THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

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

Bursa Securities takes no responsibility for the contents of this Circular, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Circular. Bursa Securities has not perused the contents of this Circular in relation to the proposed renewal of existing shareholders' mandate for recurrent related party transactions of a revenue or trading nature prior to the issuance of this Circular.

ICONIC WORLDWIDE BERHAD

[Registration No. 196901000067 (8386-P)]
(Incorporated in Malaysia)

CIRCULAR TO SHAREHOLDERS

in relation to

PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE")

The above proposal will be tabled as Special Business at the Fifty- Seventh Annual General Meeting ("57th AGM") of Iconic Worldwide Berhad ("ICONIC" or "Company"). The Notice of the 57th AGM of ICONIC, which will be held at the Function Room 'MARJORIE 2, Level 11, Iconic Marjorie Hotel at 239A, Jalan Sultan Azlan Shah, 11900 Bayan Lepas, Pulau Pinang on Thursday, 26 November 2026 at 10.30 a.m. or any adjournment thereof, together with the Proxy Form, are enclosed together with the Annual Report 2026.

You are entitled to attend and vote at the 57th AGM of the Company or to appoint a proxy or proxies to attend and vote on your behalf. The Form of Proxy should be lodged at the Registered Office of the Company at No. 1-2, Jalan Icon City, Icon City, 14000 Bukit Mertajam, Pulau Pinang not later than forty-eight (48) hours before the time appointed for holding the meeting, as indicated below. You may also submit the proxy appointment electronically via Vistra SRMY Portal at https://srmy.vistra.com before the proxy form submission cut-off time as indicated below. The lodgement of the Form of Proxy will not preclude you from attending, participating, speaking and voting in person at the meeting should you subsequently wish to do so.

Last date and time for lodging the Proxy Form: Tuesday, 24 November 2026 at 10.30 a.m.

This Circular is dated 28 October 2026.

DEFINITIONS

For the purpose of this Circular, except where the context otherwise requires, the following definitions shall apply throughout this Circular:-

"Act"	:	The Companies Act 2016, as amended from time to time and any re- enactment thereof
"AGM"	:	Annual General Meeting
"Board"	:	Board of Directors of ICONIC
"Bursa Securities"	:	Bursa Malaysia Securities Berhad
“Code”	:	Malaysian Code on Take-overs and Mergers 2016, as amended from time to time
“Directors”	:	Shall have the meaning given in Section 2(1) of the Capital Markets and Services Act 2007 and includes any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon, a Director or a Chief Executive of ICONIC, its subsidiary or holding company
"EGM"	:	Extraordinary General Meeting
“EMCC”	:	EMC Capital Sdn Bhd [Registration No. 199701014292 (429788-W)]
“EMCT”	:	EMC Containers Sdn Bhd [Registration No. 199701007664 (423160-P)]
“EMCM”	:	EMC Marketing Sdn Bhd [Registration No.197601003765 (29750-K)]
“FERRO”	:	Ferrotrans Sdn Bhd [Registration No. 199101002118 (212429-H)]
“FTP”	:	Fine Taste Products Sdn Bhd [Registration No. 201101006356 (934493-D)]
“FTPKL”	:	Fine Taste Products (KL) Sdn Bhd [Registration No. 201001013696 (897929-D)]
“GLUCK”	:	Goldenluck Development Sdn Bhd [Registration No. 201101016938 (945074-A)]
"ICONIC" or “the Company"	:	Iconic Worldwide Berhad [Registration No. 196901000067 (8386-P)]
"Iconic Worldwide Group" or “the Group"	:	ICONIC and its subsidiaries
“IBSB”	:	Iconic Babycare Sdn Bhd [Registration No. 201001021266 (905036-W)]
“ICITY”	:	Iconic City Sdn Bhd [Registration No.198701006619 (165333-D)]
"IHMSB"	:	Iconic Hotel Management Sdn Bhd [Registration No.199401029847 (315528-T)]
“IMED”	:	Iconic Medicare Sdn Bhd [Registration No. 199101013436 (223748-A)]
"IMSB"	:	Iconic Maison Sdn Bhd [Registration No. 198901007255 (184558-V)]

DEFINITIONS

"ISRSB"	:	Iconic Service Residences Sdn Bhd [Registration No. 199101000573 (210883-V)]
"IWMSB"	:	Iconic Warehouse Management Sdn Bhd [Registration No.199301030188 (284927-T)]
"LPD"	:	30 September 2026, being the latest practicable date prior to the issuance of this Circular
"MMLR"	:	Main Market Listing Requirements of Bursa Securities (as amended from time to time and any re-enactment thereof)
"Major Shareholder"	:	A person who has an interest or interests in one or more voting shares in a corporation and the number or aggregate number of those shares is:- (a) 10% or more of the total number of voting shares in the corporation; or (b) 5% or more of the total number of voting shares in the corporation where such person is the largest shareholder of the corporation. For the purpose of this definition, "interest" shall have the meaning of "interest in shares" given in Section 8 of the Act. A Major Shareholder includes any person who is or was within the preceding six (6) months of the date on which the terms of the transaction were agreed upon, a major shareholder of the Company or any other company which is its subsidiary or holding company.
"Market day"	:	A day on which the stock market of Bursa Securities is open for trading in securities, which may include a Surprise Holiday as defined in the MMLR
"MTSB"	:	Mirim Timber Sdn Bhd [Registration No. 199401037488 (323170-D)]
"NA"	:	Net Assets
"NRSB"	:	Nouvelle Restaurant Sdn Bhd [Registration No. 201101008458 (936597-D)]
"PAISB"	:	Pewter Art Industries (M) Sdn Bhd [Registration No. 200701001645 (759643-K)]
"Person(s) Connected"	:	A person connected in relation to any person (referred to as "said Person") means such person who falls under any one of the following categories: (i) a family member of the said Person (family member means such person who falls within any one of the following categories: (a) spouse; (b) parent; (c) child including an adopted child and step-child; (d) brother or sister; and (e) spouse of the person referred to in subparagraphs (c) and (d) above (ii) a trustee of a trust (other than a trustee for a share scheme for employees or pension scheme) under which the said Person, or a family member of the said Person, is the sole beneficiary; (iii) a partner of the said Person; (iv) a person, or where the person is a body corporate, the body corporate or its directors, who is/are accustomed or under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of the said Person;

(v) a person, or where the person is a body corporate, the body corporate or its directors, in accordance with whose directions, instructions or wishes the said Person is accustomed or is under an obligation, whether formal or informal, to act;

(vi) a body corporate in which the said Person, or persons connected with the said Person are entitled to exercise, or control the exercise of, not less than 20% of the votes attached to voting shares in the body corporate; or

(vii) a body corporate which is a related corporation of the said Person.

"Proposed Renewal of Shareholders' Mandate"	:	Proposed renewal of the shareholders' mandate for the Company and/or its subsidiary companies to enter into recurrent related party transactions of a revenue or trading nature in the ordinary course of business which are necessary for the Iconic Worldwide Group's day-to-day operations and which approval from the shareholders is being sought at the forthcoming 57th AGM
"Related Party(ies)"	:	A Director, Major Shareholder of ICONIC or its subsidiaries or a person connected with such Director or Major Shareholder
"RM"	:	Ringgit Malaysia
"RRPT" or "RRPTs"	:	Related Party Transactions involving recurrent transactions of a revenue or trading nature which are necessary for the Group's day-to-day operations and are in the ordinary course of business of the Group
"SATSB"	:	Sanbumi Air Transport Sdn Bhd [Registration No. 200601032992 (752751-M)]
"SCSB"	:	Sanbumi Capital Sdn Bhd [Registration No. 199701031229 (446728-P)]
"SJSB"	:	Sinoreno Jewellery Sdn Bhd [Registration No. 201101005286 (933427-P)]
"SMED"	:	Superio Med Sdn Bhd [Registration No. 200601033007 (752766-H)]
"Share(s)"	:	Ordinary share(s) in ICONIC
"Surprise Holiday"	:	A day that is declared as a public holiday in the Federal Territory of Kuala Lumpur that has not been gazetted as a public holiday at the beginning of the calendar year.
"TICSB"	:	Tourism Information Centre Sdn Bhd [Registration No. 200701001578 (759576-K)]

All references to "you" in this Circular are to the shareholders of the Company.

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

Any reference in this Circular to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any reference to a time of day in this Circular shall be a reference to Malaysian time, unless otherwise specified.

Any discrepancy in the tables included in this Circular between the amount listed, actual figures and the totals thereof are due to rounding.

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LETTER TO THE SHAREHOLDERS OF ICONIC IN RELATION TO

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

ICONIC WORLDWIDE BERHAD
(196901000067) (8386-P)
(Incorporated in Malaysia)

Registered Office
No.1-2, Jalan Icon City
Icon City
14000 Bukit Mertajam
Pulau Pinang

28 October 2026

Board of Directors

Dato' Seri Tan Kean Tet *(Executive Chairman)*
Tan Cho Chia *(Managing Director)*
Tan Seok Ying *(Executive Director)*
Jason Chung Wei Chiun *(Executive Director)*
Chia Yuet Yoong *(Independent Non-Executive Director)*
Lee Eng Eow *(Independent Non-Executive Director)*
Wong Wan Chin *(Independent Non-Executive Director)*
Wong Thai Sun *(Independent Non-Executive Director)*

To: **The Shareholders of Iconic Worldwide Berhad**

Dear Sir / Madam,

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

1. INTRODUCTION

At the Company's 56th AGM held on 27 November 2025, the Company had obtained a mandate from its shareholders for Iconic Worldwide Group to enter into recurrent related party transactions of a revenue or trading nature, which are necessary for the day-to-day operations of Iconic Worldwide Group, with certain classes of related parties as disclosed therein.

The Existing Shareholders' Mandate shall, in accordance with the MMLR, expire at the conclusion of the forthcoming 57th AGM unless it is renewed.

On 23 October 2026, the Company announced to Bursa Securities of the Company's intention to seek shareholders' approval for the Proposed Renewal of Shareholders' Mandate at the forthcoming 57th AGM to be convened on Thursday, 26 November 2026.

The purpose of this Circular is to provide you with details of the Proposed Renewal of Shareholders' Mandate and to seek your approval for the ordinary resolution to be tabled at the 57th AGM. The Notice of the forthcoming 57th AGM is set out in the Annual Report 2026 of the Company.

2. DETAILS OF THE PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE

2.1 Provisions under the MMLR

Pursuant to Paragraph 10.09 of Chapter 10 of the MMLR, a listed issuer may seek shareholders' mandate subject to the following:-

- the transactions are in the ordinary course of business and are on terms not more favourable to the related party than those generally available to the public;

- the shareholders' mandate is subject to annual renewal and disclosure is made in the annual report of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year where:-

  (i) the consideration, value of the assets, capital outlay or costs of the RRPT is equal to or exceeds RM1 million; or
  (ii) the percentage ratio of such RRPT is equal to or exceeds 1%,

  whichever is the higher.

- the issuance of a circular to shareholders by the listed issuer for the shareholders' mandate, the contents of which shall include information as set out in the MMLR;

- in a meeting to obtain shareholders' mandate, the relevant related party must comply with the requirements set out in Paragraph 10.08(7) of the MMLR:-

  (i) a related party with any interest, direct or indirect ("interested related party") must not vote on the resolution in respect of the related party transaction;
  (ii) an interested related party must ensure that the persons connected with them abstain from voting on the resolution in respect of the related party transaction; and
  (iii) the person connected with the interested related party must not vote on the resolution in respect of the related party transaction.

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

Where a listed issuer has procured the shareholders' mandate pursuant to the above, the provision of Paragraph 10.08 of the MMLR will not apply with regards to transactions as detailed in this section.

Accordingly, the Company proposes to seek the Proposed Renewal of Shareholders' Mandate from its shareholders for Iconic Worldwide Group to enter into transactions with Related Parties which are of a revenue or trading nature and necessary for the day-to-day operations of Iconic Worldwide Group as disclosed in Section 2.4 below, on terms not more favourable to the related parties than those generally available to and/or from the public and are not detrimental to the minority shareholders.

If approved at the forthcoming 57th AGM, the Proposed Renewal of Shareholders' Mandate will take effect from and including 26 November 2026 being the date of the passing of the ordinary resolution relating thereto tabled at the forthcoming 57th AGM, and will continue to be in force until:-

(a) the conclusion of the next AGM of the Company; or
(b) the expiration of the period within which the next AGM of the Company, after the date it is required to be held pursuant to Section 340(2) of the Act *(but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act)*; or
(c) revoked or varied by resolution passed by the shareholders in general meeting, whichever is the earlier.

Disclosures have been made in ICONIC's Annual Report 2026 of the actual breakdown of the aggregate value of RRPTs made pursuant to the existing shareholders' mandate as at LPD.

2.2 The Principal Activities of Iconic Worldwide Group

ICONIC is principally an investment holding company whilst the principal activities of its subsidiaries as at LPD are as follows:-

Name of Subsidiaries	Effective Equity Interest (%)	Principal Activities
IWMSB	100.00	Provision of warehousing, storage and related services. It is currently dormant.
EMCM	100.00	Principally engaged in the business of trading in industrial equipment, supplies and lubricants. It is currently dormant.
EMCT	70.00	Principally engaged in business of servicing, handling, cleaning, repairing and storing of containers. It is currently dormant.
GLUCK	100.00	Principally engaged in the business of property investment. It is currently dormant.
IMED	100.00	Manufacturer, distributor and dealer of personal protective equipment products and related appliances, personal hygiene and cosmetics related products and real estate activities including operating renting, leasing and sub-leasing of real estate
IMSB	100.00	Principally engaged in the business of property development and car park operator.
ISRSB	100.00	Provision of management services for hotels and residences.
SCSB	100.00	Principally engaged in the business of investment holding.
Associate of ICONIC		
FERRO	49.00	Provision of forwarding and warehousing services and sale of diesel. It is currently dormant.
Subsidiaries of IMSB		
MTSB	100.00	Principally engaged in the business of trading in timber logs. It is currently dormant.
ICITY	100.00	Principally engaged in the business of property development. It is currently dormant.
Subsidiary of IMED		
EMCC	100.00	Manufacturer, distributor and dealer of personal protective equipment products and related appliances. It is currently dormant.

Name of Subsidiaries	Effective Equity Interest (%)	Principal Activities
Subsidiaries of SCSB		
FTP	100.00	Principally engaged in the business of trading in local cottage products primarily relating to the tourism industry. It is currently dormant.
FTPKL	100.00	Principally engaged in the business of trading in local cottage industry products primarily relating to the tourism industry. It is currently dormant.
IHMSB	100.00	Principally engaged in the business as a hotelier. It is currently dormant.
IBSB	100.00	Manufacture, distribute and sell babycare products. It is currently dormant.
NRSB	100.00	Principally engaged in the business of property investment. It is currently dormant.
PAISB	100.00	Principally engaged in the business of trading in pewterware and souvenirs. It is currently dormant.
SATSB	100.00	Principally engaged in the business as a travel agent, carrier and transport provider. It is currently dormant.
SJSB	100.00	Principally engaged in the business of trading in costume jewelleries primarily relating to the tourism industry. It is currently dormant.
SMED	100.00	Manufacturer, distributor and dealer of personal protective equipment products and related appliances. It is currently dormant.
TICSB	100.00	Principally engaged in the business of trading in local products, operating restaurant and engaged in business relating to the tourism industry. It is currently dormant.

2.3 The Principal Activities of the other transacting related parties

The principal activities of the other transacting related parties which are not part of Iconic Worldwide Group that are involved in the RRPT with Iconic Worldwide Group are set out below:-

Other Related Transacting Parties	Principal Activities
Lucky 888 Sdn Bhd ("Lucky 888")	Property investment, hotel operations and provision of related activities.
Iconic Development Sdn Bhd ("Iconic Development")	Property and real estate development
Iconic Penang Sdn Bhd ("Iconic Penang")	Property investment.

2.4 Proposed Shareholders' Mandate

The details of the nature and estimated annual value of the RRPT of which the Company is seeking renewal of mandate from its shareholders as contemplated under the Proposed Renewal of Shareholders' Mandate are set out in Appendix I of this Circular.

3. GUIDELINES, METHODS AND PROCEDURES IN RELATION TO RRPT

Iconic Worldwide Group will ensure that the following measures are carried out after taking into consideration the pricing, level and quality of work to ensure that the RRPTs are undertaken on an arm's length basis, on transaction prices and normal commercial terms consistent with the Company's usual business practices and policies, are not more favourable to the Related Parties than those extended to third parties or public and are not detrimental to the minority shareholders:-

(a) The transaction prices shall be determined based on the prevailing market rates/prices under similar commercial terms for transactions with third parties, business practices and policies and on terms which are generally in line with industry norms.

(b) A register to record transactions pertaining to RRPTs which are entered into pursuant to the shareholders' mandate shall be maintained. A summary of the RRPT transactions shall be tabled to the Audit and Risk Management Committee ("ARMC") for review on a quarterly basis.

(c) The internal auditors shall review all RRPTs as part of the audit programme.

(d) The ARMC shall review all RRPTs to ensure that relevant approvals have been obtained and that the internal control procedures in respect of the RRPT have been adhered to. The ARMC shall have the right of access to information on the Related Parties and shall be entitled to the services of an independent adviser, if required, in the discharge of their duties.

(e) Tender, quotation or contract received from or proposed to be entered into with a Related Party shall be subject to the following procedure prior to consideration:-

- To obtain at least two (2) other contemporaneous transactions with unrelated third parties for similar products/services and/or quantities and be used as comparison wherever possible, to determine if the price and terms offered by/to the Related Parties are fair, reasonable and comparable to those offered by/to other unrelated third parties for the same or substantially similar type of products/services and/or quantities. In the event that quotation or comparative pricing from unrelated third parties cannot be obtained, the Iconic Worldwide Group's pricing for the services, materials and/or equipment to be provided or supplied and/or received or purchased will be determined in accordance with the Group's usual business practices, policies and commercial terms in line with the industry practices for the same or substantially similar type of transactions made by the Group with unrelated third parties and the RRPTs are not detrimental to Iconic Worldwide Group; and

(f) To ensure that the terms are not more favourable to the Related Parties than those to third parties. The Board and the ARMC shall have overall responsibility for the determination of the review procedures, including addition of new review procedures, where applicable. The Board and ARMC may also appoint individuals and committees to examine the RRPTs as they deem appropriate including obtaining valuations from independent professional valuers.

If a Board or ARMC member has an interest, direct or indirect, in any particular transaction, he or she shall abstain from any deliberation and voting on the matter at the Board or the ARMC meetings in respect of the said transaction. The interested Director or interested Major Shareholder shall also ensure that Persons Connected with him or her abstain from voting on the resolution approving the transactions at the general meeting.

(g) There are no thresholds determined for the approval of RRPTs within the Iconic Worldwide Group as all RRPTs will be reviewed by the ARMC and reported to the Board for approval.

4. STATEMENT BY AUDIT AND RISK MANAGEMENT COMMITTEE

The Audit and Risk Management Committee ("the Committee") of the Company has reviewed the procedures mentioned in Section 3 above and is of the view that the said procedures are sufficient to ensure that the RRPTs are undertaken on an arm's length basis, on terms not more favourable to the Related Parties than those generally available to the public and are not detrimental to the minority shareholders.

The Committee is satisfied that the review procedures for RRPTs are sufficient and appropriate to ensure that such RRPTs will be undertaken on an arm's length and are on normal commercial terms, on terms which are not more favourable to the Related Parties than those generally available to the third parties or public and not detrimental to the interests of the minority shareholders and in the best interest of the Iconic Worldwide Group.

The Committee will ensure that the review procedures for the RRPTs in respect of the Proposed Renewal of Shareholders' Mandate will be made at arm's length and in accordance with Iconic Worldwide Group's normal commercial terms, on terms which are not more favourable to the Related Parties than those generally available to third parties or public and not detrimental to the interests of the minority shareholders of ICONIC and is in the best interest of ICONIC.

The Group has in place adequate procedures and processes to monitor, track and identify the RRPTs in a timely and orderly manner. The Committee reviews these procedures and processes on a quarterly basis.

If during its review, the Committee is of the view that such procedures and processes are no longer appropriate or adequate to monitor, track and identify the RRPT, the Committee will draw it to the attention of the Board and if necessary, the Board will revise the existing procedures and processes to ensure that the Group has in place the most appropriate procedures and processes at all times.

5. RATIONALE AND BENEFITS FOR THE PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE

The rationale and benefits of the Proposed Renewal of Shareholders' Mandate to Iconic Worldwide Group are as follows:

(a) The Proposed Renewal of Shareholders' Mandate will facilitate transactions with Related Parties which are carried out in the ordinary course of business of Iconic Worldwide Group and are made on an arm's length basis and on terms not more favourable to the Related Parties than those generally available to the public and not, in the Company's opinion, detrimental to the minority shareholders.

(b) The Proposed Renewal of Shareholders' Mandate will enhance the Iconic Worldwide Group's ability to pursue business opportunities, which may be of time-sensitive in nature and it may not be practical to seek shareholders' approval on a case-by-case basis before entering into such transactions.

(c) The transactions between the Related Parties allow the Iconic Worldwide Group more efficient utilisation of existing resources, prompt delivery and better bargaining power from reliable suppliers.

(d) The Proposed Renewal of Shareholders' Mandate will eliminate the need to make regular announcements or convene separate general meetings from time to time to seek shareholders' mandate approval as and when potential RRPT with a mandated Related Parties arise, thereby reducing the administrative time and expenses in convening such meetings, without compromising the corporate objectives and adversely affecting the business opportunities available to the Group.

6. INTEREST OF INTERESTED DIRECTORS, MAJOR SHAREHOLDERS AND PERSONS CONNECTED WITH A DIRECTOR OR A MAJOR SHAREHOLDER

As at LPD, the direct and indirect shareholdings of the interested Directors and Major Shareholders in ICONIC in respect of the Proposed Renewal of Shareholders' Mandate are as follows:-

	No. of Shares held in ICONIC			
	Direct	**%**	**Indirect**	**%**
Interested Directors and/or Major Shareholders				
Dato' Seri Tan Kean Tet	396,345,284	23.49	275,153,900(1)	16.31
Tan Cho Chia	1,300,000	0.08	82,947,100(2)	4.92
Tan Seok Ying	-	-	-	-
Jason Chung Wei Chiun	-	-	-	-
Modern Rewards Sdn Bhd	192,206,800	11.39	-	-

(1) Deemed interest by virtue of his shareholding in Legacy 888 Sdn Bhd, Modern Rewards Sdn Bhd and a joint account via Citigroup Nominees (Tempatan) Sdn Bhd Exempt AN for Bank of Singapore Limited (Local) pursuant to Section 8 of the Companies Act 2016.

(2) Deemed interest by virtue of his shareholding in Legacy 888 Sdn Bhd and a joint account via Citigroup Nominees (Tempatan) Sdn Bhd Exempt AN for Bank of Singapore Limited (Local) pursuant to Section 8 of the Companies Act 2016.

The abovenamed Directors, being the Directors who are interested in the Proposed Renewal of Shareholders' Mandate have abstained and will continue to abstain from all deliberations and voting on the RRPT involving them, as comprised in the Proposed Renewal of Shareholders' Mandate at the relevant Board meetings. They will also abstain from voting in respect of their direct and indirect shareholding at the forthcoming 57th AGM, on the ordinary resolution approving the RRPT involving them. The abovenamed Major Shareholders will also abstain from voting in respect of their direct and indirect shareholdings in ICONIC at the forthcoming 57th AGM, on the ordinary resolution approving the RRPT involving their interests, which are comprised in the Proposed Renewal of Shareholders' Mandate.

As at LPD, the direct and indirect shareholding of the Persons Connected with a Director and/or Major Shareholder who are interested in the Proposed Renewal of Shareholders' Mandate are set out below:-

Persons Connected with a Director and / or a Major Shareholder	No. of Shares held in ICONIC			
	Direct	**%**	**Indirect**	**%**
Tan Cho Chuan	-	-	-	-
Tan Seok Fang	-	-	-	-
Legacy 888 Sdn Bhd	54,109,000	3.21	-	-
Iconic Group Sdn Bhd	-	-	-	-

The abovenamed Persons Connected will abstain from voting in respect of his/her direct and indirect shareholding in the Company, if any, at the forthcoming 57th AGM, on the ordinary resolution approving the RRPTs involving his/her interests, which are comprised in the Proposed Renewal of Shareholders' Mandate.

6. INTEREST OF INTERESTED DIRECTORS, MAJOR SHAREHOLDERS AND PERSONS CONNECTED WITH A DIRECTOR OR A MAJOR SHAREHOLDER (CONT'D)

The abovenamed Directors and/or Major Shareholders, who are interested in the Proposed Renewal of Shareholders' Mandate, have undertaken to ensure that the Persons Connected to them will abstain from deliberating or voting in respect of their direct and indirect shareholdings in the Company, if any, at the forthcoming 57th AGM, or approving the RRPT involving their interests, which are comprised in the Proposed Renewal of Shareholders' Mandate.

Save for the Directors and/or Major Shareholders and Persons Connected to them, as set out above, none of the Directors or Major Shareholders and Persons Connected to them have any interest, direct or indirect, in the Proposed Renewal of Shareholders' Mandate. Where the Persons Connected with a Director and/or Major Shareholder of ICONIC Group has any interest, direct or indirect, in the Proposed Renewal of Shareholders' Mandate, the Director and/or Major Shareholders concerned and Persons Connected to them will also abstain from voting in respect of their direct or indirect shareholdings in the Company at the forthcoming 57th AGM, on the resolution deliberating or approving the RRPTs involving the relevant Director and/or major shareholder or persons connected to them in the Proposed Renewal of Shareholders' Mandate.

7. THRESHOLDS FOR APPROVAL OF RRPTS WITHIN ICONIC WORLDWIDE GROUP

There are no thresholds for the approval of RRPTs within Iconic Worldwide Group and all related party transactions will be subject to periodic reviews by the Audit and Risk Management Committee to ensure that they have been transacted on arm's length basis and on commercial terms not detrimental to Iconic Worldwide Group and that proper disclosures will be made in the annual report of ICONIC in respect of the aggregate value of transactions conducted pursuant to the Proposed Renewal of Shareholders' Mandate during the financial year.

If it is determined that the guidelines and/or procedures stated in Section 3 of this Circular are inadequate and to ensure that:-

i) the RRPTs will be conducted at arm's length and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and

ii) such transactions are not to the detriment of the minority shareholders of the Company or prejudicial to the interests of the shareholders,

the Company will obtain a fresh shareholders' mandate based on new guidelines and procedures. The Audit and Risk Management Committee shall also have the discretion to request for limits to be imposed or for additional procedures to be followed if it considers such a request to be appropriate. In that event, such limits or procedures may be implemented without the approval of shareholders, provided that they are more stringent than the existing limits or procedures.

8. EFFECTS OF THE PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE

The Proposed Renewal of Shareholders' Mandate are not expected to have material effect on the issued share capital, consolidated NA, consolidated earnings, gearing and Major Shareholders' shareholdings of ICONIC.

9. AMOUNT DUE AND OWING TO ICONIC WORLDWIDE GROUP BY RELATED PARTIES

As at LPD, there is no amount due and owing by the Related Parties to Iconic Worldwide Group, which has exceeded the credit term given. The payments were made within the agreed credit terms.

10. DIRECTORS' RECOMMENDATION

The Directors (save for Dato' Seri Tan Kean Tet, Tan Cho Chia, Tan Seok Ying and Jason Chung Wei Chiun who are interested and deemed interested in the Proposed Renewal of Shareholders' Mandate) are of the opinion that the Proposed Renewal of Shareholders' Mandate are in the best interests of the Company.

Accordingly, the Directors (save for Dato' Seri Tan Kean Tet, Tan Cho Chia, Tan Seok Ying and Jason Chung Wei Chiun who are interested and deemed interested in the Proposed Renewal of Shareholders' Mandate) recommend that you vote in favour of the ordinary resolution to be tabled at the 57th AGM.

11. APPROVALS REQUIRED

The Proposed Renewal of Shareholders' Mandate are subject to the approval of the shareholders of the Company, which will be sought at the forthcoming 57th AGM.

12. ANNUAL GENERAL MEETING

The 57th AGM, the notice of which is enclosed in the Annual Report 2026, will be held at the Function Room 'MARJORIE 2', Level 11, Iconic Marjorie Hotel at 239A, Jalan Sultan Azlan Shah, 11900 Bayan Lepas, Pulau Pinang on Thursday, 26 November 2026 at 10.30 a.m. for the purpose of considering and, if thought fit, passing the ordinary resolution, under the agenda of "Special Business", to give effect to the Proposed Mandates.

If you are unable to attend and vote in person at the AGM, you should complete and return the Proxy Form enclosed in the Annual Report 2026 in accordance with the instructions therein as soon as possible and in any event, so as to arrive at the registered office of the Company not later than forty-eight (48) hours before the time set for holding the AGM or any adjournment thereof. The completion, signing and return of the Proxy Form, will not preclude you from attending and voting in person, should you subsequently decide to do so.

13. FURTHER INFORMATION

Shareholders are requested to refer to the attached Appendices II and III for further information.

Yours faithfully
For and on behalf of the Board of
ICONIC WORLDWIDE BERHAD

WONG THAI SUN
Independent Non-Executive Director

PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE

The details of the nature and estimated annual value of the RRPT in respect of which the Company is seeking **renewal of mandate** from its shareholders as contemplated under the Proposed Renewal of Shareholders' Mandate are as follows:-

Company in Iconic Worldwide Group	Related Party with whom the Group is transacting	Nature of Transaction	Estimated Value of Transaction from the date of the 57th AGM to the date of AGM in 2027* (RM'000)	Interested Director(s)/ Major Shareholder(s) / Person(s) connected to them	Nature of relationship between our Group and the Related Parties	Actual Value transacted from the date of the AGM on 27 November 2025 to LPD (RM'000) ¤	Estimated Value of Transaction as disclosed in the preceding Circular to Shareholders ¤ (RM'000)
IMSB	Lucky 888	Rental payable to Lucky 888 by IMSB for the rental of office space with a total built-up area of 4,850 square feet at a monthly rental of RM10,000** and bearing postal address:- No. 1-2 & 1-3, Jalan Icon City, Icon City,14000 Bukit Mertajam, Penang	150	Dato' Seri Tan Tan Cho Chia Tan Seok Ying Jason Chung Wei Chiun Tan Cho Chuan Tan Seok Fang	Dato' Seri Tan, Tan Seok Ying and Tan Seok Fang are directors of Lucky 888. Dato' Seri Tan, Tan Seok Ying and Tan Cho Chia are shareholders of Lucky 888. Jason Chung Wei Chiun is the spouse of Tan Seok Ying and son-in-law of Dato' Seri Tan. Tan Cho Chuan and Tan Seok Fang are siblings of Tan Cho Chia and Tan Seok Ying. Tan Cho Chia, Tan Seok Ying, Tan Cho Chuan and Tan Seok Fang are children of Dato' Seri Tan.	**100**	150

Proposed Renewal of Shareholders' Mandate (cont'd)

Company in Iconic Worldwide Group	Related Party with whom the Group is transacting	Nature of Transaction	Estimated Value of Transaction from the date of the 57th AGM to the date of AGM in 2027* (RM'000)	Interested Director(s)/ Major Shareholder(s) / Person(s) connected to them	Nature of relationship between our Group and the Related Parties	Actual Value transacted from the date of the AGM on 27 November 2025 to LPD (RM'000) ¤	Estimated Value of Transaction as disclosed in the preceding Circular to Shareholders ¤ (RM'000)
IMED	Lucky 888	Sale of personal protective equipment products to Lucky 888	250	Dato' Seri Tan Tan Cho Chia Tan Seok Ying Jason Chung Wei Chiun Tan Cho Chuan Tan Seok Fang	Dato' Seri Tan, Tan Seok Ying and Tan Seok Fang are directors of Lucky 888. Dato' Seri Tan, Tan Seok Ying and Tan Cho Chia are shareholders of Lucky 888. Jason Chung Wei Chiun is the spouse of Tan Seok Ying and son-in-law of Dato' Seri Tan. Tan Cho Chuan and Tan Seok Fang are siblings of Tan Cho Chia and Tan Seok Ying. Tan Cho Chia, Tan Seok Ying, Tan Cho Chuan and Tan Seok Fang are children of Dato' Seri Tan.	**17**	500

Proposed Renewal of Shareholders' Mandate (cont'd)

Company in Iconic Worldwide Group	Related Party with whom the Group is transacting	Nature of Transaction	Estimated Value of Transaction from the date of the 57th AGM to the date of AGM in 2027* (RM'000)	Interested Director(s)/ Major Shareholder(s) / Person(s) connected to them	Nature of relationship between our Group and the Related Parties	Actual Value transacted from the date of the AGM on 27 November 2025 to LPD (RM'000) ¤	Estimated Value of Transaction as disclosed in the preceding Circular to Shareholders ¤ (RM'000)
IMED	Iconic Development	Sale of personal protective equipment products to Iconic Development	250	Dato' Seri Tan Tan Cho Chia Tan Seok Ying Jason Chung Wei Chiun Tan Cho Chuan Tan Seok Fang Iconic Group Sdn Bhd	Iconic Group Sdn Bhd is the holding company of Iconic Development. Dato' Seri Tan, Tan Seok Ying and Jason Chung Wei Chiun are Directors of Iconic Development. Dato' Seri Tan and Tan Cho Chia are deemed interested by virtue of their shareholdings in Iconic Group Sdn Bhd. Dato' Seri Tan and Tan Seok Ying are directors of Iconic Group Sdn Bhd. Jason Chung Wei Chiun is the spouse of Tan Seok Ying and son-in-law of Dato' Seri Tan. Tan Cho Chuan and Tan Seok Fang are siblings of Tan Cho Chia and Tan Seok Ying. Tan Cho Chia, Tan Seok Ying, Tan Cho Chuan and Tan Seok Fang are children of Dato' Seri Tan.	**3**	500

Proposed Renewal of Shareholders' Mandate (cont'd)

Company in Iconic Worldwide Group	Related Party with whom the Group is transacting	Nature of Transaction	Estimated Value of Transaction from the date of the 57th AGM to the date of AGM in 2027* (RM'000)	Interested Director(s)/ Major Shareholder(s) / Person(s) connected to them	Nature of relationship between our Group and the Related Parties	Actual Value transacted from the date of the AGM on 27 November 2025 to LPD (RM'000) ¤	Estimated Value of Transaction as disclosed in the preceding Circular to Shareholders ¤ (RM'000)
IMED	Lucky 888	Procurement of services such as rooms and transportation services, food and beverages and facilities from Lucky 888 for IMED's employees	250	Dato' Seri Tan Tan Cho Chia Tan Seok Ying Jason Chung Wei Chiun Tan Cho Chuan Tan Seok Fang	Dato' Seri Tan, Tan Seok Ying and Tan Seok Fang are directors of Lucky 888. Dato' Seri Tan, Tan Seok Ying and Tan Cho Chia are shareholders of Lucky 888. Jason Chung Wei Chiun is the spouse of Tan Seok Ying and son-in-law of Dato' Seri Tan. Tan Cho Chuan and Tan Seok Fang are siblings of Tan Cho Chia and Tan Seok Ying. Tan Cho Chia, Tan Seok Ying, Tan Cho Chuan and Tan Seok Fang are children of Dato' Seri Tan.	**14**	500

Proposed Renewal of Shareholders' Mandate (cont'd)

Company in Iconic Worldwide Group	Related Party with Whom the Group is transacting	Nature of Transaction	Estimated Value of Transaction from the date of the 57th AGM to the date of AGM in 2027* (RM'000)	Interested Director(s)/ Major Shareholder(s)/ Person(s) connected to them	Nature of relationship between our Group and the Related Parties	Actual Value transacted from the date of the AGM on 27 November 2025 to LPD (RM'000) ¤	Estimated Value of Transaction as disclosed in the preceding Circular to Shareholders ¤ (RM'000)
ISRSB	Iconic Penang	Procurement of shared management and operation services by ISRSB from Iconic Penang such as day-to-day administration services, housekeeping, security and property maintenance services and ancillary services such as transportation, food and beverages and other facilities.	2,500	Dato' Seri Tan Tan Cho Chia Tan Seok Ying Jason Chung Wei Chiun Tan Cho Chuan Tan Seok Fang	Dato' Seri Tan, Tan Seok Ying and Tan Seok Fang are directors of Iconic Penang. Dato' Seri Tan, Tan Seok Ying and Tan Cho Chia are shareholders of Iconic Penang. Jason Chung Wei Chiun is the spouse of Tan Seok Ying and son-in-law of Dato' Seri Tan. Tan Cho Chuan and Tan Seok Fang are siblings of Tan Cho Chia and Tan Seok Ying. Tan Cho Chia, Tan Seok Ying, Tan Cho Chuan and Tan Seok Fang are children of Dato' Seri Tan.	**397**	2,500

Notes:-

* *The estimated value of the transactions for the period from the date of forthcoming 57th AGM to the date of the next AGM is based on management estimates and on the assumption that current levels of operations will continue and all external conditions remain constant. Due to the nature of the transactions, the actual value of the transactions may vary from the estimated value disclosed above.*

** *The tenancy of the premises is for a period less than three (3) years and subject to renewal. The rental payable will be on a monthly basis.*

¤ *None of the actual value transacted exceeded the estimated value as disclosed to the shareholders in the preceding year's Circular to Shareholders.*

FURTHER INFORMATION

1) DIRECTORS' RESPONSIBILITY STATEMENT

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

2) MATERIAL CONTRACTS

There are no material contracts (not being contracts entered into in the ordinary course of business) which have been entered into by Iconic Worldwide Group during the past 2 years immediately preceding the date of this Circular:

3) MATERIAL LITIGATION, CLAIMS AND ARBITRATION

Save as disclosed below, ICONIC nor any of its subsidiary companies are engaged in any material litigation, claim or arbitration, either as plaintiff or defendant and the Board is not aware and do not have any knowledge of any proceedings pending or threatened against the Company and/or its subsidiaries or of any facts likely to give rise to any proceeding which may materially or adversely affect the financial position or business of the Company and/or its subsidiary companies.

(i) Iconic Medicare Sdn Bhd v CeramTec Innovative Ceramic Engineering (M) Sdn. Bhd. – Court of Appeal, Putrajaya Court Civil Appeal No.: P-02(NCvC)(W)-504-04/2025
(arising from Penang High Court Civil Suit No. PA-22NCVC-124-07/2023)

CeramTec Innovative Ceramic Engineering (M) Sdn. Bhd. v Iconic Medicare Sdn Bhd – Court of Appeal, Putrajaya Court Civil Appeal No.: P-02(NCvC)(W)-505-04/2025
(arising from Penang High Court Civil Suit No. PA-22NCVC-124-07/2023)

On 27 March 2025, Iconic Medicare Sdn Bhd ("IMED") filed a Notice of Appeal to the Court of Appeal ("COA") Putrajaya on the decision by the Penang High Court to dismiss their claim for the sum of USD3.76 million for consequential losses against CeramTec Innovative Ceramic Engineering (M) Sdn. Bhd.("CeramTec").

On the same date CeramTec also filed a Notice of Appeal to the COA Putrajaya on the decision by the Penang High Court to dismiss their claim for the sum of RM44,130.00 arising from a contractual dispute against IMED and allowing the counterclaim by IMED on general damages for the sum of RM583,880.00

Estimated potential liability to the Group arising from the Appeal

The Board is of the opinion that apart from the professional fees payable, there shall be no other potential liability to the Group which may arise from the Appeal.

Opinion on the outcome of the Appeal

The Board, in consultation with the Company's solicitors are of the view that IMED has a reasonably good chance of dismissing the Appeal by CeramTec. They have also expressed their confidence that IMED's Appeal will be successful as evidences are very much in our favour.

Current status of the matter

Both the Appeals are fixed for hearing on 16 December 2026.

(ii) Latex Form Sdn. Bhd. ("Latex Form") v Iconic Medicare Sdn Bhd ("IMED") – Penang High Court Civil Suit No.: PA-22NCVC-49-04/2024

On 22 April 2025, the High Court of Penang in its decision:

i. dismissed all claims by Latex Form against IMED;

ii. allowed IMED's counterclaim in part for a total sum of RM10,115,000 to be paid to IMED within 21 days from judgement date together with interest at the rate of 5% p.a to be calculated from the date of judgement until date of full payment; and

iii. ordered Latex Form to pay cost of RM50,000

Latex Form did not file any appeal on the High Court's decision. On 2 July 2025, IMED's application to garnish sixteen bank accounts of Latex Form was allowed and the said banks were served with the sealed order and at the Show Cause hearing on 20 August 2025, it was noted that Latex Form had only RM1,208.85 in one out of its sixteen bank accounts.

Current status of the matter

On 6 October 2025, IMED filed a petition to wind-up Latex Form but was notified that Latex Form was already wound-up, IMED will file a Proof of Debt for record.

4) DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection during normal office hours (except public holidays) at the registered office of ICONIC from the date of this Circular up to and including the date of the AGM:-

- Constitution of ICONIC;
- the audited financial statements of ICONIC for the financial years ended 30 June 2025 and 30 June 2026; and
- the written judgements in respect of the material litigation referred to in Section 3.

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EXTRACT OF NOTICE OF AGM

Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

"**THAT**, subject always to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and its subsidiaries (collectively the **"Group"**) to enter into and give effect to the recurrent related party transactions of a revenue or trading nature with the related parties as specified in Appendix I of the Circular to Shareholders dated 28 October 2026, provided that such transactions and/or arrangements which are necessary for the Group's day-to-day operations are undertaken in the ordinary course of business, at arm's length basis, on normal commercial terms and transaction prices which are not more favourable to the related parties than those generally available to the public and not detrimental to the minority shareholders of the Company (hereinafter referred to as the "**Proposed Renewal of Shareholders' Mandate**"):

Ordinary Resolution 8

THAT the Proposed Renewal of Shareholders' Mandate shall only continue to be in full force until:

i) the conclusion of the next AGM of the Company at which time it will lapse, unless by a resolution passed at said AGM, such authority is renewed; or

ii) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or

iii) revoked or varied by a resolution passed by the shareholders of the Company in a general meeting;

whichever is the earlier.

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary or in the best interest of the Company to give effect to the Proposed Renewal of Shareholders' Mandate."

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