



**AI-POWERED INTEGRATED DIGITAL**  
INFRASTRUCTURE SERVICE PROVIDER

ANNUAL REPORT  
**2025**

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# ABOUT US

## AI POWERED INTEGRATED DIGITAL INFRASTRUCTURE SERVICE PROVIDER

Incorporated on 9 April 2001, ITMAX System Berhad is a leading Artificial Intelligence (“AI”) powered integrated digital infrastructure service provider, playing a crucial role in driving smart city transformation. By embedding AI technologies across its core systems, including **smart video surveillance, smart parking, smart traffic management, smart street lighting and communication networks**, ITMAX delivers mission critical systems that are intelligent, data-driven infrastructure which supports modern urban management and digital transformation initiatives.

ITMAX’s vision is to create cutting-edge integrated technology solutions that promote sustainable urban living. These solutions are designed to improve the management of cities, townships, and enterprises through smarter, data-driven insights. Public spaces, including roads and parks, are primarily managed by government entities, and ITMAX’s goal is to leverage technology to enhance urban environments, making them safer, more efficient, and more sustainable.

## VISION

**ITMAX** envisions a better place to live and work -  
**Healthy, Safe and Connected**

## MISSION



Create and design sustainable digital solutions that drive efficiency and productivity.



Use digitalization of data to bring about knowledge as an enabler of life, family, society, business and government.



Think and go beyond to always strive for human improvement and societal advancement.

## CORPORATE INFORMATION

## BOARD OF DIRECTORS

**Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali**  
*Independent Non-Executive Chairman*

**Michelle Tan Sing Chia**  
*Non-Independent Executive Director*

**Tan Sri Dato' (Dr.) Tan Boon Hock**  
*Non-Independent Non-Executive Director*

**Mok Juan Chek**  
*Independent Non-Executive Director*

**Datin Afinaliza Binti Zainal Abidin**  
*Non-Independent Executive Director*

**Ng Nen Sin**  
*Independent Non-Executive Director*

**William Tan Wei Lun**  
*Non-Independent Managing Director  
and Chief Executive Officer*

**Heng Ai Shan**  
*Independent Non-Executive Director*

#### AUDIT AND RISK MANAGEMENT COMMITTEE

Heng Ai Shan (*Chairman*)  
Mok Juan Chek (*Member*)  
Ng Nen Sin (*Member*)

#### NOMINATION AND REMUNERATION COMMITTEE

Mok Juan Chek (*Chairman*)  
Ng Nen Sin (*Member*)  
Heng Ai Shan (*Member*)

#### COMPANY SECRETARIES

Rebecca Kong Say Tsui  
(MAICSA 7039304)  
CCM Practising Certificate  
No. 202008001003

Yeng Shi Mei  
(MAICSA 7059759)  
CCM Practising Certificate  
No. 202008001282

#### REGISTERED OFFICE

Office Suite No. 603 Block C  
Pusat Dagangan Phileo Damansara 1  
No. 9, Jalan 16/11  
Off Jalan Damansara  
46350 Petaling Jaya  
Selangor Darul Ehsan  
Tel : +603 7890 0238

#### HEAD/MANAGEMENT OFFICE

No. 30-G & 30-3  
Jalan Radin Bagus 3  
Seri Petaling  
57000 Kuala Lumpur  
Wilayah Persekutuan  
Tel : +603 9054 8333  
Email : itmaxsales@itmax.com.my  
Website : www.itmax.com.my

#### STOCK EXCHANGE LISTING

Main Market of Bursa Securities

#### STOCK NAME/CODE

ITMAX/5309

#### AUDITORS

KPMG PLT  
(LLP0010081-LCA & AF 0758)  
Chartered Accountants  
Level 10, KPMG Tower  
8, First Avenue  
Bandar Utama  
47800 Petaling Jaya  
Selangor Darul Ehsan  
Tel : +603 7721 3388  
Fax : +603 7721 3399

#### SHARE REGISTRAR

AscendServ Capital Markets  
Services Sdn. Bhd.  
Office Suite No. 603 Block C  
Pusat Dagangan Phileo Damansara 1  
No. 9, Jalan 16/11  
Off Jalan Damansara  
46350 Petaling Jaya  
Selangor Darul Ehsan  
Tel : +603 7890 0238  
Email : investor.enquiry@ascendserv.com

#### PRINCIPAL BANKERS

Malayan Banking Berhad  
AmBank Islamic Berhad

# CORPORATE STRUCTURE

AS AT 2 APRIL 2026



## ITMAX SYSTEM BERHAD

Registration No. 200101008580 (544336-M)

100%



**Sena Traffic  
Systems Sdn. Bhd.**  
200701033286 (791314-W)

100%

**ITMAX Solutions Sdn. Bhd.**  
202301015194 (1509116-X)

100%



**Epeteknik Sdn. Bhd.**  
199801018077 (474206-P)

100%

**ITMAX Digital Sdn. Bhd.**  
202301015206 (1509128-H)

65%



**Southmax Sdn. Bhd.**  
202101021595 (1421895-K)

100%

**ITMAX Tech Solutions Sdn. Bhd.**  
202401019814 (1565663-A)

70%



**Selmax Sdn. Bhd.**  
202501010630 (1612044-A)

70%

**Enforcemax Sdn. Bhd.**  
202401046022 (1591868-U)

78%

**EMAX Health Sdn. Bhd.**  
202401054753 (1600597-K)

# MESSAGE FROM THE CHAIRMAN



## DEAR VALUED SHAREHOLDERS,

ITMAX System Berhad (“ITMAX” or the “Group”) continues to deliver strong growth and operational excellence for the financial year ended 31 December 2025 (“FYE 2025”). As an artificial intelligence (“AI”)-integrated digital infrastructure service provider, the Group remains well positioned to capitalise on the growing demand for smart city solutions across Malaysia.

**Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali**  
*Independent Non-Executive Chairman*

On behalf of the Board of Directors (“Board”) of ITMAX, it is my pleasure to present the Group’s Annual Report 2025 and audited financial statements for the financial year ended 31 December 2025.

FYE 2025 marked another year of meaningful progress for the Group as we continued to build on the strong foundation established in previous years. During the year, ITMAX achieved another record financial performance while further strengthening its technological capabilities and expanding its presence across multiple municipalities in Malaysia. In addition, the Group expanded its smart parking solutions across several municipalities in Johor and Selangor, marking another important step in broadening our smart city ecosystem. These achievements reaffirm the Group’s ability to deliver innovative solutions that support cities’ digital transformation while generating sustainable value for the stakeholders.

Throughout the year, we remained focused on executing our long-term strategy to expand our smart city ecosystem and enhance our AI-enabled infrastructure capabilities. Our continued investments in technology, talent, and infrastructure have strengthened our ability to support city councils and municipal authorities in managing increasingly complex urban environments.

## FINANCIAL PERFORMANCE

I am pleased to report that ITMAX delivered another year of record financial performance in FYE 2025. The Group achieved new highs in both revenue and profitability, reflecting continued growth momentum and strong execution across its business segments. Revenue grew by 12.1% to RM247.0 million, while profit after tax and minority interest (“PATAMI”) increased by 16.2% to RM93.4 million. This improved performance was primarily driven by higher contributions from the Group’s digital infrastructure solutions segment, particularly the increasing proportion of recurring revenue streams from smart city infrastructure projects, which recorded robust year-on-year revenue growth of 72.7%.

As at 31 December 2025, the Group’s order book was RM1.6 billion and will be recognised progressively until 2045. Additionally, our financial position remains healthy, with a net cash balance of RM92.6 million and a current ratio of 3.6 times, providing a strong foundation for continued growth and expansion.

# MESSAGE FROM THE CHAIRMAN

(cont'd)

## DIVIDEND

As a reward to our valued shareholders, the Board declared a single-tier dividend of 2.3 sen per ordinary share for FYE 2025. This represents an increase from the 2.0 sen per ordinary share declared in financial year ended 31 December 2024, reflecting the Group's strong financial performance during the year.

The dividend declared represents a payout ratio of approximately 25.4%, which is in line with the Group's dividend policy of distributing at least 20% of PATAMI to shareholders. The Board remains committed to deliver sustainable returns to shareholders while maintaining sufficient resources to support the Group's future growth initiatives.

## ECONOMIC OUTLOOK

Malaysia's economic outlook remains resilient, with GDP growth expected to remain within the 4.0%-4.5% range in 2026, supported by steady domestic demand and continued investment activities. Bank Negara Malaysia has maintained the Overnight Policy Rate at 2.75%, providing stable financing conditions and supporting investment and economic activities.

Economic growth is expected to be driven by strong domestic consumption, ongoing investments in infrastructure and industrial projects, continued expansion of the digital economy, and a recovery in tourism. In particular, the upcoming Visit Malaysia 2026 campaign is expected to provide additional momentum to the services sector. While the outlook remains generally positive, global geopolitical uncertainties and foreign exchange market volatility may pose external challenges. Nevertheless, resilient domestic demand and continued development initiatives are expected to support Malaysia's economic stability.

## SMART CITY IN MALAYSIA

Malaysia continues to advance its digital transformation agenda, with national initiatives aimed at strengthening artificial intelligence capabilities, driving digital innovation, and accelerating technology adoption. These developments are expected to drive growth in smart urban ecosystems nationwide.

At the state level, the Selangor government has collaborated with Malaysian Communications and Multimedia Commission ("MCMC") to accelerate smart city development initiatives. These initiatives focus on expanding fibre networks, public Wi-Fi infrastructure and 5G connectivity, which serve as the digital backbone for smart city solutions. In addition, the initiative seeks to enhance urban management capabilities through digital technologies, including improved traffic management, public safety monitoring and flood mitigation systems coordinated through the Selangor Integrated & Intelligent Operations Centre (SIIOC).

These developments demonstrate Malaysia's commitment to build technology-enabled cities and present significant opportunities for digital infrastructure providers such as ITMAX to support the country's smart city transformation.

# MESSAGE FROM THE CHAIRMAN

(cont'd)

## BUILDING A SUSTAINABLE FUTURE

Sustainability remains a core pillar of ITMAX's long-term strategy. The Group has adopted an Environmental, Social and Governance ("ESG") framework and continues to strengthen its sustainability practices to support responsible growth and long-term value creation. Key initiatives include promoting gender diversity inclusiveness, enforcing anti-corruption measures to enhance corporate integrity and governance as well as reducing our environmental footprint. Through these initiatives, ITMAX remains committed to contributing to the development of smarter, safer and more sustainable cities while ensuring responsible and ethical business practices. Further details on our ESG initiatives can be found in the Sustainability Statement on page 32 to 72 of this Annual Report.

## STRATEGIC MILESTONES AND FORWARD PLANS

FYE 2025 marked another year of expansion for the Group as we continued to scale our smart city ecosystem across Malaysia. In Kuala Lumpur, the Group completed the installation of an additional 5,000 CCTV units for Dewan Bandaraya Kuala Lumpur (DBKL). With the installation phase completed, the project is expected to commence its monetisation phase in FYE 2026, contributing to the Group's recurring revenue stream going forward.

The Group also strengthened its presence across key states. In Johor, ITMAX expanded its footprint where seven local councils appointed the Group to implement smart parking systems, while six councils adopted ITMAX's smart city solutions, including video surveillance and traffic management infrastructure. In Selangor, the Group was appointed as the Selangor Intelligent Parking operator for several municipalities, including Majlis Bandaraya Shah Alam (MBSA), Majlis Perbandaran Subang Jaya (MBSJ) and Majlis Perbandaran Selayang (MPS), further strengthening the Group's smart parking ecosystem.

During the year, the Group also expanded into new infrastructure segments through contracts related to railway infrastructure and immigration facilities, while the strategic acquisition of Tapway Sdn. Bhd., an artificial intelligence solutions provider specialising in computer vision and video analytics, strengthened ITMAX's AI capabilities and enabled the Group to expand into the private sector segment.

Looking ahead, the Group will continue to pursue expansion opportunities across municipalities in Malaysia, while advancing the adoption of digital twin technologies and further scaling its smart parking and smart city infrastructure ecosystem.

## APPRECIATION

On behalf of the Board, I would like to extend my sincere appreciation to the management team and employees of ITMAX for their dedication, professionalism and unwavering commitment to the Group's success.

I would also like to express our gratitude to our valued clients, business partners, associates, financial institutions and regulatory authorities for their continued trust and support.

Finally, to our esteemed shareholders, we thank you for your unwavering confidence in ITMAX. Your support inspires us to continue striving for excellence as we work towards delivering sustainable growth and long-term value for the Group.

## BOARD OF DIRECTORS

**01** **Mok Juan Chek**  
*Independent Non-Executive Director*

**02** **Ng Nen Sin**  
*Independent Non-Executive Director*

**03** **Michelle Tan Sing Chia**  
*Non-Independent Executive Director*

**04** **Tan Sri Dato' (Dr.) Tan Boon Hock**  
*Non-Independent Non-Executive Director*

**05** **Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali**  
*Independent Non-Executive Chairman*

**06** **William Tan Wei Lun**  
*Non-Independent Managing Director and Chief Executive Officer*

**07** **Datin AFINALIZA Binti Zainal Abidin**  
*Non-Independent Executive Director*




**08** **Heng Ai Shan**  
*Independent Non-Executive Director*



## BOARD OF DIRECTORS' PROFILE

### TAN SRI DATUK DR. IR. AHMAD TAJUDDIN BIN ALI

*Independent Non-Executive Chairman*

 Age	: 77	Number of Board Meetings Attended during the Financial Year	<b>5/5</b>
 Gender	: Male	Appointed on	27 May 2022
 Nationality	: Malaysian		



**Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali** ("Tan Sri Dr. Tajuddin") obtained his Ordinary National Diploma in Engineering from Brighton Technical College, Brighton, United Kingdom in 1970. He then graduated with First Class Honours in Bachelor of Science (Engineering) from King's College, University of London in August 1973. Subsequently, he obtained a doctorate in Nuclear Engineering from Queen Mary College, University of London in 1977. He did post-doctoral work in nuclear engineering at Oregon State University, United States of America ("United States") in 1977 and at Pennsylvania State University, United States in 1978.

Tan Sri Dr. Tajuddin began his career as an Assistant Engineer with the National Electricity Board, Malaya in 1973. He was sent to pursue his doctorate in Nuclear Engineering at Queen Mary College, University of London. He joined Tun Ismail Atomic Research Centre ("PUSPATI") as a Senior Research Officer and was promoted as the Deputy Director (Operations) of PUSPATI. In 1985, Tan Sri Dr. Tajuddin joined the International Atomic Energy Agency (IAEA) as field expert based in Jakarta.

In 1988, Tan Sri Dr. Tajuddin assumed the position of Deputy Director General of the Nuclear Energy Unit (UTN). In May 1989, he joined the Standards and Industrial Research Institute of Malaysia ("SIRIM") as a Director General. Tan Sri Dr. Tajuddin left SIRIM and joined Tenaga Nasional Berhad as its Chairman/Chief Executive in September 1996 until August 2000, where he was responsible for the day-to-day running of the company. In 2002, he was appointed as the President of Malaysia University of Science and Technology.

He joined the Advanced Management Program at Australian Administrative Staff College, Mount Eliza, Melbourne in 1983 and subsequently in 1994 he joined the Advanced Management Program (AMP 115) at Harvard Business School, Boston. Tan Sri Dr. Tajuddin was admitted to several professional bodies, including foundation fellow of the Academy of Sciences, Malaysia (FASc.), senior fellow of the Academy of Sciences Malaysia (Academician), fellow of the Institution of Engineers Malaysia (F.I.E.M.), fellow of the ASEAN Federation of Engineering Organisations (A.F.E.O.) and fellow of the ASEAN Academy of Engineering and Technology (A.A.E.T.). He is also a Registered Professional Engineer (P. Eng.) and an ASEAN Chartered Professional Engineer (A.C.P.E.), both accredited by the Board of Engineers Malaysia.

Tan Sri Dr. Tajuddin was conferred the Honorary Doctor of Science Degree by University Putra Malaysia in 2000, Honorary Doctor of Engineering Degree by Universiti Tenaga Nasional in 2008, Honorary Doctor of Science Degree by Universiti Malaysia Terengganu in 2009, Honorary Doctor of Engineering Degree by Universiti Teknikal Malaysia Melaka ("UTeM") in 2014, Honorary Doctor of Science Degree by Universiti Kebangsaan Malaysia in 2015 and Honorary Doctorate of Management Degree by Universiti Malaysia Perlis in 2016.

Tan Sri Dr. Tajuddin is the Joint Chairman (Industry) of Malaysian Industry-Government Group of High Technology (MIGHT). He is the Advisory Council of Federation of Malaysian Manufacturing (FMM) and a council member of the Northern Corridor Implementation Authority (NCIA), chaired by the Prime Minister of Malaysia. Tan Sri Dr. Tajuddin is also the Chairman of the Board of Trustees of Tropical Science Foundation.

Tan Sri Dr. Tajuddin is currently involve in several other companies and statutory bodies in various capacities. In addition to serving as the Independent Non-Executive Chairman of Plytec Holding Berhad and NuEnergy Holdings Berhad, both of which are public companies listed on the Main Market of Bursa Malaysia Securities Berhad, he also holds the position of Chairman of the Board of Linde Malaysia Holdings Berhad and KEB Berhad, both of which are non-listed public companies.

In the education sector, Tan Sri Dr. Tajuddin is a member of the Board of Directors, a member of the Board of Governors and Pro-Chancellor of Universiti Tenaga Nasional (UNITEN) Sdn. Bhd. and a member of the Board of Monash University Malaysia Sdn. Bhd. He is also the Pro-Chancellor of Universiti Sains Malaysia (USM) and the Chairman of the Board of Governors of the Malay College Kuala Kangsar, his alma mater.

Tan Sri Dr. Tajuddin was appointed as Independent Non-Executive Chairman of the Company on 27 May 2022.

Tan Sri Dr. Tajuddin has no conflict of interest with the Company and has no family relationship with any Director and/or major shareholder of the Company. He has not been convicted of any offence (other than traffic offence, if any) within the past five (5) years nor subject to any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.




## BOARD OF DIRECTORS' PROFILE

(cont'd)



### TAN SRI DATO' (Dr.) TAN BOON HOCK

*Non-Independent Non-Executive Director*

 Age	: 70	Number of Board Meetings Attended during the Financial Year	<b>5/5</b>
 Gender	: Male	Appointed on 17 July 2020	
 Nationality	: Malaysian		

**Tan Sri Dato' (Dr.) Tan Boon Hock** ("Tan Sri Tan") was appointed to the Board in July 2020. He is a major shareholder of the Company.

In 2007, Tan Sri Tan incorporated Sena Traffic Systems Sdn. Bhd. ("STS") and became involved in the development and production of traffic controllers and traffic control centre system. Over the years, STS has broadened its business activities to include the research and development of digital solutions and system products for city administration and traffic management, supply/installation and maintenance of traffic light systems and related infrastructure and providing leased and managed services of video surveillance and analytics systems in Malaysia.

In 2019, Tan Sri Tan acquired interests in our Company, which is involved in the supply and installation and provision of public space networked systems.

In his capacity as Director, Tan Sri Tan has provided business and management guidance and strategic advice to the senior management of our Group over the years. He has also played a leading role in the formulation of the business direction and strategies of our Group.

Tan Sri Tan is also involved in the eye specialist healthcare industry through Optimax Holdings Berhad, a public company listed on the Main Market of Bursa Malaysia Securities Berhad, where he currently serves as the Deputy Executive Chairman.

He is interested in various Recurrent Related Party Transactions ("RRPT") which are carried out in the ordinary course of business as disclosed in the Company's Circular for RRPT where the annual mandate is sought. He has immediate family members working in the Group, i.e. his children.




Tan Sri Tan is father to William Tan Wei Lun and Michelle Tan Sing Chia. He has not been convicted of any offence (other than traffic offence, if any) within the past five (5) years nor subject to any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

## BOARD OF DIRECTORS' PROFILE

(cont'd)

### WILLIAM TAN WEI LUN

*Non-Independent Managing Director and Chief Executive Officer*

 Age	: 33	Number of Board Meetings Attended during the Financial Year	<b>5/5</b>
 Gender	: Male	Appointed on	17 July 2020
 Nationality	: Malaysian		



**William Tan Wei Lun** ("William") obtained his Bachelor of Engineering (Civil Engineering) from the University of Manchester, United Kingdom in 2015.

William began his career in Sena Traffic Systems Sdn. Bhd. ("STS") in June 2015 as an Engineer, where he focused on research and development on public space networked systems which includes networked traffic light management systems, networked lighting systems and networked video surveillance systems. In 2016, he was promoted to the position of Business Development Manager in STS. In view of STS's research and development capabilities which complements our Company's business and given the established business relationship between STS and our Company, it was agreed that William concurrently assume the position of Business Development Manager in our Company and STS with the objective of promoting joint business development strategies.

Following his appointment to our Company, William had led various business initiatives for our Company and STS in the public space networked systems. In 2018, he was promoted to the position of Business Development Director of our Company. In 2020, he was promoted as Chief Executive Officer before assuming the additional role of Managing Director of our Company in 2022.

In his role as Managing Director and Chief Executive Officer of our Group, he is responsible for overseeing the entire Group operations, implementing business plans, developing new business opportunities and executing our Group's short to long term business strategies.

Other than the Company, William does not hold directorship in any other public companies and listed issuers in Malaysia.

He is interested in various Recurrent Related Party Transactions ("RRPT") which are carried out in the ordinary course of business as disclosed in the Company's Circular for RRPT where the annual mandate is sought. He has immediate family members working in the Group, i.e. his father and sister.

William is the son of Tan Sri Dato' (Dr.) Tan Boon Hock. He is also the brother to Michelle Tan Sing Chia. He has not been convicted of any offence (other than traffic offence, if any) within the past five (5) years nor subject to any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.




## BOARD OF DIRECTORS' PROFILE

(cont'd)



### DATIN AFINALIZA BINTI ZAINAL ABIDIN

*Non-Independent Executive Director*

 Age	: 58	Number of Board Meetings Attended during the Financial Year	<b>5/5</b>
 Gender	: Female	Appointed on	27 May 2002
 Nationality	: Malaysian		

**Datin AFINALIZA Binti Zainal Abidin** (“Datin AFINALIZA”) began her career as a Secretary in March 1985 with Kelab Sultan Alam Shah Selangor (now known as Sultan Abdul Aziz Shah Golf and Country Club). Upon her resignation, she joined Cofreth (M) Sdn. Bhd. in December 1988 as a Secretary, where she assumed administrative and secretarial works.

In July 2002, Datin AFINALIZA acquired 40% equity interest in our Company and over the years until 2016, she increased her shareholding in our Company from 40% to 90% equity interest. After becoming a shareholder of our Company, Datin AFINALIZA played a leading role in the business development, stakeholders’ management, human resource and talent management of our Company over the years.

In October 2019, Datin AFINALIZA disposed her entire equity interest in our Company to Akasia Rafflesia Sdn. Bhd. (“ARSB”) while ARSB granted Datin AFINALIZA a call option to acquire 30% equity interest held by ARSB in our Company. Notwithstanding the disposal of her entire equity interest in our Company in October 2019, she remained as Director and continued in her business development role with our Company.

In October 2021, Datin AFINALIZA exercised her call option to acquire 30% equity interest of our Company from ARSB, through Ganda Sensasi Sdn. Bhd., a company nominated by her to acquire the 30% equity interest.

As our Non-Independent Executive Director, Datin AFINALIZA oversees the business development for our Group and her business development role includes stakeholders’ management for the projects secured for our Group.

Other than the Company, Datin AFINALIZA does not hold directorship in any other public companies and listed issuers in Malaysia.




Datin AFINALIZA has no conflict of interest with the Company and has no family relationship with any Director and/or major shareholder of the Company. She has not been convicted of any offence (other than traffic offence, if any) within the past five (5) years nor subject to any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

## BOARD OF DIRECTORS' PROFILE

(cont'd)

### MICHELLE TAN SING CHIA

*Non-Independent Executive Director*

 Age	: 37	Number of Board Meetings Attended during the Financial Year	<b>5/5</b>
 Gender	: Female		
 Nationality	: Malaysian	Appointed on 8 June 2022	



**Michelle Tan Sing Chia** (“Michelle”) obtained a Bachelor of Science in Accounting and Finance degree from Cardiff University, United Kingdom in 2010.

She began her career as a Credit Control Officer at Pantai Hospital Kuala Lumpur in 2011, where she was primarily responsible for conducting credit checks on new customers and resolving problems for outstanding invoice payments. In late 2011, she joined Rawang Specialist Center Sdn. Bhd. as an Assistant to the Chief Operating Officer, where she was involved in establishing and setting up of the Rawang Specialist Hospital (now known as KPJ Rawang Specialist Hospital).

In November 2012, she was appointed as a director of Sena Traffic Systems Sdn. Bhd. (“STS”) and was responsible for overseeing the finance and accounting functions of STS.

In June 2013, she left Rawang Specialist Center Sdn. Bhd. and joined Sena Letrik (M) Sdn. Bhd. (“Sena Letrik”) as Acting Chief Financial Controller in December 2013, where she was primarily responsible for handling day-to-day finance activities and financial planning of the Sena Letrik Group of Companies (including STS, which was a subsidiary of Sena Letrik until January 2018).

In August 2018, Michelle left Sena Letrik and joined Optimax Eye Specialist Centre Sdn. Bhd. (a subsidiary of Optimax Holdings Berhad, being a public company listed on the Main Market of Bursa Malaysia Securities Berhad) as Group Financial Controller. She was re-designated as Chief Financial Officer of Optimax Holdings Berhad in January 2020, where she was primarily responsible for overseeing the finance and accounting, treasury functions and regulatory compliance matters of the Optimax Holdings Berhad and its group of companies until her resignation in May 2022. She was subsequently appointed as the Non-Independent Executive Director of Optimax Holdings Berhad in December 2022 and holds the position till present.

Michelle was appointed as Non-Independent Executive Director of the Company on 8 June 2022.

She is interested in various Recurrent Related Party Transactions (“RRPT”) which are carried out in the ordinary course of business as disclosed in the Company’s Circular for RRPT where the annual mandate is sought. She has immediate family members working in the Group, i.e. her father and brother.

Michelle is the daughter of Tan Sri Dato’ (Dr.) Tan Boon Hock. She is also the sister to William Tan Wei Lun. She has not been convicted of any offence (other than traffic offence, if any) within the past five (5) years nor subject to any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.




## BOARD OF DIRECTORS' PROFILE

(cont'd)



### MOK JUAN CHEK

*Independent Non-Executive Director*

	Age : 70	Number of Board Meetings Attended during the Financial Year	<b>5/5</b>
	Gender : Male		
	Nationality : Malaysian	Appointed on 27 May 2022	
	<ul style="list-style-type: none"> <li>➤ Chairman of Nomination and Remuneration Committee</li> <li>➤ Member of Audit and Risk Management Committee</li> </ul>		

**Mr. Mok Juan Chek** (“Mr. Mok”) obtained a Diploma in Agriculture and a Bachelor of Science in Agribusiness from Universiti Pertanian Malaysia in 1976 and 1984 respectively. He began his career as an Officer in Rubber Industry Smallholders Development Authority (“RISDA”) in May 1976. He left RISDA in May 1984 and joined Public Bank Berhad as a Senior Operation Officer. In 1985, he was transferred to Public Finance Berhad as a Senior Administrative Officer.

In October 1990, Mr. Mok left Public Finance Berhad and joined Chung Khiaw Bank as Assistant Manager. He was promoted to the role of Deputy Manager and then Assistant Vice President of Credit Department.

Mr. Mok left Chung Khiaw Bank and joined Hong Leong Bank Berhad in May 1995 as Branch Manager. He was promoted to General Manager of Hong Leong Bank Berhad in May 2001, where he oversaw the entire credit card department of the bank. In 2002, Mr. Mok was transferred to the Business Banking Department of Hong Leong Bank Berhad, where he was in charge of the Business Banking portfolio for southern and east coast regions of Peninsular Malaysia from 2002 to 2008.

In September 2008, Mr. Mok left Hong Leong Bank Berhad and joined AmBank Berhad as General Manager, where he was tasked with Business Banking portfolio for southern and east coast regions of Peninsular Malaysia. Mr. Mok was promoted to Head of Mid-Corporates Segment in 2016 and subsequently to Executive Vice President, where he oversaw the operation and management of the Mid-corporates Segment of the bank until his retirement in May 2020.

Following his retirement from AmBank Berhad, Mr. Mok was appointed as Strategic Adviser of Affin Hwang Asset Management Berhad in September 2020, until the expiry of his contract on 31 December 2022.

Mr. Mok serves on the Board of several public listed companies, including Synergy House Berhad as Independent Non Executive Chairman since 29 October 2021, and Tiong Nam Logistics Holdings Berhad as an Independent Non-Executive Director since 1 April 2024.

Mr. Mok was appointed as Independent Non-Executive Director of the Company on 27 May 2022.




Mr. Mok has no conflict of interest with the Company and has no family relationship with any Director and/or major shareholder of the Company. He has not been convicted of any offence (other than traffic offence, if any) within the past five (5) years nor subject to any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

## BOARD OF DIRECTORS' PROFILE

(cont'd)

### NG NEN SIN

*Independent Non-Executive Director*

 Age	: 38	Number of Board Meetings Attended during the Financial Year	<b>5/5</b>
 Gender	: Female	Nationality	: Malaysian
 Nationality	: Malaysian	Appointed on	27 May 2022

- Member of Nomination and Remuneration Committee
- Member of Audit and Risk Management Committee



**Ms. Ng Nen Sin** (“Ms. Ng”) obtained a Bachelor of Laws degree from Universiti Malaya in 2010 and was admitted to the Malaysian Bar as an advocate and solicitor on 17 June 2011.

Ms. Ng commenced her pupillage with Lee Hishamuddin Allen & Gledhill in July 2010 and was subsequently retained as a Legal Associate in Lee Hishammuddin Allen & Gledhill in 2011. During her tenure in Lee Hishammuddin Allen & Gledhill, she has had experience in various corporate law matters relating to debt capital markets and mergers and acquisitions exercises involving public listed companies.

In May 2016, Ms. Ng left Lee Hishamuddin Allen & Gledhill and joined KC Lee Chambers as Partner until March 2018. She subsequently left KC Lee Chambers and joined Gary Lee & Partners as Partner in March 2018 until her resignation in November 2020. During her tenure as a Partner of KC Lee Chambers and Gary Lee & Partners, she undertook work in mergers and acquisitions, as well as handling banking and finance and real estate matters.

In December 2020, Ms. Ng joined Mira Sham, Yong & Connie Ng as Partner, specialising in the same areas of law and has also been involved in cross border transactions and redevelopment projects.

Ms. Ng was appointed as Independent Non-Executive Director of the Company on 27 May 2022. Other than the Company, Ms. Ng does not hold directorship in any other public companies and listed issuers in Malaysia.

Ms. Ng has no conflict of interest with the Company and has no family relationship with any Director and/or major shareholder of the Company. She has not been convicted of any offence (other than traffic offence, if any) within the past five (5) years nor subject to any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.




## BOARD OF DIRECTORS' PROFILE

(cont'd)



### HENG AI SHAN

*Independent Non-Executive Director*

	Age	: 41	Number of Board Meetings Attended during the Financial Year	<b>5/5</b>
	Gender	: Female		
	Nationality	: Malaysian	Appointed on 27 May 2022	

- Chairman of Audit and Risk Management Committee
- Member of Nomination and Remuneration Committee

**Ms. Heng Ai Shan** (“Ms. Heng”) obtained a Bachelor of Business (Accounting) from Monash University in 2005. She has been a member of the Malaysian Institute of Accountants and the CPA Australia since 2009 and an associate of the Chartered Tax Institute of Malaysia since 2013.

Ms. Heng began her career as Audit Associate with PricewaterhouseCoopers in January 2006. She was then promoted to Audit Senior in January 2008.

In April 2008, she left PricewaterhouseCoopers and joined J.S. Heng & Co., an accounting firm specialised in providing Audit and Tax Services to small and medium-sized enterprises as Audit & Tax Assistant Manager. Beyond that, she assisted the founder of the firm and her father, Mr. J.S. Heng, in all the firm’s affairs which included serving and communicating with clients and dealing with human resources matters.

She was promoted to Audit & Tax Manager in January 2010, where she oversaw audit services, client relations related matters and human resources matters. She was also responsible for the firm’s staff recruitment.

In November 2016, Ms. Heng was promoted as partner in J.S. Heng & Co, after obtaining her audit licence where she oversaw the entire operations of the firm. Following the retirement of her father in July 2018, Ms. Heng has been the sole proprietor of the firm.

In April 2013, having obtained her tax license, Ms. Heng founded her tax firm LS Consultancy & Management Sdn. Bhd., providing income tax compliance and consulting services, as well as tax submission, tax estimation and tax planning advises and services to clients.

Ms. Heng was appointed as Independent Non-Executive Director of the Company on 27 May 2022. Other than the Company, Ms. Heng does not hold directorship in any other public companies and listed issuers in Malaysia.

Ms. Heng has no conflict of interest with the Company and has no family relationship with any Director and/or major shareholder of the Company. She has not been convicted of any offence (other than traffic offence, if any) within the past five (5) years nor subject to any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

## KEY SENIOR MANAGEMENT

01

**Then Chee Guey**  
*Chief Operating Officer*

02

**Shaun Tee Wen Han**  
*Chief Financial Officer*

03

**Datin Afinaliza Binti Zainal Abidin**  
*Non-Independent Executive Director*

04

**William Tan Wei Lun**  
*Non-Independent Managing Director  
and Chief Executive Officer*

05

**Michelle Tan Sing Chia**  
*Non-Independent Executive Director*

06

**Fun Mun Sek**  
*Chief Commercial Officer*



## PROFILE OF KEY SENIOR MANAGEMENT



**WILLIAM  
TAN WEI LUN**  
*Non-Independent  
Managing Director and  
Chief Executive Officer*  
Age: 33  
Gender: Male  
Nationality: Malaysian

Please refer to his profile in the Board of Directors' Profile on page 11



**MICHELLE  
TAN SING CHIA**  
*Non-Independent  
Executive Director*  
Age: 37  
Gender: Female  
Nationality: Malaysian

Please refer to her profile in the Board of Directors' Profile on page 13



**DATIN AFINALIZA  
BINTI ZAINAL  
ABIDIN**  
*Non-Independent  
Executive Director*  
Age: 58  
Gender: Female  
Nationality: Malaysian

Please refer to her profile in the Board of Directors' Profile on page 12



**SHAUN TEE  
WEN HAN**  
*Chief Financial Officer*  
Age: 38  
Gender: Male  
Nationality: Malaysian  
Appointed on  
2 November 2020

**Shaun Tee Wen Han** ("Shaun") obtained his Bachelor of Commerce degree in Accounting and Finance from the University of Melbourne, Australia in 2009. He has been a member of CPA Australia since 2014 and a member of Malaysian Institute of Accountants since 2021.

Shaun began his career as an Audit Associate with KPMG PLT, Malaysia in July 2011. He was then promoted Audit Manager in July 2016, where he was involved in providing audit services to clients across various industries. In November 2016, Shaun left KPMG PLT, Malaysia and joined KPMG Australia as an Audit and Assurance Manager, where he was primarily responsible for providing audit and assurance advisory services to clients operating in the real estate and financial services industries until his resignation in November 2018.

Shaun rejoined KPMG PLT, Malaysia in May 2019 as a Manager in the Deals Advisory Division, where he was mainly involved in the provision of transaction services for clients, including conducting financial and audit due diligence exercises.

He left KPMG PLT, Malaysia in April 2020 and joined UEM Edgenta Berhad as a Manager in its corporate development, strategy and planning department, where he was primarily responsible for formulating corporate strategies and development plans for UEM Edgenta Berhad and its Group of Companies.

Shaun left UEM Edgenta Berhad in October 2020 and joined our Company as our Chief Financial Officer where he manages all financial (including financial planning and reporting), treasury, accounting, legal, tax and regulatory compliance matters of our Group. He does not hold directorship in any public companies and listed issuers in Malaysia.

Shaun has no conflict of interest with the Company and has no family relationship with any Director and/or major shareholder of the Company. He has not been convicted of any offence (other than traffic offence, if any) within the past five (5) years nor subject to any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

## PROFILE OF KEY SENIOR MANAGEMENT

(cont'd)

### THEN CHEE GUEY

*Chief Operating Officer*

*Age: 55*

*Gender: Male*

*Nationality: Malaysian*

*Appointed on*

*1 January 2021*



Then Chee Guey ("Mr. Then") obtained his Bachelor of Science in Electrical Engineering degree from South Dakota State University, United States in 1993.

Following his graduation in 1993, Mr. Then began his career as Process Control Engineer with Thomson Audio Muar Sdn. Bhd., where he was primarily responsible for overseeing the manufacturing line in order to improve the production rate and to reduce the rejection rate of the audio and video related products manufactured by the company.

In 1994, Mr. Then joined MATSUSHITA Electronics Components (M) Sdn. Bhd. as Technical Engineer, where his focus was on product improvements. In the same year, Mr. Then left MATSUSHITA Electronics Components (M) Sdn. Bhd. and joined CAD-CAM Services (M) Sdn. Bhd. as Application Engineer, where he was primarily involved in the control and management of application software for data application. He left CAD-CAM Services (M) Sdn. Bhd. in 1995 and joined KUB Sistem as Application Engineer, where he was responsible for the management of oil and gas software distributed by the company.

In 1997, Mr. Then left KUB Sistem and joined Caruni Integrated Technologies Sdn. Bhd. as Technical Support Engineer, where he was tasked with providing technical support, as well as preparing tender applications and submissions for government projects. Subsequently in 2001, Mr. Then joined South Pacific Electronics Sdn. Bhd. as Assistant Manager, where he was mainly responsible for marketing and procurement of projects for the company.

In 2002, he joined Sena Letrik (M) Sdn. Bhd. as Senior Project Engineer and being promoted as Project Manager in 2006, where he was involved in project implementation and management until his resignation in 2019. In November 2019, he joined Sena Traffic Systems Sdn. Bhd. ("STS") as Project Director, where he was primarily responsible for overseeing STS's operations and project implementation.

Mr. Then was promoted to the position of Chief Operating Officer of STS and the Company on 1 January 2021 and he plays a leading role in overseeing our Group's operations and project implementation. He does not hold directorship in any public companies and listed issuers in Malaysia.

Mr. Then has no conflict of interest with the Company and has no family relationship with any Director and/or major shareholder of the Company. He has not been convicted of any offence (other than traffic offence, if any) within the past five (5) years nor subject to any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

### FUN MUN SEK

*Chief Commercial Officer*

*Age: 53*

*Gender: Male*

*Nationality: Malaysian*

*Appointed on*

*2 March 2020*



**Fun Mun Sek** (Mr. Fun) obtained a Graduate Diploma in Accounting from University Abertay Dundee, Scotland in 1995.

Mr. Fun began his career as Financial Executive with IBM Malaysia Sdn. Bhd. in 1995. In 1996, he left IBM Malaysia Sdn. Bhd. and joined VADS Sdn. Bhd. as Financial Analyst. In 1998, he was promoted to Business Development Executive, where he was involved in business development and sale of information and communications technology as well as network related services and products.

In January 1999, Mr. Fun left VADS Sdn. Bhd. and founded Databeam Net Sdn. Bhd. in February 2000, a company involved in the business of sale of information and communications technology and network related services and products. In June 2000, Mr. Fun ceased the business of Databeam Net Sdn. Bhd. and in July 2000, he joined SLW Communications Sdn. Bhd. as Sales Account Manager, where he was tasked with the sale of internet protocol telephony and voice over internet protocol solutions.

In November 2000, Mr. Fun left SLW Communications Sdn. Bhd. and joined Suidar Elektronik Sdn. Bhd. as General Manager, where he was responsible for the business operation of satellite and wireless network services.

In June 2003, Mr. Fun left Suidar Elektronik Sdn. Bhd. and joined Telescience (M) Sdn. Bhd. as General Manager, where he managed the business operation of telecommunications as well as information and communication technology related products until his resignation in 2005.

Mr. Fun founded Basic Gateway Sdn. Bhd. in August 2003, a company involved in the business of selling telecommunications, wireless and information technology networks related products.

On 2 March 2020, Mr. Fun ceased the business of Basic Gateway Sdn. Bhd. and joined Sena Traffic Systems Sdn. Bhd. ("STS") as Chief Marketing Officer. He is responsible for overseeing all marketing, sales and business development activities of our Group. In 2024, Mr. Fun was promoted to the position of Chief Commercial Officer of STS and our Company. In addition to his current responsibilities, he also assumes the responsibilities for the Group's business strategy, new technology exploration, partnership engagement and marketplace ecosystem development. He does not hold directorship in any public companies and listed issuers in Malaysia.

Mr. Fun has no conflict of interest with the Company and has no family relationship with any Director and/or major shareholder of the Company. He has not been convicted of any offence (other than traffic offence, if any) within the past five (5) years nor subject to any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

# MANAGEMENT DISCUSSION AND ANALYSIS OF BUSINESS OPERATIONS AND FINANCIAL PERFORMANCE



## OVERVIEW OF THE GROUP'S BUSINESS AND OPERATIONS

ITMAX is a leading Artificial Intelligence (“AI”) powered integrated digital infrastructure service provider, playing a crucial role in driving smart city transformation. By embedding AI technologies across its core systems, including smart video surveillance, smart parking, smart traffic management, smart street lighting and communication networks, ITMAX delivers mission critical systems that are intelligent, data-driven infrastructure which supports modern urban management and digital transformation initiatives.

As an AI-powered integrated digital infrastructure service provider, ITMAX's vision is to create cutting-edge integrated technology solutions that promote sustainable urban living. These solutions are designed to improve the management of cities, townships, and enterprises through smarter, data-driven insights. Public spaces, including roads and parks, are primarily managed by government entities, and ITMAX's goal is to leverage technology to enhance urban environments, making them safer, more efficient, and more sustainable.

ITMAX's core competency lies in the following:

- Smart video surveillance systems;
- Smart parking system;
- Smart traffic management systems;
- Smart lighting systems;
- Communication network services; and
- Data digitalisation

# MANAGEMENT DISCUSSION AND ANALYSIS OF BUSINESS OPERATIONS AND FINANCIAL PERFORMANCE

(cont'd)

## OVERVIEW OF THE GROUP'S BUSINESS AND OPERATIONS *cont'd*

### Key Contracts and Achievements

In 2025, the Group strengthened its position as a leading smart city and digital infrastructure service provider by securing multiple long-term contracts with municipal councils and federal agencies across Malaysia. These awards highlight the Group's technology leadership and nationwide reach. The Group's achievements in 2025 include:

1. On 6 January 2025, ITMAX accepted a letter of acceptance from Majlis Bandaraya Pulau Pinang for the upgrading and maintenance of closed-circuit television ("CCTV") systems within its jurisdiction. The contract, valued at RM12 million, spans from January 2025 to September 2030.
2. Southmax Sdn. Bhd. ("**Southmax**"), a 65%-owned subsidiary of ITMAX, accepted multiple letters of appointment in 2025 and 2026 for smart parking systems and services. Notable contracts include:
  - Majlis Perbandaran Pontian for outdoor parking spaces within its jurisdiction (February 2025 to January 2040)
  - Majlis Daerah Mersing for outdoor parking spaces within its jurisdiction (May 2025 to Apr 2040)
  - Majlis Bandaraya Johor Bahru for on-street parking spaces within its jurisdiction (May 2026 to April 2041)
3. On 17 March 2025, ITMAX accepted a letter of acceptance from Majlis Bandaraya Seberang Perai for the installation and maintenance of CCTV systems within its jurisdiction, valued at RM27 million. The contract runs from April 2025 to October 2034.
4. On 25 March 2025, Southmax accepted a letter of acceptance from Majlis Perbandaran Pengerang for the installation of CCTV systems with AI features and the establishment of a Smart Integrated Operation Centre, valued at RM30 million. The contract period is from March 2025 to March 2040.
5. On 31 July 2025, Southmax accepted a letter of acceptance from Majlis Bandaraya Johor Bahru for the provision of traffic management services, including surveillance, repair and maintenance of smart traffic light systems on a monthly subscription basis. The contract is valued at RM145 million and runs from August 2025 to July 2045.
6. Selmax Sdn. Bhd., a 70%-owned subsidiary of ITMAX, accepted multiple letters of appointment between August and September 2025 to serve as the Selangor Intelligent Parking operator and manage parking compounds for gazetted car park spaces for a period of 10 years, with an option to extend for an additional 5 years:
  - Majlis Bandaraya Subang Jaya
  - Majlis Bandaraya Shah Alam
  - Majlis Perbandaran Selayang
7. On 22 August 2025, ITMAX accepted a letter of acceptance from Railway Assets Corporation for the upgrading and maintenance of CCTV infrastructure across the railway network using advanced technology. The contract commenced in September 2025 for a duration of 68 months, with a total value of RM14 million.
8. On 22 September 2025, Southmax accepted a letter of acceptance from Majlis Perbandaran Batu Pahat for the installation and rental of CCTV systems with AI features, panic button, and smart traffic light, as well as the establishment of the Batu Pahat Smart Integrated Operation Centre. The contract period is 180 months, commencing in September 2025, with a total value of RM51 million.
9. On 17 December 2025, ITMAX accepted a letter of acceptance from Kementerian Dalam Negeri for the installation and rental of CCTV systems at national cross-border entry and exit points in Peninsular Malaysia under the Immigration Department of Malaysia. The contract runs from July 2026 to June 2029, with a total value of RM36 million.
10. On 23 December 2025, ITMAX accepted a letter of acceptance from Dewan Bandaraya Kuala Lumpur for the provision of operational and maintenance services for smart traffic light systems. The contract is valued at RM42 million and spans a period of three years.

# MANAGEMENT DISCUSSION AND ANALYSIS OF BUSINESS OPERATIONS AND FINANCIAL PERFORMANCE

(cont'd)

## OVERVIEW OF THE GROUP'S BUSINESS AND OPERATIONS *cont'd*

### Core Business Segments

ITMAX's principal activities are organised into the following core solution areas:

#### [Smart Video Surveillance Systems](#)

Our Smart Video Surveillance System integrates cutting-edge AI and machine learning technologies, providing an intelligent solution for urban areas where security and safety are paramount. These systems are an essential component of smart city infrastructure, utilising advanced capabilities like facial recognition and license plate recognition to effectively monitor individuals and vehicles.

In addition to enhancing security, our AI-powered surveillance systems contribute to broader city management efforts. They are equipped with features that can detect illegal hawkers, identify potholes, recognise illegal buntings, and monitor flood-prone areas, among other capabilities. This integration of AI technologies delivers a holistic approach to managing urban spaces, improving both safety and operational efficiency.

#### [Smart Parking Systems](#)

Through the use of its Smart Parking Systems, ITMAX manages a substantial number of gazetted parking bays under long term revenue-sharing contracts with local authorities. This further strengthens ITMAX digital infrastructure footprint while enhancing the sustainability and visibility of its recurring income base.

#### [Smart Traffic Management Systems](#)

ITMAX develops and deploys smart traffic management solutions aimed at optimising traffic flow, reducing congestion and enhancing road safety.

The Group is the original designer and manufacturer of its proprietary traffic light controller system branded TrafficSens, for which it holds two patents. These controllers are connected to a central command system that dynamically adjusts signal timing based on real-time traffic data.

#### [Smart Lighting Systems](#)

ITMAX provides smart, energy-efficient lighting solutions through its proprietary Selmos system. Selmos enables remote monitoring and control of street lighting infrastructure, allowing city administrators to:

- Schedule lighting operations
- Adjust brightness levels (dimming features)
- Monitor system performance and faults
- Generate asset health and maintenance reports

These solutions contribute to energy efficiency, cost savings and improved urban liveability.

#### [Communication Network Services](#)

ITMAX owns and operates fibre optic and telecommunications infrastructure that provides secure and reliable connectivity to support ITMAX's digital infrastructure ecosystem.

The Group holds the following licences issued by the Malaysian Communications and Multimedia Commission ("MCMC"):

- Network Facilities Provider Individual Licence (NFP(I))
- Network Service Provider Individual Licence (NSP(I))
- Application Service Provider Licence (ASP)

# MANAGEMENT DISCUSSION AND ANALYSIS OF BUSINESS OPERATIONS AND FINANCIAL PERFORMANCE

(cont'd)

## OVERVIEW OF THE GROUP'S BUSINESS AND OPERATIONS *cont'd*

### *Core Business Segments cont'd*

#### Communication Network Services cont'd

These licences enable ITMAX to own and operate fibre optic networks, construct and manage telecommunication towers and monopoles, provide bandwidth services and design and build interconnected digital infrastructure systems.

#### Data Digitalisation

The rise of digital technologies has transformed the way data is collected, analysed and utilised. Historically, data collection in urban spaces was often manual and inefficient, leading to underutilisation of valuable information. ITMAX has revolutionised this process through Data Digitalisation, leveraging Internet of Things (IoT) devices and video surveillance technologies to capture and record data and provide actionable insights in real-time.

Using AI we create cutting-edge technology solutions that promote sustainable urban living. These solutions are designed to improve the management of cities, townships, and enterprises through smarter, data-driven insights.

### *Revenue Model*

ITMAX operates under a dual revenue model designed to primarily generate recurring revenue and revenue from contracts which are progressive in nature. These revenue streams are:

#### Digital Infrastructure Solutions

This model primarily operates under an asset ownership operating model where customers subscribe to ITMAX's digital infrastructure and services which includes smart video surveillance, smart traffic management systems and data analytics platforms. This segment also includes smart parking where revenue is based on a revenue share model with the customer.

Revenue is primarily derived from recurring monthly subscription fees and a share of parking collection collected daily, which cover infrastructure usage, system operation, maintenance and value-added services throughout the contract tenure. This model provides predictable, recurring revenue streams and long-term client engagement.

#### Supply, Installation and Maintenance Services

This model focuses on providing supply, installation and maintenance services for our networked systems and solutions, which often includes connecting these systems to designated control centres. Progressive contract fees are recognised over the contract period for these services.

### *Operational Updates*

Global economic growth experienced a period of moderation and uncertainty in 2025, shaped by trade tensions, tariff adjustments, and cautious business sentiment. While some of the more extreme tariff measures were tempered through subsequent agreements, the overall environment remained volatile. Temporary factors that supported activity in the first half of 2025, such as front-loading of demand, gradually dissipated.

According to the latest International Monetary Fund World Economic Outlook, global growth is projected to slow slightly from 3.3% in 2024 to 3.2% in 2025, reflecting a downward revision relative to pre-policy-shift forecasts, though slightly higher than April 2025 projections.

(Source : <https://www.imf.org/en/publications/weol/issues/2025/10/14/world-economic-outlook-october-2025>)

This global backdrop presents a challenging growth environment but also highlights the critical role of technology-driven productivity and digital infrastructure in enhancing resilience and supporting sustainable long-term economic growth.

# MANAGEMENT DISCUSSION AND ANALYSIS OF BUSINESS OPERATIONS AND FINANCIAL PERFORMANCE

(cont'd)

## OVERVIEW OF THE GROUP'S BUSINESS AND OPERATIONS *cont'd*

### Operational Updates *cont'd*

Malaysia's economy demonstrated notable resilience in 2025, underpinned by robust domestic demand, sustained investment activity, and strong export performance. The economy expanded by 5.2% in 2025, up from 5.1% in 2024, driven by strong household spending, sustained private and public sector investments, and government-led initiatives.

(Source: [https://www.bnm.gov.my/-/qb25q4\\_en\\_pr](https://www.bnm.gov.my/-/qb25q4_en_pr))

Major national initiatives, including the New Industrial Master Plan, National Energy Transition Roadmap, and National Semiconductor Strategy, continued to accelerate technological adoption, digitalisation, and smart city development.

The ongoing nationwide rollout of 5G has further amplified demand for connected systems, IoT-enabled solutions, and AI-enhanced analytics across public surveillance, traffic management, and urban planning. This favourable macroeconomic and technological environment positions ITMAX to capitalise on increased demand for smart city solutions and networked infrastructure, supporting long-term growth and recurring revenue opportunities.

The macroeconomic and policy environment in 2025, characterised by strong domestic momentum and stable financial conditions, supported the continued adoption of networked public space solutions and smart city infrastructure. Government-led initiatives in smart city development and digitalisation created significant opportunities for ITMAX to secure long-term concession and recurring revenue projects across CCTV, traffic management, and smart parking. Coupled with the Group's technological leadership in AI-enabled surveillance and integrated operations, this positioned ITMAX to capitalise on rising demand from municipalities and federal agencies alike.

Against this backdrop, the Group delivered an improved financial performance for the financial year ended ("FYE") 31 December 2025. Total revenue increased to RM247.0 million, representing a 12.1% year-on-year ("YoY") growth from RM220.2 million in 2024. This strong performance reflects the resilience of the business model, strategic investments, and sustained demand for ITMAX's innovative networked systems solutions.

Profit before tax ("PBT") also increased, climbing 23.1% to RM131.9 million, up from RM107.2 million in the prior year. The increase of RM24.7 million underscores the effectiveness of operational strategies and the growing scale of the Group's business, reinforcing ITMAX's ability to deliver long-term value to stakeholders.

The increase in revenue and PBT drove the increase in profit after tax and minority interest ("PATAMI") to RM93.5 million with an increase of RM13.1 million or 16.4% from financial year ended 31 December 2024 ("FYE 2024").

## YEAR-ON-YEAR FINANCIAL REVIEW

Outlined below are key highlights of our financial performance and position indicators for FYE 2025 and FYE 2024:

Our financial performance	Audited	Audited	Variance	
	FYE 2025	FYE 2024	RM'000	%
	RM'000	RM'000		
Revenue	246,969	220,232	26,737	12.1
Gross profit ("GP")	173,978	134,950	39,028	28.9
PBT	132,058	107,207	24,851	23.2
PATAMI	93,395	80,394	13,001	16.2
GP margin (%)	70.4%	61.3%	-	9.1
PBT margin (%)	53.5%	48.7%	-	4.8
PATAMI margin (%)	37.8%	36.5%	-	1.3

# MANAGEMENT DISCUSSION AND ANALYSIS OF BUSINESS OPERATIONS AND FINANCIAL PERFORMANCE

(cont'd)

## YEAR-ON-YEAR FINANCIAL REVIEW *cont'd*

Outlined below are key highlights of our financial performance and position indicators for FYE 2025 and FYE 2024:  
*cont'd*

Our financial performance	Audited FYE 2025	Audited FYE 2024	Variance	
	RM'000	RM'000	RM'000	%
<u>Revenue from contracts with customers</u>				
Digital infrastructure solutions <sup>(1)</sup>	172,557	99,934	72,623	72.7
Supply, installation and maintenance services	71,450	116,926	-45,476	-38.9
Trading	733	473	260	55.0
<u>Lease revenue</u>				
Telecommunication and network infrastructure and services	2,229	2,899	-670	-23.1
<b>Revenue</b>	<b>246,969</b>	<b>220,232</b>	<b>26,737</b>	<b>12.1</b>

(1) *Digital infrastructure solutions consist of revenue from video surveillance, analytics and subscription services as well as smart parking services.*

### Revenue

For the FYE 2025, the Group delivered strong revenue growth, with total revenue rising to RM247.0 million, a 12.1% YoY increase from RM220.2 million in FYE 2024. This RM26.7 million growth reflects the continued strength and scalability of ITMAX's business model, underpinned by long-term smart city and digital infrastructure projects.

Digital infrastructure solutions was the primary revenue driver, contributing 69.9% of total revenue in FYE 2025, up from 45.4% in FYE 2024. Revenue in this segment grew 72.7% YoY, rising by RM72.6 million to RM172.6 million.

This growth was driven by:

- Subscription-based recurring revenue from video surveillance infrastructure, traffic management systems, analytics services, and smart parking operations.
- Expansion of smart parking operations across multiple municipalities under long-term concession and revenue-sharing arrangements.
- Deployment of additional video cameras and AI-enabled surveillance systems, strengthening both recurring revenue and service coverage.

The strong performance in this segment underscores ITMAX's strategic pivot toward digital solutions, which provide more predictable cash flows, higher margins, and scalable revenue streams compared to project-based services.

Meanwhile, the supply, installation, and maintenance segment contributed 28.9% of total revenue in FYE 2025, down from 53.1% in FYE 2024, with revenue declining 38.9% YoY. The reduction was due to completion of major project-based contracts as compared to prior year, leading to lower one-off contract revenue.

Revenue in this segment is recognised primarily through progress claims spread over the contract period, and the decline is a natural outcome of project cycle completion rather than a reduction in business activity.

Trading revenue grew by 55.0% YoY, reflecting ancillary sales aligned with core infrastructure solutions. Lease revenue from telecommunications and network infrastructure declined slightly by 23.1% YoY, due to contract timing differences.

# MANAGEMENT DISCUSSION AND ANALYSIS OF BUSINESS OPERATIONS AND FINANCIAL PERFORMANCE

(cont'd)

## YEAR-ON-YEAR FINANCIAL REVIEW *cont'd*

### Gross profit

Aligned with the strong revenue growth, the Group's GP rose to RM174.0 million in FYE 2025, representing a 28.9% increase or RM39.0 million compared to RM135.0 million in FYE 2024. The GP margin also improved significantly, expanding by 9.1 percentage points from 61.3% in FYE 2024 to 70.4% in FYE 2025.

This margin improvement was primarily attributed to higher contribution from digital infrastructure solutions, which offer higher-margin subscription-based services and smart parking operations compared to traditional supply and maintenance contracts. Economies of scale and operational efficiencies achieved through expanded deployment of video surveillance, traffic management, and integrated AI-enabled systems also contributed to the improvement in the GP margin.

### Profit before tax

Following the strong gross profit performance, the Group's PBT increased to RM132.1 million in FYE 2025, representing a 23.2% YoY growth or RM24.9 million from RM107.2 million in FYE 2024. The PBT margin expanded by 4.8 percentage points, from 48.7% to 53.5%, primarily driven by the higher gross profit margin and continued operational efficiencies across the business.

### Profit after tax and minority interest

The Group's PATAMI grew to RM93.4 million in FYE 2025, a 16.2% increase from RM80.4 million in FYE 2024. The growth was underpinned by higher revenue, improved operational performance, and stronger recurring income streams from digital infrastructure solutions and smart parking operations.

In line with the PATAMI growth, basic earnings per share rose from 7.81 sen in FYE 2024 to 9.05 sen in FYE 2025, demonstrating ITMAX's commitment to delivering sustainable value to shareholders.

Our financial position	Audited	Audited	Variance	
	31.12.2025	31.12.2024	RM'000	%
Non-current assets	296,186	189,581	106,605	56.2
Current assets	324,210	316,182	8,028	2.5
Non-current liabilities	25,463	34,393	-8,930	-26.0
Current liabilities	91,211	69,901	21,310	30.5
Equity attributable to owners of the Company	497,568	401,178	96,390	24.0

### Assets

As at 31 December 2025, the Group's total assets increased in line with its business expansion, reflecting continued investments in digital infrastructure and higher working capital requirements to support growing operations.

The Group's non-current assets, which comprise property, plant and equipment, intangible assets, right-of-use assets, deferred tax assets, investment in associates and the non-current portion of contract assets, increased significantly to RM296.20 million from RM189.6 million as at 31 December 2024.

The increase was primarily attributable to capital expenditure of RM110.9 million incurred during the financial year, mainly relating to the deployment of video surveillance infrastructure, communications network infrastructure and related hardware under long-term and subscription-based contracts. In addition, intangible assets increased by RM110.8 million, largely arising from software platforms and system development costs supporting the Group's digital infrastructure. These increases were partially offset by depreciation and amortisation charges of RM21.3 million recorded during the year.

# MANAGEMENT DISCUSSION AND ANALYSIS OF BUSINESS OPERATIONS AND FINANCIAL PERFORMANCE

(cont'd)

## YEAR-ON-YEAR FINANCIAL REVIEW *cont'd*

### Assets *cont'd*

Current assets, comprising cash and cash equivalents, fixed deposits, trade and other receivables, inventories, contract assets, contract costs and other current assets, increased moderately from RM316.2 million as at 31 December 2024 to RM324.2 million as at 31 December 2025.

The growth was primarily driven by higher working capital requirements in line with revenue expansion. Contract assets increased by RM25.8 million, reflecting ongoing project execution and revenue recognised but not yet billed, while trade and other receivables rose by RM6.6 million in line with higher project billings and subscription income. Contract costs also increased by RM7.5 million, consistent with new and ongoing infrastructure deployments. These increases were partially offset by a RM36.0 million reduction in cash and bank balances and fixed deposits, mainly attributable to capital expenditure and working capital funding during the financial year.

### Liabilities

As at 31 December 2025, the Group's total liabilities reflected a shift in funding structure, with a reduction in non-current obligations and an increase in short-term liabilities to support ongoing operations and expansion activities.

Non-current liabilities, comprising loans and borrowings, lease liabilities and deferred tax liabilities, declined by RM8.9 million or 26.0% YoY to RM25.5 million, compared to RM34.4 million as at 31 December 2024. The decrease was primarily attributable to a RM10.3 million reduction in long-term loans and borrowings following scheduled repayments during the financial year. This reduction reflects the Group's prudent debt management and strengthening balance sheet position.

In contrast, current liabilities increased by RM21.3 million or 30.5% YoY to RM91.2 million from RM69.9 million in the previous year. Current liabilities consist of trade and other payables, short-term loans and borrowings, lease liabilities, contract liabilities and current tax liabilities. The increase was mainly driven by a net rise of RM10.4 million in short-term loans and borrowings to support capital expenditure and working capital requirements. Trade and other payables increased by RM5.2 million, reflecting higher procurement of materials and services in line with newly secured contracts and expanded project activities. In addition, net current tax liabilities rose by RM4.5 million, consistent with higher profitability during the year.

### Liquidity, capital resources and gearing

Our cash flow from/(used in)	Audited	Audited	Variance	
	As at 31 December 2025	As at 31 December 2024	RM'000	%
Operating activities	91,722	48,328	43,394	89.8
Investing activities	-123,720	-60,487	-63,233	-104.5
Financing activities	-3,919	-45,472	41,553	91.4
Net changes in cash and cash equivalents	-35,917	-57,631	21,714	37.7

As at 31 December 2025, the Group's cash and cash equivalents decreased by RM35.9 million YoY, primarily due to significant capital investments undertaken during the financial year and movements in financing activities.

# MANAGEMENT DISCUSSION AND ANALYSIS OF BUSINESS OPERATIONS AND FINANCIAL PERFORMANCE

(cont'd)

## YEAR-ON-YEAR FINANCIAL REVIEW *cont'd*

### Liquidity, capital resources and gearing *cont'd*

For FYE 2025, the Group generated a positive cash flow before changes in working capital of RM154.3 million, reflecting its strong profitability. Changes in working capital resulted in a net cash outflow of RM34.8 million, mainly attributable to business expansion and higher project activity during the year:

- Trade and other receivables increased by RM6.6 million in line with revenue growth.
- Contract assets rose by RM25.8 million, reflecting higher billings and project progress in digital infrastructure solutions.
- Contract costs increased by RM7.5 million as the Group undertook more long-term projects.
- Inventories rose modestly by RM0.8 million, consistent with operational requirements.
- These outflows were partially offset by a RM6.6 million cash inflow from higher trade and other payables and contract liabilities, corresponding with increased cost of sales and project activities.

After accounting for net taxes paid of RM29.0 million and interest income received of RM1.2 million, the Group recorded a net cash inflow of RM91.7 million from operating activities, demonstrating the strong cash-generating capability of its recurring revenue model.

Net cash used in investing activities amounted to RM123.7 million, primarily driven by capital expenditures to support the expansion of digital infrastructure assets. This included RM110.9 million invested in plant and equipment, mainly for video surveillance infrastructure, communications network infrastructure and related hardware, as well as RM10.8 million in intangible assets, largely comprising software development and system enhancements.

Financing activities resulted in a net cash outflow of RM3.9 million. This was mainly due to dividend payments of RM6.2 million, net loan repayments totalling RM0.9 million, interest expenses of RM2.0 million and repayment of lease liabilities amounting to RM1.6 million. These outflows were partially offset by RM7.5 million proceeds from the issuance of shares during the year.

The Group finances its operations through a balanced mix of internal and external funding sources. Internally generated funds comprise shareholders' equity and operating cash flows, while externally the Group utilises bank borrowings and supplier credit terms, typically ranging from 30 to 90 days.

Management remains confident that the Group's existing cash reserves, healthy operating cash flow generation and available banking facilities are sufficient to meet its working capital requirements and capital expenditure commitments for the foreseeable future. There are no known material trends, demands, commitments or events that are expected to adversely affect the Group's liquidity or financial position.

As at FYE 2025, the Group had no material outstanding capital commitments.

## REVIEW OF OPERATING ACTIVITIES

### Corporate Development

On 22 April 2024, Southmax entered into a Memorandum of Understanding ("**MOU**") with JLand Group Sdn. Bhd., a wholly owned subsidiary of Johor Corporation, to explore potential collaboration opportunities in smart township development, park management and facilities management.

The MOU reflects the Group's intention to expand its smart city capabilities into integrated urban solutions and sustainable township ecosystems. The collaboration is intended to pave the way for a potential joint venture arrangement focusing on technology-enabled and sustainable urban development initiatives. As at the date of this report, there have been no material developments arising from this MOU.

Subsequently, on 22 December 2025, ITMAX announced the acquisition of a 70% equity interest in Tapway Sdn. Bhd. ("**Tapway**"), a Vision AI technology company specialising in commercial applications.

# MANAGEMENT DISCUSSION AND ANALYSIS OF BUSINESS OPERATIONS AND FINANCIAL PERFORMANCE

(cont'd)

## REVIEW OF OPERATING ACTIVITIES *cont'd*

### Corporate Development *cont'd*

Tapway is principally engaged in the development and deployment of its proprietary Vision AI platform, which is widely implemented across commercial environments including shopping malls, plantations and industrial facilities. Its solutions focus on AI-powered video analytics such as people counting and behavioural insights which is used for operational optimisation by commercial operators. The acquisition strategically complements ITMAX's existing AI-enabled digital infrastructure portfolio by strengthening its advanced analytics capabilities and expanding its addressable market beyond public sector deployments into commercial sectors.

The total acquisition consideration of RM5.6 million will be funded entirely through internally generated funds, reflecting the Group's strong cash position. As part of the transaction, Tapway has provided a profit guarantee of RM1.0 million per financial year for three consecutive financial years from 2026 to 2028, underscoring management's confidence in Tapway's earnings visibility and growth prospects.

The acquisition marks a strategic step in enhancing ITMAX's reach in commercial sectors, reinforcing its long-term positioning as an integrated AI-driven digital infrastructure provider.

## RISK PROFILES

The following outlines the key anticipated or known risks to which the Group is exposed that may have a material effect on our operations, performance, financial condition and liquidity. The mitigating measures adopted by the Group are also set out below.

### (i) Business risks

The Group is an AI powered integrated digital infrastructure service provider and as such, we are exposed to risks inherent to our relevant industry, which may include rising labour and raw material costs, availability of skilled personnel, changes in applicable laws and regulations, general economic and credit conditions, as well as fluctuations in foreign exchange rates.

Any material adverse changes in these factors may impact our operational efficiency, cost structure and profitability.

To mitigate these risks, the Group adopts prudent financial management practices, disciplined cost control measures and efficient operational procedures. We also closely monitor regulatory developments and economic conditions to ensure timely compliance and strategic adjustments where necessary.

### (ii) Operational risks

The Group's business operations require various licences, permits and approvals, including registration with the Construction Industry Development Board (CIDB), the Ministry of Finance Malaysia (MOF), as well as licences issued by the Energy Commission and MCMC.

These registrations and licences are subject to periodic renewal and compliance with conditions imposed by the relevant authorities. Failure to comply with applicable requirements may result in suspension, revocation, penalties or delays in renewal, which could materially affect our ability to operate.

The Group maintains a structured compliance framework to ensure adherence to all regulatory requirements and monitors renewal timelines proactively. To date, the Group has not experienced any revocation, suspension or unsuccessful renewal of its licences, permits or registrations.

# MANAGEMENT DISCUSSION AND ANALYSIS OF BUSINESS OPERATIONS AND FINANCIAL PERFORMANCE

(cont'd)

## RISK PROFILES *cont'd*

### (iii) Credit risks

The Group is exposed to credit risk arising from potential delays or defaults in the collection of receivables from customers. A slowdown in payment cycles could impact cash flow and liquidity.

Management continuously monitors receivables ageing and performs expected credit loss assessments in accordance with applicable accounting standards. Based on historical trends and credit evaluations, management is of the view that the Group is not significantly exposed to material credit losses.

In addition, a substantial portion of the Group's revenue is derived from government agencies and municipal councils, which generally present lower credit risk profiles.

### (iv) Foreign exchange risks

Although not in significant quantities, the Group procures certain materials and services which are denominated in United States Dollars (USD) and Singapore Dollars (SGD). Accordingly, we are exposed to foreign exchange fluctuations which may impact cost of sales and profit margins.

While the Group does not currently adopt an active hedging policy, management periodically evaluates the need to utilise appropriate financial instruments to manage foreign currency exposure, taking into account factors such as currency volatility, exposure period and cost-effectiveness of hedging instruments.

To date, the Group has not experienced any significant foreign exchange movements that have materially impacted financial performance.

### (v) Competition risks

The Group's revenue and profitability are exposed to the risk of uncertainty arising from global and local economic conditions. Furthermore, we continue to face competition from existing and new competitors who may be capable of offering similar services and products. While we strive to remain competitive, there is no assurance that any changes in the competitive environment would not have any material and adverse impact on our business and financial performance.

Nevertheless, our Group strives to maintain our competitive edge by ensuring the quality of our services and products through stringent quality assurance procedures. We also continuously place importance on improving our services and products by investing in market research and product development activities.

## FORWARD-LOOKING STATEMENT

The Board remains cautiously optimistic regarding the Group's prospects for the forthcoming financial year, supported by its existing order book and growing recurring revenue base derived from long-term contracts and subscription-based contracts.

Globally, economic growth is projected to remain steady at approximately 3.3% in 2026. While headwinds from shifting trade policies and geopolitical uncertainties persist, these are expected to be offset by continued investments in technology, particularly AI, supportive fiscal and monetary policies, and resilient private sector adaptability. Increased global emphasis on digital transformation, automation and productivity enhancement is expected to sustain demand for intelligent infrastructure solutions.

(Source : <https://www.imf.org/en/publications/weo/issues/2026/01/19/world-economic-outlook-update-january-2026>)

Despite ongoing global uncertainties arising from geopolitical tensions, inflationary pressures, evolving monetary policies and currency volatility, demand for digital infrastructure and smart city solutions in Malaysia is expected to remain resilient. Urbanisation trends, traffic congestion challenges and public safety requirements continue to drive municipal investments in intelligent surveillance, smart traffic management, digital parking systems and integrated operations centres.

# MANAGEMENT DISCUSSION AND ANALYSIS OF BUSINESS OPERATIONS AND FINANCIAL PERFORMANCE

(cont'd)

## FORWARD-LOOKING STATEMENT *cont'd*

At the domestic level, Malaysia's economic momentum is expected to remain supportive in 2026, underpinned by resilient domestic demand and steady export performance. According to projections by the Ministry of Finance, Malaysia's GDP is expected to expand between 4.0% and 4.5% in 2026. Growth is anticipated to be driven by continued progress of multi-year investment projects, implementation of catalytic initiatives under national master plans and the Thirteenth Malaysia Plan (13MP), as well as sustained demand for electrical and electronic exports. The recovery in tourism activities in conjunction with Visit Malaysia Year 2026 is also expected to contribute positively to economic growth.

(Source: [https://www.bnm.gov.my/-/qb25q4\\_en\\_pr](https://www.bnm.gov.my/-/qb25q4_en_pr))

Against this backdrop, demand for smart city and digital infrastructure solutions in Malaysia is expected to remain resilient. Urbanisation trends, traffic congestion challenges and public safety priorities continue to drive municipal investments in intelligent surveillance systems, smart traffic management, digital parking solutions and integrated command centres.

Nevertheless, the Group remains mindful of the risk factors outlined in the preceding section and will continue to exercise prudent financial management, disciplined capital allocation and rigorous project evaluation to safeguard operational and financial stability.

Barring any unforeseen circumstances, the Board expects the Group's performance to remain sustainable and resilient in the forthcoming financial year.

## DIVIDEND

The Group remains committed to creating sustainable, long-term value for its shareholders through consistent financial performance and disciplined capital management. Despite ongoing macroeconomic uncertainties, the Group's strong operational results and healthy cash flow generation have enabled it to continue rewarding shareholders.

On 26 February 2026, the Board declared a single-tier interim dividend of 2.3 sen per ordinary share (FYE 2024: 2.0 sen), amounting to RM23.8 million. The declared dividend represents approximately 25% of the Group's consolidated profit after tax, reflecting a balanced approach between returning value to shareholders and retaining sufficient capital to support future growth initiatives.

The Group remains focused on maintaining an appropriate dividend policy that delivers sustainable returns to shareholders while preserving financial flexibility to fund capital expenditure, strategic investments and expansion opportunities.

# SUSTAINABILITY STATEMENT

## DEFINITIONS AND ABBREVIATIONS

Except when the context otherwise requires, the following definitions and abbreviations shall apply throughout this report:

ABAC	Anti-Bribery and Anti-Corruption
AR6	Sixth Assessment Report
BOD	Board of Directors
CCTV	Closed-Circuit Television
CSR	Corporate Social Responsibility
DEI	Diversity, equity, and inclusion
EPA	Environmental Protection Agency
ERM	Enterprise Risk Management
ESG	Environment, Social and Governance
FY	Financial Year
FYE	Financial Year Ended
GJ	Gigajoule
GHG	Greenhouse Gas
GRI	Global Reporting Initiative
IFRS	International Financial Reporting Standards
IPCC	Intergovernmental Panel on Climate Change
ISAE	International Standard on Assurance Engagements
ISSB	International Sustainability Standards Board
ITMAX, the Group	ITMAX System Berhad
kgCO <sub>2</sub> e	Kilograms of CO <sub>2</sub> e (CO <sub>2</sub> equivalent)
KPMG	KPMG PLT
kWh	Kilowatt-hour
LED	Light-emitting diode
m <sup>3</sup>	Cubic meter
MACC	Malaysian Anti-Corruption Commission
MD & CEO	Managing Director and Chief Executive Officer
ML	Megalitres
MMLR	Main Market Listing Requirements
NETR	Malaysia's National Energy Transition Roadmap
NGFS	Network for Greening the Financial System
NSRF	Malaysia's National Sustainability Reporting Framework

# SUSTAINABILITY STATEMENT

(cont'd)

OSH	Occupational Safety and Health
PDPA	Personal Data Protection Act
QSHE	Quality, Safety, Health, and Environmental
SSPs	Shared Socioeconomic Pathways
TCFD	Task Force on Climate-related Financial Disclosures
tCO <sub>2</sub> e	Tonnes of CO <sub>2</sub> e (CO <sub>2</sub> equivalent)
UN SDGs	United Nations Sustainable Development Goals
WRI	World Resources Institute

## Introduction

The 2025 Sustainability Report aims to present ITMAX System Berhad's ("ITMAX" or the "Group") continued commitment to integrating Environmental, Social and Governance ("ESG") considerations into its business strategy, operations, and stakeholder relationships. It also reflects the Group's progress in strengthening its sustainability framework and aligning its practices with evolving regulatory expectations and stakeholder priorities.

## Reporting Scope & Boundary

This Report presents the sustainability matters and performance of ITMAX for the reporting period 1<sup>st</sup> January 2025 to 31<sup>st</sup> December 2025. It includes all operations and activities under the Group's direct management and operational control, unless otherwise specified.



Where available, historical data from the past 3 Financial Years ("FY") has been incorporated to allow for trend comparison.

# SUSTAINABILITY STATEMENT

(cont'd)

## Reporting Guidelines and Framework

This Report has been prepared with reference to several local and international sustainability frameworks and guidelines to ensure comprehensive and credible disclosures. The frameworks adopted are as follows:-

	Framework	Method of Adoption
	Main Market Listing Requirements ("MMLR") of the Bursa Malaysia Securities Berhad Sustainability Reporting Guide (3rd Edition) and the Enhanced Sustainability Reporting Requirements outlined in Annexure A Practice Note 9	In Accordance
	2021 Global Reporting Initiative ("GRI") Standards	With Reference
	The United Nations Sustainable Development Goals ("UN SDGs")	In Alignment
	International Financial Reporting Standards ("IFRS") S2 – Climate-related Disclosures	In Accordance

## Assurance

To enhance the credibility and reliability of this Sustainability Report, selected sustainability indicators have been independently assured by KPMG PLT ("KPMG") in accordance with the International Standard on Assurance Engagements ("ISAE") 3000 (Revised): Assurance Engagements Other than Audits or Reviews of Historical Financial Information.

The assurance engagement was conducted to provide limited assurance on selected disclosures within this Report and has been reviewed and approved by the Board of Directors ("BOD") of the Group. The Subject Matter, Scope, and Conclusion of KPMG's assurance can be found in the Limited Assurance Report presented on pages 70 to 72 of this Report.

## Sustainability Framework

At ITMAX, we remain steadfast in our commitment to embedding sustainability into our core business operations, ensuring that our technological advancements contribute meaningfully to ESG objectives. As a technology-driven provider of intelligent and connected solutions, we assess how ESG-related risks and opportunities may affect our business model, financial performance and long-term enterprise value.

Our sustainability approach is structured around four pillars: Governance, Economic, Environmental and Social.



### Governance




Commit to upholding highest standards of corporate governance to ensure transparency, accountability and long-term value creation.

To maintain a corporate culture rooted in integrity and ethical decision-making.

Integrate strong governance principles to ensure that the business remains resilient, ethical and aligned with the long-term interests of all shareholders.

# SUSTAINABILITY STATEMENT

(cont'd)





 <b>Economic</b>	 <b>Environment</b>	 <b>Social</b>
<p>Commit to achieving long-term financial stability while integrating ESG considerations into our business strategy.</p> <p>To leverage on digital transformation to create economic value while supporting sustainable urban development.</p> <p>Overarchingly, uphold integrity, transparency and accountability to provide accurate financial disclosures and proactively manage economic risks.</p>	<p>Commit to minimise environmental impact while delivering cutting-edge technology solutions as a company that specialises in smart city innovations.</p> <p>To explore eco-friendly technologies as opportunities in our smart city solutions to support sustainable urban development.</p> <p>Ultimately, use technology as a force for environmental good by leveraging on innovation and resource efficiency.</p>	<p>Commit to social responsibility, beyond the workforce and to the communities we serve.</p> <p>To foster a culture of inclusion, fairness and equal growth opportunities for the workforce and enhance urban safety, traffic management and accessibility through innovative technology.</p> <p>Through technology, to create a lasting positive impact on society to ensure that our innovations contribute to the well-being of the communities.</p>

## Stakeholder Engagement

At ITMAX, we recognise that open and consistent communication with our stakeholders is fundamental to our long-term success and sustainability performance. The Group maintains ongoing engagement with key stakeholder groups to better understand their expectations, address concerns, and identify opportunities to create shared value.



Through both formal and informal channels, we seek to ensure that our stakeholders' perspectives are effectively integrated into our sustainability strategies and business decisions. These engagements are conducted regularly and form an essential part of our sustainability management process.

A summary of our key stakeholder groups, their primary concerns, and methods of engagement is presented below:-

Stakeholders	Focus Area	Methods of Engagement
<b>Shareholders</b> 	<ul style="list-style-type: none"> <li>Annual &amp; Extraordinary General Meetings</li> <li>Bursa announcement</li> <li>Quarterly reports</li> <li>Annual reports</li> <li>Investors and analyst briefings</li> <li>Timely update on corporate</li> </ul>	<ul style="list-style-type: none"> <li>Financial and operational performance</li> <li>Dividend policy return on investments</li> </ul>
<b>Government Regulators</b> 	<ul style="list-style-type: none"> <li>Operations regulations Bursa listing requirements</li> <li>Companies' Act</li> <li>Labour law</li> <li>Taxations</li> </ul>	<ul style="list-style-type: none"> <li>Compliances to laws and regulations</li> <li>Compliances with standards and specifications</li> </ul>
<b>Board of Directors</b> 	<ul style="list-style-type: none"> <li>Corporate strategy</li> <li>Corporate governance</li> </ul>	<ul style="list-style-type: none"> <li>Board meetings</li> </ul>
<b>Customers</b> 	<ul style="list-style-type: none"> <li>Customers satisfaction</li> <li>Post implementation support</li> <li>Quality assurance</li> <li>Product innovation</li> </ul>	<ul style="list-style-type: none"> <li>Regular meetings and visits</li> <li>24/7 technical support at command centre</li> </ul>

# SUSTAINABILITY STATEMENT

(cont'd)

Stakeholders	Focus Area	Methods of Engagement
<b>Suppliers</b> 	<ul style="list-style-type: none"> <li>Supplier assessments</li> <li>Collaboration and feedback</li> </ul>	<ul style="list-style-type: none"> <li>Email communication for updates and reviews</li> </ul>
<b>Employees</b> 	<ul style="list-style-type: none"> <li>Occupational safety &amp; health</li> <li>Remuneration policy</li> <li>Career development</li> <li>Performance review</li> <li>Corporate Social Responsibility (“CSR”) activities</li> </ul>	<ul style="list-style-type: none"> <li>Trainings</li> <li>Performance appraisal</li> <li>Team building activities</li> </ul>

## Materiality Assessment

At ITMAX, we acknowledge the importance of identifying and addressing sustainability matters that are most significant to our business operations and stakeholders. Through a structured materiality assessment process, we aim to ensure that our sustainability priorities reflect both the Group’s strategic direction and the expectations of our stakeholders, while enabling us to manage potential risks and capitalise on opportunities.

In FYE 2024, ITMAX conducted a detailed Materiality Assessment to identify material ESG topics for the Group. For FYE 2025, ITMAX conducted a review of the material ESG topics identified in the previous FY to ensure their continued relevance considering evolving business priorities, stakeholder concerns, and emerging ESG trends.

The four-step methodology and assessment criteria remain consistent with those applied in FYE 2024. Separately, during FYE 2025, the Group commenced alignment with IFRS S2 to enhance climate-related disclosures. The assessment steps are outlined below:-

### Step 1: Identification of Sustainability Matters

A list of potential sustainability matters was identified through stakeholder feedback, peer benchmarking, industry analysis, and regulatory requirements. Reference was made to the Bursa Malaysia Sustainability Reporting Guide (3<sup>rd</sup> Edition) and the GRI Standards (2021).

For FYE 2025, the Group commenced alignment with IFRS S2 to enhance climate-related disclosures. While climate-related risks and opportunities were not assessed as part of the Materiality Matrix, the Group recognises the importance of climate-related considerations and has disclosed relevant information in accordance with IFRS S2 within the Climate-Related Disclosures section of this Report, covering Governance, Strategy, and Risk Management.

### Step 2: Prioritisation of Material Matters

The identified matters were prioritised based on their significance to ITMAX’s business strategy and stakeholder expectations. Input from stakeholders was taken into consideration as part of the assessment across two dimensions, which include business impact and stakeholder influence, resulting in the development of the Materiality Matrix.

### Step 3: Validation of Material Matters

The prioritised matters were reviewed and validated by management and the BOD to ensure alignment with strategic objectives and governance principles.

### Step 4: Monitoring and Review

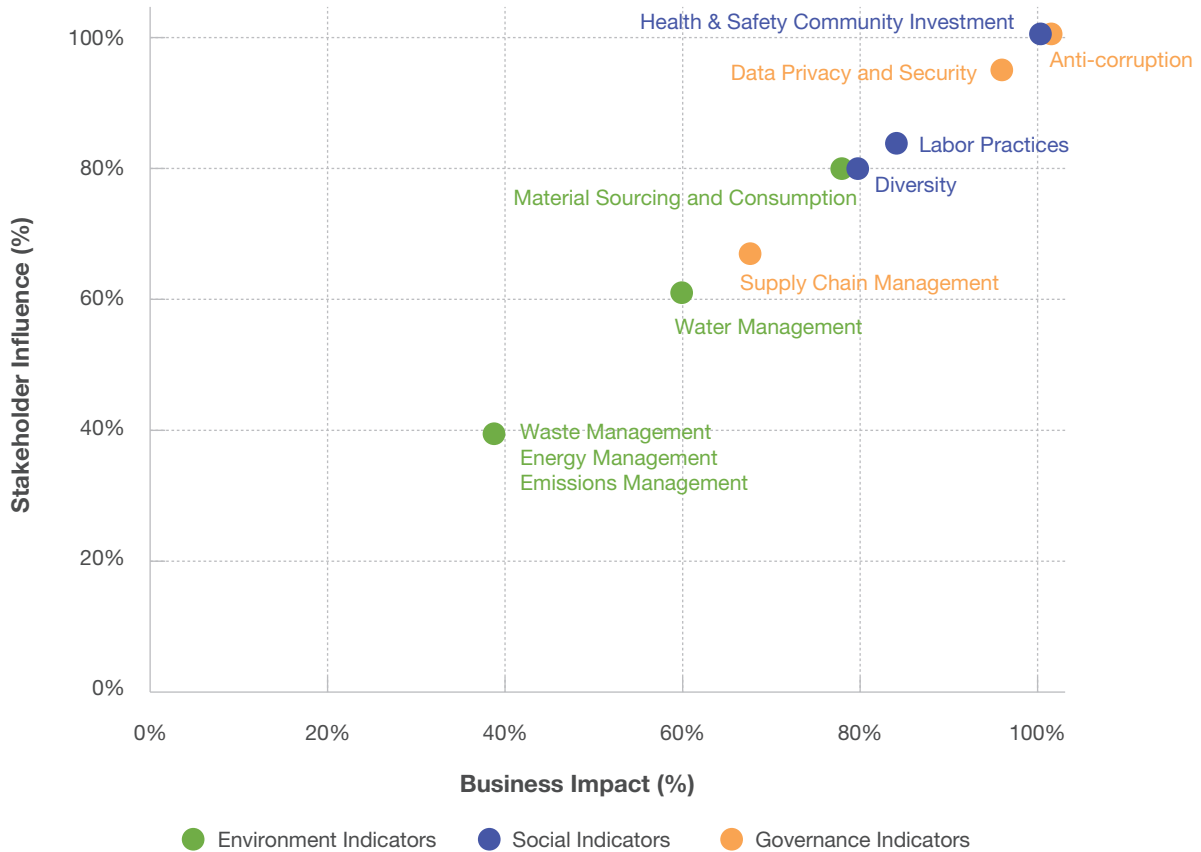
Material matters are reviewed annually to ensure continued relevance in light of evolving business, stakeholder, and regulatory developments.

The results of our materiality assessment are presented in the Materiality Matrix, which illustrates the prioritisation of sustainability matters according to Stakeholder Influence (%) and Business Impact (%), both measured on a scale of 0 to 100.

# SUSTAINABILITY STATEMENT

(cont'd)

ITMAX Materiality Matrix



### Highly Material Topics

These topics are of the highest priority, as they hold both significant business impact and strong stakeholder influence:

- Anti-corruption
- Health and Safety
- Community Investment
- Data Privacy and Security

### Moderately Material Issues

- Labor Practices
- Supply Chain Management
- Diversity
- Material Sourcing and Consumption

### Lower Materiality Issues

- Energy Management
- Waste Management
- Emissions Management
- Water Management

# SUSTAINABILITY STATEMENT

(cont'd)

## Sustainability Governance



### Sustainability Governance Structure

At ITMAX, we believe that strong governance forms the foundation of responsible business conduct and resilient long-term growth. Effective governance enables us to embed ESG principles and climate-related considerations across all levels of our group, ensuring that sustainability remains a core component of our strategic direction and daily operations.

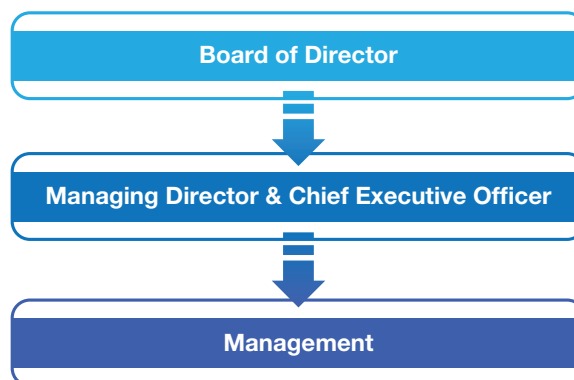
Our governance model establishes clear lines of communication, responsibility, and accountability. It facilitates robust oversight by the BOD and effective execution by management, enabling ITMAX to proactively mitigate material risks, capitalise on emerging opportunities, and drive continuous improvement in our environmental and social performance.

The BOD holds ultimate accountability for overseeing the Group's sustainability strategy, setting the overall direction, and ensuring alignment with ITMAX's corporate objectives and stakeholder expectations. BOD's commitment reinforces our dedication to long-term value creation through transparent, ethical, and responsible business practices.

Under the guidance of BOD, the Managing Director ("MD") & Chief Executive Officer ("CEO") leads the execution of sustainability initiatives, ensuring that the Group's ESG priorities are effectively embedded into operational and strategic decision-making. The MD & CEO works closely with the Management, who are responsible for implementing sustainability initiatives within their respective functions and tracking progress against the Group's sustainability objectives.

This governance structure facilitates clear communication, accountability, and collaboration across all levels of the Group. By maintaining strong leadership and a well-defined governance framework, ITMAX continues to strengthen its sustainability performance, mitigate risks, and create shared value for stakeholders while advancing environmental stewardship and social responsibility.

Further details on BOD's climate-related risks and opportunities, including roles, competencies, and reporting frequency, are disclosed within the Climate-Related Disclosures section of this Report.



### The Foundation of Ethical and Responsible Practices

At ITMAX, ethical conduct and accountability form the cornerstone of our corporate culture. Guided by our core values and governance framework, we ensure that integrity, transparency and fairness are deeply embedded in every aspect of our operations and decision-making processes.

The Group maintains a comprehensive suite of governance policies that are regularly reviewed and updated to reflect evolving best practices and regulatory requirements. These policies reinforce our commitment to maintaining the highest standards of ethics among our employees, business partners and stakeholders.

# SUSTAINABILITY STATEMENT

(cont'd)

<b>Code of Conduct and Business Ethics Policy</b>	Defines the Group's fundamental values and behavioural standards expected from all employees to ensure professionalism and ethical conduct.
<b>Directors' Fit &amp; Proper Policy</b>	Establishes the criteria for the appointment and re-election of Directors, ensuring that each member possesses the integrity, competence, and professionalism required to fulfil their duties.
<b>Whistleblowing Policy</b>	Demonstrates the Group's commitment to transparency and integrity by providing a safe and confidential channel for stakeholders to report any unethical or improper conduct.
<b>Anti-Bribery and Anti-Corruption Policy</b>	Reinforces the Group's zero-tolerance approach toward bribery and corruption, offering clear guidance to employees and business partners on identifying and managing potential integrity risks.
<b>Gift, Hospitality &amp; Contributions/ Donations Policy</b>	Emphasises the Group's stance against conflicts of interest by prohibiting employees, Directors, and related parties from receiving or offering gifts, except under specific, pre-defined exceptions.

Please refer to <https://www.itmax.com.my/lir-corporate-gover> for details

## Anti-Bribery and Anti-Corruption

At ITMAX, we uphold the highest standards of integrity, transparency, and ethical business conduct. The Group adopts a zero-tolerance stance against all forms of bribery and corruption to ensure that our business operations are conducted in a fair, transparent, and responsible manner.

To reinforce this commitment, ITMAX has established a comprehensive Anti-Bribery and Anti-Corruption ("ABAC") framework that aligns with the Malaysian Anti-Corruption Commission ("MACC") Act and the National Anti-Corruption Plan ("NACP"). The framework outlines clear responsibilities, preventive measures, and reporting mechanisms to mitigate corruption risks across the Group. Our initiatives include:

- **Director Integrity Pledge:** All Directors are required to sign an Integrity Pledge, reaffirming their personal and professional commitment to uphold ethical leadership and sound corporate governance.
- **Organisational Anti-Corruption Plan:** The Group has developed internal anti-corruption policies and procedures to identify, prevent, and address potential corruption risks effectively.
- **Governance Oversight:** A designated Governance Officer is responsible for overseeing the implementation of anti-bribery measures, ensuring compliance with regulatory requirements, and providing continuous guidance on ethical conduct.

Category	Unit of Measurement	Financial Year Ended		
		FYE December 2023	FYE December 2024	FYE December 2025
<b>C1(a) Percentage of employees who have received training on anti-corruption by employee category</b>				
Manager & Above	%	0	100	100
Executive	%	0	100	100
Non-Executive	%	0	100	100
Contract	%	0	100	100

# SUSTAINABILITY STATEMENT

(cont'd)

Category	Unit of measurement	Financial Year Ended		
		FYE December 2023	FYE December 2024	FYE December 2025
<b>C1(b) Percentage of operations assessed for corruption-related risks</b>				
Group	%	0	0	0

## Whistleblowing Policy and Mechanism

ITMAX has established a Whistleblowing Policy that sets out clear procedures and communication channels for employees and stakeholders to report any suspected misconduct, unethical behaviour, or violation of Company policies in a secure and confidential manner.

The policy ensures that all disclosures are handled with the highest level of integrity and confidentiality, with protection provided to whistleblowers against retaliation. Reports can be submitted through designated whistleblowing channels to facilitate prompt and impartial investigations.

During the FY, no whistleblowing incidents reported through the available channels, and no confirmed incidents of corruption within the Group.

Category	Unit of Measurement	Financial Year Ended		
		FYE December 2023	FYE December 2024	FYE December 2025
<b>C1(c) Confirmed incidents of corruption and action taken</b>				
Group	Number	0	0	0

## Data Privacy

ITMAX is committed to upholding the privacy, integrity, and security of all confidential data, including personal information belonging to customers, employees, and business partners. The Group strictly adheres to the Personal Data Protection Act ("PDPA") 2024 ensuring that all data is collected, processed, and stored with proper consent and in accordance with applicable laws and regulations.

Comprehensive data protection measures and cybersecurity protocols are in place to prevent unauthorised access, misuse, or breaches of data. As a result of these ongoing efforts, ITMAX recorded no incidents of data breaches or complaints related to customer privacy during the FY.

Category	Unit of Measurement	Financial Year Ended		
		FYE December 2023	FYE December 2024	FYE December 2025
<b>C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data</b>				
Group	Number	0	0	0

# SUSTAINABILITY STATEMENT

(cont'd)

## Economic



### Procurement Practices

At ITMAX, responsible procurement is integral to our sustainability strategy. We recognise that our suppliers play a crucial role in supporting our commitment to ethical business practices, environmental stewardship, and community development.

All suppliers are required to comply with the Group's Code of Business Ethics, Human Rights Policy, and Quality, Safety, Health, and Environmental ("QSHE") Policy. These policies establish clear expectations for integrity, labor practices, and environmental compliance across our supply chain.

To ensure accountability, suppliers are subject to periodic performance evaluations and monitoring by the QSHE and Procurement teams, particularly in areas such as:

- Environmental compliance and waste management practices
- Occupational safety and workforce welfare
- Greenhouse Gases ("GHG") reduction initiatives and resource efficiency
- Alignment with ESG principles and applicable legal standards

The Group's Procurement Policy underpins our sourcing decisions, ensuring that procurement processes remain transparent, competitive, and value driven.

During the FY, 87% of the Group's total procurement spending was directed at local Suppliers. This focus on local procurement enhances operational efficiency while contributing to local job creation, supplier capacity building, and community economic growth.

Category	Unit of Measurement	Financial Year Ended		
		FYE December 2023	FYE December 2024	FYE December 2025
<b>C7(a) Proportion of spending on local suppliers</b>				
Group	%	90	80	87

### Community Investment

At ITMAX, we are committed to fostering a compassionate, inclusive, and resilient society, ensuring that our operations deliver meaningful and lasting benefits to the communities we serve. Guided by our social responsibility principles, we continue to invest in initiatives that promote education, environmental conservation, and social welfare, with a particular focus on empowering underserved and vulnerable communities.

Through strategic partnerships with educational institutions, non-governmental organisations, and industry associations, we aim to amplify our positive impact and contribute to Malaysia's long-term sustainable development goals.

## SUSTAINABILITY STATEMENT

(cont'd)

During the FY, ITMAX extended financial support to various beneficiaries and community initiatives with a total estimated investment of RM1,258,000, as outlined below:-

Beneficiary/Initiative	Estimated Investment (RM)
Tabung Kesejahteraan Rakyat	500,000
Tabung Kebajikan Pelajaran YPJ	500,000
Universiti Tun Hussein Onn Malaysia	120,000
TARC Education Foundation	100,000
Corporate Information Travel Sdn Bhd	20,000
Teach For Malaysia Foundation	18,000

These partnerships reflect our belief that corporate growth and community progress go hand in hand. By supporting education and community-focused initiatives, we aim to contribute to social development and help nurture future talent in the communities where we operate.

Category	Unit of measurement	Financial Year Ended		
		FYE December 2023	FYE December 2024	FYE December 2025
<b>C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer</b>				
Group	RM	269,000	433,000	1,258,000
<b>C2(b) Total number of beneficiaries of the investment in communities</b>				
Group	Number	14	18	20

Looking ahead, ITMAX will continue to expand its community engagement programs by identifying new collaboration opportunities that align with national priorities such as digital inclusion, sustainable cities, and environmental awareness.

### Corporate Recognition

During the FY, ITMAX's financial performance and governance practices were recognised at the Forbes Asia Best Under A Billion Forum and Awards Dinner, held on 25<sup>th</sup> November 2025. The recognition reflects the Group's sustained revenue growth, disciplined capital management, and commitment to transparent governance practices.

This achievement reinforces stakeholder confidence in ITMAX's long-term value strategy and underscores the effectiveness of our business model in delivering consistent economic performance while upholding strong governance standards.



# SUSTAINABILITY STATEMENT

(cont'd)

## Climate-Related Disclosures

The Group During the financial year, ITMAX prepared its climate-related disclosures in accordance with IFRS S2 Climate-related Disclosures issued by the International Sustainability Standards Board (“ISSB”).

The Group recognises that climate change presents both risks and opportunities that may affect its business model, operational resilience, and long-term value creation. As a provider of intelligent infrastructure and digital systems, the Group acknowledges the increasing relevance of climate-related considerations in shaping regulatory expectations, market demand, and infrastructure resilience.

These disclosures reflect the Group’s approach to progressively aligning its business strategy and risk management practices with relevant national and global climate-related frameworks and policy directions, including Malaysia’s National Sustainability Reporting Framework (“NSRF”), the National Energy Transition Roadmap (“NETR”), the Paris Agreement, and the national aspiration of achieving net-zero GHG emissions by 2050.

The purpose of these disclosures is to provide investors and other primary users of general purpose financial reports with decision-useful information on climate-related risks and opportunities that could reasonably be expected to affect the Group’s enterprise value, including its financial performance, cash flows, and long-term prospects. These disclosures describe how climate-related matters are governed, identified, assessed, and managed, and how their financial implications are considered in strategic planning, enterprise risk management, and performance monitoring across short-, medium-, and long-term time horizons.

The disclosures cover the financial year from 1 January 2025 to 31 December 2025 and apply to the Group and its subsidiaries. The operational boundary comprises activities and assets under the Group’s operational control, aligned with the scope of the consolidated financial statements. Climate-related risks and opportunities are assessed over three time horizons aligned with the Group’s business planning cycle: short term (up to 2030), medium term (up to 2040), and long term (up to 2050), which are broadly consistent with Malaysia’s national net-zero aspiration.

In accordance with the phased implementation approach under Malaysia’s NSRF for Group 1 listed issuers, the Group has applied available transition reliefs in relation to Scope 3 GHG emissions for the current reporting period. The Group is progressively enhancing its data collection processes and reporting capabilities to support future disclosure of Scope 3 emissions as data availability and maturity improve.

## Governance

ITMAX governs climate-related risks and opportunities through its existing sustainability governance framework. Climate-related matters are not managed separately but are integrated into the Group’s overall governance, risk management, and strategic oversight processes.

### Board-Level Oversight

The BOD retains ultimate accountability for overseeing sustainability matters, including climate-related risks and opportunities. This responsibility is formally integrated into the Board Charter, which mandates the review of climate-related risks as part of the Group’s risk appetite setting.

BOD is responsible for:-

<b>BOD</b>	Strategic Direction	Reviewing and approving the Group’s sustainability and climate-related strategic direction;
	Risk Oversight	Overseeing the identification and management of material sustainability and climate-related risks;
	ERM Integration	Ensuring integration of climate-related considerations into the Enterprise Risk Management (“ERM”) framework;
	Performance Monitoring	Monitoring performance against relevant sustainability and climate-related metrics and targets; and
	Reporting	Reviewing sustainability and climate-related disclosures prior to publication.

# SUSTAINABILITY STATEMENT

(cont'd)

BOD is informed of climate-related matters at least annually through formal reports from Management. These discussions include evaluating trade-offs, such as balancing the immediate costs of energy-efficient technology against long-term operational resilience.

To ensure effective oversight, Board members participate in internal briefings and external workshops to maintain the skills and competencies necessary for climate governance.

## Management's role in governance

The MD & CEO holds executive responsibility for implementing the climate strategy approved by BOD and managing related risks and opportunities, supported by the Management.

Management supports the MD & CEO and is responsible for:-

<b>MD &amp; CEO and Management</b>	Assessment	Identifying and assessing sustainability and climate-related risks and opportunities within their respective functions;
	Integration	Integrating ESG and climate considerations into operational decision-making and business planning;
	Execution	Implementing approved initiatives and mitigation measures; and
	Monitoring	Monitoring and reporting performance against relevant indicators and targets.

Sustainability and climate-related risks are managed through the Group's existing operational processes, annual planning cycle, and ERM framework. Management consolidates relevant performance data and risk updates and reports them to BOD to support informed oversight and strategic decision-making.

## Impact of Sustainability on Remuneration Policies

Climate-related considerations are an important part of executive performance. The Group recognises the value of aligning incentives with climate-related outcomes and will explore mechanisms to integrate relevant metrics into remuneration frameworks in future reporting periods.

## **Strategy**

The Group identifies and assesses climate-related risks and opportunities across its operations and value chain in alignment with the requirements of IFRS S2 and practices consistent with the Task Force on Climate-related Financial Disclosures ("TCFD")<sup>1</sup>. The assessment process draws on a combination of climate data screening, scenario analysis, regulatory intelligence, and operational knowledge.

Risks and opportunities are assessed across short, medium, and long-term horizons, aligned with strategic planning cycles. Identification, assessment, and prioritisation processes are described in this Report under "Climate-related Disclosure: Risk Management".

## Scenario Analysis and Strategic Resilience

To assess the resilience of its strategy under different climate and transition pathways, the Group conducted scenario analysis using IFRS-aligned scenarios. These include physical climate scenarios based on the Intergovernmental Panel on Climate Change ("IPCC") Shared Socioeconomic Pathways ("SSPs") (SSP1-2.6, SSP5-8.5)<sup>2</sup>, as well as transition scenarios from the Network for Greening the Financial System ("NGFS") transition scenarios (Net Zero 2050, Current Policies)<sup>3</sup>.

# SUSTAINABILITY STATEMENT

(cont'd)

Risk	Scenario	Description	Key Implications
Physical Risk	SSP1-2.6	Low-emissions pathway; moderate global warming; orderly mitigation and adaptation.	Assesses physical resilience under moderate climate impacts; infrastructure moderately exposed.
	SSP5-8.5	High-emissions pathway; slow or absent mitigation; high global warming.	Tests resilience against acute and chronic physical hazards, including severe flooding, heatwaves, storms, soil erosion, and water scarcity.
Transition Risk	Net Zero 2050	Global policy and market actions to achieve net zero by 2050; warming limited to 1.5°C; early policy implementation and decarbonisation.	Assesses transition risks arising from rapid policy, technology, and market shifts; impacts operating costs, capital expenditure, procurement, and competitiveness.
	Current Policies	Delayed or fragmented policy action; limited emissions reduction.	Assesses slower transition pathway; transition risks lower than Net Zero 2050, but physical risks remain; highlights vulnerability under slower policy progress.

These scenarios are used to assess potential impacts on operating costs, capital expenditure, asset resilience, regulatory exposure, and market demand across short-, medium-, and long-term horizons. The outcomes inform strategic discussions, risk prioritisation, and consideration of adaptation and transition responses.

1 *Guidance on Scenario Analysis for Non-Financial Companies. 2020-TCFD Guidance-Scenario-Analysis-Guidance.pdf*

2 *AR6 Synthesis Report: Climate Change 2023.*

[https://www.ipcc.ch/report/ar6/syr/downloads/report/IPCC\\_AR6\\_SYR\\_LongerReport.pdf](https://www.ipcc.ch/report/ar6/syr/downloads/report/IPCC_AR6_SYR_LongerReport.pdf)

3 *NGFS climate scenarios. <https://www.ngfs.net/ngfs-scenarios-portal/>*

## Climate-Related Risks and Opportunities

For the current reporting period, climate-related risks and opportunities have been assessed at the Group level, covering 100% of assets and operations. At this stage, the Group assesses the financial impacts of climate-related risks and opportunities on a qualitative basis, as the financial impacts are not yet separately identifiable within existing financial systems and supporting data are still under development. The Group also does not separately track capital expenditure, financing, or investment deployed specifically towards climate-related risks and opportunities. For future reporting periods, such metrics will be developed to reflect investments and financing directed towards climate-related initiatives.

Key physical and transition risks have been identified that may affect asset performance, operational continuity, and workforce safety over time. The tables below summarise these climate-related risks and opportunities, including qualitative impact assessments and high-level management responses.

### Physical Risks

Physical climate-related risks are most pronounced for the Group's outdoor-installed assets, which are directly exposed to extreme weather conditions, including heavy rainfall, flooding, strong winds, heat stress, soil instability, and water stress.

As of the reporting period, the Group has not experienced any material financial or operational impacts from physical climate-related risks, including heavy rainfall, flooding, strong winds, heat stress, soil erosion, or limited water availability. While historical impacts have been minimal, the Group continues to monitor climate hazards and implements forward-looking mitigation measures to enhance infrastructure resilience, safeguard service continuity, and protect long-term value creation.

# SUSTAINABILITY STATEMENT

(cont'd)

Risk	Description	Risk Rating						Potential Impact	Key Mitigation Measures
		SSP1-2.6			SSP5-8.5				
		Short Term	Medium Term	Long Term	Short Term	Medium Term	Long Term		
Heavy Rainfall (Acute Risk)	Short-duration, high-intensity rainfall and prolonged precipitation events may expose the Group's outdoor Closed-Circuit Television ("CCTV") and smart parking infrastructure in Kuala Lumpur, Selangor, and Johor to water ingress, reduced visibility, and temporary performance degradation.	Moderate	Moderate	Moderate	Moderate	Moderate	Moderate	<ul style="list-style-type: none"> <li>• Potential disruption to operations</li> <li>• Increased operating and repair costs</li> <li>• Risk of service interruption or non-compliance</li> </ul> <ul style="list-style-type: none"> <li>• Implementation of asset resilience measures</li> <li>• Monitoring of flood-related risks</li> <li>• Preventive maintenance practices</li> </ul>	
		Moderate	Moderate	Moderate	Moderate	Moderate	Moderate		
Flooding (Acute and Chronic Risk)	Flooding from intense monsoonal rainfall, inadequate urban drainage, and climate-driven rainfall increases may submerge or restrict access to CCTV poles, network cabinets, smart parking facilities, traffic light panels, headquarters, and data hubs in low-lying urban areas.	Major	Major	Major	Major	Major	Major	<ul style="list-style-type: none"> <li>• Potential disruption to operations and service delivery</li> <li>• Increased operating and capital expenditure due to asset damage or replacement</li> <li>• Risk of contractual non-compliance and revenue disruption</li> <li>• Potential increase in insurance and financing costs</li> </ul> <ul style="list-style-type: none"> <li>• Incorporation of flood resilience into asset design and infrastructure planning</li> <li>• Implementation of business continuity and contingency measures</li> <li>• Monitoring of flood-related risks and operational exposure</li> <li>• Maintenance of insurance coverage for climate-related events</li> </ul>	
		Major	Major	Major	Major	Major	Major		



# SUSTAINABILITY STATEMENT

(cont'd)

Risk	Description	Risk Rating						Potential Impact	Key Mitigation Measures
		SSP1-2.6			SSP5-8.5				
		Short Term	Medium Term	Long Term	Short Term	Medium Term	Long Term		
Soil Erosion (Acute Risk)	Heavy rainfall, poor drainage, and nearby construction may cause soil erosion or ground subsidence, affecting CCTV pole foundations, smart parking infrastructure and underground cabling.	Insignificant	Insignificant	Insignificant	Insignificant	Insignificant	Minor	<ul style="list-style-type: none"> <li>Integration of climate resilience into site planning and asset design</li> <li>Preventive maintenance and inspection of physical assets</li> <li>Monitoring of site and environmental conditions</li> </ul>	
Limited Water Availability / Water Stress (Chronic Risk)	Prolonged dry periods, pollution incidents, and increasing urban demand may affect water availability for cooling systems at data hubs and maintenance of outdoor infrastructure.	Minor	Minor	Minor	Minor	Minor	Minor	<ul style="list-style-type: none"> <li>Increased operating costs due to higher reliance on alternative water sources</li> <li>Potential reduced efficiency of cooling systems affecting asset performance</li> <li>Risk of operational disruption or downtime</li> <li>Potential delays in service delivery and contractual performance</li> <li>Possible reputational impact</li> </ul>	

Collectively, the Group's mitigation measures are designed to reduce exposure to physical climate-related risks, support operational continuity, and limit potential impacts on operating costs, asset performance, and cash flows across short-, medium-, and long-term time horizons. These measures are embedded within asset design standards, preventive maintenance programmes, and operational planning processes, and are periodically reviewed to reflect evolving climate conditions. Through these actions, the Group enhances the resilience of its infrastructure and service delivery while safeguarding long-term value creation and contractual reliability.

# SUSTAINABILITY STATEMENT

(cont'd)

## Transition Risks

Transition climate-related risks arise from changes associated with the shift towards a low-carbon economy, including policy and regulatory developments, market and customer expectations, technological advancements, and reputational considerations. These risks may affect the Group's cost structure, revenue stability, competitive positioning, and long-term strategic resilience.

For the current reporting period, transition risks have been assessed qualitatively at the Group level across all operations. While no material financial impacts from transition risks have been identified to date, the Group recognises that evolving climate-related regulations, stakeholder expectations, and technology trends may increasingly influence business performance over the medium to long term.

Risk	Description	Risk Rating						Potential Impact	Key Mitigation Measures
		Net Zero 2050			Current Policies				
		Short Term	Medium Term	Long Term	Short Term	Medium Term	Long Term		
Policy & Regulatory Risk	A climate-related policy and regulatory transition risk arising from the introduction or tightening of carbon pricing mechanisms, emissions-related taxes, and sustainability-linked regulatory requirements in Malaysia.	Minor	Minor	Moderate	Moderate	Moderate	Moderate	<ul style="list-style-type: none"> <li>Increased operating costs due to carbon pricing mechanisms or changes in energy-related policies</li> <li>Higher compliance and administrative costs associated with regulatory requirements</li> </ul>	<ul style="list-style-type: none"> <li>Ongoing monitoring of domestic and international climate regulations</li> <li>Routine emissions data management and reporting processes</li> <li>Development and tracking of carbon reduction plans and targets</li> </ul>
	Fragmented regulatory requirements across federal, state (Selangor, Johor), and municipal authorities may further increase compliance complexity.	Minor	Minor	Moderate	Moderate	Moderate	Moderate	<ul style="list-style-type: none"> <li>Delays in project approvals and execution timelines</li> <li>Potential increase in capital expenditure to meet regulatory requirements</li> <li>Potential impact on contract awards and business opportunities</li> <li>Potential reputational impact</li> </ul>	<ul style="list-style-type: none"> <li>Monitoring of multi-level regulatory developments (federal, state, municipal)</li> <li>Adoption of renewable energy and energy-efficient technologies</li> </ul>

# SUSTAINABILITY STATEMENT

(cont'd)

Risk	Description	Risk Rating						Potential Impact	Key Mitigation Measures
		Net Zero 2050			Current Policies				
		Short Term	Medium Term	Long Term	Short Term	Medium Term	Long Term		
Technology Risk	A technology transition risk arising from reliance on grid electricity generated primarily from fossil fuels, limited on-site renewable energy adoption, and incomplete energy and performance data across CCTV and smart parking assets. Rapid technological advancement and evolving energy-efficiency expectations under Malaysia's energy transition may	Minor	Moderate	Moderate	Minor	Insignificant	Minor	<ul style="list-style-type: none"> <li>Increased operating costs due to exposure to energy price and carbon intensity of electricity supply</li> <li>Higher costs associated with inefficient energy consumption across assets</li> <li>Potential loss of competitiveness in sustainability-linked procurement and contracts</li> <li>Potential impact on profitability due to transition-related cost pressures</li> <li>Potential reputational impact</li> </ul>	<ul style="list-style-type: none"> <li>Establishment and monitoring of energy efficiency and emissions reduction objectives</li> <li>Ongoing evaluation of low-carbon and energy-efficient technologies</li> <li>Integration of energy and emissions considerations into investment and procurement decisions</li> <li>Gradual adoption of cleaner and more efficient energy solutions where feasible</li> <li>Strengthening of energy and emissions data collection and management systems</li> </ul>

# SUSTAINABILITY STATEMENT

(cont'd)

Risk	Description	Risk Rating						Potential Impact	Key Mitigation Measures
		Net Zero 2050			Current Policies				
		Short Term	Medium Term	Long Term	Short Term	Medium Term	Long Term		
Market Risk	A market transition risk arising from volatility in the availability, cost, and traceability of sustainable materials and components, alongside evolving customer and public-sector expectations for low-carbon, energy-efficient, and ESG-aligned solutions.	Moderate	Major	Major	Moderate	Minor	Minor	<ul style="list-style-type: none"> <li>Higher procurement and operating costs</li> <li>Reduced project margins</li> <li>Potential loss of revenue opportunities due to inability to meet ESG-related tender requirements</li> <li>Potential delays in project delivery due to supply chain disruptions</li> </ul>	<ul style="list-style-type: none"> <li>Monitoring of market demand and ESG tender requirements</li> <li>Supplier engagement and diversification to enhance supply chain resilience and transparency</li> <li>Integration of sustainability considerations into procurement and sourcing strategies</li> </ul>
	Increasing sustainability requirements in government and municipal tenders may affect demand for CCTV and smart parking systems that do not meet evolving criteria.						<ul style="list-style-type: none"> <li>Possible reputational impact arising from supply chain transparency expectations</li> <li>Potential reputational impact from non-traceable or unsustainable supply chains</li> </ul>	<ul style="list-style-type: none"> <li>Ongoing review of pricing strategies to manage cost volatility</li> <li>Strengthening of compliance with relevant ESG and sustainability standards in procurement processes</li> </ul>	

# SUSTAINABILITY STATEMENT

(cont'd)

Risk	Description	Risk Rating						Potential Impact	Key Mitigation Measures
		Net Zero 2050			Current Policies				
		Short Term	Medium Term	Long Term	Short Term	Medium Term	Long Term		
Liability Risk	A legal and compliance transition risk arising from potential breaches of environmental, contractual, data protection, or cybersecurity requirements in the operation of CCTV and smart parking systems deployed in public spaces. As regulatory expectations evolve alongside climate, ESG, and digital governance requirements, non-compliance may expose the Group to legal and financial liabilities.	Moderate	Major	Major	Moderate	Major	Major	<ul style="list-style-type: none"> <li>Fines, penalties, and compensation claims</li> <li>Increased legal, compliance, and remediation costs</li> <li>Potential contract suspension or termination</li> <li>Operational disruption affecting service delivery</li> <li>Reputational impact and reduced stakeholder confidence</li> <li>Potential increase in insurance or contractual requirements</li> </ul>	<ul style="list-style-type: none"> <li>Board-level oversight through the appropriate Board-level committee</li> <li>Implementation of compliance monitoring processes covering relevant regulatory requirements</li> <li>Regular review of evolving environmental, ESG, and digital governance regulations</li> <li>Strengthening of internal controls and risk management systems</li> </ul>

# SUSTAINABILITY STATEMENT

(cont'd)

Risk	Description	Risk Rating						Potential Impact	Key Mitigation Measures
		Net Zero 2050			Current Policies				
		Short Term	Medium Term	Long Term	Short Term	Medium Term	Long Term		
Reputation Risk	A reputational transition risk arising from negative public perception, stakeholder scrutiny, or social concerns related to the deployment of CCTV, AI-enabled monitoring, and smart parking systems in public spaces. Climate- and ESG-related expectations regarding transparency, responsible technology use, data privacy, and environmental impact may influence stakeholder trust and acceptance.	Minor	Moderate	Moderate	Moderate	Moderate	Moderate	<ul style="list-style-type: none"> <li>Reduced competitiveness in public-sector and Smart City tenders</li> <li>Delays in project approvals</li> <li>Potential loss of future business opportunities</li> <li>Reputational damage and negative media coverage</li> <li>Increased stakeholder and civil society scrutiny</li> </ul>	<ul style="list-style-type: none"> <li>Monitoring of stakeholder feedback on climate and ESG performance</li> <li>Transparent ESG reporting and policy disclosures</li> <li>Engagement with regulators, customers, and key stakeholders</li> <li>Strengthening of governance and risk management frameworks relating to ESG and responsible technology use</li> </ul>

By implementing the mitigation measures outlined above, the Group aims to manage transition climate-related risks through proactive regulatory awareness, continuous innovation of energy-efficient and low-carbon solutions, and alignment with evolving market and stakeholder expectations. These actions support the Group's strategic adaptability, help preserve revenue opportunities, and reduce potential cost and competitiveness impacts associated with the transition to a low-carbon economy over the medium to long term.

## SUSTAINABILITY STATEMENT

(cont'd)

### Climate-related Opportunities

Climate-related opportunities are similarly concentrated in these asset classes and customer segments, where increasing demand for climate-resilient, energy-efficient, and renewable-enabled infrastructure solutions may support service differentiation, tender competitiveness, and long-term revenue resilience. The Group continues to monitor emerging climate-related opportunities and will progressively enhance its ability to identify, assess, and capture such opportunities as part of its strategic and business planning processes.

Opportunity	Description
Flood and Soil-Erosion Monitoring CCTV Solutions	Increasing frequency and severity of climate-related events, such as flooding and extreme weather, may increase demand for resilient security and monitoring infrastructure. The Group is positioned to provide climate-adaptive CCTV solutions designed to maintain operational reliability under such conditions, while supporting early detection and monitoring of environmental risks. These solutions may enhance service continuity for clients operating in climate-exposed areas and support proactive risk management, thereby creating potential opportunities for revenue growth and market expansion.
Integrated Climate Risk Monitoring and Risk-Transfer Solutions	Increasing frequency and severity of climate-related hazards may lead to higher asset losses and increased demand for solutions that support climate risk monitoring and mitigation. The Group may leverage its capabilities to provide integrated monitoring solutions that support clients in managing physical climate risks and enhancing risk resilience. This may create opportunities to expand service offerings and support demand for risk management solutions in climate-exposed sectors.
Green Smart Parking Solutions	The transition to a low-carbon economy is driving demand for smart, efficient urban infrastructure. The Group's smart parking solutions may support digitalisation and operational efficiency in urban mobility systems, while contributing to emissions reduction and resource optimisation. This may enhance demand for technology-enabled services and support growth in smart city developments.
Solar-Enabled CCTV Solutions	The transition to a net-zero economy and rising energy costs may increase demand for energy-efficient and renewable-powered infrastructure. The Group may offer solutions that incorporate renewable energy sources to support deployment in energy-constrained or remote locations. This may enable market expansion and reduce reliance on conventional energy sources.
AI-Powered Energy Optimisation	Rising energy costs and carbon-related regulations may increase demand for solutions that improve energy efficiency. The Group may leverage data-driven technologies to optimise energy consumption across its systems and services. This may support cost efficiency for clients and create opportunities for value-added service offerings.

### Uncertainty in Climate Resilience

Assessing climate-related risks and the Group's resilience under different scenarios involves a range of uncertainties and judgments. The significant areas of uncertainty considered are as follows:-

- Future frequency and intensity of extreme weather events: There are uncertainties regarding how heavy rainfall, flooding, strong winds, and high-temperature events will evolve in the Group's operational regions. These uncertainties arise from differences between global and regional climate models and the limitations of downscaled projections for Southeast Asia.
- Scenario assumptions: Publicly available models, such as IPCC scenarios, rely on assumptions about future GHG emissions, socioeconomic development, and policy interventions. Variation in these assumptions introduces uncertainty in projections for the Group's key sites.

# SUSTAINABILITY STATEMENT

(cont'd)

## Capacity to Adapt to Climate Change

The Group is actively assessing its capacity to adjust its strategy, operations, and business model in response to climate-related risks and opportunities. While detailed short-, medium-, and long-term adaptation plans are still under development, the Group maintains operational flexibility through allocated capital expenditure, operational budgets, contingency reserves, and insurance coverage. Existing infrastructure and technology are managed to allow modification, reinforcement, or repurposing where required to enhance resilience. In parallel, the Group is evaluating potential investments in climate-related mitigation and adaptation measures, including low-carbon technologies, energy efficiency initiatives, and site-specific infrastructure upgrades. These ongoing assessments provide a foundation for future adaptation, supporting business continuity, safeguarding revenue streams, and enabling the Group to progressively strengthen its resilience to evolving climate conditions. The Group also intends to develop more detailed adaptation strategies in future reporting periods as scenario analysis, data quality, and internal capabilities mature, ensuring alignment with evolving climate risks, stakeholder expectations, and long-term sustainability objectives.

## **Risk Management**

This section describes the processes through which the Group identifies, assesses, prioritises, and monitors climate-related risks and opportunities, and how these processes are integrated into the Group's ERM framework.

### Identification of Climate-related Risks and Opportunities

Climate-related risks and opportunities are identified through a structured process that is embedded within the Group's ERM framework. The process combines external data sources, internal assessments, and management judgement to ensure that risks and opportunities are identified on a forward-looking and decision-useful basis.

The Group identifies physical climate risks by analysing long-term climate projections and localized hazard data, including flood and heat stress indicators. The Group leverages on established international and local climate data sources to ensure that assessments are robust and forward-looking.

Transition-related risks are assessed using scenarios developed by the NGFS, which provide structured assumptions on policy timing, carbon pricing, and technology adoption under different transition pathways. In addition, the Group assesses the geographic and operational exposure of critical assets and activities, including data hubs, networked CCTV infrastructure, and smart parking systems, to identify sensitivities to both physical and transition climate-related risks.

Climate-related opportunities are identified using the same forward-looking assessments applied to risk identification, including scenario analysis, market intelligence, and reviews of policy and regulatory developments supporting the transition to a lower-carbon economy. These opportunities focus on the provision of low-carbon, energy-efficient, and climate-resilient digital infrastructure solutions. Identified opportunities are assessed based on strategic alignment, market readiness, and potential financial viability, with viable opportunities considered through the Group's established business planning and investment evaluation processes.

### Assessment of Likelihood and Impact

Identified climate-related risks and opportunities are assessed using the Group's existing ERM methodology to ensure consistency across risk categories.

Risks are evaluated based on:-

- Likelihood of occurrence
- Magnitude of impact (financial, operational, reputational)

Assessments are conducted across short-, medium-, and long-term horizons to reflect the evolving nature of climate change. This approach ensures that climate-related risks are prioritised and escalated in line with other principal enterprise risks.

# SUSTAINABILITY STATEMENT

(cont'd)

## Risk Prioritisation

Climate-related risks are prioritised based on significance to the Group's strategy, operations, and financial performance. Higher-rated risks are escalated to management and BOD for oversight and mitigation planning.

## Monitoring and Review

Risk ratings, assumptions, and mitigation measures are reviewed and updated by Management on a regular basis, with formal reviews conducted on a quarterly cycle. As this represents the Group's first year of formalised climate risk assessment, the process reflects an initial structured integration of climate-related considerations into the existing ERM framework and will continue to be refined as data availability and methodologies evolve.

## Integration with Overall Risk Management

The management of climate-related risks and opportunities is fully embedded within the Group's ERM framework. Climate-related risks and opportunities are recorded in the central corporate risk register, assessed using consistent likelihood and impact criteria, and escalated through established governance channels alongside other principal risks.

Outputs from the climate risk assessment inform strategic planning, capital allocation, and operational decision-making, ensuring that climate-related considerations are appropriately reflected in business decisions. Scenario analysis insights, including potential impacts on costs, asset performance, regulatory exposure, and market dynamics, directly inform risk prioritisation, mitigation planning, and strategic discussions, as described in this Report under "Climate-related Disclosure: Strategy".

## **Metrics and Targets**

The Group uses climate-related metrics and targets to support informed decision-making on climate-related risks and opportunities in accordance with IFRS S2. These metrics are integrated into operational monitoring, business planning, and ERM processes to assess exposure to transition and physical climate risks and to evaluate the effectiveness of mitigation actions.

Climate-related metrics are used to monitor trends in energy consumption, GHG emissions, and resource use, which may have financial implications through operating costs, regulatory exposure, and long-term asset resilience. Where applicable, these metrics inform capital allocation decisions, technology upgrades, and operational efficiency initiatives.

Targets, where established, are used as management tools to guide continuous improvement and track progress over time. In areas where quantitative climate targets are still under development, management uses year-on-year performance trends and internal benchmarks to support decision-making and oversight. Oversight of climate-related metrics and targets is provided by management and BOD through regular reporting as part of the Group's governance and risk management framework.

## Climate-related Metrics

In accordance with IFRS S2, the Group discloses metrics used to monitor climate-related risks and opportunities and to assess performance against its climate-related objectives. These metrics are aligned with the Group's operational profile as a provider of CCTV, smart parking, and smart city infrastructure solutions primarily operating in Malaysia.

## GHG Emission

At ITMAX, we recognise the importance of addressing climate change and reducing our GHG emissions. As part of our sustainability commitment, the Group has taken progressive steps to monitor and measure our carbon footprint across operations, with the goal of identifying key emission sources and implementing targeted mitigation strategies.

# SUSTAINABILITY STATEMENT

(cont'd)

In FYE 2025, ITMAX recorded a total GHG emission of 463.10 tCO<sub>2</sub>e, comprising 168.51 tCO<sub>2</sub>e (Scope 1) and 294.59 tCO<sub>2</sub>e (Scope 2). Compared to FYE 2024, total emissions increased during the FY, primarily attributable to the expansion of business operations and an increase in employee headcount, resulting in higher energy consumption across operational sites.

Notwithstanding the increase in absolute emissions, the Group continues to strengthen its emissions monitoring processes and implement energy-efficient practices to manage carbon intensity over time, while supporting long-term emissions reduction objectives.

The Group measures and discloses Scope 1 and Scope 2 GHG emissions in accordance with the GHG Protocol: A Corporate Accounting and Reporting Standard (2004), applying the operational control approach. Under this approach, emissions are reported for operations over which the Group has full operational control, providing a clear and consistent view of emissions for which the Group is responsible, and it aligns with the disclosure objective of providing investors and stakeholders with relevant information on climate-related exposure, risks, and decarbonisation planning.

Scope 1 emissions primarily arise from company-owned vehicles, while Scope 2 emissions arise from purchased electricity used to operate infrastructure and facilities. No changes were made to the measurement approach, inputs, or assumptions during the reporting period; the methodology remains consistent with previous years.

Entity	Unit of measurement	Financial Year Ended	
		FYE December 2024	FYE December 2025
<b>C11(a) Scope 1 Emissions</b>			
Group	Kilograms of CO <sub>2</sub> e ("kgCO <sub>2</sub> e")	125,643	168,511
	Tonnes of CO <sub>2</sub> e ("tCO <sub>2</sub> e")	125	168
<b>C11(b) Scope 2 Emissions</b>			
Group	kgCO <sub>2</sub> e	199,348	294,586
	tCO <sub>2</sub> e	199.35	294.59

**Note:**

Scope 1 GHG emissions were calculated using emission factors from the GHG Protocol calculation tools and guidance, referencing the U.S. Environmental Protection Agency ("EPA") GHG Emission Factors Hub.

Scope 2 GHG emissions were calculated using the Malaysia Grid Emission Factor ("GEF") published by the relevant national authority.

To strengthen our emissions management framework, ITMAX is enhancing its internal monitoring processes and engaging with relevant departments to improve data accuracy and transparency. Ongoing initiatives include:-

- Energy optimisation and efficiency improvements through smart technology upgrades;
- Transition to renewable energy sources where feasible to reduce Scope 2 emissions; and
- Progressive electrification of company vehicles to mitigate Scope 1 emissions.

The Group recognises that Scope 3 emissions may become increasingly relevant over time, particularly in relation to supply chain activities and outsourced services. The Group plans to progressively expand its emissions reporting boundaries as data availability and internal systems mature. This expansion will provide a more holistic view of our carbon footprint and guide the development of a comprehensive GHG reduction strategy. At present, the Group does not hold any contractual instruments (such as Renewable Energy Certificates ("REC"s) or any form of green power purchase agreement ("PPA")) to account for Scope 2 emissions.

# SUSTAINABILITY STATEMENT

(cont'd)

## Internal Carbon Pricing

The Group does not currently use an internal carbon price in decision-making, reflecting its business profile as a provider of CCTV, smart parking, and smart city infrastructure solutions in Malaysia, where carbon costs are not a material driver of financial performance or strategic risk. The Group's climate-related risk exposure is primarily associated with physical climate risks affecting asset resilience and service continuity, as well as regulatory, technology, and market transition risks unrelated to direct carbon costs.

Accordingly, internal carbon pricing is not currently used in capital allocation, system design, procurement, or operational planning processes. The Group instead relies on direct energy cost monitoring, operational efficiency assessments, and qualitative evaluation of regulatory developments to manage climate-related risks and opportunities. The relevance of internal carbon pricing will be reassessed if carbon costs become financially material in the future.

## Climate-related Targets

At the current stage of climate reporting maturity, the Group has yet to establish quantitative climate-related targets. This reflects the Group's ongoing development of underlying data systems, baselines, and methodologies required to support reliable target setting across its operations.

In the interim, Management monitors year-on-year trends in energy consumption and GHG emissions and uses internal benchmarks to inform decision-making and assess the effectiveness of climate-related mitigation measures. The establishment of formal climate-related targets will be considered as data availability, internal processes, and regulatory expectations continue to evolve.

## Environment



### Energy Management

At ITMAX, we remain steadfast in our commitment to responsible energy management as part of our ongoing sustainability transformation journey. Since 2016, the Group has been at the forefront of energy-efficient urban infrastructure through the upgrading of street lighting systems and the deployment of smart technologies that promote lower energy consumption and operational efficiency.

In FYE 2025, the Group's total energy consumption increased compared to FYE 2024, rising from 257,556 kWh to 380,602 kWh. The increase was primarily attributable to the expansion of the Group's business operations during the FY, including the scaling up of smart city projects and related infrastructure, which resulted in higher operational energy requirements.

Entity	Unit of Measurement	Financial Year Ended		
		FYE December 2023	FYE December 2024	FYE December 2025
<b>C4(a) Total energy consumption</b>				
Group	Kilowatt-hour ("kWh")	221,465	257,556	380,602
	Gigajoule ("GJ")	797.27	927.20	1,370.17

# SUSTAINABILITY STATEMENT

(cont'd)

The Group continues to prioritise smart and sustainable energy practices through the following initiatives:-

- **Energy-Efficient Infrastructure** – Prioritising sustainable IT operations by optimising network efficiency and reducing carbon emissions associated with digital infrastructure.
- **Light-Emitting Diode (“LED”) Streetlight Replacement Programme** – Ongoing replacement of conventional halogen streetlights with energy-efficient LED lighting in Kuala Lumpur and other cities to enhance illumination, reduce energy usage, and lower maintenance costs.
- **Solar-Powered Surveillance Systems** – Integrating renewable energy solutions into surveillance systems to reduce dependence on grid electricity and minimise emissions.

## Water Management

ITMAX acknowledges the importance of responsible water management as part of our broader commitment to environmental sustainability. We continue to integrate sustainable practices to ensure that water resources are used efficiently across our operations.

In FYE 2025, ITMAX recorded a total water consumption of 1,525.21m<sup>3</sup>, compared to 701m<sup>3</sup> in FYE 2024 and 368m<sup>3</sup> in FYE 2023. The 117.6% increase from FYE 2024 was primarily attributable to the expansion of operational activities during the FY, including increased workforce presence at project sites and offices, as well as the inclusion of additional operational locations within the reporting boundary. These factors contributed to higher overall facility-related water usage.

Despite the increase, overall consumption level remains relatively low compared to the Group’s operational scale, as ITMAX’s business model is not water intensive. Moving forward, we will continue to focus on improving water efficiency through regular monitoring and the implementation of best management practices.

Entity	Unit of Measurement	Financial Year Ended		
		FYE December 2023	FYE December 2024	FYE December 2025
<b>C9(a) Total volume of water used</b>				
Group	m <sup>3</sup>	368	701	1,525
	Megalitres (“ML”)	0.368	0.701	1.525

ITMAX continues to evaluate and enhance water efficiency across its operations through the following measures:-

- Implementation of water-saving practices in office operations, including the use of water-efficient fixtures and regular maintenance to prevent leaks
- Promoting employee awareness on water conservation through internal guidelines and good practices

We remain committed to continuously improving water management practices, aligning with our long-term goal of minimising environmental impact and supporting the UN SDG 6 – Clean Water and Sanitation.

# SUSTAINABILITY STATEMENT

(cont'd)

## Social



### Diversity

At ITMAX, we recognise that our employees are the foundation to our continuous success. By investing in our human capital, we achieve sustainable growth and maintain a competitive advantage. We are committed to attracting, developing and retaining a diverse and talented workforce, empowering our people to reach their full potential.

Entity	Employee Category	Age Group	Unit of Measurement	Financial Year Ended		
				FYE December 2023	FYE December 2024	FYE December 2025
<b>C3(a)i Percentage of employees by age group and employee category</b>						
Group	Manager & Above	< 21	%	0	0	0
		21 – 30	%	0	0	5
		31 – 40	%	22	30	41
		41 – 50	%	42	40	22
		51- 60	%	22	30	27
		> 60	%	14	0	5
	Executive	< 21	%	0	0	1
		21 – 30	%	62	64	51
		31 – 40	%	29	27	39
		41 – 50	%	7	7	7
		51- 60	%	2	2	2
		> 60	%	0	0	0
	Non-Executive	< 21	%	2	2	0
		21 – 30	%	35	48	51
		31 – 40	%	39	35	32
		41 – 50	%	19	14	13
		51- 60	%	3	1	3
		> 60	%	2	0	1

## SUSTAINABILITY STATEMENT

(cont'd)

Entity	Employee Category	Age Group	Unit of Measurement	Financial Year Ended		
				FYE December 2023	FYE December 2024	FYE December 2025
<b>C3(a)i Percentage of employees by age group and employee category</b>						
Group	Contract	< 21	%	0	0	Not Applicable
		21 – 30	%	14	25	
		31 – 40	%	29	6	
		41 – 50	%	0	13	
		51- 60	%	0	6	
		> 60	%	57	50	
	Contract (Manager & Above)	< 21	%	Not Applicable	Not Applicable	0
		21 – 30	%			0
		31 – 40	%			18
		41 – 50	%			18
		51- 60	%			9
		> 60	%			55
	Contract (Executive)	< 21	%	Not Applicable	Not Applicable	0
		21 – 30	%			69
		31 – 40	%			23
		41 – 50	%			8
		51- 60	%			0
		> 60	%			0
	Contract (Non-Executive)	< 21	%	Not Applicable	Not Applicable	7
		21 – 30	%			58
		31 – 40	%			25
41 – 50		%	8			
51- 60		%	1			
> 60		%	1			

Note: Starting from FYE2025, the Group has enhanced its workforce disclosure by categorising contract staff into three distinct groups, namely Manager & Above, Executive, and Non-Executive, to provide greater clarity and transparency. Comparative figures for the previous two FYs remain unchanged, as contract staff were previously reported as a single aggregated category.

# SUSTAINABILITY STATEMENT

(cont'd)

Entity	Employee Category	Age Group	Unit of Measurement	Financial Year Ended		
				FYE December 2023	FYE December 2024	FYE December 2025
<b>C3(a)ii Percentage of employees by gender and employee category</b>						
Group	Manager & Above	Male	%	82	78	71
		Female	%	18	22	29
	Executive	Male	%	67	62	72
		Female	%	33	38	28
	Non-Executive	Male	%	76	74	72
		Female	%	24	26	28
	Contract	Male	%	86	75	Not Applicable
		Female	%	14	25	
	Contract (Manager & Above)	Male	%	Not Applicable		73
		Female	%	Not Applicable		27
	Contract (Executive)	Male	%	Not Applicable		59
		Female	%	Not Applicable		41
	Contract (Non-Executive)	Male	%	Not Applicable		73
		Female	%	Not Applicable		27

Note: Starting from FYE2025, the Group has enhanced its workforce disclosure by categorising contract staff into three distinct groups, namely Manager & Above, Executive, and Non-Executive, to provide greater clarity and transparency. Comparative figures for the previous two FYs remain unchanged, as contract staff were previously reported as a single aggregated category.

Looking ahead, ITMAX will continue to strengthen its talent pipeline through targeted recruitment, training, and succession planning strategies. We remain steadfast in promoting Diversity, Equity, and Inclusion (“DEI”), creating a workplace where all employees are empowered to thrive, contribute, and grow with the Group.

## Board Diversity

Diversity in the Boardroom enhances the quality of deliberations and decision-making by bringing together a broad range of perspectives, experiences, and expertise. We are committed to maintaining a balanced Board composition that reflects diversity in experience, skills, age, gender, and professional background, ensuring that strategic decisions align with the interests of all stakeholders and support the Group’s long-term success.

Entity	Category	Age Group	Unit of measurement	Financial Year Ended		
				FYE December 2023	FYE December 2024	FYE December 2025
<b>C3(b)i Percentage of directors by age group</b>						
Group	-	31 – 40	%	50	50	37
		41 – 50	%	0	0	13
		51- 60	%	13	13	13
		> 60	%	37	37	37

## SUSTAINABILITY STATEMENT

(cont'd)

ITMAX demonstrates a strong commitment to gender diversity on its BOD, achieving an equal representation of 50% female and 50% male directors exceeding Bursa Malaysia's requirement of a minimum 30% female board representation.

This achievement reflects the Group's belief that gender diversity enhances governance quality, supports more holistic perspectives, and fosters a culture of equality and inclusion throughout the Group.

Entity	Category	Gender	Unit of measurement	Financial Year Ended		
				FYE December 2023	FYE December 2024	FYE December 2025
<b>C3(b)ii Percentage of directors by gender</b>						
Group	-	Male	%	50	50	50
		Female	%	50	50	50

### Labour Practices

At ITMAX, we believe that our people are the foundation of our continued success and long-term sustainability. The Group remains committed to cultivating a supportive and inclusive workplace that empowers employees to reach their full potential through continuous learning, fair employment practices, and opportunities for career growth.

We offer a comprehensive range of training and development programmes tailored to enhance both technical expertise and leadership capabilities.

Entity	Category	Unit of measurement	Financial Year Ended		
			FYE December 2023	FYE December 2024	FYE December 2025
<b>C6(a) Total hours of training by employee category</b>					
Group	Manager & Above	Number	0	112	317
	Executive	Number	0	133	860
	Non-Executive	Number	0	42	180
	Contract	Number	0	20	125
<b>C6(b) Percentage of employees that are contractors or temporary staff</b>					
Group	-	%	4	7	49
<b>C6(c) Total number of employee turnover</b>					
Group	Manager & Above	Number	0	1	0
	Executive	Number	14	14	21
	Non-Executive	Number	3	6	3
	Contract	Number	0	0	Not Applicable
	Contract (Manager & Above)	Number			2
	Contract (Executive)	Number		Not Applicable	2
	Contract (Non-Executive)	Number			29

Note: Starting from FYE2025, the Group has enhanced its workforce disclosure by categorising contract staff into three distinct groups, namely Manager & Above, Executive, and Non-Executive, to provide greater clarity and transparency. Comparative figures for the previous two FYs remain unchanged, as contract staff were previously reported as a single aggregated category.

# SUSTAINABILITY STATEMENT

(cont'd)

Moving forward, ITMAX will continue to prioritise employee development and engagement as part of its broader sustainability strategy.

## Employee Benefits

The Group is committed to safeguarding their welfare, well-being, and rights by fostering a workplace culture grounded in respect, dignity, and fairness. We continuously strive to ensure that all employees are treated equitably and receive the necessary support to thrive throughout their tenure with ITMAX.

To date, the Group has not received any complaints concerning human rights violations was reported, demonstrating our strong commitment to upholding ethical labour practices and human rights across our operations.

Entity	Unit of measurement	Financial Year Ended		
		FYE December 2023	FYE December 2024	FYE December 2025
<b>C6(d) Number of substantiated complaints concerning human rights violations</b>				
Group	Number	0	0	0

## Employee Well-being and Engagement

During the FY, employees of the Group participated in the Kuala Lumpur Standard Chartered Marathon, held on 4<sup>th</sup> October 2025. The Group emerged as the winner of the 10KM Corporate Challenge category, reflecting strong employee participation and team cohesion.

The Group supports employee involvement in health and fitness activities as part of its broader commitment to promoting physical well-being, teamwork, and a positive workplace culture.



## Occupational Safety and Health

At ITMAX, we place the highest priority on ensuring a safe and healthy work environment for all employees and subcontractors. Our dedicated Health and Safety team, comprising two employees, actively monitors and evaluates workplace safety conditions while providing onsite training on Occupational Health and Safety (“OHS”) standards. This proactive approach enables us to identify potential hazards early, minimise risks, and promote a culture of safety awareness across all operations.

During the FYE December 2025, ITMAX recorded zero work-related fatalities and maintained a lost time incident rate of 0, consistent with the previous year’s performance. This demonstrates our continued commitment to maintaining a safe and incident-free workplace. The Group also ensured that all Health and Safety personnel received training on OHS standards to strengthen internal safety management capacity.

Entity	Unit of measurement	Financial Year Ended		
		FYE December 2023	FYE December 2024	FYE December 2025
<b>C5(a) Number of work-related fatalities</b>				
Group	Number	0	0	0
<b>C5(b) Lost time incident rate</b>				
	Rate	0	0	0
<b>C5(c) Number of employees training on health &amp; safety standard</b>				
	Number	2	2	4

# SUSTAINABILITY STATEMENT

(cont'd)

ITMAX System Berhad  
BMLR Transition Period

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FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Anti-corruption	C1(a) Percentage of employees who have received training on anti-corruption by employee category - Manager & Above	%	100	No specific target has been set	No assurance
Anti-corruption	C1(a) Percentage of employees who have received training on anti-corruption by employee category - Executive	%	100	No specific target has been set	No assurance
Anti-corruption	C1(a) Percentage of employees who have received training on anti-corruption by employee category - Non-Executive	%	100	No specific target has been set	No assurance
Anti-corruption	C1(a) Percentage of employees who have received training on anti-corruption by employee category - Contract	%	100	No specific target has been set	No assurance
Anti-corruption	C1(b) Percentage of operations assessed for corruption related risks	%	-	No specific target has been set	No assurance
Anti-corruption	C1(c) Confirmed incidents of corruption and action taken	Number	0	No specific target has been set	No assurance
Community / Society	C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	RM	1,258,000.00	No specific target has been set	External (Limited)
Community / Society	C2(b) Total number of beneficiaries of the investment in communities	Number	20	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Manager & Above, <21	%	0	No specific target has been set	External (Limited)

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BMLR Transition Period

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FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Manager & Above, 21 - 30	%	5	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Manager & Above, 31 - 40	%	41	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Manager & Above, 41 - 50	%	22	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Manager & Above, 51 - 60	%	27	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Manager & Above, >60	%	5	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Executive, <21	%	1	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Executive, 21 - 30	%	51	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Executive, 31 - 40	%	39	No specific target has been set	External (Limited)

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FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Executive, 41 - 50	%	7	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Executive, 51 - 60	%	2	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Executive, >60	%	0	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Non-Executive, <21	%	0	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Non-Executive, 21 - 30	%	51	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Non-Executive, 31 - 40	%	32	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Non-Executive, 41 - 50	%	13	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Non-Executive, 51 - 60	%	3	No specific target has been set	External (Limited)

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BMLR Transition Period

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FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Non-Executive, >60	%	1	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Manger & Above), <21	%	0	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Manger & Above), 21 - 30	%	0	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Manger & Above), 31 - 40	%	18	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Manger & Above), 41 - 50	%	18	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Manger & Above), 51 - 60	%	9	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Manger & Above), >60	%	55	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Executive), <21	%	0	No specific target has been set	External (Limited)

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FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Executive), 21 - 30	%	69	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Executive), 31 - 40	%	23	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Executive), 41 - 50	%	8	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Executive), 51 - 60	%	0	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Executive), >60	%	0	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Non-Executive), <21	%	7	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Non-Executive), 21 - 30	%	58	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Non-Executive), 31 - 40	%	25	No specific target has been set	External (Limited)

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FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Non-Executive), 41 - 50	%	8	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Non-Executive), 51 - 60	%	1	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Non-Executive), >60	%	1	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Manager & Above, Male	%	71	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Manager & Above, Female	%	29	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Executive, Male	%	72	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Executive, Female	%	28	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Non-executive, Male	%	72	No specific target has been set	External (Limited)

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# SUSTAINABILITY STATEMENT

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## ITMAX System Berhad

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FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Non-executive, Female	%	28	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Manager & Above), Male	%	73	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Manager & Above), Female	%	27	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Executive), Male	%	59	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Executive), Female	%	41	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Non-executive), Male	%	73	No specific target has been set	External (Limited)
Diversity	C3(a) Percentage of employees by gender and age group, for each employee category - Contract (Non-executive), Female	%	27	No specific target has been set	External (Limited)
Diversity	C3(b) Percentage of directors by gender and age group - 31 - 40	%	37	No specific target has been set	External (Limited)
Diversity	C3(b) Percentage of directors by gender and age group - 41 - 50	%	13	No specific target has been set	External (Limited)

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## ITMAX System Berhad

BMLR Transition Period

Date & Time: 2026-04-28\_11:18:55  
FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Diversity	C3(b) Percentage of directors by gender and age group - 51 - 60	%	13	No specific target has been set	External (Limited)
Diversity	C3(b) Percentage of directors by gender and age group - >60	%	37	No specific target has been set	External (Limited)
Diversity	C3(b) Percentage of directors by gender and age group - Male	%	50	No specific target has been set	External (Limited)
Diversity	C3(b) Percentage of directors by gender and age group - Female	%	50	No specific target has been set	External (Limited)
Energy Management	C4(a) Total energy consumption	kWh	380,602	No specific target has been set	No assurance
Health and safety	C5(a) Number of work-related fatalities	Number	0	No specific target has been set	No assurance
Health and safety	C5(b) Lost time incident rate	Rate	0	No specific target has been set	No assurance
Health and safety	C5(c) Number of employees trained on health and safety standards	Number	4	No specific target has been set	No assurance
Labour practices and standards	C6(a) Total hours of training by employee category - Manager & Above	Number	317	No specific target has been set	No assurance
Labour practices and standards	C6(a) Total hours of training by employee category - Executive	Number	860	No specific target has been set	No assurance
Labour practices and standards	C6(a) Total hours of training by employee category - Non-executive	Number	180	No specific target has been set	No assurance
Labour practices and standards	C6(a) Total hours of training by employee category - Contract	Number	125	No specific target has been set	No assurance

This report was generated on the Bursa Malaysia CSI Platform on 2026-04-28\_11:18:55

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# SUSTAINABILITY STATEMENT

(cont'd)

## ITMAX System Berhad

BMLR Transition Period

Date &amp; Time: 2026-04-28\_11:18:55

FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Labour practices and standards	C6(b) Percentage of employees that are contractors or temporary staff	%	49	No specific target has been set	External (Limited)
Labour practices and standards	C6(c) Total number of employee turnover by employee category - Manager & Above	Number	0	No specific target has been set	External (Limited)
Labour practices and standards	C6(c) Total number of employee turnover by employee category - Executive	Number	21	No specific target has been set	External (Limited)
Labour practices and standards	C6(c) Total number of employee turnover by employee category - Non-executive	Number	3	No specific target has been set	External (Limited)
Labour practices and standards	C6(c) Total number of employee turnover by employee category - Contract (Manager & Above)	Number	2	No specific target has been set	External (Limited)
Labour practices and standards	C6(c) Total number of employee turnover by employee category - Contract (Executive)	Number	2	No specific target has been set	External (Limited)
Labour practices and standards	C6(c) Total number of employee turnover by employee category - Contract (Non-executive)	Number	29	No specific target has been set	External (Limited)
Labour practices and standards	C6(d) Number of substantiated complaints concerning human rights violations	Number	0	No specific target has been set	No assurance
Supply chain management	C7(a) Proportion of spending on local suppliers	%	87	No specific target has been set	External (Limited)
Data privacy and security	C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	No specific target has been set	No assurance
Water	C9(a) Total volume of water used	Cubic meter (m3)	1,525	No specific target has been set	No assurance

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## ITMAX System Berhad

IFRS S2

Date &amp; Time: 2026-04-28\_11:18:55

FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
GHG emissions	Scope 1	Metric tonnes of carbon dioxide equivalents (tCO <sub>2</sub> e)	168	No specific target has been set	No assurance
GHG emissions	Scope 2 Location-based	Metric tonnes of carbon dioxide equivalents (tCO <sub>2</sub> e)	294	No specific target has been set	No assurance

This report was generated on the Bursa Malaysia CSI Platform on 2026-04-28\_11:18:55

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# SUSTAINABILITY STATEMENT

(cont'd)

Board of Directors  
**ITMAX System Berhad**  
No.30-G & 30-3 Jalan Radin Bagus 3  
Bandar Baru Seri Petaling  
57000 Kuala Lumpur

Dear Sirs,

**Independent Practitioners' Limited Assurance Report on ITMAX System Berhad's (the "Company") Selected Sustainability Indicators for the financial year ended 31 December 2025 ("FYE 2025") presented in the Company's Annual Report 2025**

## Conclusion

We have performed a limited assurance engagement on the Company's selected sustainability indicators for the financial year ended 31 December 2025 listed below ("Selected Sustainability Indicators") to determine whether they have been prepared in accordance with the Company's definition and calculation methodologies and/ or where relevant, the Bursa Malaysia Securities Berhad Listing Requirements and Sustainability Reporting Guide (3<sup>rd</sup> Edition) ("Applicable Criteria"):

1. Total amount invested in the community where the target beneficiaries are external to the Company (RM);
2. Percentage of employees by gender and age group, for each employee category (%);
3. Percentage of directors by gender and age group (%);
4. Percentage of employees that are contractors or temporary staff (%);
5. Proportion of spending on local suppliers (%); and
6. Total number of employee turnover by employee category (No.)

The boundary of the limited assurance engagement on the Selected Sustainability Indicators represents the Company's operations in Malaysia.

Based on the procedures performed and evidence obtained, nothing has come to our attention to cause us to believe that the Selected Sustainability Indicators for the financial year ended 31 December 2025 presented in the Company's Annual Report 2025 are not prepared, in all material respects, in accordance with the Company's Applicable Criteria.

## Basis for conclusion

We conducted our engagement in accordance with Malaysian Approved Standard on Assurance Engagements ("ISAE") 3000 (Revised), *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information*. Our responsibilities under this standard are further described in the Our responsibilities section of our report. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

## Our quality management and independence

Our firm applies Malaysian Approved Standard on Quality Management, ISQM 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We have complied with the independence and other ethical requirements of the *By-Laws (on Professional Ethics, Conduct and Practice)* of the Malaysian Institute of Accountants, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

# SUSTAINABILITY STATEMENT

(cont'd)

## Restriction on distribution and use of our report

Our report has been prepared for the Board of Directors of the Company (the "Directors") solely in accordance with the terms of our engagement letter.

Our report should not therefore be regarded as suitable to be used or relied on by any party wishing to acquire rights against us other than the Company for any purpose or in any context. Any party other than the Company who obtains access to our report or a copy and chooses to rely on our report (or any part of it) will do so at its own risk.

Without affecting, adding to or extending our duties and responsibilities to the Company or giving rise to any duty or responsibility being accepted or assumed by or imposed on us by any other party, we consent to the inclusion of this report in the Company's Annual Report 2025, to assist the Directors in responding to their governance responsibilities by obtaining an independent limited assurance report on the Selected Sustainability Indicators.

Our conclusion is not modified in respect of this matter.

## Responsibilities for the Selected Sustainability Indicators

The management of the Company (the "Management") is responsible for:

- (a) Designing, implementing and maintaining internal control relevant to the preparation of the Selected Sustainability Indicators such that they are free from material misstatement, whether due to fraud or error;
- (b) Selecting or developing suitable criteria for preparing the Selected Sustainability Indicators and appropriately referring to or describing the criteria used, including who developed them, when not readily apparent from the engagement circumstances;
- (c) Preparing and properly calculating the Selected Sustainability Indicators in accordance with the Applicable Criteria;
- (d) Preventing and detecting fraud; and
- (e) Selecting the content of the Selected Sustainability Indicators, including identifying and engaging with intended users to understand their information needs.

## Inherent limitations

Due to the inherent limitations of any internal control structure, it is possible that errors or irregularities in the information presented in the Company's Annual Report 2025 may occur and not be detected. Our engagement is not designed to detect all weaknesses in the internal controls over the preparation and presentation of the Company's Annual Report 2025, as the engagement has not been performed continuously throughout the period and the procedures performed were undertaken on a test basis.

## Our responsibilities

We are responsible for:

- (a) Planning and performing the engagement to obtain limited assurance about whether the Selected Sustainability Indicators are free from material misstatement, whether due to fraud or error;
- (b) Forming an independent conclusion, based on the procedures we have performed and the evidence we have obtained; and
- (c) Reporting our conclusion to the Directors.

# SUSTAINABILITY STATEMENT

(cont'd)

## Summary of the work we performed as the basis for our conclusion

We exercised professional judgement and maintained professional skepticism throughout the engagement. We designed and performed our procedures to obtain evidence about the Selected Sustainability Indicators that is sufficient and appropriate to provide a basis for our conclusion. Our procedures selected depended on our understanding of the Selected Sustainability Indicators and other engagement circumstances, and our consideration of areas where material misstatements are likely to arise. In carrying out our engagement, we have performed the following procedures, amongst others:

- (a) Enquired the Management to gain an understanding of the processes established from which the Selected Sustainability Indicators are derived;
- (b) Interviewed relevant staff responsible for preparing and presenting the Selected Sustainability Indicators in the Company's Annual Report 2025;
- (c) Compared the Selected Sustainability Indicators presented in the Company's Annual Report 2025 to underlying sources on a sample basis; and
- (d) Read the Selected Sustainability Indicators presented in the Company's Annual Report 2025 to determine whether they are in line with our overall knowledge of, and experience with, the sustainability performance of the Company.

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

## Other matter

We previously expressed a limited assurance conclusion over the Selected Sustainability Indicators 1 to 6 for the financial years ended 31 December 2024 and 31 December 2023; our reports dated 24 April 2025 and 29 April 2024 respectively included an unmodified conclusion.

Our conclusion is not modified with respect to this matter.

## KPMG PLT

(LLP0010081-LCA & AF 0758)

Chartered Accountants

Petaling Jaya

Date: 22 April 2026

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors (“Board”) recognises the importance of sound corporate governance in promoting business sustainability, corporate accountability and long-term value creation. The Board is committed to safeguarding and enhancing shareholders’ value, as well as protecting the interests of the Company and its subsidiaries (“Group”) on a sustainable and long-term basis.

The Board remains committed to instilling and upholding good corporate governance (“CG”) practices throughout the Group. The Board is pleased to present the overview of the extent of the application of the relevant principles and practices of the Malaysian Code on Corporate Governance updated and issued by the Securities Commission Malaysia on 28 April 2021 (“MCCG”).

This CG Overview Statement (“Statement”) provides our shareholders and stakeholders with an overview of the CG approach and a summary of the CG practices adopted by the Company for the financial year ended 31 December 2025 (“FY 2025”), by making reference to the following three (3) key principles as set out in the MCCG:

**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, which was approved by the Board, is prepared in compliance with the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) and shall be read together with the Corporate Governance Report 2025 (“CG Report”) of the Company. The CG Report provides detailed explanations of the Company’s application of each CG practice during FY 2025. The explanation and alternative practices will be provided for any departure from the practices.

The CG Report is available on the Company’s website at [www.itmax.com.my](http://www.itmax.com.my) and announced on Bursa Securities’ website.

### Our Governance Structure

The Company’s governance framework is anchored on the Terms of Reference (“TOR”) of the Board Committees, which clearly define the roles, responsibilities and scope of authority across the organisation. The governance structure is designed to establish an appropriate balance between authority, empowerment and accountability, thereby ensuring effective oversight while supporting operational efficiency.

This structured governance model enables the Board in creating sustainable value and encourages a corporate culture build on ethics, integrity and accountability throughout the Group.

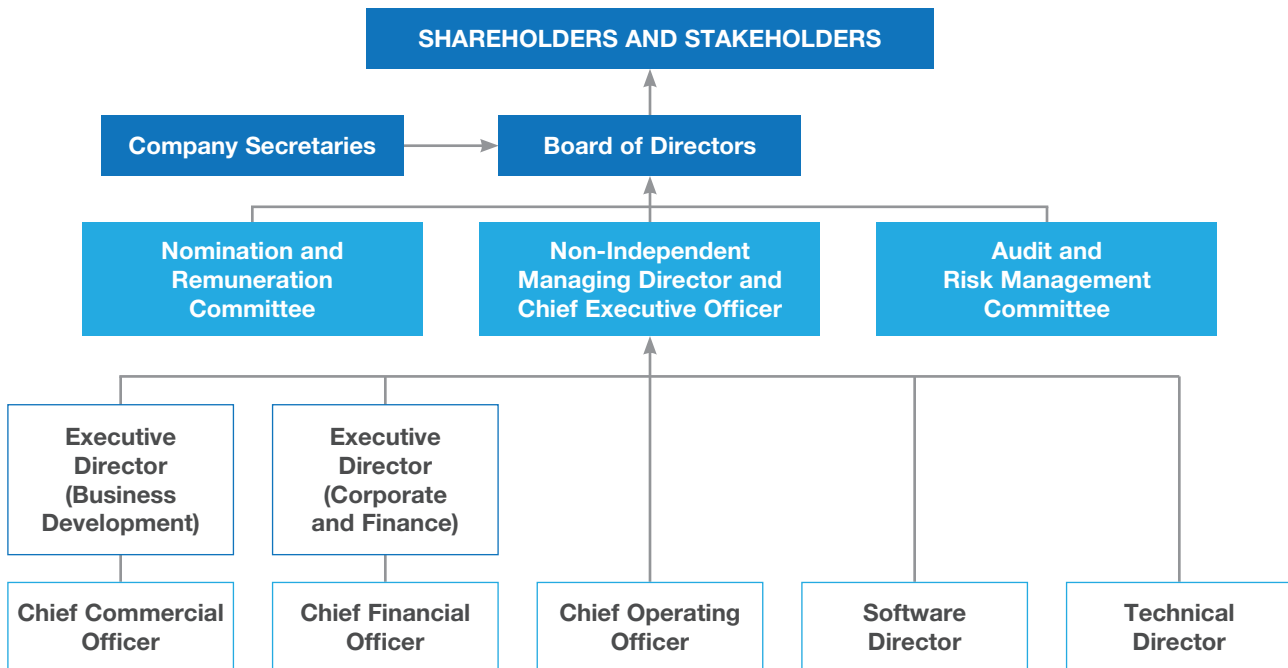
The Board reviews the governance framework regularly to ensure that it remains appropriate, effective and aligned with evolving corporate governance standards as well as applicable regulatory requirements.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## Our Governance Structure *cont'd*

The governance structure of the Group is as follows:



## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

### 1. Board Responsibilities and Board Charter

The Board takes full responsibility for the performance of the Group and determines the Group's strategic objectives, ensuring required resources are in place for the Group to meet its objectives, as well as to lead the Group towards achieving its short and long-term goals, providing advice, stewardship and direction on the governance of sustainability, management and business development of the Group. In addition, the Board also sets the Group's values and standards and ensures that its obligations to shareholders and other stakeholders are understood and fulfilled.

The Board has delegated the day-to-day operations of the Group to the Managing Director and Chief Executive Officer ("MD & CEO"), the Executive Directors ("EDs") and the Key Senior Management, who are responsible for managing the Group in accordance with the strategies and policies approved by the Board.

The Board adopted the Board Charter which sets out the composition, roles and responsibilities of the Board, the Chairman of the Board ("Chairman"), the MD & CEO and individual Directors. The Board Charter serves to provide guidance and clarity to the Board in overseeing the implementation of strategic plans, overall performance of the Group and delivery of sustainable value to stakeholders, while discharging its fiduciary duties and leadership responsibilities.

The Board Charter also clearly outlines all relevant governance framework and applicable limits of authority, including a formal schedule of matters reserved for the Board's deliberation and approval, as well as matters expressly delegated to the Board Committees, to ensure the Board retains control of key decisions and clear division of responsibilities.

The Board Charter is reviewed periodically or as and when changes occur to ensure that it reflects developments in the relevant rules and regulations that may have an impact on the discharge of the Board's duties and responsibilities as well as the evolving needs of the Group. The Board Charter was last reviewed on 22 April 2026 and is available on the Company's website at [www.itmax.com.my](http://www.itmax.com.my).

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS *cont'd*

### 1. Board Responsibilities and Board Charter *cont'd*

#### (i) Board Committees

The Board, in discharging its fiduciary duties, may from time to time establish Board Committees as it considers necessary to assist in carrying out its functions and responsibilities in an effective and orderly manner.

The Board has established and delegated specific authorities and responsibilities to the following Board Committees to assist in discharging its oversight function of the Management of the Group:

- Audit and Risk Management Committee (“ARMC”)
- Nomination and Remuneration Committee (“NRC”)

The functions, composition, roles and responsibilities, duties and powers delegated to each Board Committee are clearly set out in their respective TOR approved by the Board to ensure effective governance and efficient decision-making within the Group. The TOR of the NRC and ARMC were last reviewed on 26 February 2026 and 22 April 2026 respectively and are available on the Company’s website at [www.itmax.com.my](http://www.itmax.com.my).

All the Board Committees are actively engaged in overseeing the governance matters under their purview in accordance with their respective TOR. Each Board Committee is provided with the authority and adequate resources, which includes among others, to obtain external professional advice at the Company’s expenses in performing its duties.

The Board receives updates from the respective Chairman of the Board Committees on key matters discussed and deliberated at the respective meetings. The Board acknowledges that while these Board Committees have the authority to examine issues and make recommendations to the Board, the ultimate responsibility and decision-making for all matters lies with the Board. By leveraging the expertise of the members of these Board Committees and empowering them to provide independent insights and recommendations, the Board is better positioned to make informed decisions and navigate complex challenges in an effective and efficient manner.

#### (ii) Separation of the Chairman and the Managing Director and Chief Executive Officer Roles

To foster sound corporate governance and to maintain a clear balance of power and authority, the roles of the Chairman and the MD & CEO of the Company are distinctly separated. This is to ensure that no single individual has unfettered powers of decision-making and to maintain effective supervision and accountability of the Board and Management. The segregation of their roles and responsibilities is clearly set out in the Company’s Board Charter.

The Board is led by Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali, the Independent Non-Executive Chairman, who is responsible for ensuring the orderly conduct and overall effectiveness of the Board. The Chairman provides leadership to the Board and facilitates effective oversight of Management, with a strong focus on governance and compliance. Since the date of his appointment, the Chairman is not a member of any Board Committee of the Company.

Mr William Tan Wei Lun, the Group’s MD & CEO, takes on the primary responsibility of managing the Group’s businesses and resources as well as overseeing the day-to-day operations of the Group. He is also responsible for the development and implementation of the Board’s strategies, policies and decisions.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS *cont'd*

### 1. Board Responsibilities and Board Charter *cont'd*

#### (iii) Company Secretaries

The Board is supported by two (2) external competent Company Secretaries, whom are members of the Malaysian Institute of Chartered Secretaries and Administrators and are qualified under Section 235(2) of the Companies Act 2016.

The Company Secretaries play an important role in advising and updating the Board on CG related matters and ensuring the Board complies with the relevant statutory and regulatory requirements, as well as the Company's Constitution and the Board's policies and procedures.

All Directors have full and unrestricted access to the Company Secretaries, enabling them to seek advice and guidance on various matters related to the Board's affairs and compliance whenever required. The Company Secretaries or their representatives attended all the Board and Board Committees' meetings held during the FY 2025 to ensure that the meetings were properly convened. All deliberations and decisions made at the meetings were appropriately minuted and kept.

The Company Secretaries keep themselves abreast of the evolving capital market environment and changes and developments in CG practices and regulatory requirements by undertaking continuous professional development to effectively discharge their duties.

#### (iv) Strategies in Governance of Sustainability-Related Risks and Opportunities

The Board recognises the growing importance of sustainability in the Group's pursuit of long-term business success and in creating long-term value for its stakeholders and the communities in which it operates at large. The Board assumes the ultimate responsibility for the Group's sustainability development and management.

In this regard, the Board seeks to integrate sustainability into the Group's strategies, performance, policies and procedures. In making decisions and delivering outcomes, the Board takes into account sustainability-related risks and opportunities to support the achievement of the Group's long-term objectives.

The Board is kept informed of any sustainability issues arising from the evolving operating environment that are relevant to the Group's business. During the FY 2025, the Board received updates on sustainability reporting requirements imposed by Bursa Securities. In addition, the Board engaged an external sustainability consultant to provide guidance and recommendations on sustainable business practices and to assist in the development of a comprehensive sustainability framework for the Group, aimed at supporting long-term value creation and sustainability goals.

The Group's sustainability activities are communicated to internal and external stakeholders through various engagement channels, including the Company's corporate website, Annual Report, Annual General Meeting ("AGM"), announcements to Bursa Securities, press releases and analyst briefings. The feedback and concerns received from stakeholders are taken into consideration in identifying, prioritising and managing material sustainability matters that may have an impact on the Group's long-term business sustainability.

The Group's initiatives and efforts to promote sustainability for the communities in which it operates, the environment and its employees are set out in the Sustainability Statement of this Annual Report.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS *cont'd*

### 1. Board Responsibilities and Board Charter *cont'd*

#### (v) Board and Board Committees' Meetings

The Board meets at least four (4) times to review and approve, among others, the Group's strategic plans and direction, annual business plans and budgets, operational and business performance reports, quarterly financial results and reports, as well as the annual audited financial statements of the Group. When necessary, additional or special Board meetings may be convened to consider and deliberate on any urgent proposals or matters which requires the Board's expeditious review and consideration. The Board may also resolve and approve various matters by way of written resolutions. All matters sought for the Board's approval are supported with all relevant information and explanations required for decision making.

To facilitate maximum attendance of the Directors at the Board and Board Committees' meetings, the annual meetings schedule will be circulated in advance prior to the commencement of the financial year to facilitate the Directors' planning.

All Directors are provided with a proper agenda with due notice issued and Board papers circulated at least five (5) business days prior to the meetings, to allow Directors to have sufficient time to review the materials and seek further clarification, if necessary, to facilitate effective discussion and informed decision-making during meetings.

The proceedings of the Board and Board Committees meetings are conducted in accordance with a structured agenda to ensure focused and constructive discussions. Executive Directors, Key Senior Management and/or external advisers may be invited to attend Board meetings to present and provide explanations to the Board on the reports pertaining to the relevant agenda items, for the Board's deliberation and informed decision-making or approval.

Directors are required to declare whether there are any conflicts or potential conflicts of interest they may have in relation to a particular agenda item or business transacted by the Group or the Company as soon as practicable after becoming aware of the relevant facts. The interested Directors should abstain from deliberation and decision-making on matters in which they have a conflicting interest.

The Chairman also ensures that the Board Committee meetings are conducted separately from Board meetings to ensure check and balance and objective and independent discussions during the Board Committee meetings. All proceedings of the Board and Board Committees' meetings are minuted by the Company Secretaries. The Board meeting minutes are circulated to the Board and Board Committees for their perusal and comments within a reasonable timeframe prior to confirmation by the Chairman at the subsequent meeting. The Directors ensure that the minutes accurately reflect the deliberations and decisions made by the Board, and whether an interested director has abstained from voting or deliberation on a related transaction.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS *cont'd*

### 1. Board Responsibilities and Board Charter *cont'd*

#### (v) Board and Board Committees' Meetings *cont'd*

During the FY 2025, a total of five (5) Board meetings were held. The Board is satisfied with the level of time commitment and participation demonstrated by the Directors in discharging their duties and responsibilities, as evidenced by the full attendance of all Directors at the Board meetings held during FY 2025, as set out below:

Directors	Directorship	No. of meetings attended	%
Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali	Independent Non-Executive Chairman	5/5	100
Tan Sri Dato' (Dr.) Tan Boon Hock	Non-Independent Non-Executive Director	5/5	100
Datin Afinaliza Binti Zainal Abidin	Non-Independent Executive Director	5/5	100
William Tan Wei Lun	Non-Independent Managing Director and Chief Executive Officer	5/5	100
Michelle Tan Sing Chia	Non-Independent Executive Director	5/5	100
Mok Juan Chek	Independent Non-Executive Director	5/5	100
Ng Nen Sin	Independent Non-Executive Director	5/5	100
Heng Ai Shan	Independent Non-Executive Director	5/5	100

#### (vi) Code of Conduct and Business Ethics Policy, Whistleblowing Policy and Anti-Bribery and Corruption Policy

Anchored in the Group's core values of integrity and reliability, the Group has adopted a Code of Conduct and Business Ethics Policy to uphold high standards of corporate governance and to promote ethical business conduct across the organisation. The Code of Conduct and Business Ethics Policy shall be observed by all Directors and employees of the Group.

To reinforce the Board's commitment to the highest standards of integrity and ethical conduct, the Board together with Management, has established policies and procedures which engender conduct throughout all levels of the Group, which includes implementation of appropriate internal systems to ensure adherence to the Code of Conduct and Ethics.

The Board has also adopted a Whistleblowing Policy, which provides a formal channel for employees of the Group and external parties to report genuine concerns relating to any suspected malpractice or improper conduct in the Group's business. The reports may be made anonymously to the Chairman of the ARMC. Procedures are in place to ensure that all reports received are subject to confidential and independent investigation, with appropriate follow-up actions taken where necessary. The Board assures that the identity of whistle-blowers acting in good faith will be kept confidential and that they will be protected from any form of victimisation or retaliation for raising such concerns or allegations. During the FY 2025, there were no complaints or reports on malpractice or wrongdoing involving Directors, Key Senior Management or employees of the Group for FY 2025 received by the Chairman of the ARMC or the Board.

In view of the corporate liability provisions introduced under the Malaysian Anti-Corruption Commission Act 2009, the Group undertook a comprehensive exercise to strengthen its bribery and corruption control framework. As part of this effort, the Group established and adopted an Anti-Bribery and Corruption Policy, which sets out the Group's principles, stance and adequate procedures to address bribery and corruption risks in the conduct of its business and operations. Key initiatives under this policy include the delivery of tone-at-the-top messages, awareness programmes, periodic risk assessments, enhancement of internal policies and procedures, compliance monitoring and enforcement, as well as ongoing training and communication. These initiatives form part of the Group's continuous efforts to mitigate corruption risks and to reinforce a culture of integrity across the organisation. During the FY 2025, no incidents of bribery or corruption were reported.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS *cont'd*

### 1. Board Responsibilities and Board Charter *cont'd*

- (vi) Code of Conduct and Business Ethics Policy, Whistleblowing Policy and Anti-Bribery and Corruption Policy *cont'd*

The Code of Conduct and Business Ethics Policy, Whistleblowing Policy and Anti-Bribery and Corruption Policy are available on the Company's website at [www.itmax.com.my](http://www.itmax.com.my). These policies are reviewed periodically by the Board to ensure their continued relevance and effectiveness and were last reviewed on 22 April 2026.

- (vii) Conflict of Interest Policy

The Conflict of Interest ("COI") Policy was last reviewed by the Board on 22 April 2026. All Directors and employees of the Group should conduct themselves with integrity, impartiality and professionalism at all times, and shall avoid any conflict of interest situations that may arise in the performance of their duties and their private interests.

- (viii) Access to Information and Independent Advice

All Directors, whether as a full Board or in their individual capacity have unrestricted access to Management on any information pertaining to the Group, including access to the advice and services of the Company's external and internal auditors, consultants and Company Secretaries.

In addition, Directors are also entitled to seek and obtain independent professional advice, where necessary, in furtherance of their duties and responsibilities as Directors of the Company, at the Company's expense and in accordance with the procedures determined by the Board.

### 2. Board Composition

The Group is effectively led by an experienced and diverse Board comprising a strong mix of experienced individuals from a broad range of backgrounds and fields. This diversity brings a balanced mix of skills, expertise, and perspectives, particularly in areas relevant to the Group's business, enabling the Board to support strategic decision-making and effective governance. None of the Board members is linked with the executive powers such as heads of state, heads of government, or ministers, and none of the Board members are active politician.

The Board currently consists of eight (8) members, as detailed below:

Directors	Directorship
Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali	Independent Non-Executive Chairman
Tan Sri Dato' (Dr.) Tan Boon Hock	Non-Independent Non-Executive Director
Datin Afinaliza Binti Zainal Abidin	Non-Independent Executive Director
William Tan Wei Lun	Non-Independent Managing Director and Chief Executive Officer
Michelle Tan Sing Chia	Non-Independent Executive Director
Mok Juan Chek	Independent Non-Executive Director
Ng Nen Sin	Independent Non-Executive Director
Heng Ai Shan	Independent Non-Executive Director

The current Board composition is in compliance with Paragraph 15.02 of the MMLR of Bursa Securities, which requires at least two (2) directors or one-third (1/3) of the Board, whichever is higher, to be independent, and at least one woman Director on Board.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS *cont'd*

### 2. Board Composition *cont'd*

The Company is classified as a Large Company under MCCG, which recommends that the Board comprises a majority of Independent Directors. The Board acknowledges that the current composition has not yet achieved this recommendation.

As part of this process, the Company is in the process of identifying suitable candidates for appointment as additional Independent Non-Executive Directors. The Board is committed to strengthening its independence and will work towards achieving a majority of independent directors in line with the recommendation of MCCG, taking into consideration the Company's strategic needs and the availability of suitable candidates by 2028.

In the interim, the Directors are of the opinion that the current Board size and composition are optimal and are satisfied that it is appropriate for the scope and nature of the Group's business and operations. The Board recognises that diversity in its broadest sense, encompassing a range of backgrounds, skills, experiences, expertise, and perspectives is a key driver for the Board to discharge its duties professionally and effectively, uphold high standards of good governance in their conduct.

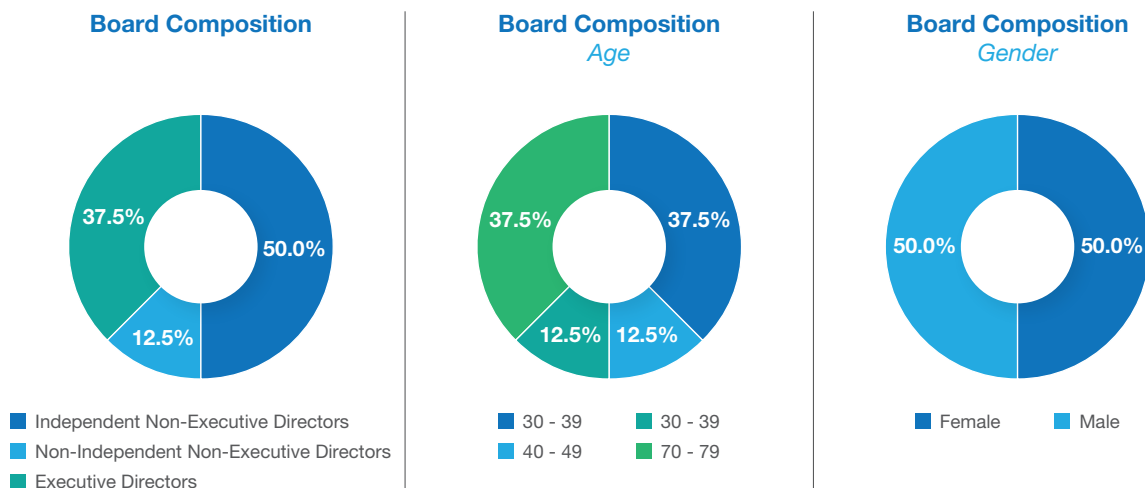
The Board maintains an appropriate balance of expertise, skills, and attributes among its members, which is reflected in their diverse competencies. No individual or group dominates the decision-making process.

All Directors are encouraged to declare their time commitments to the Board and to notify the Chairman of the Board before accepting any new directorships in other public listed companies and that the new directorship would not unduly affect their commitments and responsibilities to the Board. The Board believes that all members must be equally responsible for their overall core duties.

The Board is satisfied with the level of time committed by its members in discharging their duties and roles as Directors of the Company. All the Directors of the Company do not hold more than five (5) directorships in listed issuers in Malaysia, in line with Paragraph 15.06 of the MMLR of Bursa Securities. A brief profile of each Director is presented in the Board of Directors' Profile section of this Annual Report.

The structure, composition, and size of the Board are reviewed via annual Board Assessment. The Board Effectiveness Assessment Report summarised the result of the assessment and proposed key enhancements based on feedback collected from the questionnaires, review of documentations and interviews conducted with the Board of Directors.

The summary of the Board composition as of the date of this Statement is set out below:



# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS *cont'd*

### 2. Board Composition *cont'd*

#### (a) Election and Re-election of Directors

The NRC is primarily responsible for identifying, selecting, and recommending to the Board suitable candidates for appointment to the Board and Board Committees. In making such recommendations, the NRC shall assess and determine based on character, skills, and experience for the Board as a whole and its individual members with the objective of having a Board with diverse composition, backgrounds, and experience.

All Directors are expected to demonstrate integrity, high personal and professional ethics, sound business judgment, the ability and willingness to commit sufficient time to the duties of the Board, while New Directors are expected to have such expertise so as to qualify them to make positive contribution to the Board, perform their duties effectively, and to give sufficient commitment, time and attention to the affairs of the Company.

In accordance with the Directors' Fit and Proper Policy adopted by the Company in 2022, the Board and NRC shall conduct a comprehensive review and fit and proper assessments prior to the appointment of new Directors or when making recommendations for the re-election of retiring Directors. This assessment covers character and integrity, experience and competence, as well as the time and commitment required.

The Directors' Fit and Proper Policy is accessible on the Company's website at [www.itmax.com.my](http://www.itmax.com.my) and will be reviewed by the Board periodically to ensure its relevance and effectiveness. The aforesaid document was last reviewed on 22 April 2026.

Proposals for the annual re-election of Directors are recommended by the NRC to the Board prior to the shareholders' approval at the AGM of the Company, based on the Directors' fit and proper assessment conducted by NRC and agreed that they met the criteria of character, experience, integrity, competence and time to effectively discharge their duties and functions as Director as prescribed under the MMLR of Bursa Securities.

The Board concurred with the NRC's finding, recommends and supports the re-election of the Retiring Directors who are seeking for re-election pursuant to Clause 76(3) of the Company's Constitution at the forthcoming 24th AGM. The Retiring Directors had also provided the fit and proper declarations in accordance with the Directors' Fit and Proper Policy to the Company and abstained from deliberations on their re-election.

#### (b) Independence of the Board

The Board recognises the importance of independence and objectivity in the decision-making process. The Independent Non-Executive Directors ("INEDs") of the Company are not involved in the day-to-day management of the Group and are free from any business or other relationships with the Group which could interfere with the exercise of their independent judgment.

The INEDs contribute their own expertise and experience, providing unbiased and impartial opinions, advice and judgment in the development of the Group's overall business strategy, which are essential to ensure the interests of the Group, shareholders, employees, customers, and other stakeholders in which the Group conducts its business are well represented and considered. Their roles as members of the Board and Board Committees have contributed towards the enhancement of the corporate governance and controls of the Group and provided an effective check and balance in the functioning of the Board.

The NRC is responsible for reviewing and assessing the independence of each INED annually via the Independent Director's Self-Assessment Form. The Independent Directors of the Company are required to confirm their independence and have undertaken to inform the Company immediately if there is any change which could hinder their independent judgment or ability act in the best interest of the Company, considering the Independent Directors' ability to exercise independent judgement at all times.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS *cont'd*

### 2. Board Composition *cont'd*

#### (b) Independence of the Board *cont'd*

The Board, through the NRC's assessment, is satisfied with the level of independence demonstrated by all the INEDs during the financial year under review, as well as their ability to exercise objective judgment and act in the best interests of the Company. All the INEDs of the Company met the relevant criteria for independence as defined under Paragraph 1.01 and Practice Note 13 of the MMLR of Bursa Securities.

As stipulated in the Board Charter of the Company, the tenure of an Independent Director shall not exceed a cumulative term limit of nine (9) years. Upon completion of the nine (9) years, an Independent Director may continue to serve on the Board as a Non-Independent Director.

As at the date of issuance of this Annual Report, none of the INEDs has exceeded the tenure of a cumulative term limit of nine (9) years on the Board of the Company.

#### (c) Board Diversity

In identifying and assessing the suitability of candidates for appointment to the Board, the Board gives due consideration to a diverse range of factors, including skills, knowledge, expertise, experience, background, character, integrity, competence, contributions and time commitment. These elements are essential to ensure that each Director is able to effectively discharge his/her roles and responsibilities as a director. The Board is also mindful of the importance of promoting diversity in terms of gender, age, and ethnicity and remains committed to embedding these considerations as part of the agenda in achieving boardroom diversity.

The Group is led by an experienced and diverse Board comprising professionals from various fields, bringing together a balanced mix of skills, experience, and expertise relevant to the Group's business and growth objectives. Collectively, the Directors possess a broad range of technical, financial, and legal expertise, enabling the Board to provide effective leadership, oversight, and governance of the Group.

The Board comprises four (4) women Directors out of eight (8) Directors, which constitutes more than 30% female representation on the Board as recommended under Practice 5.9 of the MCCG. The Group recognises that diversity not only at the Board level, but also at workplace as it is an essential measure of good governance, critically contributing to a well-functioning organisation and the sustainable development of the Group.

The Board reaffirms its commitment to fostering a diverse and inclusive workplace across the Group by ensuring equal access to opportunities and fair treatment for all individuals. It actively supports diversity and inclusivity at all levels within the Group. In line with this, the Group considers all qualified candidates, regardless of age, gender, ethnicity, cultural background or other personal attributes with experience and qualifications equally when recruiting, promoting, remunerating, and providing professional development. The Board is also committed to workplace diversity, as it is an essential measure of good governance, critically contributing to a well-functioning organisation and sustainable development of the Group, ensuring that the workplace environment environment that is fair, accessible, flexible and inclusive, as well as free from any forms of harassment and discrimination.

The Gender Diversity Policy is available on the Company's website at [www.itmax.com.my](http://www.itmax.com.my) and is reviewed periodically by the Board to ensure its continued relevance and effectiveness. The policy was last reviewed on 22 April 2026.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS *cont'd*

### 2. Board Composition *cont'd*

#### (d) Director's Continuous Professional Development

The Board is mindful that the Directors shall continuously undergo appropriate trainings to equip and keep themselves abreast of the latest developments in statutory requirements and/or regulatory environment, as well as supplement their knowledge in the latest issues and areas of sustainability relevant to the Group, enabling them to effectively discharge their duties and responsibilities as Directors of the Company.

All Directors have completed the Mandatory Accreditation Programme Part I and II, as required by the MMLR of Bursa Securities.

The details of external training programmes, seminars, and/or conferences attended by the Directors in office during the FY 2025 are as follows:

Director	Training Programmes/Seminars/Conferences	Date
Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali	Leadership Coaching Program with MIGHTians. Kick-start Opening session by YBhg Tan Sri Dr. Ir. Ahmad Tajuddin Ali	15/01/2025
	High-Level Dialogue : Advising Government about Science. YBhg Tan Sri Dr Ir Ahmad Tajuddin Ali as a participant.	13/02/2025
	MIGHT 2025 Nuclear Program : Nuclear Power in Malaysia's Energy Landscape. YBhg. Academician Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Ali, FASc. keynote address titled "Reflecting on Past Efforts and Lessons for the Future".	19/02/2025
	3rd Nuclear Workshop - Future Scenarios of Nuclear Power in Malaysia's Energy Landscape Workshop	30/06/2025
	Environmental, Social & Governance (ESG) Conversation on "Friends of Sustainable Malaysia on Nuclear. Keynote address by YBhg Tan Sri Dr Ir Ahmad Tajuddin Ali.	15/07/2025
	Leadership Talk : "Lead with Conscience (Memimpin Dengan Hati Nurani)". YBhg Tan Sri Dri Ir Ahmad Tajuddin Ali as a Speaker.	17/07/2025
	Talent Assessment Program (TAP), Jawatan Utama Sektor Awam Skim Kejuruteraan Jabatan Kerja Raya (Gred Utama B dan Gred Utama C), Kementerian Kerja Raya. YBhg Tan Sri Dri Ir Ahmad Tajuddin Ali sebagai Penceramah.	08/08/2025
	Science & Technology in Society (STS) Forum : YBhg Tan Sri Dr Ir Ahmad Tajuddin Ali as a participant and as a Speaker at the Plenary Session - "Sustainability for Nature Positive Economy".	5/10/2025 - 7/10/2025
	Innovation for Cool Earth Forum (ICEF) : YBhg Tan Sri Dr Ir Ahmad Tajuddin Ali as a participant.	8/10/2025 & 9/10/2025
	Association of Academies and Societies of Sciences in Asia (AASSA), is pleased to invite you to the ASM – AASSA Workshop on Addressing Global Challenges in a Postnormal World & Keynote Presentation on ASEAN Ahead by Chairperson of ASEAN Ahead Report. YBhg Tan Sri Dr Ir Ahmad Tajuddin Ali as a participant.	22/10/2025
	XThREE - Exploration Thorium & Rare-Earth Seminar. Welcoming Speech by YBhg Tan Sri Dr Ir Ahmad Tajuddin Ali	03/11/2025
	Cyberjaya Conversation Summit. YBhg Tan Sri Dr Ir Ahmad Tajuddin Ali as a Keynote Speaker - "Frontier Competitiveness: Winning the Next Decade"	03/12/2025
	Malaysia's ESG & Sustainability Reporting Landscape	04/12/2025
Compliance Training on the Malaysia Anti-Corruption Commission (MACC) (Amendment) Act 2009 – Section 17A (Corporate Liability).	07/12/2025	

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS *cont'd*

### 2. Board Composition *cont'd*

#### (d) Director's Continuous Professional Development *cont'd*

The details of external training programmes, seminars, and/or conferences attended by the Directors in office during the FY 2025 are as follows: *cont'd*

Director	Training Programmes/Seminars/Conferences	Date
Tan Sri Dato' (Dr.) Tan Boon Hock	Boardroom Blindspots: How Our Perceptions of Risk Influence our Boardroom Effectiveness	03/09/2025
	Malaysia's ESG & Sustainability Reporting Landscape	04/12/2025
	Introduction to Corporate Liability - Section 17A, MACC Act 2009	08/12/2025
Tan Sing Chia	Malaysia Economic Forum 2025 (FEM2025) - Seizing Malaysia's Moment	09/01/2025
	MBRS 2.0: KPMG Briefing Session	07/05/2025
	Integrity Insights for Directors : Tackling CBT, Conflict of Interest, RPT & Corruption	09/10/2025
	AI at the Helm: How Directors Can Govern the Future	30/10/2025
	Leadership in Medicine: Southeast Asia - Twelve Month Program (Harvard Medical School)	06/11/2025
	Introduction to Corporate Liability - Section 17A, MACC Act 2009	13/11/2025
	Malaysia's ESG & Sustainability Reporting Landscape	04/12/2025
Datin Afinaliza Binti Zainal Abidin	Trumph dan dunia, Implikasi terhadap Malaysia.	12/02/2025
	Bicara Persada - Setahun KEB: di mana dan ke mana Bumiputera.	28/02/2025
	Energy for Future. A New Game Changer for the World.	10/12/2025
	Introduction to Corporate Liability - Section 17A, MACC Act 2009	15/12/2025
Tan Wei Lun	Malaysia Economic Forum 2025 (FEM2025) - Seizing Malaysia's Moment	09/01/2025
	MBRS 2.0: KPMG Briefing Session	07/05/2025
	Integrity Insights for Directors : Tackling CBT, Conflict of Interest, RPT & Corruption	09/10/2025
	Malaysia's ESG & Sustainability Reporting Landscape	04/12/2025
	Introduction to Corporate Liability - Section 17A, MACC Act 2009	14/12/2025
Ng Nen Sin	Recent Amendments to the Personal Data Protection Act 2010 & How It Impacts Personal Data Management, Security and Transfers	20/03/2025
	Land Acquisition Masterclass 2025 (CLJ)	11/10/2025
	The Malaysian Bar Environmental, Social and Governance (EGS) Conference	31/10/2025
	Venture Capital Funds in Malaysia: Bridging Legal Gaps to Unlock Capital for Innovation	11/11/2025
	Contract Law Reform	12/11/2025
	Introduction to Corporate Liability - Section 17A, MACC Act 2009	27/11/2025
	Malaysia's ESG & Sustainability Reporting Landscape	04/12/2025
Heng Ai Shan	Budget 2025	23/01/2025
	Latest updates in 2025 on Employers' Tax Statutory Obligation	13/03/2025
	Sustainability Reporting & Assurance - a Roadmap for Accounting Practitioner	30/04/2025
	Robotic Procecss Automation (RPA) in Accounting Transforming Audit and Financial processes	21/05/2025

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS *cont'd*

### 2. Board Composition *cont'd*

#### (d) Director's Continuous Professional Development *cont'd*

The details of external training programmes, seminars, and/or conferences attended by the Directors in office during the FY 2025 are as follows: *cont'd*

Director	Training Programmes/Seminars/Conferences	Date
Heng Ai Shan <i>cont'd</i>	Peparing for the Transition from MPERS (2014) to revised MPERS (2025)	21/09/2025
	Digital Transformation Through Robotic Process Automation and Artificial Intelligence	2/9/2025-3/9/2025
	Understanding Deferred Taxation under the New MPERS - A beginner-friendly case study approach incorporating update from ED80 MPERS	19/09/2025
	Budget 2026	11/05/2025
	Income Tax Basics Series - Module 1 : Business Tax	11/12/2025
	Income Tax Basics Series - Module 2 : Capital Allowances	19/11/2025
	Income Tax Basics Series - Module 3 : Employer Tax Compliance & Individual Tax	12/03/2025
	Income Tax Basics Series - Module 4 : Capital Gains, Withholding Tax & Others	12/10/2025
	Malaysia's ESG & Sustainability Reporting Landscape	12/04/2025
	Mastering Tax Investigation & Appeals	12/09/2025
	Introduction to Corporate Liability - Section 17A, MACC Act 2009	27/11/2025
	2026 Budget Seminar	18/12/2025
	Mok Juan Chek	Malaysia Market Outlook for 1Q 2025
Malaysian Oil & Gas Sector		13/03/2025
China Equity Outlook :Tech AI,Stimulus &Tariff risk		24/03/2025
Trump Tariffs :How has the World changed		16/04/2025
Malaysian Markets Outlook for 2Q 2025		17/04/2025
Anti Bribery and Corruption Awareness		13/06/2025
Malaysia Market Outlook for Q3 2025		24/07/2025
Governance in an era of Trade uncertainties		25/07/2025
Technology Sector Outlook		18/09/2025
ESG symposium -Adopting IFRS S1 and S2		30/9/2025 & 1/10/2025
Malaysia Market Outlook for 4Q 2025		16/10/2025
Leading for Impact Alumni Sharing and Networking		13/11/2025
Audit Oversight Board's conversation with Audit Comm		25/11/2025
Introduction to Corporate Liability - Section 17A, MACC Act 2009		27/11/2025
Conduct of Directors and Common breaches		02/12/2025
Malaysia's ESG & Sustainability Reporting Landscape	04/12/2025	
New Disclosure Requirements for Shariah Screening	10/12/2025	

The Board, through the NRC, will evaluate and determine the training needs of the Directors to be kept abreast with the latest developments in statutory requirements and regulatory environment, as well as in the Group's business, industry, and sustainability landscape, enabling them to discharge their roles and responsibilities effectively as Directors of the Company.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS *cont'd*

### 3. Nomination and Remuneration Committee

The NRC is primarily responsible for recommending suitable candidates for appointment to the Board, taking into consideration the Board's structure, size, composition and the required mix of skills, expertise, and experience which directors should bring to the Board to ensure the Board continues to function effectively, as well as carrying out reviews for recommendations of the remuneration packages for the Directors and Key Senior Management. The NRC also assesses the effectiveness of the Board as a whole, the Board Committees and the contribution of each individual Director.

The NRC comprises three (3) members, all of whom are INEDs. As at the date of this Statement, the composition of the NRC is as follows:

Designation	Name of NRC Members	Directorship
Chairman	Mok Juan Chek	Independent Non-Executive Director
Member	Heng Ai Shan	Independent Non-Executive Director
Member	Ng Nen Sin	Independent Non-Executive Director

#### (a) Board Assessment and Evaluation

The Board, through the NRC, conducts annual assessments to evaluate the effectiveness of the Board, Board Committees and individual Directors. The assessment was carried out through the completion of structured questionnaires by each Director, covering the following key areas:

- (i) Evaluation of the Board composition and structure, quality of information and decision-making, Board's relationship with Management, corporate governance and sustainability, as well as the Board Committees;
- (ii) Evaluation on the ARMC including its quality, composition, skills and competencies, meeting administration and conduct, as well as the Internal Audit Function;
- (iii) Individual Directors' self and peer evaluation on fit and proper criteria, contribution and performance as well as calibre and personal attributes; and
- (iv) Assess the independence of Independent Directors, based on the criteria set out in the MMLR of Bursa Securities.

For FY 2025, the Company had engaged an independent expert to facilitate an objective and candid board evaluation and the results were presented to the NRC on 26 February 2026.

The results of the Board assessment for FY 2025 indicated that the Board, the Board Committees, and individual Directors have the required mix of skills, expertise, and experience. The Chairman of the Board is highly experienced in leading and guiding fellow directors and the Executive Directors are open-minded and receptive to views and suggestions from the Independent Directors were also observed.

In addition, the Board, through the NRC also reviews the Group's succession plans for the Board and Key Senior Management positions to ensure continuity of leadership and the availability of a strong and sustainable talent pipeline.

#### (b) Remuneration of Directors and Key Senior Management

The Board, through the NRC ensures that the Group's remuneration framework is aligned with the skills, experience, responsibilities and performance expected of its Directors and Key Senior Management. Such remuneration is structured to be fair, reasonable, and competitive in order to attract, motivate, and retain talent required to lead the Group effectively.

The Board, as a whole, determines the remuneration packages of all Directors and Key Senior Management based on the NRC's recommendations. The NRC is guided by market benchmarks, industry best practices norms when making appropriate recommendations for the remuneration and benefits of Directors and Key Senior Management to the Board for approval.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS *cont'd*

### 3. Nomination and Remuneration Committee *cont'd*

#### (b) Remuneration of Directors and Key Senior Management *cont'd*

The Director concerned shall abstain from deliberation and decision-making in respect of his or her own remuneration, prior to tabling of such for the Board's approval or recommendation and subsequently for shareholders' approval at the AGM of the Company. In addition, Directors who are shareholders and controlling shareholders with a nominee or connected Directors on the Board are required to abstain from voting on the resolutions relating to the payment of Directors' fees and benefits at the AGM.

Details of the Group's remuneration policies and practices are set out in the Board Charter of the Company, which is available on the Company's website.

The remuneration received by the Directors on a named basis for the FY 2025 is set out below:

Director	Fees RM'000	Salary RM'000	Bonus RM'000	Allowance RM'000	Other emoluments RM'000	Total RM'000
Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali	168	-	-	3	14	185
Tan Sri Dato' (Dr.) Tan Boon Hock	66	-	-	3	-	69
Datin Afinaliza Binti Zainal Abidin	66	185	15	3	24	293
William Tan Wei Lun	66	1,200	126	3	159	1,554
Michelle Tan Sing Chia	66	454	47	3	60	630
Mok Juan Chek	72	-	-	3	-	75
Ng Nen Sin	66	-	-	3	-	69
Heng Ai Shan	78	-	-	3	-	81

The Board acknowledges the need for transparency in the disclosure of remuneration of the Group's Key Senior Management. Accordingly, the Board has disclosed, on a named basis, the remuneration of the Company's top three (3) Key Senior Management. Such disclosure includes salary, allowances, bonuses, benefits, and other emoluments, presented in bands of RM50,000, as detailed in the CG Report under Practice 8.2.

Detailed information regarding the duties and responsibilities, meetings and attendance, and a summary of key activities of the NRC are set out in the NRC Report on pages 101 to 103 of this Annual Report.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

### 1. Audit and Risk Management Committee

The ARMC comprises three (3) members, all of whom are INEDs. As at the date of this Statement, the composition of the ARMC is as follows:

Designation	Name of ARMC Members	Directorship
Chairman	Heng Ai Shan	Independent Non-Executive Director
Member	Mok Juan Chek	Independent Non-Executive Director
Member	Ng Nen Sin	Independent Non-Executive Director

The Chairman of the ARMC who is a qualified Chartered Accountant and a member of both the Malaysian Institute of Accountants (“MIA”) and Certified Practising Accountants, Australia, is distinct from the Chairman of the Board. In accordance with the ARMC’s TOR, the Chairman of the Board must not be a member of the ARMC.

All ARMC members are financially literate, competent and are able to understand matters under the purview of the ARMC. They are able to analyse and interpret financial statements in order to effectively discharge their duties and responsibilities within the scope of the ARMC, as well as ensuring compliance with the applicable laws, regulations, rules, directives, and guidelines. None of the ARMC members were former audit partners who are required to observe a cooling-off period of at least three (3) years before being appointed in accordance with the ARMC’s TOR.

The ARMC is entrusted to provide advice and assistance to the Board in fulfilling its statutory and fiduciary responsibilities in relation to the Group’s internal and external audit processes, risk management and internal control, financial reporting, related party transactions, recurrent related party transactions and conflicts of interest, as well as other matters that may materially affect the financial position or affairs of the Group’s business.

The term of office and performance of the ARMC are subject to annual review by the NRC and the Board is satisfied that the ARMC members have discharged their functions, duties, and responsibilities effectively in accordance with the ARMC’s TOR during the financial year under review.

The ARMC has unrestricted access to both the Internal Auditors and External Auditors, who report functionally and directly to the ARMC. The ARMC also reviews the audit and non-audit services provided by the External Auditors to ensure that their independence and objectivity are not compromised in the course of delivering such services.

KPMG PLT had also provided written assurance to the ARMC confirming that they have remained independent throughout the audit engagement in accordance with relevant professional and regulatory requirements. The audit partner assigned to the Company is regulated under MIA guidelines, including a seven-year rotation requirement, to safeguard auditor independence.

Further details on the ARMC’s duties and responsibilities, meetings and attendance, summary of key activities in its oversight role, and the Internal Audit function are set out in the ARMC Report on pages 92 to 96 of this Annual Report.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT *cont'd*

### 2. Risk Management and Internal Control Framework

The Board has ultimate responsibility for reviewing the Group's risk management, including approving the risk management framework and policies, overseeing the Group's strategic risk management and internal control framework to achieve its objective within an acceptable risk profile while safeguarding its assets.

The Board discharges its responsibilities in risk governance and oversight functions through the ARMC via a risk management and internal control framework, which adopts a structured and integrated approach in managing key business risks. This framework is designed to enable Management to identify, evaluate, manage, monitor and report to the ARMC and the Board the principal business risks faced by the Group on an ongoing basis, including remedial measures to be taken to address and mitigate the risks rather than to eliminate the risk of failure to achieve the Group's business and corporate objectives.

The ARMC assists the Board in overseeing the effectiveness and adequacy of the Group's risk management and internal control systems. To maintain total independence and objectivity in the management of the Group's internal control environment and ensure compliance with the MMLR of Bursa Securities, the internal audit function is outsourced to Crowe Governance Sdn. Bhd. ("**Crowe**"), an independent professional consulting firm who is free from any relationships or conflicts of interest that could impair their objectivity and independence.

Crowe reports directly to the ARMC and assists the ARMC in managing the risks and establishing the internal control system and processes by providing independent assessment on the adequacy, efficiency, and effectiveness of the Group's risk management and internal control systems and processes. The internal audit function adopts a risk-based audit approach when conducting each audit assignment in accordance with the annual internal audit plan.

Further details on the effectiveness of the Group's risk management and internal control framework are provided in the Statement on Risk Management and Internal Control on pages 97 to 100 of this Annual Report.

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

### 1. Communication with Stakeholders

The Board recognises and values the importance of an effective dissemination of information on material developments of the Group clear communication with its shareholders, potential investors and the public in a timely and equitable manner.

Although the Board has not formalised a corporate disclosure policy, the Group has established procedures to ensure strict compliance with all applicable legal and regulatory disclosure requirements. The Board is fully committed to promote and uphold the highest standards of integrity, transparency and accountability by ensuring timely, accurate, quality and comprehensive disclosures of pertinent information relating to the Group's business, operations, and financial performance through various communications channels, including the following:

- Annual reports and circulars/statements to shareholders;
- Unaudited quarterly financial results and annual financial statements;
- Announcements and disclosures to Bursa Securities, including material contracts awarded; and
- Regular dialogues with analysts and media releases.

As part of the Group's daily business activities and through structured processes, our businesses routinely engage with customers, suppliers, regulators, and industry bodies through structured processes. Detailed information about the Group's approach to stakeholder engagement and specific activities for the FY 2025 is provided in the Sustainability Statement of this Annual Report.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS *cont'd*

### 1. Communication with Stakeholders *cont'd*

All public disclosures and announcements made to Bursa Securities comply with the MMLR and are guided by the Corporate Disclosure Guide issued by Bursa Securities. All information contained in such announcements is reviewed by the MD and CEO and, where necessary, approved by the Board prior to release.

The Company's website, [www.itmax.com.my](http://www.itmax.com.my) is accessible by all stakeholders and serves as a platform to communicate with the shareholders, investors and the public. The unaudited quarterly financial results, annual financial statements, announcements, annual reports, circulars/statements to shareholders, CG matters, as well as other corporate information related and to the Group's are also available on the Company's website, enabling stakeholders to have access to all information they need to make informed decisions.

Stakeholders may direct enquiries on investor related matters or raise concerns regarding the Group to the Chairman of the Board or the MD and CEO at our designated email address at [itmaxsales@itmax.com.my](mailto:itmaxsales@itmax.com.my), and all relevant and appropriate issues will be addressed accordingly.

### 2. Conduct of General Meetings

The AGM serves as the principal forum for dialogue and communication between the Company and its shareholders. Shareholders are encouraged to attend the AGM, where they can participate, have the opportunity to ask questions and vote on key matters affecting the Group. The AGM also provides an opportunity for shareholders to engage directly with the Board and gain insights into the Group's business operations, financial performance and position.

The Board recognises its stewardship role in the Company and is committed to engaging with shareholders by providing constructive responses to their queries. The Board encourages shareholders' active participation at the Company's AGM and strives to ensure the presence of all Board members, Key Senior Management, and the External Auditors to address shareholders' queries. All Directors, including the External Auditors attended the 23rd AGM held on 10 June 2025.

The forthcoming 24th AGM will be a physical meeting to facilitate direct engagement and foster effective communication between the Board, Management and shareholders. Barring unforeseen circumstances, all Directors, including the Chairs of all mandated Board Committees will attend the forthcoming 24th AGM to address shareholders' enquiries at the meeting. The External Auditors will also be present to respond to shareholders' questions regarding the conduct of the audit and the preparation of the auditor's report for the Group.

The 23rd AGM was conducted physically and the Company appointed AscendServ Capital Markets Services Sdn. Bhd. as the Poll Administrator to conduct the poll by way of electronic voting via its Dvote Online platform at <https://www.dvote.my> and Scrutineer Solutions Sdn. Bhd. as the Independent Scrutineer to and verify the poll results.

All resolutions set out in the Notice of the 23rd AGM were voted by poll in compliance with the MMLR of Bursa Securities. The Independent Scrutineer validated the votes cast prior to the Chairman announcing the results. The outcome of all resolutions proposed at 23rd AGM was announced to Bursa Securities on the same day.

The Notice of the 23rd AGM was issued to shareholders on 25 April 2025, which is more than twenty-eight (28) days prior to the date of meeting, in compliance with Paragraph 7.15 of the MMLR of Bursa Securities and Practice 13.1 of the MCCG., to accord them with sufficient time to consider the resolutions to be discussed and resolved at the 23rd AGM.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(cont'd)

## PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS *cont'd*

### 2. Conduct of General Meetings *cont'd*

The Notice of the 23rd AGM was circulated together with the Administrative Guide to all shareholders and were also made available on the Company's and Bursa Securities' websites. Shareholders who were unable to attend the AGM were entitled to appoint their own proxy(ies) or the Chairman as their proxy to attend and vote on their behalf.

The Chairman of the AGM ensured that shareholders and proxies were given adequate opportunity to raise questions regarding the proposed resolutions and the affairs of the Company. The Board and Management provided satisfactory responses to all queries raised.

The proceedings of the 23rd AGM, including all questions and the corresponding answers, were properly minuted by the Company Secretaries. The minutes, detailing key matters and concerns raised by shareholders along with the Company's responses, were published on the Company's website within 30 business days after the conclusion of the 23rd AGM.

## KEY FOCUS AREAS AND FUTURE PRIORITIES IN KEY AREAS OF CORPORATE GOVERNANCE PRACTICES

The Board is satisfied that the Group has maintained high standards of corporate governance and continues to uphold the highest levels of integrity and ethical conduct in all its business dealings.

Looking ahead, the Board remains committed to further operationalising and enhancing the Company's corporate governance practices, while fostering a risk-aware and governance-conscious culture across the organisation. These efforts are undertaken in the best interests of all stakeholders and to support the sustainable growth of the Group.

This Statement is prepared in accordance with Paragraph 15.25(1) of the MMLR of Bursa Securities and was approved by the Board on 22 April 2026.

## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

The Audit and Risk Management Committee (“ARMC”) was established as a committee of the Board of Directors (“Board”) with the primary objective of assisting the Board in fulfilling its fiduciary duties and oversight function in following key areas of the Company and its subsidiaries (“Group”):

- Financial reporting;
- External and internal audit processes;
- Related party transactions (“RPTs”), recurrent related party transactions (“RRPTs”) and conflict of interest (“COI”); and
- Processes and reporting in relation to the risk management and internal control.

The Board is pleased to present the ARMC Report for the financial year ended 31 December 2025 (“FY 2025”), prepared in compliance with Paragraph 15.15 of the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”).

### MEMBERSHIP AND MEETINGS

The ARMC comprises three (3) Non-Executive Directors, all of whom are Independent Directors, which complies with Paragraphs 15.09 and 15.10 of the MMLR of Bursa Securities and the Step-Up Practice 9.4 of the Malaysia Code on Corporate Governance (“MCCG”).

The ARMC conducted five (5) meetings during the FY 2025. The composition of the ARMC during the FY 2025 and as of the date of this Report together with the details of the meeting attendance of each ARMC member are as follows:

Name of ARMC Members	Designation/Directorship	No. of Meetings Attended	%
Heng Ai Shan	Chairman, Independent Non-Executive Director	5/5	100%
Mok Juan Chek	Member, Independent Non-Executive Director	5/5	100%
Ng Nen Sin	Member, Independent Non-Executive Director	5/5	100%

Ms Heng Ai Shan, the Chairman of the ARMC, is a qualified Chartered Accountant and a member of both the Malaysian Institute of Accountants and Certified Practising Accountants, Australia. In adherence to Practice 1.4 of the MCCG, she is not the Chairman of the Board. In addition, none of the ARMC members were former partners of the Company’s External Auditors. All the members are financially literate and have contributed to meaningful discussions in overseeing the integrity of the Group’s accounting and financial reporting matters.

The ARMC meetings were appropriately structured through the use of agenda, whereby notice and meeting papers were circulated to the ARMC members prior to the meetings. The Company Secretaries, who also serve as secretaries to the ARMC, attended all ARMC meetings during the FY 2025.

The Key Senior Management, the External Auditors and the Internal Auditors will be invited to the meetings to present their reports, audit plan, audit findings, provide updates and developments on issues arising from the audit reports to the ARMC, as well as assist the ARMC in its review of the year-end financial statements, to facilitate direct communication on matters under the purview of the ARMC in accordance with its Terms of Reference (“TOR”). During the FY 2025, the ARMC had a private session with both the External Auditors and Internal Auditors respectively without the presence of the Executive Directors and Management.

The ARMC Chairman maintains continuous engagement with Management, the External Auditors, and the Internal Auditors to keep abreast of matters affecting the Group. When significant issues arise, the ARMC Chairman communicates and confers with other ARMC members, either through email or during meetings.

The ARMC Chairman reports the matters discussed at the ARMC meeting and recommends to the Board for consideration after each ARMC meeting. Matters reserved for the Board’s approval were tabled for discussion at Board meetings. All deliberations during the ARMC meetings were minuted and circulated to the Board for notation after they were confirmed at each succeeding ARMC meeting. Any actions required from Management were also documented for their action.

# AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

(cont'd)

## MEMBERSHIP AND MEETINGS *cont'd*

In compliance with Paragraph 15.20 of the MMLR of Bursa Securities, the Nomination and Remuneration Committee (“NRC”) had reviewed the terms of office and performance of the ARMC and each of its members for the FY 2025. A summary of the ARMC’s performance assessment was reported to the Board for evaluation at the Board meeting held in February 2026.

The Board, through the NRC assessment, was satisfied with the overall performance of the ARMC, as well as the performance of each of its members and concurred that they had discharged their functions, duties and responsibilities effectively in accordance with the ARMC’s TOR.

## TERMS OF REFERENCE

The ARMC is guided by its own TOR, covering its scope of duties and responsibilities, authority, and other relevant matters. The TOR of the ARMC was reviewed on 22 April 2026 and is available on the Company’s website at [www.itmax.com.my](http://www.itmax.com.my).

## SUMMARY OF ACTIVITIES

The following activities were carried out by the ARMC in discharging its functions and duties to meet its responsibilities in accordance with its TOR for the financial year under review:

### (a) Financial Reporting

- Reviewed the Group’s unaudited quarterly financial results and year-end audited financial statements to ensure that they present a true and fair view of the Company’s financial position and performance and in compliance with applicable accounting standards and other legal and regulatory requirements, before recommending to the Board for consideration and approval for public release to Bursa Securities.
- Reviewed the Management’s reports and updates on actions recommended by the External Auditors.
- Deliberated on financial reporting issues, including significant adjustment arising from audit, if any, material accounting estimates, going concern basis of assumptions, material exceptional items including material one-off transactions, significant areas which require judgement by Management, any significant or unusual events or transactions, and how these matters have been addressed, as well as the impact or expected impact of adoption of new or amendments to accounting policies which are applicable to the Group.

### (b) External Audit

- Reviewed, discussed, and approved the External Auditors’ Audit Planning Memorandum of the Group comprising the scope of work, audit timeline, audit highlights, key audit matters and accounting standards update that affected the Group’s financial reporting, prior to the commencement of the annual audit.
- Reviewed the audit and non-audit fees proposed by the External Auditors or its affiliates for the FY 2025 and recommended to the Board for approval.
- Reviewed and discussed with the External Auditors the results of their audit, including the Audit Completion Memorandum with their comments on any significant audit findings, Management Letter, and their evaluation of the Group’s internal controls.
- Reviewed and discussed with the External Auditors and Management on the significant financial reporting issues, adjustments arising from audit, if any, material accounting estimates, the impact or expected impact of the adoption of new or amended accounting policies which are applicable to the Group, and compliance with applicable accounting standards as well as legal and regulatory requirements. The ARMC was satisfied with the judgements exercised and actions taken by Management to address the matters highlighted by the External Auditors.

# AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

(cont'd)

## SUMMARY OF ACTIVITIES *cont'd*

### (b) External Audit *cont'd*

- Conducted annual assessment on the performance, suitability, objectivity, capabilities, and independence of the External Auditors, based on amongst others, the External Auditors' competency and audit independence, objectivity and professional skepticism before recommending to the Board their re-appointment for shareholders' approval.
- Had private session with the External Auditors in February 2025 without the presence of any Executive Directors and Management, to facilitate open and candid discussions and to ensure there were no restrictions on their scope of audit. There was no major concerns raised by the External Auditors during the private session, and they had been receiving full co-operation from Management throughout the audit process.

### (c) Internal Audit

- Reviewed and approved the Group's internal audit plan and the Internal Auditors' scope of work for the FY 2025, the adequacy of the scope and coverage of internal audit activities of the Group, competency and resources of the internal audit function and that the Internal Auditors had the necessary authority to carry out their work and functions.
- Reviewed and deliberated on the audit findings and issues arise during the course of audits, the audit recommendations made for improvement and Management's responses thereto and/or actions taken in response to the recommendations, as reported in the internal audit reports tabled to the ARMC during the FY 2025, and briefed the Board accordingly.
- Reviewed the progress updates on the follow-up audit reviews of the previous internal audit reports and ensured the adequacy and effectiveness of mitigating actions taken by Management to address all outstanding issues, key risks and control weaknesses raised by the Internal Auditors on a timely basis.
- Reviewed the adequacy of the scope, competency, and resources of the internal audit function and was satisfied with the Internal Auditors' performance for the FY 2025.
- Had private session with the Internal Auditors once during the FY 2025 without the presence of Executive Directors and Management to exchange free and honest views and opinions, to ensure there were no restrictions on their scope of audit.

### (d) Related Party Transactions

- Reviewed and considered the RPTs and RRPTs to ensure that the Group's internal policies and procedures governing RPTs and RRPTs are adhered, as well as compliance with the disclosure requirements of the MMLR of Bursa Securities.
- Reviewed RPTs and RRPTs entered into by the Group with related parties on a quarterly basis to ensure that the transactions were fair, reasonable and carried out on an arm's length basis, and on normal commercial terms and were not detrimental to the interests of the Company's minority shareholders.
- Reviewed the Circular to Shareholders in respect of the Proposed Renewal of Shareholders' Mandate for the Group to enter into RRPTs of a revenue or trading nature prior to recommending for the Board's approval to seek shareholders' mandate at the Twenty-Third Annual General Meeting of the Company.

### (e) Conflict of Interest

- Reviewed and considered any COI and potential COI situations that arose, persisted, or may arise within the Company and the Group, including interests in any competing businesses, transactions, procedures, or courses of conduct that may raise concerns regarding Management's integrity or impartiality.
- Reviewed the COI Policy.

# AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

(cont'd)

## SUMMARY OF ACTIVITIES *cont'd*

### (f) Risk Management and Internal Control

- Assessed the Group's significant risks identified by the Internal Auditors and evaluated the mitigation actions and strategies implemented by Management to manage these risks.
- Overseeing and ensuring the adequacy and effectiveness of the Group's risk management and internal control framework, policies, and strategies.

### (g) Corporate Governance and Regulatory Compliance

- Reviewed the Corporate Governance Report, as well as the ARMC Report, Statement on Risk Management and Internal Control, Corporate Governance Overview Statement, Sustainability Statement, and Management Discussion and Analysis and recommended to the Board for approval for inclusion in the Company's Annual Report.
- Reviewed the TOR of the ARMC.

## SUMMARY OF ACTIVITIES OF INTERNAL AUDIT FUNCTION

The Group had outsourced its internal audit function to Crowe Governance Sdn. Bhd. ("Crowe"), an independent professional service provider, to assist the ARMC in discharging its responsibilities and duties. Crowe reports directly to the ARMC and has affirmed to the ARMC that they are free from any relationships or conflicts of interest in respect of the Group or the Company that could impair their objectivity and independence as Internal Auditors.

The role of the internal audit function is to undertake independent, regular and systematic reviews of the Group's internal control system so as to provide reasonable assurance that such system operates adequately and effectively within the Group on continuous basis.

The major internal audit activities undertaken during the FY 2025 were as follows:

- (a) Formulated an annual risk-based internal audit plan, considering the Group's key risk areas, feedback from Management, and resource requirements for executing the internal audit. The internal audit plan was then presented to the ARMC for approval.
- (b) Performed internal audit reviews in accordance with the approved annual internal audit plan.
- (c) Issued and presented internal audit reports highlighting the internal audit findings, recommendations for improvement, and Management's responses to the ARMC for review and deliberation.
- (d) Carried out follow-up reviews and update on the progress of Management's execution of action plans relating to past internal audit recommendations.

During the FY 2025, the Internal Auditors performed internal audit reviews in accordance with the approved risk-based internal audit plan, covering the following business processes:

- Project Management for Traffic Light, Closed-Circuit Television ("CCTV") and Parking System;
- Operations for Traffic Light, CCTV and Parking System; and
- Reporting to Headquarters for Traffic Light, CCTV and Parking System

The results of the internal audit reviews were discussed with Management and subsequently, the internal audit findings together with recommendations for improvement were presented to the ARMC for deliberation at its scheduled meetings.

The cost incurred in maintaining the outsourced internal audit function of the Group for the FY 2025 was RM95,000.00 (FYE 2024: RM50,000.00).

# AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

(cont'd)

## SUMMARY OF CONFLICT OF INTEREST OR POTENTIAL CONFLICT OF INTEREST SITUATION

Other than those disclosed in the Company's Circular to Shareholders in relation to the Proposed Renewal of Shareholders' Mandate and Proposed New Shareholders' Mandate for RRPTs of a revenue or trading nature, no COI or potential COI situation has arisen during the FY 2025.

The ARMC Report was approved by the Board on 22 April 2026.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

## INTRODUCTION

The Board of Directors (“Board”) of ITMAX System Berhad (“Company”) is pleased to present its Statement on Risk Management and Internal Control (“Statement”) for the financial year ended 31 December 2025 (“FY 2025”). This Statement, detailing the state of risk management and internal control of the Company and its subsidiaries (“Group”), in all material aspects, is prepared pursuant to Paragraph 15.26(b) of the Main Market Listing Requirements (“Listing Requirements”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) and in accordance with the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers (“Guidelines”).

The Board is committed to achieve the intended outcomes and practices of Part II of Principle B of the Malaysian Code on Corporate Governance relating to risk management and internal control.

## BOARD RESPONSIBILITY

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. The Board affirms its overall responsibility for the establishment and oversight of an effective and adequate risk management and internal control system of the Group. In carrying out its obligations, the Board delegates the responsibility of monitoring the Group’s system of risk management and internal control, including sustainability-related matters and ethical conduct of the Group’s business to the Audit and Risk Management Committee (“ARMC”), which is empowered by its Terms of Reference (“TOR”).

In view of the limitations inherent in any risk management and internal control systems, the Board recognises that these systems are designed to manage and mitigate risks within the Group’s acceptable risk appetite, rather than eliminating the risks of not achieving the Group’s aims and business objectives. The Board is aware that these systems can only provide reasonable but not total assurance against the risks of fraud, material misstatement, losses or occurrences of unforeseeable circumstance.

The Board’s is responsible for identifying the Group’s principal risks and ensuring that an effective risk management and internal control framework is in place to achieve a balanced consideration between the risks undertaken and the potential returns to shareholders. The Board retains ultimate accountability for approving the Group’s risk management and internal control framework, which defines the objectives, principles, activities, and areas of responsibility for managing risk across the Group. Furthermore, the Board is responsible for overseeing the conduct of the Group’s business to ensure it is properly managed, including supervising and assessing corporate behavior and the overall conduct of the Group’s operations.

The Company’s Non-Independent Managing Director and Chief Executive Officer (“MD & CEO”) and Chief Financial Officer (“CFO”) are responsible for the methodology, implementation and supervision of the Group’s risk management processes, and for reporting these matters to the ARMC and the Board. The corporate level risk management function is responsible for the development of Group-wide risk management principles, practices and reporting, including the design, application and adoption of risk management tools. At subsidiary level, the MD & CEO and key management personnel lead the risk management activities within their respective operations, ensuring alignment with the Group’s overall risk management framework.

The Board has also delegated to the ARMC, the responsibility for conducting periodic reviews of the Group’s system of risk management and internal control, as well as the oversight of the Group’s sustainability practices. The ARMC, whose responsibilities and duties are detailed in its TOR, is accountable to the Board and reports to the Board on its findings and recommendations relating to all risk management, internal control, and sustainability-related matters. The Board, in turn, undertakes to implement the necessary action plans to strengthen and continuously improve the Group’s internal control and risk management systems.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

(cont'd)

## INTEGRATION OF SUSTAINABILITY AND ENVIRONMENTAL, SOCIAL & GOVERNANCE RISKS

The Group recognises the growing importance of sustainability and Environmental, Social and Governance (“ESG”) considerations in managing business risks and ensuring long-term value creation. Accordingly, ESG-related risks, including economic, environmental and social factors, are incorporated into the Group’s overall risk management framework. These risks are identified, assessed and monitored by Management, as part of the Group’s established risk management processes and are reported to the ARMC as appropriate.

## INTERNAL AUDIT FUNCTION

The Group’s internal audit function complements its risk management processes, designed to assist the Board and the ARMC by providing an independent assessment and reasonable assurance of the adequacy and effectiveness of the Group’s internal control system in achieving the Group’s objectives, as well as safeguarding shareholders’ investments and the Group’s assets.

The Group adopts the principles of the Three Lines Model, whereby Management is responsible for implementing and maintaining effective internal controls (first line), oversight functions such as risk management and compliance provide monitoring and guidance (second line), while the Internal Auditors provide independent assurance to the ARMC on the adequacy and effectiveness of governance, risk management and internal control processes (third line).

The Board recognises that continuous monitoring is crucial to maintaining an effective internal control system. For the FY 2025, the Group’s internal audit function is outsourced to Crowe Governance Sdn. Bhd. (“Crowe”), an independent professional service provider whose principal responsibility is to undertake regular and systematic reviews of the internal control systems in accordance with an approved risk-based internal audit plan.

Crowe, who works independently and reports directly to the ARMC on a regular basis, assists the ARMC and the Board in discharging their duties and responsibilities by independently evaluating the adequacy and effectiveness of the Group’s governance and internal control systems, ensuring adherence to all the Group’s policies and procedures. The scope of internal audit reviews for the FY 2025 comprises the following:

- (i) Project Management for Traffic Light, Closed-Circuit Television (“CCTV”) and Parking System;
- (ii) Operations for Traffic Light, CCTV and Parking System; and
- (iii) Reporting to Headquarters for Traffic Light, CCTV and Parking System.

The engagement director of Crowe in charge of the Group’s internal audit for the FY 2025 is Mr Amos Law, a Certified Internal Auditor (CIA), who possesses a diverse range of professional experience in internal audits, risk management and corporate governance advisory. The number of staff deployed from Crowe for the Group’s internal audit reviews was two (2) to four (4) staff including the engagement director. All the internal audit staff on the engagement possess relevant professional qualifications and are free from any relationships or conflicts of interest which could impair their objectivity and independence in performing internal audit reviews for the Group.

The ARMC reviews the internal audit plan and internal audit reports, which include findings and recommendations by the Internal Auditors, results of internal audit assessments and investigations undertaken together with Management’s responses and action plans. The ARMC ensures that recommendations made by the Internal Auditors are implemented in a timely manner, and the Internal Auditors perform follow-up reviews to ascertain the status of Management’s implementation of the remedial actions to strengthen the Group’s system of internal control. In addition, the ARMC also reviews the adequacy of the scope, functions, competency, and resources of the internal audit function to ensure that it is effective and has the necessary authority to carry out its work.

Summary of the work carried out by the internal audit function during the FY 2025 are set out in the ARMC Report on pages 92 to 96 of this Annual Report.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

(cont'd)

## MAIN FEATURES OF RISK MANAGEMENT AND INTERNAL CONTROL PROCESS

The Board regards risk management as an integral part of the Group's business operations and has oversight over this area through the ARMC. The Group has its risk management approach serve as the on-going process used for identifying, assessing, monitoring and managing significant risks of the Group for the year under review and up to the date of approval of this Statement.

The key aspects of the Group's internal control process and procedures established by the Board are set out below:

### Code of Conduct and Ethics

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. The Code of Conduct and Ethics is established to promote corporate culture which engenders high ethical standards and integrity for all employees in all dealings with internal and external stakeholders. It is designed to maintain discipline and order in the workplace among employees of all levels.

### Whistleblowing Policy

The Board has established a Whistleblowing Policy to provide a structured mechanism for the employees of the Group to report or raise any suspected or known misconduct of the Group's business to the Chairman of the ARMC anonymously, such as any potential violations of corporate ethics, failure to comply with legal and regulatory obligations, malpractices and other wrongdoings.

### Anti-Bribery and Corruption Policy

The Group is committed to conducting its business with integrity and in an ethical manner and has established the Anti-Bribery and Corruption Policy to set out the Group's principles, stance and adequate procedures in addressing corruption and/or bribery risks and activities in the conduct of its business and operations, emphasising its zero tolerance stance against bribery and corruption in all forms.

### Gift, Hospitality, and Contributions/ Donations Policy

Gift, Hospitality, and Contributions/ Donations Policy mandates that the Group's employees and directors, family members or agents acting for or on behalf of ITMAX Group employees, directors or their family members are prohibited from, directly or indirectly, receiving or providing gifts. Employees and directors are strictly prohibited from providing or receiving entertainment and corporate hospitality with a view to improperly causing undue influence on any party in exchange for some future benefit.

## REVIEW OF STATEMENT BY EXTERNAL AUDITORS

As required under Paragraph 15.23 of the Listing Requirements of Bursa Securities, the External Auditors have reviewed this Statement in accordance with the scope set out in the Audit and Assurance Practice Guide ("AAPG") 3, *Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control included in the Annual Report*, issued by the Malaysian Institute of Accountants, for inclusion in the Annual Report for the FY 2025. Based on their limited assurance review, the External Auditors reported to the Board that nothing had come to their attention that caused them to believe that this Statement intended to be included in the Annual Report 2025 of the Company, in all material respects:

- (a) has not been prepared in accordance with the disclosures required by section 7 of the Statement on Risk Management and Internal Control Guidelines for Directors of Listed Companies, or
- (b) is factually inaccurate.

AAPG 3 does not require the external auditors to consider whether the Directors' Statement on Risk Management and Internal Control covers all risks and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control system including the assessment and opinion by the Board and Management thereon. The auditors are also not required to consider whether the processes described to deal with material internal control aspects of any significant problems disclosed in the annual report will, in fact, remedy the problems.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

(cont'd)

## CONCLUSION

The internal audit reviews conducted did not reveal weaknesses in the internal control system of the Group that have resulted in significant losses, contingencies or uncertainties requiring separate disclosure in this Annual Report 2025.

The Board has received assurance from both the MD & CEO and CFO that the Group's risk management and internal control systems are operating adequately and effectively for the FY 2025 in all material aspects to safeguard the Group's interests and assets, based on the framework adopted by the Group. The assurance was given based on the risk management and internal control system established and maintained by the Group, work performed and reports provided by the outsourced internal audit function, as well as reliance on written confirmations by Management team.

The Board is of the view that the Group's current internal control and risk management systems and framework are adequate and effective to address the risks which the Group considers relevant and material to its operations for the FY 2025. The Board continues to take the necessary measures to sustain and, where required, to continuously improve the Group's risk management and internal control systems in meeting the Group's strategic objectives.

The Statement was reviewed by the ARMC and approved by the Board on 22 April 2026.

## NOMINATION AND REMUNERATION COMMITTEE REPORT

The Nomination and Remuneration Committee (“NRC”) was established as a committee of the Board of Directors (“Board”) and is primarily responsible for assisting the Board in fulfilling its fiduciary duties in relation to:

- Recommending suitable appointments to the Board, taking into consideration the Board structure, size, composition and the required mix of expertise and experience which the director should bring to the Board to ensure the Board continues to function effectively.
- Reviewing the Board composition to ensure an appropriate mix of skills, knowledge, experience, independence, competencies, and diversity, including diversity in age, cultural background, and gender.
- Assessing the effectiveness of the Board as a whole, the Board Committees and the contribution of each individual Director annually.
- Ensuring succession plans are in place for Directors and Key Senior Management positions.
- Reviewing, deliberating and recommending to the Board for approval, the Group’s remuneration policies and procedures for Directors and Key Senior Management that is fairly guided by market norms and industry practice which allows the Group to attract and retain talented individuals to steer the Group to achieve its long-term goals and enhance shareholders’ value.
- Reviewing the remuneration packages of all Directors and Key Senior Management, taking into account the Group’s operating results, individual performance and relevant market benchmarks before recommending to the Board for approval.

The NRC is guided by its own Terms of Reference (“TOR”), covering its scope of duties and responsibilities, authority and other relevant matters. The TOR of the NRC was reviewed on 26 February 2026 and is available on the Company’s website at [www.itmax.com.my](http://www.itmax.com.my).

### MEMBERSHIP AND MEETINGS

The NRC meets as and when required, at least once a year in accordance with its TOR. The NRC had conducted two (2) meetings during the financial year ended 31 December 2025 (“FY 2025”).

The NRC comprises exclusively Independent Non-Executive Directors. The composition of the NRC and the details of the meeting attendance of the NRC members are as follows:

Name of NRC Members	Designation/Directorship	No. of Meetings Attended	%
Mok Juan Chek	Chairman, Independent Non-Executive Director	2/2	100%
Heng Ai Shan	Member, Independent Non-Executive Director	2/2	100%
Ng Nen Sin	Member, Independent Non-Executive Director	2/2	100%

Key Senior Management will be invited to the NRC meetings as and when necessary, to brief the NRC and to facilitate direct communication on matters under the purview of the NRC in accordance with its TOR. The Company Secretaries, who also serve as secretaries to the NRC, attend all NRC meetings during FY 2025.

The Chairman of the NRC reports the matters discussed at the NRC meeting and recommends to the Board for consideration after each NRC meeting. All deliberations during the NRC meetings were minuted and circulated to the Board for notation after they were confirmed at each succeeding NRC meeting. Any actions required from Management were also documented for their action.

# NOMINATION AND REMUNERATION COMMITTEE REPORT

(cont'd)

## SUMMARY OF ACTIVITIES

The following activities were undertaken by the NRC in discharging its functions and duties to meet its responsibilities in accordance with its TOR for the financial year under review:

### (a) Nomination Matters

- Reviewed and recommended the re-election of Directors who are retiring and seeking re-election pursuant to the Company's Constitution ("Retiring Directors") at the forthcoming Annual General Meeting ("AGM"), taking into consideration the criteria set out in the Directors' Fit and Proper Policy.
- Reviewed and assessed the performance and effectiveness of the Board, Board Committees, and individual Directors.
- Reviewed the composition of the Board and Board Committees.
- Reviewed and assessed the mix of skills, expertise, composition, size, and experience required by the Board.
- Reviewed the independence of the Independent Directors based on the criteria set out in the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities").
- Reviewed the term of office, competency, and performance of the Audit and Risk Management Committee ("ARMC") and each of its members.
- Reviewed the training needs of Directors and Key Senior Management.
- Reviewed and recommended the proposed offer of options under ITMAX's Employee Share Option Scheme ("ESOS") Grant 3 to eligible Executive Directors and employees.

### (b) Remuneration Matters

- Reviewed and deliberated the proposed Directors' fees and benefits payable for the period from the Twenty-Third AGM until the next AGM and recommended to the Board for shareholders' approval.
- Reviewed and deliberated the proposed remuneration of the Executive Directors and Key Senior Management for the FY 2025.
- Reviewed and deliberated the proposed staff bonuses for the financial year ended 31 December 2024.

## BOARD ASSESSMENT AND EVALUATION

One of the key responsibilities of the NRC is to assist the Board, among others, to assess the performance and effectiveness of the Board, Board Committees and the contribution of each individual Director, as well as to evaluate and recommend suitable candidates for the appointment to the Board. The annual Board assessment enables the NRC to ensure that the Board has an appropriate balance, size, and the requisite mix of skills, experience and core competencies to effectively govern the Group towards achieving its strategic goals and objectives.

The Board, through the NRC, conducted the annual performance assessment to evaluate the effectiveness of the Board, Board Committees and individual directors for the FY 2025 by way of one-on-one interviews and completion of questionnaires by each Director.

In view of the Company being classified as a Large Company, the Board engaged an independent consultant to facilitate the annual performance assessment process for the FY 2025. The independent consultant presented the outcome and summary results of the assessment to the NRC and the Board for deliberation in February 2026. Following the conclusion of the assessment, a summary report outlining identifiable and actionable improvement plans was provided for implementation, where applicable.

The results of the Board assessment for the FY 2025 indicated that the current size, composition, as well as the mix of skills and experience of the Board and the respective Board Committees as a whole had met the requirements of the Company and the overall performance of the Board, the Board Committees and the members of the Board was effective and satisfactory. The results of the Board assessment also formed the basis of the NRC's recommendations to the Board for the re-election of the Retiring Directors at the forthcoming Twenty-Fourth AGM of the Company, in line with the Directors' Fit and Proper Policy.

# NOMINATION AND REMUNERATION COMMITTEE REPORT

(cont'd)

## BOARD ASSESSMENT AND EVALUATION *cont'd*

In assessing the Retiring Directors' fitness and propriety, the Board through the NRC, had considered all relevant factors based on the overarching criteria namely, character and integrity, experience and competence, as well as time and commitment.

The NRC is also responsible for assessing the level of independence of each Independent Director to ensure alignment with the Company's objectives, strategic goals, as well as compliance with the MMLR of Bursa Securities. The evaluation of the independence of Independent Directors forms part of the annual Board assessment process.

Based on the assessment conducted, the NRC and the Board are satisfied with the level of independence demonstrated by all the Independent Directors during the financial year under review, as well as their ability to exercise objective judgement, provide independent views and act in the best interests of the Company. None of the Independent Directors had exceeded or reached the cumulative tenure threshold of nine (9) during FY 2025 and up to the date of this Report.

Details of the processes and criteria applied in the Board assessment and evaluation are set out in the Corporate Governance ("CG") Overview Statement of this Annual Report 2025 and in the CG Report 2025 under Practice 6.1.

## REMUNERATION POLICY FOR DIRECTORS AND KEY SENIOR MANAGEMENT

The NRC is responsible for reviewing and assessing the remuneration packages, reward structure and benefits of all Directors and Key Senior Management on an annual basis, to ensure that the same remain competitive, appropriate and aligned with prevailing market practices. The NRC then makes recommendations to the Board for approval, where appropriate.

The remuneration packages of Executive Directors and Key Senior Management comprise fixed salary and allowances, as well as performance bonus structured to link rewards to both corporate and individual performance and achievements, thereby providing a balanced mix of fixed and variable components. In determining the appropriate level of remuneration, due consideration is given, among others, to the roles and responsibilities, qualifications, technical competency, skills, expertise and experience of the respective Executive Directors and Key Senior Management.

A fair, reasonable and competitive remuneration package is offered to the Executive Directors and Key Senior Management to ensure that the Company attracts, retains and motivates high-calibre individuals with the requisite skills, experience and knowledge to drive the Group's performance and enhance long-term shareholder value.

The remuneration payable to Non-Executive Directors comprises fixed Directors' fees, meeting allowances, reimbursement of expenses incurred in the performance of their duties in connection with Board and Board Committee meetings, as well as other benefits, where applicable. The level of remuneration for each Non-Executive Director is determined by the Board as a whole and is structured to reflect the respective Director's roles, experience, time commitment and level of responsibilities.

In line with good governance practices, the Director concerned abstained from deliberation and voting on decisions relating to his or her own remuneration, prior to tabling of such for the Board's approval or recommendation, followed by shareholders' approval at the AGM of the Company. Further, Directors who are shareholders and controlling shareholders with a nominee or connected director on the Board are required to abstain from voting on the resolution relating to the payment of Directors' fees and benefits at the AGM.

## REMUNERATION OF DIRECTORS AND KEY SENIOR MANAGEMENT

The details of the remuneration received by the Directors and the remuneration of the Company's top three (3) Key Senior Management, disclosed in bands of RM50,000 for the FYE 2025 on a named basis, are set out in the CG Overview Statement of this Annual Report 2025 and in the CG Report under Practices 8.1 and 8.2.

This NRC Report was prepared pursuant to Paragraph 15.08A(3) of the MMLR of Bursa Securities and approved by the Board on 22 April 2026.

## ADDITIONAL COMPLIANCE INFORMATION

### 1. UTILISATION OF PROCEEDS RAISED FROM CORPORATE PROPOSALS

The Company did not raise any funds from any corporate proposals during the financial year ended 31 December 2025 ("FYE 2025").

The Company undertook its initial public offering ("IPO") in 2022 and was listed on the Main Market of Bursa Malaysia Securities Berhad on 13 December 2022 ("Listing"). Pursuant to the said IPO, the Company had successfully raised gross proceeds of RM203.9 million from the issuance of 190.0 million ordinary shares in the Company at an issue price of RM1.07 per share ("IPO Proceeds") on 13 December 2022.

The Company had on 13 December 2023, announced the Board of Directors' decision to extend the timeframe for the utilisation of the remaining unutilised IPO Proceeds allocated for working capital for another 12 months to 24 months from the date of Listing and to re-allocate the surplus amounts for the repayment of borrowings and the defray fees and expenses for IPO and Listing to working capital.

The Company had fully utilised its IPO Proceeds as at 31 December 2025, details of which are as follows:

Details of utilisation of proceeds	Expected timeframe for utilisation of IPO Proceeds from the date of Listing	Original proposed utilisation	Proposed utilisation after re-allocation	Amount utilised as at 31 December 2025	
		RM'000	RM'000	RM'000	%
(i) Smart city application expansion to other local governments, federal ministries, and existing customers	Within 36 months	85,000	85,000	85,000	100%
(ii) Expansion of R&D capabilities	Within 36 months	12,500	12,500	12,500	100%
(iii) Expansion into enterprise market	Within 36 months	20,000	20,000	20,000	100%
(iv) Network and telecommunication infrastructure expansion	Within 36 months	39,500	39,500	39,500	100%
(v) Working capital	Within 12 months	29,078	32,834	32,834	100%
(vi) Repayment of borrowings	Within 6 months	8,000	5,572	5,572	100%
(vii) Defray fees and expenses for our IPO and our Listing	Within 6 months	9,814	8,486	8,486	100%
	<b>Total</b>	<b>203,892</b>	<b>203,892</b>	<b>203,892</b>	<b>100%</b>

### 2. MATERIAL CONTRACTS

There were no material contracts nor contracts relating to a loan entered into by the Company and/or its subsidiaries involving the interest of any Directors, Chief Executive or major shareholders, which were still subsisting as at the FYE 2025 or which enter into since the end of the previous financial year.

## ADDITIONAL COMPLIANCE INFORMATION

(cont'd)

### 3. AUDIT AND NON-AUDIT FEES

The total amount of the audit and non-audit fees paid or payable to the External Auditors, KPMG PLT by the Company and the Group respectively for the FYE 2025 are as set out below:

	Group (RM'000)	Company (RM'000)
<b>Audit Fees</b>		
- KPMG PLT	403	201
<b>Non-Audit Fees</b>		
- KPMG PLT	52	52
<b>Total</b>	<b>455</b>	<b>253</b>

### 4. RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

The details of the Recurrent Related Party Transactions ("RRPTs") of a revenue or trading nature transacted pursuant to the shareholders' mandate obtained at the Company's Twenty-Third Annual General Meeting held on 10 June 2025, as well as the new RRPTs entered into during the FYE 2025, are disclosed under Section 2.5 Part A of the Circular/Statement to Shareholders dated 28 April 2026 and Note 27 of the audited financial statements.

## DIRECTORS' RESPONSIBILITY STATEMENT IN RESPECT OF THE PREPARATION OF FINANCIAL STATEMENTS

The Directors are required by the Companies Act 2016 to prepare financial statements for each financial year which have been made in accordance with the applicable approved accounting standards in Malaysia so as to give a true and fair view of the state of affairs and financial position of the Group and of the Company as at the end of the financial year, and of the financial performance and cash flows of the Group and of the Company for the financial year then ended.

In preparing the financial statements, the Directors have:-

- adopted and consistently applied the appropriate accounting policies;
- made judgements and estimates that are prudent and reasonable;
- stated whether the applicable accounting standards have been complied with, subject to any material departures disclosed and explained in the financial statements; and
- ensured that the financial statements have been prepared on a going concern basis.

The Directors are responsible for ensuring that the Group and the Company keep proper accounting records which disclose the financial position of the Group and of the Company with reasonable accuracy and enable them to ensure that the financial statements comply with the Companies Act 2016. The Directors are also responsible for taking such steps as are reasonably open to them to safeguard the assets of the Group and of the Company, and to prevent and detect fraud and other irregularities.

# FINANCIAL STATEMENTS

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## DIRECTORS' REPORT

### FOR THE YEAR ENDED 31 DECEMBER 2025

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the financial year ended 31 December 2025.

#### PRINCIPAL ACTIVITIES

The Company is principally engaged in the business of supply and installation and provision of public space networked systems and investment holding. There has been no significant change in the nature of these activities during the financial year.

#### HOLDING COMPANY

The holding company during the financial year was Sena Holdings Sdn Bhd, a company incorporated in Malaysia.

#### SUBSIDIARIES

The details of the Company's subsidiaries are disclosed in Note 13 to the financial statements.

#### RESULTS

	Group RM'000	Company RM'000
Profit for the year attributable to:		
Owners of the Company	93,395	45,796
Non-controlling interests	4,964	-
	<b>98,359</b>	<b>45,796</b>

#### RESERVES AND PROVISIONS

There were no material transfers to or from reserves and provisions during the financial year under review except as disclosed in the financial statements.

#### DIVIDENDS

Since the end of the previous financial year, the amount of dividends paid by the Company were as follows:

- i) In respect of the financial year ended 31 December 2024:
  - a single-tier interim dividend of 0.6 sen per ordinary share totalling to RM6,188,553 declared on 14 March 2025 and paid on 25 March 2025.
- ii) In respect of the financial year ended 31 December 2025:
  - a single-tier interim dividend of 2.3 sen per ordinary share totalling to RM23,823,633.73 declared on 13 March 2026 and paid on 27 March 2026. These financial statements do not reflect this single-tier interim dividend which will be accounted for in the financial year ending 31 December 2026.

## DIRECTORS' REPORT

### FOR THE YEAR ENDED 31 DECEMBER 2025

(cont'd)

#### DIRECTORS OF THE COMPANY

Directors who served during the financial year until the date of this report are:

Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali  
 Tan Sri Dato' (Dr.) Tan Boon Hock  
 Datin Afinaliza Binti Zainal Abidin  
 Tan Wei Lun  
 Tan Sing Chia  
 Ng Nen Sin  
 Heng Ai Shan  
 Mok Juan Chek

#### DIRECTORS' INTERESTS IN SHARES

The interests and deemed interests in the shares and options over shares of the Company and of its related corporations (other than wholly-owned subsidiaries) of those who were Directors at financial year end as recorded in the Register of Directors' Shareholdings are as follows:

	Number of ordinary shares			At 31.12.2025
	At 1.1.2025	Bought	Sold	
Interests in the holding company:				
<i>Sena Holdings Sdn Bhd</i>				
Tan Sri Dato' (Dr.) Tan Boon Hock	70	-	-	70
Tan Wei Lun	30	-	-	30
Interests in the Company:				
Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali	500,000	55,000	(103,400)	451,600
Ng Nen Sin	100,000	-	-	100,000
Mok Juan Chek	162,200	-	-	162,200
Deemed interests in the Company:				
Tan Sri Dato' (Dr.) Tan Boon Hock	547,600,000	-	-	547,600,000
Tan Wei Lun	547,600,000	-	-	547,600,000
Datin Afinaliza Binti Zainal Abidin	47,137,000	-	(47,137,000)	-
<b>Number of options over ordinary shares</b>				
	Number of options over ordinary shares			At 31.12.2025
	At 1.1.2025	Granted	Exercised/ Forfeited	
Interests in the Company:				
Tan Sri Dato' (Dr.) Tan Boon Hock	2,500,000	-	-	2,500,000
Tan Wei Lun	5,838,000	160,000	-	5,998,000
Datin Afinaliza Binti Zainal Abidin	3,098,000	19,000	-	3,117,000
Tan Sing Chia	3,174,000	60,000	-	3,234,000

By virtue of the above Directors' interests in the shares of the holding company and the Company, they are also deemed interested in the shares of the subsidiaries during the financial year to the extent that the holding company and the Company have an interest.

The other Director holding office at 31 December 2025 did not had any interest in the shares and options over shares of the Company and of its related corporations during the financial year.

# DIRECTORS' REPORT

## FOR THE YEAR ENDED 31 DECEMBER 2025

(cont'd)

### DIRECTORS' BENEFITS

Since the end of the previous financial year, no Director of the Company has received nor become entitled to receive any benefit (other than those shown below) 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.

The Directors' benefits paid to or receivable by Directors in respect of the financial year ended 31 December 2025 are as follows:

	From the Company RM'000	From the subsidiaries RM'000
Directors of the Company:		
Fees	648	-
Remuneration	1,909	398
	2,557	398

There were no arrangements during and at the end of the financial year which had the object of enabling Directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate, apart from the issue of the Employees Share Option Scheme ("ESOS").

### ISSUE OF SHARES AND DEBENTURES

There were no changes in the issued and paid-up capital of the Company during the financial year except for the issuance of 2,309,200 new ordinary shares at RM1.07 per ordinary share which were issued to employees of the Group in accordance with the ESOS granted to employees of the Group on 6 December 2022, 1,307,030 new ordinary shares at RM3.17 per ordinary share which were issued to employees of the Group in accordance with ESOS granted to employees of Group on 3 November 2024. There were no debentures issued during the year.

### OPTIONS GRANTED OVER UNISSUED SHARES

At an extraordinary general meeting held on 30 June 2022, the Company's shareholders approved the establishment of a Long Term Incentive Plan of up to 10% of the ordinary shares of the Company to eligible directors and eligible executives of the Group.

On 6 December 2022, the Company issued ESOS Grant 1 and the salient features are as follows:

- i) The exercise price of the option is RM1.07.
- ii) The employee must remain an employee of the Group throughout the duration of the ESOS.
- iii) The Option is personal of the grantee and is non-transferable.
- iv) The Options will vest over 4 years and the scheme has a duration of 5 years.

On 3 November 2024, the Company issued ESOS Grant 2 and the salient features are as follows:

- i) The exercise price of the option is RM3.17.
- ii) The employee must remain an employee of the Group throughout the duration of the ESOS.
- iii) The Option is personal of the grantee and is non-transferable.
- iv) The Options will vest over 2 years and the scheme has a duration of 3 years.

## DIRECTORS' REPORT

### FOR THE YEAR ENDED 31 DECEMBER 2025

(cont'd)

#### OPTIONS GRANTED OVER UNISSUED SHARES *cont'd*

On 15 November 2025, the Company issued ESOS Grant 3 and the salient features are as follows:

- i) The exercise price of the option is RM4.19.
- ii) The employee must remain an employee of the Group throughout the duration of the ESOS.
- iii) The Option is personal of the grantee and is non-transferable.
- iv) The Options will vest over 2 years and the scheme has a duration of 3 years.

The options offered to take up unissued ordinary shares are as follows:

Date of offer	Expiry date	Exercise Price (RM)	Number of options over ordinary shares				At 31.12.2025
			At 1.1.2025	Granted	Exercised	Forfeited	
06.12.2022	13.12.2027	1.07	22,326,900	-	(2,309,200)	(27,500)	19,990,200
03.10.2024	02.11.2026	3.17	6,325,600	-	(1,307,030)	(29,000)	4,989,570
16.10.2025	14.11.2027	4.19	-	804,000	-	-	804,000

There were no other options granted to any person to take up unissued shares of the Company during the financial year.

#### INDEMNITY AND INSURANCE COSTS

During the financial year, the total amount of insurance effected for Directors and officers of the Group and the Company is RM5,000,000 for the period from 2023 to 2033. Insurance premium amount to RM44,980 was paid by the Group and the Company in 2023 and 2024, there are no further premium paid during the financial year.

There were no indemnity and insurance effected for the auditors of the Group and the Company during the financial year.

#### OTHER STATUTORY INFORMATION

Before the financial statements of the Group and of the Company were made out, the Directors took reasonable steps to ascertain that:

- i) all known bad debts have been written off and adequate provision made for doubtful debts, and
- ii) any current assets which were unlikely to be realised in the ordinary course of business 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:

- i) that would render the amount written off for bad debts or the amount of the provision for doubtful debts in the Group and in the Company inadequate to any substantial extent, or
- ii) that would render the value attributed to the current assets in the financial statements of the Group and of the Company misleading, or
- iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate, or
- iv) not otherwise dealt with in this report or the financial statements that would render any amount stated in the financial statements of the Group and of the Company misleading.

# DIRECTORS' REPORT

## FOR THE YEAR ENDED 31 DECEMBER 2025

(cont'd)

### OTHER STATUTORY INFORMATION *cont'd*

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

- i) any charge on the assets of the Group or of the Company that has arisen since the end of the financial year and which secures the liabilities of any other person, or
- ii) any contingent liability in respect of the Group or of the Company that has arisen since the end of the financial year.

No contingent liability or other liability of any company in the Group has become enforceable, or is likely to become enforceable within the period of twelve months after the end of the financial year 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 as and when they fall due.

In the opinion of the Directors, the financial performance of the Group and of the Company for the financial year ended 31 December 2025 have not been substantially affected by any item, transaction or event of a material and unusual nature nor has any such item, transaction or event occurred in the interval between the end of that financial year and the date of this report.

### SIGNIFICANT EVENTS DURING THE YEAR

On 13 March 2025, the Company incorporated a new subsidiary, Selmax Sdn Bhd, which the Company holds 70% of the shares.

On 18 August 2025, the Company acquired 20% equity interest in Mgmax Sdn. Bhd. Accordingly, Mgmax Sdn. Bhd. was classified as an associate.

On 12 December 2025, the Company entered into a Share Purchase Agreement ("SPA") for the acquisition of 70% of the shares in Tapway Sdn. Bhd. for a total consideration of RM5.6million. The transaction is expected to be completed by May 2026.

### AUDITORS

The auditors, KPMG PLT (LLP0010081-LCA & AF 0758) will not seek for re-appointment.

The auditors' remuneration for audit and non-audit services of the Group and of the Company during the year are RM455,000 and RM252,500 respectively.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors:

**Tan Wei Lun**  
Director

**Tan Sing Chia**  
Director

Kuala Lumpur

Date: 20 April 2026

## STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2025

	Note	Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Revenue	2	246,969	220,232	134,351	127,532
Cost of sales		(72,991)	(85,282)	(61,477)	(51,776)
<b>Gross profit</b>		173,978	134,950	72,874	75,756
Other income		2,072	3,327	7,266	3,229
Administrative expenses		(45,342)	(34,106)	(21,522)	(19,898)
Net (loss)/reversal on impairment of financial instruments and contract assets	5	(170)	(38)	(169)	10
<b>Results from operating activities</b>		130,538	104,133	58,449	59,097
Finance income	3	3,556	6,086	3,118	5,601
Finance costs	4	(2,036)	(3,012)	(250)	(4,172)
<b>Profit before tax</b>	5	132,058	107,207	61,317	60,526
Tax expense	6	(33,699)	(26,700)	(15,521)	(14,704)
<b>Profit and total comprehensive income for the year</b>		98,359	80,507	45,796	45,822
<b>Profit and total comprehensive income attributable to:</b>					
Owners of the Company		93,395	80,394	45,796	45,822
Non-controlling interests		4,964	113	-	-
<b>Profit and total comprehensive income for the year</b>		98,359	80,507	45,796	45,822
<b>Basic earnings per ordinary share (sen)</b>	7	9.05	7.81		
<b>Diluted earnings per ordinary share (sen)</b>	7	8.83	7.59		

# STATEMENTS OF FINANCIAL POSITION

## AS AT 31 DECEMBER 2025

	Note	Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>Assets</b>					
Property, plant and equipment	10	266,592	171,838	99,908	54,802
Right-of-use assets	11	4,031	3,126	2,318	69,895
Intangible assets	12	22,645	13,927	14,274	9,570
Investment in subsidiaries	13	-	-	64,046	61,946
Investment in an associate	13	727	-	727	-
Contract assets	14	-	19	-	19
Contract costs	14	779	660	-	-
Trade and other receivables	16	194	-	-	-
Deferred tax assets	22	1,218	11	-	-
<b>Total non-current assets</b>		<b>296,186</b>	<b>189,581</b>	<b>181,273</b>	<b>196,232</b>
Contract assets	14	64,106	38,304	11,840	12,033
Contract costs	14	11,241	3,850	9,938	3,507
Inventories	15	20,434	19,687	3,908	4,742
Trade and other receivables	16	69,008	76,019	134,431	99,636
Current tax assets		478	224	399	-
Prepayments and other assets	17	24,147	11,343	359	499
Fixed deposits with licensed banks	18	15,854	11,896	7,946	4,914
Cash and cash equivalents	19	118,942	154,859	84,935	141,802
<b>Total current assets</b>		<b>324,210</b>	<b>316,182</b>	<b>253,756</b>	<b>267,133</b>
<b>Total assets</b>		<b>620,396</b>	<b>505,763</b>	<b>435,029</b>	<b>463,365</b>
<b>Equity</b>					
Share capital	20	268,105	261,490	268,105	261,490
Share option reserve	20	7,419	4,850	7,419	4,850
Merger reserve	20	(56,358)	(56,358)	-	-
Retained earnings		278,402	191,196	130,764	91,157
<b>Total equity attributable to owners of the Company</b>		<b>497,568</b>	<b>401,178</b>	<b>406,288</b>	<b>357,497</b>
Non-controlling interest		6,154	291	-	-
<b>Total equity</b>		<b>503,722</b>	<b>401,469</b>	<b>406,288</b>	<b>357,497</b>

# STATEMENTS OF FINANCIAL POSITION

AS AT 31 DECEMBER 2025  
(cont'd)

	Note	Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>Liabilities</b>					
Loans and borrowings	21	10,648	20,932	2,802	3,153
Lease liabilities		2,237	2,276	1,460	51,541
Deferred tax liabilities	22	12,578	11,185	4,904	3,458
<b>Total non-current liabilities</b>		<b>25,463</b>	<b>34,393</b>	<b>9,166</b>	<b>58,152</b>
Loans and borrowings	21	31,506	21,078	284	348
Lease liabilities		1,925	1,021	947	23,075
Trade and other payables	23	50,552	45,361	18,322	23,832
Contract liabilities	14	58	22	22	22
Current tax liabilities		7,170	2,419	-	439
<b>Total current liabilities</b>		<b>91,211</b>	<b>69,901</b>	<b>19,575</b>	<b>47,716</b>
<b>Total liabilities</b>		<b>116,674</b>	<b>104,294</b>	<b>28,741</b>	<b>105,868</b>
<b>Total equity and liabilities</b>		<b>620,396</b>	<b>505,763</b>	<b>435,029</b>	<b>463,365</b>

## STATEMENTS OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2025

	← Attributable to owners of the Company →							
	← Non-distributable →			Distributable				
	Note	Share capital RM'000	Share option reserve RM'000	Merger reserve RM'000	Retained earnings RM'000	Total RM'000	Non- controlling interest RM'000	Total RM'000
<b>Group</b>								
<b>At 1 January 2024</b>		259,580	3,035	(56,358)	137,569	343,826	178	344,004
Issue of new shares	20	1,910	-	-	-	1,910	-	1,910
Share-based payment transaction	24	-	1,815	-	-	1,815	-	1,815
Profit and total comprehensive income for the year		-	-	-	80,394	80,394	113	80,507
Dividend paid	8	-	-	-	(26,767)	(26,767)	-	(26,767)
<b>At 31 December 2024/ 1 January 2025</b>		261,490	4,850	(56,358)	191,196	401,178	291	401,469
Issue of new shares	20	6,615	-	-	-	6,615	899	7,514
Share-based payment transaction	24	-	2,569	-	-	2,569	-	2,569
Profit and total comprehensive income for the year		-	-	-	93,395	93,395	4,964	98,359
Dividend paid	8	-	-	-	(6,189)	(6,189)	-	(6,189)
<b>At 31 December 2025</b>		268,105	7,419	(56,358)	278,402	497,568	6,154	503,722

## STATEMENTS OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2025  
(cont'd)

	← Attributable to owners of the Company →				
	Note	← Non-distributable →		Distributable	Total RM'000
		Share capital RM'000	Share option reserve RM'000	Retained earnings RM'000	
<b>Company</b>					
<b>At 1 January 2024</b>		259,580	3,035	72,102	334,717
Issue of new shares	20	1,910	-	-	1,910
Share-based payment transaction	24	-	1,815	-	1,815
Profit and total comprehensive income for the financial year		-	-	45,822	45,822
Dividend paid	8	-	-	(26,767)	(26,767)
<b>At 31 December 2024/1 January 2025</b>		261,490	4,850	91,157	357,497
Issue of new shares	20	6,615	-	-	6,615
Share-based payment transaction	24	-	2,569	-	2,569
Profit and total comprehensive income for the financial year		-	-	45,796	45,796
Dividend paid	8	-	-	(6,189)	(6,189)
<b>At 31 December 2025</b>		268,105	7,419	130,764	406,288

## STATEMENTS OF CASH FLOWS

### FOR THE YEAR ENDED 31 DECEMBER 2025

	Note	Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>Cash flows from operating activities</b>					
Profit before tax		132,058	107,207	61,317	60,526
<i>Adjustments for:</i>					
Share based payment	5	2,569	1,815	2,569	1,815
Depreciation of property, plant and equipment	10	17,095	14,800	4,120	4,035
Depreciation of right-of-use assets	11	1,622	1,073	955	22,777
Amortisation of intangible assets	12	2,555	2,075	5	6
(Gain)/Loss on lease remeasurement		(85)	55	(4,665)	56
Gain on disposal of property, plant and equipment		-	(90)	-	-
Finance income	3	(3,556)	(6,086)	(3,118)	(5,601)
Finance costs	4	2,036	3,012	250	4,172
Net loss/(reversal) on impairment of financial instruments and contract assets	5	170	38	169	(10)
Unrealised foreign exchange (gain)/loss	5	(192)	(97)	(67)	26
<b>Operating profit before changes in working capital</b>					
		154,272	123,802	61,535	87,802
Inventories		(747)	(1,876)	834	(2,464)
Trade and other receivables		6,647	(47,152)	(34,964)	(77,453)
Prepayments and other assets		(12,804)	(9,882)	140	73
Trade and other payables		5,383	24,452	(5,443)	12,261
Contract costs		(7,510)	(3,423)	(6,431)	(2,547)
Contract assets		(25,783)	(15,742)	212	3,594
Contract liabilities		36	-	-	-
<b>Cash generated from operations</b>					
		119,494	70,179	15,883	21,266
Interest received		1,244	3,155	806	2,670
Tax refunded		720	-	720	-
Tax paid		(29,736)	(25,006)	(15,633)	(13,846)
<b>Net cash from operating activities</b>					
		91,722	48,328	1,776	10,090

## STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2025  
(cont'd)

	Note	Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>Cash flows from investing activities</b>					
Acquisition of property, plant and equipment	(i)	(110,929)	(51,346)	(49,226)	(1,600)
Acquisition of intangible assets	12	(10,825)	(11,581)	(4,709)	(9,561)
Interest received from money market		2,312	2,931	2,312	2,931
Increase in investments in subsidiaries		-	-	(2,100)	(2,001)
Increase in investments in associate		(727)	-	(727)	-
Proceeds from disposal of property, plant and equipment		407	90	-	-
Change in pledged deposits		(3,958)	(581)	(3,032)	(400)
<b>Net cash used in investing activities</b>		<b>(123,720)</b>	<b>(60,487)</b>	<b>(57,482)</b>	<b>(10,631)</b>
<b>Cash flows from financing activities</b>					
Proceeds from issuance of shares		7,514	1,910	6,615	1,910
Drawdown of loans and borrowings	(iii)	19,660	3,240	-	3,240
Repayment of loans and borrowings	(iii)	(20,564)	(19,331)	(230)	(140)
Payment of lease liabilities	(iii)	(1,577)	(1,079)	(922)	(22,166)
Repayment of hire purchase liabilities	(iii)	(727)	(433)	(185)	(194)
Dividends paid to owners of the Company	8	(6,189)	(26,767)	(6,189)	(26,767)
Interest paid		(2,036)	(3,012)	(250)	(4,172)
<b>Net cash used in financing activities</b>		<b>(3,919)</b>	<b>(45,472)</b>	<b>(1,161)</b>	<b>(48,289)</b>
<b>Net change in cash and cash equivalents</b>		<b>(35,917)</b>	<b>(57,631)</b>	<b>(56,867)</b>	<b>(48,830)</b>
Cash and cash equivalents at 1 January		154,859	212,490	141,802	190,632
<b>Cash and cash equivalents at 31 December</b>	19	<b>118,942</b>	<b>154,859</b>	<b>84,935</b>	<b>141,802</b>

## STATEMENTS OF CASH FLOWS

### FOR THE YEAR ENDED 31 DECEMBER 2025

(cont'd)

#### (i) Acquisition of property, plant and equipment

During the financial year, the Group and the Company acquired property, plant and equipment as follows:

	Note	Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Paid in cash		110,929	51,346	49,226	1,600
Borrowing cost capitalised at 4.68% - 4.97% per annum		90	-	-	-
In the form of hire purchase		1,685	1,398	-	-
	10	112,704	52,744	49,226	1,600

#### (ii) Cash outflows for leases as a lessee

	Note	Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>Included in net cash from operating activities:</b>					
Payment relating to leases of low-value assets	5	16	48	20	35
<b>Included in net cash from financing activities:</b>					
Payment of lease liabilities		1,577	1,079	922	22,166
Interest paid in relation to lease liabilities	4	249	218	169	4,108
<b>Total cash outflows for leases</b>		<b>1,842</b>	<b>1,345</b>	<b>1,111</b>	<b>26,309</b>

## STATEMENTS OF CASH FLOWS

### FOR THE YEAR ENDED 31 DECEMBER 2025

(cont'd)

#### (iii) Reconciliation of movement of liabilities to cash flows arising from financing activities

	Term loans RM'000	Hire purchase liabilities RM'000	Lease liabilities RM'000	Total RM'000
<b>Group</b>				
At 1 January 2024	56,243	893	3,818	60,954
Net changes from financing cash flows	(16,091)	(433)	(1,079)	(17,603)
Interest paid	(2,712)	(68)	(218)	(2,998)
Interest charged	2,712	68	218	2,998
Addition	-	1,398	825	2,223
Derecognition	-	-	(267)	(267)
At 31 December 2024/1 January 2025	40,152	1,858	3,297	45,307
Net changes from financing cash flows	(904)	(727)	(1,577)	(3,208)
Interest paid	(1,672)	(115)	(249)	(2,036)
Interest charged	1,672	115	249	2,036
Borrowing cost capitalised	90	-	-	90
Addition	-	1,685	3,416	5,101
Derecognition	-	-	(974)	(974)
At 31 December 2025	39,338	2,816	4,162	46,316
<b>Company</b>				
At 1 January 2024	-	595	96,798	97,393
Net changes from financing cash flows	3,100	(194)	(22,166)	(19,260)
Interest paid	(28)	(23)	(4,108)	(4,159)
Interest charged	28	23	4,108	4,159
Addition	-	-	250	250
Derecognition	-	-	(266)	(266)
At 31 December 2024/1 January 2025	3,100	401	74,616	78,117
Net changes from financing cash flows	(230)	(185)	(922)	(1,337)
Interest paid	(53)	(13)	(169)	(235)
Interest charged	53	13	169	235
Addition	-	-	2,005	2,005
Derecognition	-	-	(73,292)	(73,292)
At 31 December 2025	2,870	216	2,407	5,493

# NOTES TO THE FINANCIAL STATEMENTS

ITMAX System Berhad is a public limited liability company, incorporated and domiciled in Malaysia and is listed on the Main Market of Bursa Malaysia Securities Berhad. The addresses of the principal place of business and registered office of the Company are as follows:

## Principal place of business

No. 30-G & 30-3, Jalan Radin Bagus 3  
Seri Petaling  
57000 Kuala Lumpur

## Registered office

Office Suite No. 603 Block C  
Pusat Dagangan Phileo Damansara 1  
No. 9, Jalan 16/11, Off Jalan Damansara  
46350 Petaling Jaya, Selangor

The consolidated financial statements of the Company as at and for the financial year ended 31 December 2025 comprised the Company and its subsidiaries (together referred to as the “Group” and individually referred to as “Group entities”).

The Company is principally engaged in the business of supply and installation and provision of public space networked systems and investment holding. There has been no significant change in the nature of these activities during the financial year.

The holding company during the financial year was Sena Holdings Sdn Bhd, a company incorporated in Malaysia.

These financial statements were authorised for issue by the Board of Directors on 20 April 2026.

## 1. BASIS OF PREPARATION

### (a) Statement of compliance

The financial statements of the Group and the Company have been prepared in accordance with MFRS Accounting Standards as issued by the Malaysian Accounting Standards Board (“MFRS Accounting Standards”), IFRS Accounting Standards as issued by the International Accounting Standards Board (“IFRS Accounting Standards”) and the requirements of the Companies Act 2016 in Malaysia.

The following are accounting standards, interpretations and amendments of the MFRS Accounting Standards that have been issued by the Malaysian Accounting Standards Board (“MASB”) but have not been adopted by the Group and the Company:

#### ***MFRS Accounting Standards, interpretations and amendments effective for annual periods beginning on or after 1 January 2026***

- Amendments to MFRS 9, *Financial Instruments* and MFRS 7, *Financial Instruments: Disclosures – Classification and Measurement of Financial Instruments*
- Amendments that are part of Annual Improvements – Volume 11:
  - Amendments to MFRS 1, *First-time Adoption of Malaysian Financial Reporting Standards*
  - Amendments to MFRS 7, *Financial Instruments: Disclosures*
  - Amendments to MFRS 9, *Financial Instruments*
  - Amendments to MFRS 10, *Consolidated Financial Statements*
  - Amendments to MFRS 107, *Statement of Cash Flows*
- Amendments to MFRS 9, *Financial Instruments* and MFRS 7, *Financial Instruments: Disclosures – Contracts Referencing Nature-dependent Electricity*

#### ***MFRS Accounting Standards, interpretations and amendments effective for annual periods beginning on or after 1 January 2027***

- MFRS 18, *Presentation and Disclosure in Financial Statements*
- MFRS 19, *Subsidiaries without Public Accountability: Disclosures*
- Amendments to MFRS 121, *The Effects of Changes in Foreign Exchange Rates – Translation to a Hyperinflationary Presentation Currency*

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 1. BASIS OF PREPARATION *cont'd*

### (a) Statement of compliance *cont'd*

#### ***MFRS Accounting Standards, interpretations and amendments effective for annual periods beginning on or after a date yet to be confirmed***

- Amendments to MFRS 10, *Consolidated Financial Statements* and MFRS 128, *Investments in Associates and Joint Ventures – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

The Group and the Company plan to apply the abovementioned accounting standards, interpretations and amendments:

- from the annual period beginning on 1 January 2026 for the amendments that are effective for annual periods beginning on or after 1 January 2026.
- from the annual period beginning on 1 January 2027 for the accounting standards and amendments that are effective for annual periods beginning on or after 1 January 2027.

The initial application of the accounting standards, interpretations or amendments is not expected to have any material financial impact to the current period and prior period financial statements of the Group and the Company.

### (b) Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis except for share-based payments arrangement as disclosed in Note 24.

### (c) Functional and presentation currencies

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

### (d) Use of estimates and judgements

The preparation of the financial statements in conformity with MFRS Accounting Standards requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

There are no significant areas of estimation uncertainty and critical judgements in applying accounting policies that have significant effect on the amounts recognised in the financial statements other than those disclosed in the following notes:

- Note 11 – Extension options and incremental borrowing rate in relation to leases
- Note 14 – Consideration estimated for work completed on service contract in relation to contract assets
- Note 24 – Share-based payments arrangement
- Note 25.4 – Measurement of expected credit loss (“ECL”)

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 2. REVENUE

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>Revenue from contracts with customers</b>				
- Digital infrastructure solutions	172,557	99,934	87,834	81,241
- Supply, installation and maintenance services	71,450	116,926	44,109	43,392
- Trading revenue	733	473	179	-
Lease revenue				
- Telecommunication and network infrastructure services	2,229	2,899	2,229	2,899
	246,969	220,232	134,351	127,532
<b>Timing and recognition</b>				
- At a point in time	733	473	179	-
- Over-time	244,007	216,860	131,943	124,633
- Non-MFRS 15	2,229	2,899	2,229	2,899
	246,969	220,232	134,351	127,532

### 2.1 Nature of goods and services

The following information reflects the typical transactions of the Group:

Types of revenue	Digital infrastructure solutions	Supply, installation and maintenance services	Trading revenue
<b>Description of type of revenue</b>	Video surveillance, and analytics services and subscription services. Smart parking services.	Supply, installation and maintenance services.	Trading sale of goods.
<b>Timing of recognition or method used to recognise revenue</b>	Revenue is recognised over-time using the output method based on services provided.	Revenue is recognised over-time using output method based on supply, installation and maintenance work completed.	Revenue is recognised at point in time when the goods are delivered and accepted by the customers.
<b>Significant payment terms</b>	Credit period of 30 days from invoice date. Not applicable for smart parking services	Credit period of 30 - 60 days from invoice date.	Credit period of 30 days from invoice date.
<b>Variable element in consideration</b>	Progress claims for video surveillance and analytics services and subscription services are subject to monthly efficiency rate based on the effectiveness of services. Not applicable for smart parking services.	There would be penalty charges where the goods or services are delivered late.	Not applicable.
<b>Obligation for returns or refunds</b>	Not applicable.	Not applicable.	The Company allows returns only for exchange with new goods if the goods delivered are faulty.
<b>Warranty</b>	Defect liability period of 1 to 2 years is given to the customers Not applicable for smart parking services.	Defect liability period of 1 to 2 years is given to the customers.	Not applicable.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 2. REVENUE *cont'd*

### 2.2 Transaction price allocated to the remaining performance obligations

The following table shows revenue from performance obligations that are unsatisfied (or partially unsatisfied) at the reporting date.

	<b>Group</b>	<b>Company</b>
	<b>2026-2039</b>	<b>2026-2039</b>
	<b>RM'000</b>	<b>RM'000</b>
<b>2025</b>		
Digital infrastructure solutions	1,473,911	937,749
Supply, installation and maintenance services	72,407	59,182
	<b>1,546,318</b>	<b>996,931</b>
	<b>2025-2039</b>	<b>2025-2039</b>
	<b>RM'000</b>	<b>RM'000</b>
<b>2024</b>		
Digital infrastructure solutions	1,334,176	934,508
Supply, installation and maintenance services	85,001	59,744
	<b>1,419,177</b>	<b>994,252</b>

### 2.3 Material accounting policy information

#### Revenue from contracts with customers

Revenue is measured based on the consideration specified in a contract with a customer in exchange for transferring goods or services to a customer, excluding amounts collected on behalf of third parties. The Group or the Company recognises revenue when (or as) it transfers control over a product or service to customer. An asset is transferred when (or as) the customer obtains control of the asset.

The Group or the Company transfers control of a good or service at a point in time unless one of the following overtime criteria is met:

- the customer simultaneously receives and consumes the benefits provided as the Group or the Company performs;
- the Group's or the Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- the Group's or the Company's performance does not create an asset with an alternative use and the Group or the Company has an enforceable right to payment for performance completed to date.

## 3. FINANCE INCOME

	<b>Group</b>		<b>Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
Interest income of financial assets calculated using effective interest rate method that are:				
- at amortised cost	1,244	3,155	806	2,670
- at fair value	2,312	2,931	2,312	2,931
	<b>3,556</b>	<b>6,086</b>	<b>3,118</b>	<b>5,601</b>

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 4. FINANCE COSTS

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Interest expense on lease liabilities	249	218	169	4,108
Other finance costs	1,787	2,794	81	64
	2,036	3,012	250	4,172
Recognised in profit or loss	2,036	3,012	250	4,172

## 5. PROFIT BEFORE TAX

	Note	Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>Profit before tax is arrived at after charging/(crediting):</b>					
<b>Auditors' remunerations</b>					
Audit fees:					
- KPMG PLT		403	353	201	185
Non-audit fees:					
- KPMG PLT		52	52	52	52
- Local affiliates of KPMG PLT		-	233	-	233
<b>Material expenses/(income)</b>					
Depreciation of property, plant and equipment	10	17,095	14,800	4,120	4,035
Depreciation of right-of-use assets	11	1,622	1,073	955	22,777
Amortisation of intangible assets	12	2,555	2,075	5	6
Personnel expenses (including key management personnel):					
- Contributions to state plans		2,567	1,574	734	961
- Wages, salaries and others		27,090	18,238	9,171	10,520
- Share based payments		2,569	1,815	2,569	1,815
Realised foreign exchange (gain)/loss		(624)	(122)	(547)	161
Unrealised foreign exchange (gain)/loss		(192)	(97)	(67)	26
<b>Expenses arising from leases</b>					
Expenses relating to leases of low-value assets	5.1	16	48	20	35
<b>Net loss/(reversal) on impairment of financial instruments and contract assets</b>					
Financial assets at amortised cost		170	38	169	(10)

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 5. PROFIT BEFORE TAX *cont'd*

5.1 The Group and the Company lease office equipment with contract terms of 1 to 5 years. These leases are leases of low-value assets. The Group and the Company have elected not to recognise the right-of-use assets and lease liabilities for these leases.

## 6. TAX EXPENSE

### Recognised in profit or loss

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>Income tax</b>				
- Current year	32,077	23,675	12,914	13,338
- Under provision in prior year	1,436	757	1,161	882
	33,513	24,432	14,075	14,220
<b>Deferred tax</b>				
- Origination of temporary differences	143	1,999	1,348	484
- Under provision in prior year	43	269	98	-
	186	2,268	1,446	484
	33,699	26,700	15,521	14,704
<b>Reconciliation of tax expense</b>				
Profit before tax	132,058	107,207	61,317	60,526
Income tax calculated using Malaysian tax rate of 24% (2024: 24%)	31,694	25,730	14,716	14,526
Non-deductible expenses	861	1,154	14	506
Effect of deferred tax assets not recognised	133	-	-	-
Tax exempt income	(468)	(1,210)	(468)	(1,210)
Under provision of income tax in prior years	1,436	757	1,161	882
Under provision of deferred tax in prior years	43	269	98	-
	33,699	26,700	15,521	14,704

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 7. EARNINGS PER ORDINARY SHARE

### Basic earnings per ordinary share

The calculation of earnings per ordinary share was based on the profit attributable to ordinary shareholders and a weighted average number of ordinary shares outstanding, calculated as follows:

	Group	
	2025	2024
	RM'000	RM'000
Profit for the year attributable to owners of the Company	93,395	80,394
Weighted average number of ordinary shares at 31 December (including invested equity)	1,031,935	1,029,339
Basic earnings per share (Sen)	9.05	7.81

### Diluted earnings per ordinary share

The calculation of diluted earnings per ordinary share was based on profit attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding after adjustment for the effects of all dilutive potential ordinary shares, calculated as follows:

	Group	
	2025	2024
Weighted average number of ordinary shares at 31 December (basic)	1,031,935	1,029,339
Effect of share options on issue	24,980	28,653
Weighted average number of ordinary shares at 31 December (diluted)	1,056,915	1,057,992
Profit attributable to ordinary shareholders (diluted)	8.83	7.59

## 8. DIVIDENDS

Dividends recognised and to be recognised by the Group:

	Sen per share	Total amount RM'000	Date of payment
<b>2026</b>			
Interim 2025 ordinary dividend*	2.3	23,824	27 March 2026
<b>2025</b>			
Interim 2024 ordinary dividend#	0.6	6,189	25 March 2025
<b>2024</b>			
Interim 2023 ordinary dividend	1.2	12,349	25 March 2024
Interim 2024 ordinary dividend	1.4	14,418	24 December 2024
		26,767	

# was accounted for in the financial year ended 31 December 2025.

\* will be accounted for in the financial year ending 31 December 2026.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 9. OPERATING SEGMENTS

Operating segments are components in which separate financial information is available that is evaluated by the Managing Director and Chief Executive Office in deciding how to allocate resources and in assessing performance of the Group. As the businesses within the Group are inter-related, the Group considers itself to be operating in a single segment.

All the Group's operations and its revenue are carried out and derived in Malaysia.

Performance is measured based on revenue derived from the various services sold and consolidated profit before income tax of the Group as included in the internal management reports that are reviewed by the Managing Director and Chief Executive Office. The Group's segment assets and liabilities, as disclosed in the Group's statement of financial position (as represented by total assets and liabilities), is also reviewed by the Managing Director and Chief Executive Office. Segment capital expenditure is the total cost incurred during the year to acquire property, plant and equipment, intangible assets and right-of-use assets.

### Segment profit

	2025 RM'000	2024 RM'000
<b>Revenue from contracts with customers</b>		
- Digital infrastructure solutions	172,557	99,934
- Supply, installation and maintenance services	71,450	116,926
- Trading revenue	733	473
<b>Lease revenue</b>		
- Telecommunication and network infrastructure services	2,229	2,899
	<b>246,969</b>	<b>220,232</b>
Included in the measurement of segment profit are:		
Finance income	3,556	6,086
Finance costs	(2,036)	(3,012)
Depreciation of property, plant and equipment	(17,095)	(14,800)
Depreciation of right-of-use assets	(1,622)	(1,073)
Amortisation of intangible assets	(2,555)	(2,075)
Income tax expense	(33,699)	(26,700)
Net loss on impairment of financial instruments and contract assets	(170)	(38)

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 9. OPERATING SEGMENTS *cont'd*

### Major customers

The following are major customers with revenue equal or more than 10% of the Group's total revenue:

	Revenue	
	2025	2024
	RM'000	RM'000
Customer A	127,440	130,527
Customer B	14,871	42,101

### Segment capital expenditure

Segment capital expenditure is the total cost incurred during the financial year to acquire property, plant and equipment, right-of-use assets and intangible assets.

	2025	2024
	RM'000	RM'000
Total additions to property, plant and equipment	112,704	52,744
Total additions to right-of-use assets	3,416	825
Total additions to intangible assets	10,825	11,581
	126,945	65,150

## NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 10. PROPERTY, PLANT AND EQUIPMENT

Group	Land and building RM'000	Telecommu- nication towers RM'000	Network equipment RM'000	Plant and equipment RM'000	Furniture, fixtures and fittings RM'000	Motor vehicles RM'000	Renovation RM'000	Asset under construction RM'000	Total RM'000
<b>Cost</b>									
At 1 January 2024	4,309	3,436	135,646	5,146	401	2,974	764	9,242	161,918
Additions	-	1,023	1,567	5,320	110	2,226	404	42,094	52,744
Disposal	-	-	-	-	-	(346)	-	-	(346)
Transfer	-	-	13,211	-	-	-	-	(13,211)	-
At 31 December 2024/ 1 January 2025	4,309	4,459	150,424	10,466	511	4,854	1,168	38,125	214,316
Additions	-	261	3	2,813	396	2,708	739	105,784	112,704
Disposal	-	-	-	(423)	-	-	-	-	(423)
Transfer to intangible assets	-	-	18,021	(477)	-	-	-	(18,021)	(477)
Written off	-	-	(1,595)	(253)	(32)	-	(67)	-	(1,947)
At 31 December 2025	4,309	4,720	166,853	12,126	875	7,562	1,840	125,888	324,173
<b>Accumulated depreciation</b>									
At 1 January 2024	-	379	24,196	1,041	136	2,036	236	-	28,024
Depreciation for the year	29	208	12,033	1,703	84	573	170	-	14,800
Disposal	-	-	-	-	-	(346)	-	-	(346)
At 31 December 2024/ 1 January 2025	29	587	36,229	2,744	220	2,263	406	-	42,478
Depreciation for the year	31	238	13,261	2,093	124	1,055	293	-	17,095
Disposal	-	-	-	(16)	-	-	-	-	(16)
Transfer to intangible assets	-	-	-	(29)	-	-	-	-	(29)
Written off	-	-	(1,595)	(253)	(32)	-	(67)	-	(1,947)
At 31 December 2025	60	825	47,895	4,539	312	3,318	632	-	57,581
<b>Carrying amounts</b>									
At 1 January 2024	4,309	3,057	111,450	4,105	265	938	528	9,242	133,894
At 31 December 2024/ 1 January 2025	4,280	3,872	114,195	7,722	291	2,591	762	38,125	171,838
At 31 December 2025	4,249	3,895	118,958	7,587	563	4,244	1,208	125,888	266,592

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 10. PROPERTY, PLANT AND EQUIPMENT *cont'd*

Company	Land and building RM'000	Telecommu- nication towers RM'000	Network equipment RM'000	Plant and equipment RM'000	Furniture, fixtures and fittings RM'000	Motor vehicles RM'000	Renovation RM'000	Asset under construction RM'000	Total RM'000
<b>Cost</b>									
At 1 January 2024	4,309	3,435	54,022	1,100	272	1,529	556	-	65,223
Additions	-	1,023	-	499	27	-	51	-	1,600
At 31 December 2024/ 1 January 2025	4,309	4,458	54,022	1,599	299	1,529	607	-	66,823
Additions	-	261	-	372	44	-	26	48,523	49,226
At 31 December 2025	4,309	4,719	54,022	1,971	343	1,529	633	48,523	116,049
<b>Accumulated depreciation</b>									
At 1 January 2024	-	377	6,132	337	84	915	141	-	7,986
Depreciation for the year	29	209	3,187	222	56	217	115	-	4,035
At 31 December 2024/ 1 January 2025	29	586	9,319	559	140	1,132	256	-	12,021
Depreciation for the year	31	238	3,187	283	57	201	123	-	4,120
At 31 December 2025	60	824	12,506	842	197	1,333	379	-	16,141
<b>Carrying amounts</b>									
At 1 January 2024	4,309	3,058	47,890	763	188	614	415	-	57,237
At 31 December 2024/ 1 January 2025	4,280	3,872	44,703	1,040	159	397	351	-	54,802
At 31 December 2025	4,249	3,895	41,516	1,129	146	196	254	48,523	99,908

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 10. PROPERTY, PLANT AND EQUIPMENT *cont'd*

### 10.1 Telecommunication towers subject to operating lease

At current and previous financial year end, the entire telecommunication towers are subject to operating lease.

The Group and Company lease their telecommunication towers to third parties. The leases are for a period of up to 10 years. Subsequent renewals are negotiated with the lessees.

The following are recognised in profit or loss:

Group and Company	2025	2024
	RM'000	RM'000
Lease revenue	2,229	2,899

The operating lease payments to be received are as follows:

	2025	2024
	RM'000	RM'000
Less than one year	2,229	2,899
One to two years	4,422	3,744
Two to three years	3,854	3,463
Four to five years	1,708	2,967
Five years and above	67	1,148
Total undiscounted lease payments	12,280	14,221

### 10.2 Asset under construction

As at the end of reporting period, included in the asset under construction of the Group were network equipment that is under construction and not available for use.

### 10.3 Material accounting policy information

#### Recognition and measurement

Asset under construction is stated at cost. Other items of property, plant and equipment are measured at cost less any accumulated depreciation and any accumulated impairment losses.

#### Depreciation

Depreciation is recognised in profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment from the date that they are available for use. Freehold land is not depreciated. Property, plant and equipment under construction are not depreciated until the assets are ready for their intended use.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 10. PROPERTY, PLANT AND EQUIPMENT *cont'd*

### 10.3 Material accounting policy information *cont'd*

#### Depreciation *cont'd*

The estimated useful lives for the current and comparative periods are as follows:

- Land and building 50 years
- Telecommunication towers 20 years
- Network equipment 10 - 20 years
- Plant and equipment 5 years
- Furnitures, fixtures and fittings 5 years
- Motor vehicles 5 years
- Renovation 5 years

## 11. RIGHT-OF-USE ASSETS

Group	Land RM'000	Buildings RM'000	Network equipment RM'000	Total RM'000
At January 2024	1,521	2,175	-	3,696
Additions	194	631	-	825
Depreciation	(228)	(845)	-	(1,073)
Derecognition	(322)	-	-	(322)
At 31 December 2024/1 January 2025	1,165	1,961	-	3,126
Additions	500	2,916	-	3,416
Depreciation	(231)	(1,391)	-	(1,622)
Derecognition	(413)	(476)	-	(889)
At 31 December 2025	1,021	3,010	-	4,031
<b>Company</b>				
At January 2024	1,520	1,444	89,780	92,744
Additions	194	56	-	250
Depreciation	(227)	(529)	(22,021)	(22,777)
Derecognition	(322)	-	-	(322)
At 31 December 2024/1 January 2025	1,165	971	67,759	69,895
Additions	500	1,505	-	2,005
Depreciation	(231)	(724)	-	(955)
Derecognition	(412)	(456)	(67,759)	(68,627)
At 31 December 2025	1,022	1,296	-	2,318

The Group leases a number of leasehold land, office buildings and network equipment that run between 1 year and 7 years, with an option to renew the lease after that date.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 11. RIGHT-OF-USE ASSETS *cont'd*

### 11.1 Extension options

Some leases of leasehold land, office buildings and network equipment contain extension options exercisable by the Group up to one year before the end of the non-cancellable contract period. Where practicable, the Group seeks to include all extension options in new leases to provide operational flexibility. The extension options held are exercisable only by the Group and not by the lessors. The Group assesses at lease commencement whether it is reasonably certain to exercise the extension options. All extension options have been accounted in the recognition of lease liabilities. The Group reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant change in circumstances within its control.

### 11.2 Significant judgements and assumptions in relation to lease

The Group assesses at lease commencement by applying significant judgement whether it is reasonably certain to exercise the extension options. Group entities considers all facts and circumstances including their past practice and any cost that will be incurred to change the asset if an option to extend is not taken, to help them determine the lease term.

The Group also applied judgement and assumptions in determining the incremental borrowing rate of the respective leases. Group entities first determined the closest available borrowing rates before using significant judgement to determine the adjustments required to reflect the term, security, value or economic environment of the respective leases.

## 12. INTANGIBLE ASSETS

Group	Licenses RM'000	Development cost RM'000	Total RM'000
<b>Cost</b>			
At 1 January 2024	148	9,723	9,871
Additions	-	11,581	11,581
At 31 December 2024/1 January 2025	148	21,304	21,452
Additions	-	10,825	10,825
Transfer from property, plant and equipment	-	477	477
At 31 December 2025	148	32,606	32,754
<b>Amortisation</b>			
At 1 January 2024	133	5,317	5,450
Amortisation for the year	6	2,069	2,075
At 31 December 2024/1 January 2025	139	7,386	7,525
Amortisation for the year	4	2,551	2,555
Transfer from property, plant and equipment	-	29	29
At 31 December 2025	143	9,966	10,109
<b>Carrying amounts</b>			
At 1 January 2024	15	4,406	4,421
At 31 December 2024/1 January 2025	9	13,918	13,927
At 31 December 2025	5	22,640	22,645

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 12. INTANGIBLE ASSETS *cont'd*

Company	Licenses RM'000	Development cost RM'000	Total RM'000
<b>Cost</b>			
At 1 January 2024	148	-	148
Additions	-	9,561	9,561
At 31 December 2024/1 January 2025	148	9,561	9,709
Additions	-	4,709	4,709
At 31 December 2025	148	14,270	14,418
<b>Amortisation</b>			
At 1 January 2024	133	-	133
Amortisation for the year	6	-	6
At 31 December 2024/1 January 2025	139	-	139
Amortisation for the year	5	-	5
At 31 December 2025	144	-	144
<b>Carrying amounts</b>			
At 1 January 2024	15	-	15
At 31 December 2024/1 January 2025	9	9,561	9,570
At 31 December 2025	4	14,270	14,274

### 12.1 Material accounting policy information

Intangible assets are amortised from the date that they are available for use. Amortisation is based on the cost of an asset less its residual value. Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of intangible assets.

The estimated useful lives for the current and comparative periods are as follows:

- Licenses 5 years
- Development costs 6 years

Amortisation methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted, if appropriate.

The amortisation is recognised as cost of sales in the profit or loss.

## 13. INVESTMENTS IN SUBSIDIARIES AND ASSOCIATE

### Investment in subsidiaries

	Company	
	2025 RM'000	2024 RM'000
Cost of investment in subsidiaries	64,046	61,946

## NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

### 13. INVESTMENTS IN SUBSIDIARIES AND ASSOCIATE *cont'd*

#### Investment in subsidiaries *cont'd*

Details of the subsidiary are as follows:

Name of entity	Principal place of business/ Country of incorporation	Principal activities	Effective ownership interest and voting interest	
			2025 %	2024 %
Sena Traffic Systems Sdn Bhd	Malaysia	R&D of systems and application software, design and assembly of controllers, supply and installation of networked traffic management system, and providing leased and managed services of video surveillance and analytics systems.	100	100
Southmax Sdn Bhd	Malaysia	Supply and installation and provision of public space networked systems and operation of parking facilities for motor vehicles.	65	65
ITMAX Solutions Sdn Bhd	Malaysia	Supply and installation and provision of public space networked systems.	100	100
ITMAX Digital Sdn Bhd	Malaysia	Provision of green and sustainable technology solutions.	100	100
Epeteknik Sdn Bhd	Malaysia	Trading and fabrication of information technology products and services.	100	100
ITMAX Tech Solutions Sdn Bhd	Malaysia	Software development and software integration.	100	100
Enforcemax Sdn Bhd	Malaysia	Development and integration of parking and enforcement software, parking and enforcement application, and parking and enforcement solutions.	70	70
Emax Health Sdn Bhd	Malaysia	Development and integration of medical software, medical application and medical solutions.	78	78
Selmax Sdn Bhd	Malaysia	Supply and installation and provision of public space networked systems and operation of parking facilities for motor vehicles.	70	-

All subsidiaries above are audited by KPMG PLT Malaysia.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 13. INVESTMENTS IN SUBSIDIARIES AND ASSOCIATE *cont'd*

### Investment in subsidiaries *cont'd*

#### Non-controlling interest in subsidiaries

The subsidiary that have material non-controlling interests ("NCI") is as per below:-

	Southmax Sdn Bhd	
	2025	2024
	RM'000	RM'000
NCI percentage of ownership interest and voting interest	35%	35%
Carrying amount of NCI	3,451	178
Profit/(Loss) allocated to NCI	3,273	115

#### Summarised financial information before intra-group elimination

	Southmax Sdn Bhd	
	2025	2024
	RM'000	RM'000
<b>Statement of financial position</b>		
Total assets	32,442	11,054
Total liabilities	(22,354)	(10,318)
Net assets	10,088	736
<b>Statement of profit or loss and other comprehensive income for the year</b>		
Profit for the year	9,351	328
<b>Statement of cash flows for the financial year ended</b>		
Net cash flow generated from operating, investing and financing activities	4,408	2,137

#### Basis of consolidation

##### Subsidiaries

Subsidiaries are entities, including structured entities, controlled by the Company. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

The Group controls an entity when it is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Potential voting rights are considered when assessing control only when such rights are substantive. The Group also considers it has de facto power over an investee when, despite not having the majority of voting rights, it has the current ability to direct the activities of the investee that significantly affect the investee's return.

Investments in subsidiaries are measured in the Company's statement of financial position at cost less any impairment losses, unless the investment is classified as held for sale or distribution. The cost of investment includes transaction costs.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 13. INVESTMENTS IN SUBSIDIARIES AND ASSOCIATE *cont'd*

### Investment in subsidiaries *cont'd*

#### Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.

#### Investment in associates

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Cost of investment in associate	727	-	727	-

Details of the associate are as follows (continued):

Name of entity	Principal place of business/ Country of incorporation	Principal activities	Effective ownership interest and voting interest	
			2025 %	2024 %
Mgmax Sdn Bhd	Malaysia	Provide technology-driven digital services, including financial technology solutions, platform development, system integration, analytics and related digital enablement services.	20	-

The financial statements of the associate are not audited by KPMG PLT Malaysia.

#### Investment in an associate

Associates are entities over which the Group has significant influence, but not control or joint control.

Investments in associates are accounted for using the equity method, where they are initially recognised at cost (including transaction costs) and subsequently adjusted for the Group's share of post-acquisition results and other comprehensive income. Distributions received reduce the carrying amount of the investment.

In the Company's statement of financial position, investments in associates are measured at cost less any impairment losses, unless classified as held for sale or distribution.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 14. CONTRACTS WITH CUSTOMERS

### 14.1 Contract assets/(liabilities)

	Group		Company	
	2025	2024	2025	2024
	RM'000	RM'000	RM'000	RM'000
<b>Non-current</b>				
Contract assets	-	19	-	19
<b>Current</b>				
Contract assets	64,106	38,304	11,840	12,033
	64,106	38,323	11,840	12,052
Contract liabilities	(58)	(22)	(22)	(22)

The contract assets relate to the Group's rights to consideration which are estimated for work completed on service contract, pending approval from customers, and not yet billed at the reporting date. Typically, the amount will be billed within 30 days and up to 2 years (2024: 30 days to 3 years) and payment is expected within 30 days. Contract asset are subject to impairment in accordance to MFRS 9, *Financial Instruments*.

The contract liabilities primarily relate to the advance consideration received from a customer for service contract, which revenue is recognised over-time. The contract liabilities are expected to be recognised as revenue over a period of 30 days.

Significant changes to contract assets and contract liabilities balances during the period are as follows:

	Group		Company	
	2025	2024	2025	2024
	RM'000	RM'000	RM'000	RM'000
Contract assets at beginning of the period transferred to trade receivables	38,304	22,504	12,033	15,569
Contract liabilities at beginning of the period recognised as revenue	22	22	22	22

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 14. CONTRACTS WITH CUSTOMERS *cont'd*

### 14.2 Contract costs

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>Non-current</b>				
Cost to fulfil a contract	779	660	-	-
<b>Current</b>				
Cost to fulfil a contract	11,241	3,850	9,938	3,507
	12,020	4,510	9,938	3,507

Cost to fulfil a contract comprises cost incurred on ongoing supply, installation and maintenance works which have yet to be fulfilled and claimed at the reporting date. Typically, the amounts will be claimed within 30 days to 90 days. Cost to fulfil a contract is amortised when the goods or services have been transferred to the customer according to contract terms and conditions.

### 14.3 Material accounting policy information

#### Contract assets

A contract asset is recognised when the Company's right to consideration is conditional on something other than the passage of time. A contract asset is subject to impairment in accordance to MFRS 9.

#### Contract liabilities

A contract liability is stated at cost and represents the obligation of the Group or the Company to transfer goods or services to a customer for which consideration has been received (or the amount is due) from the customers.

## 15. INVENTORIES

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Raw materials	18,376	17,523	3,908	4,742
Work-in-progress	354	1,357	-	-
Finished goods	1,856	959	-	-
	20,586	19,839	3,908	4,742
Less: Allowance for slow moving inventories	(152)	(152)	-	-
	20,434	19,687	3,908	4,742
Recognised in profit or loss:				
Inventories recognised as cost of sales	20,717	37,625	16,185	15,983

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 15. INVENTORIES *cont'd*

### 15.1 Material accounting policy information

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is calculated using the weighted average method, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. In the case of work-in-progress and finished goods, cost includes an appropriate share of production overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

## 16. TRADE AND OTHER RECEIVABLES

	Note	Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>Non-current</b>					
<b>Non-trade</b>					
Deposit		194	-	-	-
<b>Current</b>					
<b>Trade</b>					
Trade receivables from contracts with customers	16.1	35,391	23,485	15,740	4,691
Less: Impairment loss		(1,573)	(1,403)	(1,023)	(854)
		33,818	22,082	14,717	3,837
Amounts due from related parties	16.2	8,833	21,224	-	-
Retention sum	16.3	10,026	9,550	7,802	7,383
		52,677	52,856	22,519	11,220
<b>Non-trade</b>					
Amounts due from related parties	16.4	1,699	-	98,363	65,899
Other receivables		941	2,673	411	2,413
Deposits		13,691	20,490	13,138	20,104
		16,331	23,163	111,912	88,416
		69,008	76,019	134,431	99,636

16.1 The trade receivables from contracts with customers of the Group and the Company are given a credit term of 30 to 60 days (2024: 30 to 60 days).

16.2 The trade amounts due from related parties, being companies in which certain Directors have substantial financial interest, are subject to normal trade terms.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 16. TRADE AND OTHER RECEIVABLES *cont'd*

### 16.3 Retention sums

Retention sums are due upon the expiry of the defect liability period stated in the respective construction contracts. The defect liability periods range from 12 to 24 months. Retention sums are expected to be collected as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Within one year	336	-	483	-
More than one year	9,690	9,550	7,319	7,383
	10,026	9,550	7,802	7,383

16.4 The non-trade amounts due from related parties, being companies in which certain Directors have substantial financial interest, are unsecured, interest free and repayable on demand.

## 17. PREPAYMENTS AND OTHER ASSETS

As at the end of reporting year, included in the prepayments and other assets of the Group and of the Company were advances paid to suppliers, amounting to RM24,034,000 (2024: RM11,343,000) and amounting to RM359,000 (2024: RM499,000) respectively.

## 18. FIXED DEPOSITS WITH LICENSED BANKS

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Fixed deposits with licensed banks	15,854	11,896	7,946	4,914

The fixed deposits with licensed banks of the Group and the Company are secured for credit facility provided to the Group and the Company (Note 21), and earn interest at rates of 1.60% to 2.75% (2024: 1.60% to 2.75%) per annum.

## 19. CASH AND CASH EQUIVALENTS

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Deposits with licensed banks	18	10,017	18	10,017
Cash and bank balances	60,763	55,993	26,756	42,936
Investment in money market fund	58,161	88,849	58,161	88,849
	118,942	154,859	84,935	141,802

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 20. CAPITAL AND RESERVES

### Share capital

	Group and Company			
	Number of shares	Amount	Number of shares	Amount
	2025 '000	2025 RM'000	2024 '000	2024 RM'000
Issued and fully paid shares with no par value classified as equity instruments:				
Ordinary shares				
At beginning of year	1,030,308	261,490	1,028,678	259,580
Issued for cash under ESOS	3,616	6,615	1,630	1,910
At end of year	1,033,924	268,105	1,030,308	261,490

### Ordinary shares

The holders of ordinary shares are entitled to receive dividends as declared from time to time, and are entitled to one vote per share at meetings of the Company.

### Share option reserve

The share option reserve comprises the cumulative value of the ESOS expenses as disclosed in Note 24 for share options granted.

### Merger reserve

Business combinations arising from transfers of interests in Sena Traffic Systems Sdn Bhd that are under the control of the shareholder that controls the Group are accounted for as if the acquisition had occurred at the beginning of the earliest comparative period presented. The assets and liabilities acquired are recognised at the carrying amounts recognised previously in the Group controlling shareholder's consolidated financial statements. The components of equity of Sena Traffic Systems Sdn Bhd are added to the same components within Group's equity and any resulting gain or loss is recognised as merger reserve.

The merger reserve comprises the difference between cost of investment recorded by the Company and the share capital of Sena Traffic Systems Sdn Bhd arising from the acquisition exercise.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 21. LOANS AND BORROWINGS

	Note	Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>Non-current</b>					
Secured					
- Term loan	21.1	8,603	19,580	2,714	2,937
- Hire purchase liabilities	21.1	2,045	1,352	88	216
		10,648	20,932	2,802	3,153
<b>Current</b>					
Secured					
- Term loan	21.1	30,735	20,572	156	163
- Hire purchase liabilities	21.1	771	506	128	185
		31,506	21,078	284	348
		42,154	42,010	3,086	3,501

21.1 The term loan and hire purchases liabilities are secured by:

- Guarantees executed by the Company.
- Fixed deposits with licensed banks (Note 18).

## 22. DEFERRED TAX ASSETS/(LIABILITIES)

### Recognised deferred tax assets/(liabilities)

Deferred tax assets and liabilities are attributable to the following:

Group	Assets		Liabilities		Net	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Property, plant and equipment	-	-	(13,494)	(11,852)	(13,494)	(11,852)
Right-of-use assets	-	-	(968)	(750)	(968)	(750)
Lease liabilities	999	791	-	-	999	791
Other items	2,007	637	-	-	2,007	637
Unabsorbed capital allowances	96	-	-	-	96	-
Tax assets/(liabilities)	3,102	1,428	(14,462)	(12,602)	(11,360)	(11,174)
Set-off of tax	(1,884)	(1,417)	1,884	1,417	-	-
Net tax assets/(liabilities)	1,218	11	(12,578)	(11,185)	(11,360)	(11,174)

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 22. DEFERRED TAX ASSETS/(LIABILITIES) *cont'd*

### Recognised deferred tax assets/(liabilities) *cont'd*

Company	Assets		Liabilities		Net	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Property, plant and equipment	-	-	(5,248)	(4,878)	(5,248)	(4,878)
Right-of-use assets	-	-	(556)	(16,775)	(556)	(16,775)
Lease liabilities	578	17,908	-	-	578	17,908
Other items	322	287	-	-	322	287
Tax assets/(liabilities)	900	18,195	(5,804)	(21,653)	(4,904)	(3,458)
Set-off of tax	(900)	(18,195)	900	18,195	-	-
Net tax assets/(liabilities)	-	-	(4,904)	(3,458)	(4,904)	(3,458)

### Movement in temporary differences during the year

	At 1 January 2024 RM'000	Recognised in profit or loss (Note 6) RM'000	At 31 December 2024/1 January 2025 RM'000	Recognised in profit or loss (Note 6) RM'000	At 31 December 2025 RM'000
<b>Group</b>					
Property, plant and equipment	(10,085)	(1,767)	(11,852)	(1,642)	(13,494)
Right-of-use assets	(887)	137	(750)	(218)	(968)
Lease liabilities	916	(125)	791	208	999
Other items	826	(189)	637	1,370	2,007
Unutilised tax losses	308	(308)	-	96	96
Unabsorbed capital allowances	16	(16)	-	-	-
	(8,906)	(2,268)	(11,174)	(186)	(11,360)
<b>Company</b>					
Property, plant and equipment	(4,312)	(566)	(4,878)	(370)	(5,248)
Right-of-use assets	(22,259)	5,484	(16,775)	16,219	(556)
Lease liabilities	23,232	(5,324)	17,908	(17,330)	578
Other items	365	(78)	287	35	322
	(2,974)	(484)	(3,458)	(1,446)	(4,904)

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 22. DEFERRED TAX ASSETS/(LIABILITIES) *cont'd*

Deferred tax assets have not been recognised in respect of the following items (stated at gross):

	2025 RM'000	2024 RM'000
<b>Group</b>		
Equipment	7	-
Other items	34	33
Unutilised tax losses (expiring in 2035)	541	-
Unabsorbed capital allowances	5	-
	587	33

The abovementioned deferred tax assets do not expire under the current tax legislation except for the unutilised tax losses. The unutilised tax losses expire according to the year of assessment disclosed above and any amount of tax losses which are not deducted at the end of those relevant years are mentioned shall be disregarded.

Deferred tax assets have not been recognised in respect of these items because it is not probable that sufficient future taxable profits will be available against which the Company can utilise the benefits therefrom.

## 23. TRADE AND OTHER PAYABLES

	Note	Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>Current</b>					
<b>Trade</b>					
Trade payables	23.1	38,691	41,526	12,941	15,522
Amounts due to related parties	23.2	339	41	2,951	6,516
Unearned revenue		5,147	-	-	-
Accrued expenses		1,110	-	-	-
		45,287	41,567	15,892	22,038
<b>Non-trade</b>					
Other payables		3,159	2,259	1,734	1,440
Amounts due to related parties	23.3	49	2	25	-
Accrued expenses		2,057	1,533	671	354
		5,265	3,794	2,430	1,794
		50,552	45,361	18,322	23,832

23.1 The trade payables of the Group and the Company have credit terms which range from 30 days to 90 days (2024: 30 days to 90 days).

23.2 The trade amounts due to related parties, being companies in which certain Directors have substantial financial interest, are subject to normal trade terms.

23.3 The non-trade amounts due to related parties are unsecured, interest free and repayable on demand.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 24. EMPLOYEE BENEFITS

### Share-based payments arrangement

#### Share option programme (equity settled)

On 6 December 2022, 3 November 2024 and 16 October 2025, the Group granted share options to all employees to purchase shares in the Company under the Employees Share Option Scheme approved by the Board of Directors of the Company on 30 June 2022. In accordance with the scheme, holders of vested options are entitled to purchase shares at the market price of the shares at the date of grant.

All options are to be settled by physical delivery of shares; the terms and conditions related to the grants of the share option programme are as follows:

Grant date	Number of options ('000)	Exercise price	Vesting conditions	Contractual life of options
13 December 2022	25,000	RM1.07	Options are vested over 4 years on condition that the employee remains employed by the Company and its subsidiaries	5 years
3 November 2024	6,418	RM3.17	Options are vested over 2 years on condition that the employee remains employed by the Company and its subsidiaries	2 years
16 October 2025	804	RM4.19	Options are vested over 2 years on condition that the employee remains employed by the Company and its subsidiaries	2 years

The number and exercise prices of share options under Grant 1 are as follows:

	2025		2024	
	Weighted average exercise price RM	Number of options ('000)	Weighted average exercise price RM	Number of options ('000)
<u>Grant 1</u>				
Outstanding at 1 January	1.07	22,327	1.07	24,047
Forfeited during the year	1.07	(28)	1.07	(170)
Exercised during the year	1.07	(2,309)	1.07	(1,550)
Outstanding at 31 December	1.07	19,990	1.07	22,327
Exercisable at 31 December	1.07	12,490	1.07	8,577

The options outstanding at 31 December 2025 have a weighted average exercise price of RM1.07 (2024: RM1.07) and contractual life of 2 years (2024: 3 years).

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 24. EMPLOYEE BENEFITS *cont'd*

### Share-based payments arrangement *cont'd*

#### Share option programme (equity settled) *cont'd*

The number and exercise prices of share options under Grant 2 are as follows:

	2025		2024	
	Weighted average exercise price RM	Number of options ('000)	Weighted average exercise price RM	Number of options ('000)
<u>Grant 2</u>				
Outstanding at 1 January	3.17	6,326	-	-
Granted during the year	3.17	-	3.17	6,418
Forfeited during the year	3.17	(29)	3.17	(13)
Exercised during the year	3.17	(1,307)	3.17	(79)
Outstanding at 31 December	3.17	4,990	3.17	6,326
Exercisable at 31 December	3.17	4,990	3.17	3,117

The options outstanding at 31 December 2025 have a weighted average exercise price of RM3.17 and contractual life of 1 year (2024: 2 years).

The number and exercise prices of share options under Grant 3 are as follows:

	2025	
	Weighted average exercise price RM	Number of options ('000)
<u>Grant 3</u>		
Outstanding at 1 January	-	-
Granted during the year	4.19	804
Outstanding at 31 December	4.19	804
Exercisable at 31 December	4.19	402

The options outstanding at 31 December 2025 have a weighted average exercise price of RM4.19 and contractual life of 2 year.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 24. EMPLOYEE BENEFITS *cont'd*

### Share-based payments arrangement *cont'd*

#### Share option programme (equity settled) *cont'd*

The fair value of services received in return for the options granted is based on the fair value of share options granted, measured using the black scholes model with the following inputs:

	Grant 3	Grant 2	Grant 1
<b>Fair value of share options and assumptions</b>			
Fair value at grant date (RM)	872,300	4,060,700	6,333,500
Weighted average share price	RM4.19	RM3.17	RM1.42
Exercise price/Share price at grant date	RM4.19	RM3.17	RM1.07
Expected weighted average volatility	31.80%	30.34%	31.41%
Expected weighted average option life	2 years	2 years	5 years
Expected dividends	1.36%	0.37%	0.90%
Risk-free interest rate (based on Malaysian government bonds)	3.90%	3.90%	3.90%
		<b>Group and Company</b>	
		<b>2025</b>	<b>2024</b>
		<b>RM'000</b>	<b>RM'000</b>
Recognised in profit or loss:			
Share options granted		2,569	1,815

### 24.1 Material accounting policy information

#### Share-based payment transaction

The grant date fair value of share-based payment granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The amount recognised as an expense is adjusted to reflect the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognised as an expense is based on the number of awards that meet the related service and non-market performance conditions at the vesting date.

For share-based payment awards with non-vesting conditions, the grant date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

The fair value of the employee share options is measured using a black scholes model. Measurement inputs include share price on measurement date, exercise price of the instrument, expected volatility (based on weighted average historic volatility adjusted for changes expected due to publicly available information), weighted average expected life of the instruments (based on historical experience and general option holder behaviour), expected dividends, and the risk-free interest rate (based on government bonds). Service and non-market performance conditions attached to the transactions are not taken into account in determining fair value.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 25. FINANCIAL INSTRUMENTS

### 25.1 Categories of financial instruments

The table below provides an analysis of financial instruments categorised as amortised cost (“AC”) and fair value through profit or loss (“FVTPL”) – designated upon initial recognition (“DUIR”).

Group	Carrying amount RM'000	AC RM'000	FVTPL- DUIR RM'000
<b>2025</b>			
<b>Financial assets</b>			
Trade and other receivables	69,202	69,202	-
Fixed deposits with licensed banks	15,854	15,854	-
Cash and cash equivalents	118,942	60,781	58,161
	203,998	145,837	58,161
<b>Financial liabilities</b>			
Loans and borrowings	42,154	42,154	-
Trade and other payables	50,552	50,552	-
	92,706	92,706	-
<b>2024</b>			
<b>Financial assets</b>			
Trade and other receivables	76,019	76,019	-
Fixed deposits with licensed banks	11,896	11,896	-
Cash and cash equivalents	154,859	66,010	88,849
	242,774	153,925	88,849
<b>Financial liabilities</b>			
Loans and borrowings	42,010	42,010	-
Trade and other payables	45,361	45,361	-
	87,371	87,371	-

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 25. FINANCIAL INSTRUMENTS *cont'd*

### 25.1 Categories of financial instruments *cont'd*

Company	Carrying amount RM'000	AC RM'000	FVTPL- DUIR RM'000
<b>2025</b>			
<b>Financial assets</b>			
Trade and other receivables	134,431	134,431	-
Fixed deposits with licensed banks	7,946	7,946	-
Cash and cash equivalents	84,935	26,774	58,161
	227,312	169,151	58,161
<b>Financial liabilities</b>			
Loans and borrowings	3,086	3,086	-
Trade and other payables	18,322	18,322	-
	21,408	21,408	-
<b>2024</b>			
<b>Financial assets</b>			
Trade and other receivables	99,636	99,636	-
Fixed deposits with licensed banks	4,914	4,914	-
Cash and cash equivalents	141,802	52,953	88,849
	246,352	157,503	88,849
<b>Financial liabilities</b>			
Loans and borrowings	3,501	3,501	-
Trade and other payables	23,832	23,832	-
	27,333	27,333	-

### 25.2 Net gains and losses arising from financial instruments

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Net gains/(losses) arising on:				
Financial assets measured at amortised cost	1,074	3,117	637	2,680
Financial assets measured at fair value	2,312	2,931	2,312	2,931
Financial liabilities measured at amortised cost	(971)	(2,575)	533	(251)
	2,415	3,473	3,482	5,360

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 25. FINANCIAL INSTRUMENTS *cont'd*

### 25.3 Financial risk management

The Group has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

### 25.4 Credit risk

Credit risk is the risk of a financial loss if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group's exposure to credit risk arises principally from the individual characteristics of each customer and amount due from related parties. The Company's exposure to credit risk arises principally from financial guarantee given to banks for credit facilities granted to subsidiary. There are no significant changes as compared to prior periods.

#### **Trade receivables and contract assets**

#### ***Risk management objectives, policies and processes for managing the risk***

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Normally credit evaluations are performed on customers requiring credit over a certain amount.

At each reporting date, the Group or the Company assesses whether any of the trade receivables and contract assets are credit impaired.

The gross carrying amounts of credit impaired trade receivables and contract assets are written off (either partially or full) when there is no realistic prospect of recovery. This is generally the case when the Group or the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. Nevertheless, trade receivables and contract assets that are written off could still be subject to enforcement activities.

There are no significant changes as compared to previous year.

#### ***Exposure to credit risk, credit quality and collateral***

As at the end of the reporting period, the maximum exposure to credit risk arising from trade receivables and contract assets are represented by the carrying amounts in the statement of financial position.

#### ***Recognition and measurement of impairment losses***

In managing credit risk of trade receivables and contract assets, the Group manages its debtors and takes appropriate actions (including but not limited to legal actions) to recover long overdue balances. Generally, trade receivables will pay within 30 days.

As there are only a few contract customers, the Group assessed the risk of loss of each customer individually based on their financial information, past trend of payments and external credit ratings, where applicable.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 25. FINANCIAL INSTRUMENTS *cont'd*

### 25.4 Credit risk *cont'd*

#### Trade receivables and contract assets *cont'd*

#### Recognition and measurement of impairment losses *cont'd*

The following table provides information about the exposure to credit risk for third party trade receivables and contract assets which are grouped together as they are expected to have similar risk nature.

Group	Gross carrying amount RM'000	Loss allowances RM'000	Net balance RM'000
<b>2025</b>			
Current (not past due)	75,476	-	75,476
1 - 30 days past due	1,913	-	1,913
31 - 60 days past due	6,768	-	6,768
61 - 90 days past due	2,699	-	2,699
91 - 120 days past due	279	-	279
More than 120 days past due	10,789	-	10,789
	97,924	-	97,924
<b>Credit impaired</b>			
Individually impaired	2,281	(2,281)	-
	100,205	(2,281)	97,924
Trade receivables	35,391	(1,573)	33,818
Contract assets	64,814	(708)	64,106
	100,205	(2,281)	97,924
<b>2024</b>			
Current (not past due)	56,534	-	56,534
1 - 30 days past due	1,242	-	1,242
31 - 60 days past due	1,060	-	1,060
61 - 90 days past due	84	-	84
91 - 120 days past due	17	-	17
More than 120 days past due	1,516	(48)	1,468
	60,453	(48)	60,405
<b>Credit impaired</b>			
Individually impaired	2,063	(2,063)	-
	62,516	(2,111)	60,405
Trade receivables	23,485	(1,403)	22,082
Contract assets	39,031	(708)	38,323
	62,516	(2,111)	60,405

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 25. FINANCIAL INSTRUMENTS *cont'd*

### 25.4 Credit risk *cont'd*

#### Trade receivables and contract assets *cont'd*

#### Recognition and measurement of impairment losses *cont'd*

Company	Gross carrying amount RM'000	Loss allowances RM'000	Net balance RM'000
<b>2025</b>			
Current (not past due)	18,469	-	18,469
1 - 30 days past due	49	-	49
31 - 60 days past due	54	-	54
61 - 90 days past due	6,555	-	6,555
91 - 120 days past due	-	-	-
More than 120 days past due	1,430	-	1,430
	26,557	-	26,557
<b>Credit impaired</b>			
Individually impaired	1,023	(1,023)	-
	27,580	(1,023)	26,557
Trade receivables	15,740	(1,023)	14,717
Contract assets	11,840	-	11,840
	27,580	(1,023)	26,557
<b>2024</b>			
Current (not past due)	15,475	-	15,475
1 - 30 days past due	42	-	42
31 - 60 days past due	44	-	44
61 - 90 days past due	20	-	20
91 - 120 days past due	17	-	17
More than 120 days past due	291	-	291
	15,889	-	15,889
<b>Credit impaired</b>			
Individually impaired	854	(854)	-
	16,743	(854)	15,889
Trade receivables	4,691	(854)	3,837
Contract assets	12,052	-	12,052
	16,743	(854)	15,889

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 25. FINANCIAL INSTRUMENTS *cont'd*

### 25.4 Credit risk *cont'd*

#### Trade receivables and contract assets *cont'd*

#### *Recognition and measurement of impairment losses cont'd*

The movements in the allowances for impairment in respect of trade receivables and contract assets during the year are shown below.

	Trade receivables		Contract asset RM'000	Total RM'000
	Credit impaired RM'000	Loss allowances RM'000		
<b>Group</b>				
<b>1 January 2024</b>	1,365	-	708	2,073
Net remeasurement of loss allowance	(10)	48	-	38
<b>31 December 2024/1 January 2025</b>	1,355	48	708	2,111
Net remeasurement of loss allowance	218	(48)	-	170
<b>31 December 2025</b>	1,573	-	708	2,281
<b>Company</b>				
<b>1 January 2024</b>	864	-	-	864
Net remeasurement of loss allowance	(10)	-	-	(10)
<b>31 December 2024/1 January 2025</b>	854	-	-	854
Net remeasurement of loss allowance	169	-	-	169
<b>31 December 2025</b>	1,023	-	-	1,023

#### Cash and cash equivalents and fixed deposits with licensed banks

The cash and cash equivalents and fixed deposits with licensed banks are held with banks and financial institutions. As at the end of the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statements of financial position.

These banks and financial institutions have low credit risks. In addition, some of the bank balances are insured by government agencies. Consequently, the Group and the Company are of the view that the loss allowance is not material and hence, it is not provided for.

#### Other receivables

Credit risk on other receivables mainly arises from advanced deposits paid to project suppliers and advanced deposits paid for a rental of an office building. These deposits will be refunded at the end of the project and each lease term.

As at the end of the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statement of financial position.

As at the end of the reporting period, the Group did not recognise any allowance for impairment losses. These other receivables have low credit risks. Consequently, the Group is of the view that the loss allowance is not material and hence, it is not provided for.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 25. FINANCIAL INSTRUMENTS *cont'd*

### 25.4 Credit risk *cont'd*

#### Financial guarantees

##### ***Risk management objectives, policies and processes for managing the risk***

The Company provides unsecured financial guarantees to a bank in respect of banking facilities granted to a subsidiary. The Company monitors the ability of the subsidiary to service its loans on an individual basis.

##### ***Exposure to credit risk, credit quality and collateral***

The maximum exposure to credit risk amounts to RM36,468,515 (2024: RM37,051,679) representing the outstanding banking facilities of the subsidiary as at the end of the reporting period.

The financial guarantees are provided as credit enhancements to the subsidiary's secured loans.

##### ***Recognition and measurement of impairment loss***

The Company assumes that there is a significant increase in credit risk when the subsidiary's financial position deteriorates significantly. The Company considers a financial guarantee to be credit impaired when:

- The subsidiary is unlikely to repay its credit obligation to the bank in full; or
- The subsidiary is continuously loss making and has a deficit in shareholders' fund.

The Company determines the probability of default of the guaranteed loans individually using internal information available.

#### Related party balances

##### ***Risk management objectives, policies and processes for managing the risk***

The Group transacts with its related parties. The Group monitors the ability of the related parties to repay their debts on an individual basis.

##### ***Exposure to credit risk, credit quality and collateral***

As at the end of the reporting year, the maximum exposure to credit risk is represented by their carrying amounts in the statements of financial position.

Related party balances are not secured by any collateral or supported by any other credit enhancements.

##### ***Recognition and measurement of impairment loss***

Generally, the Group and the Company consider amounts due from related parties have low credit risk. The Group and the Company assume that there is a significant increase in credit risk when a related party's financial position deteriorates significantly. The Group and the Company consider the outstanding debts to be in default when the related parties are not able to pay when demanded. The Group and the Company consider a related party's balance to be credit impaired when:

- The related party is unlikely to repay its loan or advance to the Group or Company in full; or
- The related party is continuously loss making and has a deficit in shareholders' fund.

The Company determines the probability of default for these balances individually using internal information available.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 25. FINANCIAL INSTRUMENTS *cont'd*

### 25.4 Credit risk *cont'd*

#### Related party balances *cont'd*

#### *Recognition and measurement of impairment loss cont'd*

The following table provides information about the exposure to credit risk and loss impairment for related parties' balances.

	Gross carrying amount RM'000	Impairment loss allowances RM'000	Net balance RM'000
<b>Group</b>			
<b>2025</b>			
Low credit risk	10,532	-	10,532
<b>2024</b>			
Low credit risk	21,224	-	21,224
<b>Company</b>			
<b>2025</b>			
Low credit risk	98,363	-	98,363
<b>2024</b>			
Low credit risk	65,899	-	65,899

### 25.5 Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's exposure to liquidity risk arises principally from its various payables, loans and borrowings and lease liabilities.

The Group maintains a level of cash and cash equivalents and bank facilities deemed adequate by the management to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they fall due.

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 25. FINANCIAL INSTRUMENTS *cont'd*

### 25.5 Liquidity risk *cont'd*

#### *Maturity analysis*

The table below summarises the maturity profile of the Group's and the Company's financial liabilities and lease liabilities as at the end of the reporting period based on undiscounted contractual payments.

Group	Carrying amount RM'000	Contractual interest rate/ Incremental borrowing rate %	Contractual cash flows RM'000	Under 1 year RM'000	1 - 2 years RM'000	2 - 5 years RM'000	More than 5 years RM'000
<b>2025</b>							
Trade and other payables	50,552	-	50,552	50,552	-	-	-
Term loan	39,338	4.38 - 5.40	40,831	31,413	6,263	830	2,325
Hire purchase liabilities	2,816	2.07 - 4.88	3,052	864	1,492	696	-
Lease liabilities	4,162	4.40 - 6.64	4,771	1,404	1,473	1,849	45
	<u>96,868</u>		<u>99,206</u>	<u>84,233</u>	<u>9,228</u>	<u>3,375</u>	<u>2,370</u>
<b>2024</b>							
Trade and other payables	45,361	-	45,361	45,361	-	-	-
Term loan	40,152	4.65 - 5.40	42,134	22,167	11,017	6,504	2,446
Hire purchase liabilities	1,858	2.07 - 4.88	2,021	591	519	911	-
Lease liabilities	3,297	4.40 - 6.64	3,325	1,247	960	993	125
	<u>90,668</u>		<u>92,841</u>	<u>69,366</u>	<u>12,496</u>	<u>8,408</u>	<u>2,571</u>
<b>Company</b>							
<b>2025</b>							
Trade and other payables	18,322	-	18,322	18,322	-	-	-
Term loan	2,870	3.90 - 4.15	3,706	276	276	829	2,325
Hire purchase liabilities	216	2.34 - 4.41	224	135	89	-	-
Lease liabilities	2,407	5.56 - 6.89	2,750	1,078	865	757	50
Financial guarantee	-	-	36,469	36,469	-	-	-
	<u>23,815</u>		<u>61,471</u>	<u>56,280</u>	<u>1,230</u>	<u>1,586</u>	<u>2,375</u>
<b>2024</b>							
Trade and other payables	23,832	-	23,832	23,832	-	-	-
Term loan	3,100	4.15	4,190	291	291	1,162	2,446
Hire purchase liabilities	401	2.34 - 4.41	423	199	135	89	-
Lease liabilities	74,616	5.56 - 6.64	80,511	26,131	25,907	28,348	125
Financial guarantee	-	-	37,052	37,052	-	-	-
	<u>101,949</u>		<u>146,008</u>	<u>87,505</u>	<u>26,333</u>	<u>29,599</u>	<u>2,571</u>

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 25. FINANCIAL INSTRUMENTS *cont'd*

### 25.6 Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates that will affect the Group's financial position or cash flows.

#### 25.6.1 Currency risk

The Group is exposed to foreign currency risk on purchases that are denominated in a currency other than the respective functional currencies of the Group entities. The currency giving rise to this risk is primarily the USD.

#### *Risk management objectives, policies and processes for managing the risk*

The Group does not hedge its foreign currency risk as the foreign currency exposure is monitored and kept within acceptable levels.

#### *Exposure to foreign currency risk*

The Group's exposure to foreign currency (a currency which is other than the functional currency of the Group entities) risk, based on carrying amounts as at the end of the reporting period are as follows:

	Denominated in USD			
	Group		Company	
	2025	2024	2025	2024
	RM'000	RM'000	RM'000	RM'000
<b>Balances recognised in the statement of financial position</b>				
Trade payables	5,545	10,387	5,655	8,618

#### *Currency risk sensitivity analysis*

A 10% (2024: 10%) weakening of RM against the following currency at the end of the reporting period would have decreased post-tax profit or loss by the amounts shown below. This analysis is based on foreign currency exchange rate variances that the Group considered to be reasonably possible at the end of the reporting period. This analysis assumes that all other variables, in particular interest rates, remained constant.

	Profit or loss			
	Group		Company	
	2025	2024	2025	2024
	RM'000	RM'000	RM'000	RM'000
USD	421	789	430	655

A 10% (2024: 10%) strengthening of RM against the above currency at the end of the reporting period would have had equal but opposite effect on the above currency to the amounts shown above, on the basis that all other variables remained constant.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 25. FINANCIAL INSTRUMENTS *cont'd*

### 25.6 Market risk *cont'd*

#### 25.6.2 Interest rate risk

The Group's investments in its fixed rate financial assets are exposed to a risk of change in their fair value due to changes in interest rates. Short term receivables and payables are not significantly exposed to interest rate risk.

#### ***Risk management objectives, policies and processes for managing the risk***

The Group monitors interest rates on an ongoing basis. The Group does not use derivative financial instruments to hedge its debt obligations.

#### ***Exposure to interest rate risk***

The interest rate profile of the Group's and the Company's significant interest-bearing financial instruments, based on carrying amounts as at the end of the reporting period was:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>Fixed rate instruments</b>				
<b>Financial assets</b>				
Fixed deposits with licensed banks	15,854	11,896	7,946	4,914
Deposits with licensed banks	18	10,017	18	10,017
	15,872	21,913	7,964	14,931
<b>Financial liabilities</b>				
Hire purchase liabilities	2,816	1,858	216	401
Lease liabilities	4,162	3,297	2,407	74,616
	6,978	5,155	2,623	75,017
<b>Floating rate instruments</b>				
Investment in money market fund	58,161	88,849	58,161	88,849
Term loan	(39,338)	(40,152)	(2,870)	(3,100)
	18,823	48,697	55,291	85,749

#### ***Interest rate risk sensitivity analysis***

#### ***Fair value sensitivity analysis for fixed rate instruments***

The Group does not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 25. FINANCIAL INSTRUMENTS *cont'd*

### 25.6 Market risk *cont'd*

#### 25.6.2 Interest rate risk *cont'd*

##### *Cash flow sensitivity analysis for variable rate instruments*

A change of 100 basis points ("bp") in interest rates at the end of the reporting period would have increased/(decreased) post-tax profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant.

	Profit or loss			
	2025		2024	
	100 bp increase RM'000	100 bp decrease RM'000	100 bp increase RM'000	100 bp decrease RM'000
<b>Group</b>				
Floating rate instruments	143	(143)	370	(370)
<b>Company</b>				
Floating rate instruments	420	(420)	651	(651)

### 25.7 Fair value information

The carrying amounts of fixed deposits with licensed banks, cash and cash equivalents, short term receivables and payables and loans and borrowings reasonably approximate their fair values due to the relatively short term nature of these financial instruments.

The table below analyses financial instruments not carried at fair value for which fair value is disclosed, together with their fair values and carrying amounts shown in the statement of financial position.

Group	Fair value of financial instruments not carried at fair value				Carrying amount RM'000
	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total fair value RM'000	
<b>2025</b>					
<b>Financial liabilities</b>					
Hire purchase liabilities	-	-	2,807	2,807	2,816
<b>2024</b>					
<b>Financial liabilities</b>					
Hire purchase liabilities	-	-	1,796	1,796	1,858

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 25. FINANCIAL INSTRUMENTS *cont'd*

### 25.7 Fair value information *cont'd*

Company	Fair value of financial instruments not carried at fair value				Carrying amount RM'000
	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total fair value RM'000	
<b>2025</b>					
<b>Financial liabilities</b>					
Hire purchase liabilities	-	-	214	214	216
<b>2024</b>					
<b>Financial liabilities</b>					
Hire purchase liabilities	-	-	395	395	401
<b>Level 3 fair value</b>					

Level 3 fair value is estimated using inputs for the financial assets or liabilities that are not based on observable market data (unobservable inputs). The fair value within Level 3 of the hire purchase liabilities is determined by using estimated future cash flows discounted using market related rate for a similar instrument at the reporting date. The interest rate used to discount the estimated cash flows for the hire purchase liabilities is 2.07% - 4.88% (2024: 2.07% - 4.88%) per annum.

## 26. CAPITAL MANAGEMENT

The Group's objectives when managing capital is to maintain a strong capital base of share capital and safeguard the Group's ability to continue as a going concern, so as to maintain investor, creditor and market confidence and to sustain future development of the business.

There were no changes in the Group's approach to capital management during the financial year.

# NOTES TO THE FINANCIAL STATEMENTS

(cont'd)

## 27. RELATED PARTIES

### Significant related party transactions

Related party transactions have been entered into in the normal course of business under normal trade terms. The significant related party transactions of the Group and the Company are shown below. The balances related to the below transactions are shown in Notes 16 and 23.

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>A. Subsidiaries</b>				
Lease of project equipment	-	-	-	(25,330)
Subscription fee	-	-	(29,664)	-
Purchases	-	-	(354)	(783)
Rental income	-	-	216	144
<b>B. Related parties, being companies in which certain Directors have substantial financial interest</b>				
Rental income	468	324	324	324
Purchases	(2,530)	(487)	-	-
Revenue from supply, installation and maintenance services	12,000	42,168	-	-
Lease expenses	(678)	(487)	(504)	(313)
<b>C. Key management personnel</b>				
<i>Directors</i>				
- Fees	(648)	(648)	(648)	(648)
- Remuneration	(2,307)	(1,994)	(1,909)	(1,678)
	(2,955)	(2,642)	(2,557)	(2,326)

## 28. SIGNIFICANT EVENTS

On 13 March 2025, the Company incorporated a new subsidiary, Selmax Sdn Bhd, which the Company holds 70% of the shares.

On 18 August 2025, the Company acquired 20% equity interest in Mgmax Sdn. Bhd,. Accordingly, Mgmax Sdn. Bhd. was classified as an associate.

On 12 December 2025, the Company entered into a Share Purchase Agreement ("SPA") for the acquisition of 70% of the shares in Tapway Sdn. Bhd. for a total consideration of RM5.6million. The Transaction is expected to be completed by May 2026.

## STATEMENT BY DIRECTORS

### PURSUANT TO SECTION 251(2) OF THE COMPANIES ACT 2016

In the opinion of the Directors, the financial statements set out on pages 113 to 164 are drawn up in accordance with MFRS Accounting Standards as issued by the Malaysian Accounting Standards Board, IFRS Accounting Standards as issued by the International Accounting Standards Board 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 December 2025 and of their financial performance and cash flows for the financial year then ended.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors:

**Tan Wei Lun**  
Director

**Tan Sing Chia**  
Director

Kuala Lumpur,

Date: 20 April 2026

## STATUTORY DECLARATION

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

I, **Shaun Tee Wen Han**, the Officer primarily responsible for the financial management of ITMAX System Berhad, do solemnly and sincerely declare that the financial statements set out on pages 113 to 164 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 provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the above named Shaun Tee Wen Han, NRIC: 870430-14-5031, MIA:47925, at Kuala Lumpur in the Federal Territory on 20 April 2026.

**Shaun Tee Wen Han**

Before me:

**Sabrina Binti Syd Mohammed Sebir**  
Commissioner Oaths  
W748

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF ITMAX SYSTEM BERHAD

(Registration No. 200101008580 (544336-M)) (Incorporated In Malaysia)

### REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

#### Opinion

We have audited the financial statements of ITMAX System Berhad, which comprise the statements of financial position as at 31 December 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 year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 113 to 164.

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 December 2025, and of their financial performance and their cash flows for the year then ended in accordance with MFRS Accounting Standards as issued by the Malaysian Accounting Standards Board ("MFRS Accounting Standards"), IFRS Accounting Standards as issued by the International Accounting Standards Board ("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 auditors' 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"), as applicable to audits of financial statements of public interest entities, 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 year. 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.

#### *Revenue recognition*

Refer to Note 2: Revenue

#### *The key audit matter*

The Group and the Company recorded RM173 million and RM88 million respectively, of revenue for digital infrastructure solutions and RM72 million and RM44 million respectively, of revenue for supply, installation and maintenance services for the current financial year.

We have identified revenue recognition as a key audit matter because:

- The Group and the Company contracted in a variety of ways. Each contract was based on individual contractual and delivery characteristics.
- Uncertified revenue involved judgement and estimates made by the Group and the Company.

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF ITMAX SYSTEM BERHAD

(Registration No. 200101008580 (544336-M)) (Incorporated In Malaysia)  
(cont'd)

### Key Audit Matters *cont'd*

#### *How the matter was addressed in our audit*

We performed the following audit procedures, among others:

- We evaluated the design and implementation of the identified controls, including anti-fraud controls, over revenue recognition.
- For samples of contracts selected, we read the contract terms and conditions to determine that the revenue recognised was in accordance with MFRS 15, *Revenue from Contracts with Customers*.
- We vouched to approved payment certificates, certified progress claims and sales invoices for samples of revenue.
- For uncertified contract revenue (accrued revenue), on a sample basis, we checked to subsequent approved payment certificates or progress claims submitted and the original contracts.

### 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 Directors' Report (but does not include the financial statements of the Group and of the Company and our auditors' report thereon), which we obtained prior to the date of this auditors' report, and the remaining parts of the annual report, which are expected to be made available to us after that date.

Our opinion on the financial statements of the Group and of the Company does not cover the other information and we do not and will 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 identified above 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 on the other information that we obtained prior to the date of this auditors' report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the remaining parts of the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the Directors of the Company and take appropriate actions in accordance with approved standards on auditing in Malaysia and International Standards on Auditing.

### 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 MFRS Accounting 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 ability of the Group and of the Company 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.

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF ITMAX SYSTEM BERHAD

(Registration No. 200101008580 (544336-M)) (Incorporated In Malaysia)

(cont'd)

### Auditors' Responsibilities for the Audit of the Financial Statements *cont'd*

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 internal control of the Group and of the Company.
- 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 ability of the Group or of the Company 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 gives a true and fair view.
- 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 financial statements of the Group. 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.

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 year 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 auditors' report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF ITMAX SYSTEM BERHAD

(Registration No. 200101008580 (544336-M)) (Incorporated In Malaysia)  
(cont'd)

### Other Matter

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.

**KPMG PLT**  
(LLP0010081-LCA & AF 0758)  
Chartered Accountants

Petaling Jaya, Selangor

Date: 20 April 2026

**Tai Yoon Foo**  
Approval Number: 02948/05/2026 J  
Chartered Accountant

## DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING

Pursuant to Paragraph 9.25A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, below are the financial data that are relevant for the purpose of Shariah screening by the Shariah Advisory Council of the Securities Commission Malaysia, which includes financial data on Shariah non-permissible income arising from the Group's business activities and interest-based financial position:

### (A) Group Total Income and Total Assests

Total Income	Remarks	Group	
		2025 (RM'000)	2024 (RM'000)
Revenue	Revenue from contracts with customers	244,740	217,333
Revenue	Lease Revenue	2,229	2,899
Finance income		3,556	6,086
<b>Total</b>		<b>250,525</b>	<b>226,318</b>
<b>Total Assets</b>		<b>620,396</b>	<b>505,763</b>

### (B) Business Activities

Shariah Non-Compliant Activities	Remarks	Group	
		2025 (RM'000)	2024 (RM'000)
N/A		-	-
<b>Total</b>		<b>-</b>	<b>-</b>

### (C) Component of Financial Position

#### (i) Cash Component

Islamic Accounts/Instruments	Remarks	Group	
		2025 (RM'000)	2024 (RM'000)
Deposits with licensed bank	Fixed Deposit	4,489	1,063
Cash at bank (exclude cash in hand)	Bank	31,363	33,818
Money market instruments	Investment in money market funds	58,161	88,849
<b>Total</b>		<b>94,013</b>	<b>123,730</b>
Conventional Accounts/Instruments	Remarks	2025 (RM'000)	2024 (RM'000)
Deposits with licensed bank	Fixed Deposit	11,365	10,833
Cash at bank (exclude cash in hand)	Bank	29,406	32,177
Other cash equivalents (please specify in the remarks column)	Cash in hand	12	15
<b>Total</b>		<b>40,783</b>	<b>43,025</b>

## DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING

(cont'd)

### (C) Component of Financial Position *cont'd*

#### (ii) Debt Component

		Group	
		2025	2024
Islamic Financing	Remarks	(RM'000)	(RM'000)
<b>Current</b>			
Islamic Components		19,750	-
<b>Non-Current</b>			
Islamic Components		-	-
<b>Total</b>		<b>19,750</b>	<b>-</b>
Conventional Borrowing	Remarks	(RM'000)	(RM'000)
<b>Current</b>			
Bank borrowings	Term Loan	10,985	20,572
Bank borrowings	Hire purchase	771	506
<b>Non-Current</b>			
Bank borrowings	Term Loan	8,603	19,580
Bank borrowings	Hire purchase	2,045	1,352
<b>Total</b>		<b>22,404</b>	<b>42,010</b>

## LIST OF PROPERTY

Title Number	Description	Net Book Value as at 31 December 2025 (RM)
Geran No. 587191 Lot 177262, Mukim Terau Daerah Johor Bahru, Negeri Johor.	Postal address: No.1, Jalan Kempas Utama 3/11, Taman Kempas Utama, 81200 Johor Bahru, Johor Tenure: Freehold Description of property: A corner unit one-and-a-half storey semi-detached factory Land area/Built-up area (approximate): 17,265 square feet / 7,360 square feet Approximate age of building: 6 years	RM4.25 million

# ANALYSIS OF SHAREHOLDINGS

## AS AT 2 APRIL 2026

Number of Issued Shares	:	1,035,860,080 Ordinary Shares
Class of Shares	:	Ordinary Shares
Voting Rights	:	One (1) Vote per Ordinary Share

### DISTRIBUTION OF SHAREHOLDINGS

Size of Holdings	No. of Holders	%	No. of Issued Shares	%
Less than 100	76	3.172	1,007	0.000
100 - 1,000	738	30.802	384,745	0.037
1,001 - 10,000	834	34.808	3,569,877	0.345
10,001 - 100,000	382	15.943	14,837,419	1.432
100,001 - 51,793,003*	363	15.150	515,667,032	49.782
51,793,004 and above**	3	0.125	501,400,000	48.404
<b>Total</b>	<b>2,396</b>	<b>100.00</b>	<b>1,035,860,080</b>	<b>100.00</b>

\* Less than 5% of issued shares

\*\* 5% and above of issued shares

### SUBSTANTIAL SHAREHOLDERS (as per Register of Substantial Shareholders)

No.	Name	Direct Interest		Indirect Interest	
		No. of Issued Shares	%	No. of Issued Shares	%
1.	Sena Holdings Sdn. Bhd. ("SHSB")	501,400,000	48.404	-	-
2.	Tan Sri Dato' (Dr.) Tan Boon Hock	-	-	501,400,000 <sup>(1)</sup>	48.404
3.	Tan Wei Lun	-	-	501,400,000 <sup>(1)</sup>	48.404

#### Notes:

(1) Deemed interest by virtue of his interest in SHSB pursuant to Section 8(4) of the Companies Act 2016 ("the Act").

# ANALYSIS OF SHAREHOLDINGS

AS AT 2 APRIL 2026

(cont'd)

## DIRECTORS' SHAREHOLDINGS (as per Register of Directors' Shareholdings)

No.	Name	Direct Interest		Indirect Interest	
		No. of Issued Shares	%	No. of Issued Shares	%
1.	Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali	381,600	0.037	-	-
2.	Tan Sri Dato' (Dr.) Tan Boon Hock	-	-	501,400,000 <sup>(1)</sup>	48.404
3.	Tan Wei Lun	-	-	501,400,000 <sup>(1)</sup>	48.404
4.	Datin Afinaliza Binti Zainal Abidin	-	-	-	-
5.	Tan Sing Chia	45,800	0.004	-	-
6.	Mok Juan Chek	162,200	0.016	-	-
7.	Ng Nen Sin	100,000	0.010	-	-
8.	Heng Ai Shan	-	-	-	-

### Notes:

(1) Deemed interest by virtue of his interest in SHSB pursuant to Section 8(4) of the Act.

## KEY SENIOR MANAGEMENT'S SHAREHOLDINGS

No.	Name	Direct Interest		Indirect Interest	
		No. of shares held	%	No. of shares held	%
1.	Shaun Tee Wen Han	180,000	0.017	-	-
2.	Fun Mun Sek	96,000	0.009	-	-
3.	Then Chee Guey	85,000	0.008	-	-

## LIST OF TOP 30 HOLDERS

No.	Name of Holders	No. of Issued Shares	%
1.	MAYBANK NOMINEES (TEMPATAN) SDN BHD <i>Maybank Private Wealth Management for Sena Holdings Sdn. Bhd.</i> <i>(12022639) (444576)</i>	314,175,000	30.330
2.	CITIGROUP NOMINEES (TEMPATAN) SDN BHD <i>UBS AG Singapore for Sena Holdings Sdn Bhd</i>	95,000,000	9.171
3.	HSBC NOMINEES (TEMPATAN) SDN BHD <i>Exempt AN for Bank Julius Baer &amp; Co. Ltd. (Singapore Bch)</i>	92,225,000	8.903
4.	CITIGROUP NOMINEES (TEMPATAN) SDN BHD <i>Exempt AN for AIA Bhd</i>	38,232,700	3.691
5.	CITIGROUP NOMINEES (TEMPATAN) SDN BHD <i>Employees Provident Fund Board</i>	15,680,000	1.514
6.	CIMB GROUP NOMINEES (TEMPATAN) SDN BHD <i>CIMB Commerce Trustee Berhad for Kenanga Shariah Growth Opportunities Fund (50156 TR01)</i>	13,550,300	1.308
7.	CITIGROUP NOMINEES (TEMPATAN) SDN BHD <i>Employees Provident Fund Board (AHAM AM)</i>	11,953,600	1.154

## ANALYSIS OF SHAREHOLDINGS

AS AT 2 APRIL 2026

(cont'd)

LIST OF TOP 30 HOLDERS *cont'd*

No.	Name of Holders	No. of Issued Shares	%
8.	HSBC NOMINEES (TEMPATAN) SDN BHD <i>HSBC (M) Trustee Bhd for AHAM Select Opportunity Fund</i>	11,822,800	1.141
9.	CIMB GROUP NOMINEES (TEMPATAN) SDN BHD <i>CIMB Commerce Trustee Berhad - Kenanga Growth Fund</i>	9,980,200	0.963
10.	HSBC NOMINEES (TEMPATAN) SDN BHD <i>HSBC (M) Trustee Bhd for Allianz Life Insurance Malaysia Berhad (MEF)</i>	9,795,800	0.946
11.	CITIGROUP NOMINEES (TEMPATAN) SDN BHD <i>Employees Provident Fund Board (NOMURA)</i>	9,493,600	0.916
12.	CIMB ISLAMIC NOMINEES (TEMPATAN) SDN BHD <i>CIMB Islamic Trustee Berhad - Kenanga Syariah Growth Fund</i>	8,756,600	0.845
13.	CITIGROUP NOMINEES (TEMPATAN) SDN BHD <i>Great Eastern Life Assurance (Malaysia) Berhad (LSF)</i>	7,580,100	0.732
14.	CIMB GROUP NOMINEES (TEMPATAN) SDN BHD <i>Exempt AN for Petroliam Nasional Berhad (ACF-KENANGA-EQ)</i>	7,076,400	0.683
15.	HSBC NOMINEES (ASING) SDN BHD <i>JPMCB NA for Vanguard Emerging Markets Stock Index Fund</i>	6,974,400	0.673
16.	CITIGROUP NOMINEES (ASING) SDN BHD <i>Exempt AN for Citibank New York (Norges Bank 14)</i>	6,530,800	0.630
17.	HSBC NOMINEES (TEMPATAN) SDN BHD <i>BNPP SINI/2S for Pertubuhan Keselamatan Sosial (AHAM EQ)</i>	6,520,700	0.629
18.	CITIGROUP NOMINEES (TEMPATAN) SDN BHD <i>Kumpulan Wang Persaraan (Diperbadankan) (Kenanga)</i>	6,421,500	0.620
19.	HSBC NOMINEES (ASING) SDN BHD <i>JPMCB NA for Vanguard Total International Stock Index Fund</i>	6,407,900	0.619
20.	CARTABAN NOMINEES (TEMPATAN) SDN BHD <i>PBTB for Takafulink Dana Ekuiti</i>	6,236,700	0.602
21.	HSBC NOMINEES (TEMPATAN) SDN BHD <i>HSBC (M) Trustee Bhd for Manulife Investment Shariah Progress Fund</i>	5,953,300	0.575
22.	CITIGROUP NOMINEES (TEMPATAN) SDN BHD <i>Employees Provident Fund Board (Islamic)</i>	5,658,000	0.546
23.	MAYBANK NOMINEES (TEMPATAN) SDN BHD <i>Maybank Trustees Berhad for Manulife Investment - HW Flexi Fund (270519)</i>	5,619,900	0.543
24.	TOKIO MARINE LIFE INSURANCE MALAYSIA BHD <i>AS Beneficial Owner (TMEF)</i>	5,600,000	0.541
25.	CARTABAN NOMINEES (TEMPATAN) SDN BHD <i>CN CIMB Commerce Trustee Berhad for Kenanga Growth Fund Series 2</i>	5,578,200	0.539
26.	TOKIO MARINE LIFE INSURANCE MALAYSIA BHD <i>AS Beneficial Owner (PF)</i>	5,267,000	0.509
27.	CITIGROUP NOMINEES (TEMPATAN) SDN BHD <i>Exempt AN for AIA Public Takaful Bhd</i>	5,038,200	0.486
28.	CARTABAN NOMINEES (ASING) SDN BHD <i>The Bank of New York Mellon for GreatLink ASEAN Growth Fund</i>	4,763,500	0.460
29.	CITIGROUP NOMINEES (TEMPATAN) SDN BHD <i>Kumpulan Wang Persaraan (Diperbadankan) (AHAM ABSR EQ)</i>	4,678,400	0.452
30.	AMSEC NOMINEES (TEMPATAN) SDN BHD <i>Ambank (M) Berhad</i>	4,467,600	0.431
<b>Total</b>		<b>737,038,200</b>	<b>71.152</b>

# ANALYSIS OF SHAREHOLDINGS

AS AT 2 APRIL 2026

(cont'd)

## EMPLOYEE SHARE OPTION SCHEME

In conjunction with the listing of and quotation for the entire enlarged issued shares of the Company on the Main Market of Bursa Malaysia Securities Berhad, the Company has established a Long Term Incentive Plan ("LTIP") of up to 10% of the total number of issued shares (excluding treasury shares) of the Company ("Awards"), which entails the granting of Executives Share Grant Scheme shares ("ESGS Shares") and Employee Share Option Scheme options ("ESOS Options") to the eligible directors (excluding Independent Directors) and eligible executives of the Company and its subsidiaries ("Group") ("LTIP Eligible Person(s)") (collectively, "Scheme"). The LTIP shall be in force for a duration of five (5) years.

The salient features of the ESOS Grant 1 Options are as follows:

- (i) The exercise price of the Options is RM1.07 per Ordinary Share ("OS").
- (ii) The grantee must remain an employee of the Group throughout the duration of the ESOS.
- (iii) The Options are personal of the grantee and is non-transferable.
- (iv) The vesting period of the Options is four (4) years commencing 13 December 2022.

Granted on 06.12.2022	Number of ESOS Grant 1 Options (OS)			Balance as at 31.12.2025
	Balance as at 01.01.2025	Exercised	Forfeited	
25,000,000	22,326,900	(2,309,200)	(27,500)	19,990,200

## ESOS Grant 1 Options granted to the Directors and Key Senior Management

	Number of ESOS Options (OS)			
	Granted on 06.12.2022	Balance as at 01.01.2025	Exercised/ Forfeited	Balance as at 31.12.2025
<b>Directors</b>				
Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali	-	-	-	-
Tan Sri Dato' (Dr.) Tan Boon Hock	2,500,000	2,500,000	-	2,500,000
Tan Wei Lun	5,000,000	5,000,000	-	5,000,000
Datin Afinaliza Binti Zainal Abidin	3,000,000	3,000,000	-	3,000,000
Tan Sing Chia	2,860,000	2,860,000	-	2,860,000
Ng Nen Sin	-	-	-	-
Heng Ai Shan	-	-	-	-
Mok Juan Chek	-	-	-	-
<b>Key Senior Management</b>				
Shaun Tee Wen Han	650,000	520,000	(30,000)	490,000
Fun Mun Sek	650,000	650,000	(180,000)	470,000
Then Chee Guey	1,000,000	800,000	(250,000)	550,000

## ANALYSIS OF SHAREHOLDINGS

AS AT 2 APRIL 2026

(cont'd)

**EMPLOYEE SHARE OPTION SCHEME** *cont'd*

The salient features of the ESOS Grant 2 Options are as follows:

- (i) The exercise price of the Options is RM3.17 per OS.
- (ii) The grantee must remain an employee of the Group throughout the duration of the ESOS.
- (iii) The Options are personal of the grantee and is non-transferable.
- (iv) The vesting period of the Options is two (2) years commencing 3 November 2024.

Granted on 03.10.2024	Number of ESOS Grant 2 Options (OS)			Balance as at 31.12.2025
	Balance as at 01.01.2025	Exercised	Forfeited	
6,418,000	6,325,600	(1,307,030)	(29,000)	4,989,570

**ESOS Grant 2 Options granted to the Directors and Key Senior Management**

	Number of ESOS Options (OS)			
	Granted on 03.10.2024	Balance as at 01.01.2025	Exercised/ Forfeited	Balance as at 31.12.2025
<b>Directors</b>				
Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali	-	-	-	-
Tan Sri Dato' (Dr.) Tan Boon Hock	-	-	-	-
Tan Wei Lun	838,000	838,000	-	838,000
Datin Afinaliza Binti Zainal Abidin	98,000	98,000	-	98,000
Tan Sing Chia	314,000	314,000	-	314,000
Ng Nen Sin	-	-	-	-
Heng Ai Shan	-	-	-	-
Mok Juan Chek	-	-	-	-
<b>Key Senior Management</b>				
Shaun Tee Wen Han	133,000	133,000	-	133,000
Fun Mun Sek	183,000	183,000	(14,000)	169,000
Then Chee Guey	192,000	192,000	(7,000)	185,000

## ANALYSIS OF SHAREHOLDINGS

AS AT 2 APRIL 2026

(cont'd)

### EMPLOYEE SHARE OPTION SCHEME *cont'd*

The salient features of the ESOS Grant 3 Options are as follows:

- (i) The exercise price of the Options is RM4.19 per OS.
- (ii) The grantee must remain an employee of the Group throughout the duration of the ESOS.
- (iii) The Options are personal of the grantee and is non-transferable.
- (iv) The vesting period of the Options is two (2) years commencing 15 November 2025.

Granted on 16.10.2025	Number of ESOS Grant 3 Options (OS)			Balance as at 31.12.2025
	Balance as at 01.01.2025	Exercised	Forfeited	
804,000	-	-	-	804,000

### ESOS Grant 3 Options granted to the Directors and Key Senior Management

	Number of ESOS Options (OS)			Balance as at 31.12.2025
	Granted on 15.11.2025	Balance as at 01.01.2025	Exercised/ Forfeited	
<b>Directors</b>				
Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali	-	-	-	-
Tan Sri Dato' (Dr.) Tan Boon Hock	-	-	-	-
Tan Wei Lun	160,000	-	-	160,000
Datin Afinaliza Binti Zainal Abidin	19,000	-	-	19,000
Tan Sing Chia	60,000	-	-	60,000
Ng Nen Sin	-	-	-	-
Heng Ai Shan	-	-	-	-
Mok Juan Chek	-	-	-	-
<b>Key Senior Management</b>				
Shaun Tee Wen Han	40,000	-	-	40,000
Fun Mun Sek	37,000	-	-	37,000
Then Chee Guey	31,000	-	-	31,000

As of the financial year ended 31 December 2025 ("FY 2025"), the Company had not granted any ESGS Shares to any LTIP Eligible Person(s).

In accordance with the Company's ESOS By-Laws, not more than 80% of the Awards shall be allocated, in aggregate, to the Directors and senior management of the Group. Since the commencement of the Scheme up to the FY 2025, the Company has granted 55% of the Options to the Directors and senior management, of which 2% were granted during the FY 2025.

During the financial year, the Company increased its total issued OS capital from RM266,886,025.00 to RM273,500,154.10 by way of Issuance of 3,616,230 OS pursuant to the Company's ESOS at exercise prices of RM1.07 or RM3.17 per OS, details of which as follows:

No. of Issued OS as at 01.01.2025	No. of OS Allotted	Exercise Price of ESOS Options	Total No. of Issued OS as at 31.12.2025
1,030,307,500	2,309,200	RM1.07 per share	1,033,923,730
	1,307,030	RM3.17 per share	

# NOTICE OF TWENTY-FOURTH (24<sup>TH</sup>) ANNUAL GENERAL MEETING

NOTICE IS GIVEN THAT the 24th Annual General Meeting (“AGM”) of the Company will be held at Wira Ballroom, Level 2, Hyatt Place Kuala Lumpur Bukit Jalil, M-1, Pusat Perdagangan Bandar Bukit Jalil, Persiaran Jalil 1, 57000 Kuala Lumpur on Monday, 8 June 2026 at 2.00 p.m. to transact the following businesses:-

## AGENDA

### Ordinary Business

- |    |   |   |
|----|---|---|
| 1. | To receive the Audited Financial Statements for the financial year ended 31 December 2025 together with the Directors’ and the Auditors’ Reports thereon.   | <b>(Please refer to<br/>Note 1 of the<br/>Explanatory<br/>Notes on<br/>Ordinary<br/>Business)</b> |
| 2. | To re-elect the following Directors who retire pursuant to Clause 76(3) of the Company’s Constitution and who being eligible, as Directors of the Company:  |   |
|    | (i) Tan Sri Dato’ (Dr.) Tan Boon Hock   | <b>(Resolution 1)</b>   |
|    | (ii) Tan Wei Lun  | <b>(Resolution 2)</b>   |
|    | (iii) Tan Sing Chia   | <b>(Resolution 3)</b>   |
| 3. | To approve the payment of Directors’ fees and benefits up to an amount of RM884,000 to the Directors for the period from the 24th AGM until the next AGM of the Company.  | <b>(Resolution 4)</b>   |
| 4. | To appoint Deloitte Malaysia PLT as Auditors of the Company in place of the retiring Auditors, KPMG PLT, and to hold office until the conclusion of the next AGM at a remuneration to be determined by the Directors. | <b>(Resolution 5)</b>   |

### Special Business

To consider and if thought fit, to pass the following resolutions, with or without modifications:

- |    |  |                       |
|----|--|-----------------------|
| 5. | <b>ORDINARY RESOLUTION<br/>PROPOSED RENEWAL OF SHAREHOLDERS’ MANDATE AND PROPOSED NEW<br/>SHAREHOLDERS’ MANDATE FOR THE COMPANY AND/OR ITS SUBSIDIARIES TO<br/>ENTER INTO RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR<br/>TRADING NATURE WITH RELATED PARTIES</b> | <b>(Resolution 6)</b> |
|----|--|-----------------------|

“THAT subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Company and its subsidiaries (“the Group”) be and are hereby authorised to enter into and give effect to all recurrent related party transactions of a revenue or trading nature as set out in Section 2.5 of Part A of the Circular/Statement to Shareholders of the Company dated 28 April 2026 with the related parties mentioned therein, provided that such transactions are:

- (i) necessary for the Group’s day-to-day operations;
- (ii) undertaken in the ordinary course of business on an arm’s length basis, on normal commercial terms and at transaction prices which are not more favourable to the related parties than those generally available to and/or from the public; and
- (iii) not detrimental to the minority shareholders of the Company,

(“Proposed RRPT Mandate”).

# NOTICE OF TWENTY-FOURTH (24<sup>TH</sup>) ANNUAL GENERAL MEETING

(cont'd)

THAT such approval shall continue to be in force until:

- (i) the conclusion of the next Annual General Meeting ("AGM") of the Company following the general meeting at which such resolution was passed, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed;
- (ii) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act 2016 ("the Act") (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (iii) revoked or varied by an ordinary resolution passed by the shareholders of the Company at a general meeting;

whichever is earlier.

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may deemed fit and expedient in the interest of the Company or necessary to give full effect to the Proposed RRPT Mandate and the transactions contemplated and/or authorised under the Proposed RRPT Mandate."

6. **ORDINARY RESOLUTION** **(Resolution 7)**  
**PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES OF UP TO TEN PER CENT (10%) OF THE TOTAL NUMBER OF ISSUED SHARES**

"THAT subject to the Companies Act 2016 ("the Act"), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Listing Requirements") and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such number of issued shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that:

- (i) the aggregate number of issued shares in the Company ("Shares") purchased ("Purchased Shares") and/or held as treasury shares pursuant to this ordinary resolution does not exceed ten per cent (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at point of purchase; and
- (ii) the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest management accounts (where applicable) available at the time of the purchase,

("Proposed Share Buy-Back").

## NOTICE OF TWENTY-FOURTH (24<sup>TH</sup>) ANNUAL GENERAL MEETING

(cont'd)

AND THAT the authority to facilitate the Proposed Share Buy-Back will commence immediately upon passing of this Ordinary Resolution and will continue to be in force until:

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

whichever occurs first, but shall not prejudice the completion of purchase(s) by the Company of its own Shares before the aforesaid expiry date and, in any event, in accordance with the Listing Requirements and any applicable laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities.

THAT the Directors of the Company be and are hereby authorised, at their discretion, to deal with the Purchased Shares until all the Purchased Shares have been dealt with by the Directors in the following manner as may be permitted by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force:

- (i) To cancel all or part of the Purchased Shares;
- (ii) To retain all or part of the Purchased Shares as treasury shares as defined in Section 127 of the Act;
- (iii) To distribute all or part of the treasury shares as dividends to the shareholders of the Company;
- (iv) To resell all or part of the treasury shares;
- (v) To transfer all or part of the treasury shares for the purposes of or under the employees' share scheme established by the Company and/or its subsidiaries;
- (vi) To transfer all or part of the treasury shares as purchase consideration;
- (vii) To sell, transfer or otherwise use the treasury shares for such other purposes as the Minister charged with responsibility for companies may by order prescribe; and/or
- (viii) To deal with the treasury shares in any other manners as allowed by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force.

AND THAT the Directors of the Company be and are authorised to take all such steps as are necessary or expedient [including without limitation, the opening and maintaining of central depository account(s) under Securities Industry (Central Depositories) Act, 1991, and the entering into agreements, arrangements and guarantee with any party or parties] to implement, finalise and give full effect to the Proposed Share Buy-Back with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities."

# NOTICE OF TWENTY-FOURTH (24<sup>TH</sup>) ANNUAL GENERAL MEETING

(cont'd)

7. **ORDINARY RESOLUTION**  
**AUTHORITY TO ALLOT SHARES OF THE COMPANY PURSUANT TO SECTIONS 75  
AND 76 OF THE COMPANIES ACT 2016**

(Resolution 8)

"THAT pursuant to Sections 75 and 76 of the Companies Act 2016, Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approval of the relevant regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised to issue and allot shares in the capital of the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer ("New Shares") from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, provided that the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 10% of the total number of issued shares (excluding any treasury shares) of the Company for the time being ("Proposed General Mandate").

THAT such approval on the Proposed General Mandate shall continue to be in force until:

- (i) the conclusion of the next Annual General Meeting ("AGM") of the Company held after the approval was given;
- (ii) the expiration of the period within which the next AGM of the Company is required to be held after the approval was given; or
- (iii) revoked or varied by resolution passed by the shareholders of the Company in a general meeting;

whichever is the earlier.

THAT the Directors of the Company be and are hereby also empowered to obtain approval from Bursa Securities for the listing of and quotation for such New Shares on the Main Market of Bursa Securities.

THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.

AND THAT the Directors of the Company, be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate."

8. To consider any other business of which due notice shall be given in accordance with the Companies Act 2016 and the Constitution of the Company.

By Order of the Board

**REBECCA KONG SAY TSUI (SSM PC NO. 202008001003) (MAICSA 7039304)**

**YENG SHI MEI (SSM PC NO. 202008001282) (MAICSA 7059759)**

Company Secretaries

Selangor Darul Ehsan  
28 April 2026

# NOTICE OF TWENTY-FOURTH (24<sup>TH</sup>) ANNUAL GENERAL MEETING

(cont'd)

## Notes:-

1. For the purpose of determining who shall be entitled to attend this AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, the **Record of Depositors as at 28 May 2026**. Only a member whose name appears on this Record of Depositors shall be entitled to attend this AGM or appoint a proxy to attend, speak and vote (collectively, "participate") on his/her/its behalf.
2. A member who is entitled to participate in this AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.
3. A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to participate instead of the member at the AGM.
4. If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities").
5. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), 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.
6. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one 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. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
7. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
8. 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 AGM or adjourned general meeting at which the person named in the appointment proposes to vote:
  - (i) In hard copy form

In the case of an appointment made in hard copy form, the proxy form must be deposited at the Registered Office of the Company at Office Suite No. 603 Block C, Pusat Dagangan Phileo Damansara 1, No. 9, Jalan 16/11, Off Jalan Damansara, 46350 Petaling Jaya, Selangor Darul Ehsan, Malaysia.
  - (ii) By electronic means (for individual members only)

The proxy form can be electronically lodged with the Share Registrar of the Company via **Dvote Online** website at <https://www.dvote.my>.
9. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
10. Last date and time for lodging the proxy form is **Saturday, 6 June 2026 at 2.00 p.m.**
11. Please bring an **ORIGINAL** of the following identification papers (where applicable) and present it to the Poll Administrator and/ or Scrutineers for verification upon request:
  - (i) Identity card (NRIC) (Malaysian); or
  - (ii) Police report (for loss of NRIC)/Temporary NRIC (Malaysian); or
  - (iii) Passport (Foreigner).
12. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Registered Office of the Company at Office Suite No. 603 Block C, Pusat Dagangan Phileo Damansara 1, No. 9, Jalan 16/11, Off Jalan Damansara, 46350 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

# NOTICE OF TWENTY-FOURTH (24<sup>TH</sup>) ANNUAL GENERAL MEETING

(cont'd)

13. For a corporate member who has appointed an authorised representative, please deposit the **ORIGINAL** certificate of appointment of authorised representative at the Registered Office of the Company at Office Suite No. 603 Block C, Pusat Dagangan Phileo Damansara 1, No. 9, Jalan 16/11, Off Jalan Damansara, 46350 Petaling Jaya, Selangor Darul Ehsan, Malaysia. Alternatively, please bring the **ORIGINAL** certificate of appointment of authorised representative if it has not been deposited at the Company's Registered Office earlier. The certificate of appointment of authorised representative should be executed in the following manner:
- (i) If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
  - (ii) If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
    - (a) at least two (2) authorised officers, of whom one shall be a director; or
    - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

## **EXPLANATORY NOTES ON ORDINARY BUSINESS**

### **1. Audited Financial Statements for the Financial Year Ended 31 December 2025**

This agenda item is meant for discussion only as the provisions of Sections 248(2) and 340(1) of the Companies Act 2016 ("the Act") do not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this item on the agenda is not put forward for voting by shareholders.

### **2. Resolutions 1 to 3 – Re-election of Directors**

Tan Sri Dato' (Dr.) Tan Boon Hock, Tan Wei Lun and Tan Sing Chia (collectively, the "Retiring Directors") are standing for re-election as Directors of the Company and being eligible, have offered themselves for re-election at the 24th AGM.

Tan Sri Dato' (Dr.) Tan Boon Hock is father to Tan Wei Lun and Tan Sing Chia.

Save as disclosed, the Retiring Directors have no conflict of interest or potential conflict of interest with the Company or its subsidiaries.

The Board had through the Nomination and Remuneration Committee carried out the assessment on the Retiring Directors and are satisfied that they have met the criteria as prescribed by Paragraph 2.20A of the MMLR of Bursa Securities and Directors' Fit and Proper Policy on character, experience, integrity, competence and time to effectively discharge their role as Directors.

The Board (save for the Retiring Directors who have abstained from deliberation on discussions relating to their own re-election) believes that the contribution, commitment, and performance of the Retiring Directors continue to be invaluable and relevant to the long-term sustainable goals and success of the Company and supports their re-election as Directors.

### **3. Resolution 4 – Directors' Fees and Benefits**

Pursuant to Section 230(1) of the Act, the fees of the Directors and any benefits payable to the Directors of a listed company and its subsidiaries shall be approved by shareholders at a general meeting.

The proposed Directors' fees and benefits for the period from the 24th AGM until the date of next AGM under Resolution 4, comprising Directors' fees, meeting attendance allowance and other claimable benefits, are calculated based on the current Board composition and the number of scheduled Board and Committee meetings from the 24th AGM until the date of next AGM, with a provision for the potential appointment of an additional Independent Director. The said Resolution is to facilitate the payment of the Directors' fees and benefits to the Directors from the 24th AGM up till the next AGM of the Company.

In the event the proposed amount is insufficient (e.g. due to more meetings or enlarged Board size), approval will be sought at the next AGM for the shortfall.

# NOTICE OF TWENTY-FOURTH (24<sup>TH</sup>) ANNUAL GENERAL MEETING

(cont'd)

#### 4. **Resolution 5 – Appointment of Auditors**

*The Company had received a notice in writing dated 7 April 2026 from its existing Auditors, KPMG PLT, indicating that they do not wish to seek re-appointment at the forthcoming 24th AGM, and that they will hold office until the conclusion of the said 24th AGM.*

*The Board, through the Audit and Risk Management Committee (“ARMC”), had on 22 April 2026, considered the profile, resources, experience, proposed audit fees and engagement scope of potential audit firms, taking into account the size and complexity of the operations of the Company and its subsidiaries (“Group”) and recommended the appointment of Deloitte Malaysia PLT, who has consented to act as Auditors, in place of the outgoing auditors.*

*The ARMC and the Board, who had assessed the suitability, objectivity and independence of Deloitte Malaysia PLT as the External Auditors of the Company, collectively agreed and are satisfied that Deloitte Malaysia PLT meets the relevant criteria prescribed under Paragraph 15.21 of the MMLR of Bursa Securities.*

*The appointment of Deloitte Malaysia PLT as the Auditors of the Company is subject to shareholders’ approval at the forthcoming 24th AGM. If approved, Deloitte Malaysia PLT will serve as Auditors and hold office until the conclusion of the next AGM of the Company.*

#### **EXPLANATORY NOTES ON SPECIAL BUSINESS**

#### 1. **Resolution 6 – Proposed Renewal of Shareholders’ Mandate and Proposed New Shareholders’ Mandate for the Company and/or its Subsidiaries to enter into Recurrent Related Party Transactions of a Revenue or Trading Nature with Related Parties**

*The proposed Resolution 6, if passed, will authorise the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature, which are necessary for the day-to-day operations of the Company, subject to the transactions being in the ordinary course of business and are made on an arm’s length basis, on normal commercial terms which are not more favourable to the related parties than those generally available to and/or from the public, and are in the Company’s opinion, not detrimental to the interest of the minority shareholders of the Company.*

*Please refer to the Circular/Statement to Shareholders dated 28 April 2026 for further information.*

#### 2. **Resolution 7 – Proposed Renewal of Authority for the Company to Purchase its own Shares of up to Ten Per Cent (10%) of the Total Number of Issued Shares**

*The proposed Resolution 7, if passed, will give the Company the authority to purchase its own ordinary shares of up to ten per cent (10%) of the total number of issued shares of the Company. Please refer to the Circular/Statement to Shareholders dated 28 April 2026 for further information.*

# NOTICE OF TWENTY-FOURTH (24<sup>TH</sup>) ANNUAL GENERAL MEETING

(cont'd)

### 3. **Resolution 8 – Authority to Allot Shares of the Company pursuant to Sections 75 and 76 of the Companies Act 2016**

*The Company had, at its Twenty-Third (23rd) AGM, obtained shareholders' approval for a general mandate to issue and allot ordinary shares of the Company pursuant to Sections 75 and 76 of the Act. As at the date of this notice, the Company has not issued any shares pursuant to the mandate previously obtained.*

*The proposed Resolution 8 is for the purpose of renewing the general mandate previously granted to the Directors and if passed, will empower the Directors of the Company to issue and allot ordinary shares of the Company from time to time and to grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer, provided that the aggregate number of shares allotted pursuant to this resolution does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being ("Proposed General Mandate"), for such purposes as the Directors consider would be in the best interest of the Company.*

*This authority for the Proposed General Mandate will, unless revoked or varied by the Company in a general meeting, expire at the conclusion of the next AGM or the expiration of the period within which the next AGM is required by law to be held, whichever is the earlier.*

*This Proposed General Mandate is to provide flexibility for the Company to issue new securities without the need to convene separate general meetings to obtain its shareholders' approval so as to avoid incurring additional costs and time.*

*The purpose of this general mandate, if passed, is to enable the Directors to take swift action in case of a need to issue and allot new shares in the Company for any possible fund raising activities including, but not limited to, further placement of shares for purpose of funding current and/or future investment projects, working capital, repayment of bank borrowings, acquisitions and/or issuance of shares as settlement of purchase consideration, or other circumstances that may arise which involves grant of rights to subscribe for shares, conversion of any securities into shares, or allotment of shares under an agreement or option or offer, or such other application as the Directors may deem fit in the best interest of the Company.*

*As at the date of this notice, there is no decision to issue new shares. Should there be a decision to issue new shares after the general mandate is sought, the Company will make an announcement of the actual purpose and utilisation of proceeds arising from such issuance of shares.*

**STATEMENT ACCOMPANYING  
NOTICE OF ANNUAL GENERAL MEETING**  
PURSUANT TO PARAGRAPH 8.27(2) OF THE MAIN MARKET LISTING REQUIREMENTS  
OF BURSA MALAYSIA SECURITIES BERHAD

**General Mandate for Issue of Securities in accordance with Paragraph 6.03(3) of Main Market Listing Requirements of Bursa Malaysia Securities Berhad**

Details of Authority for Directors to Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016 are set out in item (3) of Explanatory Notes on Special Business at page 186.

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PROXY FORM

ITMAX SYSTEM BERHAD

Registration No.: 200101008580 (544336-M)
(Incorporated in Malaysia)

Table with 2 columns: CDS Account No., No. of shares held

I/We [Full name in block, NRIC/Passport/Registration No.] Tel No. [ ]

of [Address]

being member(s) of ITMAX SYSTEM BERHAD, hereby appoint:

Table with 4 columns: Full Name, NRIC/Passport No., Proportion of Shareholdings (No. of Shares, %), Address, Email Address, Mobile Phone No.

^and/or

Table with 4 columns: Full Name, NRIC/Passport No., Proportion of Shareholdings (No. of Shares, %), Address, Email Address, Mobile Phone No.

or failing him/her, the Chairperson of the Meeting, as ^my/our proxy/proxies to vote for ^me/us and on ^my/our behalf at the Twenty-Fourth (24th) Annual General Meeting of the Company...

Table with 4 columns: Resolution No., Description of Resolution, For, Against

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 directions, your proxy will vote or abstain as he/she thinks fits.

Signed this [ ] day of [ ], 2026

Signature\*
Member

^ Delete whichever is inapplicable

\* 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 the 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.

Fold this flap for sealing

**NOTES:**

1. For the purpose of determining who shall be entitled to attend this Annual General Meeting ("AGM"), the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, the **Record of Depositors as at 28 May 2026**. Only a member whose name appears on this Record of Depositors shall be entitled to attend this AGM or appoint a proxy to attend, speak and vote (collectively, "participate") on his/her/its behalf.
2. A member who is entitled to participate in this AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.
3. A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to participate instead of the member at the AGM.
4. If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities").
5. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), 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.
6. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one 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. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
7. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
8. 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 AGM or adjourned general meeting at which the person named in the appointment proposes to vote:
  - (i) In hard copy form  
In the case of an appointment made in hard copy form, the proxy form must be deposited at the Registered Office of the Company at Office Suite No. 603 Block C, Pusat Dagangan Phileo Damansara 1, No. 9, Jalan 16/11, Off Jalan Damansara, 46350 Petaling Jaya, Selangor Darul Ehsan, Malaysia.
  - (ii) By electronic means (for individual members only)  
The proxy form can be electronically lodged with the Share Registrar of the Company via **Dvote Online** website at <https://www.dvote.my>.

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AFFIX  
STAMP

The Company Secretary

**ITMAX SYSTEM BERHAD**

Registration No.: 200101008580 (544336-M)

c/o AscendServ Corporate Services Sdn Bhd  
Registration No.: 202401002515 (1548365-H)

Office Suite No. 603 Block C,  
Pusat Dagangan Phileo Damansara 1,  
No. 9, Jalan 16/11, Off Jalan Damansara,  
46350 Petaling Jaya,  
Selangor Darul Ehsan, Malaysia.

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9. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
10. Last date and time for lodging the proxy form is **Saturday, 6 June 2026 at 2.00 p.m.**
11. Please bring an **ORIGINAL** of the following identification papers (where applicable) and present it to the Poll Administrator and/or Scrutineers for verification upon request:
  - (i) Identity card (NRIC) (Malaysian); or
  - (ii) Police report (for loss of NRIC)/Temporary NRIC (Malaysian); or
  - (iii) Passport (Foreigner).
12. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Registered Office of the Company at Office Suite No. 603 Block C, Pusat Dagangan Phileo Damansara 1, No. 9, Jalan 16/11, Off Jalan Damansara, 46350 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
13. For a corporate member who has appointed an authorised representative, please deposit the **ORIGINAL** certificate of appointment of authorised representative at the Registered Office of the Company at Office Suite No. 603 Block C, Pusat Dagangan Phileo Damansara 1, No. 9, Jalan 16/11, Off Jalan Damansara, 46350 Petaling Jaya, Selangor Darul Ehsan, Malaysia. Alternatively, please bring the **ORIGINAL** certificate of appointment of authorised representative if it has not been deposited at the Company's Registered Office earlier. The certificate of appointment of authorised representative should be executed in the following manner:
  - (i) If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
  - (ii) If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
    - (a) at least two (2) authorised officers, of whom one shall be a director; or
    - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.



**ITMAX SYSTEM BERHAD**

(Registration No. 200101008580 (544336-M))

No. 30-G & 30-3, Jalan Radin Bagus 3, Seri Petaling, 57000 Kuala Lumpur.  
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[www.itmax.com.my](http://www.itmax.com.my)