEMENTS OF FINANCIAL POSITION
AS AT 31 MARCH 2025

		The Group		The Company	
	Note	31.3.2025 RM'000	31.12.2023 RM'000	31.3.2025 RM'000	31.12.2023 RM'000
ASSETS					
NON-CURRENT ASSETS					
Investments in subsidiaries	6	–	–	22,349	22,349
Property, plant and equipment	7	12,290	14,547	–	–
Right-of-use assets	8	545	781	–	–
Deferred tax assets	9	2,102	449	–	–
Goodwill	10	3,448	3,448	–	–
		18,385	19,225	22,349	22,349
CURRENT ASSETS					
Inventories	11	2,849	788	–	–
Contract cost assets	12	14,081	7,165	–	–
Trade receivables	13	16,329	29,115	–	–
Other receivables, deposits and prepayments	14	3,746	2,739	33	97
Amount owing by subsidiaries	15	–	–	12,982	16,462
Current tax assets		2,682	30	363	–
Short-term investments	16	17,350	10,780	4,481	4,349
Cash and bank balances		14,115	8,445	798	330
		71,152	59,062	18,657	21,238
TOTAL ASSETS		89,537	78,287	41,006	43,587

The annexed notes form an integral part of these financial statements.

STATEMENTS OF FINANCIAL POSITION AS AT 31 MARCH 2025
(CONT'D)

		The Group		The Company	
	Note	31.3.2025 RM'000	31.12.2023 RM'000	31.3.2025 RM'000	31.12.2023 RM'000
EQUITY AND LIABILITIES					
EQUITY					
Share capital	17	36,935	36,935	36,935	36,935
Reserves	18	(12,020)	(11,490)	–	–
Retained profits		35,843	31,967	597	3,036
TOTAL EQUITY		60,758	57,412	37,532	39,971
NON-CURRENT LIABILITIES					
Contract liabilities	19	3,412	1,836	–	–
Lease liabilities	20	173	388	–	–
Term loan	21	–	119	–	–
Other payables and accruals	22	1,448	2,512	1,448	2,512
Deferred tax liabilities	9	29	23	–	–
		5,062	4,878	1,448	2,512
CURRENT LIABILITIES					
Trade payables	23	7,884	6,343	–	–
Other payables and accruals	22	3,896	3,070	2,026	945
Contract liabilities	19	11,194	5,215	–	–
Lease liabilities	20	392	408	–	–
Term loan	21	–	107	–	–
Current tax liabilities		351	854	–	159
		23,717	15,997	2,026	1,104
TOTAL LIABILITIES		28,779	20,875	3,474	3,616
TOTAL EQUITY AND LIABILITIES		89,537	78,287	41,006	43,587

The annexed notes form an integral part of these financial statements.

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025

		The Group		The Company	
	Note	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
REVENUE	24	114,522	71,929	14,320	8,754
COST OF SALES		(63,212)	(34,190)	–	–
GROSS PROFIT		51,310	37,739	14,320	8,754
OTHER INCOME		456	1,169	161	319
		51,766	38,908	14,481	9,073
ADMINISTRATIVE EXPENSES		(25,430)	(12,331)	(6,164)	(3,513)
OTHER EXPENSES		(5,403)	(3,559)	(50)	(113)
FINANCE COSTS		(814)	(38)	(761)	–
NET (ALLOWANCE FOR)/REVERSAL OF IMPAIRMENT LOSSES ON FINANCIAL ASSETS	25	(450)	1,898	–	–
PROFIT BEFORE TAXATION	26	19,669	24,878	7,506	5,447
INCOME TAX EXPENSE	27	(5,414)	(6,533)	226	(259)
PROFIT AFTER TAXATION		14,255	18,345	7,732	5,188
<u>Item that Will be Reclassified Subsequently to Profit or Loss</u>					
Foreign currency translation differences		(738)	223	–	–
TOTAL COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD/YEAR		13,517	18,568	7,732	5,188
PROFIT AFTER TAXATION ATTRIBUTABLE TO:-					
Owners of the Company		14,255	18,345	7,732	5,188
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:-					
Owners of the Company		13,517	18,568	7,732	5,188
EARNINGS PER SHARE (SEN):-					
Basic	28	3.92	5.05		
Diluted		3.92	5.05		

The annexed notes form an integral part of these financial statements.

STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025

		←------ Non-Distributable			------→	Distributable	
The Group	**Note**	**Share Capital RM'000**	**Merger Deficit RM'000**	**Foreign Exchange Translation Reserve RM'000**	**Statutory Reserve RM'000**	**Retained Profits RM'000**	**Total RM'000**
Balance at 1.1.2023		36,935	(11,972)	105	154	25,064	50,286
Profit after taxation for the financial year		–	–	–	–	18,345	18,345
Other comprehensive income for the financial year: - Foreign currency translations differences		–	–	223	–	–	223
Total comprehensive income for the financial year		–	–	223	–	18,345	18,568
Distributions to owners of the Company: - Dividends	29	–	–	–	–	(11,442)	(11,442)
Balance at 31.12.2023/1.1.2024		36,935	(11,972)	328	154	31,967	57,412
Profit after taxation for the financial period		–	–	–	–	14,255	14,255
Other comprehensive income for the financial period: - Foreign currency translations differences		–	–	(738)	–	–	(738)
Total comprehensive income for the financial period		–	–	(738)	–	14,255	13,517
Transfer to statutory reserve		–	–	–	208	(208)	–
Distributions to owners of the Company: - Dividends	29	–	–	–	–	(10,171)	(10,171)
Balance at 31.3.2025		36,935	(11,972)	(410)	362	35,843	60,758

The annexed notes form an integral part of these financial statements.

STATEMENTS OF CHANGES IN EQUITY FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

The Company	Note	Share Capital RM'000	Retained Profits RM'000	Total Equity RM'000
Balance at 1.1.2023		36,935	9,290	46,225
Profit after taxation/Total comprehensive income for the financial year		–	5,188	5,188
Distributions to owners of the Company:				
- Dividends	29	–	(11,442)	(11,442)
Balance at 31.12.2023/1.1.2024		36,935	3,036	39,971
Profit after taxation/Total comprehensive income for the financial period		–	7,732	7,732
Distributions to owners of the Company:				
- Dividends	29	–	(10,171)	(10,171)
Balance at 31.3.2025		36,935	597	37,532

The annexed notes form an integral part of these financial statements.

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025

	The Group		The Company	
	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before taxation	19,669	24,878	7,506	5,447
Adjustments for:-				
Allowance for/(Writeback of) impairment losses on:				
- inventories	241	115	–	–
- trade receivables	450	(1,898)	–	–
Depreciation of property, plant and equipment	4,362	2,864	–	–
Depreciation of right-of-use assets	524	337	–	–
Fair value loss on contingent consideration	54	–	54	–
Interest expense:				
- term loan	3	2	–	–
- lease liabilities	51	36	–	–
- contingent consideration	764	–	764	–
Unrealised loss/(gain) on foreign exchange	11	(90)	5	(101)
Fair value gain on short-term investments	(69)	(5)	(20)	#
Gain on modification of lease	(1)	(4)	–	–
Interest income	(425)	(343)	(142)	(217)
Operating profit before working capital changes	25,634	25,892	8,167	5,129
Increase in inventories	(2,302)	(11)	–	–
Decrease/(Increase) in trade and other receivables	11,327	(11,558)	65	83
Increase/(Decrease) in trade and other payables	485	(4,174)	(801)	201
Decrease in amount owing by subsidiaries	–	–	3,480	2,171
Increase in contract cost assets	(6,916)	(2,592)	–	–
Increase in contract liabilities	7,555	1,206	–	–
CASH FLOWS FROM OPERATIONS	35,783	8,763	10,911	7,584
Income tax paid	(10,216)	(7,022)	(297)	(105)
Income tax refunded	–	45	–	–
NET CASH FROM OPERATING ACTIVITIES	25,567	1,786	10,614	7,479

Note:-
 # - Amount less than RM1,000

The annexed notes form an integral part of these financial statements.

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025
(CONT'D)

	Note	The Group 1.1.2024 to 31.3.2025 RM'000	The Group 1.1.2023 to 31.12.2023 RM'000	The Company 1.1.2024 to 31.3.2025 RM'000	The Company 1.1.2023 to 31.12.2023 RM'000
CASH FLOWS (FOR)/FROM INVESTING ACTIVITIES					
Acquisition of a subsidiary, net of cash and cash equivalent acquired	30(a)	–	(448)	–	(2,282)
Addition of short-term investments		69	4	20	–
Investments in subsidiaries:					
- an existing subsidiary	6(a)	–	–	–	(1,697)
- incorporate new subsidiaries	6(b)	–	–	–	(710)
Interest received		425	343	142	217
Purchase of property, plant and equipment	31(a)	(2,133)	(8,809)	–	–
NET CASH (FOR)/FROM INVESTING ACTIVITIES		(1,639)	(8,910)	162	(4,472)
CASH FLOWS FOR FINANCING ACTIVITIES					
Dividends paid	29	(10,171)	(11,442)	(10,171)	(11,442)
Interest paid	31(b)	(54)	(38)	–	–
Repayment of lease liabilities	31(b)	(533)	(351)	–	–
Repayment of term loan	31(b)	(226)	(34)	–	–
NET CASH FOR FINANCING ACTIVITIES		(10,984)	(11,865)	(10,171)	(11,442)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		12,944	(18,989)	605	(8,435)
EFFECTS OF FOREIGN EXCHANGE TRANSLATION		(704)	330	(5)	101
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL PERIOD/YEAR		19,225	37,884	4,679	13,013
CASH AND CASH EQUIVALENTS AT THE END OF THE FINANCIAL PERIOD/YEAR	31(d)	31,465	19,225	5,279	4,679

The annexed notes form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025

1. GENERAL INFORMATION

The Company is a public limited liability company, incorporated and domiciled in Malaysia. The registered office and principal place of business are as follows:-

Registered office	:	Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan.
Principal place of business	:	No. 53-3, Jalan PJU 5/20E, Pusat Perdagangan Kota Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan.

These financial statements comprise both separate and consolidated financial statements. The financial statements of the Company are separate financial statements, while the financial statements of the Group are consolidated financial statements that include those of the Company and its subsidiaries as of the end of the reporting period. The Company and its subsidiaries are collectively referred to as “the Group”.

The financial statements of the Group and of the Company are presented in Ringgit Malaysia (“RM”), which is the Company’s functional and presentation currency and has been rounded to the nearest thousand, unless otherwise stated.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors dated 2 July 2025.

2. PRINCIPAL ACTIVITIES

The Company is principally engaged in the business of investment holding. The principal activities of the subsidiaries are set out in Note 6 to the financial statements. There have been no significant changes in the nature of these activities during the financial period.

3. CHANGE OF FINANCIAL YEAR END

During the current financial period, the Company has changed its financial year end from 31 December to 31 March to streamline the financial and operational processes of the Company and its subsidiaries.

4. BASIS OF PREPARATION

The financial statements of the Group and of the Company are prepared under the historical cost convention and modified to include other bases of valuation as disclosed in other sections under material accounting policies information, and in compliance with Malaysian Financial Reporting Standards (“MFRSs”), IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

4.1 During the current financial period, the Group and the Company have adopted the following new accounting standards and/or interpretations (including the consequential amendments, if any):-

MFRSs and/or IC Interpretations (Including The Consequential Amendments)
Amendments to MFRS 16: Lease Liability in a Sale and Leaseback
Amendments to MFRS 101: Classification of Liabilities as Current or Non-current
Amendments to MFRS 101: Non-current Liabilities with Covenants
Amendments to MFRS 107 and MFRS 7: Supplier Finance Arrangements

The adoption of the above accounting standards and/or interpretations (including the consequential amendments, if any) did not have any material impact on the financial statements of the Group and of the Company.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

4. BASIS OF PREPARATION (CONT'D)

4.2 The Group and the Company have not applied in advance the following accounting standards and/or interpretations (including the consequential amendments, if any) that have been issued by the Malaysian Accounting Standards Board (MASB) but are not yet effective for the current financial period:-

MFRSs and/or IC Interpretations (Including The Consequential Amendments)	Effective Date
MFRS 18 Presentation and Disclosure in Financial Statements	1 January 2027
MFRS 19 Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 9 and MFRS 7: Amendments to the Classification and Measurement of Financial Instruments	1 January 2026
Amendments to MFRS 9 and MFRS 7: Contracts Referencing Nature-dependent Electricity	1 January 2026
Amendments to MFRS 10 and MFRS 128: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred
Amendments to MFRS 121: Lack of Exchangeability	1 January 2025
Annual Improvements to MFRS Accounting Standards - Volume 11	1 January 2026

The adoption of the above accounting standards and/or interpretations (including the consequential amendments, if any) is expected to have no material impact on the financial statements of the Group and of the Company upon their initial application except as follows:-

<u>MFRS 18 Presentation and Disclosure of Financial Statements</u>

MFRS 18 'Presentation and Disclosure in Financial Statements' will replace MFRS 101 'Presentation of Financial Statements' upon its adoption. This new standard aims to enhance the transparency and comparability of financial information by introducing new disclosure requirements. Specifically, it requires that income and expense be classified into 3 defined categories: "operating", "investing" and "financing" and introduces 2 new subtotals: "operating profit or loss" and "profit or loss before financing and income tax". In addition, MFRS 18 requires the disclosure of management-defined performance measures and sets out principles for the aggregation and disaggregation of information, which will apply to all primary financial statements and the accompanying notes. The statements of financial position and the statements of cash flows will also be affected. The potential impact of the new standard on the financial statements of the Group and the Company has yet to be assessed.

5. MATERIAL ACCOUNTING POLICY INFORMATION

5.1 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Key Sources of Estimation Uncertainty

Management believes that there are no key assumptions made concerning the future, and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year other than as disclosed below:-

(a) Depreciation of Property, Plant and Equipment

The estimates for the residual values, useful lives and related depreciation charges for the property, plant and equipment are based on commercial factors which could change significantly as a result of technical innovations and competitors' actions in response to the market conditions. The Group anticipate that the residual values of its property, plant and equipment will be insignificant. As a result, residual values are not being taken into consideration for the computation of the depreciable amount. Changes in the expected level of usage and technological development could impact the economic useful lives and the residual values of these assets, therefore future depreciation charges could be revised. The carrying amount of property, plant and equipment as at the reporting date is disclosed in Note 7 to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

5. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

5.1 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (CONT'D)

Key Sources of Estimation Uncertainty (Cont'd)

Management believes that there are no key assumptions made concerning the future, and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year other than as disclosed below (Cont'd):-

(b) Impairment of Goodwill

The assessment of whether goodwill is impaired requires an estimation of the value in use of the cash-generating unit to which the goodwill is allocated. Estimating a value in use amount requires management to make an estimate of the expected future cash flows from the cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The carrying amount of goodwill as at the reporting date is disclosed in Note 10 to the financial statements.

(c) Impairment of Property, Plant and Equipment

The Group determines whether an item of its property, plant and equipment is impaired by evaluating the extent to which the recoverable amount of the asset is less than its carrying amount. This evaluation is subject to changes such as market performance, economic and political situation of the country. A variety of methods is used to determine the recoverable amount, such as valuation reports and discounted cash flows. The carrying amount of property, plant and equipment as at the reporting date is disclosed in Note 7 to the financial statements.

(d) Write-down of Inventories

Reviews are made periodically by management on damaged, obsolete and slow-moving inventories. These reviews require judgement and estimates. Possible changes in these estimates could result in revisions to the valuation of inventories. The carrying amount of inventories as at the reporting date is disclosed in Note 11 to the financial statements.

(e) Impairment of Trade Receivables

The Group uses the simplified approach to estimate a lifetime expected credit loss allowance for all trade receivables. The Group develops the expected loss rates based on the payment profiles of past sales and the corresponding historical credit losses, and adjusts for qualitative and quantitative reasonable and supportable forward-looking information. If the expectation is different from the estimation, such difference will impact the carrying values of trade receivables. The carrying amount of trade receivables as at the reporting date are disclosed in Note 13 to the financial statements.

(f) Impairment of Non-Trade Receivables

The loss allowances for non-trade financial assets are based on assumptions about risk of default (probability of default) and expected loss if a default happens (loss given default). It also requires the Group to assess whether there is a significant increase in credit risk of the non-trade financial asset at the reporting date. The Group uses judgement in making these assumptions and selecting appropriate inputs to the impairment calculation, based on the past payment trends, existing market conditions as well as forward-looking information. The carrying amount of other receivables as at the reporting date is disclosed in Note 14 to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

5. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

5.1 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (CONT'D)

Critical Judgements Made in Applying Accounting Policies

Management believes that there are no instances of application of critical judgement in applying the Group's accounting policies which will have a significant effect on the amounts recognised in the financial statements other than as disclosed below:-

(a) Lease Terms

Some leases contain extension options exercisable by the Group before the end of the non-cancellable contract period. In determining the lease term, management considers all facts and circumstances including the past practice and any cost that will be incurred to change the asset if an option to extend is not taken. An extension option is only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

5.2 FINANCIAL INSTRUMENTS

(a) Financial Assets

Financial Assets Through Profit or Loss

The financial assets are initially measured at fair value. Subsequent to the initial recognition, the financial assets are remeasured to their fair values at the reporting date with fair value changes recognised in profit or loss. The fair value changes do not include interest and dividend income.

Financial Assets at Amortised Cost

The financial assets are initially measured at fair value plus transaction costs except for trade receivables without significant financing component which are measured at transaction price only. Subsequent to the initial recognition, all financial assets are measured at amortised cost less any impairment losses.

(b) Financial Liability

Financial Liability at Amortised Cost

The financial liability is initially measured at fair value less transaction costs. Subsequent to the initial recognition, the financial liability is measured at amortised cost.

(c) Equity

Ordinary Shares

Ordinary shares are recorded on initial recognition at the proceeds received less directly attributable transaction costs incurred. The ordinary shares are not remeasured subsequently.

5.3 GOODWILL

Goodwill is initially measured at cost. Subsequent to the initial recognition, the goodwill is measured at cost less accumulated impairment losses, if any. A bargain purchase gain is recognised in profit or loss immediately.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

5. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

5.4 INVESTMENTS IN SUBSIDIARIES

Investments in subsidiaries which are eliminated on consolidation, are stated in the separate financial statements of the Company at cost less impairment losses, if any.

5.5 PROPERTY, PLANT AND EQUIPMENT

All items of property, plant and equipment are initially measured at cost.

Subsequent to initial recognition, all property, plant and equipment is stated at cost less accumulated depreciation and any accumulated impairment losses.

Depreciation on property, plant and equipment is calculated using the straight-line method to allocate their depreciable amounts over the estimated useful lives. The principal annual depreciation rates are:-

Computers	20%
Office equipment	20%
Infrastructure equipment	20% - 33%
Renovation	10%
Motor vehicles	20%

Capital work-in progress represents infrastructure equipment under installation. They are not depreciated until such time when the asset is available to use.

5.6 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

(a) Short-term Leases and Leases of Low-value Assets

The Group applies the "short-term lease" and "lease of low-value assets" recognition exemption. For these leases, the Group recognises the lease payments as an operating expense on a straight-line method over the term of the lease unless another systematic basis is more appropriate.

(b) Right-of-use Assets

Right-of-use assets are initially measured at cost. Subsequent to the initial recognition, the right-of-use assets are stated at cost less accumulated depreciation and any accumulated impairment losses, and adjusted for any remeasurement of lease liabilities.

The right-of-use assets are depreciated using the straight-line method from the commencement date to the earlier of the end of the estimated useful lives of the right-of-use assets or the end of the lease term.

(c) Lease Liabilities

Lease liabilities are initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the entities' incremental borrowing rate. Subsequent to the initial recognition, the lease liabilities are measured at amortised cost and adjusted for any lease reassessment or modifications.

5.7 INVENTORIES

Inventories are stated at the lower of cost and net realisable value. Cost is determined on the first-in, first-out method and comprises the purchase price and incidentals incurred in bringing the inventories to their present location and condition.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

6. INVESTMENTS IN SUBSIDIARIES

	The Company 31.3.2025 RM'000	The Company 31.12.2023 RM'000
At 1 January	22,349	14,462
Subscription of shares:		
- an existing subsidiary	–	1,697
- incorporate new subsidiaries	–	710
Acquisition of subsidiaries	–	5,480
At 31 March/31 December	22,349	22,349

The details of the subsidiaries are as follows:-

Name of Subsidiary	Principal Place of Business and Country of Incorporation	Percentage of Issued Share Capital Held by Parent 31.3.2025 %	Percentage of Issued Share Capital Held by Parent 31.12.2023 %	Principal Activities
Infoline IT Solutions Sdn. Bhd. ("Infoline Solutions")	Malaysia	100	100	Provision of information technology infrastructure and cybersecurity solutions, trading of ancillary hardware, and related services.
Infoline Technology (Shenzhen) Limited ("Infoline Shenzhen") @	The People's Republic of China	100	100	Provision of information technology infrastructure and cybersecurity solutions, trading of ancillary hardware, and related services.
Infoline Tec International Pte. Ltd. ("Infoline SG") ^	Singapore	100	100	Provision of information technology infrastructure and cybersecurity solutions and related services.
Infoline M&E Solutions Sdn. Bhd.	Malaysia	100	100	Provision of mechanical and electrical (M&E) services.
Inline Technologies Pte. Ltd. ("Inline Tech SG") ^	Singapore	100	100	Provision of information infrastructure equipment sales and services.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

6. INVESTMENTS IN SUBSIDIARIES (CONT'D)

The details of the subsidiaries are as follows (Cont'd):-

Name of Subsidiary	Principal Place of Business and Country of Incorporation	Percentage of Issued Share Capital Held by Parent 31.3.2025 %	31.12.2023 %	Principal Activities
Infoline Japan K.K. ("Infoline Japan")	Japan	100	100	Dormant.
Infoline Tec Solutions India Private Limited ("Infoline India") @	India	100	100	Provision of information technology infrastructure and cybersecurity solutions, trading of ancillary hardware, and related services.

Notes:-
@ - *These subsidiaries were audited by member firms of Crowe Global of which Crowe Malaysia PLT is a member.*
^ - *These subsidiaries were audited by other firms of chartered accountants.*

In the previous financial year, the Company:-

(a) Subscribed for shares in an existing subsidiary:-
    (i) Infoline SG

(b) Incorporated and subscribed for shares in subsidiaries:-
    (i) Infoline Japan
    (ii) Infoline India
    (iii) Infoline M&E

(c) Acquired a subsidiary:-
    (i) Inline Tech SG

The details of the acquisition of a subsidiary is disclosed in Note 30 to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

7. PROPERTY, PLANT AND EQUIPMENT

The Group	At 1.1.2024 RM'000	Additions (Note 31(a)) RM'000	Reclassification RM'000	Depreciation Charges (Note 26) RM'000	Foreign Exchange Differences RM'000	At 31.3.2025 RM'000
31.3.2025						
Carrying Amount						
Computers	286	210	–	(115)	(3)	378
Office equipment	39	34	288	(19)	(1)	341
Infrastructure equipment	8,296	718	2,247	(3,718)	(4)	7,539
Renovation	3,146	785	–	(490)	(20)	3,421
Motor vehicles	75	–	–	(20)	–	55
Capital work-in progress	2,705	386	(2,535)	–	–	556
	14,547	2,133	–	(4,362)	(28)	12,290

The Group	At 1.1.2023 RM'000	Additions (Note 31(a)) RM'000	Transfer to Inventories Due to Change In Use RM'000	Depreciation Charges (Note 26) RM'000	Acquisition of A Subsidiary (Note 30) RM'000	Foreign Exchange Differences RM'000	At 31.12.2023 RM'000
31.12.2023							
Carrying Amount							
Computers	110	195	–	(54)	34	1	286
Office equipment	24	27	–	(12)	–	–	39
Infrastructure equipment	6,854	4,484	(534)	(2,508)	–	–	8,296
Renovation	2,103	1,318	–	(285)	–	10	3,146
Motor vehicles	–	80	–	(5)	–	–	75
Capital work-in progress	–	2,705	–	–	–	–	2,705
	9,091	8,809	(534)	(2,864)	34	11	14,547

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

7. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

The Group	At Cost RM'000	Accumulated Depreciation RM'000	Carrying Amount RM'000
31.3.2025			
Computers	636	(258)	378
Office equipment	407	(66)	341
Infrastructure equipment	13,915	(6,376)	7,539
Renovation	4,262	(841)	3,421
Motor vehicles	81	(26)	55
Capital work-in progress	556	–	556
	19,857	(7,567)	12,290
31.12.2023			
Computers	429	(143)	286
Office equipment	86	(47)	39
Infrastructure equipment	10,955	(2,659)	8,296
Renovation	3,497	(351)	3,146
Motor vehicles	80	(5)	75
Capital work-in progress	2,705	–	2,705
	17,752	(3,205)	14,547

8. RIGHT-OF-USE ASSETS

The Group	At 1.1.2024 RM'000	Additions (Note 31(a)) RM'000	Depreciation Charges (Note 26) RM'000	Modification Of Lease (Note 20) RM'000	Foreign Exchange Differences RM'000	At 31.3.2025 RM'000
31.3.2025						
Carrying Amount						
Office buildings	781	76	(524)	224	(12)	545

The Group	At 1.1.2023 RM'000	Additions (Note 31(a)) RM'000	Depreciation Charges (Note 26) RM'000	Modification Of Lease Liabilities (Note 20) RM'000	Foreign Exchange Differences RM'000	At 31.12.2023 RM'000
31.12.2023						
Carrying Amount						
Office buildings	308	707	(337)	95	8	781

The Group has leased 8 (31.12.2023 - 8) office buildings that run 2 to 3 years (31.12.2023 - 2 years), with an option to renew the lease for a term of 1 year after that date.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

9. DEFERRED TAX ASSETS/(LIABILITIES)

	The Group	
	31.3.2025 RM'000	31.12.2023 RM'000
At 1 January	426	803
Recognised in profit or loss (Note 27)	1,647	(377)
At 31 March/31 December	2,073	426
Presented after appropriate offsetting as follows:-		
Deferred tax assets	2,102	449
Deferred tax liabilities	(29)	(23)
	2,073	426

The deferred tax assets/(liabilities) recognised at the end of the reporting periods before appropriate off setting are as follows:-

	The Group	
	31.3.2025 RM'000	31.12.2023 RM'000
Deferred Tax Assets:-		
Contract liabilities	2,200	1,376
Provisions	357	96
	2,557	1,472
Deferred Tax Liabilities:-		
Property, plant and equipment	(99)	(901)
Others	(385)	(145)
	(484)	(1,046)
	2,073	426

At the end of the reporting period, the amounts of deferred tax assets not recognised (stated at gross) due to uncertainty of their realisation are as follows:-

	The Group		The Company	
	31.3.2025 RM'000	31.12.2023 RM'000	31.3.2025 RM'000	31.12.2023 RM'000
Unused tax losses:				
- expiring within 6 to 10 years	3,010	34	2,132	–
Unabsorbed capital allowances	28	5	–	–
	3,038	39	2,132	–

Based on current legislation, the unused tax losses up to the year of assessment 2018 can be carried forward until the year of assessment 2028 and the unused tax losses for 2019 onwards are allowed to be utilised for 10 consecutive years of assessment immediately following that year of assessment; whereas, the unabsorbed capital allowances are allowed to be carried forward indefinitely.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

10. GOODWILL

	The Group	
	31.3.2025 RM'000	31.12.2023 RM'000
At 1 January	3,448	–
Acquisition of a subsidiary (Note 30(d))	–	3,448
At 31 March/31 December	3,448	3,448

The Group has assessed the recoverable amount of goodwill and determined that no impairment is required. The recoverable amount is determined using the value-in-use approach, and this is derived from the present value of the future cash flows from the cash-generating unit based on the projections of financial budgets approved by the management covering a period of 5 years. The key assumptions used in the determination of the recoverable amount are as follows:-

		%	Basis
(i)	Budgeted gross margins	40	Based on average gross margin of 40% (31.12.2023 - 43%) achieved in the financial period immediately before the budgeted period increased for expected efficiency improvements and cost saving measures.
(ii)	Sales and cost of sales growth rate	10	Based on the expected projection of the cash-generating unit.
(iii)	Discount rate (pre-tax)	12	Reflects specific risks relating to the cash-generating unit.

The values assigned to the key assumptions represent management's assessment of future projections in the cash-generating unit and are based on both external sources and internal historical data.

The management believes that there is no reasonable possible change in the above key assumptions applied that is likely to materially cause the cash-generating unit's carrying amount to exceed its recoverable amount.

11. INVENTORIES

	The Group	
	31.3.2025 RM'000	31.12.2023 RM'000
Finished goods	2,849	788
Recognised in profit or loss:-		
Inventories recognised as cost of sales	37,029	31,749
Amount written down to net realisable value	241	116
Reversal of inventories previously written down	–	(1)

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

12. CONTRACT COST ASSETS

	The Group	
	31.3.2025 RM'000	31.12.2023 RM'000
Costs to fulfil a contract	14,081	7,165

The costs to fulfil a contract represent cost incurred that is used to fulfil the contract in future. The costs are to be amortised on a straight-line method over the term of the specific contract it relates to, consistent with the pattern of recognition of the associated revenue.

13. TRADE RECEIVABLES

	The Group	
	31.3.2025 RM'000	31.12.2023 RM'000
Trade receivables	15,871	29,072
Unbilled receivables	1,002	137
	16,873	29,209
Allowance for impairment losses	(544)	(94)
	16,329	29,115
Allowance for impairment losses:-		
At 1 January	(94)	(1,992)
Addition during the financial period/year (Note 25)	(450)	–
Reversal during the financial period/year (Note 25)	–	1,898
At 31 March/31 December	(544)	(94)

The Group's normal trade terms range from 30 to 90 (31.12.2023 - 30 to 90) days. Other credit terms are assessed and approved on case-by-case basis.

14. OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	The Group		The Company	
	31.3.2025 RM'000	31.12.2023 RM'000	31.3.2025 RM'000	31.12.2023 RM'000
Other receivables	631	46	–	–
Deposits	285	107	1	2
Prepayments	2,655	1,588	32	95
Advances to suppliers	175	998	–	–
	3,746	2,739	33	97

(a) Included in prepayment of the Group is maintenance support of RM1,336,000 (31.12.2023 - RM876,000) relating to the support services to be rendered for infrastructure equipment over a range of 1 to 3 (31.12.2023 - 1 to 3) years.

(b) The advances to suppliers are unsecured and interest-free. The amount owing will be offset against future purchases from the suppliers.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

15. AMOUNT OWING BY SUBSIDIARIES

The amount owing is unsecured, interest-free and repayable on demand. The amount owing is to be settled in cash.

16. SHORT-TERM INVESTMENTS

	The Group		The Company	
	31.3.2025 RM'000	31.12.2023 RM'000	31.3.2025 RM'000	31.12.2023 RM'000
Money market funds, at fair value	17,350	10,780	4,481	4,349

The money market funds represent investments in highly liquid money market instruments which are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value.

17. SHARE CAPITAL

	The Group/The Company			
	31.3.2025	31.12.2023	31.3.2025	31.12.2023
	Number of Shares'000		RM'000	RM'000
Issued and Fully Paid-Up				
Ordinary Shares	363,229	363,229	36,935	36,935

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company and are entitled to one vote per ordinary share at meetings of the Company. The ordinary shares have no par value.

18. RESERVES

		The Group	
	Note	31.3.2025 RM'000	31.12.2023 RM'000
Merger deficit	(a)	(11,972)	(11,972)
Foreign exchange translation reserve	(b)	(410)	328
Statutory reserve	(c)	362	154
		(12,020)	(11,490)

(a) Merger Deficit

The merger deficit represents the excess of the carrying value of the investment in subsidiaries over the share capital of the Company's subsidiaries upon consolidation under the merger accounting principles.

The merger deficit arose from the acquisition of Infoline Solutions and Infoline Shenzhen.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

18. RESERVES (CONT'D)

(b) Foreign Exchange Translation Reserve

The foreign exchange translation reserve arose from the translation of the financial statements of foreign subsidiaries whose functional currencies are different from the Group's presentation currency.

(c) Statutory Reserve

The statutory reserve represents amounts transferred from profit after taxation of a subsidiary, Infoline Shenzhen under the PRC laws and regulations.

19. CONTRACT LIABILITIES

(a) The contract liabilities primarily relate to advance considerations received from customers for rendering services of which the revenue will be recognised over the remaining contract term of the specific contract it relates to, ranging from 12 to 36 (31.12.2023 - 12 to 36) months.

(b) The changes to contract liabilities balances during the financial period/year are summarised below:-

	The Group	
	31.3.2025 RM'000	**31.12.2023 RM'000**
At 1 January	7,051	5,846
Revenue recognised in profit or loss during the financial period/year*	(18,546)	(8,501)
Billings to customers during the financial period/year	26,347	9,669
Foreign exchange differences	(246)	37
At 31 March	14,606	7,051
Represent by:-		
Current liabilities	11,194	5,215
Non-current liabilities	3,412	1,836
	14,606	7,051

* Included an amount of RM5,215,000 (31.12.2023 - RM4,445,000) that was included in contract liabilities at the beginning of the financial period.

(c) As at the end of the reporting period, the transaction price allocated to the unsatisfied or partially unsatisfied performance obligations of long-term contracts is RM14,606,000 (31.12.2023 - RM7,051,000). These remaining performance obligations are expected to be recognised as below:-

	The Group	
	31.3.2025 RM'000	**31.12.2023 RM'000**
Within 1 year	11,194	5,215
Between 1 and 3 years	3,412	1,836
	14,606	7,051

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

20. LEASE LIABILITIES

	The Group	
	31.3.2025 RM'000	31.12.2023 RM'000
At 1 January	796	316
Additions (Note 31(b))	76	707
Interest expense recognised in profit or loss (Note 26)	51	36
Changes due to lease modification (Notes 8 and 31(b))	224	95
Repayment of principal	(533)	(351)
Repayment of interest expense	(51)	(36)
Foreign exchange differences	2	29
At 31 March/31 December	565	796
Analysed by:-		
Current liabilities	392	408
Non-current liabilities	173	388
	565	796

21. TERM LOAN

	The Group	
	31.3.2025 RM'000	31.12.2023 RM'000
Current liabilities	–	107
Non-current liabilities	–	119
	–	226

(a) The term loan is repayable by 60 monthly instalments commencing from the date of drawdown. It bore interest rate of 2.50% per annum and had been fully repaid during the financial period.

(b) In the previous financial year, the term loan is secured by a deed of guarantee and indemnity for all monies from a director of a subsidiary.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

22. OTHER PAYABLES AND ACCRUALS

	The Group		The Company	
	31.3.2025 RM'000	31.12.2023 RM'000	31.3.2025 RM'000	31.12.2023 RM'000
Non-current liabilities				
Contingent consideration	1,448	2,512	1,448	2,512
Current liabilities				
Other payables	502	1,283	50	25
Deposit received	–	65	–	–
Accruals	1,536	1,036	118	234
Contingent consideration	1,858	686	1,858	686
	3,896	3,070	2,026	945
	5,344	5,582	3,474	3,457

23. TRADE PAYABLES

	The Group	
	31.3.2025 RM'000	31.12.2023 RM'000
Third parties	4,174	4,246
Accrued purchases	3,710	2,097
	7,884	6,343

The normal trade terms granted to the Group is 30 to 60 (31.12.2023 - 30 to 60) days.

24. REVENUE

	The Group		The Company	
	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
Revenue from Contracts with Customers				
Recognised at a point in time				
IT infrastructure solutions	1,989	1,707	–	–
Trading of ancillary hardware and software	4,207	5,231	–	–
	6,196	6,938	–	–
Recognised over time				
IT infrastructure solutions	63,491	41,438	–	–
Cybersecurity solutions	17,345	2,990	–	–
Managed IT services and other IT services	27,490	20,563	–	–
	108,326	64,991	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

24. REVENUE (CONT'D)

	The Group		The Company	
	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
Revenue from Other Sources				
Dividend income	–	–	12,300	7,302
Management fees	–	–	2,020	1,452
	114,522	71,929	14,320	8,754

	The Group	
	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
The revenue is derived primarily from:-		
Local sales	68,099	51,130
Overseas sales	46,423	20,799
	114,522	71,929

(a) The information on the disaggregation of revenue by geographical market is disclosed in Note 34.2 to the financial statements.

(b) The information about the performance obligations in contracts with customers is summarised below:-

Nature of Goods or Services	Timing and Method of Revenue Recognition	Significant Payment Terms	Variable Consideration	Warranty and Obligation for Returns or Refunds
IT infrastructure solutions	Over time revenue recognition when IT infrastructure solutions are rendered. The contracts would meet no alternative use and the Group has right to payment for work performed.	Credit period ranging from 30 to 90 days from the invoice date.	Not applicable.	Not applicable.
	Point in time revenue recognition when the goods are delivered or the services are rendered.	Credit period ranging from 30 to 90 days from the invoice date.	Not applicable.	Not applicable.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

24. REVENUE (CONT'D)

(b) The information about the performance obligations in contracts with customers is summarised below (Cont'd):-

Nature of Goods or Services	Timing and Method of Revenue Recognition	Significant Payment Terms	Variable Consideration	Warranty and Obligation for Returns or Refunds
Cybersecurity solutions	Over time revenue recognition when cybersecurity solutions are rendered.	Credit period ranging from 30 to 90 days from the invoice date.	Not applicable.	Not applicable.
Managed IT services and other IT services	Over time revenue recognition on a straight-line basis over the term of the contract. The length of contract usually between one and three years.	Credit period ranging from 30 to 90 days from the invoice date.	Not applicable.	Not applicable.
Trading of ancillary hardware and software	Point in time revenue recognition when the hardware and software are delivered and accepted by customers.	Credit period ranging from 30 to 90 days from the invoice date.	Not applicable.	Not applicable.

(c) The information of the revenue from other sources is summarised below:-

Dividend Income

Dividend income is recognised when the right to receive dividend payment is established.

Management Fees

Management fees are recognised in the period in which the services are rendered.

25. NET ALLOWANCE FOR/(REVERSAL OF) IMPAIRMENT LOSSES ON FINANCIAL ASSETS

	The Group	
	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
Trade receivables:		
- allowance for impairment losses (Note 13)	450	–
- writeback of impairment losses (Note 13)	–	(1,898)
	450	(1,898)

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

26. PROFIT BEFORE TAXATION

	The Group		The Company	
	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
Profit before taxation is arrived at after charging/(crediting):-				
Auditors' remuneration:				
- audit fees:				
- current financial period	578	247	112	55
- non-audit fees	10	10	10	6
Directors' fees (Note 32(a))	288	167	288	167
Directors' remuneration:				
- short-term employee benefits	5,090	2,798	2,017	1,310
- defined contribution benefits	310	180	239	157
- other benefits	32	15	27	14
Material Expenses/(Income)				
Allowance for impairment losses on inventories	241	115	–	–
Depreciation:				
- property, plant and equipment (Note 7)	4,362	2,864	–	–
- right-of-use assets (Note 8)	524	337	–	–
Total interest expenses on financial liabilities that are not at fair value through profit or loss	3	2	–	–
Interest expense:-				
- lease liabilities (Note 20)	51	36	–	–
- contingent consideration	764	–	764	–
Listing expenses	1,155	162	1,155	162
Lease expense on short-term lease	33	6	–	–
Staff costs (including other key management personnel as disclosed in (Note 32(b)):				
- short-term employee benefits	12,098	5,854	1,128	754
- defined contribution benefits	1,479	672	135	91
- other benefits	772	773	6	4
Dividend income from subsidiaries	–	–	(12,300)	(7,302)
Fair value loss on contingent consideration	54	–	54	–
Fair value gains on short-term investments	(69)	(5)	(20)	#
Loss/(Gain) on foreign exchange:				
- realised	144	(438)	46	113
- unrealised	11	(90)	5	(101)
Gain on modification of lease	(1)	(4)	–	–
Total interest income on financial assets measured at:				
- amortised cost	(30)	(68)	(4)	(59)
- fair value through profit or loss	(395)	(275)	(138)	(158)

Note:-
 # - Amount less than RM1,000

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

27. INCOME TAX EXPENSE

	The Group		The Company	
	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
Current tax expense:				
- for the current financial period/year	7,127	6,686	2	259
- overprovision in the previous financial year	(66)	(530)	(228)	–
	7,061	6,156	(226)	259
Deferred tax expense (Note 9):				
- origination and reversal of temporary differences	(1,492)	316	–	–
- (over)/underprovision in the previous financial year	(155)	61	–	–
	(1,647)	377	–	–
Total income tax expense	5,414	6,533	(226)	259

Domestic income tax is calculated at the Malaysian statutory tax rate of 24% (31.12.2023 - 24%) of the estimated assessable profit for the financial period. The taxation of other jurisdictions is calculated at the rates prevailing in the respective jurisdiction.

A reconciliation of income tax expense applicable to the profit before taxation at the statutory tax rate to income tax expense at the effective tax rate of the Group and of the Company is as follows:-

	The Group		The Company	
	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
Profit before taxation	19,669	24,878	7,506	5,447
Tax at the statutory tax rate of 24% (31.12.2023 - 24%)	4,720	5,971	1,801	1,307
Tax effects of:				
Non-deductible expenses	965	1,318	674	729
Non-taxable income	(163)	(138)	(2,985)	(1,777)
Differential in tax rates of foreign subsidiaries	(419)	(158)	–	–
Deferred tax assets not recognised during the financial period/year	722	9	512	–
Utilisation of tax incentives	(190)	–	–	–
(Over)/Underprovision in the previous financial year:				
- current tax	(66)	(530)	(228)	–
- deferred tax	(155)	61	–	–
	5,414	6,533	(226)	259

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

28. EARNINGS PER SHARE

	The Group	
	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
Earnings attributable to owners of the Company (RM'000)	14,255	18,345
Weighted average number of ordinary shares in issue ('000)	363,229	363,229
Basic earnings per share (sen)	3.92	5.05

The Company has not issued any dilutive potential ordinary shares and hence, the diluted earnings per share is equal to the basic earnings per share.

29. DIVIDENDS

	The Company	
	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
In respect of the financial period ended 31 March 2025:		
- A first interim single-tier tax exempt dividend of 0.79 sen per ordinary share	2,870	–
- A second interim single-tier tax exempt dividend of 0.63 sen per ordinary share	2,288	–
In respect of the financial year ended 31 December 2023:		
- Interim single-tier tax exempt dividend of 0.94 sen per ordinary share	–	3,414
- Final single-tier tax exempt dividend of 1.38 sen per ordinary share	5,013	–
In respect of the financial year ended 31 December 2022:		
- Interim single-tier tax exempt dividend of 0.83 sen per ordinary share	–	3,015
- Final single-tier tax exempt dividend of 1.38 sen per ordinary share	–	5,013
	10,171	11,442

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

30. ACQUISITION OF A SUBSIDIARY

On 15 August 2023, the Company acquired 100% equity interests in Inline Tech SG. The acquisition of this subsidiary is to enable the Group to expand its footprint to oversea countries in order to increase its clientele logos. The acquisition was completed on 15 September 2023.

The following summarised the major classes of consideration transferred, and the recognised amounts of assets acquired and liabilities assumed at the date of acquisition.

(a) Fair Value of Purchase Consideration

	The Group 31.12.2023 RM'000	The Company 31.12.2023 RM'000
Cash	2,282	2,282
Contingent consideration (item (a)(i) below)	3,198	3,198
Total purchase consideration	5,480	5,480

30. ACQUISITION OF A SUBSIDIARY (CONT'D)

(a) Fair Value of Purchase Consideration (Cont'd)

(i) The purchase consideration for the acquisition of Inline Tech SG comprises cash and contingent consideration, which are summarised as follows:-

Purchase Consideration	Nominal Value SGD'000	Fair Value RM'000	Condition Precedent
Cash	650	2,282	Not applicable
Contingent consideration:			
(i) Profit Guarantees			
- for financial year ended 31 December 2023	200		Upon Inline Tech SG achieving profit after taxation ("PAT") of SGD400,000
- for financial year ended 31 December 2024	550	3,198	Upon Inline Tech SG achieving PAT of SGD550,000
- for financial year ended 31 December 2025	600		Upon Inline Tech SG achieving PAT of SGD600,000
(ii) Performance Incentive	Note 1		Upon Inline Tech SG achieving cumulative PAT of SGD1,550,000 for financial years 2023 to 2025.
		5,480	

Note 1: Performance incentive = (Cumulative PAT - Cumulative Profit Guarantees) x 20% and be capped at SGD650,000.

(ii) The fair value of the contingent consideration was estimated by calculating the present value of the future expected cash flows based on a discount rate of 9.00% and assumed probability-adjusted profits of Inline Tech SG.

In the event that the vendor of Inline Tech SG ("Vendor") shall fail to fulfill his obligation in relation to the Profit Guarantees, then the Vendor shall pay to the Company the shortfall between the respective Profit Guarantee and the PAT ("Top-up Sum") after the expiry of the relevant Guarantee Period and within thirty (30) days from the Purchaser's receipt of the latest audited account of the Company of the relevant Guarantee Period.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

30. ACQUISITION OF A SUBSIDIARY (CONT'D)

(b) Identifiable Assets Acquired and Liabilities Assumed

	The Group 31.12.2023 RM'000	The Company 31.12.2023 RM'000
Property, plant and equipment (Note 7)	34	–
Trade receivables	1,103	–
Cash and cash equivalents	1,834	–
Other receivables, deposits and prepayments	38	–
Trade payables	(149)	–
Other payables and accruals	(416)	–
Current tax liabilities	(155)	–
Term loan (Note 31(b))	(257)	–
Fair value of net identifiable assets acquired	2,032	–

(c) Cash Flows Arising from Acquisition

	The Group 31.12.2023 RM'000	The Company 31.12.2023 RM'000
Purchase consideration settled in cash and cash equivalents (item (a) above)	2,282	2,282
Less: Cash and cash equivalents of subsidiary acquired (item (b) above)	(1,834)	–
Net cash outflow from the acquisition of a subsidiary	448	2,282

(d) Goodwill Arising from Acquisition

	The Group 31.12.2023 RM'000
Total consideration transferred (item (a) above)	5,480
Less: Fair value of identifiable net assets acquired (item (b) above)	(2,032)
Goodwill from the acquisition of a subsidiary (Note 10)	3,448

(i) The Group has incurred acquisition-related costs of RM61,000 related to external legal fees and due diligence costs. These expenses were recognised in "Administrative Expenses" line item of the consolidated statement of profit or loss and other comprehensive income.

(ii) The goodwill is attributable to the workforce and the high profitability of the acquired business as well as the synergies expected to be achieved from integrating the subsidiary into the Group's existing business. The goodwill is not deductible for tax purposes.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

30. ACQUISITION OF A SUBSIDIARY (CONT'D)

(e) Impact of Acquisition on the Group's Results

The acquired subsidiary has contributed the following results to the Group:-

	The Group 31.12.2023 RM'000
Revenue	2,674
Profit after taxation	1,196

If the acquisition had taken place at the beginning of the current financial year, the Group's revenue and profit after taxation would have been RM77.56 million and RM18.62 million respectively.

31. CASH FLOW INFORMATION

(a) The cash disbursed for the purchase of property, plant and equipment and the additions of right-of-use assets are as follows:-

	The Group	
	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
Property, Plant and Equipment		
Cost of property, plant and equipment purchased (Note 7)	2,133	8,809
Right-of-use Assets		
Cost of right-of-use assets acquired (Note 8)	76	707
Less: Additions of new lease liabilities (Note 31(b))	(76)	(707)
	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

31. CASH FLOW INFORMATION (CONT'D)

(b) The reconciliations of liabilities arising from financing activities are as follows:-

The Group	Lease Liabilities RM'000	Term Loan RM'000	Total RM'000
31.3.2025			
At 1 January	796	226	1,022
Changes in Financing Cash Flows			
Repayment of principal	(533)	(226)	(759)
Repayment of interests	(51)	(3)	(54)
	(584)	(229)	(813)
Other Changes			
Additions	76	–	76
Modification of leases (Note 20)	224	–	224
Interest expense recognised in profit or loss (Note 26)	51	3	54
Foreign exchange differences	2	–	2
	353	3	356
At 31 March	565	–	565
31.12.2023			
At 1 January	316	–	316
Changes in Financing Cash Flows			
Repayment of principal	(351)	(34)	(385)
Repayment of interests	(36)	(2)	(38)
	(387)	(36)	(423)
Other Changes			
Acquisition of new leases (Notes 20 and 31(a))	707	–	707
Acquisition of a subsidiary (Note 30(b))	–	257	257
Modification of leases (Note 20)	95	–	95
Interest expense recognised in profit or loss (Note 26)	36	2	38
Foreign exchange differences	29	3	32
	867	262	1,129
At 31 December	796	226	1,022

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

31. CASH FLOW INFORMATION (CONT'D)

(c) The total cash outflows for leases as a lessee are as follows:-

	The Group	
	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
Payment of short-term lease	33	6
Interest paid on lease liabilities	51	36
Payment of lease liabilities	533	351
	617	393

(d) The cash and cash equivalents comprise the following:-

	The Group		The Company	
	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
Cash and bank balances	14,115	8,445	798	330
Short-term investments	17,350	10,780	4,481	4,349
	31,465	19,225	5,279	4,679

32. KEY MANAGEMENT PERSONNEL COMPENSATION

The key management personnel of the Group and of the Company include executive directors and non-executive directors of the Company and certain members of senior management of the Group and of the Company.

The key management personnel compensation during the financial period/year are as follows:-

(a) Directors

	The Group		The Company	
	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
<u>Directors of the Company</u>				
Executive Directors				
Short-term employee benefits:				
- salaries and bonuses	3,929	2,570	2,017	1,310
- defined contribution benefits	244	170	239	157
- other benefits	5	4	5	3
	4,178	2,744	2,261	1,470

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

32. KEY MANAGEMENT PERSONNEL COMPENSATION (CONT'D)

The key management personnel compensation during the financial period/year are as follows (Cont'd):-

(a) Directors (Cont'd)

	The Group		The Company	
	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
Directors of the Company (Cont'd)				
Non-Executive Directors				
Short-term employee benefits:				
- fee	288	167	288	167
- other benefits	22	11	22	11
	310	178	310	178
	4,488	2,922	2,571	1,648
Directors of the Subsidiaries				
Short-term employee benefits:				
- salaries and bonuses	1,161	228	–	–
- defined contribution benefits	66	10	–	–
- other benefits	5	–	–	–
	1,232	238	–	–
Total directors' remuneration	5,720	3,160	2,571	1,648

(b) Other Key Management Personnel

	The Group/The Company	
	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
Short-term employee benefits	825	662
Defined contribution benefits	98	80
Other benefits	3	3
Total compensation for other key management personnel	926	745

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

33. RELATED PARTY DISCLOSURES

(a) Subsidiaries

The subsidiaries are disclosed in Note 6 to the financial statements.

(b) Significant Related Party Transactions and Balances

In addition to the related party transactions information disclosed in the statements of cash flows, the Group and the Company also carried out the following significant transactions with the related parties during the financial period/year:-

	The Group		The Company	
	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000	1.1.2024 to 31.3.2025 RM'000	1.1.2023 to 31.12.2023 RM'000
<u>Subsidiaries</u>				
Dividend received/receivable	–	–	12,300	7,302
Management fee received/receivable	–	–	2,020	1,452
Payment on behalf of	–	–	793	9,212
Payment on behalf by	–	–	(483)	–
Advance to	–	–	270	–
<u>A close family member of a director</u>				
Lease of premises paid to	85	48	–	–
<u>A director</u>				
Lease of premises paid to	66	51	–	–
<u>Company controlled by a director</u>				
Lease of premises paid to	100	63	–	–

The significant outstanding balances of the related parties together with their terms and conditions are disclosed in the respective notes to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

34. OPERATING SEGMENTS

Operating segments are prepared in a manner consistent with the internal reporting provided to the directors as its chief operating decision maker in order to allocate resources to segments and to assess their performance on a yearly basis. For management purposes, the Group is organised into business units based on their products and services provided. In addition, the businesses are also considered from a geographical perspective.

The Group is organised into 5 main reportable segments as follows:-

(i) IT infrastructure solutions
(ii) Cybersecurity solutions
(iii) Managed IT services and other IT services
(iv) Trading of ancillary hardware and software
(v) Investment holding

(a) The chief operating decision maker assesses the performance of the reporting segments based on their operating income before unallocated corporate expenses and finance cost. The accounting policies of the reportable segments are the same as the Group's accounting policies.

(b) Segment assets and liabilities information are not provided to the chief operating decision maker. Hence, no disclosure is made on segment assets and liabilities.

(c) Other information about profit or loss such as interest income, interest expense, material items of income and expense included in profit or loss, income tax expense and material non-cash items are unallocated expenses.

Transactions between reportable segments are carried out on agreed terms between both parties. The effects of such inter-segment transactions are eliminated on consolidation.

34. OPERATING SEGMENTS (CONT'D)

34.1 BUSINESS SEGMENTS

31.3.2025	IT Infrastructure Solutions RM'000	Cybersecurity Solutions RM'000	Managed IT Services and Other IT Services RM'000	Trading of Ancillary Hardware and Software RM'000	Investment Holding RM'000	Consolidation Adjustments RM'000	Total RM'000
Revenue							
External revenue	65,480	17,345	27,490	4,207	–	–	114,522
Inter-segment revenue	351	103	1,136	5	14,320	(15,915)	–
Total revenue	65,831	17,448	28,626	4,212	14,320	(15,915)	114,522
Results							
Segment profit	27,799	4,238	18,031	1,242	–	–	51,310
Finance costs							(847)
Unallocated expenses							(30,794)
Profit before taxation							19,669
Income tax expense							(5,414)
Profit after taxation							14,255

34. OPERATING SEGMENTS (CONT'D)

34.1 BUSINESS SEGMENTS (CONT'D)

31.12.2023	IT Infrastructure Solutions RM'000	Cybersecurity Solutions RM'000	Managed IT Services and Other IT Services RM'000	Trading of Ancillary Hardware and Software RM'000	Investment Holding RM'000	Consolidation Adjustments RM'000	Total RM'000
Revenue							
External revenue	43,145	2,990	20,563	5,231	–	–	71,929
Inter-segment revenue	406	4	1,815	143	8,754	(11,122)	–
Total revenue	43,551	2,994	22,378	5,374	8,754	(11,122)	71,929
Results							
Segment profit	19,349	990	16,686	868	8,754	(8,908)	37,739
Finance costs							(38)
Unallocated expenses							(12,823)
Profit before taxation							24,878
Income tax expense							(6,533)
Profit after taxation							18,345

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

34. OPERATING SEGMENTS (CONT'D)

34.2 GEOGRAPHICAL INFORMATION

Revenue is based on country in which the customers are located.

	Revenue	
	1.1.2024 to 31.3.2025 RM'000	**1.1.2023 to 31.12.2023 RM'000**
The Group		
Malaysia	68,099	51,130
PRC	18,084	5,657
Australia	3,820	1,144
Singapore	13,944	6,415
Others	(2)10,575	(1)7,583
	114,522	71,929

The information on the disaggregation of revenue based on geographical region is summarised below:-

	At A Point in Time		Over Time		Total	
The Group	**1.1.2024 to 31.3.2025 RM'000**	**1.1.2023 to 31.12.2023 RM'000**	**1.1.2024 to 31.3.2025 RM'000**	**1.1.2023 to 31.12.2023 RM'000**	**1.1.2024 to 31.3.2025 RM'000**	**1.1.2023 to 31.12.2023 RM'000**
Malaysia	3,644	5,936	64,455	45,194	68,099	51,130
PRC	425	638	17,659	5,019	18,084	5,657
Australia	–	–	3,820	1,144	3,820	1,144
Singapore	1,027	149	12,917	6,266	13,944	6,415
Others	1,100	215	9,475	7,368	(2)10,575	(1)7,583
	6,196	6,938	108,326	64,991	114,522	71,929

Notes:-

(1) FYE 2023 - comprises Hong Kong, Thailand, Taiwan, South Korea, Indonesia, the Philippines, Japan and India.

(2) FPE 2025 - comprises Hong Kong, Thailand, Taiwan, South Korea, Indonesia, Vietnam, the Philippines, India, United States and United Kingdom.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

34. OPERATING SEGMENTS (CONT'D)

34.3 MAJOR CUSTOMERS

The following are major customers with revenue equal to or more than 10% of the Group's total revenue:-

	Revenue		Segments
	1.1.2024 to 31.3.2025 RM'000	**1.1.2023 to 31.12.2023 RM'000**	
Customer #1	60,129	31,373	IT Infrastructure Solutions, Cybersecurity Solutions, Managed IT Services and Other IT Services and Trading of Ancillary Hardware and Software
Customer #2	–	7,670	IT Infrastructure Solutions, Cybersecurity Solutions, Managed IT Services and Other IT Services and Trading of Ancillary Hardware and Software
	60,129	39,043	

35. FINANCIAL INSTRUMENTS

The activities of the Group and of the Company are exposed to a variety of market risks (including foreign currency risk and interest rate risk), credit risk and liquidity risk. The Group's overall financial risk management policy focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group and of the Company.

35.1 FINANCIAL RISK MANAGEMENT POLICIES

The policies in respect of the major areas of treasury activity are as follows:-

(a) Market Risk

(i) Foreign Currency Risk

The Group is exposed to foreign currency risk on transactions and balances that are denominated in currencies other than the respective functional currencies of entities within the Group. The currencies giving rise to this risk are primarily United States Dollar, China Renminbi, Singapore Dollar and Indian Rupee. Foreign currency risk is monitored closely on an ongoing basis to ensure that the net exposure is at an acceptable level. The Group also holds cash and cash equivalents denominated in foreign currency for working capital purposes.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

35. FINANCIAL INSTRUMENTS (CONT'D)

35.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

The policies in respect of the major areas of treasury activity are as follows (Cont'd):-

(a) Market Risk (Cont'd)

(i) Foreign Currency Risk (Cont'd)

The exposure to foreign currency risk (a currency which is other than the functional currency of the entities within the Group) based on carrying amounts of the financial instruments at the end of the reporting period is summarised below:-

Foreign Currency Exposure

	United States Dollar RM'000	**China Renminbi RM'000**	**Singapore Dollar RM'000**	**Indian Rupee RM'000**
The Group				
31.3.2025				
Financial Assets				
Trade receivables	137	3,032	3,336	77
Other receivables	–	–	2	539
Short-term investments	5,470	–	–	–
Cash and bank balances	3,665	3,243	5,154	1,432
	9,272	6,275	8,492	2,048
Financial Liabilities				
Trade payables	114	2,187	351	28
Other payables and accruals	–	176	377	60
	114	2,363	728	88
Net financial assets	9,158	3,912	7,764	1,960
Less: Net financial assets denominated in the respective entities' functional currencies	–	(3,912)	(7,764)	(1,960)
Currency exposure	9,158	–	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

35. FINANCIAL INSTRUMENTS (CONT'D)

35.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(a) Market Risk (Cont'd)

(i) Foreign Currency Risk (Cont'd)

Foreign Currency Exposure (Cont'd)

	United States Dollar RM'000	China Renminbi RM'000	Singapore Dollar RM'000	Indian Rupee RM'000
The Group				
31.12.2023				
Financial Assets				
Trade receivables	709	429	3,605	5,500
Short-term investments	4,798	–	–	–
Cash and bank balances	616	2,171	4,085	53
	6,123	2,600	7,690	5,553
Financial Liabilities				
Trade payables	(271)	(467)	(1,776)	–
Other payables and accruals	–	(163)	(322)	(983)
Term loan	–	–	(226)	–
	(271)	(630)	(2,324)	(983)
Net financial assets	5,852	1,970	5,366	4,570
Less: Net financial assets denominated in the respective entities' functional currencies	–	(1,970)	(5,236)	(4,570)
Currency exposure	5,852	–	130	–

The Company does not have any transactions or balances denominated in foreign currencies and hence, is not exposed to foreign currency risk.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

35. FINANCIAL INSTRUMENTS (CONT'D)

35.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(a) Market Risk (Cont'd)

(i) Foreign Currency Risk (Cont'd)

Foreign Currency Risk Sensitivity Analysis

The following table details the sensitivity analysis to a reasonably possible change in the foreign currencies at the end of the reporting period, with all other variables held constant:-

	The Group	
	1.1.2024 to 31.3.2025 RM'000	**1.1.2023 to 31.12.2023 RM'000**
Effects on Profit After Taxation		
USD/RM:		
- strengthened by 5%	348	222
- weakened by 5%	(348)	(222)
SGD/RM:		
- strengthened by 5%	–	5
- weakened by 5%	–	(5)

There is no impact on the Group's equity.

(ii) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to interest rate risk arises mainly from long-term borrowings with variable rates. The Group's policy is to obtain the most favourable interest rates available and by maintaining a balanced portfolio mix of fixed and floating rate borrowings.

Exposure to Interest Rate Risk

Interest rate profile of the Group's significant interest-bearing financial instruments, based on carrying amount as at the end of the reporting periods are as follows:-

	The Group	
	31.3.2025 RM'000	**31.12.2023 RM'000**
Fixed Rate Instrument		
Term loan	–	226

Interest Rate Risk Sensitivity Analysis

The sensitivity analysis for fixed rate instrument at the end of the reporting period is not presented as change in interest rate would not have impact to the profit or loss and equity.

(iii) Equity Price Risk

The Group and the Company do not have any quoted investments and hence, is not exposed to equity price risk.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

35. FINANCIAL INSTRUMENTS (CONT'D)

35.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(b) Credit Risk

The exposure to credit risk, or the risk of counterparties defaulting, arises mainly from trade and other receivables. The Group and the Company manages its exposure to credit risk by the application of credit approvals, credit limits and monitoring procedures on an ongoing basis. For other financial assets (including cash and bank balances and short-term investments), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties.

(i) Credit Risk Concentration Profile

The Group's major concentration of credit risk at the end of the reporting periods is as follows:-

	The Group	
	31.3.2025	**31.12.2023**
Number of customer	5	6
Percentage over total trade receivables	57%	61%

(ii) Maximum Exposure to Credit Risk

At the end of the reporting period, the maximum exposure to credit risk is represented by the carrying amount of each class of financial assets recognised in the statements of financial position of the Group after deducting any allowance for impairment losses (where applicable).

(iii) Assessment of Impairment Losses

The Group has an informal credit policy in place and the exposure to credit risk is monitored on an on-going basis through periodic review of the ageing of the trade receivables. The Group closely monitors the trade receivables' financial strength to reduce risk of loss.

At each reporting date, the Group assesses whether any of the financial assets at amortised cost are credit impaired.

The gross carrying amounts of financial assets are written off against the associated impairment, if any, when there is no reasonable expectation of recovery despite the fact that they are still subject to enforcement activities.

A financial asset is credit impaired when any of following events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred:

- Significant financial difficulty of the receivable;
- A breach of contract, such as a default of past due event;
- Restructuring of a debt in relation to the receivable's financial difficulty;
- It is becoming probable that the receivable will enter bankruptcy or other financial reorganisation.

The Group considers a receivable to be in default when the receivable is unlikely to repay its debt to the Group in full or is more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more a lagging default criterion is more appropriate. The Group uses a more lagging past due criterion for certain trade receivables when it is more appropriate to reflect their loss patterns.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

35. FINANCIAL INSTRUMENTS (CONT'D)

35.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(b) Credit Risk (Cont'd)

(iii) Assessment of Impairment Losses (Cont'd)

Trade Receivables

The Group applies the simplified approach to measure expected credit losses using a lifetime expected credit loss allowance for all trade receivables.

Inputs, Assumptions and Techniques used for Estimating Impairment Losses

The Group measures the expected credit losses of certain major customers, trade receivables that are credit impaired and trade receivables with a high risk of default on individual basis.

The expected loss rates are based on the payment profiles of sales over 12 to 24 (31.12.2023 - 24) months before the reporting date and the corresponding historical credit losses experienced within this period. The historical loss rates were not adjusted to reflect forward-looking information on macroeconomic factors affecting the ability of the trade receivables to settle their debts as the Group has not identified any forward-looking assumptions which correlate to the historical loss rates.

There are no significant changes in the estimation techniques and assumptions as compared to previous financial year.

Allowance for Impairment Losses

The reconciliations of allowance for impairment losses are as follows:-

	Credit Impaired RM'000
Trade Receivables	
Balance at 1.1.2023 (Note 13)	1,992
Reversal (Note 25)	(1,898)
Balance at 31.12.2023/1.1.2024 (Note 13)	94
Additions (Note 25)	450
Balance at 31.3.2025 (Note 13)	544

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

35. FINANCIAL INSTRUMENTS (CONT'D)

35.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(b) Credit Risk (Cont'd)

(iii) Assessment of Impairment Losses (Cont'd)

Trade Receivables (Cont'd)

Allowance for Impairment Losses (Cont'd)

The information about the credit exposure and loss allowances recognised for trade receivables are as follows:-

The Group	Gross Amount RM'000	Lifetime Individual Allowance RM'000	Lifetime Collective Allowance RM'000	Carrying Amount RM'000
31.3.2025				
Current (not past due)	10,291	–	(254)	10,037
Past due:				
- 1 to 30 days past due	1,621	–	(43)	1,578
- 31 to 60 days past due	1,292	–	(48)	1,244
- 61 to 90 days past due	1,632	–	(28)	1,604
- More than 90 days	1,943	–	(77)	1,866
- Credit impaired	94	(94)	–	–
	16,873	(94)	(450)	16,329
31.12.2023				
Current (not past due)	21,412	–	–	21,412
Past due:				
- 1 to 30 days past due	5,761	–	–	5,761
- 31 to 60 days past due	1,315	–	–	1,315
- 61 to 90 days past due	486	–	–	486
- More than 90 days	141	–	–	141
- Credit impaired	94	(94)	–	–
	29,209	(94)	–	29,115

Trade receivables that are individually determined to be impaired relate to debtors who are in significant financial difficulties and have defaulted on payments. These debtors are not secured by any collateral or credit enhancements.

Trade receivables that are collectively determined to be impaired relate to expected credit losses measured based on the Group's observed default rates.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

35. FINANCIAL INSTRUMENTS (CONT'D)

35.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(b) Credit Risk (Cont'd)

(iii) Assessment of Impairment Losses (Cont'd)

Other Receivables

The Group applies the 3-stage general approach to measuring expected credit losses for its other receivables.

Under this approach, loss allowance is measured on either 12-month expected credit losses or lifetime expected credit losses, by considering the likelihood that the receivable would not be able to repay during the contractual period (probability of default, PD), the percentage of contractual cash flows that will not be collected if default happens (loss given default, LGD) and the outstanding amount that is exposed to default risk (exposure at default, EAD).

In deriving the PD and LGD, the Company considers the receivable's past payment status and its financial condition as at the reporting date. The PD is adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the receivable to settle its debts.

Allowance for Impairment Losses

No expected credit loss is recognised on other receivables as it is negligible.

Cash and Bank Balances

The Group and the Company consider the licensed banks have low credit risks. In addition, some of the bank balances are insured by Government agencies. Therefore, the Group and the Company are of the view that the loss allowance is immaterial and hence, it is not provided for.

Amount Owing by Subsidiaries (Non-trade Balances)

The Company applies the 3-stage general approach to measuring expected credit losses for all inter-company balances.

Inputs, Assumptions and Techniques used for Estimating Impairment Losses

The Company measures the expected credit losses on individual basis, which is aligned with its credit risk management practices on the inter-company balances.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

35. FINANCIAL INSTRUMENTS (CONT'D)

35.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(b) Credit Risk (Cont'd)

(iii) Assessment of Impairment Losses (Cont'd)

Amount Owing by Subsidiaries (Non-trade Balances) (Cont'd)

Inputs, Assumptions and Techniques used for Estimating Impairment Losses (Cont'd)

The Company uses 3 categories to reflect its credit risk and how the loss allowance is determined for each category:-

Category	Definition of Category	Loss Allowance
Performing:	Receivables have a low risk of default and a strong capacity to meet contractual cash flows	12-months expected credit losses
Underperforming:	Receivables for which there is a significant increase in credit risk	Lifetime expected credit losses
Non-performing:	There is evidence indicating the receivable is credit impaired or more than 90 days past due	Lifetime expected credit losses

The Company considers loans and advances to subsidiaries have low credit risks. The Company assumes that there is a significant increase in credit risk when a subsidiary's financial position deteriorates significantly. As the Company is able to determine the timing of payments of the loans and advances when they are payable, the Company considers the loans and advances to be in default when the subsidiaries are not able to pay when demanded.

For loans and advances that are repayable on demand, impairment loss is assessed based on the assumption that repayment of the outstanding balances is demanded at the reporting date. If the subsidiary does not have sufficient highly liquid resources when the loans and advances are demanded, the Company will consider the expected manner of recovery to measure the impairment loss; the recovery manner could be either through 'repayable over time' or a fire sale of less liquid assets by the subsidiary.

There are no significant changes in the estimation techniques and assumptions as compared to the previous financial year.

Allowance for Impairment Losses

Based on the assessment performed, the identified impairment loss was immaterial and hence, it is not provided for.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

35. FINANCIAL INSTRUMENTS (CONT'D)

35.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(c) Liquidity Risk

Liquidity risk arises mainly from general funding and business activities. The Group and the Company practise prudent risk management by maintaining sufficient cash balances and the availability of funding through certain committed credit facilities.

Maturity Analysis

The following table sets out the maturity profile of the financial liabilities at the end of the reporting period based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on the rates at the end of the reporting period):-

The Group	Contractual Interest Rate %	Carrying Amount RM'000	Contractual Undiscounted Cash Flows RM'000	Within 1 Year RM'000	1 - 5 Years RM'000	Over 5 Years RM'000
31.3.2025						
Non-derivative Financial Liabilities						
Lease liabilities	5.50 - 7.85	565	713	542	171	–
Trade payables	–	7,884	7,884	7,884	–	–
Other payables and accruals	9.00	5,344	5,448	3,896	1,552	–
		13,793	14,045	12,322	1,723	–
31.12.2023						
Non-derivative Financial Liabilities						
Lease liabilities	5.50 - 7.85	796	848	437	411	–
Term loan	2.50	226	231	111	120	–
Trade payables	–	6,343	6,343	6,343	–	–
Other payables and accruals	9.00	5,517	5,882	4,193	1,689	–
		12,882	13,304	11,084	2,220	–

35. FINANCIAL INSTRUMENTS (CONT'D)

35.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(c) Liquidity Risk (Cont'd)

Maturity Analysis (Cont'd)

The following table sets out the maturity profile of the financial liabilities at the end of the reporting period based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on the rates at the end of the reporting period) (Cont'd):-

The Company	Contractual Interest Rate %	Carrying Amount RM'000	Contractual Undiscounted Cash Flows RM'000	Within 1 Year RM'000	1 - 5 Years RM'000	Over 5 Years RM'000
31.3.2025						
Non-derivative Financial Liabilities						
Other payables and accruals	9.00	3,474	3,578	2,026	1,552	–
31.12.2023						
Non-derivative Financial Liabilities						
Other payables and accruals	9.00	3,457	3,822	2,133	1,689	–

35.2 CAPITAL RISK MANAGEMENT

The Group and the Company manage its capital to ensure that entities within the Group will be able to maintain an optimal capital structure so as to support its businesses and maximise shareholders value. To achieve this objective, the Group and the Company may make adjustments to the capital structure in view of changes in economic conditions, such as adjusting the amount of dividend payment, returning of capital to shareholders or issuing new shares.

The Group and the Company manage their capital based on debt-to-equity ratio. As the Group has insignificant external borrowings, the debt-to-equity ratio may not provide a meaningful indicator of the risk of borrowings.

There were no changes in the approach to capital management during the financial period.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

35. FINANCIAL INSTRUMENTS (CONT'D)

35.3 CLASSIFICATION OF FINANCIAL INSTRUMENTS

	The Group		The Company	
	31.3.2025 RM'000	**31.12.2023 RM'000**	**31.3.2025 RM'000**	**31.12.2023 RM'000**
Financial Assets				
Fair Value Through Profit or Loss				
Short-term investments (Note 16)	17,350	10,780	4,481	4,349
Amortised Cost				
Trade receivables (Note 13)	16,329	29,115	–	–
Other receivables (Note 14)	631	46	–	–
Amount owing by subsidiaries (Note 15)	–	–	12,982	16,462
Cash and bank balances	14,115	8,445	798	330
	31,075	37,606	13,780	16,792
Financial Liability				
Amortised Cost				
Term loan (Note 21)	–	226	–	–
Trade payables (Note 23)	7,884	6,343	–	–
Other payables and accruals (Note 22)	5,344	5,517	3,474	3,457
	13,228	12,086	3,474	3,457

35.4 GAINS AND LOSSES ARISING FROM FINANCIAL INSTRUMENTS

	The Group		The Company	
	1.1.2024 to 31.3.2025 RM'000	**1.1.2023 to 31.12.2023 RM'000**	**1.1.2024 to 31.3.2025 RM'000**	**1.1.2023 to 31.12.2023 RM'000**
Financial Assets				
Fair Value Through Profit or Loss				
Net gains recognised in profit or loss by:				
- designated upon initial recognition	464	280	158	158
Amortised Cost				
Net (losses)/gains recognised in profit or loss	(420)	1,966	(1)	160
Financial Liability				
Amortised Cost				
Net losses recognised in profit or loss	(821)	(2)	–	–

35. FINANCIAL INSTRUMENTS (CONT'D)

35.5 FAIR VALUE INFORMATION

The fair values of the financial assets and financial liabilities of the Group and of the Company which are maturing within the next 12 months approximated their carrying amounts due to the relatively short-term maturity of the financial instruments or repayable on demand terms.

The following table sets out the fair value profile of financial instruments that are carried at fair value at the end of the reporting period:-

	Fair Value of Financial Instruments Carried at Fair Value			Fair Value of Financial Instruments Not Carried at Fair Value				
The Group	**Level 1 RM'000**	**Level 2 RM'000**	**Level 3 RM'000**	**Level 1 RM'000**	**Level 2 RM'000**	**Level 3 RM'000**	**Total Fair Value RM'000**	**Carrying Amount RM'000**
31.3.2025								
Financial Asset								
Short-term investments:								
- money market fund	–	17,350	–	–	–	–	17,350	17,350
31.12.2023								
Financial Asset								
Short-term investments:								
- money market fund	–	10,780	–	–	–	–	10,780	10,780
Financial Liability								
Term loan	–	–	–	–	218	–	218	226

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

35. FINANCIAL INSTRUMENTS (CONT'D)

35.5 FAIR VALUE INFORMATION (CONT'D)

The following table sets out the fair value profile of financial instruments that are carried at fair value at the end of the reporting period (Cont'd):-

The Company	Fair Value of Financial Instruments Carried at Fair Value Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total Fair Value RM'000	Carrying Amount RM'000
31.3.2025					
Financial Asset					
Short-term investments:					
- money market fund	–	4,481	–	4,481	4,481
31.12.2023					
Financial Asset					
Short-term investments:					
- money market fund	–	4,349	–	4,349	4,349

(a) Fair Value of Financial Instruments Carried at Fair Value

(i) The fair values above have been determined using the following basis:-

(aa) The fair value of money market fund is determined by reference to statements provided by the respective financial institutions, with which based on the fund managers' statements at the reporting date.

(ii) There were no transfer between level 1 and level 2 during the financial period/year.

(b) Fair Value of Financial Instruments Not Carried at Fair Value

The fair value, which is for disclosure purposes, has been determined using the following basis:-

(i) The fair value of term loan that carry fixed interest rate is determined by discounting the relevant future contractual cash flows using current market interest rate for similar instruments at the end of the reporting period. The interest rate used to discount the estimated cash flows are as follows:-

	The Group 31.3.2025	31.12.2023
Term loan	–	5.50%

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025 (CONT'D)

36. SIGNIFICANT EVENTS DURING THE FINANCIAL PERIOD

The significant events during the financial period are as follows:-

(a) On 25 April 2024, MIDF Amanah Investment Bank Berhad ("MIDF Investment") had, on behalf of the Board, made an announcement to Bursa Securities for the Company on the Proposed Transfer of Listing from the ACE Market to the Main Market of Bursa Securities ("Proposed Transfer"), and had subsequently submitted an application for the Proposed Transfer to the Securities Commission Malaysia ("SC") on 24 June 2024.

(b) The SC had, vide its letter dated 15 October 2024, which was received by MIDF Investment on 16 October 2024, approved the Proposed Transfer under Section 214(1) of the Capital Markets and Services Act 2007 and under the Bumiputera equity requirement for public listed companies pursuant to the Proposed Transfer.

(c) Further, in compliance with Paragraph 2A.2 under Practice Note 22 of the Main Market Listing Requirements of Bursa Securities, additional information on the Company has been announced on Bursa Securities upon the receipt of the approval letter from the SC for the Proposed Transfer on 16 October 2024.

(d) On 25 October 2024, MIDF Investment had on behalf of the Company, submitted an application for the Proposed Transfer to Bursa Securities.

(e) On 22 November 2024, the listing of and quotation for the entire issued share capital of the Company has been transferred from the ACE Market to the Main Market of Bursa Securities, marking the completion of the Transfer.

37. SIGNIFICANT EVENT OCCURRING AFTER THE REPORTING PERIOD

On 8 April 2025, the Board of Directors of the Company had approved the change of financial year end of the Company from 31 December to 31 March to streamline the financial and operational processes of the Company and its subsidiaries. Consequently, the current financial statements are for a period of 15 months from 1 January 2024 to 31 March 2025.

38. COMPARATIVE FIGURES

The Company has changed its financial year end from 31 December to 31 March to streamline the financial and operational processes of the Company and its subsidiaries. Consequently, the comparative figures for the statements of profit or loss and other comprehensive income, statements of changes in equity, statements of cash flows and their related notes are not comparable to that for the current 15-month period ended 31 March 2025.

ANALYSIS OF SHAREHOLDINGS
AS AT 30 JUNE 2025

Total number of issued shares	:	363,229,120
Issued Share Capital	:	RM38,141,456.00
Class of Shares	:	Ordinary Shares
Voting Right	:	One (1) vote per ordinary share

DISTRIBUTION OF SHAREHOLDINGS

Size of Holdings	No. of Shareholders	%	No. of Shares held	%
1 - 99	8	0.51	91	0.00
100 - 1,000	265	16.89	130,300	0.04
1,001 - 10,000	720	45.89	3,820,559	1.05
10,001 - 100,000	455	29.00	14,980,650	4.12
100,001 - 18,161,455 (*)	119	7.58	135,733,653	37.37
18,161,456 and above (**)	2	0.13	208,563,867	57.42
Total	1,569	100.00	363,229,120	100.00

REMARK: *** - LESS THAN 5% OF ISSUED HOLDINGS**
**** - 5% AND ABOVE OF ISSUED HOLDINGS**

SUBSTANTIAL SHAREHOLDERS ACCORDING TO THE REGISTER OF SUBSTANTIAL SHAREHOLDERS

	Direct Interest		Indirect Interest	
Name	No. of shares	%	No. of shares	%
Choo Wei Chuen	154,208,906	42.45	–	–
Loo Wai Hong	54,605,861	15.03	–	–

DIRECTORS' SHAREHOLDINGS ACCORDING TO THE REGISTER OF DIRECTOR'S SHAREHOLDINGS

	Direct Interest		Indirect Interest	
Name	No. of shares	%	No. of shares	%
Ang Seng Wong	–	–	–	–
Choo Wei Chuen	154,208,906	42.45	–	–
Loo Wai Hong	54,605,861	15.03	–	–
Too Yit Meng	14,430,253	3.97	–	–
Olivia Lim	50,000	0.01	–	–
Tan Mui Ping	–	–	–	–
Alwizah Al-Yafii Binti Ahmad Kamal	35,000	0.01	–	–

ANALYSIS OF SHAREHOLDINGS
(CONT'D)

LIST OF TOP 30 LARGEST SHAREHOLDERS

No	Name	No. of shares held	%
1	CHOO WEI CHUEN	154,108,906	42.43
2	LOO WAI HONG	54,454,961	14.99
3	TOO YIT MENG	14,330,253	3.95
4	TOKIO MARINE LIFE INSURANCE MALAYSIA BHD.	12,820,000	3.53
5	UNIVERSAL TRUSTEE (MALAYSIA) BERHAD. KAF CORE INCOME FUND	10,139,000	2.79
6	CITIGROUP NOMINEES (TEMPATAN) SDN. BHD. GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD.	9,228,600	2.54
7	AFFIN HWANG NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR LIM ZEE PING	7,730,000	2.13
8	LIM KIM GHEE	5,741,300	1.58
9	CITIGROUP NOMINEES (TEMPATAN) SDN. BHD. GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD.	5,299,900	1.46
10	CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR JONATHAN LAI JUN FEI	5,175,000	1.42
11	UNIVERSAL TRUSTEE (MALAYSIA) BERHAD. KAF TACTICAL FUND	4,288,900	1.18
12	AFFIN HWANG NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR LIM SIM TONG	4,210,000	1.16
13	CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR WON WEI ZHANG	3,970,000	1.09
14	MAYBANK NOMINEES (TEMPATAN) SDN. BHD. NATIONAL TRUST FUND	2,850,000	0.78
15	TAN BEE HWA	2,696,300	0.74
16	TAN BEE HWA	2,374,000	0.65
17	AFFIN HWANG NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR ZEE CAPITAL SDN. BHD.	2,350,000	0.65
18	CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR LIM PEI YIN	2,172,000	0.60
19	TAN HOOI HONG	1,828,500	0.50
20	CITIGROUP NOMINEES (TEMPATAN) SDN. BHD. GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD.	1,809,200	0.50

ANALYSIS OF SHAREHOLDINGS
(CONT'D)

LIST OF TOP 30 LARGEST SHAREHOLDERS (CONT'D)

No	Name	No. of shares held	%
21	PON MENG YEE	1,500,000	0.41
22	INLINETECH SDN. BHD.	1,386,600	0.38
23	CARTABAN NOMINEES (TEMPATAN) SDN. BHD. RHB TRUSTEES BERHAD FOR KAF VISION FUND	1,358,600	0.37
24	PUBLIC NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR TAN KIAN KHEE	1,356,000	0.37
25	KENANGA NOMINEES (ASING) SDN. BHD. EXEMPT AN FOR PHILLIP SECURITIES PTE. LTD.	1,297,200	0.36
26	LEE KAR WENG	1,230,100	0.34
27	CGS INTERNATIONAL NOMINEES MALAYSIA (ASING) SDN. BHD. EXEMPT AN FOR CGS INTERNATIONAL SECURITIES SINGAPORE PTE. LTD.	1,225,000	0.34
28	CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR PANG TZE TZI	1,080,000	0.30
29	CHOO SAI HOOI	1,000,000	0.28
30	LEE KEAN KEAT	922,800	0.25
		319,933,120	88.07

NOTICE OF
ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Fourth Annual General Meeting ("**4th 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 **Wednesday, 27 August 2025** at **10:00 a.m.** (Malaysian time) for the following purposes:-

A G E N D A

ORDINARY BUSINESS

1. To receive the Audited Financial Statements together with the Directors' and Auditors' Reports thereon for the financial period ended 31 March 2025.
   (please refer to Explanatory Note A)

2. To approve the payment of additional Non-Executive Directors' fees and benefits of up to RM50,000/- for the period from the Third Annual General Meeting ("**3rd AGM**") until the 4th AGM. ***Ordinary Resolution 1***
   (please refer to Explanatory Note B)

3. To approve the payment of Non-Executive Directors' fees and benefits of up to RM300,000/- for the period from the 4th AGM until the next Annual General Meeting ("**AGM**") to be held in the year 2026. ***Ordinary Resolution 2***
   (please refer to Explanatory Note C)

4. To re-elect the following Directors of the Company, who retire by rotation in accordance with Clause 76(3) of the Company's Constitution and being eligible, had offered themselves for re-election: -

   (a) Mr. Too Yit Meng; and ***Ordinary Resolution 3***

   (b) Ms. Olivia Lim. ***Ordinary Resolution 4***
   (please refer to Explanatory Note D)

5. To re-appoint Messrs. Crowe Malaysia PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Board of Directors of the Company to determine their remuneration. ***Ordinary Resolution 5***

SPECIAL BUSINESS

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

6. **AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTION 75 AND 76 OF THE COMPANIES ACT 2016 ("THE ACT")** ***Ordinary Resolution 6***

   "**THAT** subject always to the Sections 75 and 76 of the Act, Constitution of the Company, the Main Market Listing Requirements ("**Listing Requirements**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and the approval of relevant authorities, the Directors be and are hereby empowered to issue and allot shares in the Company from time to time and upon such terms and conditions and for such purposes and to such persons whomsoever as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares issued pursuant to this resolution during the preceding twelve (12) months does not exceed ten percent (10%) of the total number of issued shares of the Company (excluding treasury shares, if any) for the time being and that the Directors be and also empowered to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Securities;

NOTICE OF ANNUAL GENERAL MEETING
(CONT'D)

THAT pursuant to Section 85 of the Act to be read together with Clause 12(3) of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued shares arising from any issuance of new shares in the Company pursuant to the Act;

AND THAT such authority shall continue in force until the conclusion of the next AGM of the Company after the approval was given or at the expiry of the period within which the next AGM is required to be held after the approval was given, whichever is earlier unless revoked or varied by an ordinary resolution of the Company at a general meeting."
(please refer to Explanatory Note E)

7. **PROPOSED SHARE BUY-BACK AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES UP TO 10% OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY ("PROPOSED SHARE BUY-BACK AUTHORITY")** ***Ordinary Resolution 7***

"**THAT** subject to the compliance with Section 127 of the Act, the Constitution of the Company, the Listing Requirements of 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 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.

NOTICE OF ANNUAL GENERAL MEETING
(CONT'D)

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."
(please refer to Explanatory Note F)

8. To transact any other business of which due notice shall have been given in accordance with the Act and the Constitution of the Company.

BY ORDER OF THE BOARD

YEOW SZE MIN
(MAICSA 7065735)
(SSM PC No. 201908003120)

CHEW KIT YEE
(MAICSA 7067474)
(SSM PC No. 202208000376)

Company Secretaries

Kuala Lumpur
25 July 2025

NOTES ON APPOINTMENT OF PROXY

1. Only a member whose name appears in the Record of Depositors of the Company as at 20 August 2025 shall be entitled to attend, speak and vote, and to appoint proxy(ies) to attend, speak and vote on his/her/its behalf at the 4th AGM.

2. A member of the Company who is entitled to attend and vote at the 4th AGM may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the 4th AGM. A proxy may but need not be a member of the Company.

3. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991, it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.

4. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**Omnibus Account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.

5. Where a member appoints more than one (1) proxy to attend the 4th AGM, the member shall specify the proportion of his/her shareholdings to be represented by each proxy.

6. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorised in writing or if the appointer is a corporation, either under its common seal or under the hand of a duly authorised officer or attorney of the corporation.

NOTICE OF ANNUAL GENERAL MEETING
(CONT'D)

NOTES ON APPOINTMENT OF PROXY (CONT'D)

7. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the 4th AGM or any adjournment thereof:-

    a. In hard copy form

    The Proxy Form must be deposited with the Company's Share Registrar, Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan.

    b. By electronic means

    The Proxy Form can be electronically lodged via the following methods: -

    (i) Vide Facsimile (**Fax Number: +603-2094 9940 / +603-2095 0292**); or
    (ii) Vide designated Email Address of Share Registrar: **info@sshsb.com.my**

    A member may call the support line of Securities Services (Holdings) Sdn. Bhd. at +603-2084 9000 for assistance/clarification on item (7)(b) above.

8. Any notice of termination of authority to act as proxy must be received by the Company not less than forty-eight (48) hours before the time stipulated for holding the 4th AGM or at any adjournment thereof, failing which, the termination of the authority of a person to act as proxy will not affect the following in accordance with Section 338 of the Act:-

    a. the constitution of the quorum at such meeting;
    b. the validity of anything he did as chairman of such meeting;
    c. the validity of a poll demanded by him at such meeting; or
    d. the validity of the vote exercised by him at such meeting.

9. By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 4th AGM and/or any adjournment thereof, a member of the Company: -

    (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agent) for the purpose of the processing and administration of proxies and representatives appointed for the 4th AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 4th AGM (including any adjournment thereof), and in order for the Company (or its agent) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**");
    (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agent), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agent) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and
    (iii) agrees that the member will indemnify the Company (or its agent) in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

NOTICE OF ANNUAL GENERAL MEETING
(CONT'D)

Explanatory Notes:

A. Agenda item 1 - Audited Financial Statements for the financial period ended 31 March 2025

This agenda item is meant for discussion only in accordance with Section 340(1)(a) of the Act. The Audited Financial Statements do not require a formal approval of shareholders and hence, the matter will not be put forward for voting.

B. Agenda item 2 – Additional Directors' Fees and Benefits (Ordinary Resolution 1)

At the 3rd AGM of the Company held on 31 May 2024, the shareholders approved the payment of Non-Executive Directors' fees and benefits of up to RM280,000/- for the period from the 3rd AGM until the next Annual General Meeting to be held in the year 2025.

Subsequently, on 8 April 2025, the Company changed its financial year end from 31 December 2024 to 31 March 2025. As a result of this change, the interval between the 3rd AGM and the upcoming 4th AGM has been extended beyond the originally anticipated 12-month period. Accordingly, the approved amount of RM280,000/-, which was based on the previous financial year structure, is insufficient to cover the Non-Executive Directors' fees and benefits for the extended period up to the 4th AGM. The total fees and benefits are expected to exceed the approved amount by approximately RM50,000/-.

Accordingly, the Company wishes to seek shareholders' approval for an additional amount of up to RM50,000/- to cover the shortfall in Non-Executive Directors' fees and benefits for the said period.

C. Agenda item 3 – Directors' Fees and Benefits (Ordinary Resolution 2)

Pursuant to Section 230(1) of the Act, fees and benefits payable to the Non-Executive Directors of a listed company and its subsidiaries shall be approved by shareholders at a general meeting.

The proposed Directors' fees and benefits are calculated based on the current Board size and the number of scheduled Board and Committee meetings for the period from the 4th AGM up to the next AGM to be held in the year 2026. In the event the proposed amount is insufficient (i.e. due to more meetings or enlarged Board size), approval will be sought at the next AGM for additional fees to meet the shortfall.

The Ordinary Resolution 2, if passed, will allow the Company to make the payment to the Non-Executive Directors on a monthly basis. The Board is of the view that it is just and equitable for the Non-Executive Directors to be paid such payment on a monthly basis after they have discharged their responsibilities and rendered their services to the Company.

D. Agenda item 4 – Re-election of Directors (Ordinary Resolutions 3 and 4)

Mr. Too Yit Meng and Ms. Olivia Lim ("**Retiring Directors**") are standing for re-election as Directors of the Company and being eligible, have offered themselves for re-election at the 4th AGM.

The Board had through the Nominating Committee ("**NC**") carried out the annual assessment and fit and proper assessment on the Retiring Directors and agreed that they met the criteria as prescribed by Paragraph 2.20A of the Listing Requirements of Bursa Securities on character, experience, integrity, competence and time to effectively discharge their role as Directors of the Company.

The Board had also through the NC carried out an assessment on the independence of Ms. Olivia Lim and is satisfied that she met the criteria of independence as prescribed in the Listing Requirements of Bursa Securities.

NOTICE OF ANNUAL GENERAL MEETING
(CONT'D)

Explanatory Notes (Cont'd):

E. **Agenda item 6 – Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Act (Ordinary Resolution 6)**

The Company wishes to obtain a mandate on the authority to issue shares pursuant to Sections 75 and 76 of the Act at the 4th AGM of the Company to issue shares any time to such persons provided that the aggregate number of shares to be issued pursuant to this resolution during the preceding twelve (12) months does not exceed ten percent (10%) of the total number of issued shares of the Company for the time being (hereinafter referred to as the "**General Mandate**").

The Company had been granted a general mandate on the authority to issue shares pursuant to the Act by its shareholders at the 3rd AGM of the Company held on 31 May 2024 (hereinafter referred to as the "**Previous Mandate**").

As at the date of this notice, the Previous Mandate granted by the shareholders had not been utilised and hence no proceeds were raised therefrom.

The purpose of seeking the General Mandate is to provide the flexibility to the Company's Directors to issue and allot new shares in the Company in their absolute discretion without convening a general meeting as it would be both time and cost-consuming to organise a general meeting, for any potential fund raising activities, including but not limited to placement of shares, for the purpose of funding future investments, working capital and/or acquisition.

Pursuant to Section 85(1) of the Act to read together with Clause 12(3) of the Constitution of the Company, 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. Thus, a waiver is required.

The Ordinary Resolution 6, if passed, would allow the Directors to issue new shares to any person under the authority to issue shares pursuant to the Act without having to offer the new shares to be issued equally to all existing shareholders of the Company prior to issuance. This authority, unless revoked or varied by the Company in a general meeting, will expire at the next AGM.

F. **Agenda item 7 – Proposed Share Buy-Back Authority (Ordinary Resolution 7)**

The Ordinary Resolution 7, if passed, will provide a mandate for the Company to purchase its own ordinary shares up to ten percent (10%) of the total number of issued shares of the Company and shall lapse at the conclusion of the next AGM unless authority for the renewal is obtained from the shareholders of the Company at a general meeting.

Further information on the Proposed Share Buy-Back Authority is set out in Statement to Shareholders dated 25 July 2025.

CDS Account No.

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

No. of shares held

FORM OF PROXY

*I/We, ... Tel: ....
(full name in block, NRIC / Passport No. / Registration No.)

of ....
(full address)

being a member(s) of **INFOLINE TEC GROUP BERHAD ("the Company")**, hereby appoint:

Full Name (In Block)	**NRIC / Passport No.**	**Proportion of shareholdings**	
		No. of shares	**%**
Address			

and/or* (*delete as appropriate)

Full Name (In Block)	**NRIC / Passport No.**	**Proportion of shareholdings**	
		No. of shares	**%**
Address			

or failing him/her, the Chairman of the meeting as my/our proxy/proxies to vote for me/us on my/our behalf at the Fourth Annual General Meeting of the Company to be held at Mutiara 3, Royale Chulan Damansara, No. 2, Jalan PJU 7/3, Mutiara Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan on Wednesday, 27 August 2025 at 10:00 a.m. (Malaysian time) and at any adjournment thereof, and to vote as indicated below:

Ordinary Business	**Resolution**	**For**	**Against**
Approval of the payment of additional Non-Executive Directors' fees and benefits of up to RM50,000/- for the period from the 3rd Annual General Meeting until the 4th Annual General Meeting.	Ordinary Resolution 1		
Approval of the payment of Non-Executive Directors' fees and benefits of up to RM300,000/- for the period from the 4th Annual General Meeting until the next Annual General Meeting to be held in the year 2026.	Ordinary Resolution 2		
Re-election of Mr. Too Yit Meng	Ordinary Resolution 3		
Re-election of Ms. Olivia Lim	Ordinary Resolution 4		
Re-appointment of Messrs. Crowe Malaysia PLT as Auditors of the Company and to authorise the Directors to determine their remuneration	Ordinary Resolution 5		
Special Business			
Authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016	Ordinary Resolution 6		
Proposed Share Buy-Back Authority for the Company to purchase its own ordinary shares up to 10% of the total number of Issued Shares of the Company	Ordinary Resolution 7		

Please indicate with an "X" in the space provided whether you wish your votes to be cast for or against the resolutions. In the absence of specific direction, your proxy will vote or abstain as he/she thinks fit.

Signed this ________ day of __________________, 2025

Signature*
Member

* Manner of execution:
(a) *If you are an individual member, please sign where indicated.*
(b) *If you are a corporate member which has a common seal, this proxy form should be executed under seal in accordance with the Constitution of your corporation.*
(c) *If you are a corporate member which does not have a common seal, this proxy form should be affixed with rubber stamp of your company (if any) and executed by:*
   (i) *At least two (2) authorised officers, of whom one shall be a director; or*
   (ii) *Any director and/or authorised officers in accordance with the laws of the country under which your corporation is incorporated.*

NOTES:
1. Only a member whose name appears in the Record of Depositors of the Company as at 20 August 2025 shall be entitled to attend, speak and vote, and to appoint proxy(ies) to attend, speak and vote on his/her/its behalf at the 4th Annual General Meeting ("**4th AGM**").
2. A member of the Company who is entitled to attend and vote at the 4th AGM may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the 4th AGM. A proxy may but need not be a member of the Company.
3. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991, it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.

NOTES (CONT'D):

4. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**Omnibus Account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.
5. Where a member appoints more than one (1) proxy to attend the 4th AGM, the member shall specify the proportion of his/her shareholdings to be represented by each proxy.
6. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorised in writing or if the appointer is a corporation, either under its common seal or under the hand of a duly authorised officer or attorney of the corporation.
7. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the 4th AGM or any adjournment thereof:-
   (a) In hard copy form
   The Proxy Form must be deposited with the Company's Share Registrar, Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan.
   (b) By electronic means
   The Proxy Form can be electronically lodged via the following methods: -
   (i) Vide Facsimile (**Fax Number: +603-2094 9940 / +603-2095 0292**); or
   (ii) Vide designated Email Address of Share Registrar: **info@sshsb.com.my**
   A member may call the support line of Securities Services (Holdings) Sdn. Bhd. at +603-2084 9000 for assistance/clarification on item (7)(b) above.
8. Any notice of termination of authority to act as proxy must be received by the Company not less than forty-eight (48) hours before the time stipulated for holding the 4th AGM or at any adjournment thereof, failing which, the termination of the authority of a person to act as proxy will not affect the following in accordance with Section 338 of the Act:-
   a. the constitution of the quorum at such meeting;
   b. the validity of anything he did as chairman of such meeting;
   c. the validity of a poll demanded by him at such meeting; or
   d. the validity of the vote exercised by him at such meeting.
9. By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 4th AGM and/or any adjournment thereof, a member of the Company: -
   (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agent) for the purpose of the processing and administration of proxies and representatives appointed for the 4th AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 4th AGM (including any adjournment thereof), and in order for the Company (or its agent) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**");
   (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agent), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agent) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and
   (iii) agrees that the member will indemnify the Company (or its agent) in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Please fold this flap for sealing

AFFIX
STAMP

The Poll Administrator

INFOLINE TEC GROUP BERHAD
Registration No.: 202101032489 (1432789-M)

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

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INFOLINE TEC GROUP BERHAD
(Registration No. 202101032489 (1432789-M))

No. 53-3, Jalan PJU 5/20E, Pusat Perdagangan Kota Damansara,
47810 Petaling Jaya, Selangor Darul Ehsan, Malaysia
Tel : +603 6148 0890
Fax : +603 6148 0891
Email : info@infolinegroup.com