

CORPORATE GOVERNANCE REPORT

STOCK CODE : 0366
COMPANY NAME : iCents Group Holdings Berhad
FINANCIAL YEAR : June 30, 2025

OUTLINE:

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

Disclosures in this section are pursuant to Paragraph 15.25 of Bursa Malaysia Listing Requirements.

SECTION B – DISCLOSURES ON CORPORATE GOVERNANCE PRACTICES PURSUANT CORPORATE GOVERNANCE GUIDELINES ISSUED BY BANK NEGARA MALAYSIA

Disclosures in this section are pursuant to Appendix 4 (Corporate Governance Disclosures) of the Corporate Governance Guidelines issued by Bank Negara Malaysia. This section is only applicable for financial institutions or any other institutions that are listed on the Exchange that are required to comply with the above Guidelines.

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

Disclosures in this section are pursuant to Paragraph 15.25 of Bursa Malaysia Listing Requirements.

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.1

The board should set the company's strategic aims, ensure that the necessary resources are in place for the company to meet its objectives and review management performance. The board should set the company's values and standards, and ensure that its obligations to its shareholders and other stakeholders are understood and met.

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| Application | : | Applied |
| Explanation on application of the practice | : | <p>The Board of Directors ("Board") of iCents Group Holdings Berhad ("iCents Group" or "the Company") is collectively responsible for the leadership, oversight, and securing the long-term success of iCents Group and its subsidiaries ("the Group"). The responsibility entails guiding the Group towards generating sustainable value for its stakeholders while upholding rigorous governance standards. The Board members are expected to demonstrate exemplary stewardship, professionalism, and act in alignment with the Group's principles, all while fulfilling their fiduciary obligations.</p> <p>Additionally, the Board is responsible for overseeing the Management in maintaining a robust governance system and internal control system. This is to ensure operations are carried out effectively and efficiently, maintain internal control standards, and comply with all relevant laws and regulations.</p> <p>The Board assumes, among others the following responsibilities:-</p> <ul style="list-style-type: none">• Overseeing and evaluating the conduct and sustainability of the businesses of the Group, assuming the responsibility for succession planning.• Reviewing and adopting the Group's overall strategic direction, business plans, and annual budgets of the Group, including major capital commitments.• Establishing key performance indicators and succession plans, ensuring that the Key Senior Management has the necessary skills and experience, and that measures are in place to provide for the orderly succession of the Board and Key Senior Management.• Reviewing and approving new ventures, major acquisitions and disposals of undertakings and properties. |

- Identifying principal risks and ensuring the implementation of appropriate systems to manage and monitor significant financial and non-financial risks.
- Reviewing the adequacy and integrity of the Group’s internal control systems, risk management and management information systems.
- Overseeing the development and implementation of the shareholders’ communications policy for the Company.
- Assess the training needs of the Directors and ensure Directors have access to a continuing education programme.
- Responsible for the quality and completeness of the financial statements of the Group and ensuring that they are prepared based on the appropriate and consistently applied accounting policies.
- Ensure that the general meetings of the Company are conducted efficiently and serve as a mode of shareholders' communication.
- Ensure the integrity of the Company’s financial and non-financial reporting.

The Board has also delegated day-to-day management of the Group to the Managing Director (“MD”), Executive Directors, and the Management. For the effective function of the Board, the Board has also delegated specific responsibilities to the following Board Committees within their respective Terms of Reference (“TOR”):-

- Audit and Risk Management Committee (“ARMC”);
- Nomination Committee (“NC”); and
- Remuneration Committee (“RC”).

The TOR of the abovementioned Board Committees were approved by the Board on 25 November 2024. The Board Committees report to the Board on matters deliberated and their recommendations thereon. The ultimate responsibility for the final decision on all matters, however, lies with the Board.

In discharging its fiduciary duties and leadership functions, the Board is guided by the Board Charter which sets out the principles and guidelines that are to be applied by the Board. The Board has also established a Code of Ethics and Conduct which serves as an internal frame of reference for the Directors and employees of the Group in the conduct of their daily activities. The Code of Ethics and Conduct is incorporated in the Board Charter of the Company. The Board Charter was approved by the Board on 25 November 2024.

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| | The Board Charter and TOR of the respective committees are available on the Company's website at www.icentgroup.com . | |
| Explanation for departure | : | |
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| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.2

A Chairman of the board who is responsible for instilling good corporate governance practices, leadership and effectiveness of the board is appointed.

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| Application | : | Applied |
| Explanation on application of the practice | : | <p>The Chairperson of the Board is Dato' Lim Bee Vian, an Independent Non-Executive Chairperson, whose profile is presented in the Annual Report 2025.</p> <p>Dato' Lim Bee Vian is principally responsible for leading the Board, upholding sound governance practices, and ensuring its overall effectiveness. She acts independently in safeguarding the best interests of the Group, while guiding the Board in its decision-making and serving as the primary representative of the Board to shareholders and other stakeholders.</p> <p>The specific roles and responsibilities of the Chairperson are clearly outlined in the Board Charter, which is available on the Company's website at www.icentgroup.com.</p> |
| Explanation for departure | : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.3

The positions of Chairman and CEO are held by different individuals.

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| Application | : | Applied |
| Explanation on application of the practice | : | <p>The roles of Independent Non-Executive Chairperson and MD are held by two distinct individuals, namely Dato' Lim Bee Vian and Ir. Ts. Ong Mum Fei, respectively.</p> <p>The Board Charter clearly defines the responsibilities of both positions to ensure a proper balance of power and authority, thereby promoting accountability and preventing any individual from exercising unfettered decision-making authority.</p> <p>The Independent Non-Executive Chairperson is responsible for providing leadership to the Board, ensuring its effectiveness, conduct, and governance. The Board has delegated responsibility for the Group's day-to-day management, operations, and the execution of its policies and decisions to the MD, Executive Directors, and Key Senior Management. The MD and Executive Directors are entrusted with managing the Group's business operations and resources in line with the strategic direction set by the Board.</p> <p>The detailed roles and responsibilities of the Independent Non-Executive Chairperson and the MD are outlined in the Board Charter, which is available on the Company's website at www.icentsgroup.com.</p> |
| Explanation for departure | : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.4

The Chairman of the board should not be a member of the Audit Committee, Nomination Committee or Remuneration Committee

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| <i>Note: If the board Chairman is not a member of any of these specified committees, but the board allows the Chairman to participate in any or all of these committees' meetings, by way of invitation, then the status of this practice should be a 'Departure'.</i> | |
| Application : | Applied |
| Explanation on application of the practice : | The Chairperson of the Board, Dato' Lim Bee Vian is not a member of the ARMC, NC and RC of the Company. |
| Explanation for departure : | Please provide an explanation on how the practice is being applied. |
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| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | |
| Measure : | |
| Timeframe : | |

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.5

The board is supported by a suitably qualified and competent Company Secretary to provide sound governance advice, ensure adherence to rules and procedures, and advocate adoption of corporate governance best practices.

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| Application | : Applied |
| Explanation on application of the practice | <p>The Group is currently outsourcing the corporate secretarial function to Cospec Management Services Sdn. Bhd.</p> <p>The Board is supported by two (2) Companies Secretaries who are experienced and qualified to act as Company Secretaries under Section 235(2) of the Companies Act 2016 ("Act") and are registered holders of the Practising Certificate issued by the Companies Commission of Malaysia.</p> <p>The Board acknowledges that the Company Secretaries play an important role and will ensure that the Company Secretaries fulfil the functions for which they have been appointed.</p> <p>The Company Secretaries play an important role in facilitating the overall compliance with the Act, ACE Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities"), Malaysian Code on Corporate Governance ("MCCG") and other relevant laws and regulations. The Company Secretaries also assist the Board and Board Committees to function effectively and in accordance with their TOR and best practices and ensure adherence to the existing Board policies and procedures. In order to discharge the roles effectively, the Company Secretaries have been continuously attending the necessary training programmes, conferences or seminars organised by relevant authorities and/or professional bodies to keep themselves abreast with the latest developments in the corporate governance realm and changes in regulatory requirements that are relevant to their profession and enable them to provide the necessary advisory role to the Board.</p> <p>The Board has direct access to the professional advice and services of the Company Secretaries and their team when performing their duties and discharging their responsibilities.</p> <p>During the financial year under review, the Board and Board Committees' meetings were properly convened, and accurate and proper records of the proceedings and resolutions passed were taken and maintained in the statutory records of the Company.</p> |

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| | Overall, the Board is satisfied with the performance and support rendered by the Company Secretaries and their team to the Board in the discharge of their duties and functions. | |
| Explanation for departure | : | |
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| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.6

Directors receive meeting materials, which are complete and accurate within a reasonable period prior to the meeting. Upon conclusion of the meeting, the minutes are circulated in a timely manner.

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| Application | : | Applied |
| Explanation on application of the practice | : | <p>An annual meeting calendar is prepared in advance by the Company Secretaries of each financial year to facilitate effective planning by the Directors. The calendar outlines the schedule of Board and Board Committee meetings, the Annual General Meeting ("AGM"), as well as the closed periods for securities dealings by Directors and principal officers, which are aligned with the release of the Company's quarterly financial results.</p> <p>Notices of Board and Board Committee meetings, together with the relevant meeting papers, are generally circulated to Directors at least five (5) working days prior to each meeting. This practice ensures that Directors are afforded sufficient time to review the materials and make informed decisions.</p> <p>In between scheduled meetings, urgent matters requiring Board consideration are addressed either through additional ad hoc meetings or by way of written resolutions, supported with the necessary board papers to facilitate informed deliberation. All written resolutions approved by the Board are subsequently tabled for notation at the next Board meeting.</p> <p>The deliberations and outcomes of all Board and Board Committee meetings are properly documented in minutes, which are circulated to the respective Chairpersons for review within a reasonable timeframe. The minutes reflect the discussions, key deliberations, and decisions made, including any instances where a Director abstained from deliberation or voting. All records of proceedings and resolutions are maintained at the Company's registered office.</p> <p>All Directors have unrestricted access to timely and relevant information on the Group. They are also entitled to seek independent professional advice, at the Company's expense, whenever they deem it necessary in the discharge of their duties.</p> |
| Explanation for departure | : | |
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Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.

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| Measure : | | |
| Timeframe : | | |

Intended Outcome

There is demarcation of responsibilities between the board, board committees and management.

There is clarity in the authority of the board, its committees and individual directors.

Practice 2.1

The board has a board charter which is periodically reviewed and published on the company's website. The board charter clearly identifies–

- the respective roles and responsibilities of the board, board committees, individual directors and management; and
- issues and decisions reserved for the board.

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| Application | : | Applied |
| Explanation on application of the practice | : | <p>The Board has formalised and adopted a Board Charter on 25 November 2024 covering the respective roles and responsibilities of the Board, Board Committee, individual Directors and Management and the issues and decisions reserved for the Board's decision.</p> <p>The Board Charter serves as a guiding literature to the Board in the fulfilment of its fiduciary and leadership functions.</p> <p>The Board Charter will be reviewed and updated as and when necessary to ensure it remains consistent with the Group's policies and procedures, the Board's overall responsibilities as well as changes to legislation and regulations.</p> <p>The Board Charter is available on the Company's website at www.icentgroup.com.</p> |
| Explanation for departure | : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

The board is committed to promoting good business conduct and maintaining a healthy corporate culture that engenders integrity, transparency and fairness.

The board, management, employees and other stakeholders are clear on what is considered acceptable behaviour and practice in the company.

Practice 3.1

The board establishes a Code of Conduct and Ethics for the company, and together with management implements its policies and procedures, which include managing conflicts of interest, preventing the abuse of power, corruption, insider trading and money laundering.

The Code of Conduct and Ethics is published on the company's website.

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| Application | : | Applied |
| Explanation on application of the practice | : | <p>The Code of Ethics and Conduct which forms part of the Board Charter was adopted by the Board on 25 November 2024 and is observed by all Directors, Management and employees of the Group which is available on the Company's website at www.icentgroup.com.</p> <p>The Code of Ethics and Conduct set out the standard of ethical behaviour and value expected of Directors and any other employees at the executive level and above and serves as a guide and reference in the course of the performance of their duties and responsibilities.</p> <p>The Board will review the Code of Ethics and Conduct from time to time to ensure that it continues to remain relevant and appropriate.</p> |
| Explanation for departure | : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

The board is committed to promoting good business conduct and maintaining a healthy corporate culture that engenders integrity, transparency and fairness.

The board, management, employees and other stakeholders are clear on what is considered acceptable behaviour and practice in the company.

Practice 3.2

The board establishes, reviews and together with management implements policies and procedures on whistleblowing.

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| Application | : | Applied |
| Explanation on application of the practice | : | <p>The Board had adopted a Whistleblowing Policy on 30 May 2025 to provide an avenue for Directors, employees and external parties to raise concerns about possible improprieties, unethical or illegal activities within the Group.</p> <p>The Whistleblowing Policy was subsequently updated on 17 October 2025. The Board will review and update the Whistleblowing Policy at least once every three (3) years to ensure its effectiveness and consistency with the governing legislation and regulatory requirements.</p> <p>The updated Whistleblowing Policy is available on the Company's website at www.icentgroup.com.</p> |
| Explanation for departure | : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.1

The board together with management takes responsibility for the governance of sustainability in the company including setting the company's sustainability strategies, priorities and targets.

The board takes into account sustainability considerations when exercising its duties including among others the development and implementation of company strategies, business plans, major plans of action and risk management.

Strategic management of material sustainability matters should be driven by senior management.

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| Application | : | Applied |
| Explanation on application of the practice | : | <p>The Board acknowledged that sustainable development is important to the business and business operation of the Group which influences the approach of the Group operating its business by embracing better practices that are sustainable to realise the Group's Economic, Environmental and Social ("EES") development agenda.</p> <p>The Board, alongside with the Management, shares responsibility for governing sustainability within the Company. The Board is tasked with establishing the sustainability strategy and provides oversight of the corporate sustainability policies and performance, while the Management supervises the implementation of the Company's sustainability approach and ensures that key targets are being met.</p> <p>As part of the efforts to promote and build sustainability momentum within the Group, the Management has undertaken the following measures:-</p> <ul style="list-style-type: none">• strengthen the financial and deliver sustainable returns to the stakeholders.• mitigating any negative environment impact and conserving the surrounding environment.• foster a robust, diverse and capable workforce, and create a safe workplace. <p>In addition, the ARMC is also empowered to assist the Board in overseeing the Company's sustainability implementation and reporting, rooted in Environmental, Social and Governance pillars. This responsibility has been incorporated into the TOR of ARMC as well.</p> |
| Explanation for departure | : | |

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| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.2

The board ensures that the company’s sustainability strategies, priorities and targets as well as performance against these targets are communicated to its internal and external stakeholders.

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| Application | : | Applied | |
| Explanation on application of the practice | : | <p>The Board believes that solid alliances with stakeholders have enabled the Company to grow from strength to strength, and it is key in driving the sustainability of the Company with regular engagement, communication and obtaining feedbacks and/or opinions from the stakeholders.</p> <p>The Company has engaged with stakeholders in a variety of ways which had been done at both the business units and group levels through formal and informal activities. The collective opinions and insights from the stakeholders help the Board make informed decisions while aligning the stakeholders’ expectations with the Company’s sustainability priorities and business approach.</p> <p>Details pertaining to the stakeholders’ engagement are available in the Sustainability Report in the Annual Report 2025.</p> | |
| Explanation for departure | : | | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | | |
| Measure | : | | |
| Timeframe | : | | |

Intended Outcome

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.3

The board takes appropriate action to ensure they stay abreast with and understand the sustainability issues relevant to the company and its business, including climate-related risks and opportunities.

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| Application | : | Applied | |
| Explanation on application of the practice | : | <p>The Board through the NC assessed the training programmes attended by each Director during the financial year to ensure they stay abreast with the latest developments in the industry as well as the sustainability issues relevant to the Group, including factors that are driving climate change, sustainable finance and achieving a sustainable business model.</p> <p>The key training programmes attended by each Director in the financial year ended 30 June 2025 are set out in the Corporate Governance Overview Statement of Annual Report 2025.</p> <p>The Company Secretaries regularly updates the Board on the changes of the Listing Requirements and/or other regulatory requirements upon receiving the circulars from Bursa Securities and/or other regulators, which are relevant to the Company and provides advice on corporate disclosures and compliance issues.</p> | |
| Explanation for departure | : | | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | | |
| Measure | : | | |
| Timeframe | : | | |

Intended Outcome

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.4

Performance evaluations of the board and senior management include a review of the performance of the board and senior management in addressing the company's material sustainability risks and opportunities.

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| Application | : | Applied | |
| Explanation on application of the practice | : | The Board and the Management have performed their respective roles in addressing material sustainability risks and opportunities. The performance evaluation of the Board in addressing the Group's strategic and business plans which promote sustainability materials matters was evaluated through the annual Board's effectiveness evaluation for the financial year ended 30 June 2025. Together, the Board and Management tackle the Company's significant issues, along with the associated risks and opportunities. They implement suitable mitigation strategies to ensure the Company maintains robust returns for its shareholders. | |
| Explanation for departure | : | | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | | |
| Measure | : | | |
| Timeframe | : | | |

Intended Outcome

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.5- Step Up

The board identifies a designated person within management, to provide dedicated focus to manage sustainability strategically, including the integration of sustainability considerations in the operations of the company.

Note: The explanation on adoption of this practice should include a brief description of the responsibilities of the designated person and actions or measures undertaken pursuant to the role in the financial year.

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| Application | : | Adopted |
| Explanation on adoption of the practice | : | <p>The Board has designated Manager for Sustainability, ESG, IMS & Compliance as the person responsible for managing sustainability matters within the Company. This role focuses on integrating sustainability strategies into business operations, including environmental performance, resource efficiency, employee welfare, and community engagement.</p> <p>During the financial year, the designated person coordinated sustainability initiatives such as energy and waste reduction programs, compliance monitoring with ISO 14001 and ISO 45001 standards, and stakeholder engagement to align sustainability objectives with the Company's long-term business goals. Regular reports on sustainability performance were submitted to management for review and continuous improvement.</p> |

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.1

The Nomination Committee should ensure that the composition of the board is refreshed periodically. The tenure of each director should be reviewed by the Nomination Committee and annual re-election of a director should be contingent on satisfactory evaluation of the director's performance and contribution to the board.

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| Application | : | Applied |
| Explanation on application of the practice | : | <p>The NC is responsible for overseeing the overall composition of the Board, ensuring an appropriate mix of skills, experience, and core competencies, as well as maintaining a balanced ratio of Executive Directors to Independent Non-Executive Directors.</p> <p>The Board's effectiveness as a whole, along with the contribution of each Director and the Board's various committees, will be assessed on an annual basis.</p> <p>The Board is fully aware that the tenure of an Independent Director shall not exceed a cumulative term of nine (9) years as recommended by the MCCG. However, if the Board intends to retain a Director who has served as an Independent Director of the Company for a cumulative term of more than nine (9) years, the Board must justify its decision and seek the shareholders' approval through a two-tier voting process at a general meeting. During the financial year ended 30 June 2025, none of the Directors has served the Board as an Independent Director of the Company for a cumulative term of more than nine (9) years.</p> <p>The annual re-election of retiring Directors has been contingent on a satisfactory evaluation of the retiring Directors' performance and contribution to the Board.</p> <p>In addition, the Directors' Fit and Proper Policy was adopted on 30 May 2025 which serves as a guide to NC and the Board for the appointment and re-election of Directors of the Group. The policy of the Group is published on the Company's website at www.icentsgroup.com.</p> |
| Explanation for departure | : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
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Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.2

At least half of the board comprises independent directors. For Large Companies, the board comprises a majority independent directors.

| Application | : | Applied | | | | | | | | | | | | | | | | |
|---|---------------------------------------|---|------|-------------|--------------------|---------------------------------------|---------------------|-------------------|----------------|--------------------|--------------|--------------------|----------------|------------------------------------|---------------|------------------------------------|----------------------|------------------------------------|
| Explanation on application of the practice | : | <p>The current Board consists of seven (7) members, comprising one (1) Independent Non-Executive Chairperson, one (1) MD, two (2) Executive Directors and three (3) Independent Non-Executive Directors, as set out in the table below:</p> <table border="1"> <thead> <tr> <th>Name</th> <th>Designation</th> </tr> </thead> <tbody> <tr> <td>Dato' Lim Bee Vian</td> <td>Independent Non-Executive Chairperson</td> </tr> <tr> <td>Ir. Ts. Ong Mum Fei</td> <td>Managing Director</td> </tr> <tr> <td>Foo Siang Leng</td> <td>Executive Director</td> </tr> <tr> <td>Tan Wei Ying</td> <td>Executive Director</td> </tr> <tr> <td>Law Sang Thiam</td> <td>Independent Non-Executive Director</td> </tr> <tr> <td>Lim Teng Hong</td> <td>Independent Non-Executive Director</td> </tr> <tr> <td>Michelle Marie Maman</td> <td>Independent Non-Executive Director</td> </tr> </tbody> </table> <p>The present composition of the Board complies with Rule 15.02 of the Listing Requirements of Bursa Securities and Practice 5.2 of the MCCG as half (50%) of the Board comprises Independent Directors. All the Independent Directors are satisfied with the independence test under the Listing Requirements of Bursa Securities.</p> <p>The presence of Independent Directors ensures that views, consideration, judgment and discretion exercised by the Board in decision making remain objective and independent whilst assuring the interest of other parties such as minority shareholders are fully addressed and adequately protected as well as being accorded with due consideration.</p> | Name | Designation | Dato' Lim Bee Vian | Independent Non-Executive Chairperson | Ir. Ts. Ong Mum Fei | Managing Director | Foo Siang Leng | Executive Director | Tan Wei Ying | Executive Director | Law Sang Thiam | Independent Non-Executive Director | Lim Teng Hong | Independent Non-Executive Director | Michelle Marie Maman | Independent Non-Executive Director |
| Name | Designation | | | | | | | | | | | | | | | | | |
| Dato' Lim Bee Vian | Independent Non-Executive Chairperson | | | | | | | | | | | | | | | | | |
| Ir. Ts. Ong Mum Fei | Managing Director | | | | | | | | | | | | | | | | | |
| Foo Siang Leng | Executive Director | | | | | | | | | | | | | | | | | |
| Tan Wei Ying | Executive Director | | | | | | | | | | | | | | | | | |
| Law Sang Thiam | Independent Non-Executive Director | | | | | | | | | | | | | | | | | |
| Lim Teng Hong | Independent Non-Executive Director | | | | | | | | | | | | | | | | | |
| Michelle Marie Maman | Independent Non-Executive Director | | | | | | | | | | | | | | | | | |
| Explanation for departure | : | | | | | | | | | | | | | | | | | |
| <p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p> | | | | | | | | | | | | | | | | | | |
| Measure | : | | | | | | | | | | | | | | | | | |
| Timeframe | : | | | | | | | | | | | | | | | | | |

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.3

The tenure of an independent director does not exceed a cumulative term limit of nine years. Upon completion of the nine years, an independent director may continue to serve on the board as a non-independent director.

If the board intends to retain an independent director beyond nine years, it should provide justification and seek annual shareholders' approval through a two-tier voting process.

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| Application | : | Applied | |
| Explanation on application of the practice | : | None of the Independent Directors of the Company has served the Board exceeding a cumulative term limit of nine (9) years as the Company was listed on 17 July 2025. | |
| Explanation for departure | : | | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | | |
| Measure | : | | |
| Timeframe | : | | |

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.4 - Step Up

The board has a policy which limits the tenure of its independent directors to nine years without further extension.

Note: To qualify for adoption of this Step Up practice, a listed issuer must have a formal policy which limits the tenure of an independent director to nine years without further extension i.e. shareholders' approval to retain the director as an independent director beyond nine years.

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| Application | : | Not Adopted |
| Explanation on adoption of the practice | : | |

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.5

Appointment of board and senior management are based on objective criteria, merit and with due regard for diversity in skills, experience, age, cultural background and gender.

Directors appointed should be able to devote the required time to serve the board effectively. The board should consider the existing board positions held by a director, including on boards of non-listed companies. Any appointment that may cast doubt on the integrity and governance of the company should be avoided.

| | | |
|--|---|---|
| Application | : | Applied |
| Explanation on application of the practice | : | <p>The Board acknowledges the importance of appointing Board and Senior Management based on objective criteria, merit and with due regard for diversity in skills, experience, age, cultural background and gender.</p> <p>The NC is responsible for assessing, evaluating and recommending a new member to the Board after taking into consideration the relevant criteria such as age, gender, ethnicity, skill and experience, industry knowledge, personal qualities and characteristics which include integrity and willingness and ability to discharge duty as Director.</p> <p>The NC will also seek the nomination of suitable candidates for the Senior Management team from its members, Management and shareholders of the Company, then evaluate the suitability of the candidate prior to recommending the proposed candidate to the Board.</p> <p>Similarly, the Board will deliberate on the appointment of a member after taking into consideration the predefined criteria including age, skill and working experience, industry exposure, educational background and personal characteristics.</p> <p>The Board had adopted the Directors' Fit and Proper Policy on 30 May 2025 to ensure a transparent and rigorous process for the appointment and re-election of Directors of the Group. The policy is accessible on the Company's website at www.icentgroup.com.</p> |
| Explanation for departure | : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |

| | | | |
|------------------|---|--|--|
| Measure | : | | |
| Timeframe | : | | |

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.6

In identifying candidates for appointment of directors, the board does not solely rely on recommendations from existing board members, management or major shareholders. The board utilises independent sources to identify suitably qualified candidates.

If the selection of candidates was based on recommendations made by existing directors, management or major shareholders, the Nominating Committee should explain why these source(s) suffice and other sources were not used.

| | | |
|---|---|---|
| Application | : | Applied |
| Explanation on application of the practice | : | <p>The appointment of a new Director is a matter for consideration and decision by the Board, upon appropriate assessment and recommendation from the NC. The current Board of Directors were identified and assessed by the Principal Adviser and Sponsor from various independent sources.</p> <p>The members of the Board are to be appointed in a formal and transparent practice as endorsed by the MCCG. The NC will scrutinise the candidates and recommend the same for the Board's approval. The NC uses a variety of sources for the identification of suitable candidates.</p> <p>The NC is open to referrals from external sources available, such as industry acquaintances, contacts in related industries, consultants, etc to gain access to a wide pool of potential candidates besides tapping on the recommendations from existing Board members, Management or major shareholders. Shortlisted candidates would be required to furnish their curriculum vitae containing information on their academic/professional qualification, work experience, employment history and experience as directors of listed companies (if any).</p> <p>The NC will perform an annual review of the required mix of skills and experience and other qualities including core competencies that Directors should bring to the Board and assess the effectiveness of the Board as a whole, as well as, look into succession planning, boardroom and gender diversity to ensure the effectiveness of the Board.</p> <p>The policies and procedures for the recruitment and appointment of Directors are guided by the TOR of the NC.</p> |
| Explanation for departure | : | |

Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.

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| Measure : | | |
| Timeframe : | | |

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.7

The board should ensure shareholders have the information they require to make an informed decision on the appointment and reappointment of a director. This includes details of any interest, position or relationship that might influence, or reasonably be perceived to influence, in a material respect their capacity to bring an independent judgement to bear on issues before the board and to act in the best interests of the listed company as a whole. The board should also provide a statement as to whether it supports the appointment or reappointment of the candidate and the reasons why.

| | | |
|--|---|---|
| Application | : | Applied |
| Explanation on application of the practice | : | <p>The details of Directors' age, gender, interest, qualification, position, working experience and occupation are set out in the Board of Directors' Profile in the Annual Report 2025 of the Company. At the forthcoming first AGM ("1st AGM"), all Directors are subject to re-election in accordance with the Company's Constitution.</p> <p>The performance of retiring Directors recommended for re-election at the 1st AGM has been assessed through the NC annual evaluation (including the independence of the Independent Non-Executive Directors) and recommended to the Board for approval.</p> <p>A statement by the Board and NC being satisfied with the performance and effectiveness of the retiring Directors who offered themselves for re-election at the 1st AGM was stated in the notes accompanying the Notice of 1st AGM.</p> |
| Explanation for departure | : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.8

The Nominating Committee is chaired by an Independent Director or the Senior Independent Director.

| | | | |
|--|---|--|--|
| Application | : | Applied | |
| Explanation on application of the practice | : | <p>The NC is chaired by Ms. Michelle Marie Maman, who is an Independent Non-Executive Director of the Company.</p> <p>The details and/or profile of the Chairperson of the NC are disclosed in the Annual Report 2025.</p> | |
| Explanation for departure | : | | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | | |
| Measure | : | | |
| Timeframe | : | | |

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.9

The board comprises at least 30% women directors.

| | | | |
|--|---|--|--|
| Application | : | Applied | |
| Explanation on application of the practice | : | <p>The Board is committed to promoting gender diversity in its composition and upholds a policy to work towards achieving this diversity.</p> <p>In selecting candidates for Board appointments, the Board believes in and upholds the principle of equal opportunity, assessing all candidates based on skills, knowledge, experience, core competencies and other relevant qualities, regardless of gender.</p> <p>For the financial year ended 30 June 2025, the Board comprises three (3) female directors, representing 42.86% of female representation on the Board.</p> | |
| Explanation for departure | : | | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | | |
| Measure | : | | |
| Timeframe | : | | |

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.10

The board discloses in its annual report the company’s policy on gender diversity for the board and senior management.

| | | | |
|--|---|--|--|
| Application | : | Applied | |
| Explanation on application of the practice | : | <p>The Board had formalised and adopted a Gender Diversity Policy on 30 May 2025 which provides a framework for the Company to improve its gender diversity at the Board level and Senior Management level.</p> <p>The Company acknowledges the recruitment and appointment of suitable women representation on the Board will be considered when vacancies arise or suitable candidates are identified in line with the Group’s strategic objectives.</p> | |
| Explanation for departure | : | | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | | |
| Measure | : | | |
| Timeframe | : | | |

Intended Outcome

Stakeholders are able to form an opinion on the overall effectiveness of the board and individual directors.

Practice 6.1

The board should undertake a formal and objective annual evaluation to determine the effectiveness of the board, its committees and each individual director. The board should disclose how the assessment was carried out its outcome, actions taken and how it has or will influence board composition.

For Large Companies, the board engages an independent expert at least every three years, to facilitate objective and candid board evaluation.

| <i>Note: For a Large Company to qualify for adoption of this practice, it must undertake annual board evaluation and engage an independent expert at least every three years to facilitate the evaluation.</i> | | | | | |
|--|---|------------|---------------------|---------------------------------------|---|
| Application | : Applied | | | | |
| Explanation on application of the practice | : <p>The Company has in place a formal process for assessment of the effectiveness of the Board and the Board Committees as a whole and the contribution by each Director, including the independence of the Independent Non-Executive Directors to the effectiveness of the Board and Committees, making reference to the guides available and the good corporate governance compliance.</p> <p>The assessment of the Board and Board Committees is performed on a Board review whilst the assessment of the individual Directors is performed on a peer review basis. Each Director is provided with the assessment forms for their completion prior to the meeting. The results of all assessments and comments by the Directors are summarised and deliberated at the NC meeting and thereafter the NC's Chairperson will report the results and deliberation to the Board.</p> <p>The annual assessment criteria of the Board and Board Committees and individual Directors were updated to stay aligned with the MCCG practices. The areas covered in the aforesaid annual assessment criteria are as follows:</p> <table border="1"> <thead> <tr> <th>Evaluation</th> <th>Assessment Criteria</th> </tr> </thead> <tbody> <tr> <td>Board and Board Committees as a whole</td> <td> <ul style="list-style-type: none"> • Role of the Chairperson and Executive Director • Board balance, size and composition • Board structure and procedures • Relationship of the Board to Management • Quality and supply of information to the Board/Board's Committees • Access to information and advice </td> </tr> </tbody> </table> | Evaluation | Assessment Criteria | Board and Board Committees as a whole | <ul style="list-style-type: none"> • Role of the Chairperson and Executive Director • Board balance, size and composition • Board structure and procedures • Relationship of the Board to Management • Quality and supply of information to the Board/Board's Committees • Access to information and advice |
| Evaluation | Assessment Criteria | | | | |
| Board and Board Committees as a whole | <ul style="list-style-type: none"> • Role of the Chairperson and Executive Director • Board balance, size and composition • Board structure and procedures • Relationship of the Board to Management • Quality and supply of information to the Board/Board's Committees • Access to information and advice | | | | |

| | | |
|---|-------------------------|--|
| | | <ul style="list-style-type: none"> • Accountability for financial reporting, internal control and sustainability risk and opportunities • Relation with Auditors/Shareholders/Investors • Use of Board Committees • Directors' training |
| | ARMC | <ul style="list-style-type: none"> • Composition and quality • Oversight of the financial reporting process, including internal controls • Understanding the business, including risk and control environment • Access to information and advice • Oversight of audit functions • Compliance with corporate governance • External Auditors • Staying abreast on issues • Report and recommendations |
| | MD/ Executive Directors | <ul style="list-style-type: none"> • Financial • Strategic and sustainability • Conformance and compliance • Business acumen/increasing shareholders' wealth • Succession planning • Personal input to the role |
| | Non-Executive Directors | <ul style="list-style-type: none"> • Attendance at Board and/or Board Committees' meetings • Adequate preparation for Board and/or Board Committees' meetings • Regular contribution to Board and/or Board Committees' meetings • Personal input to the role |
| <p>In respect of the annual performance evaluation for the financial year ended 30 June 2025, it was concluded that:</p> <p>(a) the Board and Board Committees discharged their duties and responsibilities effectively; and</p> <p>(b) each Director continued to perform effectively and demonstrated commitment to his/her role.</p> <p>The Board is satisfied with the current evaluation process. The Board will continue to review the Board's evaluation process as and when necessary to ensure it remains a valuable feedback mechanism for improving the Board's effectiveness.</p> | | |

| | | |
|--|--|--|
| Explanation for departure : | | |
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| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure : | | |
| Timeframe : | | |

Intended Outcome

The level and composition of remuneration of directors and senior management take into account the company’s desire to attract and retain the right talent in the board and senior management to drive the company’s long-term objectives.

Remuneration policies and decisions are made through a transparent and independent process.

Practice 7.1

The board has remuneration policies and procedures to determine the remuneration of directors and senior management, which takes into account the demands, complexities and performance of the company as well as skills and experience required. The remuneration policies and practices should appropriately reflect the different roles and responsibilities of non-executive directors, executive directors and senior management. The policies and procedures are periodically reviewed and made available on the company’s website.

| | | |
|--|---|---|
| Application | : | Applied |
| Explanation on application of the practice | : | <p>The Board had adopted a formal Remuneration Policy on 30 May 2025 which serves as a guide for the Board and the RC to determine the remuneration of Directors and/or Senior Management of the Company, which takes into account the demands, complexities and performance of the Company as well as skills and experience required.</p> <p>The Remuneration Policy is available on the Company’s website at www.icentsgroup.com.</p> <p>The remuneration of the Executive Director and Senior Management is made up of fixed salaries and performance-based incentive components, while the remuneration of Non-Executive Directors consists of Directors’ fees and shall not be based on commission, percentage of profits or turnover.</p> <p>Each Director shall abstain from the deliberation and voting on matters pertaining to their own remuneration.</p> |
| Explanation for departure | : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

The level and composition of remuneration of directors and senior management take into account the company's desire to attract and retain the right talent in the board and senior management to drive the company's long-term objectives.

Remuneration policies and decisions are made through a transparent and independent process.

Practice 7.2

The board has a Remuneration Committee to implement its policies and procedures on remuneration including reviewing and recommending matters relating to the remuneration of board and senior management.

The Committee has written Terms of Reference which deals with its authority and duties and these Terms are disclosed on the company's website.

| Application | : | Applied | | | | | | | | |
|---|------------------------------------|--|----|-------------|---------------|------------------------------------|----------------|------------------------------------|----------------------|------------------------------------|
| Explanation on application of the practice | : | <p>The RC comprises solely of Non-Executive Directors and its composition is as follows:</p> <table border="1"> <thead> <tr> <th>RC</th> <th>Designation</th> </tr> </thead> <tbody> <tr> <td>Lim Teng Hong</td> <td>Independent Non-Executive Director</td> </tr> <tr> <td>Law Sang Thiam</td> <td>Independent Non-Executive Director</td> </tr> <tr> <td>Michelle Marie Maman</td> <td>Independent Non-Executive Director</td> </tr> </tbody> </table> <p>The TOR of RC is accessible on the Company's website at www.icentsgroup.com.</p> <p>The RC is principally responsible for the development and review of the remuneration policy and packages of Directors, where necessary, and subsequently tables their recommendations to the Board on specific adjustments in remuneration (including fees and benefits) to commensurate the contributions of the Directors.</p> <p>The RC is also responsible for ensuring that the remuneration package (including fees and benefits) of the Board and the Key Senior Management of the Group are benchmarked with industry standards in light of the Group's performance in the industry.</p> <p>Each Director shall abstain from the deliberation and voting on matters pertaining to their own remuneration.</p> | RC | Designation | Lim Teng Hong | Independent Non-Executive Director | Law Sang Thiam | Independent Non-Executive Director | Michelle Marie Maman | Independent Non-Executive Director |
| RC | Designation | | | | | | | | | |
| Lim Teng Hong | Independent Non-Executive Director | | | | | | | | | |
| Law Sang Thiam | Independent Non-Executive Director | | | | | | | | | |
| Michelle Marie Maman | Independent Non-Executive Director | | | | | | | | | |
| Explanation for departure | : | | | | | | | | | |

Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.

| | | |
|--------------------|--|--|
| Measure : | | |
| Timeframe : | | |

Intended Outcome

Stakeholders are able to assess whether the remuneration of directors and senior management is commensurate with their individual performance, taking into consideration the company's performance.

Practice 8.1

There is detailed disclosure on named basis for the remuneration of individual directors. The remuneration breakdown of individual directors includes fees, salary, bonus, benefits in-kind and other emoluments.

| | | |
|---|---|---|
| Application | : | Applied |
| Explanation on application of the practice | : | The detailed disclosure on a named basis for the remuneration of individual Directors for the financial year ended 30 June 2025 is set out below and in the Corporate Governance Overview Statement of the Annual Report 2025 of the Company. |

| No | Name | Directorate | Company ('000) | | | | | | | Group ('000) | | | | | | |
|----|----------------------|----------------------|-----------------|-----------------|-----------------|-----------------|------------------|------------------|-----------------|-----------------|-----------------|-----------------|-----------------|------------------|------------------|-----------------|
| | | | Fee | Allowance | Salary | Bonus | Benefits-in-kind | Other emoluments | Total | Fee | Allowance | Salary | Bonus | Benefits-in-kind | Other emoluments | Total |
| 1 | Dato' Lim Bee Vian | Independent Director | 7 | 1 | - | - | - | - | 8 | 7 | 1 | - | - | - | - | 8 |
| 2 | Ir. Ts. Ong Mum Fei | Executive Director | - | - | - | - | - | - | - | - | - | 402 | - | 15 | 50 | 467 |
| 3 | Foo Siang Leng | Executive Director | - | - | - | - | - | - | - | - | - | 270 | - | 15 | 34 | 319 |
| 4 | Tan Wei Ying | Executive Director | - | - | - | - | - | - | - | - | - | 288 | - | - | 36 | 324 |
| 5 | Law Sang Thiam | Independent Director | 3 | 1 | - | - | - | - | 4 | 3 | 1 | - | - | - | - | 4 |
| 6 | Lim Teng Hong | Independent Director | 3 | 1 | - | - | - | - | 4 | 3 | 1 | - | - | - | - | 4 |
| 7 | Michelle Marie Maman | Independent Director | 3 | 1 | - | - | - | - | 4 | 3 | 1 | - | - | - | - | 4 |
| 8 | Input info here | Choose an item. | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here |
| 9 | Input info here | Choose an item. | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here |
| 10 | Input info here | Choose an item. | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here |
| 11 | Input info here | Choose an item. | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here |
| 12 | Input info here | Choose an item. | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here |
| 13 | Input info here | Choose an item. | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here |
| 14 | Input info here | Choose an item. | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here |
| 15 | Input info here | Choose an item. | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here |

Intended Outcome

Stakeholders are able to assess whether the remuneration of directors and senior management is commensurate with their individual performance, taking into consideration the company's performance.

Practice 8.2

The board discloses on a named basis the top five senior management's remuneration component including salary, bonus, benefits in-kind and other emoluments in bands of RM50,000.

| | | | |
|--|---|--|--|
| Application | : | Departure | |
| Explanation on application of the practice | : | | |
| Explanation for departure | : | Due to confidentiality and sensitivity of the remuneration packages of Senior Management as well as security concerns, the Board opts not to disclose the Senior Management's remuneration components on a named basis in the bands of RM50,000. | |
| | | The Board is of the view that the disclosure of the Senior Management's remuneration components on a named basis will not be in the best interest of the Company given that the competitive human resources environment as such disclosure may give rise to recruitment and talent retention issues. | |
| | | As an alternative, the Board is of the view that the disclosure of Senior Management's aggregated remuneration on an unnamed basis in the bands of RM50,000 in the Company's Annual Report 2025 is adequate. | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | | |
| Measure | : | | |
| Timeframe | : | | |

| No | Name | Position | Company | | | | | |
|----|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|------------------|-----------------|
| | | | Salary | Allowance | Bonus | Benefits | Other emoluments | Total |
| 1 | Input info here | Input info here | Choose an item. | Choose an item. | Choose an item. | Choose an item. | Choose an item. | Choose an item. |
| 2 | Input info here | Input info here | Choose an item. | Choose an item. | Choose an item. | Choose an item. | Choose an item. | Choose an item. |
| 3 | Input info here | Input info here | Choose an item. | Choose an item. | Choose an item. | Choose an item. | Choose an item. | Choose an item. |
| 4 | Input info here | Input info here | Choose an item. | Choose an item. | Choose an item. | Choose an item. | Choose an item. | Choose an item. |
| 5 | Input info here | Input info here | Choose an item. | Choose an item. | Choose an item. | Choose an item. | Choose an item. | Choose an item. |

Intended Outcome

Stakeholders are able to assess whether the remuneration of directors and senior management is commensurate with their individual performance, taking into consideration the company's performance.

Practice 8.3 - Step Up

Companies are encouraged to fully disclose the detailed remuneration of each member of senior management on a named basis.

| | | |
|--|---|-------------|
| Application | : | Not Adopted |
| Explanation on adoption of the practice | : | |

| No | Name | Position | Company ('000) | | | | | |
|----|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|------------------|-----------------|
| | | | Salary | Allowance | Bonus | Benefits | Other emoluments | Total |
| 1 | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here |
| 2 | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here |
| 3 | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here |
| 4 | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here |
| 5 | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here | Input info here |

Intended Outcome

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations.
The company's financial statement is a reliable source of information.

Practice 9.1

The Chairman of the Audit Committee is not the Chairman of the board.

| | | | |
|--|---|---|--|
| Application | : | Applied | |
| Explanation on application of the practice | : | The Chairperson of the Board is Dato' Lim Bee Vian while the ARMC Chairperson is Mr. Law Sang Thiam. The roles are assumed by separate individuals to ensure that the Board's review of the ARMC's findings and recommendations are not impaired. | |
| Explanation for departure | : | | |
| | | | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | | |
| Measure | : | | |
| Timeframe | : | | |

Intended Outcome

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations. The company's financial statement is a reliable source of information.

Practice 9.2

The Audit Committee has a policy that requires a former partner of the external audit firm of the listed company to observe a cooling-off period of at least three years before being appointed as a member of the Audit Committee.

| | | |
|--|---|---|
| Application | : | Applied |
| Explanation on application of the practice | : | <p>The Company recognised the need to uphold the independence of its external auditors and that no possible conflict of interest whatsoever should arise. Currently, ARMC comprises three (3) members and none of the members were former key audit partners of the External Auditors appointed by the Company. The Company will observe a cooling-off period of at least three (3) years in the event any potential candidate to be appointed as a member of the ARMC was a key audit partner of the External Auditors of the Group.</p> <p>The requirement for a former key audit partners of the external audit firm to observe a cooling off period of at least three (3) years before being appointed as a member of the ARMC has been incorporated as part of the TOR of the ARMC which was adopted on 25 November 2024. The TOR of ARMC is available on the Company's website at www.icentsgroup.com.</p> |
| Explanation for departure | : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations. The company's financial statement is a reliable source of information.

Practice 9.3

The Audit Committee has policies and procedures to assess the suitability, objectivity and independence of the external auditor to safeguard the quality and reliability of audited financial statements.

| | | |
|--|---|---|
| Application | : | Applied |
| Explanation on application of the practice | : | <p>The Board had established an External Auditors Assessment Policy on 30 May 2025 which sets out the guidelines and procedures to be followed by the ARMC in reviewing, assessing and monitoring the suitability, independence and performance of the External Auditors that consider amongst others, the following:-</p> <ul style="list-style-type: none">(a) Calibre of the audit firm;(b) Quality of the audit engagement team;(c) Quality of communication and interaction with the audit team;(d) Audit scope and quality processes;(e) Audit governance and independence; and(f) Audit fee. <p>The External Auditors are precluded from providing any services that may impair their independence or conflict with their role as External Auditors.</p> <p>In addition, the ARMC had received assurance from the External Auditors confirming that they are and have been independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements.</p> <p>The Board, upon the recommendation of the ARMC, was satisfied with the suitability and independence of the External Auditors and had recommended their re-appointment to the shareholders for approval at the forthcoming 1st AGM.</p> |
| Explanation for departure | : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |

| | | | |
|------------------|---|--|--|
| Measure | : | | |
| Timeframe | : | | |

Intended Outcome

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations.
The company's financial statement is a reliable source of information.

Practice 9.4 - Step Up

The Audit Committee should comprise solely of Independent Directors.

| | | |
|--|---|--|
| Application | : | Adopted |
| Explanation on adoption of the practice | : | <p>All the members of the ARMC are Independent Non-Executive Directors and as such, there is a strong and independent element to provide effective oversight for it to function effectively and exercise objective judgement independently.</p> <p>The composition of the ARMC is as follows:-</p> <ul style="list-style-type: none">(a) Mr. Law Sang Thiam(b) Mr. Lim Teng Hong; and(c) Ms. Michelle Marie Maman. |

Intended Outcome

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations. The company's financial statement is a reliable source of information.

Practice 9.5

Collectively, the Audit Committee should possess a wide range of necessary skills to discharge its duties. All members should be financially literate, competent and are able to understand matters under the purview of the Audit Committee including the financial reporting process.

All members of the Audit Committee should undertake continuous professional development to keep themselves abreast of relevant developments in accounting and auditing standards, practices and rules.

| | | |
|--|---|--|
| Application | : | Applied |
| Explanation on application of the practice | : | <p>The ARMC Chairperson, Mr. Law Sang Thiam, is a member of the Malaysian Institute of Accountants (MIA) and Malaysian Institute of Certified Public Accountants. The members of the ARMC possess the necessary skills to discharge their duties in accordance with its TOR.</p> <p>They are expected to devote sufficient time to update their knowledge and enhance their skills through appropriate continuing education programmes, so as to enable them to sustain their active participation during deliberations.</p> <p>The ARMC is committed to stay abreast with the relevant developments in accounting and auditing standards, practices and rules by continuously searching for suitable professional development programmes.</p> |
| Explanation for departure | : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the company’s objectives is mitigated and managed.

Practice 10.1

The board should establish an effective risk management and internal control framework.

| | | |
|--|---|---|
| Application | : | Applied |
| Explanation on application of the practice | : | <p>The Board has overall responsibility for overseeing the Group’s risk management and internal control framework. It acknowledges that a robust system of risk management and internal controls is essential to safeguarding the Group’s assets and protecting the interests of its stakeholders.</p> <p>Details of the Group’s risk management and internal control framework, together with the Board’s review processes, are presented in the Statement on Risk Management and Internal Control in the Annual Report 2025.</p> <p>The ARMC supports the Board in this role by monitoring the integrity of the Group’s financial reporting and accounting processes. The ARMC’s specific responsibilities in relation to risk management are defined in its TOR, which guide its oversight function.</p> |
| Explanation for departure | : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the company’s objectives is mitigated and managed.

Practice 10.2

The board should disclose the features of its risk management and internal control framework, and the adequacy and effectiveness of this framework.

| | | |
|--|---|--|
| Application | : | Applied |
| Explanation on application of the practice | : | <p>The Board acknowledges that effective risk management and internal control practices are fundamental to maintaining strong corporate governance. It assumes overall responsibility for ensuring that the Group’s framework is capable of identifying, evaluating and managing material risks in a structured and consistent manner.</p> <p>The Group has established a continuous process for monitoring and addressing significant risks through a defined framework supported by clear reporting lines. The internal control system is designed to provide reasonable assurance in safeguarding the Group’s assets and achieving business objectives. However, the Board recognises that, due to inherent limitations, no system can fully eliminate risks or guarantee absolute assurance against potential failures.</p> <p>The full features of the risk management and internal control framework are set out in the Statement on Risk Management and Internal Control in the Annual Report 2025.</p> |
| Explanation for departure | : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the company's objectives is mitigated and managed.

Practice 10.3 - Step Up

The board establishes a Risk Management Committee, which comprises a majority of independent directors, to oversee the company's risk management framework and policies.

| | |
|--|-------------|
| Application : | Not Adopted |
| Explanation on adoption of the practice : | |

Intended Outcome

Companies have an effective governance, risk management and internal control framework and stakeholders are able to assess the effectiveness of such a framework.

Practice 11.1

The Audit Committee should ensure that the internal audit function is effective and able to function independently.

| | | |
|--|---|--|
| Application | : | Applied |
| Explanation on application of the practice | : | <p>In preparation for the listing of the Company on the ACE Market of Bursa Securities, the Company had engaged GovernanceAdvisory.com Sdn. Bhd. ("GA"), an independent internal audit consulting firm, as its Internal Control Consultant to review the adequacy and sufficiency of systems, procedures and controls of the Group.</p> <p>Subsequent to the listing exercise, the Board outsource the internal audit function to GA to provide the internal audit services for the Group. GA reports directly to the ARMC on the adequacy and effectiveness of the risk management and internal control systems of the Group.</p> <p>Save for the Internal Control Review performed in conjunction with the listing exercise, internal audit work has yet to begin since the Company was only listed on 17 July 2025. The outsourced Internal Control Consultant, GA, was appointed at the ARMC Meeting held on 27 August 2025.</p> |
| vExplanation for departure | : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

Companies have an effective governance, risk management and internal control framework and stakeholders are able to assess the effectiveness of such a framework.

Practice 11.2

The board should disclose–

- whether internal audit personnel are free from any relationships or conflicts of interest, which could impair their objectivity and independence;
- the number of resources in the internal audit department;
- name and qualification of the person responsible for internal audit; and
- whether the internal audit function is carried out in accordance with a recognised framework.

| | | | | | | | | | | | | | | |
|--|---|--|----------------------------------|---|---|----------------------|---|---|--------------------|---|---|-------------------------|---|---|
| Application | : | Applied | | | | | | | | | | | | |
| Explanation on application of the practice | : | The Group has outsourced its internal audit function to GA, an independent internal audit consulting firm, as its Internal Control Consultant to review the adequacy and sufficiency of systems, procedures and controls of the Group. | | | | | | | | | | | | |
| | | Subsequent to the listing exercise, the Board outsource the internal audit function to GA to provide the internal audit services for the Group. | | | | | | | | | | | | |
| | | The profile of GA is set out as follows:- | | | | | | | | | | | | |
| | | <table border="1" style="width: 100%;"> <tr> <td style="width: 20%;">Principal Engagement Lead</td> <td style="width: 5%;">:</td> <td>Mr. Wong Tchen Cheg (<i>Executive Director</i>)</td> </tr> <tr> <td>Qualification</td> <td>:</td> <td> <ul style="list-style-type: none"> • Member of Malaysia Institute of Accountant (“MIA”) • CPA Australia </td> </tr> <tr> <td>Experiences</td> <td>:</td> <td>Mr. Wong Tchen Cheg has over nineteen (19) years of professional experiences in providing internal control review services including not limited to, enterprise risk management system and financial due diligence.</td> </tr> <tr> <td>No. of resources</td> <td>:</td> <td>GA is a corporate member of the Institute of Internal Auditors Malaysia and its team is made up of 10 personnel which is led by its Executive Director.</td> </tr> </table> | Principal Engagement Lead | : | Mr. Wong Tchen Cheg (<i>Executive Director</i>) | Qualification | : | <ul style="list-style-type: none"> • Member of Malaysia Institute of Accountant (“MIA”) • CPA Australia | Experiences | : | Mr. Wong Tchen Cheg has over nineteen (19) years of professional experiences in providing internal control review services including not limited to, enterprise risk management system and financial due diligence. | No. of resources | : | GA is a corporate member of the Institute of Internal Auditors Malaysia and its team is made up of 10 personnel which is led by its Executive Director. |
| | | Principal Engagement Lead | : | Mr. Wong Tchen Cheg (<i>Executive Director</i>) | | | | | | | | | | |
| | | Qualification | : | <ul style="list-style-type: none"> • Member of Malaysia Institute of Accountant (“MIA”) • CPA Australia | | | | | | | | | | |
| Experiences | : | Mr. Wong Tchen Cheg has over nineteen (19) years of professional experiences in providing internal control review services including not limited to, enterprise risk management system and financial due diligence. | | | | | | | | | | | | |
| No. of resources | : | GA is a corporate member of the Institute of Internal Auditors Malaysia and its team is made up of 10 personnel which is led by its Executive Director. | | | | | | | | | | | | |
| For financial year ended 30 June 2025, the GA’s engagement team personnel affirmed to the ARMC that in relation to the Group, they were free from any relationships or conflicts of interest, which could impair their objectivity and independency. | | | | | | | | | | | | | | |

| | | |
|--|---|--|
| | The outsourced internal audit performs their work by referring to a recognised framework, such as the International Professional Practices Framework (IPPF) issued by the Institute of Internal Auditors. | |
| Explanation for departure | : | |
| | | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

There is continuous communication between the company and stakeholders to facilitate mutual understanding of each other's objectives and expectations.

Stakeholders are able to make informed decisions with respect to the business of the company, its policies on governance, the environment and social responsibility.

Practice 12.1

The board ensures there is effective, transparent and regular communication with its stakeholders.

| | | |
|--|---|--|
| Application | : | Applied |
| Explanation on application of the practice | : | <p>The Board recognises the importance of transparency and accountability in its communication with the Group's shareholders and maintains effective and timely communication with shareholders and other stakeholders to keep them informed on the Group's latest business developments and financial performance. Hence, the Company had formalised a Corporate Disclosure Policy on 30 May 2025 to facilitate the communication with its stakeholders.</p> <p>To this end, the Group communicates appropriately information of the Group through various channels, including interim quarterly financial results and announcements made to Bursa Securities, Annual Reports, press releases and the Company's website at www.icentgroup.com.</p> <p>The Group also has investor relations activities to facilitate effective communication with stakeholders including fund managers and analyst through dialogues, discussions and briefings.</p> <p>The Company's corporate website features a dedicated Investor Relations section where stakeholders can access key information such as announcements, financial updates and corporate governance matters. Contact details are also provided to enable stakeholders to raise queries or share feedback directly with the Company.</p> |
| Explanation for departure | : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

There is continuous communication between the company and stakeholders to facilitate mutual understanding of each other’s objectives and expectations.

Stakeholders are able to make informed decisions with respect to the business of the company, its policies on governance, the environment and social responsibility.

Practice 12.2

Large companies are encouraged to adopt integrated reporting based on a globally recognised framework.

| | | | |
|--|---|--------------------------------------|--|
| Application | : | Not applicable – Not a Large Company | |
| Explanation on application of the practice | : | | |
| Explanation for departure | : | | |
| | | | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | | |
| Measure | : | | |
| Timeframe | : | | |

Intended Outcome

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.1

Notice for an Annual General Meeting should be given to the shareholders at least 28 days prior to the meeting.

| | | |
|--|---|---|
| Application | : | Applied |
| Explanation on application of the practice | : | <p>The forthcoming 1st AGM of the Company will be held on 26 November 2025 and the Notice of the 1st AGM accompanying the Annual Report 2025 of the Company will be issued to the shareholders and published on a nationally circulated newspaper on 28 October 2025 (i.e., at least twenty-eight (28) days prior to the date of the forthcoming 1st AGM). This also complies with the twenty-one (21) days' notice requirement as required under the Act.</p> <p>By doing so, shareholders will have sufficient time to prepare and consider the resolutions that will be discussed and decided at the AGM and will be able to make informed decision when exercising their voting rights at the forthcoming 1st AGM.</p> <p>The Notice of AGM will be accompanied with explanatory notes to shareholders regarding their entitlement to attend the AGM and their rights to appoint a proxy as well as detailed explanations for each resolution to be tabled at the AGM to enable shareholders to make informed decision in exercising their voting rights.</p> |
| Explanation for departure | : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | |
| Measure | : | |
| Timeframe | : | |

Intended Outcome

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.2

All directors attend General Meetings. The Chair of the Audit, Nominating, Risk Management and other committees provide meaningful response to questions addressed to them.

| | | | |
|--|---|--|--|
| Application | : | Applied | |
| Explanation on application of the practice | : | <p>The Company was listed on the ACE Market of Bursa Securities on 17 July 2025 and will be convening its 1st AGM as a public listed company on 26 November 2025.</p> <p>All Directors are committed to be present at the 1st AGM to be held on 26 November 2025 to engage with shareholders personally and proactively.</p> <p>The general meetings will provide a platform for the Company, the Board members, Key Senior Management, Company Secretaries and the External Auditors of the Company to effectively communicate with shareholders.</p> | |
| Explanation for departure | : | | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | | |
| Measure | : | | |
| Timeframe | : | | |

Intended Outcome

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.3

Listed companies should leverage technology to facilitate–

- voting including voting in absentia; and
- remote shareholders' participation at general meetings.

Listed companies should also take the necessary steps to ensure good cyber hygiene practices are in place including data privacy and security to prevent cyber threats.

| | | | |
|--|---|--|--|
| Application | : | Departure | |
| Explanation on application of the practice | : | | |
| Explanation for departure | : | The Company was listed on the ACE Market of Bursa Securities on 17 July 2025 and will be convening its 1 st AGM as a public listed company on 26 November 2025 at Gallery Room, Kuala Lumpur Golf & Country Club, 10, Jalan 1/70 D, Bukit Kiara, 60000 Kuala Lumpur, Wilayah Persekutuan. Where possible, the Company will make efforts to conduct its general meetings at a venue that is easily accessible for the convenience of the shareholders. | |
| | : | Alternatively, the shareholders who are not able to attend the physical general meetings, are encouraged to appoint the Chairperson or any person(s) as their proxy(ies) to attend, participate, speak and vote at the meetings on their behalf. | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | | | |
| Measure | : | | |
| Timeframe | : | | |

Intended Outcome

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.4

The Chairman of the board should ensure that general meetings support meaningful engagement between the board, senior management and shareholders. The engagement should be interactive and include robust discussion on among others the company's financial and non-financial performance as well as the company's long-term strategies. Shareholders should also be provided with sufficient opportunity to pose questions during the general meeting and all the questions should receive a meaningful response.

| | |
|--|--|
| <i>Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to.</i> | |
| Application : | Applied |
| Explanation on application of the practice : | <p>The Company was listed on the ACE Market of Bursa Securities on 17 July 2025 and will be convening its 1st AGM as a public listed company on 26 November 2025.</p> <p>The Annual General Meeting is the principal forum for dialogue with shareholders, allowing shareholders to review the Group's performance via the Company's Annual Report and pose questions to the Board for clarification.</p> <p>The Chairperson will encourage active participation from the shareholder at the 1st AGM as an open platform by providing opportunities for shareholders to raise any questions on the Group. The Board will ensure that the Board, Senior Management as well as the Company Secretaries and External Auditors are available during the AGM to respond to any enquiries from the shareholders.</p> |
| Explanation for departure : | |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | |
| Measure : | |
| Timeframe : | |

Intended Outcome

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.5

The board must ensure that the conduct of a virtual general meeting (fully virtual or hybrid) support meaningful engagement between the board, senior management and shareholders. This includes having in place the required infrastructure and tools to support among others, a smooth broadcast of the general meeting and interactive participation by shareholders. Questions posed by shareholders should be made visible to all meeting participants during the meeting itself.

| | |
|--|---|
| <i>Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to. Further, a listed issuer should also provide brief reasons on the choice of the meeting platform.</i> | |
| Application : | Departure |
| Explanation on application of the practice : | |
| Explanation for departure : | <p>The Company was listed on the ACE Market of Bursa Securities on 17 July 2025 and will be convening its 1st AGM as a public listed company on 26 November 2025.</p> <p>The forthcoming 1st AGM will be conducted physically at Gallery Room, Kuala Lumpur Golf & Country Club, 10, Jalan 1/70 D, Bukit Kiara, 60000 Kuala Lumpur, Wilayah Persekutuan. It will provide an opportunity for shareholders to participate at the AGM to raise relevant questions to the Chairperson and the Board. The Board will ensure that all Board members, Senior Management, External Auditors and Company Secretaries are present to respond to shareholders' questions during the forthcoming 1st AGM.</p> <p>Alternatively, the shareholders who are not able to attend the physical general meetings, are encouraged to appoint the Chairperson or any person(s), as their proxy(ies) to attend, participate, speak and vote at the meetings on their behalf.</p> |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | |
| Measure : | |
| Timeframe : | |

Intended Outcome

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.6

Minutes of the general meeting should be circulated to shareholders no later than 30 business days after the general meeting.

| | |
|--|--|
| <i>Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.</i> | |
| Application | : Departure |
| Explanation on application of the practice | : |
| Explanation for departure | : The Company was listed on the ACE Market of Bursa Securities on 17 July 2025 and will be convening its 1 st AGM as a public listed company on 26 November 2025. |
| | The Board will publish the Summary of Key Matters discussed for the 1 st AGM on the Company's website at www.icentgroup.com . The Board believes that the Summary of Key Matters discussed is sufficient for shareholders' information. |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> | |
| Measure | : |
| Timeframe | : |

**SECTION B – DISCLOSURES ON CORPORATE GOVERNANCE PRACTICES PURSUANT
CORPORATE GOVERNANCE GUIDELINES ISSUED BY BANK NEGARA MALAYSIA**

Disclosures in this section are pursuant to Appendix 4 (Corporate Governance Disclosures) of the Corporate Governance Guidelines issued by Bank Negara Malaysia. This section is only applicable for financial institutions or any other institutions that are listed on the Exchange that are required to comply with the above Guidelines.

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