



ANNUAL
REPORT
2026



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ANNUAL GENERAL MEETING

05

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PROXY FORM

1st ANNUAL GENERAL MEETING

Date : 29 September 2026

Time : 11.00 a.m.

Venue : Auditorium, 1st Floor, Lot 8
& 9, IRIS Smart Technology
Complex, Technology Park
Malaysia, Bukit Jalil, 57000
Kuala Lumpur

CHARTING OUR NEW CHAPTER

IRIS Group Berhad ("IRIS") was incorporated in Malaysia on 10 April 2025 as a public company limited by shares. IRIS assumed the listing status of IRIS Corporation Berhad ("ICB") on the ACE Market of Bursa Malaysia on 7 January 2026 via an Internal Reorganisation exercise.

Building on ICB's heritage as a Bursa-listed technology group, IRIS focuses on long-term value creation through structured governance, strategic oversight and capital stewardship. This strategic move establishes a more effective corporate structure to support the Group's future growth.

Through our wholly-owned subsidiary, IRIS Corporation Berhad ("ICB"), other subsidiaries and associated companies, IRIS is principally involved in Trusted Identification ("ID") and other strategic businesses.

IRIS

From our roots in Malaysia, IRIS has built a global presence, expanding our footprint to 35 countries and counting. As we look to the future, we remain steadfast in our mission to broaden our customer base and extend our reach into new and diverse international markets—pioneering Trusted ID and other technological solutions that empower nations and safeguard communities.



**Advancing Sustainability,
One Report at a Time**

As part of our ongoing commitment to environmental sustainability, this IRIS Annual Report is printed in accordance with Forest Stewardship Council ("FSC") standards, using paper sourced from responsibly managed forests and produced by an FSC-certified printer audited under the FSC Chain of Custody standard. To further reduce our environmental footprint, we encourage all stakeholders to access the digital version of the IRIS FY2026 Annual Report.



VISION

To be a dynamic and resilient enterprise that thrives in evolving markets, delivering sustainable growth and creating enduring value for all stakeholders.

MISSION

To achieve sustainable growth and enhance long-term shareholder value through continuous improvement, innovation and operational excellence, while maintaining stability and resilience.



GROUP MANAGING DIRECTOR'S MANAGEMENT DISCUSSION AND ANALYSIS

Dear Valued Shareholders,

The year under review (financial year ended 31 March 2026, "FY2026") marked a year of transition and recalibration for IRIS Group Berhad ("IRIS"). During the year, the Group initiated an internal reorganisation exercise on 18 April 2025, involving the Proposed Share Exchange between the shareholders of IRIS Corporation Berhad ("ICB") and IRIS, and the Proposed Transfer of Listing Status from ICB to IRIS (collectively referred to as the "Internal Reorganisation"). The Internal Reorganisation was completed on 7 January 2026, resulting in IRIS assuming the listing status of ICB, with ICB becoming a wholly-owned subsidiary of IRIS. This strategic move establishes a more effective corporate structure to support the Group's future growth.

Following the Internal Reorganisation, IRIS now functions as the holding company, enhancing the Group's flexibility in capital allocation, strategic planning, and execution of new business initiatives and partnerships. The streamlined structure enables clearer delineation of business segments, facilitating improved operational efficiency, more disciplined resource deployment, and strengthened risk management. It also allows IRIS to incubate and scale new business streams independently, while preserving the stability and performance of our core operations.



FY2026 was characterised by an exceptionally challenging and turbulent operating environment, driven by persistent global uncertainties, escalating geopolitical tensions, and intensifying competition within the Trusted Identification ("Trusted ID") industry. These factors combined to create significant and sustained headwinds across the Group's key markets, resulting in heightened pricing pressures, increased project execution risks, and a more unpredictable business landscape.

Despite the headwinds experienced during the year, the Group maintained its focus on delivering secure and innovative Trusted ID solutions, while continuing to strengthen its operational capabilities, financial resilience, and organisational foundations in preparation for future growth. Against this challenging backdrop, IRIS recorded a revenue of RM167.7 million compared to RM221.0 million in FY2025, mainly due to lower volume deliveries of ePassports and eID cards.

In FY2026, IRIS continued to embed Environmental, Social and Governance ("ESG") principles into our operations and remains firmly committed to sustainability as a core pillar of our long-term strategy. The Group achieved further progress in our sustainability journey, maintaining a 3-Star ESG rating in FTSE4Good Bursa Malaysia Index ("F4GBM") and improving its score from 3.2 to 3.6. Developed by global index provider FTSE Russell, the F4GBM Index serves as a benchmark for Malaysian companies that demonstrate leading ESG practices.

GROUP MANAGING DIRECTOR'S MANAGEMENT DISCUSSION AND ANALYSIS

This improvement reflects continued advancement in:



**Environmental stewardship
and resource management**



**Social responsibility
and stakeholder engagement**



**Governance frameworks
and ethical business practices**

As part of our climate action strategy, our rooftop solar photovoltaic ("PV") system, which was installed in FY2025, continues to generate renewable energy at our headquarters. During FY2026, the system supplied 291.304 MWh of clean electricity directly to our operations, reducing our reliance on grid-supplied electricity generated from fossil fuels, lowering energy costs and supporting national initiatives to accelerate the adoption of renewable energy and a low-carbon economy.

**During FY2026, the system
supplied**

291.304 MWh

**of clean electricity directly to our
operations, reducing our reliance on
grid-supplied electricity generated
from fossil fuels, lowering energy costs
and supporting national initiatives to
accelerate the adoption of renewable
energy and a low-carbon economy.**



Guided by the principles of good corporate governance and ethical business conduct, the Board of Directors provides oversight of the Group's ESG agenda and continues to reinforce the importance of accountability, transparency and integrity across all aspects of our operations and stakeholder engagements. In this respect, in FY2026, the Board further strengthened its governance structure through the separation of the former Audit & Risk Management Committee ("ARMC") into two dedicated Board committees, namely the Audit Committee and the Risk Management and Sustainability Committee ("RMSC"). The formation of the RMSC enhances Board-level oversight of the Group's risk management, sustainability and ESG matters, ensuring that these areas receive focused attention and are integrated into the Group's strategic decision-making and long-term value creation agenda.

To uphold these standards and mitigate risks, the Group continuously reviews and strengthens its governance framework. During FY2026, all key governance policies were updated to align with the latest Bursa Malaysia requirements and best practices. These include the Anti-Bribery and Anti-Corruption Policy, No Gift Policy, Whistleblowing Policy, Sustainability Policy and Fit and Proper Policy. Recognising the increasing importance of data governance and privacy protection, the Group also introduced a new Personal Data Protection Act ("PDPA") Policy to strengthen the management, protection and security of personal information.

These policies form an integral part of the Group's Enterprise Risk Management and Sustainability ("ERMS") framework and reinforce our commitment to ethical conduct, regulatory compliance and responsible business practices. Through ongoing training, internal audits and stakeholder engagements, we strive to foster a culture of integrity and accountability across all levels of the organisation.

The Group remains committed to maintaining robust risk management frameworks, ensuring regulatory compliance and protecting stakeholder interests.

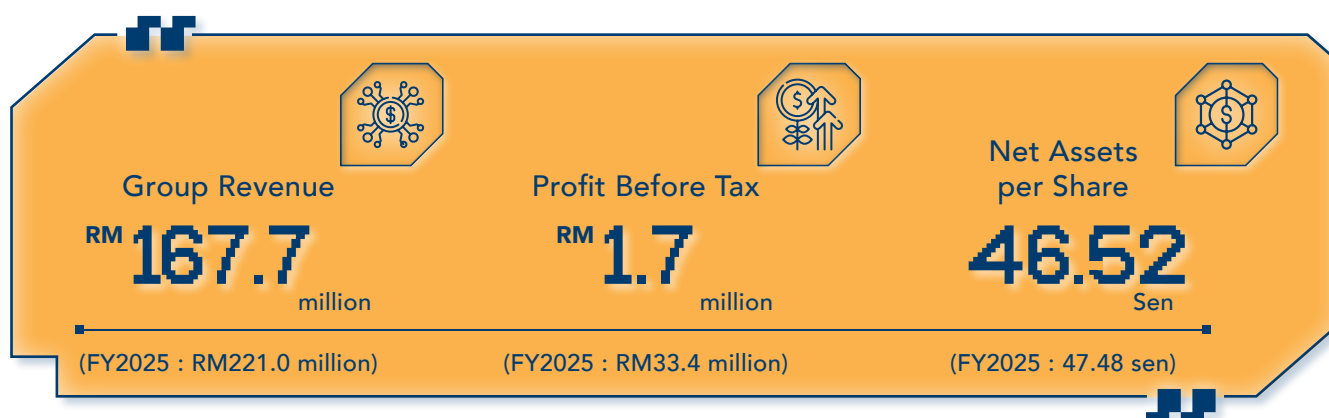
GROUP MANAGING DIRECTOR'S MANAGEMENT DISCUSSION AND ANALYSIS

GROUP FINANCIAL PERFORMANCE

On 7 January 2026, IRIS completed the Internal Reorganisation. As the Internal Reorganisation does not result in any change of economic substance of the Group, the comparative figures in the consolidated statement of comprehensive income are presented as if the Internal Reorganisation had been effected from the beginning of the earlier period presented.

In FY2026, IRIS operated amid a challenging global landscape characterised by renewed geopolitical tensions, persistent supply chain disruptions, and currency volatility. These headwinds were compounded by a slowdown in ePassport and eID card deliveries across several key overseas projects.

To navigate these conditions, the Group maintained a high degree of agility, exercised disciplined cost management, and strengthened operational resilience, enabling us to respond effectively to rapidly changing market dynamics.



Despite a lower revenue base of RM167.7 million in FY2026, IRIS remained profitable at the pre-tax level, recording a Profit Before Tax ("PBT") of RM1.7 million, compared with RM33.4 million in FY2025. However, the Group recorded a Loss After Tax ("LAT") of RM3.7 million in FY2026, compared with a Profit After Tax ("PAT") of RM23.9 million in FY2025. The FY2026 performance was affected not only by the lower revenue base, but also by an interest award of approximately RM14.0 million recognised against the Group arising from a litigation case.

As a result of the LAT recorded in FY2026, the Group's Total Equity Attributable to Owners of the Company recorded a marginal decrease of 2% to RM379.5 million from RM387.3 million in FY2025. The Group's net assets per share stood at 46.52 sen, with gearing at 0.26% of equity, demonstrating the resilience of the Group's underlying fundamentals and the continued strength of its balance sheet.

Notwithstanding the challenging operating environment in FY2026, the Group's resilient balance sheet has enabled the Board to recommend a final single-tier dividend of 0.5 sen per

ordinary share for FY2026, subject to shareholders' approval at the forthcoming Annual General Meeting.

Moving forward, IRIS is well-positioned to sustain its revenue base, supported by ongoing Trusted ID projects across Africa and Asia. The Group will continue to strengthen its Trusted ID business while actively driving cost optimisation initiatives to enhance operational efficiency and margin resilience.

In parallel, IRIS is pursuing new growth opportunities beyond Trusted ID, focusing on strategic ventures into selected new growth areas. These efforts are aimed at broadening revenue streams, reducing concentration risk, and unlocking additional value. Through a balanced approach of strengthening Trusted ID and expanding into new areas, we remain committed to delivering sustainable growth and long-term shareholder value.

GROUP MANAGING DIRECTOR'S MANAGEMENT DISCUSSION AND ANALYSIS

Group Financial Summary FY2026

Summary of financial information	FY2026 RM'000	FY2025 RM'000	FY2024 RM'000	FY2023 RM'000	FY2022 RM'000
REVENUE	167,662	221,001	371,108	348,871	210,987
Profit before taxation	1,661	33,367	40,380	32,840	4,192
(Loss)/Profit after taxation	(3,652)	23,909	32,244	21,890	3,405
Total Equity attributable to owners of the Company	379,501	387,299	379,412	347,121	325,350
Current assets	422,789	433,357	447,436	330,915	280,000
Non-current assets	164,234	169,053	184,870	197,601	229,011
Total assets	587,023	602,410	632,306	528,516	509,011
Current liabilities	198,457	206,411	243,187	173,226	170,066
Non-current liabilities	10,805	10,406	11,570	10,011	15,447
Total liabilities	209,262	216,817	254,757	183,237	185,513
Net assets	377,761	385,593	377,549	345,279	323,498

KEY RATIO	Basis					
Pre-tax profit margin	(%)	0.99%	15.10%	10.88%	9.41%	1.99%
Post-tax (loss)/profit margin	(%)	(2.18%)	10.82%	8.69%	6.27%	1.61%
Basic (loss)/earnings per share	(sen)	(0.44)	2.91	3.95	2.68	0.44
Net assets per ordinary share attributable to owners of the Company	(sen)	46.52	47.48	46.51	42.56	39.88
Total borrowings to equity ratio	(%)	0.26	0.48	0.89	0.81	2.31

Note: The basic earnings/(loss) per share and net assets per ordinary share for FY2023 and FY2022 have been restated to reflect the retrospective adjustment arising from consolidation of shares which was completed on 25 March 2024.

GROUP MANAGING DIRECTOR'S MANAGEMENT DISCUSSION AND ANALYSIS

STRENGTHENING TRUSTED ID

During FY2026, the global Trusted ID industry underwent rapid transformation, driven by aggressive Mergers and Acquisitions ("M&A") and increasing technological convergence across identity, cybersecurity, and biometric solution providers. This consolidation has led to the emergence of larger, well-capitalised competitors with broadened capabilities and integrated solution offerings, intensifying competitive pressures globally.

Against this backdrop, IRIS focused on strengthening our Trusted ID business by leveraging our proven expertise, strong delivery track record, and extensive experience. As the inventor of the world's first ePassport and the first multi-application eID card, IRIS has long been synonymous with innovation in Trusted ID. Our brand promise—Bringing Solutions to Life—continues to underpin how we design, develop, and deliver high-assurance solutions as a trusted technology partner to governments and enterprises worldwide.

The Group continued to invest in the enhancement of our Trusted ID solutions portfolio to address evolving customer requirements and maintain competitiveness. Key initiatives included the incorporation of Post-Quantum Cryptography ("PQC") into IRIS's backend systems to reinforce long-term cybersecurity readiness, as well as the adoption of Artificial Intelligence ("AI") technologies.

In addition, IRIS continues to actively participate in key industry platforms, including ID4Africa, a prominent annual international industry exhibition. These engagements serve as strategic avenues for IRIS to expand its pipeline of opportunities, strengthen relationships with existing clients, and enhance brand visibility within an increasingly competitive landscape.

Participation in such forums enables IRIS to stay abreast of evolving industry trends, technological advancements, and regulatory developments, while gaining valuable market intelligence. This continuous engagement supports our ability to respond proactively to market shifts, reinforcing our agility, relevance, and readiness to capture opportunities in the rapidly evolving Trusted ID market.

IRIS remains focused on ensuring timely project delivery, maintaining product quality, and sustaining long-term client relationships across its global operations. During FY2026, the Group continued to deliver ePassports and inlays to key markets, including Guinea, India, Senegal, and the Solomon Islands, demonstrating our ability to execute consistently despite a challenging operating environment.

Key initiatives included the incorporation of Post-Quantum Cryptography ("PQC") into IRIS's backend systems to reinforce long-term cybersecurity readiness, as well as the adoption of Artificial Intelligence ("AI") technologies.



As an Intergraf-certified security printer and supplier, IRIS is well-positioned to deliver secure, International Civil Aviation Organisation ("ICAO")-compliant ePassports tailored to specific customer requirements. We work closely with our clients to integrate the latest technological advancements and security design innovations, ensuring that our ePassport solutions remain robust, future-ready, and aligned with evolving global standards.

In addition, IRIS continued to supply various forms of identification cards to countries including Bhutan, Canada, Malaysia and Senegal. Building on our established track record of quality, reliability, and execution excellence, we expanded our global footprint from 34 to 35 countries in FY2026 and secured a new contract with Niger for the supply of ePassports and eIDs.

GROUP MANAGING DIRECTOR'S MANAGEMENT DISCUSSION AND ANALYSIS

These achievements underscore the Group's continued ability to sustain customer trust, expand market reach, and deliver mission-critical identity solutions, positioning IRIS to capture growth opportunities in the global Trusted ID industry.

According to Future Market Insights, the global ePassport market is expected to grow at a compound annual growth rate ("CAGR") of approximately 21.3% from 2026 to 2036, expanding from USD86.2 billion to approximately USD593.0 billion. This growth is driven by structural shifts in global identity management, including the integration of biometric technologies, digital identity frameworks, and automated border control systems.

Parallel to this growth in ePassport market, Global Growth Insights estimated the global Digital ID solutions market to grow at a CAGR of approximately 15.7%, increasing from USD45.2 billion in 2026 to approximately USD168.1 billion by 2035. This growth is driven by accelerating digital transformation initiatives, rising cybersecurity concerns, and increasing adoption of identity verification technologies across government and enterprise sectors.

In Malaysia, IRIS continued to support long-standing customers such as Touch 'n Go, Petron, and Genting, supplying premium-quality smart cards that seamlessly integrate technology with strong visual appeal. These enduring partnerships reflect our commitment to delivering consistent quality, reliability, and innovation, while strengthening long-term customer relationships and supporting our customers' evolving branding and engagement strategies.

Supported by a broad and versatile range of smart card offerings—including LED cards, transparent cards, environmentally friendly wooden cards, loyalty and payment cards—IRIS is well-equipped to meet the dynamic requirements of today's enterprises. Each solution is engineered to deliver a balance of durability, security, and aesthetic innovation, enabling customers to elevate user engagement, strengthen brand differentiation, and enhance operational performance.

In Malaysia, IRIS continued to support long-standing customers such as Touch 'n Go, Petron, and Genting, supplying premium-quality smart cards that seamlessly integrate technology with strong visual appeal.



IRIS Smart ID Document Readers continued to gain strong traction in the domestic market, with adoption across a wide range of industries including banking, healthcare, insurance, money services, legal services, and retail. This broad-based uptake reflects the reliability, versatility, and relevance of our devices in addressing the evolving identity verification needs of both public and private sector clients. Importantly, these devices carry the Malaysian Communications and Multimedia Commission ("MCMC") certification label, signifying compliance with stringent national safety, quality, and regulatory standards.

Through ongoing collaboration and a customer-centric approach, we continue to nurture enduring partnerships while driving repeat business and long-term value across our smart cards and Smart ID Document Readers portfolios.

Building on the Trusted ID market growth and strong market reception for our solutions, the Group expects continued demand momentum into FY2027. These developments are anticipated to contribute positively to the Group's revenue growth, as IRIS scales our deployments, strengthens our domestic and international presence, and capitalises on emerging opportunities in Trusted ID solutions.

GROUP MANAGING DIRECTOR'S MANAGEMENT DISCUSSION AND ANALYSIS

CORPORATE DEVELOPMENTS

I would like to report on the following corporate development exercise:

1 Internal Reorganisation by way of a members scheme of arrangement under Section 366 of the Companies Act, 2016

On 18 April 2025, IRIS Corporation Berhad ("ICB") announced that it intends to implement the Internal Reorganisation through the Scheme of Arrangement under Section 366 of the Companies Act, 2016. The Company and ICB had on even date entered into the Scheme Agreement to undertake the following corporate proposals:

- (i) Proposed Share Exchange which entails the proposed exchange of 815,727,624 ICB Shares, representing the entire issued share capital of ICB, with 815,727,624 the Company's Shares on the basis of 1 new Company Share for every 1 existing ICB Share; and
- (ii) Proposed Transfer of Listing Status which entails the proposed assumption of the listing status of ICB by the Company and the admission of the Company to and withdrawal of ICB from the Official List of Bursa Securities with the listing and quotation of all the Company Shares on the ACE Market of Bursa Securities,

(collectively referred to as the "**Internal Reorganisation**").

On 21 November 2025, the High Court has approved the Internal Reorganisation by way of a members scheme of arrangement under Section 366 of the Companies Act, 2016 for the Internal Reorganisation.

On 5 January 2026, proposed Share Exchange was completed.

On 7 January 2026, proposed Transfer of Listing was completed.

Accordingly, the Internal Reorganisation has been completed on 7 January 2026.

Following the completion of the Internal Reorganisation, ICB is now a wholly-owned subsidiary of the Company.

NAVIGATING FY2027 and BEYOND

On 7 January 2026, I assumed the role of Group Managing Director and Non-Independent Executive Director of IRIS. It is a privilege to return to the Group and contribute to its next phase of growth and transformation. Drawing on my experience and understanding of the business, I am committed to working closely with our Board, management team, employees and stakeholders to enhance the Group's competitive position and create long-term value for our stakeholders.

As we enter FY2027, our priority is not only to strengthen our existing businesses but also to pursue new opportunities that leverage the Group's capabilities, innovation expertise and market presence. With a strengthened leadership team and clear strategic focus, we believe IRIS is well positioned to navigate an evolving business landscape and capture the next phase of growth.

Despite the considerable challenges faced in FY2026, IRIS remained resilient and continued to operate with discipline and focus. The year served as a critical stress test of the Group's operational capabilities, financial strength, and strategic direction. Through proactive cost management, disciplined execution, and ongoing organisational adjustments, the Group navigated the adverse conditions while strengthening its underlying fundamentals.

As a result, IRIS is emerging from this period more resilient, better structured, and well-positioned to capitalise on recovery opportunities. This is supported by several strengthening fundamentals, including an equity base of RM379.5 million, and improved balance sheet strength, with borrowings representing only 0.26% of equity. These indicators underscore the Group's enhanced financial resilience and capacity to support future growth initiatives.

GROUP MANAGING DIRECTOR'S MANAGEMENT DISCUSSION AND ANALYSIS

Including an equity
base of

RM 379.5

million

and improved balance sheet
strength, with borrowings
representing only 0.26% of
equity.



In parallel, the completion of the Internal Reorganisation, together with ongoing efforts to streamline operations, optimise cost structures, and sharpen strategic focus, has strengthened our operational agility and organisational alignment. The Internal Reorganisation is a strategic move to build a strong foundation for the Group's future growth.

As IRIS moves into FY2027, we remain committed to building a sustainable, resilient, and future-ready organisation. Central to this commitment is fostering a safe, inclusive, and empowering workplace that attracts and retains high-calibre talent, supports continuous learning, and promotes employee well-being. At the same time, IRIS will continue to advance key strategic initiatives aimed at optimising cost structures, strengthening governance standards, and embedding ESG principles across our operations. These efforts will support revenue diversification, enhance earnings visibility, and drive the creation of sustainable long-term value for our stakeholders.

NOTE OF APPRECIATION

I would like to express my heartfelt appreciation to Dr. Poh Soon Sim for his leadership and dedication during his tenure as Executive Chairman. Following his redesignation as Non-Executive Chairman of the Board on 7 January 2026, I am grateful for his continued guidance, strategic counsel and stewardship as we advance the Group's strategic and growth initiatives.

My sincere gratitude extends to my fellow Board members, the key management team and all employees of IRIS for their unwavering dedication, professionalism and resilience throughout FY2026. Despite a challenging operating environment, your commitment to excellence, innovation and execution has enabled IRIS to navigate uncertainties and continue building a strong foundation for the future.

I would like to thank all our shareholders and customers for their continued trust and confidence in IRIS. My deepest gratitude to our strategic partners and suppliers for their steadfast support, collaboration and shared commitment to our long-term vision. Your partnership has been instrumental in helping IRIS overcome challenges, pursue innovation and create sustainable value for all stakeholders.

As we enter FY2027, we do so with renewed confidence, a strengthened leadership team and a clear vision for the future. Building on the strong foundations established over the years, we are actively exploring and investing in new growth areas that complement our existing capabilities. These strategic ventures will enable the Group to unlock new opportunities, enhance resilience and create broader sources of value for our stakeholders.

As we embrace this new Group structure, we do so with confidence in our people, our capabilities and our future. Together with our employees, valued customers and strategic partners, we will continue to foster sustainable growth, pursue new opportunities and build a stronger, more resilient IRIS. We look forward to creating lasting value and achieving shared success in the years ahead.

DATO' POH YANG HONG
GROUP MANAGING DIRECTOR

OUR TRUSTED ID GLOBAL FOOTPRINT

CRAFTING BESPOKE IDENTITY SOLUTIONS FOR THE WORLD

Over the years, we have strategically expanded our international footprint to encompass 35 countries, with Niger being the most recent addition. This milestone underscores our unwavering commitment to broadening our customer base and reinforcing our global presence across diverse and dynamic markets.

Each day, our agile and forward-looking team delivers secure, relevant, and tailored identity solutions that not only address the evolving needs of our customers but also empower them to excel in an increasingly dynamic technological landscape. As we continue to grow, we remain steadfast in our mission to provide bespoke solutions that safeguard identities, foster trust, and enable progress for governments and businesses across the globe.

As of March 2026,

we have delivered more than...



113.5
million

pieces of ePassport
and/or Inlay to
16 countries



188.4
million

pieces of eID and/or
card-based
driving licenses to
13 countries



244.4
thousand

contact/contactless
card readers and
devices sold to 28
countries

35

COUNTRIES
and still expanding...

04 AMERICAS

- 30. Bahamas
- 31. Canada
- 32. United States

03 AFRICA

- 23. Egypt
- 24. Guinea Conakry
- 25. Nigeria
- 26. Senegal
- 27. Somalia
- 28. Tanzania
- 29. Niger

05 EUROPE

- 33. Italy
- 34. Netherlands
- 35. Norway

01 ASIA

- 1. Afghanistan
- 2. Bahrain
- 3. Bangladesh
- 4. Bhutan
- 5. Brunei
- 6. Cambodia
- 7. India
- 8. Indonesia
- 9. Kazakhstan
- 10. Malaysia
- 11. Maldives
- 12. Myanmar
- 13. Saudi Arabia
- 14. South Korea
- 15. Sri Lanka
- 16. Thailand
- 17. Türkiye
- 18. Turkmenistan
- 19. United Arab Emirates
- 20. Uzbekistan

02 OCEANIA

- 21. New Zealand
- 22. Solomon Islands

CORPORATE STRUCTURE

IRIS

IRIS GROUP BERHAD ("IRIS")

TRUSTED IDENTIFICATION DIVISION

100% IRIS Corporation Berhad

100% IRIS Technologies (M)
Sdn Bhd

100% IRIS Information Technology
Systems Sdn Bhd

100% IRIS Corporation
(Bangladesh) Limited

100% IRIS AMS Sdn Bhd

100% IRIS Advancetech
Sdn Bhd

100% IRIS RK Sdn Bhd

100% IRIS KM Sdn Bhd

100% IRIS Border Control
Solutions Sdn Bhd

44.4% Multimedia Display
Technologies Sdn Bhd

OTHER DIVISIONS

100% IRIS Global Support
Services Sdn Bhd
(formerly known as IRIS
Project Management Sdn
Bhd)

100% IRIS International
Ventures Sdn Bhd
(formerly known as
Thetris ISS Sdn Bhd)

100% IRIS eServices Sdn Bhd

49% Warisan Atlet (M) Sdn Bhd

66.67% RB Biotech Sdn Bhd

60% Endah Farm Sdn Bhd

50% Ubud Tower Sdn Bhd

■ Subsidiaries of IRIS Group

■ Associates of IRIS Group

CORPORATE INFORMATION

BOARD OF DIRECTORS

DR. POH SOON SIM

Non-Executive Chairman

Non-Independent Non-Executive Director

DATO POH YANG HONG

Group Managing Director

Non-Independent Executive Director

DATO' DR. ABU TALIB BIN BACHIK

Senior Independent Non-Executive Director

DATO' MOHAMED KHADAR BIN MERICAN

Independent Non-Executive Director

DATO' NG WAN PENG

Independent Non-Executive Director

MR LING HEE KEAT

Independent Non-Executive Director

HAJI HUSSEIN BIN ISMAIL

Independent Non-Executive Director

MR H'NG BOON HARG

Group Finance Director

Non-Independent Executive Director

AUDIT COMMITTEE

- Dato' Mohamed Khadar Bin Merican
- Dato' Dr. Abu Talib Bin Bachik
- Dato' Ng Wan Peng
- Mr Ling Hee Keat
- Haji Hussein Bin Ismail

RISK MANAGEMENT AND SUSTAINABILITY COMMITTEE

- Mr Ling Hee Keat
- Dato' Mohamed Khadar Bin Merican
- Dato' Dr. Abu Talib Bin Bachik
- Dato' Ng Wan Peng

NOMINATION COMMITTEE

- Dato' Dr. Abu Talib Bin Bachik
- Mr Ling Hee Keat
- Haji Hussein Bin Ismail

REMUNERATION COMMITTEE

- Mr Ling Hee Keat
- Dato' Mohamed Khadar Bin Merican
- Dato' Ng Wan Peng

COMPANY SECRETARIES

Ms Lim Li Heong (MAICSA 7054716)
Ms Wong Mee Kiat (MAICSA 7058813)

AUDITORS

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SHARE REGISTRAR

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Fax : +603 2783 9222

PRINCIPAL BANKERS

- Standard Chartered Bank Malaysia Berhad
- RHB Bank Malaysia Berhad
- Hong Leong Bank Berhad
- Affin Bank Berhad

STOCK EXCHANGE LISTING

ACE Market of Bursa Malaysia
Securities Berhad
Stock Code: 0010
Stock Name: IRIS

■ Chairman

■ Member

BOARD OF DIRECTORS' PROFILE

DR. POH SOON SIM

Non Executive Chairman
Non-Independent Non-Executive
Director

Appointed: 29 December 2025

Malaysian 81 M

Dr Poh was first appointed to the Board of IRIS Corporation Berhad (now a subsidiary) on 7 November 2018, and has been the Executive Chairman of the Group since 30 August 2023.

Dr Poh was re-designated from Executive Chairman to Non-Independent and Non-Executive Chairman on 7 January 2026.

Dr. Poh Soon Sim has been in private medical practice since year 1972. He was previously on the Board of Hong Leong Financial Group (HLFG) from 31 January 1991 to 25 November 2011. He was also a Member of the Board of Audit and Risk Management Committee, Remuneration Committee and Nomination Committee of HLFG. He was also a Director in Wing Tai Malaysia Berhad previously. He retired from Wing Tai Malaysia Berhad on 29 November 2017.

Currently, he is a Director of Hong Leong Company (Malaysia) Berhad, a public company incorporated in Malaysia.

DATO' POH YANG HONG

Group Managing Director
Non-Independent
Executive Director

Appointed: 7 January 2026

Malaysian 53 M

Dato' Poh is a graduate of Monash University, Melbourne, Australia, with a Bachelor of Business Management.

Dato' Poh has brought over three decades of corporate and investment leadership experience, having begun his career with the Hong Leong Group in 1994. Over the years, he has held key strategic positions including Managing Director of Hong Leong Group Securities Berhad, Managing Director of GuocoLand (Malaysia) Berhad and Managing Director of the Group Investment Office of HL Management Co Sdn Bhd.

From 14 June 2018 to 1 March 2021, he served as the President and Group Managing Director of IRIS Corporation Berhad.

DATO' DR. ABU TALIB BIN BACHIK

Senior Independent
Non-Executive Director

Appointed: 29 December 2025

Malaysian 77 M

Dato' Dr. Abu Talib previously held the same position under IRIS Corporation Berhad (now a subsidiary), where he was appointed on 7 November 2016.

Dato' Dr. Abu Talib graduated with a BSC and MSC from the Louisiana State University, United States of America and holds a Doctorate in Agriculture Science from the University Of Gent, Belgium.

He has wide experience in Operational and Management aspects, including Marketing, Business Development, Communications and Public Relations, when he was at the Multimedia Development Corporation ("MDeC") promoting the development of the Multimedia Super Corridor (MSC) from year 1999 to 2008.

Prior to joining MDeC, he was a research Scientist in the Malaysia Rubber Board (MRB). He has a wide experience in R&D in Agronomy and Soil Chemistry, and authored about 50 technical, scientific and research papers. In the Rubber Research Institute of Malaysia (RRIM), he held various administrative and management positions. In year 1997, he was appointed as the Deputy Director General (Development) of the Malaysian Rubber Board and held the position until he opted for early retirement in year 1999 when he joined MDeC.

Dato' Dr. Abu Talib currently serves as Chairman of Nomination Committee and is a member of Audit Committee, and Risk Management & Sustainability Committee of the Company.

AUDIT COMMITTEE

AC Chairman
AC Member

RISK MANAGEMENT AND SUSTAINABILITY COMMITTEE

RMSC Chairman
RMSC Member

NOMINATION COMMITTEE

NC Chairman
NC Member

REMUNERATION COMMITTEE

RC Chairman
RC Member

BOARD OF DIRECTORS' PROFILE

DATO' MOHAMED KHADAR BIN MERICAN

Independent
Non-Executive Director

Appointed: 29 December 2025



Malaysian

70

M

Dato' Mohamed Khadar previously held the same position under IRIS Corporation Berhad (now a subsidiary), where he was appointed on 28 November 2018.

Dato' Mohamed Khadar is a Fellow of the Institute of Chartered Accountants in England and Wales and is also a Chartered Accountant of the Malaysian Institute of Accountants.

He has had more than 35 years' experience in financial and general management. He served as an auditor and a consultant in an international accounting firm, before joining a financial services group. Dato' Mohamed Khadar has held various senior management positions in Pernas International Holdings Berhad, including as President and Chief Operating Officer. Dato' Mohamed Khadar was previously on the Board of RHB Capital Berhad, as its Independent Non-Executive Chairman, Capital A Berhad, as its Independent Non-Executive Director and on the Boards of the Astro group of companies.

Presently, he is also a director of Tune Protect Group Berhad and BNP Paribas Malaysia Berhad.

Dato' Mohamed Khadar currently serves as the Chairman of the Audit Committee and is a member of the Risk Management and Sustainability Committee and Remuneration Committee of the Company.

DATO' NG WAN PENG

Independent
Non-Executive Director

Appointed: 29 December 2025



Malaysian

63

F

Dato' Ng previously held the same position under IRIS Corporation Berhad (now a subsidiary), where she was appointed on 1 February 2022.

Dato' Ng is the Independent Non-Executive Director of Hong Leong Assurance Berhad, Fraser & Neave Holdings Berhad, Autocount Dot com Berhad, Nano Malaysia Berhad and Lac Med Berhad, and a director of Digital Penang and Paradigm REIT Management Sdn Bhd. She is a council member of SIDEC (Selangor Information Technology & Digital Economy Corporation) and UTAR (University Tunku Abdul Rahman).

Dato' Ng was Chief Operation Officer of Malaysia Digital Economy Corporation, championing the country's digital economy, from year 2009 until December 2020. She is a competent leader and highly motivated professional with more than 30 successful years in the corporate and public environment. Her areas of expertise are in strategy planning, digitalisation, business transformation, organisation development, process improvement and innovation management. She graduated from USM (Universiti Sains Malaysia) and is a HBS (Harvard Business School) Alumni.

Dato' Ng currently serves as a member of Audit Committee, Risk Management and Sustainability Committee and Remuneration Committee of the Company.

MR LING HEE KEAT

Independent
Non-Executive Director

Appointed: 29 December 2025



Malaysian

54

M

Mr. Ling previously held the same position under IRIS Corporation Berhad (now a subsidiary), where he was appointed on 7 November 2018.

Mr. Ling graduated with a Bachelor of Laws degree from the University of Bristol, England in year 1994 and was awarded the Degree of an Utter Barrister from Lincoln's Inn in year 1995. He started his career at HLG Securities, the stockbroking arm of the Hong Leong Group of companies before being appointed as an Executive Director of United Traders Securities where he headed the Research and Corporate Finance divisions from year 1997 to 2003. In year 1999, he was also appointed to the Board of SHH Resources Holdings Berhad, a furniture manufacturer listed on the Main Market of Bursa Malaysia as a Non-Executive Director. In May 2015, he was re-designated as the Deputy Chairman of that company, a position he held till December 2016.

In March 2019, he was appointed as an Independent Non-Executive Director of TrickleStar Limited, a company listed on the Catalyst Market in Singapore. In January 2023, he was appointed as the Chairman of the Board. In June 2026, he stepped down from the board of TrickleStar Limited and was redesignated as the Managing Director of TrickleStar Malaysia, a position he holds till today.

Mr. Ling currently serves as the Chairman of Risk Management and Sustainability Committee and Remuneration Committee and is a member of Audit Committee and Nomination Committee of the Company.

BOARD OF DIRECTORS' PROFILE

HAJI HUSSEIN BIN ISMAIL

Independent
Non-Executive Director

Appointed: 29 December 2025



Malaysian

69

M

Haji Hussein previously held the same position under IRIS Corporation Berhad (now a subsidiary), where he was appointed on 28 July 2017.

Haji Hussein graduated with a Bachelor of Business Administration (Finance) and Diploma in Accountancy from Universiti Teknologi MARA.

He is an approved Tax Agent under the Ministry of Finance Malaysia and a Member of the Chartered Tax Institute of Malaysia. He is also an approved Company Secretary under the Companies Commission of Malaysia, Affiliate Member of The Malaysian Institute of Chartered Secretaries Administrators and a Member of the Institute of Approved Companies Secretaries.

He is currently the Head of Public Sector and GLC division of Folks DFK & Co., a member firm of DFK international since year 2007. He joined Azman, Wong, Salleh & Co back in year 1979 and the firm was then merged into Folks DFK & Co. on 1 February 2006. He has vast experience in the full range of public accountancy services including audit, accountancy, taxation, secretarial, consultancy services and insolvency assignments covering wide range of clients.

Previously, he was the Non-Independent Non-Executive Chairman of Encorp Berhad from year 2017 – 2021, and also on the Board of Felda Investment Corporation Sdn. Bhd. from year 2017 – 2022.

Haji Hussein currently also serves as a member of Audit Committee and Nomination Committee of the Company.

MR H'NG BOON HARG

Group Finance Director,
Non-Independent
Executive Director

Appointed: 29 December 2025

Malaysian

53

M

Mr H'ng Boon Harg joined IRIS Corporation Berhad (now a subsidiary), in year 2017 and was appointed to the Board of IRIS Corporation Berhad as Group Finance Director on 1 March 2021.

He has over 20 years of extensive experience in accounting and finance functions and started his career in one of the Big Four international accounting firms and later year joined public listed and private property development companies where he held managerial position in finance.

He graduated in Accountancy from University Kebangsaan Malaysia in year 1997 and later obtained his Association of Chartered Certified Accountants (ACCA) qualification in year 2002. He is currently a member of Malaysian Institute of Accountants (MIA) and fellow member of Association of Chartered Certified Accountants (ACCA).

Family Relationship with any Director and/or Major Shareholder

Except for Dr. Poh Soon Sim who is the father of Dato' Poh Yang Hong, none of the Directors have family relationship with any other Directors and/or major shareholders of the Company.

Conflict of Interest

None of the Directors have any conflict of interest with the Company.

Conviction for Offences (within the past 5 years, other than traffic offences)

None of the Directors have any conviction for offences (other than traffic offence, if any) and have not been imposed of any public sanction or penalty by the relevant regulatory bodies during the financial year.

Number of Board Meetings attended in the financial year ended 31 March 2026

The details of the Directors' attendance at Board meetings are disclosed in the 'Corporate Governance Overview Statement' in this Annual Report.

AUDIT COMMITTEE

AC Chairman
AC Member

RISK MANAGEMENT AND SUSTAINABILITY COMMITTEE

RMSC Chairman
RMSC Member

NOMINATION COMMITTEE

NC Chairman
NC Member

REMUNERATION COMMITTEE

RC Chairman
RC Member

KEY SENIOR MANAGEMENT TEAM

DATO' POH YANG HONG

Group Managing Director
Non-Independent
Executive Director

Please refer to the Board of Directors' Profile for the profile of Dato' Poh Yang Hong.

MR H'NG BOON HANG

Group Finance Director,
Non-Independent
Executive Director

Please refer to the Board of Directors' Profile for the profile of Mr H'ng Boon Hang.

MR CHIA JEN WEN

Chief Executive Officer

Malaysian

50

M

Mr Chia is the Chief Executive Officer of IRIS Corporation Berhad and was redesignated to this role from Acting Chief Executive Officer on 1 March 2025. He was appointed as Acting Chief Executive Officer on 1 Jan 2023 and Chief Operating Officer (Special Projects) on 10 February 2022.

Started in year 2000, he has over 20 years of experience in consulting and senior management functions, covering IT consultancy and third-party testing, inspections and certifications (TIC) both locally and abroad.

Mr Chia holds an Upper Second-Class Bachelor's Degree in Mechanical Engineering from Universiti Malaya.

MR CHOONG CHOO HOCK

Chief Operating Officer

Malaysian

64

M

Mr Choong Choo Hock joined IRIS Corporation Berhad in 2009. He has more than 3 decades of experience in the semiconductor sector and has held many leadership positions in IRIS, including Director of Operations and Group Director of Manufacturing. He is currently the Chief Operating Officer, Trusted ID.

In year 1984, he began his career as a Chemical Engineer with a Japanese conglomerate based in Singapore and later set up their Malaysian operations in year 1985 and progressed to being designated as Factory Manager. In year 1995, he joined a German Multinational where he was appointed in various senior management positions, serving the domestic and global market of the electronics and semiconductor industries.

Mr Choong graduated with a Bachelor of Science degree from the National University of Singapore.

MR TEH TEONG WEE

Chief Technology Officer

Malaysian

55

M

Mr Teh Teong Wee joined IRIS Corporation Berhad in year 2022 as Chief Technology Officer overseeing the Technology Division to drive all aspects of Trusted ID solutions and leverage on the core expertise of the organisation to design, configure and integrate solutions into a cohesive and efficient system to help our client's business needs and grow.

He has more than 25 years of vast experience and achievements in the IT industry starting his career in a local IT company before joining a US-based leading MNC in helping organisations across industry such as aviation, retail, semiconductor, telecommunications and financial institution in reaping the benefits of technology through large scale turnkey implementation, complex IT outsourcing and digitisation projects. He has held various leadership positions and managed various robust delivery teams in successful IT outsourcing program.

Mr Teh graduated with a Bachelor's degree in Computer Science from University of Technology Malaysia (UTM).

SUSTAINABILITY STATEMENT

IRIS Group Berhad ("IRIS") remains firmly committed to sustainability as a guiding principle in shaping both our long-term corporate strategy and our day-to-day operations. We strive to conduct our business in a manner that is environmentally responsible, socially inclusive, and grounded in sound governance.

This Sustainability Statement presents an overview of our stakeholder engagement activities, material sustainability matters, and our Environmental, Social, and Governance ("ESG") performance for the financial year ended 31 March 2026 ("FY2026").

This Statement has been prepared in accordance with the ACE Market Listing Requirements of Bursa Malaysia as well as in reference to the following frameworks and standards:

- National Sustainability Reporting Framework ("NSRF")
- Global Reporting Initiative (GRI) Sustainability Reporting Standards
- FTSE4Good Bursa Malaysia (F4GBM) Index
- Malaysian Code on Corporate Governance (MCCG)

In addition, IRIS strongly supports the United Nations Sustainable Development Goals ("UN SDGs") and continues to progressively integrate these goals into our sustainability practices.

In FY2026, the Group's ESG rating improved to 3.6 from 3.2 in FY2025 thus maintaining our 3-Star rating in the FTSE4Good Bursa Malaysia Index ("F4GBM"). This continued recognition underscores our ongoing commitment to transparency, ethical governance and the integration of robust ESG practices across our operations.

SCOPE OF REPORTING

This Statement covers the sustainability performance of IRIS and its wholly-owned subsidiaries in Malaysia for FY2026, unless otherwise stated. It provides an overview of the Group's consolidated performance, strategic initiatives, and material developments during the reporting period. Guided by global sustainability reporting standards, it includes comparative historical information, where relevant and available, to enhance transparency and comparability.

STATEMENT OF ASSURANCE

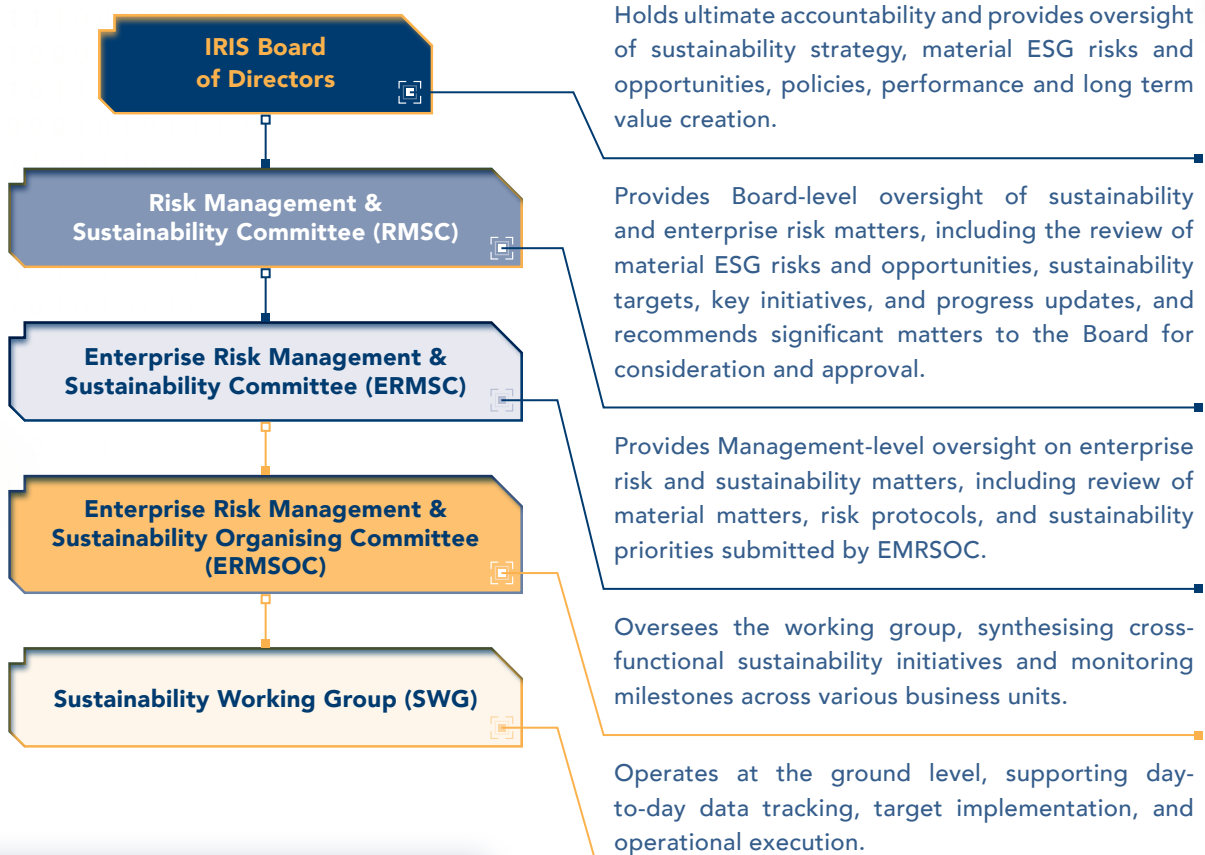
This FY2026 Sustainability Statement has been subjected to an internal review coordinated by the Sustainability Working Group and reviewed by Management. Based on the internal review performed, the Board is of the view that the Sustainability Statement has been prepared in accordance with Bursa Malaysia's Listing Requirements and the applicable sustainability reporting standards, in all material respects. No independent external assurance was obtained for FY2026. The Group will continue to enhance its assurance approach and assess the feasibility of obtaining external assurance in the future.

SUSTAINABILITY STATEMENT

SUSTAINABILITY GOVERNANCE STRUCTURE

A robust governance structure ensures our ESG commitments are translated into measurable, reportable outcomes across all levels of the Group. Governance oversight flows systematically through a dedicated reporting chain:

IRIS Sustainability Governance Structure:



This integrated governance hierarchy ensures clear cross-functional accountability, robust risk alignment, and the seamless inclusion of ESG considerations into high-level strategic decision-making across the Group.

SUSTAINABILITY STATEMENT

SUSTAINABILITY POLICY & CORE STRATEGY

In January 2026, the Board approved a newly released Sustainability Policy, formalising the transition of our sustainability framework to IRIS. This policy anchors our corporate commitment to integrating ESG principles into our core operations to drive long-term value creation for all stakeholders.

The policy applies across the Group, its subsidiaries, employees, and business partners, guiding both our domestic operations and our expanding international footprint.

IRIS Core Pillars of Commitment



Environmental Stewardship:

We reduce our footprint through energy efficiency, waste reduction, and climate action initiatives.



Social Responsibility:

We foster inclusivity, ensure a safe and healthy workplace, and support community well-being and human rights.



Governance, Ethics and Integrity:

We uphold transparency, integrity, and ethical practices, with clear accountability at every level.



Transparency and Reporting:

We conduct a comprehensive Sustainability performance review and publish the results in the Sustainability Statement of IRIS's Annual Report.

SUSTAINABILITY STATEMENT

STAKEHOLDER ENGAGEMENT

Stakeholder engagement is a cornerstone of the Group's sustainability approach. Regular engagement allows us to understand the evolving expectations, build trust and align our strategies with the interests of those who are most impacted by our operations.

Stakeholder Category	Interests & Expectations	Engagement Approach	Engagement Frequency
Investors and Shareholders 	- Investment opportunities - Long-term sustainability strategy and outlook - Return in investment (ROI) - Dividends and rewards - Governance on ESG risks/opportunities - Transparency and disclosure	Annual General Meeting	Annually
		Extraordinary General Meeting	As required
		Quarterly and Annual Reports	Quarterly and annually
		Bursa announcements	As required
		Corporate website	Continuously
		Social Media posts	Continuously
Customers 	- Business outlook - Market positioning - Transparency on products/services sustainability - Quality of products/services - Product information - Ethical and sustainable practices	Corporate website	Continuously
		Social media interactions	Continuously
		Electronic Direct Mail	Continuously
		Customer satisfaction survey	Annually
		Technology update sessions	As required
		Technology transfer and training programmes	As required
		Attend tradeshows	As required
		Exhibition stand	As required
Employees 	- Safe and healthy work environment - Opportunities for professional/career growth and development - Work-life balance	HR Communication Portal	As required
		Performance management, reviews and feedback	Annually
		Continuous Learning / Training	Regularly
		Festive Celebration	As planned
		Employees Engagement activities	As planned
		CSR activities	As planned
Suppliers and Supply Chain Partners 	- Local partnerships - Business relationships - Operational efficiencies - Sustainable and ethical procurement practices - Supply chain transparency and accountability	Supplier Engagement	Continuously
		Supplier meetings	As required

SUSTAINABILITY STATEMENT

STAKEHOLDER ENGAGEMENT (CONT'D)

Stakeholder Category	Interests & Expectations	Engagement Approach	Engagement Frequency
Government and Regulatory Bodies 	- Compliance with regulations and standards - Partnerships and collaborations - Advocacy for supportive policies and regulations: nation building agenda	Dialogue sessions with policymakers	When appropriate
		Regulatory audits	As required
		Meetings and briefings	As required
		Attending to queries	As required
		Attend events and tradeshows	When appropriate
		Exhibition stand	When appropriate
Community/ Society 	- Corporate Social Responsibility - Job creation for locals	Sponsorships	As planned
		Charitable works	As planned
		Community outreach programmes	When appropriate
		Blood donation	As planned
		Internship positions	Continuously
Industry Associations and Peers 	- Fostering innovation - Collaborating on industry-wide sustainability initiatives - Advocacy for common interests - Knowledge exchange and pursuit	Industry conferences and tradeshows	Continuously
		Working group collaborations	When appropriate
		Information sharing platforms and networks	When appropriate
Technology and Business Partners 	- Business collaboration - Technology compatibility and integration	Technology compatibility assessments	When appropriate
		Electronic Direct Mail	When appropriate
		Collaboration platforms and forums	Continuously

SUSTAINABILITY STATEMENT

MATERIAL MATTERS

IRIS conducts periodic assessments of sustainability-related risks and opportunities through ongoing engagement with key stakeholders and consideration of relevant regulatory requirements, industry developments and emerging ESG trends. This process enables us to identify and prioritise matters that are most significant to our business, stakeholders and long-term value creation.

The following sustainability matters were identified as material to IRIS for FY2026. These matters were determined based on their potential impact on IRIS's business performance, strategic objectives and stakeholder interests.

Material Topic	Key Risks	Key Opportunities	Management Approach
 Anti-Corruption	Legal penalties, fines, and damage to our corporate reputation.	Building strong trust with stakeholders and investors through an ethical culture.	- Enforcing our updated Anti-Bribery and Anti-Corruption (ABAC) Policy 100% employee attendance at FY2026 awareness training.
 Community Engagement	Low visibility of our social impact and missed opportunities for local partnerships.	Strengthening brand value by helping local communities build sustainable livelihoods.	Partnering with verified NGOs and certified B Corps to run targeted community programs.
 Climate Action	Business disruptions from severe weather and regulatory non-compliance	Emissions reduction and climate resilience	Preparing for Scope 1, 2 & 3 Greenhouse Gas ("GHG") disclosures as per Bursa Malaysia's Sustainability reporting guidelines
 Diversity	Aging workforce	Enhanced employee engagement, broader talent pool	- Cultivating a diverse work environment - Monitoring diversity data
 Data Privacy & Security	Cyber threats, data breaches, and the subsequent loss of customer trust.	Earning stakeholder trust through excellent data protection and stewardship.	- Maintaining ISO/IEC 27001 information security certification - Enforcing IRIS Personal Data Protection Act ("PDPA") Policy.

SUSTAINABILITY STATEMENT

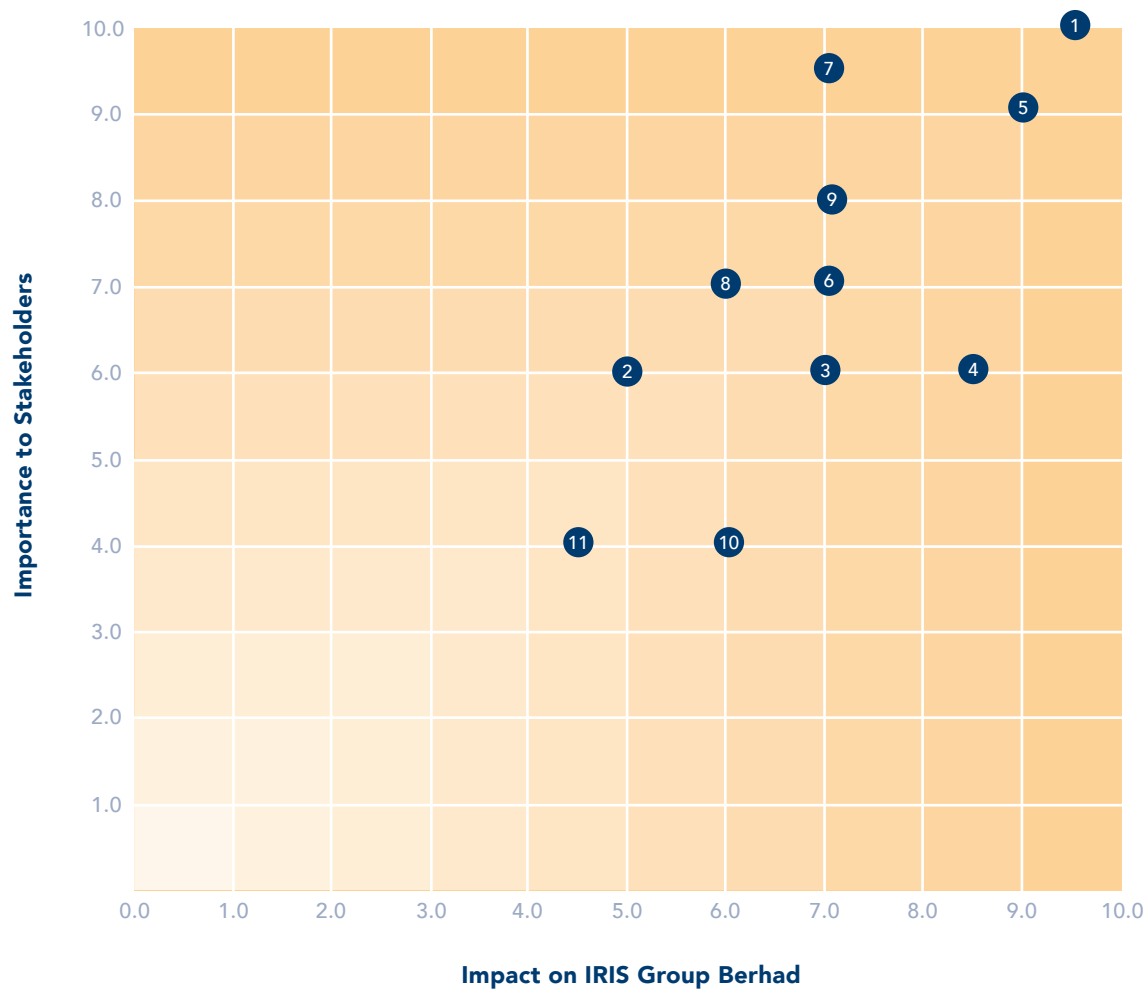
MATERIAL MATTERS (CONT'D)

Material Topic	Key Risks	Key Opportunities	Management Approach
 Energy Efficiency	Rising operational costs and environmental penalties	Operational savings and supporting a circular economy through better resource use.	Continuous maintenance of manufacturing plant and switching to more energy-efficient production processes.
 Health & Safety	Workplace accidents, absenteeism, higher insurance costs, and legal liabilities.	Safer workplaces that keep employee morale and retention high.	Providing continuous safety training for site workers and enforcing strict preventive hazard protocols.
 Labour Practices & Standards	Skills gaps and low employee engagement	Talent retention, future-proofing skills, and creating clear upskilling benefits.	Running targeted talent development programs, technical upskilling, and modern workforce planning.
 Supply Chain Management	Non-compliance with ESG standards, reputational risk	Improved vendor compliance and reducing carbon footprint by increasing spending on local suppliers	- Enforcing a Global Vendor Code of Conduct across all supplier tiers. - Increasing spending on local suppliers
 Waste Management	High disposal costs, regulatory fines, and environmental damage from poor waste handling.	Lowering environmental impact by recycling more and ensuring safe disposal of hazardous materials.	Diverting recyclables from landfills and strictly managing hazardous waste through better tracking aligned with ISO EMS 14001
 Water Management	Rising operational costs and penalties for environmental non-compliance.	Reducing water usage to lower costs and protect local water supplies.	Carrying out water-saving initiatives across our facilities and training employees on conservation.

SUSTAINABILITY STATEMENT

FY2026 MATERIALITY MATRIX GRID

Materiality Matrix



1 Anti-Corruption

2 Community Engagement

3 Climate Action

4 Diversity

5 Data Privacy & Security

6 Energy Efficiency

7 Health & Safety

8 Labour Practices & Standards

9 Supply Chain Management

10 Waste Management

11 Water Management

SUSTAINABILITY STATEMENT



ENVIRONMENTAL PERFORMANCE

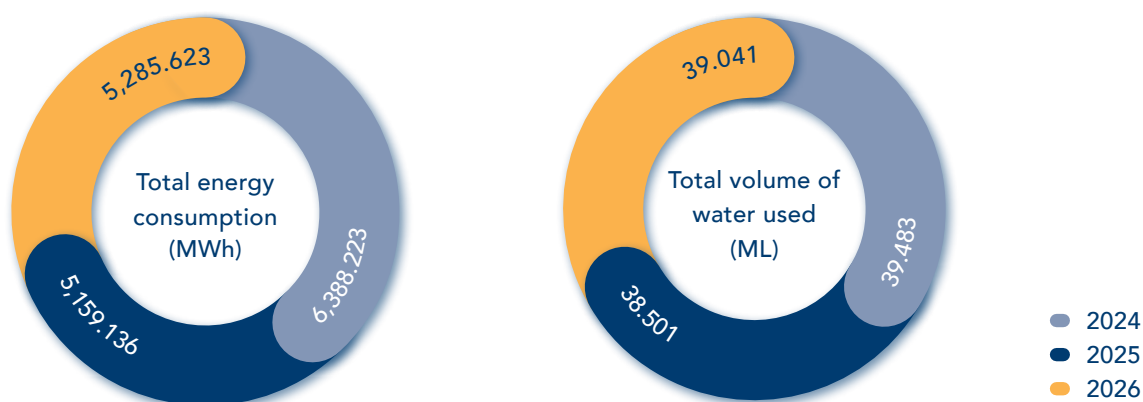
As part of our journey towards compliance with the International Financial Reporting Standards for Climate-related Disclosures ("IFRS S2"), IRIS has begun integrating climate-related risks and opportunities into our Enterprise Risk Management framework and risk register. We are also strengthening our climate data management capabilities in preparation for the disclosure of Scope 1, Scope 2 and Scope 3 GHG emissions, in line with Bursa Malaysia's ACE Market sustainability reporting requirements.

IRIS is committed to minimising our environmental footprint through responsible resource management, continuous improvement, and adherence to certified environmental standards across our operations.

RESOURCE MANAGEMENT

In FY2026, total energy and water consumption increased marginally from FY2025 by 2.5% and 1.4% respectively.

Our rooftop solar PV system supplied 291.304 MWh of clean electricity directly to our facilities. Installed in FY2025, the system continues to supply renewable energy to decrease our reliance on fossil fuels, lower our electricity costs and contribute to national efforts to promote green energy adoption.



Resource Consumption	Unit	FY2024	FY2025	FY2026	Achievement
Total energy consumption	Megawatt-hours (MWh)	6,388.223	5,159.136	5,285.623	2.5% increase from FY2025
Total volume of water used	Megalitres (ML)	39.483	38.501	39.041	1.4% increase from FY2025

SUSTAINABILITY STATEMENT

ENVIRONMENTAL PERFORMANCE

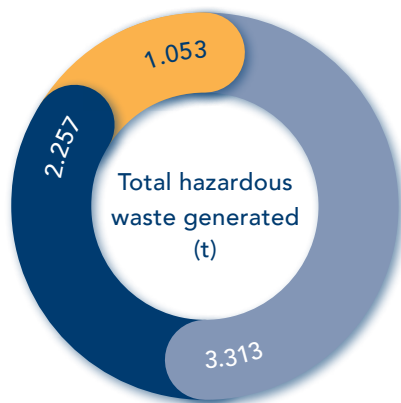


FY2026 saw considerable progress in our commitment to responsible waste management, particularly the reduction of hazardous waste generated by our manufacturing division. Total volume of hazardous waste generated dropped to 1.053 tonnes, marking a 53.34% decrease compared to FY2025.

The reduction in FY2026 reflects successful implementation of operational controls, material handling practices and waste minimisation strategies across our facilities.

These efforts are part of our broader environmental sustainability initiatives aimed at reducing the environmental footprint of our manufacturing activities.

In accordance with standard compliance guidelines from the Performance Data Table from Bursa Malaysia ESG Reporting Platform, environmental resource metrics are converted into standardised units (Megawatts, Megalitres and Metric Tonnes).



● 2024
● 2025
● 2026

Environmental Performance Indicator	Unit	FY2024	FY2025	FY2026	Achievement
Total hazardous waste generated	Metric Tonnes (t)	3.313	2.257	1.053	Target: >3% YoY Reduction Actual: 53.4% decrease from previous FY
Total textile waste diverted from disposal	Metric Tonnes (t)	0.315	0.3738	2.2217	Upcycling and recycling on an uptrend
Major Chemical Spillage Incidents	NA	0	0	0	Achieved Target of Zero (0) incidents
Environment related fine or violation	NA	0	0	0	Achieved Target of Zero (0) fine or violation

SUSTAINABILITY STATEMENT



SOCIAL PERFORMANCE

In FY2026, IRIS remained committed to contributing meaningfully to the communities where we operate.

Our social strategy prioritises workplace safety, talent development, local economic preference, and meaningful community impact.

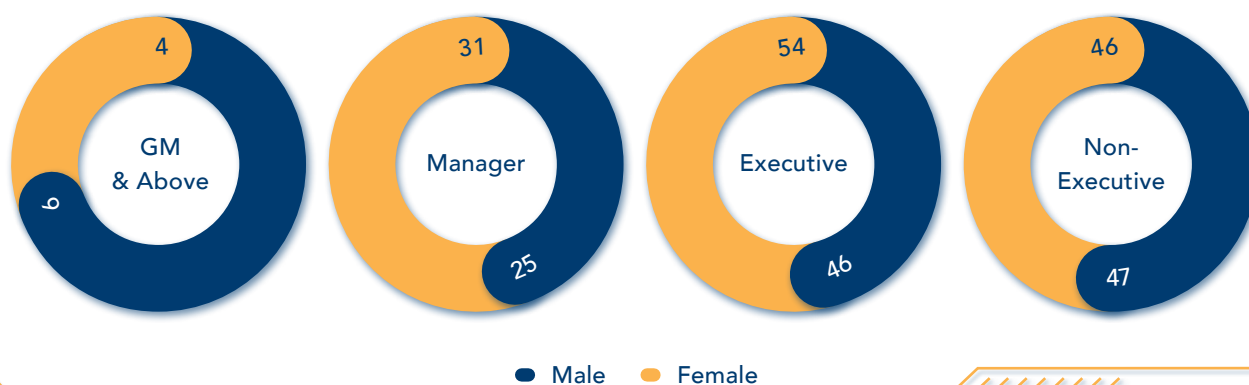
WORKFORCE DIVERSITY

At IRIS, we embrace diversity and inclusive employment practices as drivers of strength and innovation within our workforce.

Percentage of Employees by Gender:

Employee Category	FY2024		FY2025				FY2026			
	♂ Male	♀ Female	♂ Male	♀ Female	♂ Male	♀ Female	♂ Male	♀ Female	♂ Male	♀ Female
GM & Above			11	3.99%	4	1.45%	9	3.44%	4	1.53%
Manager	220	238	24	8.70%	29	10.51%	25	9.54%	31	11.83%
Executive			44	15.94%	61	22.10%	46	17.55%	54	20.61%
Non-Executive			51	18.48%	52	18.84%	47	17.94%	46	17.56%
	48.00%	52.00%	130	47.10%	146	52.90%	127	48.47%	135	51.53%

Percentage of Employees by Gender in FY2026



SUSTAINABILITY STATEMENT

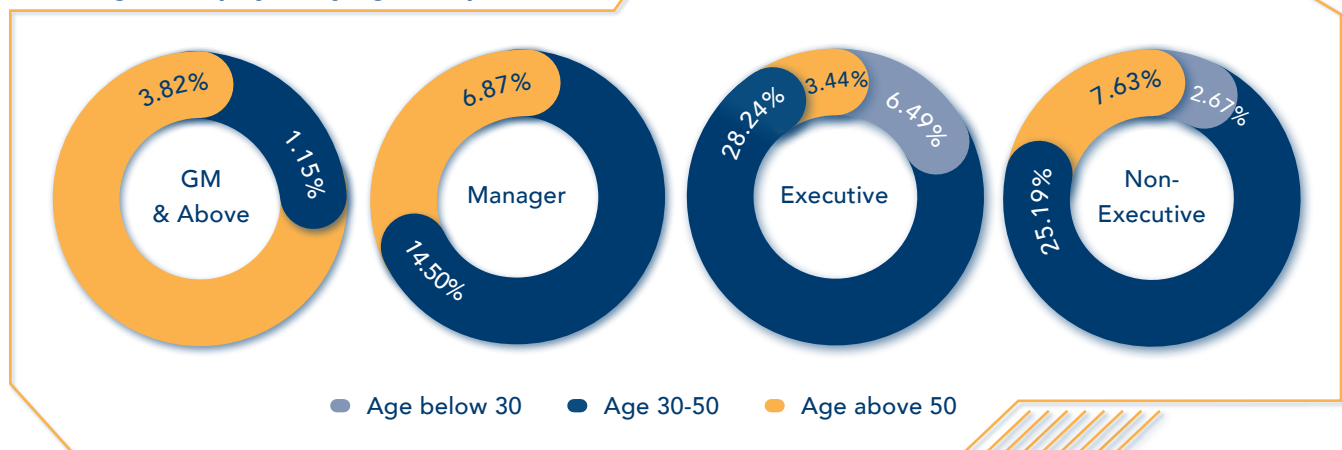
SOCIAL PERFORMANCE



Percentage of Employees by Age Group:

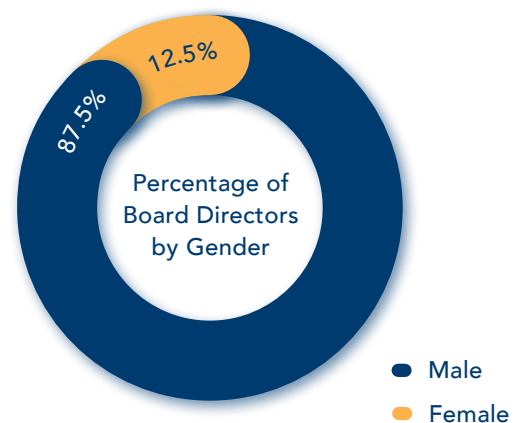
Employee Category	FY2024			FY2025			FY2026		
	Age below 30	Age 30-50	Age above 50	Age below 30	Age 30-50	Age above 50	Age below 30	Age 30-50	Age above 50
GM & Above				0.00%	1.81%	3.62%	0.00%	1.15%	3.82%
Manager	11%	69%	20%	0.00%	12.32%	6.88%	0.00%	14.50%	6.87%
Executive				5.43%	28.99%	3.62%	6.49%	28.24%	3.44%
Non-Executive				1.81%	26.82%	8.70%	2.67%	25.19%	7.63%
	100%			100%			100%		

Percentage of Employees by Age Group in FY2026



Percentage of Board Directors by Gender and Age Group in FY2026:

Gender	Male		Female	
	Under 30	30 to 50 yrs	Over 50 yrs	
	0%	0%	100%	



SUSTAINABILITY STATEMENT



SOCIAL PERFORMANCE

WORKPLACE HEALTH AND SAFETY

At IRIS, the health and safety of our employees remain a top priority. We are committed to safeguarding our workforce through comprehensive safety protocols, including proactive risk assessments, targeted training initiatives, and a robust system for incident reporting and investigation. This structured and preventative approach not only mitigates potential hazards but also cultivates a strong culture of safety awareness across all levels of the organisation.

While IRIS has long placed strong emphasis on cultivating a comprehensive safety culture, we recognise the need for continual improvement. Following a slight increase in work-related incidents, we are taking proactive steps to enhance our safety protocols and training initiatives across the organisation. These efforts will further strengthen our safety culture and support our goal of minimising workplace risks through inclusive and continuous learning.

In FY2026, we reported a Lost Time Incident Rate (LTIR) of

1.93 and **86** employees

trained on health and safety standards.



Safety Records	FY2024	FY2025	FY2026
Work-related fatalities	0	0	0

Our dedication to employee well-being goes beyond physical safety. We recognise the importance of mental and emotional health and support our team through wellness programmes and resources. By fostering a safe, supportive, and healthy work environment, we empower our people to thrive-leading to a more engaged, resilient, and productive workforce.

LABOUR PRACTICES AND DEVELOPMENT

At IRIS, adherence to international and national labour standards, along with ethical business practices, forms the foundation of our commitment to creating a fair and rewarding workplace. This commitment is reflected in our unwavering respect for employee rights, the cultivation of a diverse work environment, and our ongoing investment in training and development opportunities that support both personal growth and professional development.

Resource Consumption	Unit	FY2024	FY2025	FY2026	Target & Actual
Total training hours: GM & Above	Hours			168.5 (13 pax)	Min 7 Hours / employee – achieved 12.9
Total training hours: Manager	Hours			1453 (56 pax)	Min 7 Hours / employee – achieved 25.9
Total training hours: Executive	Hours	Total hours 3746	Total hours 5529	2235 (100 pax)	Min 7 Hours / employee – achieved 22.4
Total training hours: Non-Executive	Hours			1261.5 (93 pax)	Min 7 Hours / employee – achieved 13.5
				Total hours 5118	

SUSTAINABILITY STATEMENT

SOCIAL PERFORMANCE



Within our production operations, we harness the expertise of both our core workforce and contract or temporary personnel to support a resilient and sustainable supply chain. In collaboration with our partnering agencies, we uphold rigorous social and labour standards throughout the value chain. This includes ensuring fair treatment, compliance with all applicable labour regulations, and the provision of safe, respectful working conditions for all individuals involved in our production processes, regardless of employment status.

Percentage of employees that are contractors or temporary staff:

Employee Category	FY2024		FY2025		FY2026	
	Headcount	%	Headcount	%	Headcount	%
Permanent	300	65.50%	276	77.75%	262	57.71%
Contract / Temporary	158	34.50%	79	22.25%	192	42.29%
TOTAL	458	100%	355	100%	454	100%

Total Number of Employee Turnover by Category:

Employee Category	FY2026
GM & Above	0
Manager	6
Executive	21
Non-Executive	17

Number of substantiated complaints concerning human rights violations:



COMMUNITY ENGAGEMENT AND CSR INVESTMENT

Our corporate volunteerism, community frameworks, and procurement strategies are designed to deliver structured environmental, social, and economic enrichment. We believe that sustainable development begins by actively empowering our local ecosystem. In FY2026, IRIS directly invested RM20,920.00 into community initiatives benefiting 106 external beneficiaries. Alongside our social programs, we create substantial regional impact by intentionally prioritising domestic vendors, thereby stimulating economic growth and building supply chain resilience within Malaysia.

IRIS directly invested

RM **20,920.00**

into community initiatives
benefiting **106**

external beneficiaries.



SUSTAINABILITY STATEMENT



SOCIAL PERFORMANCE

EMPOWERING THE LOCAL SUPPLY CHAIN

To foster economic resilience and support domestic businesses, IRIS actively prioritizes procurement from local vendors. Sourcing locally minimizes logistics risks, reduces our broader carbon footprint, and directly injects capital back into the Malaysian economy.

Through this balanced procurement model, IRIS assures operational continuity for our products and solutions while continuing to serve as an active driver of Malaysia's industrial ecosystem. Nonetheless, we continue to engage selected international suppliers for specialised materials, advanced technologies and niche expertise that are critical to maintaining product quality, operational efficiency and innovation.

Sourcing Category (Spend Ratio)

FY2026 (%)

**Spending on Local Suppliers
(Malaysia)**

74.3

International Suppliers

25.7

CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

At IRIS, we believe our responsibility extends beyond business operations to creating a meaningful, positive impact on society and the environment. Through our Corporate Social Responsibility (CSR) activities, we actively invest in initiatives that protect our planet, support local communities, and foster sustainable growth. By blending employee volunteerism with strategic partnerships, we focus on delivering practical, long-term enrichment to the people and ecosystems around us.



Climate Awareness & Eco-Education:

Partnered with the Free Tree Society (FTS) for an Environment Talk on Climate Emergency and collaborated with Zero Waste Malaysia for a Food Waste Workshop upcycling citrus peels into eco-friendly multipurpose household cleaners.



Hands-on Biodiversity Support:

Mobilised IRIS employees to attend educational course at FTS Bangsar (nursery tour, composting, planting workshops) and volunteered for the Zoo Negara Groom Project to spruce up common public facility areas.



Circular Economy Partnerships:

Continued our active textile and fabric recycling partnership in collaboration (since 2019) with Kloth Malaysia to systematically divert textile and fabric waste from landfills.



Annual Blood Donation Campaign:

Continued annual blood collection partnership alongside the National Blood Bank yielding 49 donors with 36 successful donations.

Total successful donors

66

FY2024

50

FY2025

36

FY2026



Sponsorships & Athletic Talent:

Maintained our long-term corporate sponsorship of the prominent KL Open 2025 and Penang PSC International Invitational Tennis Tournament (PCIIT) 2025 to support grassroots athletic progression.



Social Enterprise Empowerment:

Sustained procurement commitments with B-corp certified social enterprise Batik Boutique, for corporate gifts, ensuring fair wages for marginalised artisans.

SUSTAINABILITY STATEMENT



GOVERNANCE

Strong governance forms the foundation of IRIS's sustainability journey, ensuring that the group's businesses are conducted with integrity, accountability, and compliance with applicable laws and ethical standards.

ANTI-BRIBERY AND ANTI-CORRUPTION

The Group enforces a zero-tolerance policy against all forms of bribery and corruption, maintaining a formal Anti-Bribery and Anti-Corruption ("ABAC") policy since 2020. In January 2026, following the Group's internal Reorganisation, the ABAC Policy was reviewed and adopted under IRIS to reinforce alignment with applicable regulatory expectations, good governance practices, due diligence processes, third-party risk management and employee training protocols. The following indicators align with our ABAC framework:

Operations assessed for corruption-related risks:

100%
(Target: 100%)

Confirmed incidents of corruption and actions taken:

0%
(Target: 0%)

Employee Category trained on Anti-Corruption

FY2026 (%)

GM & Above

100%

Manager

100%

Executive

100%

Non-Executive

100%

DATA PRIVACY AND SECURITY

As part of our ongoing commitment to responsible data stewardship, IRIS continues to enhance its information security frameworks and privacy safeguards in accordance with international standards.

In FY2026, we maintained full compliance with the ISO/IEC 27001 global standard for information security management and updated our Privacy Policy to address evolving legal requirements and technology risks. To strengthen our internal data protection, we conduct regular simulation tests and training to ensure our employees can identify and prevent phishing scams and other cyber threats.

These initiatives are vital to safeguarding customer trust, meeting regulatory obligations, and ensuring operational resilience in an increasingly digital operating environment.

Number of substantiated complaints concerning breaches of customer privacy and losses of customer data:

0%
(Target: 0%)

SUSTAINABILITY STATEMENT



GOVERNANCE

SUPPLY CHAIN MANAGEMENT

In line with our commitment to ethical governance and sustainable procurement, IRIS introduced a Global Vendor Code of Conduct ("GVCoC") in March 2025. This policy outlines clear expectations for our suppliers and business partners, covering areas such as:



Compliance with all applicable laws and regulations



Environmental responsibility and resource efficiency



Prohibition of bribery, forced labour, and child labour



Transparent reporting and grievance mechanisms



Respect for human rights and fair employment practices

All new and existing vendors are required to acknowledge and adhere to the GVCoC as part of contractual due diligence. This initiative strengthens supply chain accountability and mitigates ESG-related risks across our procurement practices.

Conclusion

FY2026 marked a pivotal milestone for IRIS. Following our Internal Reorganisation, we established a more effective corporate structure to support the Group's future growth while driving real progress across our ESG pillars.

As we advance our sustainability journey, IRIS remains focused on building a resilient and future-ready organisation. Supported by a robust Sustainability Governance Structure, we will continue to expand our sustainability data collection efforts, enhance reporting capabilities, and progressively align our risk management and disclosure practices with IFRS S1 and IFRS S2.

Guided by our commitment to responsible growth, IRIS will continue to set measurable sustainability targets that support Malaysia's climate aspirations and broader socio-economic development. We recognise that achieving sustainable outcomes requires partnership and collective effort, and we welcome ongoing engagement with our stakeholders as we work together towards a more resilient, inclusive and sustainable future.

PRESCRIBED TABLE

FROM BURSA MALAYSIA CSI PLATFORM

IRIS GROUP BERHAD

BMLR Transition Period

Date & Time: 2026-07-27 15:33:06

Ace Market | Group 3 | FYE 31/03/2026

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Anti-corruption	C1(a) Percentage of employees who have received training on Anti-corruption by employee category: GM & Above Manager Executive Non-Executive	Percentage	Not Applicable Not Applicable Not Applicable Not Applicable	100 100 100 100	100 100 100 100	Internal
	Anti-corruption	Percentage	Not Applicable	100	100	Internal
	Anti-corruption	Number	0	0	0	Internal
	Community Engagement	C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	Not Applicable	20,920	-
Community Engagement	C2(b) Total number of beneficiaries of the investment in communities	Number	Not Applicable	106	-	Internal

This report was generated on the Bursa Malaysia CSI Platform on 2026-07-27 15:33:06

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PRESCRIBED TABLE FROM BURSA MALAYSIA CSI PLATFORM

IRIS GROUP BERHAD

BMLR Transition Period

Date & Time: 2026-07-27 15:33:06
Ace Market | Group 3 | FYE 31/03/2026

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Diversity	C3(a) Percentage of employees by age group for each employee category: GM & Above Below 30 years old	Percentage	0.00	0.00	-	Internal
	GM & Above 30 to 50 years old		1.81	1.15		
	GM & Above Over 50 years old		3.62	3.82		
	Manager Below 30 years old		0.00	0.00		
	Manager 30 to 50 years old		12.32	14.50		
	Manager over 50 years old		6.88	6.87		
	Executive Below 30 years old		5.43	6.49		
	Executive 30 to 50 years old		28.99	28.24		
	Executive over 50 years old		3.62	3.44		
	Non-Executive Below 30 years old		1.81	2.67		
	Non-Executive 30-50 years old		26.82	25.19		
	Non-Executive Over 50 years old		8.70	763		
Diversity	C3(a) Percentage of employees by gender group by employee category: GM & Above Male	Percentage	3.99	3.44	-	Internal
	GM & Above Female		1.45	1.53		
	Manager Male		8.70	9.54		
	Manager Female		10.51	11.83		
	Executive Male		15.94	17.55		
	Executive Female		22.10	20.61		
	Non-Executive Male		18.48	17.94		
	Non-Executive Female		18.84	17.56		
	C3(b) Percentage of directors by gender and age group: Male	Percentage	85.70	87.50	-	
	Female		14.30	12.50		
	Below 30 years old		0.00	0.00		
	30 to 50 years old		0.00	0.00		
	Over 50 years old		100.00	100.00		

PRESCRIBED TABLE
FROM BURSA MALAYSIA CSI PLATFORM

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Energy Efficiency	C4(a) Total energy consumption	Megawatt Hour	5,159.14	5,285.62	-	Internal
Health and Safety	C5(a) Number of work-related fatalities	Number	0	0	0	Internal
Health and Safety	C5(b) Lost Time Incident Rate (LTIR)	Rate	Not Applicable	1.93	-	Internal
Health and Safety	C5(c) Number of employees trained on health and safety standards	Number	Not Applicable	86	-	Internal
Labour practices and standards	C6(a) Total hours of training by employee category: GM & Above Manager Executive Non-Executive	Hours	Total Hours 5,529.00	Total Hours 5,118.00 188.50 1,453.00 2,235.00 1,261.50	-	Internal
Labour practices and standards	C6(b) Percentage of employees that are contractors or temporary staff	Percentage	22.25	42.29	-	Internal
Labour practices and standards	C6(c) Number of employee turnover by employee category: GM & Above Manager Executive Non-executive	Number	Not Applicable Not Applicable Not Applicable Not Applicable	0 6 21 17	-	Internal
Labour practices and standards	C6(d) Number of substantiated complaints concerning human rights violations	Number	0	0	0	Internal
Supply Chain Management	C7(a) Proportion of spending on local suppliers	Percentage	Not Applicable	74.30	-	Internal

PRESCRIBED TABLE FROM BURSA MALAYSIA CSI PLATFORM

IRIS GROUP BERHAD BMLR Transition Period

Date & Time: 2026-07-27 15:33:06
Ace Market | Group 3 | FYE 31/03/2026

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Data privacy and security	C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	0	0	Internal
Water Management	C9(a) Total volume of water used	Megalitres	38.50	39.04	-	Internal
Waste Management	C10 (a) Total scheduled waste generated	Metric tonnes	2.26	1.05	>3% YoY Reduction	Internal
Waste Management	C10(a)(i) Total waste diverted from disposal	Metric tonnes	0.37	2.22	-	Internal
Climate	Scope 2 (location-based)	tCO2e	Not Applicable	3,911.36	-	Internal
Climate	Scope 2 (market-based)	tCO2e	Not Applicable	Nil	-	Internal

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors ("the Board") of IRIS Group Berhad ("IRIS" or "the Company") is fully dedicated to maintaining high standards of corporate governance throughout the Group to safeguard and promote the interests of the shareholders and to enhance the long-term value of the Group.

This statement sets out the manner in which the Group has applied the principles and best practices as set out in the Malaysian Code on Corporate Governance 2021 ("MCCG 2021" or "the Code").

The details of the Group's application for each practice set out in the MCCG 2021 during the financial year 2026 are disclosed in the Corporate Governance Report ("CG Report"). A copy of the CG Report is available on the Group's website at www.iris.com.my and as announced on the website of Bursa Malaysia Securities Berhad ("Bursa Malaysia").

PRINCIPLE

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BOARD LEADERSHIP AND EFFECTIVENESS

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Board Composition

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Conduct of General Meetings

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE



BOARD LEADERSHIP AND EFFECTIVENESS

1

BOARD RESPONSIBILITIES

Establish Clear Functions Reserved for the Board and Those Delegated to Management

The Board functions on the principle that all significant and material matters are addressed by the Board as it is responsible for the oversight of the Group's activities, strategies and financial performance.

The Board assumes the following principal responsibilities in discharging its functions:



Review and approve relevant policies, strategies and financial plans of the Group, and address the sustainability issues of the Group's businesses;



Monitor financial performance including approval of financial reports;



Review the adequacy and integrity of the framework and processes for internal controls, risk management, finance reporting and compliance;



Ensure that appropriate processes are in place in respect of succession planning for appointments to the Board and to principal officers positions; and



Assume responsibility for good corporate governance.

To ensure the effective discharge of its functions and responsibilities, the Board delegates the day-to-day management of the Group and the implementation of the Board's decisions and policies to the Group Managing Director. The day-to-day operations of the Group, within the authorities delegated by the Board, are further distributed under the approved Limits of Authority ("LOA") to the Management, comprising the Group Managing Director, the Group Finance Director, Head of Sub Business Units and C-suite of respective Sub Business Units. The principal responsibilities of the Management are as follows:



Develop, coordinate and implement business and corporate strategies for the approval of the Board;



Overseeing the day-to-day operations of the Group; and



Provide the Board with relevant information, reports, clarifications as and when required by the Board, to enable the Board to perform its responsibilities.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE



BOARD LEADERSHIP AND EFFECTIVENESS

1

BOARD RESPONSIBILITIES (CONT'D)

Establish Clear Functions Reserved for the Board and Those Delegated to Management (Cont'd)

The Board is supported, in the performance of its duties, by properly constituted Board Committees, namely the Audit Committee, Risk Management and Sustainability Committee, Nomination Committee and Remuneration Committee, with clearly defined terms of reference.

The functions of the Board Committees are as follows:

Type of Committee	Principal Functions
Audit Committee	To review and report on the Group's financial results, system of internal controls, related parties transactions and conflicts of interests.
Risk Management and Sustainability Committee	To oversee the risk management and sustainability initiatives of the Company and the Group.
Nomination Committee	To assess and evaluate the effectiveness of the Board and its committees as a whole. To assess, evaluate and recommend to the Board on the appointment of new Board members and principal officers.
Remuneration Committee	To assess, review and recommend to the Board the Directors' and principal officers' remuneration and benefits package.

The composition of these Board Committees, comprising all Independent Non-Executive Directors, are in compliance with the recommended practices of the MCCG 2021 as well as the ACE Market Listing Requirements ("Listing Requirements") of Bursa Malaysia.



The TOR of the respective Board Committees are available at the Company's website: www.iris.com.my

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE



BOARD LEADERSHIP AND EFFECTIVENESS

1

BOARD RESPONSIBILITIES (CONT'D)

Reviewing and approving the Company's Strategic Plans

Together with the Management, the Board collectively brings a diverse range of skills and expertise to discharge their responsibilities effectively towards achieving the Group's business strategies and corporate goals, as well as providing advice and judgement for the benefit of the Group and its shareholders. The Board plays an active role in reviewing and adopting the Company's strategic plans by assessing, deliberating, and approving the Management's proposal for the Group. In this regard, the Management will prepare and present to the Board the Group's Annual Business Plan and Budget for the Board's review and approval for the ensuing financial year at the Board Meeting.

Overseeing the Conduct of the Company's business

The Board oversees the performance of the Company and the Group via discussions and updates at the Board meetings. The Board would also make the necessary business decisions to adapt to changing circumstances. The Management is tasked with the responsibility to keep the Board informed on all matters which may materially affect the Group and its business. The Management is also required to present and brief the Board on the quarterly report of the Group's financial performance.

Qualified and Competent Company Secretaries

The Board is supported by qualified and competent Company secretaries who are the members of the Malaysian Institute of Chartered Secretaries and Administrators ("MAICSA") and are qualified to act as Company Secretary under the Companies Act 2016. As practicing Company Secretaries, they have also attended continuous professional development programmes as required by MAICSA and the Companies Commission of Malaysia.

The Company Secretaries are also responsible for ensuring that the Company's Constitution, procedures, policies and regulations are complied with. They also ensure that all obligations required by the regulatory and under the Listing Requirements are fulfilled in a timely manner.

The Board is regularly updated and advised by the Company Secretaries on any new statutory and regulatory requirement in relation to their duties and responsibilities. The Board recognises that the Company Secretaries are suitably qualified and capable of carrying out the duties as required. The Board is satisfied with the service and support rendered by the Company Secretaries in discharging their functions.

Board Charter



The Board Charter sets out the roles and responsibilities of the Board, Board Committees and the Management. It is available on the Group's website at www.iris.com.my. The Board will review the Board Charter from time to time and make necessary amendments to ensure the Board Charter remains consistent with the Board's objectives, current law and practices.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE



BOARD LEADERSHIP AND EFFECTIVENESS

1

BOARD RESPONSIBILITIES (CONT'D)

Whistleblowing Policy

The Board had established a Whistleblowing Policy and Procedures, administered by the Audit Committee ("AC"). The Whistleblowing Policy provides an avenue for whistleblowers to raise concerns in good faith, confidentially and professionally of any improprieties within the Group and acts as a guidance for employees, directors, stakeholders and/or any other party with a business relationship with the Group to report the improprieties without fear of victimisation, reprisal, harassment or other unfair treatment as a results of their whistleblowing. This Policy aims to provide a framework to promote responsibility and secure whistleblowing without fear of adverse consequences.



The Policy is available on the Company's website at www.iris.com.my.

Anti-Bribery and Anti-Corruption Policy

The Board has further strengthened the integrity, governance and anti-corruption framework of the Group by adopting and implementing the Anti-Bribery and Anti-Corruption Policy during the financial year under review.

Sustainability Policy

The Board has established a clear governance structure, integrated with the Group's formalized Sustainability Policy adopted on 28 July 2025. This policy serves as a primary framework guiding the Group's sustainability initiatives and raising awareness among the stakeholders about the Group's commitment and its strategic direction. Details of the sustainability initiatives undertaken by the Group for the financial year ended 31 March 2026 are disclosed in the Sustainability Statement section of this Annual Report.



The Sustainability Policy is available on the Company's website at www.iris.com.my.

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BOARD COMPOSITION

The Board has eight (8) directors, comprising one (1) Non-Independent Non-Executive Director, two (2) Non-Independent Executive Directors and five (5) Independent Non-Executive Directors. The Chairman is a Non-Independent Non-Executive Director. The number of Independent Directors is in compliance with Rule 15.02 of the Listing Requirements of Bursa Malaysia, which requires 1/3 of the Board to comprise independent directors and at least one (1) board member is a woman. In addition, the Board composition is in line with Practice 5.2 of the MCCG 2021, which requires at least half of the Board members comprising Independent Non-Executive Directors.

Develop, maintain and review the criteria for recruitment and annual assessment of Directors

The Nomination Committee ("NC") consists of three (3) Independent Non-Executive Directors.

The primary responsibilities of the NC are as follows:



i. To consider and make recommendations to the Board for the appointment and reappointment of new directors and principal officers for the Company and the Group;



ii. To recommend to the Board on the composition of Board Committees;



iii. To perform an annual review on Board requirements for skill mix, experience and other relevant qualities including core competencies which Non-Executive Directors should bring to the Board;

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE



BOARD LEADERSHIP AND EFFECTIVENESS

2 BOARD COMPOSITION (CONT'D)

The primary responsibilities of the NC are as follows (cont'd):

- iv. To perform annual assessments on the effectiveness of the Board and the Board Committees as a whole. The NC reviews and recommends to the Board the term of office of the Board Committees and each of their members on an annual basis to determine whether the Board Committees and their members have carried out their duties in accordance with their terms of reference;
- v. To review and recommend to the Board, the Board's and Principal Officer's succession plan;
- vi. To propose to the Board the removal of Director(s) and/or Principal Officer(s) when they fail to discharge their responsibilities effectively or act negligently or improperly;
- vii. To review and propose appropriate training programs for the Board; and
- viii. Any other such functions as may be delegated by the Board from time to time.

Meetings of the NC are held as and when required, and at least once a year. The NC met once in the financial year ended 31 March 2026. The NC carries out the evaluation exercise annually. The Management will assist the NC in the assessment through annual Board Committee Effectiveness Assessment, Directors' Self and Peer Assessment exercise.

During the financial year, the members of the NC reviewed and assessed the following:

- i. Board and Board Committees' performance and contributions in relation to accountability, responsibilities, skills, experience and other qualities;
- ii. Board and Board Committees' ability to give input at meetings and to demonstrate a high level of professionalism and integrity in the decision-making process;
- iii. Non-Executive Directors and Executive Directors performance review based on their contributions and performance;
- iv. Assessment of the independence of Independent Directors;
- v. Woman candidates to be appointed as a Director;
- vi. Directors' training needs; and
- vii. Retirement and re-election of Directors.

The NC, upon conclusion of the evaluation exercise performed for the financial year ended 31 March 2026, was satisfied that the composition of the Board and its Board Committees possess the right blend of knowledge, expertise and experience and the appropriate mix of skills.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE



BOARD LEADERSHIP AND EFFECTIVENESS

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BOARD COMPOSITION (CONT'D)

Appointment Process

The Board, through the NC's annual appraisal, believes that the current composition of the Board brings the required mix of skills and core competencies required for the Board to discharge its duties effectively.

The Board appoints its members through a formal and transparent selection process which is consistent with the Constitution of the Company and the Fit and Proper Policy adopted by the Board. This process has been reviewed, approved and adopted by the Board. The NC strictly adheres to this process in recommending any new candidate for approval and appointment by the Board. The Company Secretary will ensure that all appointments are in compliance with applicable law and regulations.

Re-election and Re-appointment of Director

In accordance with the Company's Constitution, all newly appointed Directors shall retire from office but shall be eligible for re-election by shareholders at the forthcoming Annual General Meeting following their appointments. The Constitution further provides that in every subsequent year, one-third of the Directors shall retire and be eligible for re-election, provided always that all Directors, except for a Managing Director (if any) appointed for a fixed period pursuant to the Constitution, shall retire once at least in every three (3) years but shall be eligible for re-election.

In assessing the eligibility of retiring Directors for re-election, the NC considers various factors including their competencies, commitment, contribution, performance and their ability to act in the best interests of the Company. Based on the NC's recommendations, the Board will deliberate and make recommendations concerning the reelection, and continuation in office of the retiring Director(s) for shareholders' approval at the forthcoming Annual General Meeting ("AGM").

In addition to the annual evaluation conducted on each individual Director, the NC and the Board have also reviewed the suitability as well as fit and proper criteria of the Directors retiring pursuant to Clause 95.1 of the Company's Constitution.

Gender Diversity

Although the Board has not formally adopted a Gender Diversity Policy, the Board acknowledges the importance of boardroom diversity and the recommendation of the Code pertaining to the establishment of a Gender Diversity Policy. In its selection for Board appointment, the Board believes in, and provides equal opportunity to candidates who have the skills, experience, core competencies and other qualities regardless of gender. The evaluation and selection criteria of a Director are very much dependent on the effective blend of knowledge, skills, competencies, experiences and time commitment of the new Board member.

The Board currently has one (1) female director. The Board is of the view that its current composition provides the necessary knowledge, experience and competence to enable the Board as a whole to discharge their duties and responsibilities effectively.

The Board is mindful that any gender representation should be in the best interest of the Company. Although the Company has not reached the 30% woman representation target at Board level as required, the Board provides equal opportunity to candidates who have the skills, experience, core competencies and other qualities regardless of gender.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE



BOARD LEADERSHIP AND EFFECTIVENESS

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BOARD COMPOSITION (CONT'D)

Assessment of Independent Directors

The NC reviews the independence of Directors annually in accordance with the guidelines stipulated in the Code. In this context, the NC reviews the disclosures of Directors interest in transactions, any other relationship with the Group and whether the Directors have any conflicting interest in other companies, which may impair their ability to exercise independent judgement.

The NC has reviewed the independence of the Independent Directors and is satisfied with the level of independence demonstrated by all the Independent Directors, and their ability to act in the best interest of the Company.

Tenure of Independent Directors

The Board takes the Code's recommendation that the tenure of Independent Directors should not exceed a cumulative term of nine (9) years, and in the event the term is exceeded, has justification or reasons as to why such directors are retained for annual shareholders' approval.

The NC and the Board will recommend and hold the view that the ability of an Independent Director to exercise his/her independent judgement is not affected by the length of his/her service as Independent Director. The suitability and ability of an Independent Director to carry out his/her roles and responsibilities effectively are very much a function of his/her calibre, experience and personal qualities, particularly of his/her integrity and objectivity in discharging his/her responsibilities in good faith, in the best interest of the Company and to vigilantly safeguard the interests of the shareholders of the Company. Restriction on tenure may cause loss of experience and expertise that are important contributions to the Board's efficiency.

The Chairman is not a Member of any Board Committees

The Board is chaired by Dr. Poh Soon Sim, a Non-Independent Non-Executive Chairman and he is responsible for providing leadership to the Board, facilitating effective decision making within the Board as well as upholding good conduct and best practices during shareholders' general meetings.

In line with Practice 1.4 of the MCCG 2021, the Chairman of the Board is not a member of the four (4) Board Committees.

Separation of Positions of the Chairman and Group Managing Director

The roles of Chairman and Group Managing Director have been clearly segregated to ensure that there is a balance of power and authority. The Chairman of the Board is responsible for the leadership, effectiveness, conduct and governance of the Board, and provides oversight over operations of the Group. The Group Managing Director of the Company has overall responsibility for the day-to-day management of the business and implementation of the Board's policies and decisions.

The Independent Directors are not related to the major shareholders and the Management of the Company, and are free from any relationship that could interfere with the exercise of their independent judgement or the ability to act in the best interest of the Company. In any case, if there is concern from any party on Board matters, it can be directed to any one of the Independent Directors.

The Directors from various professions have brought to the Board a wide range of experience, skills and knowledge that are necessary to direct and manage successfully the business and affairs of the Group towards enhancing business prosperity and corporate accountability. Information relating to the directors is set out in the 'Board of Directors' Profile' section in this Annual Report.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE



BOARD LEADERSHIP AND EFFECTIVENESS

2

BOARD COMPOSITION (CONT'D)

Time commitments

The Directors dedicated sufficient time to carry out their responsibilities.

During the financial year ended 31 March 2026, the Board met eight (8) times, where it deliberated and considered various matters affecting the Group's operations including the Group's financial results, business and investment plans, the Group's budget and the Group's strategic direction.

Details of attendance of each Director who held office during the financial year ended 31 March 2026 are as follows:

Name of Directors	Total Meetings Attended By Directors
Dr. Poh Soon Sim	 8/8
Dato' Poh Yang Hong	 8/8
Dato' Dr. Abu Talib Bin Bachik	 8/8
Dato' Mohamed Khadar Bin Merican	 8/8
Dato' Ng Wan Peng	 8/8
Mr Ling Hee Keat	 8/8
Haji Hussein Bin Ismail	 8/8
Mr H'ng Boon Harng	 8/8

Directors' training

Although the Board does not have a policy to require each of the Directors to attend numbers and types of training programme each year, the Directors, however, are encouraged to attend briefings, conferences, forums, trade fairs (locally and internationally), seminars and training to keep abreast with the latest developments on a continuous basis on the general regulatory, economic, industry and technical developments to further enhance their skills, knowledge and experience as well as update themselves on new developments in the business environment in order to fulfill their duties as Directors.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE



BOARD LEADERSHIP AND EFFECTIVENESS

2

BOARD COMPOSITION (CONT'D)

Directors' training (Cont'd)

The training and seminar courses attended by the Directors during the financial year ended 31 March 2026 are as follows:

Name of Directors	Course Attended/Participated
Dato' Dr. Abu Talib Bin Bachik	The Future is Now: Accelerating Sustainable Transformation (Control Union Malaysia & Malaysian Dutch Business Council (MDBC))
Dato' Mohamed Khadar Bin Merican	- IFRS Sustainability Disclosure Standards: IFRS S1 & S2 (Malaysian Institute of Accountants) - ESG training and e-invoice briefing (Tune Protect Group) - US Tariff hike and its impact on businesses in Asia-Pacific (Baker Tilly) - Sustainable Finance Foundations: Banking, Investment and Insurance badge (Cambridge Institute for Sustainability Leadership, University of Cambridge) - Islamic Finance Training (BNP Paribas Malaysia Berhad (BNPP)) - APAC Directors Cybersecurity Training (BNP Paribas Group) - Sustainability Training (KPMG/Earnst & Young)
Dato' Ng Wan Peng	- F&N AgriValley ESG Training (F&N & ERM) - Malaysia Personal Data Protection (Amendment) 2024 Training (F&N) - Navigating the New Normal: How ASEAN's Evolving Tariff Landscape is Shaping Business, Talent, and Skills Development (Asia School of Business) - Digital Leadership Excellence (DLE) Programme: COHORT 3/2025 (MCMC & Huawei) - Governance in an Era of Trade Uncertainty: Navigating Tariff Risks and Opportunities (Institute of Corporate Directors Malaysia (ICDM)) - E&Y Insurance Forum (Earnst & Young) - Climate First or Last? (Asia School of Business) - Talk on "The Federal Reserve's Monetary Policy Strategy: Back to the Future?" (Asia School of Business) - How are Boards Tracking the Progress and Quality of Sustainability Reporting (Institute of Corporate Directors Malaysia (ICDM)) - Anti Bribery and Corruption Training (Hong Leong Assurance & Vision Ethics) - Sustainability Update on Sustainability Related Reporting Requirements (Paradigm Reit Management Sdn Bhd & Shensi Sdn Bhd) - ESG Workshop (Double Materiality Assessment and GHG Emission) (PWC Singapore and KPMG)

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE



BOARD LEADERSHIP AND EFFECTIVENESS

2

BOARD COMPOSITION (CONT'D)

Directors' training (Cont'd)

The training and seminar courses attended by the Directors during the financial year ended 31 March 2026 are as follows (Cont'd) :

Name of Directors	Course Attended/Participated
Dato' Ng Wan Peng (Cont'd)	• Cybersecurity Training (Threat Landscape and AI Governance) (F&N and CrowdStrike) • AI for Board: Strategy and Risks (Thaibev)
Mr Ling Hee Keat	• CTP8 - Transatlantic Divide on ESG: Approaches and Implications (Singapore Institute of Directors) • Bursa PLCs Investor Relations Series 6/2025: Accelerate Business Growth with Alternative Capital (Bursa Malaysia) • From Vulnerable to Vigilant: Is your organisation cyber ready? (BDO) • CTP15 - Growth and Impact with Advisory Boards (Singapore Institute of Directors) • CTP4 – Strategies for a new World Order (Singapore Institute of Directors) • SID Video - CGS Webinar: A Director's Guide for Navigating Climate Change (Singapore Institute of Directors) • CTP17 – Driving Impact Through Board – Management Alignment (Singapore Institute of Directors) • SID Video - ESG & Climate Governance: What Directors Need to Know (Singapore Institute of Directors) • SID Video - SID 25th Anniversary LinkedIn Livestream (Singapore Institute of Directors) • CTP3 – A Board's perspective on scaling AI with ISO42001 (Singapore Institute of Directors) • Qualified Listed Entity Director (QLED) Preview Session (Bursa Malaysia)
Haji Hussein Bin Ismail	• 2026 Budget Seminar (CTIM) • Most Important Tax Updates in Quarter 3 of 2025 (CTIM) • Seminar On AGM, Accounts & Annual Returns Under Companies Act 2019 (SSM) • Tax Compliance and Advisory Role of the Company Secretary (MAICSA) • e-Invoicing Implementation Timeline: Addressing Common Myths with Highlight of Compliance Requirement during the 2026 Relaxation Period (CTIM)

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE



BOARD LEADERSHIP AND EFFECTIVENESS

2

BOARD COMPOSITION (CONT'D)

Directors' training (Cont'd)

The training and seminar courses attended by the Directors during the financial year ended 31 March 2026 are as follows (Cont'd):

Name of Directors	Course Attended/Participated
Haji Hussein Bin Ismail (Cont'd)	- Company Secretaries Training Programme Essential, Part A, B & C (SSM) - Overpaid Tax & Delayed Refunds: Legal Rights, Practical Remedies and Cash-Flow Planning (CTIM)
Mr H'ng Boon Harng	- Mandatory Accreditation Programme Part II: Leading for Impact (LIP) (Institute of Corporate Directors Malaysia (ICDM)) - A Prologue to AI in Financial Crime: From Rules to Networks (ACCA) - Anti-Bribery and Anti-Corruption: Essential steps to comply with Section 17A of the MACC Act 2009 (IRIS Corporation Berhad)

During the financial year ended 31 March 2026, the External Auditors briefed the Board members on developments and changes to the Malaysian Financial Reporting Standards that may have an impact on the Group's and the Company's financial statements.

3

REMUNERATION

The Remuneration Committee ("RC") consists of three (3) Independent Non-Executive Directors. The RC is authorised and established by the Board and is responsible for recommending to the Board the remuneration framework for Directors as well as the remuneration packages of principal officers.

The policy practice on the remuneration by the RC is to provide the remuneration packages necessary to attract, retain and motivate Directors and principal officers of the quality required to manage the business of the Company and to ensure that rewards are linked to their performance and contributions to the Group's growth and profitability in order to align the interest of the Directors with those of the shareholders. The RC also ensures that the level of remuneration for principal officers is linked to their level of responsibilities and contributions to the effective functioning of the Company. The RC will review the remuneration framework for Directors and remuneration packages for Principal Officers annually before recommending it to the Board for approval.

Meetings of the RC are held as and when required, and at least once a year. The RC met once in the financial year ended 31 March 2026.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE



BOARD LEADERSHIP AND EFFECTIVENESS

3

REMUNERATION (CONT'D)

Remuneration package

The Company has complied with the Listing Requirements of the Bursa Malaysia on the disclosure of remuneration of Directors on a Group basis. The current remuneration policy comprises Directors' fees and Directors' meeting allowance, based on the number of meetings they are attending for the year, which requires shareholders' approval.

The aggregate remuneration of Directors' for the financial year ended 31 March 2026 are as follows:

Category	Salaries & Bonuses RM	Defined contribution plans & Socso RM	Benefit in Kind RM	Director fees RM	Meeting allowances RM	Total RM
Group and Company Executive Directors						
Dr. Poh Soon Sim	1,206,352	744	29,950	16,855	-	1,253,901
Dato' Poh Yang Hong	231,945	28,126	8,455	5,144	-	273,670
Mr H'ng Boon Harng	825,227	100,284	17,410	22,000	-	964,921
Non-Executive Directors						
Dr. Poh Soon Sim	-	-	-	18,523	1,000	19,523
Dato' Dr. Abu Talib Bin Bachik	-	-	-	135,205	16,000	151,205
Dato' Mohamed Khadar Bin Merican	-	-	-	145,405	16,000	161,405
Dato' Ng Wan Peng	-	-	-	131,605	16,000	147,605
Mr Ling Hee Keat	-	-	-	146,832	17,000	163,832
Haji Hussein Bin Ismail	-	-	-	120,800	15,000	135,800
Total	2,263,524	129,154	55,815	742,369	81,000	3,271,862

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE



BOARD LEADERSHIP AND EFFECTIVENESS

4

LIMITS OF AUTHORITY

Limits of Authority ("LOA") established the framework of authority and accountability within the Group. The LOA also facilitates decision-making at the appropriate level within the organisation's hierarchy as well as promotes good business practice and corporate governance across the Group.

The LOA outlines matter over which the Board will reserve its authority and those areas that are delegated to the Management. These limits cover, among others, capital expenditure, operating expenditure, contract commitments, authority over payments, undertaking and guarantees as well as other non-financial matters.

PRINCIPLE



EFFECTIVE AUDIT AND RISK MANAGEMENT

1

AUDIT COMMITTEE

To strengthen the Group's governance structure, the Board established the Audit Committee ("AC") and Risk Management and Sustainability Committee ("RMSC") on 7 January 2026, following the dissolution of the Audit and Risk Management Committee ("ARMC").

The Board delegates the responsibility for overseeing the effectiveness of the Group's internal control system and financial reporting processes to the AC, while the RMSC is responsible for overseeing risk management framework.

The AC comprises five (5) Independent Non-Executive Directors. The AC is established to support and assist the Board in discharging its statutory duties and responsibilities relating to accounting and financial reporting practices of the Company and its subsidiaries as well as having an oversight of the Group's financial results, system of internal controls, related party transactions and conflicts of interests. The AC is assisted by an outsourced internal audit function, as described below.

The AC also meets with the External Auditors, without the presence of any Executive Directors and/or employees, at least twice in a financial year to discuss any matters that the AC members and the External Auditors may wish to discuss.

The Board is responsible to present a comprehensive assessment of the Group's position and prospects when it releases the financial statements to the shareholders, as well as ensuring the financial statements give a true and fair view of the operation results and finance state of affairs of the Group. The AC assists the Board to ensure accuracy and adequacy of all information for disclosure and compliance with accounting standards.

The composition and summary of activities during the financial year under review is set out in the 'Audit Committee Report' in this Annual Report.

The AC 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 (3) years before being appointed as a member of the AC.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE

B

EFFECTIVE AUDIT AND RISK MANAGEMENT

1

AUDIT COMMITTEE (CONT'D)

Assessment of External Auditors

Through the AC, the Board maintains a transparent and professional relationship with the Group's External Auditors in seeking professional advice and ensuring compliance with the Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 2016 in Malaysia.

The AC reviews the independence and objectivity of the External Auditors and the services provided. The External Auditors have provided a confirmation of their independence to the AC 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.

Upon completion of the assessment, the AC is satisfied that the External Auditors are competent and independent and recommended to the Board for the re-appointment of the External Auditors. The Board has in turn, recommended the same for shareholders' approval at this Annual General Meeting for the auditors' re-appointment.

2

RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

Sound Framework to Manage Risks

The Board has overall responsibility for maintaining a sound system of internal control to safeguard shareholders' investment and the Group's assets. This is achieved by identifying principal risks, ensuring the implementation of appropriate systems to manage these risks as well as reviewing the adequacy and integrity of the internal control system.

The Board seeks regular assurance on the effectiveness of the internal control system through independent appraisals by the internal and external auditors.

The Board acknowledges the importance of such controls and the overview of risk management and internal control framework is set out in the 'Statement on Risk Management and Internal Control' in this Annual Report.

Internal Audit Function

Internal auditing is an independent, objective assurance and consulting activity designed to add value and improve the operations of the Group. It helps to accomplish its objective to the Group by bringing a systematic and disciplined approach to evaluate and improve the effectiveness of risk management, control and governance processes.

The Group has outsourced the internal audit function to an independent professional firm, Deloitte Business Advisory Sdn Bhd, which performs regular reviews with impartiality and due professional care, in accordance with the International Professional Practices Framework of the Institute of Internal Auditors in reviewing the adequacy as well as effectiveness of the Group's risk management and internal control system.

Details of the internal audit function are set out in the 'Statement on Risk Management and Internal Control' and the 'Audit Committee Report' of this Annual Report respectively.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE

B

EFFECTIVE AUDIT AND RISK MANAGEMENT

2

RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK (CONT'D)

Risk Management Framework

The Board recognises that risk management, which includes creating a risk awareness culture, should be an integral part of the business operation.

To strengthen the Group's governance structure, the Board established the Audit Committee ("AC") and Risk Management and Sustainability Committee ("RMSC") on 7 January 2026, following the dissolution of the Audit and Risk Management Committee ("ARMC").

The Board delegates the responsibility for overseeing the Group's risk management framework to RMSC, while the AC is responsible overseeing effectiveness of the Group's internal control system and financial reporting processes.

The Board has established and adopted an Enterprise Risk Management ("ERM") framework with structured and systematic approaches in identifying, evaluating, monitoring, mitigating and managing enterprise risks. The RMSC serves as a committee of the Board to assist the Board in overseeing the Company's and the Group's risk management and sustainability initiatives.

PRINCIPLE

C

INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

1

COMMUNICATION WITH STAKEHOLDERS

The Company recognises the importance of transparency and accountability to its shareholders and the need to have clear and effective communications with the Company's institutional investors, shareholders and other stakeholders. Communication is facilitated by a number of formal channels used to inform shareholders about the performance, business activities, financial performance, material information and corporate events of the Group.

In addition, in the annual general meeting, the Board will brief shareholders on the business and operations of the Group prior to tabling the motion on audited financial statements. Shareholders will be invited to raise questions concerning the financial statements. A briefing will also be given on other motions not in the ordinary courses of business of the agenda as and when needed before voting. The Board welcomes questions and feedback from shareholders during and at the end of shareholders' meetings and ensures their questions are responded to in a proper and systematic manner.



Shareholders, investors and various stakeholders can also access this information via the Company's website at www.iris.com.my.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE



INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

2

CONDUCT OF GENERAL MEETINGS

The Annual General Meeting ("AGM") is the principal forum for dialogue with the shareholders. At the AGM, the Board briefs the shareholders on the status of the Group's business and operations. Shareholders have the opportunity to ask questions on resolutions being proposed, the audited financial statement of the year and the operation of the Company and the Group as well as to communicate their expectations and concerns to the Company. An extraordinary General Meeting is held as and when shareholders' approvals are required on specific matters.

The Board encourages shareholders' participation and engagement at the general meeting as it provides an opportunity for the Board to assess the market expectations. The Board will ensure sufficient and relevant information is given for each agenda item in the notice of meeting and/or Annual Report or circular accompanying the notice of meeting. The Company complied with Practice 13.1 of MCGG 2021 to send the Notice of AGM and related Circular at least 28 days before the AGM to allow sufficient time to the shareholders to review the Annual Reports and the papers supporting the resolutions proposed.

All resolutions set out in the Notice of AGM will be carried out by poll voting. Each shareholder can vote in person or by appointing a proxy/proxies to attend and vote on his/her behalf. Separate issues are tabled in separate resolutions at general meetings, voting is carried out systematically and resolutions are properly recorded.

COMPLIANCE STATEMENT

The Group has in all material aspects, satisfactorily fulfilled the corporate governance principles and practices set out in the MCGG 2021 and the relevant chapters of the Listing Requirements on corporate governance, except for the departures addressed in the Corporate Governance Report 2026. Any recommended practices in the MCGG 2021 which are not implemented during the financial year will be reviewed by the Board and implemented where possible and relevant to the Group's business.

This Statement was approved by the Board on 27 July 2026.

AUDIT COMMITTEE REPORT

OBJECTIVES

The Audit Committee ("AC") was established by the Board on 7 January 2026 following the dissolution of the Audit and Risk Management Committee ("ARMC"), as part of the enhancement of the Group's governance framework.

The AC assists the Board in discharging its responsibilities with respect to the adequacy and effectiveness of the Group's internal control system and financial reporting processes. In discharging its duties and responsibilities in accordance with its Terms of Reference during the financial period, the AC is of the view that there were no material misstatements or losses, contingencies or uncertainties requiring separate disclosure in this report.

COMPOSITION

For the period under review, the AC comprises five (5) members, all of whom are Independent Non-Executive Directors ("INEDs"). The composition of the AC complies with Rule 15.09 (1) of the Ace Market Listing Requirements ("ACE LR") of Bursa Malaysia Securities Berhad ("Bursa Malaysia") and was as follows:-



AUTHORITY

The AC is authorised by the Board of Directors ("the Board") to review any activity of the Group within its Terms of Reference and has full access to information and resources which it needs to discharge its duties.

AUDIT COMMITTEE REPORT |

AC MEETINGS

The AC held five (5) meetings during the period from 1 April 2025 to 31 March 2026. The attendance of the members of the AC at the meetings is as follows:

Name of AC members	Total Meetings Attended By Members
Dato' Mohamed Khadar Bin Merican (Chairman)	 5/5
Dato' Dr Abu Talib Bin Bachik	 5/5
Dato' Ng Wan Peng	 5/5
Haji Hussein Bin Ismail	 5/5
Mr Ling Hee Keat	 5/5

In compliance with Rule 15.09 (c) of the ACE LR, the Chairman of the AC, Dato' Mohamed Khadar Bin Merican is a Fellow of the Institute of Chartered Accountants in England and Wales and is also a Chartered Accountant of the Malaysian Institute of Accountants. In line with Practice 9.1 of the Malaysian Code on Corporate Governance 2021 ("MCCG 2021"), the Chairman of the AC is not the Chairman of the Board.

Notice pertaining to AC meeting and relevant meeting papers are distributed in advance to each AC member so as to ensure they are able to discharge their duties and responsibilities effectively. The quorum for a meeting shall be two (2) members, provided that the majority of members present at the meeting are Independent Directors.

The Company Secretary of the Company acts as the Secretary of the AC and shall be responsible, in conjunction with the Chairman, for drawing up the agenda and circulating it prior to each meeting. The Company Secretary shall also be responsible for keeping the minutes of AC meetings and for circulating them to the AC members after the conclusion of each AC meeting.

The AC may call for a meeting as and when required with reasonable notice as the AC members deem fit. AC members may participate in a meeting by means of tele-conference, video-conference, videophone or any similar or other communications equipment by means of which all persons participating in the meeting can hear each other. Such participation in a meeting shall constitute presence in person at such meeting.

By invitation, the Management, Internal Auditors, External Auditors and other key personnel, where necessary, were invited to the meetings to assist with deliberations on matters within their purview.

AC meeting minutes were distributed to all the members of the Board. The Chairman of the AC regularly briefs the Board on its activities, deliberations and recommendations in discharging its duties and responsibilities.

AUDIT COMMITTEE REPORT

SUMMARY OF ACTIVITIES DURING THE FINANCIAL YEAR

The AC carried out the following activities in accordance with its terms of reference during the financial year under review.

1 Financial Reporting

- a. Reviewed the unaudited quarterly interim financial report of the Group before recommending it to the Board for approval and authorisation for the release of the Group's unaudited quarterly interim financial report announcement to Bursa Malaysia.
- b. Reviewed the audited financial statement for the financial year ended 31 March 2026 before recommending it to the Board for approval.
- c. Reviewed and discussed significant matters raised by Messrs. Baker Tilly Monteiro Heng PLT ("External Auditors"), including financial reporting issues and significant areas of judgement and estimations made by the Management, in accordance with the requirements set out in the Malaysian Financial Reporting Standards.
- d. Discussed and deliberated significant changes and the impact of new or proposed changes in accounting standards and regulatory requirements that would affect the Group and the Company.

2 External Audit

- a. Reviewed with the External Auditors their Audit Planning Memorandum, which outlined the scope and timeline of the audit, risk assessment and audit approach and communication of key audit matters, prior to the commencement of the audit.
- b. Reviewed the External Auditors' audit fees and recommended to the Board for approval.
- c. Reviewed and discussed with the External Auditors their Audit Committee Memorandum for the financial year ended 31 March 2026. This memorandum covered significant audit findings, status of the audit, key audit matters, matters for control improvements and the expected audit opinion to be rendered by the auditors.
- d. Assessed the independence, objectivity and suitability of the External Auditors and the services provided. The AC was satisfied with the assessment of the External Auditors and recommended to the Board for the re-appointment of the External Auditors at the forthcoming Annual General Meeting.
- e. Met with the External Auditors once, without the presence of Executive Directors and the Management, to review and discuss key issues and audit matters. There were no major concerns raised by the External Auditors at the meeting.

AUDIT COMMITTEE REPORT |

SUMMARY OF ACTIVITIES DURING THE FINANCIAL YEAR (CONT'D)

3 Internal Audit

- a. Reviewed the internal audit plan as proposed by the outsourced internal auditors, Messrs. Deloitte Business Advisory Sdn Bhd ("Internal Auditors"), for the financial year 2026 for the Group and the Company to ensure the adequacy of the scope and coverage of the work.
- b. Reviewed the internal audit reports presented by the Internal Auditors on their findings and recommendations.
- c. Reviewed the progress of the implementation of corrective action plans agreed by the Management on all significant audit issues.
- d. Reviewed the status of outstanding audit recommendations as presented by the Internal Auditors.
- e. Obtained confirmation on independence and objectivity from the Internal Auditors that the audit personnel were free from any relationship or conflicts of interest with the Group during the audit for the financial year under review.

4 Related Party Transactions and Conflict of Interest

- a. The Audit Committee (AC) reviewed related party transactions ("RPT"), including recurrent related party transactions of a revenue or trading nature ("RRPT"), at each quarterly meeting to monitor potential conflicts of interest.
- b. Before any such transactions are entered into, the AC evaluates them to ensure compliance with regulatory requirements and confirms that proper controls are in place to identify interested parties and manage potential conflicts of interest.

5 Review of relevant statements to be included in Annual Report

Reviewed the Audit Committee Report, Corporate Governance Overview Statement, Statement on Risk Management and Internal Control ("SORMIC") prior to recommendation to the Board for inclusion in the Annual Report for the financial year ended 31 March 2026.

6 Reports and Investigation

Reviewed matters referred to the committee as set out in the Whistleblowing Policy.

AUDIT COMMITTEE REPORT

SUMMARY OF ACTIVITIES DURING THE FINANCIAL YEAR (CONT'D)

7 Risk Management

During the financial year, the ARMC reviewed the following Group's risk management activities pursuant to the Board's prior delegation. Following the dissolution of the ARMC and the establishment of the Risk Management and Sustainability Committee ("RMSC"), the Board has reassigned responsibility for the oversight of risk management to the RMSC:

- a. Reviewed the adequacy of the risk management framework and recommended it to the Board for approval.
- b. Reviewed the framework for the Anti-Bribery and Anti-Corruption Policy and the necessary procedures under Section 17A (5) of the Malaysian Anti-Corruption Act 2009 and recommended to the Board for approval.
- c. Reviewed the framework and necessary procedures for the Whistleblowing Policy of the Group and recommended it to the Board for approval.
- d. Reviewed and communicated the risk assessment results together with action plans to manage and/or mitigate these risks to the Board.

8 Sustainability

During the financial year, the ARMC reviewed the following Group's sustainability activities pursuant to the Board's prior delegation. Following the dissolution of the ARMC and the establishment of the Risk Management and Sustainability Committee ("RMSC"), the Board has reassigned responsibility for the oversight of sustainability to the RMSC:-

- a. Reviewed and recommended the Group's sustainability strategies, policies and targets for the Board's approval.
- b. Ensured that the approved sustainability strategies, policies and priorities are aligned with Group's commitment towards sustainability agenda.
- c. Reviewed reporting framework, identified and evaluated material sustainability risk and opportunities against sustainable business practices and ensured effective management and oversight.
- d. Assessed potential environmental, social and governance ("ESG") risks and evaluated material sustainability matters referred by the Board.
- e. Assessed the effectiveness of the sustainability strategies, policies and principles against the priorities and targets set.
- f. Drove the engagement on sustainability awareness to ensure adoption across the Group.
- g. Ensured the Company maintains proactive stakeholder engagement.
- h. Reviewed Sustainability Statement reporting to ensure compliance with Listing Requirement and adoption of National Sustainability Reporting Framework (NSRF) as well as the applicable code of corporate governance prior to approval by the Board before its inclusion in the Annual Report.

AUDIT COMMITTEE REPORT |

INTERNAL AUDIT FUNCTION

The outsourced Internal Auditors are independent of the activities or operations of the Group. The Internal Auditors are empowered to audit the Group's business units, review the units' compliance with internal control procedures and to assist the AC and the Management in maintaining a sound system of internal controls. The AC has full access to the Internal Auditors for internal audit purposes.

During the financial year under review, the Internal Auditors carried out its audit in accordance with the internal audit plan and conducted follow-up audits on agreed management remedial actions on a quarterly basis. The key areas reviewed included Sales Ordering Processing and Sales Delivery, Debts Collection Management, and Pricing Management (Sales Management), Legal, Product and Customer Contract Management.

The results of the internal audit findings and the recommendations for improvement, including corrective and preventive actions as well as targeted implementation dates, were discussed and agreed with the Management and subsequently presented to the AC on a quarterly basis for deliberation.

The cost incurred for internal audit services in respect of the financial year ended 31 March 2026 was approximately RM 66,000.

This Audit Committee Report was approved by the Board on 27 July 2026.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

The Board of Directors ("the Board") of IRIS Group Berhad is committed to maintaining sound risk management and internal control systems and to continually review the adequacy and effectiveness of the systems to safeguard shareholders' investments and the Group's assets as well as control liabilities.

This Statement is made following Rule 15.26 (b) of the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia") for ACE Market ("ACE LR"), Principle B of the Malaysian Code of Corporate Governance ("MCCG 2021") and is guided by the Statement on Risk Management and Internal Control Guidelines for Directors of Listed Issuers.

The Board is pleased to present the Statement on Risk Management and Internal Control ("Statement"), which outlines the nature and scope of risk management and internal control within the Group for the financial year ended 31 March 2026.

BOARD'S RESPONSIBILITY

The Board acknowledges its overall responsibility in maintaining sound risk management and internal control systems for the group as a matter of good corporate governance. The risk management and internal control systems cover, inter alia, strategy, financial, operational, compliance controls and risk management procedures.

To enhance the Group's governance framework in risk management and internal control, the Risk Management and Sustainability Committee ("RMSC") and Audit Committee ("AC") were formally established by the Board on 7 January 2026, following the dissolution of the Audit and Risk Management Committee ("ARMC").

The Board has delegated the responsibility to review the adequacy and integrity of the Group's risk management framework and internal control systems to the RMSC and the AC respectively.

By nature, the risk management and internal control systems have limitations in assuring the Group from making material misstatements and incurring losses. In this regard, the RMSC and AC together with the Internal Auditors, continuously review the Group's risk management and internal control systems to ensure appropriate remedial action is taken to address any significant weaknesses.

This Statement does not cover associate companies or joint ventures where the Group does not have any direct operational control. Nevertheless, the Board appointed representatives to the boards of associated companies or joint venture will oversee the business and operational activities, and update key matters and significant information to the Board.

RISK MANAGEMENT FRAMEWORK

The Board regards risk management as an integral part of the Group's business operations and has established an Enterprise Risk Management ("ERM") framework.

The ERM framework involves a systematic approach in identifying, assessing, monitoring, mitigating and managing risks that may affect the Group's achievement of its business objectives and strategies. On a day-to-day basis, the respective heads of departments in the Group are responsible for the timely identification, assessment, reporting and management of identified risks.

An Enterprise Risk Management and Sustainability Committee ("ERMSC") is formed to assist the RMSC in risk management. The ERMSC, comprising the Management Team, meets regularly and is tasked with carrying out the risk management activities. The activities of the ERMSC are reported to the RMSC on a quarterly basis.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

INTERNAL CONTROL SYSTEM

The key elements of the system of internal controls are as follows:

-  In order to avoid conflicts of interest, the Group implements segregation of duties through clear delegation of responsibilities and authority among Board Committees and the Management.
-  The Group has adopted a strict Code of Conduct & Ethics to govern the conduct of the Board members and all employees.
-  Departmental units are required to prepare annual budgets. The compiled Group budget is required to be approved by the Board to ensure effective execution. Subsequently, the results are monitored against the budget to ensure appropriate remedial action plans are formulated to address the significant variances.
-  The Group has adopted a Whistleblowing Policy which serves as an avenue for all employees, directors, stakeholders and/or any party with a business relationship with the Group, to raise concerns about misconduct or malpractice within the Group as well as ensuring the integrity of the process and information and also protecting the rights of informants.
-  Adequate reporting systems are in place to communicate information relating to operating and financial performance, key business issues and annual financial statements to the Board and Management.
-  Adopting and regulating the Anti-Bribery and Anti-Corruption Policy which describes the Group's commitment to ensure zero-tolerance against any forms of bribery and corruption. The group is committed to conduct business with transparency, integrity and accountability.
-  The Group's internal policies and procedures are well documented in the respective Standard Operating Procedures to ensure compliance with internal controls.
-  Periodic management meetings are carried out to review the operational and financial performance of the Group. This is to ensure that they are in line with the corporate objectives and strategies. The Management also formulates strategies, policies and procedures to address changes in the business environment and risks.
-  A Limits of Authority ("LOA") Matrix is established as a framework of authority and accountability within the Group. This LOA also facilitates decision-making at the appropriate levels within the organisation's hierarchy.

INTERNAL AUDIT FUNCTION

The outsourced Internal Auditors, Messrs. Deloitte Business Advisory Sdn Bhd ("Internal Auditors") supports the AC, and by extension, the Board, by providing independent assurance on the adequacy and effectiveness of the Group's internal control system. The Internal Auditors submits internal audit plans and reports to the AC. Included in the internal auditors reports are recommended corrective and preventive measures on risks identified, if any, for implementation by the Management.

The internal audit plan, which reflects the risk profile of the Group's major business segments, is reviewed by the AC. Upon recommendation from the AC, the Board will approve the internal audit plan.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

INTERNAL AUDIT FUNCTION (CONT'D)

The Board fully supports the internal audit function and through the AC, continuously reviews the adequacy and effectiveness of the risk management and internal control processes.

The Internal Auditors independently reviews the risk prevention procedures and control processes implemented by the Management, and reports to the AC. The Internal Auditors also reviews the internal control in the key activities of the Group's businesses. The Internal Auditors adopts a risk based-approach and prepares its audit strategy and plan based on the risk profiles of the various business units of the Group.

The Internal Auditors also undertakes a review of the Group's compliance with recommended principles and best practices. The results, and any corrective and preventive action that may be necessary, are reported directly to the AC.

The AC reviews the risk monitoring and compliance procedures on a quarterly basis and ensures appropriate mix of techniques are adopted to obtain the level of assurance required by the Board. The AC considers reports from the Internal Auditors and responses from the Management, before making recommendations to the Board in strengthening the risk management, internal control and governance system.

REVIEW OF THIS STATEMENT BY EXTERNAL AUDITORS

The Company's External Auditors, Messrs. Baker Tilly Monteiro Heng PLT, has reviewed this Statement pursuant to Rule 15.23 ACE LR. Their review was performed in accordance with Audit and Assurance Practice Guide 3: Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control included in the Annual Report, issued by Malaysian Institute of Accountants.

Based on their review, the External Auditors have reported to the Board that nothing has come to their attention which causes them to believe that this Statement is inconsistent with their understanding of the processes that the Board has adopted in the review of the adequacy and effectiveness of the Group's risk management and internal control systems.

CONCLUSION

For the financial year under review, and up to the date of approval of this Statement, the Board is of the view that the Group's risk management and internal control systems were operating adequately and effectively in all material aspects to enable the Group to achieve its business objectives. There were no significant internal control weaknesses that have not been reported in this section, which led to material losses, contingencies or uncertainties that would require a separate disclosure in the Annual Report.

The Board has received assurance from the Group Managing Director and Group Finance Director that the Group's risk management and internal control systems are operating adequately and effectively, in all material aspects.

This Statement was approved by the Board on 27 July 2026.

STATEMENT OF DIRECTORS' RESPONSIBILITY

FOR PREPARING THE FINANCIAL STATEMENTS

The Directors are responsible for the preparation of the financial statements of the Group and of the Company, as at the end of each financial year, that give a true and fair view of the financial position in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 2016 ("Act") in Malaysia.

In the preparation of the financial statements for financial year ended 31 March 2026, the Directors have:



considered appropriate applicable accounting policies and applied them consistently;



made judgments and estimates that are reasonable and prudent;



prepared the financial statements, on a going concern basis, with reasonable expectation that the Group and Company have adequate resources to continue in operational existence in the foreseeable future.

The Directors are responsible to ensure that the Group and the Company keep accounting records which disclose the financial position of the Group and of the Company with reasonable accuracy, and enabling them to ensure that the financial statements comply with the Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Act in Malaysia.

The Directors have general responsibility for taking all steps as are reasonably open to them to safeguard the assets of the Group and the Company and to prevent and detect fraud and other irregularities.

ADDITIONAL COMPLIANCE INFORMATION

The information set out below is disclosed in compliance with the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") for ACE Market.

1. UTILISATION OF PROCEEDS RAISED FROM CORPORATE PROPOSAL

There were no proceeds raised from any corporate proposals during the financial year ended 31 March 2026.

2. NON-AUDIT FEES

The details of the audit and non-audit fees paid/payable for the financial year ended 31 March 2026 to the External Auditors or a firm or company affiliated to the External Auditors are set out below:

	Group RM'000	Company RM'000
Audit fees	463	115
Non-audit fees	10	10

3. MATERIAL CONTRACTS INVOLVING DIRECTORS' AND MAJOR SHAREHOLDERS'

For the financial year ended 31 March 2026, no contract of a material nature was entered into or subsisted between the Company and its Directors or major shareholders.

4. LIST OF PROPERTIES

For the financial year ended 31 March 2026, the list of the property is set out as below:

Location	Description of land	Land Area (sq.ft.)	Built-up Area (sq.ft.)	Existing Use	Tenure / Lease Period	Age of building	Date of Acquisition	Net carrying value (RM'000)
H.S (D) 116023 & 116028 P.T, No. 13810 & 13811, Mukim Petaling, Daerah Kuala Lumpur	Land with a 4 and half storey building and car park facilities	188,179	328,459	Factory, warehouse and office	Sub-Lease (Term of 60 years, expiring on 16 July 2055)	29	17 July 1995	67,303

5. REVALUATION POLICY ON LANDED PROPERTIES

The Company and its subsidiaries ("the Group") did not undertake any valuation of landed properties during the financial year ended 31 March 2026. The latest valuation of the Group's property was conducted by an independent firm of professional valuers on 31 March 2025.

Revaluation will be carried out when deemed appropriate by the directors or at least once in every 5 years.

ADDITIONAL COMPLIANCE INFORMATION

6. RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

There were no recurrent related party transaction of a revenue or trading nature made during the financial year ended 31 March 2026.

7. DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING

Pursuant to Rule 9.25A of the ACE Market Listing Requirements below are the financial data that are relevant for purpose of Shariah screening by the Shariah Advisory Council of the Securities Commission Malaysia. These include financial data on Shariah non-permissible income arising from the Group's business activities and interest-based financial position.

(a) Group Total Income and Total Assets

Total Income	Remarks	Group	
		2026 RM'000	2025 RM'000
Revenue		167,662	221,001
Other income		175	10,614
Interest/Finance income		5,378	4,539
Share of profit of associates		20	-
Share of profit of joint venture		-	553
Total		173,235	236,707
Total Assets		587,023	602,410

(b) Business Activities

Shariah Non-Compliant Activities	Remarks	Group	
		2026 RM'000	2025 RM'000
Interest income		5,378	4,539
Rental income received from tenant involved in Shariah non-compliant activities		25	25
Income from disposal of Shariah non-compliant investments/instruments		-	1,872
Total		5,403	6,436

ADDITIONAL COMPLIANCE INFORMATION

7. DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING (CONT'D)

(c) Component of Financial Position

(i) Cash Component

Islamic Account/Instruments	Remarks	Group	
		2026 RM'000	2025 RM'000
Cash and bank balances (exclude cash in hand)		1	1
Total Cash		1	1

Conventional Account/Instruments	Remarks	Group	
		2026 RM'000	2025 RM'000
Cash and bank balances (exclude cash in hand)		31,307	59,354
Deposits with licensed bank		150,620	106,221
Total Cash		181,927	165,575

(iii) Debt Component

Islamic Financing	Remarks	Group	
		2026 RM'000	2025 RM'000
Current		-	-
Non-Current		-	-
Total Financing		-	-

Conventional Borrowing	Remarks	Group	
		2026 RM'000	2025 RM'000
Current			
Invoice financing		977	1,763
Non-Current		-	-
Total Financing		977	1,763

REPORTS AND FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR/PERIOD ENDED 31 MARCH 2026

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DIRECTORS' REPORT

The directors hereby submit their report together with the audited financial statements of the Group for the financial year ended 31 March 2026, and of the Company for the financial period from 10 April 2025 (date of incorporation) to 31 March 2026.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding.

The principal activities of the subsidiaries include technology consulting and the implementation of trusted identification, payment, transportation and sustainable development, provision of trusted identification related products, services, maintenance and business solution and consulting.

There have been no significant changes in the nature of the principal activities during the financial year/period.

RESULTS

	Group RM'000	Company RM'000
(Loss)/Profit for the financial year/period, net of tax	(3,652)	59,743
Attributable to:		
Owners of the Company	(3,618)	59,743
Non-controlling interests	(34)	-
	(3,652)	59,743

DIVIDENDS

No dividend has been paid or declared by the Company since the date of incorporation. The Group paid dividends amounting to RM4.078 million during the financial period prior to completion of the internal reorganisation as disclosed in Note 25 to the financial statements.

At the forthcoming Annual General Meeting, a final single-tier dividend of 0.50 sen per ordinary share in respect of the current financial period, will be proposed for the shareholders' approval. The financial statements for the current financial period do not reflect this proposed dividend. Such dividend, if approved by the shareholders., will be accounted for in equity as an appropriation of retained earnings in the financial year ending 31 March 2027.

RESERVES OR PROVISIONS

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

DIRECTORS' REPORT |

BAD AND DOUBTFUL DEBTS

Before the financial statements of the Group and of the Company were prepared, the directors took reasonable steps to ascertain that action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts and had satisfied themselves that all known bad debts had been written off and that adequate allowance had been made for doubtful debts.

At the date of this report, the directors are not aware of any circumstances which would render the amount written off for bad debts or the amount of allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent.

CURRENT ASSETS

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

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

VALUATION METHODS

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

CONTINGENT AND OTHER LIABILITIES

The contingencies are disclosed in Note 27 to the financial statements.

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

- (i) any charge on the assets of the Group or of the Company which has arisen since the end of the financial year/period which secures the liabilities of any other person; and
- (ii) any contingent liabilities in respect of the Group or of the Company which has arisen since the end of the financial year/period.

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

I DIRECTORS' REPORT

CHANGE OF CIRCUMSTANCES

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

ITEMS OF MATERIAL AND UNUSUAL NATURE

In the opinion of the directors,

- (i) the results of the operations of the Group and of the Company for the financial year/period were not substantially affected by any item, transaction or event of a material and unusual nature, other than the effects of the Internal Reorganisation, as disclosed in Note 9(b) and Note 32(a) to the financial statements; and
- (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year/period and the date of this report which is likely to affect substantially the results of the operations of the Group and of the Company for the financial year/period in which this report is made.

AUDITORS' REMUNERATION AND INDEMNITY

The auditors' remuneration of the Group and the Company during the financial year/period were RM463,216 and RM115,000 respectively.

The Company has agreed to indemnify the auditors of the Company as permitted under Section 289 of the Companies Act 2016 in Malaysia.

ISSUE OF SHARES AND DEBENTURES

The Company was incorporated with issued and fully paid-up share capital of RM2 comprising 2 shares at a price of RM1 per ordinary share.

During the financial period, the Company issued 815,727,624 ordinary shares in exchange of 815,727,624 ordinary shares in IRIS Corporation Berhad ("ICB") pursuant to the internal reorganisation by way of Members' Scheme of Arrangement under Section 366 of the Companies Act 2016 in Malaysia as detailed in Note 32(a) to the financial statements.

The new ordinary shares issued during the financial period ranked pari passu in all respects with the existing ordinary shares of the Company.

During the financial period, no new issue of debenture was made by the Company.

DIRECTORS' REPORT |

OPTIONS GRANTED OVER UNISSUED SHARES

No options were granted to any person to take up the unissued shares of the Company during the financial period.

DIRECTORS

The directors in office since the date of incorporation to the date of this report are:

Dr. Poh Soon Sim	(Appointed on 29 December 2025)
Dato' Dr. Abu Talib Bin Bachik	(Appointed on 29 December 2025)
Dato' Mohamed Khadar Bin Merican	(Appointed on 29 December 2025)
Dato' Ng Wan Peng	(Appointed on 29 December 2025)
Ling Hee Keat	(Appointed on 29 December 2025)
Haji Hussein Bin Ismail	(Appointed on 29 December 2025)
H'ng Boon Harng *	(Appointed on 29 December 2025)
Dato' Poh Yang Hong *	(Appointed on 7 January 2026)
Lim Yau Hui	(First Director; Resigned on 29 December 2025)
Ng Poh Meng	(First Director; Resigned on 29 December 2025)

* *Directors of the Company and certain subsidiaries*

Other than as stated above, the names of the directors of the subsidiaries of the Company in office during the financial period and during the period from the end of the financial period to the date of this report are:

Chia Jen Wen
Siti Doreen Dazila Binti Syed Alias

DIRECTORS' REPORT

DIRECTORS' INTERESTS

According to the Register of Directors' Shareholdings required to be kept by the Company under Section 59 of the Companies Act 2016 in Malaysia, the interests of directors in office at the end of the financial period in shares in the Company and its related corporations during the financial period were as follows:

		Number of ordinary shares			
	At date of incorporation/ 10.4.2025	Bought	Shares exchange^	Sold	At 31.3.2026
Direct interests:					
Dr. Poh Soon Sim	-	230,400	18,844,600	(17,200,000)	1,875,000
Ling Hee Keat	-	-	27,700,000	-	27,700,000
Dato’ Poh Yang Hong	-	18,510,000	250,000	-	18,760,000
H'ng Boon Harng	-	-	250,000	-	250,000
Indirect interests:					
Dr. Poh Soon Sim *	-	-	87,622,550	(86,322,550)	1,300,000
Dato’ Poh Yang Hong #	-	86,322,550	-	-	86,322,550

[^] On 7 January 2026, ICB transferred the listing status to the Company ("IRIS") under the Internal Reorganisation. As part of the Internal Reorganisation, the share exchange involves the exchange of the existing ICB shares for the Company's shares on the basis of 1 IRIS share for every 1 existing ICB share by way of Members' Scheme of Arrangement pursuant to Section 366 of the Companies Act 2016 in Malaysia. As a result of the share exchange, ICB became a wholly owned subsidiary of the Company.

* Deemed interests pursuant to Section 8 of the Companies Act 2016 in Malaysia via Poh Associates Sdn. Bhd. and by virtue of his son's direct shareholdings under Section 59 of the Companies Act 2016 in Malaysia.

Deemed interests pursuant to Section 8 of the Companies Act 2016 in Malaysia via Orientalgold Equity Sdn. Bhd.

Other than as stated above, none of the other directors in office at the end of the financial period had any interest in ordinary shares of the Company and its related corporations during the financial period.

DIRECTORS' BENEFITS

Since the date of incorporation, no director of the Company has received or become entitled to receive any benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable, by the directors as shown below) by reason of a contract made by the Company or a related corporation with the director or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest other than any deemed benefit which arise from transactions as disclosed in Note 28 to the financial statements.

DIRECTORS' REPORT |

DIRECTORS' BENEFITS (CONT'D)

The directors' benefits of the Group and of the Company during the financial year/period are as follows:

	Group RM'000	Company RM'000
Director of the Group		
Directors' fees	742	209
Directors' meeting allowances	81	20
Directors' remuneration:		
- salaries and other remuneration	2,263	-
- defined contribution plans and SOCSO	129	-
- estimated money value of benefits-in-kind	56	-
	3,271	229

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

INDEMNITY TO DIRECTORS AND OFFICERS

During the financial period, the total amount of indemnity insurance coverage and insurance premium paid for the directors and certain officers of the Group were RM5,000,000 and RM117,000 respectively.

SUBSIDIARIES

The details of the Company's subsidiaries are disclosed in Note 9 to the financial statements.

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

SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR/PERIOD

The details of significant events during the financial year/period are disclosed in Note 32 to the financial statements.

I DIRECTORS' REPORT

AUDITORS

The auditors, Messrs Baker Tilly Monteiro Heng PLT, have expressed their willingness to continue in office.

This report was approved and signed on behalf of the Board of Directors in accordance with a resolution of the directors.

DATO' POH YANG HONG

Director

H'NG BOON HARN

Director

Date: 27 July 2026

STATEMENTS OF FINANCIAL POSITION

AS AT 31 MARCH 2026

	Note	Group		Company
		2026 RM'000	2025 RM'000 (Unaudited)^ (Note 33)	2026 RM'000
ASSETS				
Non-current assets				
Property, plant and equipment	5	73,198	76,439	-
Intangible assets	7	88,000	88,000	-
Operating financial assets	8	2,354	3,952	-
Investment in subsidiaries	9	-	-	254,403
Investment in associates	10	682	662	-
Total non-current assets		164,234	169,053	254,403
Current assets				
Inventories	11	23,970	16,749	-
Operating financial assets	8	1,598	1,485	-
Trade and other receivables	12	62,055	100,968	90
Prepayments		579	1,109	19
Contract assets	13	150,531	146,510	-
Current tax assets		2,086	674	-
Cash and short-term deposits	14	181,970	165,862	59,994
Total current assets		422,789	433,357	60,103
TOTAL ASSETS		587,023	602,410	314,506

STATEMENTS OF FINANCIAL POSITION

AS AT 31 MARCH 2026

	Note	Group		Company
		2026 RM'000	2025 RM'000 (Unaudited)^ (Note 33)	2026 RM'000
EQUITY AND LIABILITIES				
Equity attributable to owners of the Company				
Share capital	15	254,403	180,759	254,403
Other reserves	16	(45,988)	28,739	-
Retained earnings		171,086	177,801	59,743
		379,501	387,299	314,146
Non-controlling interests		(1,740)	(1,706)	-
TOTAL EQUITY		377,761	385,593	314,146
Non-current liabilities				
Deferred tax liabilities	17	10,805	10,406	-
Total non-current liabilities		10,805	10,406	-
Current liabilities				
Loans and borrowings	18	977	1,763	-
Current tax liabilities		310	4,382	74
Trade and other payables	19	192,468	199,162	286
Lease liabilities	6(b)	-	79	-
Contract liabilities	13	4,702	1,025	-
Total current liabilities		198,457	206,411	360
TOTAL LIABILITIES		209,262	216,817	360
TOTAL EQUITY AND LIABILITIES		587,023	602,410	314,506

^ Refer to Note 33 to the financial statements for basis of preparation of comparative figures.

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

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR/PERIOD ENDED 31 MARCH 2026

	Note	Group		Company
		1.4.2025 to 31.3.2026 RM'000	1.4.2024 to 31.3.2025 RM'000 (Unaudited)^ (Note 33)	10.4.2025 to 31.3.2026 RM'000
Revenue	20	167,662	221,001	60,000
Cost of sales		(114,835)	(146,603)	-
Gross profit		52,827	74,398	60,000
Other income		5,553	15,153	311
Administrative expenses		(28,435)	(32,435)	(494)
Net (impairment losses)/reversal of impairment losses on financial instruments		(4,838)	145	-
Other expenses		(23,147)	(24,098)	-
Operating profit		1,960	33,163	59,817
Finance costs	21	(319)	(300)	-
Share of results of associates, net of tax		20	(49)	-
Share of results of joint venture, net of tax		-	553	-
Profit before tax	22	1,661	33,367	59,817
Income tax expense	23	(5,313)	(9,458)	(74)
(Loss)/Profit for the financial year/period		(3,652)	23,909	59,743
Other comprehensive (loss)/income, net of tax				
<i>Items that may be reclassified subsequently to profit or loss</i>				
Exchange differences on translation of foreign operations		(102)	(77)	-
<i>Items that will not be reclassified subsequently to profit or loss</i>				
Revaluation gain on property, plant and equipment		-	526	-
Other comprehensive (loss)/income for the financial year/period		(102)	449	-
Total comprehensive (loss)/income for the financial year/period		(3,754)	24,358	59,743

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR/PERIOD ENDED 31 MARCH 2026

	Note	Group		Company
		1.4.2025 to 31.3.2026 RM'000	1.4.2024 to 31.3.2025 RM'000 (Unaudited)^ (Note 33)	10.4.2025 to 31.3.2026 RM'000
(Loss)/Profit attributable to:				
Owners of the Company		(3,618)	23,752	59,743
Non-controlling interests		(34)	157	-
		(3,652)	23,909	59,743
Total comprehensive (loss)/income attributable to:				
Owners of the Company		(3,720)	24,201	59,743
Non-controlling interests		(34)	157	-
		(3,754)	24,358	59,743
(Loss)/Earnings per share attributable to owners of the Company (sen per share)				
Basic	24(a)	(0.44)	2.91	
Diluted	24(b)	(0.44)	2.91	

^ Refer to Note 33 to the financial statements for basis of preparation of comparative figures.

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

STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR/PERIOD ENDED 31 MARCH 2026

Group	Note	Attributable to the owners of the Company						Non-controlling interests RM'000	Total equity RM'000
		Share capital RM'000	Foreign currency translation reserve RM'000	Revaluation reserve RM'000	Reorganisation deficit RM'000	Retained earnings RM'000	Sub-total RM'000		
At 1 April 2025 (Unaudited)^		180,759	(50)	28,789	-	177,801	387,299	(1,706)	385,593
Total comprehensive loss for the financial year									
Loss for the financial year		-	-	-	-	(3,618)	(3,618)	(34)	(3,652)
Other comprehensive loss for the financial year		-	(102)	-	-	-	(102)	-	(102)
Total comprehensive loss		-	(102)	-	-	(3,618)	(3,720)	(34)	(3,754)
Transactions with owners									
Shares issued upon incorporation	15	.*	-	-	-	-	-	-	-
Issuance of shares pursuant to internal reorganisation	16(c)	73,644	-	-	(73,644)	-	-	-	-
Dividend paid	25	-	-	-	-	(4,078)	(4,078)	-	(4,078)
Total transactions with owners		73,644	-	-	(73,644)	(4,078)	(4,078)	-	(4,078)
Realisation of revaluation reserve	16(b)	-	-	(981)	-	981	-	-	-
At 31 March 2026		254,403	(152)	27,808	(73,644)	171,086	379,501	(1,740)	377,761

* Represent amount less than RM1,000

^ Refer to Note 33 to the financial statements for basis of preparation of comparative figures.

STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR/PERIOD ENDED 31 MARCH 2026

Group	Note	Attributable to the owners of the Company					Non-controlling interests RM'000	Total equity RM'000
		Share capital RM'000	Foreign currency translation reserve RM'000	Revaluation reserve RM'000	Retained earnings RM'000	Sub-total RM'000		
At 1 April 2024 (Unaudited)^		180,759	27	29,226	169,400	379,412	(1,863)	377,549
Total comprehensive income/(loss) for the financial year								
Profit for the financial year		-	-	-	23,752	23,752	157	23,909
Other comprehensive (loss)/income for the financial year		-	(77)	526	-	449	-	449
Total comprehensive income/(loss)		-	(77)	526	23,752	24,201	157	24,358
Transactions with owners								
Dividend paid	25	-	-	-	(16,314)	(16,314)	-	(16,314)
Total transactions with owners		-	-	-	(16,314)	(16,314)	-	(16,314)
Realisation of revaluation reserve	16(b)	-	-	(963)	963	-	-	-
At 31 March 2025 (Unaudited)^		180,759	(50)	28,789	177,801	387,299	(1,706)	385,593

^ Refer to Note 33 to the financial statements for basis of preparation of comparative figures.

Company	Note	Attributable to the owners of the Company		
		Share capital RM'000	Retained earnings RM'000	Total equity RM'000
At 10 April 2025 (date of incorporation)		.*	-	.*
Total comprehensive income for the financial period				
Profit for the financial period		-	59,743	59,743
Total comprehensive income		-	59,743	59,743
Transactions with owners				
Issuance of shares pursuant to internal reorganisation	15	254,403	-	254,403
Total transactions with owners		254,403	-	254,403
At 31 March 2026		254,403	59,743	314,146

* Represent amount less than RM1,000

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

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR/PERIOD ENDED 31 MARCH 2026

	Note	Group		Company
		1.4.2025 to 31.3.2026 RM'000	1.4.2024 to 31.3.2025 RM'000 (Unaudited)^ (Note 33)	10.4.2025 to 31.3.2026 RM'000
Cash flows from operating activities				
Profit before tax		1,661	33,367	59,817
Adjustments for:				
Amortisation of intangible assets		-	64	-
Bad debts written off		-	67	-
Deposit forfeited		-	(7,000)	-
Depreciation of property, plant and equipment		4,349	4,150	-
Effect of accretion of interest on operating financial assets		(411)	(517)	-
Finance costs		319	300	-
Gain on disposal of property, plant and equipment		(40)	(4)	-
Gain on disposal of a subsidiary		-	(1,872)	-
Impairment loss on:				
- goodwill on consolidation		-	12,000	-
- trade and other receivables		4,888	578	-
Interest income		(5,378)	(4,539)	(311)
Net (reversal)/provision of inventories written down		(7,637)	7,723	-
Reversal of impairment loss on trade and other receivables		(50)	(723)	-
Share of results of associates		(20)	49	-
Share of results of joint venture		-	(553)	-
Unrealised (gain)/loss on foreign exchange		(1,235)	3,667	-
Operating (loss)/profit before changes in working capital, carried forward		(3,554)	46,757	59,506

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR/PERIOD ENDED 31 MARCH 2026

	Note	Group		Company
		1.4.2025 to 31.3.2026 RM'000	1.4.2024 to 31.3.2025 RM'000 (Unaudited)^ (Note 33)	10.4.2025 to 31.3.2026 RM'000
Cash flows from operating activities (Cont'd)				
Operating loss/(profit) before changes in working capital, brought forward		(3,554)	46,757	59,506
Changes in working capital:				
Contract (liabilities)/assets		(344)	(1,493)	-
Inventories		416	4,737	-
Operating financial assets		1,896	1,896	-
Trade and other payables		(350)	(34,361)	151
Trade and other receivables		34,635	11,985	(109)
Prepayments		(529)	240	-
Net cash generated from operations		32,170	29,761	59,548
Interest paid		(317)	(293)	-
Interest received		5,378	4,539	311
Income tax paid		(10,398)	(9,221)	-
Net cash from operating activities		26,833	24,786	59,859
Cash flows from investing activities				
Addition in investment in joint venture		-	(239)	-
Repayment from subsidiaries		-	-	135
Proceeds from disposal of plant and equipment		164	8	-
Purchase of property, plant and equipment		(1,232)	(1,242)	-
Withdrawal of fixed deposits		13,523	90	-
Proceeds from disposal of a subsidiary, net of cash disposed		-	2,382	-
Net cash from investing activities		12,455	999	135

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR/PERIOD ENDED 31 MARCH 2026

	Note	Group		Company
		1.4.2025 to 31.3.2026 RM'000	1.4.2024 to 31.3.2025 RM'000 (Unaudited)^ (Note 33)	10.4.2025 to 31.3.2026 RM'000
Cash flows from financing activities				
Dividend paid		(4,078)	(16,314)	-
Repayment of invoice financing	(a)	(786)	(1,447)	-
Payments of lease liabilities	(a)	(81)	(79)	-
Net cash used in financing activities		(4,945)	(17,840)	-
Net increase in cash and cash equivalents		34,343	7,945	59,994
Cash and cash equivalents at the beginning of the financial year/period/date of incorporation		147,329	141,843	-
Effect of exchange rate changes on cash and cash equivalents		(4,712)	(2,459)	-
Cash and cash equivalents at the end of the financial year/period	14(a)	176,960	147,329	59,994

* Represent amount less than RM1,000

^ Refer to Note 33 to the financial statements for basis of preparation of comparative figures.

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR/PERIOD ENDED 31 MARCH 2026

(a) **Reconciliation of liabilities arising from financing activities:**

	1.4.2025 RM'000	Non-cash	Cash flows RM'000	31.3.2026 RM'000
		Interest expenses RM'000		
Group				
Lease liabilities	79	2	(81)	-
Invoice financing	1,763	-	(786)	977
	1,842	2	(867)	977

	1.4.2024 RM'000 (Unaudited)^ (Note 33)	Non-cash	Cash flows RM'000	31.3.2025 RM'000 (Unaudited)^ (Note 33)
		Interest expenses RM'000		
Group				
Lease liabilities	151	7	(79)	79
Invoice financing	3,210	-	(1,447)	1,763
	3,361	7	(1,526)	1,842

^ Refer to Note 33 to the financial statements for basis of preparation of comparative figures.

(b) **Total cash outflows for leases as a lessee**

During the financial year/period, the total cash outflows incurred for leases of the Group and Company amounting to RM255,712 and RM24,600 (2025: RM223,635 and RM Nil) respectively.

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

NOTES TO THE FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

IRIS Group Berhad ("the Company") is a public limited liability company, incorporated and domiciled in Malaysia and is listed on the ACE Market of Bursa Malaysia Securities Berhad.

On 7 January 2026, the Company completed the share exchange of 815,727,624 ordinary shares in IRIS Corporation Berhad ("ICB") representing the entire issued and share capital of ICB with 815,727,624 new ordinary shares in the Company on the basis of 1 new Company share for every 1 existing ICB share held, by way of Members' Scheme of Arrangement pursuant to Section 366 of the Companies Act 2016 in Malaysia. Accordingly, the Company assumed the listing status of ICB on the ACE Market of Bursa Malaysia Securities Berhad.

The registered office of the Company is located at Level 7, Mercu 3, No.3, Jalan Bangsar, KL Eco City, 59200 Kuala Lumpur.

The principal place of business of the Company is located at IRIS Smart Technology Complex, Lot 8 & 9, Technology Park Malaysia, Bukit Jalil, 57000 Kuala Lumpur.

The principal activity of the Company is investment holding.

The principal activities of its subsidiaries are disclosed in Note 9 to the financial statements.

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

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 27 July 2026.

2. BASIS OF PREPARATION

2.1 Statement of compliance

The financial statements of the Group and of the Company have been prepared in accordance with Malaysian Financial Reporting Standards ("MFRSs"), International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

2.2 Adoption of amendments to MFRS

The Group and the Company have adopted the following applicable amendments to MFRS for the current financial year/period:

Amendments to MFRS

MFRS 121 The Effects of Changes in Foreign Exchange Rates

The adoption of the above amendments to MFRS did not have any significant effect on the financial statements of the Group and of the Company and did not result in significant changes to the Group's and the Company's existing accounting policies.

NOTES TO THE FINANCIAL STATEMENTS

2. BASIS OF PREPARATION (CONT'D)

2.3 New MFRS and amendments to MFRSs that have been issued, but yet to be effective

- (a) The Group and the Company have not adopted the following new MFRS and amendments to MFRSs that have been issued, but yet to be effective:

		Effective for financial periods beginning on or after
<u>New MFRS</u>		
MFRS 18	Presentation and Disclosure in Financial Statements	1 January 2027
<u>Amendments to MFRSs</u>		
MFRS 1	First-time Adoption of Malaysian Financial Reporting Standards	1 January 2026
MFRS 7	Financial Instruments: Disclosures	1 January 2026
MFRS 9	Financial Instruments	1 January 2026
MFRS 10	Consolidated Financial Statements	1 January 2026/ Deferred
MFRS 107	Statement of Cash Flows	1 January 2026
MFRS 121	The Effects of Changes in Foreign Exchange Rates	1 January 2027
MFRS 128	Investments in Associates and Joint Ventures	Deferred

- (b) The Group and the Company plan to adopt the above applicable new MFRS and amendments to MFRSs when they become effective. A brief discussion on the above significant new MFRS and amendments to MFRSs that may be applicable to the Group and the Company are summarised below.

MFRS 18 Presentation and Disclosure in Financial Statements

MFRS 18 replaces MFRS 101 *Presentation of Financial Statements*. It retains many requirements from MFRS 101 without modification.

MFRS 18 introduces two subtotals which are to be presented in the statement of profit or loss – including “operating profit”, which has been specifically defined. Income and expenses shall be presented in five categories: operating, investing, financing, income taxes and discontinued operations.

MFRS 18 requires disclosure of explanations of the entity’s company-specific measures that are related to the statement of profit or loss, referred to as management-defined performance measures (“MPMs”). The entity is required to reconcile MPMs to a total or subtotal required by MFRS 18 or another MFRS Accounting Standards. MFRS 18 also requires other disclosures, including how each MPM is calculated, what the MPM communicates about the entity’s financial performance, and any changes made to the MPMs in the year.

NOTES TO THE FINANCIAL STATEMENTS

2. BASIS OF PREPARATION (CONT'D)

2.3 New MFRS and amendments to MFRSs that have been issued, but yet to be effective (Cont'd)

- (b) The Group and the Company plan to adopt the above applicable new MFRS and amendments to MFRSs when they become effective. A brief discussion on the above significant new MFRS and amendments to MFRSs that may be applicable to the Group and the Company are summarised below. (Cont'd)

MFRS 18 Presentation and Disclosure in Financial Statements (Cont'd)

MFRS 18 adds new principles for aggregation and disaggregation of information. It requires the entity to classify the expenses in the "operating" category in the profit or loss by nature or function, or both. The entity that classifies operating expenses by functions are required to disclose in the notes to the financial statements, the amount of depreciation, amortisation, employee benefits, impairment losses and write-downs of inventories included in each line in the operating category. Subject to materiality, MFRS 18 requires items presented or disclosed as "other" to be labelled and/or described in as faithfully representative and precise a way as possible.

Amendments to MFRS 9 Financial Instruments and MFRS 7 Financial Instruments: Disclosures

These narrow scope amendments to MFRS 9 clarify the requirements, including:

- clarify the classification of financial assets, particularly those with environmental, social and corporate governance and similar features. The Amendments clarify how the contractual cash flows on such financial assets should be assessed, specifically the assessment of interest focuses on what an entity is being compensated for, rather than how much compensation it receives. Nonetheless, the amount of compensation the entity receives may indicate that it is being compensated for something other than basic lending risks and costs.
- clarify the date on which a financial asset or a financial liability settled via electronic payment systems is derecognised. The Amendments permit an entity to derecognise a financial liability before it delivers cash on the settlement date if specified criteria are met.

Amendments to MFRS 7 introduces new disclosure requirements relating to investments in equity instruments designated at fair value through other comprehensive income and financial instruments with contingent features that do not relate directly to basic lending risks and costs.

- (c) The financial effects of the adoption of the new MFRS and amendments to MFRSs that have been issued but yet to be effective are currently still being assessed by the Group and the Company.

2.4 Functional and presentation currency

The individual financial statements of each entity in the Group are measured using the currency of the primary economic environment in which they operate ("the functional currency"). The consolidated financial statements are presented in Ringgit Malaysia ("RM"), which is also the Company's functional currency, and has been rounded to the nearest thousand, unless otherwise stated.

NOTES TO THE FINANCIAL STATEMENTS

2. BASIS OF PREPARATION (CONT'D)

2.5 Basis of measurement

The financial statements of the Group and of the Company have been prepared on the historical cost basis, except as otherwise disclosed in Note 3 to the financial statements.

3. MATERIAL ACCOUNTING POLICY INFORMATION

Unless otherwise stated, the following material accounting policy information have been applied consistently to all the financial year/period presented in the financial statements of the Group and of the Company.

3.1 Basis of consolidation

(a) Subsidiaries and business combination

The Group applies the acquisition method to account for business combinations from the acquisition date when the acquired set of activities meets the definition of a business and control is transferred to the Group.

(b) Non-controlling interests

At the acquisition date, components of non-controlling interests of the Group are measured at their acquisition-date fair values.

(c) Associates

Investments in associates are accounted for in the consolidated financial statements using the equity method.

(d) Reorganisation

A business combination involving entities under common control is a business combination in which all the combining entities or subsidiaries are ultimately controlled by the same party and parties both before and after the business combination, and that control is not transitory. Subsidiaries acquired which have met the criteria for pooling of interest are accounted for using reorganisation accounting principles. Under the reorganisation method of accounting, the results of subsidiaries are presented as if the business combination had been affected throughout the current and previous financial years. The assets and liabilities combined are accounted for based on the carrying amounts from the perspective of the common control shareholder at the date of transfer. On consolidation, the difference between costs of acquisition over the nominal value of share capital of the subsidiaries is taken to reorganisation reserve or reorganisation deficit.

NOTES TO THE FINANCIAL STATEMENTS

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.1 Basis of consolidation (Cont'd)

(d) Reorganisation (Cont'd)

Acquisition of entities under a reorganisation scheme does not result in any change in economic substance. Accordingly, the consolidated financial statements of the Company are a continuation of the acquired entity and is accounted for as follows:

- the results of entities are presented as if the reorganisation occurred from the beginning of the earliest period presented in the financial statements;
- the assets and liabilities of the acquired entity is recognised and measured in the consolidated financial statements at the pre-combination carrying amounts, without restatement to fair value;
- no new goodwill is recognised as a result of the reorganisation;
- the retained earnings and other equity balances of acquired entity immediately before the business combination are those of the Group; and
- the equity structure, however, reflects the equity structure of the Company and the differences arising from the change in equity structure of the Group will be accounted for in capital reorganisation reserve or deficit.

3.2 Separate financial statements

In the Company's statement of financial position, investment in subsidiaries, associates and joint ventures are measured at cost less any accumulated impairment losses.

Contributions to subsidiaries are amounts for which the settlement is neither planned nor likely to occur in the foreseeable future is, in substance, considered as part of the Company's investment in the subsidiaries.

3.3 Financial instruments

Financial assets – subsequent measurement and gains and losses

Debt instruments at amortised cost

The Group and the Company subsequently measure these assets at amortised cost under the effective interest method. The gross carrying amount is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Financial liabilities – subsequent measurement and gains and losses

The Group and the Company classify the financial liabilities at amortised cost.

The Group and the Company subsequently measure other financial liabilities at amortised cost under the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.4 Property, plant and equipment

Property, plant and equipment (other than leasehold land and buildings) are measured at cost less accumulated depreciation and any accumulated impairment losses.

Leasehold land and buildings are measured at fair value, based on valuations by external independent valuers, less accumulated depreciation on buildings and any impairment losses recognised after the date of revaluation. Valuations are performed with sufficient regularity to ensure that the fair value of the leasehold land and buildings does not differ materially from the carrying amount. The gross carrying amount is restated and the difference compared to the revalued amount of asset is absorbed by the accumulated depreciation.

A revaluation surplus is recognised in other comprehensive income and credited to the revaluation reserve. However, the increase shall be recognised in profit or loss to the extent that it reverses a revaluation decrease of the same asset previously recognised in profit or loss. If the asset's carrying amount is decreased as results of a revaluation, the decrease shall be recognised in profit or loss. However, the decrease shall be recognised in other comprehensive income to the extent of any credit balance existing in the revaluation reserve in respect of that asset.

The revaluation reserve is transferred to retained earnings as the assets are used. The amount of revaluation reserve transferred is the difference between depreciation based on the revalued carrying amount of the asset and depreciation based on the asset's original cost.

Upon disposal, any revaluation surplus relating to the particular asset being sold is transferred to retained earnings.

All other property, plant and equipment are depreciated on straight-line basis by allocating their depreciable amounts over their remaining useful lives.

	Useful lives (years)
Leasehold buildings	50 years
Office buildings	3 years
Office equipment, furniture and fittings	3 to 10 years
Motor vehicles	5 years
Plant and machinery	3 to 13 years

3.5 Leases

Lessee accounting

The Group presents right-of-use assets that do not meet the definition of investment property as property, plant and equipment in Note 5 and Note 6(a) to the financial statements and lease liabilities as separate lines in the statements of financial position and Note 6(b) to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.5 Leases (Cont'd)

Lessee accounting (Cont'd)

Short-term leases and leases of low value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. Accordingly, the Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

Right-of-use asset

The right-of-use assets (other than leasehold land that measures using revaluation model) are measured at cost less accumulated depreciation and any accumulated impairment losses, and adjust for any remeasurement of the lease liabilities. The right of-use assets are depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

Lease liabilities

The lease liabilities are initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the incremental borrowing rate.

The Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

3.6 Intangible assets

Intangible assets, other than goodwill and licenses, that are acquired by the Group, which have finite useful lives, are measured at cost less any accumulated amortisation and any accumulated impairment losses.

The amortisation methods used and the estimated useful lives are as follows:

	Method	Useful lives (years)
Development costs	Straight-line	5 years
Intellectual properties	Straight-line	10 years to 20 years

3.7 Inventories

Inventories are measured at the lower of cost and net realisable value. Costs incurred in bringing the inventories to their present location and condition are accounted for as follows:

- raw materials: purchase costs on a weighted average cost basis.
- finished goods and work-in-progress: costs of direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. These costs are assigned on a weighted average cost basis.

NOTES TO THE FINANCIAL STATEMENTS

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.8 Service concession arrangements

The Group entered into various public-to-private service concession arrangements to construct, operate and maintain infrastructures used to provide a public service for a specified period of time. Under these concession arrangements, the grantor controls significant residual interest in the infrastructure at the end of the concession period.

The service concession arrangements are accounted for based on the nature of the consideration as follows:

- the intangible asset model is used to the extent that the Group receives a right (a license) to charge users of the public service;
- the financial asset model is used when the Group has an unconditional right to receive cash or another financial asset from or at the direction of the grantor for the construction services; or
- when the unconditional right to receive cash covers only part of the service, the two models are combined to account separately for each component.

Financial assets model

The Group accounts for their service concession arrangements under the financial assets model as the Group has unconditional rights to receive cash or another financial asset from or at the direction of the grantor for the construction services. The consideration received and receivable is allocated by reference to the relative stand-alone selling prices of the various services delivered when the amounts are separately identifiable. The Group estimates the relative stand-alone selling prices of the services by reference to the costs of providing each service plus a reasonable profit margin.

In the financial asset model, the amount due from the grantor meets the definition of a receivable which is measured at the amount of consideration to which the Group expects to be entitled. It is subsequently measured at amortised cost. The amount initially recognised plus the cumulative interest on that amount is calculated using the effective interest method.

Any asset carried under concession arrangements is derecognised when the contractual rights to the financial asset expire.

3.9 Revenue and other income

Financing components

The Group has applied the practical expedient for not to adjust the promised amount of consideration for the effects of a significant financing components if the Group expects that the period between the transfer of the promised goods or services to the customer and payment by the customer will be one year or less.

(a) Sale of goods

Revenue from manufactures and sales of goods are recognised at a point in time when control of the products has been transferred, being when the customer accepts the delivery of the goods.

Sales are made with a credit term of 30 to 60 days, therefore, no element of financing is deemed present. A receivable is recognised when the customer accepts the delivery of the goods as the consideration is unconditional other than the passage of time before the payment is due.

NOTES TO THE FINANCIAL STATEMENTS

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.9 Revenue and other income (Cont'd)

(a) Sale of goods (Cont'd)

Where consideration is collected from customer in advance for sale of good, a contract liability is recognised for the customer deposits. Contract liability would be recognised as revenue upon sale of goods to the customer.

Based on the terms of the contracts with certain customers, it is the Group's obligation to repair or replace faulty products under different warranty terms to customers.

(b) Rendering of services

The Group provides maintenance services, technical support and other services to contract customers. Depending on contracts with customers, service contracts comprise multiple deliverables that require significant integration service will be accounted as a single performance obligation.

Whereas contracts with customers which include multiple distinct promises to customers will be accounted for as separate performance obligations. In the contract with customer contains more than one performance obligation, when the stand-alone selling price are not directly observable, they are estimated based on expected cost-plus-margin approach.

Based on the terms of the contracts with different customers, services are recognised over time as the services are rendered because the customer receives and uses the benefits simultaneously. Revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation. The progress towards complete satisfaction of a performance obligation is determined by the actual costs incurred for work performed to-date plus a margin (an input method).

Sales are made with a credit term of 14 to 60 days, therefore, no element of financing is deemed present. The Group become entitled to invoice customers for services based on achieving a series of performance-related milestones.

The Group recognised a contract asset for any excess of revenue recognised to-date over the billings-to-date. Any amount previously recognised as a contract asset is reclassified to trade receivables at the point when invoice is issued or timing for billing is due to passage of time. If the milestone billing exceeds the revenue recognised to-date and any deposit or advances received from customers, then the Group recognises a contract liability for the difference.

(c) Dividend income

Dividend income from subsidiaries is recognised when right to receive payment is established.

(d) Interest income

Interest income is recognised using the effective interest method.

(e) Rental income

Rental income is recognised on a straight-line basis over the term of the lease.

NOTES TO THE FINANCIAL STATEMENTS

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of financial statements in conformity with MFRSs requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of the revenue and expenses during the reporting period. It also requires directors to exercise their judgement in the process of applying the Group's and the Company's accounting policies. Although these estimates and judgement are based on the directors' best knowledge of current events and actions, actual results may differ.

The areas involving a higher degree of judgement or complexity that have the most significant effect on the Group's and the Company's financial statements, or areas where assumptions and estimates that have a significant risk of resulting in a material adjustment to the Group's and the Company's financial statements within the next financial year are disclosed as follows:

(a) Impairment of goodwill

Goodwill is tested for impairment annually and at other times when such indicators exist. This requires an estimation of the value-in-use of the cash generating units to which goodwill is allocated. When value-in-use calculations are undertaken, the Group uses its judgement to decide the discount rates to be applied in the recoverable amount calculation and assumptions supporting the underlying cash flows projections, including forecast growth rates, inflation rates and gross profit margins. Cash flows that are projected based on those inputs or assumptions may have a significant effect on the Group's financial position and results if the actual cash flows are less than expected.

The carrying amount of the Group's goodwill and key assumptions used to determine the recoverable amount for cash-generating unit, including sensitivity analysis, are disclosed in Note 7(a) to the financial statements.

(b) Impairment of financial assets and contract assets

The impairment provisions for financial assets and contract assets are based on assumptions about risk of default and their expected loss. The Group and the Company use judgement in making these assumptions and selecting inputs to the impairment calculation, based on the Group's and the Company's history, existing market conditions as well as forward-looking estimates at the end of each reporting period.

The assessment of the correlation between historical observed default rates, forward-looking estimates and expected credit losses is a significant estimate. The amount of expected credit losses is sensitive to changes in circumstances and forecast economic conditions over the expected lives of the financial assets and contract assets. The Group's and the Company's historical credit loss experience and forecast of economic conditions may also not be representative of receivables' actual default in the future.

The information about the impairment losses on the Group's and the Company's financial assets and contract assets are disclosed in Note 26(b)(i) to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

5. PROPERTY, PLANT AND EQUIPMENT

	Leasehold buildings RM'000 (At valuation)	Office equipment, furniture and fittings RM'000	Motor vehicles RM'000	Plant and machinery RM'000	Right-of-use assets RM'000 (Note 6(a))	Total RM'000
Group						
Cost/Valuation						
At 1 April 2025	45,400	26,054	1,360	73,171	24,418	170,403
Additions	-	169	841	222	-	1,232
Disposals	-	(546)	(156)	(79)	-	(781)
Derecognition	-	-	-	-	(218)	(218)
At 31 March 2026	45,400	25,677	2,045	73,314	24,200	170,636
Accumulated depreciation and impairment loss						
At 1 April 2025	-	24,565	1,140	68,113	146	93,964
Depreciation charge for the financial year	1,498	424	256	1,300	871	4,349
Disposals	-	(542)	(37)	(78)	-	(657)
Derecognition	-	-	-	-	(218)	(218)
At 31 March 2026	1,498	24,447	1,359	69,335	799	97,438
Carrying amounts						
At 31 March 2026	43,902	1,230	686	3,979	23,401	73,198

NOTES TO THE FINANCIAL STATEMENTS

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

	Leasehold buildings RM'000 (At valuation)	Office equipment, furniture and fittings RM'000	Motor vehicles RM'000	Plant and machinery RM'000	Right-of-use assets RM'000 (Note 6(a))	Total RM'000
Group						
Cost/Valuation						
At 1 April 2024	67,000	25,101	1,179	73,142	16,218	182,640
Additions	-	1,024	189	29	-	1,242
Disposals	-	(71)	(8)	-	-	(79)
Elimination	(11,376)	-	-	-	(2,716)	(14,092)
Revaluation	(10,224)	-	-	-	10,916	692
At 31 March 2025	45,400	26,054	1,360	73,171	24,418	170,403
Accumulated depreciation and impairment loss						
At 1 April 2024	9,480	24,036	909	67,219	2,337	103,981
Depreciation charge for the financial year	1,896	597	238	894	525	4,150
Disposals	-	(68)	(7)	-	-	(75)
Elimination	(11,376)	-	-	-	(2,716)	(14,092)
At 31 March 2025	-	24,565	1,140	68,113	146	93,964
Carrying amounts						
At 31 March 2025	45,400	1,489	220	5,058	24,272	76,439

NOTES TO THE FINANCIAL STATEMENTS

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

(a) Revaluation on leasehold land and leasehold buildings

Had the revalued leasehold land and leasehold buildings been carried at historical cost less accumulated depreciation, the net carrying amount of the leasehold land and buildings and that would have been included in the financial statement of the Group is as follows:

	Group	
	2026 RM'000	2025 RM'000
Leasehold buildings	19,817	20,863
Right-of-use assets - Leasehold land	6,975	7,002

Fair value information

	Group	
	2026 RM'000	2025 RM'000
Level 3		
Leasehold land	24,200	24,200
Leasehold buildings	45,400	45,400

There is no transfer between the level of fair value hierarchy during the financial year ended 31 March 2026.

The following table shows the valuation techniques used in the determination of fair values within Level 3, as well as the significant unobservable inputs used in valuation models.

Description	Valuation technique	Significant unobservable inputs	Relationship of unobservable inputs to fair value
Leasehold land	Comparison approach	Price per square foot RM121	The higher the price per square foot, the higher the fair value.
Leasehold buildings	Cost approach	Estimated average price per square foot RM70-RM230	The higher the price per square foot, the higher the fair value.
		Estimated average outgoings per square foot RM0.75	The lower the estimated outgoings per square foot, the higher the fair value.

Valuation process applied by the Group

The fair value of leasehold land and leasehold buildings are determined based on the valuation performed by an external independent firm of professional valuers, Raine & Home International Zaki + Partners Sdn. Bhd., a member of the Institute of Valuers in Malaysia on 31 March 2025.

NOTES TO THE FINANCIAL STATEMENTS

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

(a) Revaluation on leasehold land and leasehold buildings (Cont'd)

Highest and best use

In estimating the fair value of the leasehold land and leasehold buildings, the highest and best use of the leasehold land and leasehold buildings is their current use.

6. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

(a) Right-of-use assets

The Group lease several assets which includes leasehold land and office building as their office space and operation site.

Information about leases for which of the Group are lessees is presented below:

	Leasehold land (At valuation) RM'000	Office buildings (At cost) RM'000	Total RM'000
Group			
Cost/Valuation			
At 1 April 2024	16,000	218	16,218
Elimination	(2,716)	-	(2,716)
Revaluation	10,916	-	10,916
At 31 March 2025	24,200	218	24,418
Derecognition	-	(218)	(218)
At 31 March 2026	24,200	-	24,200
Accumulated depreciation			
At 1 April 2024	2,264	73	2,337
Depreciation charge for the financial year	452	73	525
Elimination	(2,716)	-	(2,716)
At 31 March 2025	-	146	146
Depreciation charge for the financial year	799	72	871
Derecognition	-	(218)	(218)
At 31 March 2026	799	-	799
Carrying amount			
At 31 March 2026	23,401	-	23,401
At 31 March 2025	24,200	72	24,272

NOTES TO THE FINANCIAL STATEMENTS

6. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (CONT'D)

(a) Right-of-use assets (Cont'd)

The leasehold land has a remaining lease term of 29 years (2025: 30 years).

The lease of office building has remaining lease term of Nil (2025: 1 year).

(b) Lease liabilities

Future minimum lease payments together with the present value of net minimum lease payments are as follows:

	Group	
	2026 RM'000	2025 RM'000
Minimum lease payments:		
Not later than 1 year	-	82
Later than 1 year and not later than 5 years	-	-
	-	82
Less: Future finance charges	-	(3)
Present value of minimum lease payments	-	79
Present value of minimum lease payments:		
Not later than 1 year	-	79
Later than 1 year and not later than 5 years	-	-
	-	79
Less: Amount due within 12 months	-	(79)
Amount due after 12 months	-	-

The lease liabilities of the Group bear interest at rate of 6.70% (2025: 6.70%) per annum.

NOTES TO THE FINANCIAL STATEMENTS

7. INTANGIBLE ASSETS

	Goodwill on consolidation RM'000	Development costs RM'000	Intellectual properties RM'000	Total RM'000
Group				
Cost				
At 1 April 2025/31 March 2026	129,689	16,451	40,391	186,531
Accumulated amortisation and impairment loss				
At 1 April 2025/31 March 2026	41,689	16,451	40,391	98,531
Carrying amounts				
At 31 March 2026	88,000	-	-	88,000
Cost				
At 1 April 2024/31 March 2025	129,689	16,451	40,391	186,531
Accumulated amortisation and impairment loss				
At 1 April 2024	29,689	16,387	40,391	86,467
Amortisation charge for the financial year	-	64	-	64
Impairment loss for the financial year	12,000	-	-	12,000
At 31 March 2025	41,689	16,451	40,391	98,531
Carrying amounts				
At 31 March 2025	88,000	-	-	88,000

NOTES TO THE FINANCIAL STATEMENTS

7. INTANGIBLE ASSETS (CONT'D)

(a) Goodwill on consolidation

Impairment of goodwill

The Group reviews the business performance based on the type of products and services of the strategic business units which represent its reportable operating segments. For the purpose of impairment testing, goodwill acquired through business combinations is allocated to the following Group's cash generating unit ("CGU") which is also reportable operating segment, which represent the lowest level within the Group at which goodwill is monitored for internal management purposes.

The carrying amount of goodwill allocated to the CGU of the Group, according to operating segment is as follows:

	Group	
	2026 RM'000	2025 RM'000
Trusted identification	88,000	88,000

Goodwill is assessed at each reporting period regardless of any indication of impairment by comparing the carrying amount with the recoverable amount of the CGU.

The recoverable amount of CGU has been determined based on value-in-use calculations using cash flows projection from financial budgets and forecasts approved by the directors covering a three-year period to be more reflective of the recent new contracts entered or renewed by the Group.

Based on the sensitivity analysis performed, the directors believe that there is no reasonably possible change in key assumption that would cause the carrying value of the CGU to exceed its recoverable amount. The estimated recoverable amount of the CGU exceeds the carrying amount. As a result of the analysis, the directors did not identify any impairment for this CGU.

The value-in-use calculation is most sensitive to the following key assumptions:

	CGU	
	2026	2025
Average gross margin	31%	30%
Discount rate	11%	14%

These key assumptions have been used for the analysis of the CGU within the operating segments. The values assigned to the key assumptions represent directors' assessment of future trends in the trusted identification industry and are based on both external sources and internal sources (historical data).

NOTES TO THE FINANCIAL STATEMENTS

7. INTANGIBLE ASSETS (CONT'D)

(a) Goodwill on consolidation (Cont'd)

Impairment of goodwill (Cont'd)

The calculation of value-in-use for the CGU is most sensitive to the following assumptions:

- Sales are based on the secured contracts with customers over the three-year projection period.
- Gross margin is the forecasted margin as a percentage of revenue over the three-year projection period.
- Discount rate was estimated based on the industry weighted average cost of capital. The discount rate applied to the cash flow projections is pre-tax and reflects directors' estimate of the risks specific to the CGU at the date of assessment.

(b) Development costs

The development costs principally comprise internally generated expenditure incurred for developing the devices and software where it is reasonably anticipated that the costs will be recovered through future activities.

(c) Intellectual properties

The intellectual properties mainly consist of trademarks, patents, licenses and copyright.

(d) Amortisation

All the amortisation of development costs and intellectual properties of the Group are included in cost of sales.

NOTES TO THE FINANCIAL STATEMENTS

8. OPERATING FINANCIAL ASSETS

	Group	
	2026 RM'000	2025 RM'000
At the beginning of the financial year	5,437	6,816
Add: Effect on accretion of interest from discounting	411	517
Less: Payment received	(1,896)	(1,896)
At the end of the financial year	3,952	5,437
Non-current	2,354	3,952
Current	1,598	1,485
	3,952	5,437

The Group had entered into the following concession agreements:

Financial assets model

- (a) The Group had entered into a concession agreement with the Government of Republic of Senegal on 3 September 2007 for the Built-Own-Transfer ("BOT") implementation of electronic passport system for a period of 20 years comprising 6 months of construction work and 19 years and 6 months of maintenance work and supply of products. Upon the expiry of the concession period, the Group is required to handover the facilities and infrastructure at no cost to the Government of Republic of Senegal in a well-maintained condition, fair of wear and tear.
- (b) The Group had entered into a concession agreement with the Government of Republic of Guinea on 4 October 2013 for the establishment of information and management system of electronic passport, visa and permanent residence ID for a period of 15 years comprising of 6 months of construction work and 14 years and 6 months of maintenance work and supply of products. Upon the expiry of the concession period, the Group is required to handover the facilities and infrastructure at no cost to the Government of Republic of Guinea in a well-maintained condition, fair of wear and tear.
- (c) The Group had entered into a concession agreement with the Government of Solomon Islands on 24 November 2015 for the establishment of information and management system of electronic passport and border control for a period of 20 years comprising of 6 months of construction work and 19 years and 6 months of maintenance work and supply of products. Upon the expiry of the concession period, the Group is required to handover the facilities and infrastructure at no cost to the Government of Solomon Islands in a well-maintained condition, fair of wear and tear.

The amount, being the financial assets arising from the above concession agreements represents the fair value of the consideration receivable for the construction services delivered during the stage of construction. The interest at the rates ranging from 7.41% to 7.63% (2025: 7.41% to 7.63%) per annum repayable in the form of availability charges upon fulfilment of the terms and conditions in the concession assets.

NOTES TO THE FINANCIAL STATEMENTS

9. INVESTMENT IN SUBSIDIARIES

	Company 2026 RM'000
At cost	
Unquoted shares	
At 10 April 2025 (date of incorporation)	-
Additions during the financial period	254,403
At the end of the financial period	254,403

(a) Details of the subsidiaries are as follows:

Name of company	Principal place of business/ country of incorporation	Ownership interest		Principal activities
		2026 %	2025 % (Note 33)^	
Direct subsidiaries				
IRIS Corporation Berhad	Malaysia	100	-	Technology consulting and the implementation of trusted identification, payment, transportation and sustainable development.
IRIS Global Support Services Sdn. Bhd. <i>(formerly known as IRIS Project Management Sdn. Bhd.)</i>	Malaysia	100	-	Provision of management services.
IRIS International Ventures Sdn. Bhd. <i>(formerly known as Thetris ISS Sdn. Bhd.)</i>	Malaysia	100	-	Dormant.

NOTES TO THE FINANCIAL STATEMENTS

9. INVESTMENT IN SUBSIDIARIES (CONT'D)

(a) Details of the subsidiaries are as follows: (Cont'd)

Name of company	Principal place of business/ country of incorporation	Ownership interest		Principal activities
		2026 %	2025 %	
			(Note 33)^	
Subsidiaries of IRIS Corporation Berhad				
IRIS Information Technology Systems Sdn. Bhd.	Malaysia	100	-	Provision of trusted identification and information technology related products, services and business solutions.
IRIS Advancetech Sdn. Bhd.	Malaysia	100	-	Provision of trusted identification related products.
IRIS RK Sdn. Bhd.	Malaysia	100	-	Provision of trusted identification and information technology related products, services and business solutions.
IRIS Corporation (Bangladesh) Limited +	Bangladesh	100	-	Provision of trusted identification services and maintenance.
IRIS AMS Sdn. Bhd.	Malaysia	100	-	Provision of attendance management solution and other trusted identification related products.
IRIS Technologies (M) Sdn. Bhd.	Malaysia	100	-	Dormant.
IRIS KM Sdn. Bhd.	Malaysia	100	-	Dormant.
IRIS Border Control Solutions Sdn. Bhd.	Malaysia	100	-	Dormant.
RB Biotech Sdn. Bhd.	Malaysia	66.67	-	Dormant.
Warisan Atlet (M) Sdn. Bhd. *	Malaysia	49	-	Dormant.

NOTES TO THE FINANCIAL STATEMENTS

9. INVESTMENT IN SUBSIDIARIES (CONT'D)

(a) Details of the subsidiaries are as follows: (Cont'd)

Name of company	Principal place of business/ country of incorporation	Ownership interest		Principal activities
		2026 %	2025 % (Note 33)^	
Subsidiary of IRIS International Ventures Sdn. Bhd. (formerly known as Thetris ISS Sdn. Bhd.)				
IRIS eServices Sdn. Bhd.	Malaysia	100	-	Dormant.
Subsidiary of IRIS Advancetech Sdn. Bhd.				
Endah Farm Sdn. Bhd.	Malaysia	60	-	Dormant.

+ Audited by auditors other than Baker Tilly Monteiro Heng PLT.

* The Group has control over the subsidiary pursuant to MFRS 10 Consolidated Financial Statements, due to the parent company has significant representation on subsidiary's board of directors.

^ Refer to Note 33 to the financial statements for basis of preparation of comparative figures.

(b) Internal reorganisation

On 7 January 2026, the Company completed the share exchange of the existing IRIS Corporation Berhad ("ICB") shares for the new Company's shares on the basis of 1 new share for every 1 existing ICB shares held by way of a Members' Scheme of Arrangement pursuant to Section 366 of the Companies Act 2016 in Malaysia. As a result of the share exchange, ICB became a wholly owned subsidiary of the Company.

(c) Transfer of shares

Transfer of shares of IRIS Global Support Services Sdn. Bhd. ("IGSS")

On 26 January 2026, the Company acquired 3,000,000 ordinary shares (representing 100% controlling interest) in the equity shares of IRIS Global Support Services Sdn. Bhd. ("IGSS") from IRIS Corporation Berhad ("ICB") at a total consideration of RM1 as part of a corporate restructuring exercise.

NOTES TO THE FINANCIAL STATEMENTS

9. INVESTMENT IN SUBSIDIARIES (CONT'D)

(c) Transfer of shares (Cont'd)

Transfer of shares of IRIS International Ventures Sdn. Bhd. ("IVSB")

On 3 March 2026, the Company acquired 90,000 ordinary shares (representing 100% controlling interest) in the equity shares of IRIS International Ventures Sdn. Bhd. ("IVSB") from IRIS Corporation Berhad ("ICB") at a total consideration of RM1 as part of a corporate restructuring exercise.

(d) Non-controlling interests in subsidiaries

The financial information of the Group's subsidiaries that have material non-controlling interests are as follows:

Name of company	Principal place of business/ country of incorporation	Ownership interest	
		2026 %	2025 % (Note 33)^
Warisan Atlet (M) Sdn. Bhd.	Malaysia	51	51
RB Biotech Sdn. Bhd.	Malaysia	33.33	33.33
Endah Farm Sdn. Bhd.	Malaysia	40	40

^ Refer to Note 33 to the financial statements for basis of preparation of comparative figures.

(e) Summarised financial information of material non-controlling interests

The summarised financial information of the Group's and the Company's subsidiaries that have non-controlling interests has not been presented as the non-controlling interests in subsidiaries are not individually material to the Group.

10. INVESTMENT IN ASSOCIATES

	Group	
	2026 RM'000	2025 RM'000
At cost		
Unquoted shares	5,000	5,000
Share of post-acquisition reserves, net of dividend received	(4,318)	(4,338)
	682	662

NOTES TO THE FINANCIAL STATEMENTS

10. INVESTMENT IN ASSOCIATES (CONT'D)

Details of the associates are as follows:

Name of company	Principal place of business/ country of incorporation	Ownership interest		Principal activities/ nature of relationship
		2026 %	2025 %	
Associate of IRIS Corporation Berhad				
Multimedia Display Technologies Sdn. Bhd. ("MDT") + * #	Malaysia	44.4	44.4	Research, development, marketing and distribution of CRT/LCD display monitors and Radio Frequency Identity System (RFID). The activities contribute to the Group's trusted identification business segment.
Associate of IRIS Advancetech Sdn. Bhd.				
Ubud Tower Sdn. Bhd.	Malaysia	50	50	Dormant.

+ Audited by auditors other than Baker Tilly Monteiro Heng PLT.

* The financial year end of this associate is not coterminous with the Group. As such, for the purpose of applying equity method of accounting, the management financial statements of the associate for the financial period ended 31 March 2026 have been used.

The audited financial statements and auditors' report of the associates are not available. The management accounts have been used for the purpose of consolidation.

(a) Summarised financial information of material associate

Summarised financial information of the associates has not been presented as the associates and the share of results of associates are not individually material to the Group.

(b) Unrecognised share of losses of Ubud Tower Sdn. Bhd.

The Group has not recognised its share of losses of Ubud Tower Sdn. Bhd. amounting to RM4,281 (2025: RM3,057) because the Group's cumulative share of losses has exceeded its interest in the associates and the Group has no obligation in respect of these losses. The Group's cumulative accumulated losses not recognised were RM38,714 (2025: RM34,433).

NOTES TO THE FINANCIAL STATEMENTS

11. INVENTORIES

	Group	
	2026 RM'000	2025 RM'000
Raw materials	9,536	5,332
Work-in-progress	7,047	6,312
Finished goods	7,387	5,105
	23,970	16,749

The cost of inventories of the Group recognised as an expense in cost of sales during the financial year was RM40,059,362 (2025: RM43,873,702).

The cost of inventories of the Group recognised in cost of sales in respect of net (reversal)/provision of written down inventories to net realisable value are:

	Group	
	2026 RM'000	2025 RM'000
Net (reversal)/provision of inventories written down	(7,637)	7,723

NOTES TO THE FINANCIAL STATEMENTS

12. TRADE AND OTHER RECEIVABLES

	Note	Group		Company
		2026 RM'000	2025 RM'000	2026 RM'000
Current:				
Trade				
Third parties	(a)	65,065	103,854	-
Less: Accumulated impairment losses		(10,089)	(11,688)	-
		54,976	92,166	-
Non-trade				
Other receivables	(b)	4,751	4,868	82
Value added tax refundable		3,148	2,955	-
Withholding tax refundable	(b)	7,645	7,645	-
Deposits	(b)	8,850	20,241	8
Advances to suppliers		2,435	848	-
Amount owing by associates	(b)	73	65	-
		26,902	36,622	90
Less: Accumulated impairment losses				
- other receivables	(b)	(3,649)	(4,849)	-
- value added tax refundable		(2,596)	(2,596)	-
- withholding tax refundable	(b)	(7,645)	(2,765)	-
- deposits	(b)	(5,860)	(17,545)	-
- amount owing by associates	(b)	(73)	(65)	-
		(19,823)	(27,820)	-
		7,079	8,802	90
Total trade and other receivables		62,055	100,968	90

(a) Trade receivables

Trade receivables are non-interest bearing and normal credit term offered by the Group ranging from 30 to 60 days (2025: 30 to 60 days) from the date of invoices. Other credit terms are assessed and approved on a case-by-case basis.

NOTES TO THE FINANCIAL STATEMENTS

12. TRADE AND OTHER RECEIVABLES (CONT'D)

(a) Trade receivables (Cont'd)

Receivables that are impaired

The Group's trade receivables that are impaired at the reporting date and the reconciliation of movement in the impairment of trade receivables are as follows:

	Group	
	2026 RM'000	2025 RM'000
At 1 April	11,688	15,859
Charge for the financial year		
- Individually assessed	-	572
Reversal of impairment losses		
- Individually assessed	(50)	(285)
Written off for the financial year	(1,531)	(4,107)
Exchange differences	(18)	(351)
At 31 March	10,089	11,688

Included in trade receivables of the Group is an amount owing of RM25,014,310 (2025: RM27,400,747) owing by a contract customer of which credit is enhanced by a security deposit received as disclosed in Note 19(b) to the financial statements.

The information about the credit exposures is disclosed in Note 26(b)(i) to the financial statements.

(b) Other receivables, withholding tax refundable deposits and amount owing by associates

The non-trade amount owing by associates is unsecured, interest-free, repayable on demand and is expected to be settled in cash.

The reconciliation of movement in the Group's impairment of other receivables, withholding tax refundable, deposits and non-trade amount owing by associates are as follows:

	Group	
	2026 RM'000	2025 RM'000
At 1 April	27,820	36,929
Charge for the financial year	4,888	6
Reversal for the financial year	-	(438)
Written off for the financial year	(12,885)	(8,677)
At 31 March	19,823	27,820

NOTES TO THE FINANCIAL STATEMENTS

13. CONTRACT ASSETS/(LIABILITIES)

	Group	
	2026 RM'000	2025 RM'000
Contract assets relating to contract works with customers	150,531	146,510
Contract liabilities relating to contract works with customers	(4,702)	(1,025)

- (a) The contract assets represent the Group's rights to consideration for goods or services transferred but are yet to be billed. Contract assets are transferred to receivables when the Group issue progress billings to the customers.
- (b) The contract liabilities represent advance consideration received from the customers for the goods or services which are yet to fulfil the performance obligations.
- (c) Significant changes in contract assets and liabilities balances.

	2026		2025	
	Contract assets Increase/ (Decrease) RM'000	Contract liabilities (Increase)/ Decrease RM'000	Contract assets Increase/ (Decrease) RM'000	Contract liabilities (Increase)/ Decrease RM'000
Group				
Revenue recognised that was included in contract liabilities at the beginning of the financial year	-	1,025	-	4,715
Increases due to consideration received from customers, but revenue not recognised	-	(4,702)	-	(1,025)
Increases due to unbilled revenue recognised	6,374	-	579	-
Transfers from contract assets recognised at the beginning of the period to receivables	(2,353)	-	(2,776)	-

NOTES TO THE FINANCIAL STATEMENTS

13. CONTRACT ASSETS/(LIABILITIES) (CONT'D)

- (d) Revenue recognised in relation to contract assets and liabilities balances

	Group	
	2026 RM'000	2025 RM'000
Revenue recognised that was included in contract liability at the beginning of the financial year	1,025	4,715

- (e) Included in the contract assets of the Group is an amount of RM143,642,636 (2025: RM143,642,636) in relation to NIIS contract. As disclosed in Note 31(i) to the financial statements, the NIIS contract was terminated on 10 August 2023.

14. CASH AND SHORT-TERM DEPOSITS

	Group		Company
	2026 RM'000	2025 RM'000	2026 RM'000
Cash and bank balances	31,350	59,641	494
Short-term deposits placed with licensed banks	150,620	106,221	59,500
	181,970	165,862	59,994

- (a) For the purpose of the statements of cash flows, cash and cash equivalents comprise the following:

	Group		Company
	2026 RM'000	2025 RM'000	2026 RM'000
Short-term deposits placed with licensed banks	150,620	106,221	59,500
Less: Pledged deposits and deposits with maturity period of more than three months	(5,010)	(18,533)	-
	145,610	87,688	59,500
Cash and bank balances	31,350	59,641	494
	176,960	147,329	59,994

- (b) Included in cash and bank balances and short-term deposits placed with licensed banks of the Group is an amount of RM17,902,817 (2025: RM31,416,421) pledged to licensed banks for bank guarantee facilities and credit facilities granted to the Group as disclosed in Note 18 to the financial statements and hence, are not available for general use.

NOTES TO THE FINANCIAL STATEMENTS

14. CASH AND SHORT-TERM DEPOSITS (CONT'D)

- (c) The weighted average effective interest rates of the short-term deposits at the end of the reporting date ranged from 1.45% to 3.60% (2025: 2.15% to 5.50%) per annum. The fixed deposits have maturity periods ranging from 30 to 365 days (2025: 30 to 365 days).

15. SHARE CAPITAL

	Group			
	Number of ordinary shares		Amount	
	2026 Unit'000	2025 Unit'000	2026 RM'000	2025 RM'000
Issued and fully paid up (no par value):				
At 1 April	815,727	815,727	180,759	180,759
Adjustment pursuant to internal reorganisation	-	-	73,644	-
At 31 March	815,727	815,727	254,403	180,759

	Company	
	Number of ordinary shares	Amount
	2026 Unit'000	2026 RM'000
Issued and fully paid up (no par value):		
At 10 April 2025 (date of incorporation)	-*	-*
Issuance of shares pursuant to internal reorganisation	815,727	254,403
At 31 March 2026	815,727	254,403

* Represent amount less than RM1,000

(a) Incorporation

The Company was incorporated with issued and fully paid-up share capital of RM2 comprising 2 shares at a price of RM1 per ordinary share.

(b) Internal reorganisation

During the financial period, the Company issued 815,727,624 ordinary shares in exchange of 815,727,624 ordinary shares in IRIS Corporation Berhad ("ICB") pursuant to the internal reorganisation by way of Members' Scheme of Arrangement under Section 366 of the Companies Act 2016 in Malaysia as detailed in Note 32(a) to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

15. SHARE CAPITAL (CONT'D)

The new ordinary shares issued during the financial period ranked pari passu in all respects with the existing ordinary shares of the Company.

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regards to the Company's residual assets.

16. OTHER RESERVES

	Note	Group	
		2026 RM'000	2025 RM'000
Foreign exchange translation reserve	(a)	(152)	(50)
Revaluation reserve	(b)	27,808	28,789
Reorganisation deficit	(c)	(73,644)	-
		(45,988)	28,739

(a) Foreign exchange translation reserve

The translation reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the Group's presentation currency as well as the foreign currency differences arising from monetary items which form part of the Group's net investment in foreign operations, where the monetary item is denominated in either the functional currency of the reporting entity or the foreign operation or another currency.

(b) Revaluation reserve

The revaluation reserve represented surpluses which arose from the valuation of the property.

(c) Reorganisation deficit

The reorganisation deficit represents the difference between the carrying amount of the investment in ICB reorganised by the Company upon completion of the share exchange and the share capital issued by the Company following the internal reorganisation by way of members Scheme of Arrangement under Section 366 of the Companies Act 2016 in Malaysia.

17. DEFERRED TAX LIABILITIES

Presented after appropriate offsetting as follows:

	Group	
	2026 RM'000	2025 RM'000
Deferred tax liabilities	(10,805)	(10,406)

NOTES TO THE FINANCIAL STATEMENTS

17. DEFERRED TAX LIABILITIES (CONT'D)

Deferred tax relates to the following:

	At 1 April 2025 RM'000	Recognised in profit or loss RM'000	At 31 March 2026 RM'000
Group			
Deferred tax liabilities:			
Property, plant and equipment	(11,516)	(1,966)	(13,482)
Deferred tax assets:			
Other items	1,110	1,567	2,677
	(10,406)	(399)	(10,805)

	At 1 April 2024 RM'000	Recognised in profit or loss RM'000	At 31 March 2025 RM'000
Group			
Deferred tax liabilities:			
Property, plant and equipment	(14,476)	2,960	(11,516)
Deferred tax assets:			
Other items	2,985	(1,875)	1,110
	(11,491)	1,085	(10,406)

Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following items (stated at gross):

	Group	
	2026 RM'000	2025 RM'000
Temporary differences on property, plant and equipment	(21)	(17)
Unabsorbed capital allowances	15,195	15,172
Unutilised tax losses	91,603	79,414
Other items	211	78
	106,988	94,647
Potential deferred tax assets not recognised at 24% (2025: 24%)	25,677	22,715

NOTES TO THE FINANCIAL STATEMENTS

17. DEFERRED TAX LIABILITIES (Cont'd)

Under the Malaysia Finance Act 2018 which was gazetted on 27 December 2018, any accumulated tax losses brought forward from year of assessment 2018 can be carried forward for another 7 consecutive years of assessment. The Finance Act 2021 was published on 31 December 2021 with extension of the time period for carrying forward unused tax losses to 10 years from existing 7 years. The 10 years expiry of the unutilised tax losses is as below:

	Group	
	2026 RM'000	2025 RM'000
Year of assessment		
2028	59,383	59,383
2029	1,409	1,409
2030	959	959
2031	3,200	5,559
2032	919	919
2033	346	346
2034	9,996	9,996
2035	843	843
2036	14,548	-
	91,603	79,414

18. LOANS AND BORROWINGS

	Group	
	2026 RM'000	2025 RM'000
Current:		
Secured		
Invoice financing	977	1,763

The invoice financing bears effective interest rates range at 4.55% (2025: 5.03% to 5.04%) per annum at the end of the financial year.

NOTES TO THE FINANCIAL STATEMENTS

19. TRADE AND OTHER PAYABLES

	Note	Group		Company
		2026 RM'000	2025 RM'000	2026 RM'000
Current:				
Trade				
Third parties (a)		59,885	53,452	-
Accruals		71,658	73,599	-
		131,543	127,051	-
Non-trade				
Other payables		24,445	24,647	19
Sales and services tax and value added tax payable		183	1,146	-
Deposits (b)		25,297	28,294	-
Accruals		11,000	18,024	132
Amount owing to subsidiaries (c)		-	-	135
		60,925	72,111	286
Total trade and other payables		192,468	199,162	286

(a) Trade payables

Trade payables are non-interest bearing and the normal credit terms granted to the Group ranging from 30 to 90 days (2025: 30 to 90 days).

(b) Deposits

Included in deposits of the Group is an amount of RM25,296,614 (2025: RM27,665,612) represents the security deposits made by a contract customer.

(c) Amount owing to subsidiaries

The non-trade amounts owing to subsidiaries represent unsecured, interest free advances, payments made on behalf, repayable on demand and are expected to be settled in cash.

For explanations on the Group's and the Company's liquidity risk management processes, refer to Note 26(b)(ii) to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

20. REVENUE

	Group		Company
	1.4.2025 to 31.3.2026 RM'000	1.4.2024 to 31.3.2025 RM'000	10.4.2025 to 31.3.2026 RM'000
Revenue from contract customers:			
Sales of goods	78,505	116,931	-
Maintenance and services	8,630	8,982	-
Construction contracts	(58)	794	-
Concession arrangements *	80,585	94,294	-
	167,662	221,001	-
Revenue from other source:			
Dividend income received from subsidiary	-	-	60,000
	167,662	221,001	60,000

* These relate to construction revenue recognised in accordance with IC Interpretation 12 *Service Concession Arrangements* and MFRS 15 *Revenue from Contracts with Customers* in respect of the construction of public services pursuant to the concession arrangements as disclosed in Note 8 to the financial statements.

(a) Disaggregation of revenue

The Group reports the following major segments: trusted identification and sustainable development in accordance with MFRS 8 *Operating Segments*. For disclosure of disaggregation of revenue, it disaggregates revenue into primary geographical markets, major goods or services and timing of revenue recognition (i.e. goods transferred at a point in time or services transferred over time).

For information about disaggregation of revenue into primary geographical market, refer to Note 30 to the financial statements.

	Trusted identification RM'000	Other divisions RM'000	Total RM'000
Group 2026			
Major goods or services:			
Sales of goods	78,487	18	78,505
Maintenance and services	8,630	-	8,630
Construction contracts	-	(58)	(58)
Concession arrangements	80,585	-	80,585
	167,702	(40)	167,662
Timing of revenue recognition:			
At a point in time	78,487	18	78,505
Over time	89,215	(58)	89,157
	167,702	(40)	167,662

NOTES TO THE FINANCIAL STATEMENTS

20. REVENUE (CONT'D)

(a) Disaggregation of revenue (Cont'd)

	Trusted identification RM'000	Other divisions RM'000	Total RM'000
Group			
2025			
Major goods or services:			
Sales of goods	116,917	14	116,931
Maintenance and services	8,982	-	8,982
Construction contracts	-	794	794
Concession arrangements	94,294	-	94,294
	220,193	808	221,001
Timing of revenue recognition:			
At a point in time	116,917	14	116,931
Over time	103,276	794	104,070
	220,193	808	221,001

(b) Transaction price allocated to the remaining performance obligations

The Group applies the practical expedient in paragraph 121(a) of MFRS 15 and do not disclose information about remaining performance obligations that have original expected durations of one year or less. Also, the Group does not disclose information about remaining performance obligations that have original expected durations of more than one year as it is impractical to disclose.

21. FINANCE COSTS

	Group	
	1.4.2025 to 31.3.2026 RM'000	1.4.2024 to 31.3.2025 RM'000
Interest expenses on:		
- invoice financing	56	-
- lease liabilities	2	7
- others	261	293
	319	300

NOTES TO THE FINANCIAL STATEMENTS

22. PROFIT BEFORE TAX

Other than disclosed elsewhere in the financial statements, the following items have been charged/(credited) in arriving at profit before tax:

	Group		Company
	1.4.2025 to 31.3.2026 RM'000	1.4.2024 to 31.3.2025 RM'000	10.4.2025 to 31.3.2026 RM'000
Auditors' remuneration - statutory audit:			
- Baker Tilly Monteiro Heng PLT	444	444	115
- Member firm of Baker Tilly International	20	19	-
Other services			
- Baker Tilly Monteiro Heng PLT	10	10	10
Amortisation of intangible assets	-	64	-
Bad debts written off	-	67	-
Depreciation of property, plant and equipment	4,349	4,150	-
Directors' fees	742	677	209
Directors' meeting allowances	81	72	20
Directors' remuneration:			
- salaries and other remuneration	2,263	2,645	-
- defined contribution plans and SOCSO	129	116	-
Dividend income	-	-	(60,000)
Deposit forfeited	-	(7,000)	-
Effect of accretion of interest on operating financial assets	(411)	(517)	-
Expenses relating to short-term leases	178	145	25
Gain on disposal of property, plant and equipment	(40)	(4)	-
Gain on disposal of a subsidiary	-	(1,872)	-
Impairment loss on:			
- goodwill on consolidation	-	12,000	-
- trade and other receivables	4,888	578	-
Interest income	(5,378)	(4,539)	(311)
Loss/(Gain) on foreign exchange:			
- realised	7,296	8,956	-
- unrealised	(1,235)	3,667	-
Net (reversal)/provision of inventories written down	(7,637)	7,723	-
Reversal of impairment loss on trade and other receivables	(50)	(723)	-
Staff costs:			
- salaries and other remuneration	30,757	29,196	-
- defined contribution plans	2,931	2,746	-

NOTES TO THE FINANCIAL STATEMENTS

23. INCOME TAX EXPENSE

The major components of income tax expense for the financial year/period ended 31 March 2026 and 31 March 2025 are as follows:

	Group		Company
	1.4.2025 to 31.3.2026 RM'000	1.4.2024 to 31.3.2025 RM'000	10.4.2025 to 31.3.2026 RM'000
Statements of comprehensive income			
Current income tax:			
- Current income tax charge	5,620	12,464	74
- Adjustment in respect of prior years	(706)	(1,755)	-
	4,914	10,709	74
Deferred tax:			
- Origination of temporary differences	(845)	(1,085)	-
- Adjustment in respect of prior years	1,244	-	-
- Revaluation of property, plant and equipment	-	(166)	-
	399	(1,251)	-
Income tax expense recognised in profit or loss	5,313	9,458	74

Domestic income tax is calculated at the Malaysian statutory income tax rate of 24% (2025: 24%) of the estimated assessable profit for the financial year/period. Taxation for other jurisdictions is calculated at the rates prevailing in the respective jurisdiction.

NOTES TO THE FINANCIAL STATEMENTS

23. INCOME TAX EXPENSE (CONT'D)

The reconciliations from the tax amount at the statutory income tax rate to the Group's and the Company's tax expense are as follows:

	Group		Company
	1.4.2025 to 31.3.2026 RM'000	1.4.2024 to 31.3.2025 RM'000	10.4.2025 to 31.3.2026 RM'000
Profit before tax	1,661	33,367	59,817
Tax at Malaysian statutory income tax rate of 24% (2025: 24%)	399	8,008	14,356
Adjustments:			
Income not subject to tax	(4,527)	(2,119)	(14,400)
Non-deductible expenses	6,092	5,576	118
Tax effect on share of results of associates	(5)	12	-
Tax effect on share of results of joint venture	-	133	-
Utilisation of previously unrecognised tax losses	2,962	(93)	-
Adjustment in respect of current income tax of prior years	(706)	(1,755)	-
Adjustment in respect of deferred tax of prior years	1,244	-	-
Adjustment in respect of revaluation reserves	(120)	(292)	-
Effect of changes in tax rate	(26)	(12)	-
Income tax expense	5,313	9,458	74

NOTES TO THE FINANCIAL STATEMENTS

24. (LOSS)/EARNINGS PER SHARE

(a) Basic (loss)/earnings per ordinary share

Basic (loss)/earnings per share are based on the (loss)/profit for the financial year attributable to ordinary equity holders of the Company and the weighted average number of ordinary shares outstanding during the financial year, calculated as follows:

	Group	
	1.4.2025 to 31.3.2026 RM'000	1.4.2024 to 31.3.2025 RM'000
(Loss)/Profit attributable for the financial year attributable to owners of the Company	(3,618)	23,752
	Unit'000	Unit'000
Weighted average number of ordinary shares for basic earnings per share	815,727	815,727 [^]
Basic (loss)/earnings per ordinary share (sen)	(0.44)	2.91

[^] Represent ICB's weighted average number of ordinary shares as at 31 March 2025.

(b) Diluted (loss)/earnings per ordinary share

The basic and diluted (loss)/earnings per ordinary shares are the same as the Company has no dilutive potential ordinary shares.

25. DIVIDENDS

	Group	
	2026 RM'000	2025 RM'000
Recognised during the financial period/year:		
Dividends on ordinary shares:		
- Single tier first interim dividend of 1.00 sen per ordinary share in respect of the financial year ended 31 March 2025, paid on 20 December 2024	-	8,157
- Single tier second interim dividend of 1.00 sen per ordinary share in respect of the financial year ended 31 March 2025, paid on 28 March 2025	-	8,157
- Single tier final dividend of 0.5 sen per ordinary share in respect of the financial year ended 31 March 2025, paid on 24 October 2025	4,078	-
	4,078	16,314

NOTES TO THE FINANCIAL STATEMENTS

26. FINANCIAL INSTRUMENTS

(a) Categories of financial instruments

The following table analyses the financial instruments in the statements of financial position by the classes of financial instruments to which they are assigned at amortised cost.

	Carrying amount RM'000	Amortised cost RM'000
As at 31 March 2026		
Financial assets		
Group		
Operating financial assets	3,952	3,952
Trade and other receivables #	59,068	59,068
Cash and short-term deposits	181,970	181,970
	244,990	244,990
Company		
Trade and other receivables #	90	90
Cash and short-term deposits	59,994	59,994
	60,084	60,084
Financial liabilities		
Group		
Loans and borrowings	(977)	(977)
Trade and other payables *	(192,285)	(192,285)
	(193,262)	(193,262)
Company		
Trade and other payables *	(286)	(286)
As at 31 March 2025		
Financial assets		
Group		
Operating financial assets	5,437	5,437
Trade and other receivables #	94,881	94,881
Cash and short-term deposits	165,862	165,862
	266,180	266,180
Financial liabilities		
Group		
Loans and borrowings	(1,763)	(1,763)
Trade and other payables *	(198,016)	(198,016)
	(199,779)	(199,779)

Excluded advances to suppliers, value added tax refundable and withholding tax refundable.

* Excluded sales and service tax and value added tax payable.

NOTES TO THE FINANCIAL STATEMENTS

26. FINANCIAL INSTRUMENTS (CONT'D)

(b) Financial risk management

The Group's and the Company's activities are exposed to a variety of financial risks arising from their operations and the use of financial instruments. The key financial risks include credit risk, liquidity risk, foreign currency risk and interest rate risk. The Group's and the Company's overall financial risk management objective is to optimise value for their shareholders. The Group and the Company do not use derivative financial instruments to hedge certain exposures and do not trade in financial instruments.

The Board of Directors reviews and agrees to policies and procedures for the management of these risks, which are executed by the Group's senior management. The audit committee provides independent oversight to the effectiveness of the risk management process.

(i) Credit risk

Credit risk is the risk of financial loss to the Group and the Company that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group and the Company are exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks, foreign exchange transactions and other financial instruments. The Group and the Company have a credit policy in place and the exposure to credit risk is managed through the application of credit approvals, credit limits and monitoring procedures. Credit worthiness of a customer is assessed based on a set of evaluation criteria and individual credit limits are defined in accordance with this assessment.

The Group and the Company consider a financial asset to be in default when:

- the counterparty is unable to pay its credit obligations to the Group and the Company in full, without taking into account any credit enhancements held by the Group and the Company; or
- the contractual payment of the financial asset is more than 90 days past due unless the Group and the Company have reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

At the end of the reporting period, the Group and the Company assess whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Those events evidence that a financial asset is credit-impaired include observable data about the following events:

- significant financial difficulty of the counterparty;
- a breach of contract, including a default event;
- a concession or restructuring of loans granted by the lender of the counterparty relating to the counterparty's financial difficulty; or
- it is probable that the counterparty will enter bankruptcy or other financial reorganisation.

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group and the Company determine that the debtor does not have assets or source of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's and the Company's procedure for recovery of amounts due.

NOTES TO THE FINANCIAL STATEMENTS

26. FINANCIAL INSTRUMENTS (CONT'D)

(b) Financial risk management (Cont'd)

(i) Credit risk (Cont'd)

Trade receivables and contract assets

As at the end of the reporting period, the maximum exposure to credit risk arising from trade receivables and contract assets are represented by their carrying amounts in the statements of financial position.

The carrying amount of trade receivables and contract assets are not secured by any collateral or supported by any other credit enhancements. In determining the recoverability of these receivables, the Group consider any change in the credit quality of the receivables from the date the credit was initially granted up to the reporting date. The Group has adopted a policy of dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults.

Credit risk concentration profile

The Group determines the credit risk concentration of its trade receivables and contract assets by industry sector profile on an ongoing basis. The credit risk concentration profile of the Group's trade receivables and contract assets at the reporting date are as follows:

	Group			
	2026		2025	
	RM'000	%	RM'000	%
Trade receivables				
Trusted identification	53,550	26	90,683	38
Others	1,426	1	1,483	1
	54,976	27	92,166	39
Contract assets				
Trusted identification	150,531	73	146,510	61
	205,507	100	238,676	100

The Group applies the simplified approach to provide for impairment losses prescribed by MFRS 9 *Financial Instruments*, which permits the use of the lifetime expected loss provision for all trade receivables and contract assets. To measure the impairment losses, trade receivables and contract assets have been grouped based on geographical region, shared credit characteristics and the days past due. The impairment losses also incorporate forward-looking information.

NOTES TO THE FINANCIAL STATEMENTS

26. FINANCIAL INSTRUMENTS (CONT'D)

(b) Financial risk management (Cont'd)

(i) Credit risk (Cont'd)

Trade receivables and contract assets (Cont'd)

The information about the credit risk exposure on the Group's trade receivables and contract assets are as follows:

	Gross carrying amount RM'000	Impairment loss RM'000	Net balance RM'000
At 31 March 2026			
Group			
Contract assets	150,531	-	150,531
Trade receivables			
Current (not past due)	7,990	-	7,990
1 - 90 days past due	13,257	-	13,257
91 - 180 days past due	9,623	-	9,623
More than 181 days past due	24,106	-	24,106
Credit impaired (individually assessed)	10,089	(10,089)	-
	65,065	(10,089)	54,976
	215,596	(10,089)	205,507
At 31 March 2025			
Group			
Contract assets	146,510	-	146,510
Trade receivables			
Current (not past due)	14,027	-	14,027
1 - 90 days past due	9,628	-	9,628
91 - 180 days past due	14,945	-	14,945
More than 181 days past due	53,566	-	53,566
Credit impaired (individually assessed)	11,688	(11,688)	-
	103,854	(11,688)	92,166
	250,364	(11,688)	238,676

NOTES TO THE FINANCIAL STATEMENTS

26. FINANCIAL INSTRUMENTS (CONT'D)

(b) Financial risk management (Cont'd)

(i) Credit risk (Cont'd)

Trade receivables and contract assets (Cont'd)

For trusted identification segment, as there are a few customers from different countries with different credit risk characteristics, the Group assessed the risk of loss of each customer individually based on their financial information, past trend of payments and external credit ratings for individual country, where applicable.

Included in trade receivables of the Group are amounts totalling RM50,101,386 (2025: RM80,699,491) due from 3 (2025: 3) of its significant receivables respectively.

Other receivables and other financial assets

For other receivables and other financial assets (including cash and cash equivalents), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties. At the reporting date, the Group's and the Company's maximum exposure to credit risk arising from other receivables and other financial assets are represented by the carrying amount of each class of financial assets recognised in the statements of financial position.

The Group and the Company consider the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Group and the Company compare the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information.

Regardless of the analysis above, a significant increase in credit risk is presumed if a debtor is more than 30 days to 60 days past due in making a contractual payment.

Some intercompany advances between entities within the Group are repayable on demand. For advances that are repayable on demand, impairment losses are assessed based on the assumption that repayment of the advance is demanded at the reporting date. If the borrower does not have sufficient highly liquid resources when the advance is demanded, the Group and the Company will consider the expected manner of recovery and recovery period of the intercompany advance.

Other than the credit-impaired other receivables, the Group and the Company consider these financial assets to have low credit risk. As at the reporting date, the Group and the Company did not recognise any loss allowance for impairment for other receivables and other financial assets other than those as disclosed in Note 12 to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

26. FINANCIAL INSTRUMENTS (CONT'D)

(b) Financial risk management (Cont'd)

(ii) Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations when they fall due. The Group's and the Company's exposure to liquidity risk arise primarily from mismatches of the maturities between financial assets and liabilities. The Group's and the Company's exposure to liquidity risk arise principally from trade and other payables, lease liabilities, loans and borrowings.

The Group's and the Company's objective is to maintain a balance between continuity of funding and flexibility through use of stand-by facilities. The Group and the Company maintain sufficient liquidity and available funds from operational collections to meet daily cash needs, while maintaining controls and security over cash movements. The Group and the Company use a series of processes to obtain maximum benefits from its flow of funds, such that they are efficiently managed to maximise income from investment and minimise cost on borrowed funds. The Group's and the Company's treasury department also ensure that there are sufficient unutilised stand-by facilities, funding and liquid assets available to meet both short-term and long-term funding requirements.

Maturity analysis

The maturity analysis of the Group's and the Company's financial liabilities by their relevant maturity at the reporting date based on contractual undiscounted repayment obligations are as follows:

	Carrying amount RM'000	Contractual cash flows		
		On demand or within 1 year RM'000	Between 1 and 5 years RM'000	Total RM'000
Group				
At 31 March 2026				
Trade and other payables *	192,285	192,285	-	192,285
Invoice financing	977	977	-	977
	193,262	193,262	-	193,262
At 31 March 2025				
Trade and other payables *	198,016	198,016	-	198,016
Invoice financing	1,763	1,763	-	1,763
Lease liabilities	79	82	-	82
	199,858	199,861	-	199,861
Company				
At 31 March 2026				
Trade and other payables *	286	286	-	286

* Excluded sales and services tax and value added tax payable.

NOTES TO THE FINANCIAL STATEMENTS

26. FINANCIAL INSTRUMENTS (CONT'D)

(b) Financial risk management (Cont'd)

(iii) Foreign currency risk

Foreign currency risk is the risk of fluctuation in fair value or future cash flows of a financial instrument as results of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when sales and purchases that are denominated in foreign currency) and the Group's net investments in foreign subsidiaries.

The Board of Directors has set up a policy that requires all companies within the Group to manage its treasury activities and exposures. The Group do not hedge its foreign currency exposure. In addition, the Group also take advantage of any natural effects of its foreign currencies revenues and expenses by maintaining current accounts in foreign currencies.

The Group's unhedged financial assets and liabilities that are not denominated in their functional currencies are as follows:

	Group	
	2026 RM'000	2025 RM'000
Financial assets and liabilities not held in functional currencies		
<u>Trade and other receivables</u>		
United States Dollar	47,851	40,886
Euro	12,520	42,856
Others	158	-
	60,529	83,742
<u>Cash and short-term deposits</u>		
United States Dollar	50,006	52,319
Euro	3,794	2,652
Others	401	600
	54,201	55,571
<u>Trade and other payables</u>		
United States Dollar	(61,181)	(61,759)
Euro	(6,818)	(25,386)
Others	(1,400)	(1,754)
	(69,399)	(88,899)

NOTES TO THE FINANCIAL STATEMENTS

26. FINANCIAL INSTRUMENTS (CONT'D)

(b) Financial risk management (Cont'd)

(iii) Foreign currency risk (Cont'd)

Sensitivity analysis for foreign currency risk

The Group's principal foreign currency exposure relates mainly to United States Dollar ("USD") and Euro.

The following table demonstrates the sensitivity to a reasonably possible change in the foreign currencies, with all other variables held constant on the Group's total equity and profit for the financial year.

	Change in rate	Effect on profit for the financial year RM'000	Effect on equity RM'000
Group			
31 March 2026			
USD	+10%	3,668	3,668
	-10%	(3,668)	(3,668)
Euro	+10%	950	950
	-10%	(950)	(950)
Others	+10%	(84)	(84)
	-10%	84	84
31 March 2025			
USD	+10%	3,145	3,145
	-10%	(3,145)	(3,145)
Euro	+10%	2,012	2,012
	-10%	(2,012)	(2,012)
Others	+10%	(115)	(115)
	-10%	115	115

(iv) Interest rate risk

Interest rate risk is the risk of fluctuation in fair value or future cash flows of the Group's financial instruments as results of changes in market interest rates. The Group's exposure to interest rate risk arises primarily from the loans and borrowings with floating interest rates. The Group does not hedge its interest rate risk.

NOTES TO THE FINANCIAL STATEMENTS

26. FINANCIAL INSTRUMENTS (CONT'D)

(c) Fair value measurement

The carrying amounts of cash and cash equivalents, short-term receivables and payables and short-term borrowings reasonably approximate to their fair values due to the relatively short-term nature of these financial instruments.

There have been no transfers between Level 1 and Level 2 during the financial year (2025: no transfer in either direction).

The following table provides the fair value measurement hierarchy of the Group's financial instruments:

	Carrying amount Total RM'000	Fair value of financial instruments not carried at fair value			
		Fair value			
		Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000
Group					
31 March 2026					
Financial assets					
Operating financial assets	3,952	-	-	3,952	3,952
31 March 2025					
Financial assets					
Operating financial assets	5,437	-	-	5,437	5,437

Level 3 fair value

Fair value of financial instruments not carried at fair value

The fair value of operating financial assets is determined using the discounted cash flows method based on discount rates that reflects the issuer's borrowing rate as at the end of the reporting period.

27. CONTINGENCIES

As disclosed in Note 31(ii) to the financial statements, the Group is currently involved in an arbitration proceeding with Kementerian Dalam Negeri ("KDN") arising from termination of National Integrated Immigration System Contract ("NIISe"). As the outcome of these litigations are not presently known, the financial impact cannot be estimated or ascertained with reasonable certainty. Should the outcome of the litigation be unfavourable to the Group, the Group will make the necessary provision.

NOTES TO THE FINANCIAL STATEMENTS

28. RELATED PARTIES

(a) Identity of related parties

Parties are considered related to the Group if the Group has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operational decisions, or vice versa, or where the Group and the party are subject to common control. Related parties may be individuals or other entities.

Related parties of the Group include:

- (i) Subsidiaries;
- (ii) Associates; and
- (iii) Key management personnel of the Group and the Company, comprise persons (including directors) having the authority and responsibility for planning, directing and controlling the activities directly or indirectly.

(b) Significant related party transactions

Significant related party transactions other than disclosed elsewhere in the financial statements are as follows:

	Company 2026 RM'000	Group 2025 RM'000
Rental expenses		
Subsidiary	(25)	-
Management fee paid		
Subsidiary	(13)	-
Dividend income		
Subsidiary	60,000	-
Gain on disposal of a subsidiary		
Related party	-	1,872

(c) Compensation of key management personnel

	Group	
	2026 RM'000	2025 RM'000
Short-term employee benefits	4,326	4,743
Post-employment employee benefits	314	306
	4,640	5,049

NOTES TO THE FINANCIAL STATEMENTS

29. CAPITAL MANAGEMENT

The primary objective of the Group's and the Company's capital management is to ensure that they maintain a strong credit rating and healthy capital ratio to support their business and maximise shareholder value. The Group and the Company manage their capital structure and make adjustment to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group and the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies and processes during the financial years/period ended 31 March 2026 and 31 March 2025.

The Group and the Company monitor capital using gearing ratio. The gearing ratio is calculated as total loans and borrowings divided by total equity. The gearing ratio as at the reporting date are as follows:

	Note	Group		Company
		2026 RM'000	2025 RM'000	2026 RM'000
Total loans and borrowings	18	977	1,763	-
Total equity		377,761	385,593	314,146
Gearing ratio		<1%	<1%	N/A

There was no change in the Group's and the Company's approach to capital management during the financial year/period.

The Group and the Company are not subject to any externally imposed capital requirement.

Gearing ratios are not governed by the MFRSs and their definitions and calculations may vary between reporting entities.

NOTES TO THE FINANCIAL STATEMENTS

30. SEGMENT INFORMATION

The Group prepared the following segment information in accordance with MFRS 8 *Operating Segments* based on the internal reports of the Group's strategic business units which are regularly reviewed by the Group Managing Director and the Group Finance Director for the purpose of making decisions about resource allocation and performance assessment.

The two reportable operating segments are as follows:

Segments	Products and services
Trusted identification division	e-Passports, e-Identification cards, payment, transportation and other related Trusted Identification's devices, equipments and services including consulting
Other divisions	Construction of buildings and modern integrated farms and provision of food and agro produce and equipment and other services and investment holding

Inter-segment pricing is determined on negotiated basis.

Segment profit

Segment performance is used to measure performance as the Group Managing Director and the Group Finance Director believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Performance is evaluated based on operating profit or loss which is measured differently from operating profit or loss in the consolidated financial statements.

Segment assets

The total segment asset is measured based on all assets (excluding investments in associates and tax recoverable) of a segment, as included in the internal reports that are reviewed by the Group Managing Director and the Group Finance Director.

Segment liabilities

Segment liabilities are not included in the internal reports that are reviewed by the Group Managing Director and the Group Finance Director. Hence, no disclosures are made on segment liabilities.

NOTES TO THE FINANCIAL STATEMENTS

30. SEGMENT INFORMATION (CONT'D)

	Note	Continuing operations		Adjustments and eliminations RM'000	Total RM'000
		Trusted identification division RM'000	Other divisions RM'000		
2026					
Revenue:					
Revenue from external customers		167,702	(40)	-	167,662
Inter-segment revenue	A	-	-	-	-
		167,702	(40)	-	167,662
Results					
Operating results		54,228	(54)	-	54,174
Interest income		5,067	311	-	5,378
Other operating income		175	-	-	175
Depreciation and amortisation		(4,369)	-	20	(4,349)
Finance costs		(319)	-	-	(319)
Write back of payables and accruals		93	-	-	93
Net impairment losses on financial assets		(4,838)	-	-	(4,838)
Unrealised gain on foreign exchange		1,235	-	-	1,235
Administrative and operating expenses	B	(30,061)	(597)	-	(30,658)
Reportable segment profit/(loss)		21,211	(340)	20	20,891
Unallocated corporate expenses	B	-	-	(19,250)	(19,250)
Share of results of associates and joint ventures		20	-	-	20
Segment profit/(loss)		21,231	(340)	(19,230)	1,661
Income tax expense		(5,172)	(141)	-	(5,313)
Profit/(Loss) for the financial year	B	16,059	(481)	(19,230)	(3,652)
Assets:					
Investments in associates		682	-	-	682
Addition to capital expenditure		1,234	-	-	1,234
Segment assets	C	632,076	316,465	(361,518)	587,023

NOTES TO THE FINANCIAL STATEMENTS

30. SEGMENT INFORMATION (CONT'D)

	Note	Continuing operations		Adjustments and eliminations RM'000	Total RM'000
		Trusted identification division RM'000	Other divisions RM'000		
2025					
Revenue:					
Revenue from external customers		220,193	808	-	221,001
Inter-segment revenue	A	-	-	-	-
		220,193	808	-	221,001
Results					
Operating results		74,963	894	-	75,857
Interest income		4,539	-	-	4,539
Other operating income		1,742	-	-	1,742
Depreciation and amortisation		(4,607)	-	393	(4,214)
Finance costs		(300)	-	-	(300)
Forfeiture of income		7,000	-	-	7,000
Gain on disposal of a subsidiary		1,872	-	-	1,872
Impairment loss on goodwill on consolidation		(12,000)	-	-	(12,000)
Net impairment (losses)/gain on financial assets		(69)	214	-	145
Unrealised loss on foreign exchange		(3,667)	-	-	(3,667)
Administrative and operating expenses	B	(12,914)	441	-	(12,473)
Reportable segment profit		56,559	1,549	393	58,501
Unallocated corporate expenses	B	-	-	(25,638)	(25,638)
Share of results of associates and joint ventures		(49)	553	-	504
Segment profit		56,510	2,102	(25,245)	33,367
Income tax expense		(9,195)	(263)	-	(9,458)
Profit for the financial year	B	47,315	1,839	(25,245)	23,909
Assets:					
Investments in associates		662	-	-	662
Addition to capital expenditure		3,328	-	-	3,328
Segment assets	C	699,995	1,798	(99,383)	602,410

NOTES TO THE FINANCIAL STATEMENTS

30. SEGMENT INFORMATION (CONT'D)

Reconciliation of reportable segment revenue, profit or loss, assets and other material items are as follows:

A Inter-segment revenue

Inter-segment revenues are eliminated on consolidation.

B Reconciliation of profit or loss

	2026 RM'000	2025 RM'000
Unallocated other corporate expenses	(19,250)	(25,638)

C Reconciliation of assets

	2026 RM'000	2025 RM'000
Investments in associates	682	662
Inter-segment assets	(362,200)	(100,045)
	(361,518)	(99,383)

Disaggregation of revenue by geographical information

Revenue information based on the geographical location of customers are as follows:

	Trusted identification RM'000	Other divisions RM'000	Total RM'000
Group			
31 March 2026			
Malaysia	33,496	(40)	33,456
Asia	21,786	-	21,786
Oceania	6,088	-	6,088
Africa	106,166	-	106,166
North America	166	-	166
	167,702	(40)	167,662
31 March 2025			
Malaysia	41,011	808	41,819
Asia	10,780	-	10,780
Oceania	6,554	-	6,554
Africa	161,659	-	161,659
North America	189	-	189
	220,193	808	221,001

NOTES TO THE FINANCIAL STATEMENTS

30. SEGMENT INFORMATION (CONT'D)

Geographical information

Non-current assets (excluding financial instruments) information based on the geographical location of customers are as follows:

	Group	
	2026 RM'000	2025 RM'000
Non-current assets		
Malaysia	161,880	165,101

Information about major customers

For trusted identification segment, revenue from two customers (2025: two customers) approximately RM106,607,769 (2025: RM148,944,019) for the Group's total revenue.

31. MATERIAL LITIGATIONS

(i) **Notice of Arbitration; IRIS Information Technology Systems Sdn. Bhd. ("IITS") against Kementerian Dalam Negeri ("KDN")**

On 10 August 2023, KDN had issued a letter to terminate the National Integrated Immigration System Contract ("NIISe Contract"). IITS has on 24 November 2023, via its solicitors, filed a Notice of Arbitration ("NOA") under the Asian International Arbitration Centre ("AIAC") Arbitration Rules 2023 to refer the disputes with KDN arising from and in connection with the NIISe Contract to the AIAC for arbitration.

The hearing has concluded in December 2025. The Tribunal issued a Procedural Order in January 2026 in relation to the filing of submissions, and the parties have filed written submissions and written reply submissions in accordance with the said Procedural Order.

The arbitration had been scheduled for oral submissions in September 2026.

NOTES TO THE FINANCIAL STATEMENTS

31. MATERIAL LITIGATIONS (CONT'D)

(ii) **Writ of Summons and Statement of Claim; Tec D Distribution (Malaysia) Sdn. Bhd. ("Tec D") against IRIS Information Technology Systems Sdn. Bhd. ("IITS") and IRIS Corporation Berhad ("ICB")**

Tec D had on 5 December 2023 commenced legal action in High Court against IITS ("1st Defendant") and ICB ("2nd Defendant") (collectively "Two Defendants") respectively claiming for an outstanding sum of RM30,139,099 together with late payment interest in relation to the supply of computer hardware and/or software and/or programs and/or services for the National Integrated Immigration System Contract ("NIIS") Project awarded by KDN and/or the Government of Malaysia.

The Two Defendants have filed and served their respective Statement of Defence on 4 January 2024. The 2nd Defendant has filed a Notice of Application for Striking-Out on 19 January 2024. Tec D has filed a Notice of Application for Summary Judgment against 1st Defendant on 23 January 2024. Tec D filed its Reply to the Defendants' Defence on 29 January 2024.

The High Court has dismissed the 2nd Defendant's Notice of Application for Striking Out and Tec D's Notice of Application for Summary Judgment respectively on 13 May 2024 and fixed full trial dates on 17 January 2028 – 20 January 2028 and 24 January 2028. On 9 September 2025, the trial dates fixed on 17 January 2028 – 20 January 2028 and 24 January 2028 have been vacated and the Court fixed new trial dates on 4 February 2026 – 6 February 2026 and 9 March 2026. The trial was concluded on 6 February 2026, and the trial date previously fixed for 9 March 2026 has since been vacated. The High Court has rescheduled the matter for decision from 12 April 2026 to 25 May 2026.

The High Court had, on 25 May 2026, entered judgment against the 1st Defendant for RM30,139,099. The High Court also entered judgement against the 1st Defendant for interest together with costs of RM80,000. The High Court dismissed the claimed against 2nd Defendant with cost of RM40,000.

The 1st Defendant had, on 3 June 2026, filed a Notice of Appeal to the Court of Appeal to appeal against the decision of the High Court delivered on 25 May 2026. Tec D had, on 23 June 2026, served a Notice of Appeal on the 2nd Defendant's solicitors to appeal against the decision of the High Court delivered on 25 May 2026, whereby Tec D's claim against the 2nd Defendant was dismissed.

The 1st Defendant had, on 25 June 2026, filed an application for stay of execution and enforcement of judgment entered against the 1st Defendant delivered on 25 May 2026 pending the disposal of the appeal ("Stay Application") at the High Court.

During the case management held on 9 July 2026, the High Court fixed the Stay Application for hearing on 24 September 2026.

In the Stay Application, the 1st Defendant had also applied for an ad interim stay of execution and enforcement of the judgment pending the full and final disposal of the Stay Application. The High Court had fixed a case management on 22 July 2026 for parties to address the ad interim stay application.

NOTES TO THE FINANCIAL STATEMENTS

31. MATERIAL LITIGATIONS (CONT'D)

(ii) **Writ of Summons and Statement of Claim; Tec D Distribution (Malaysia) Sdn. Bhd. ("Tec D") against IRIS Information Technology Systems Sdn. Bhd. ("IITS") and IRIS Corporation Berhad ("ICB") (Cont'd)**

During the case management held on 22 July 2026, the High Court had rescheduled the hearing of the Stay Application from 24 September 2026 to 1 September 2026. The High Court had also granted the 1st Defendant's application for an ad interim stay of execution and enforcement of the judgment until the hearing of the Stay Application on 1 September 2026.

(iii) **Notice of Arbitration; Datamicon Systems Sdn Bhd ("Datamicon") against IRIS Information Technology Systems Sdn. Bhd. ("IITS")**

On 23 May 2024, Datamicon served a Notice of Arbitration ("NOA") dated 21 May 2024 on IITS for an arbitral proceeding under the Asian International Arbitration Centre ("AIAC") Arbitration Rules 2023 for services rendered and software license fees in relation to the National Integrated Immigration System ("NIIS") project awarded by KDN and/or the Government of Malaysia.

The Parties have appointed the arbitrator, and the arbitration is scheduled for hearing between 17 November 2026 and 4 December 2026.

32. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR/PERIOD

(a) **Internal reorganisation**

IRIS Corporation Berhad ("ICB") had on 18 April 2025, announced that it proposed to undertake the proposed internal reorganisation by way of a Members' Scheme of Arrangement under Section 366 of the Companies Act, 2016 ("Act") ("Scheme of Arrangement") comprising the following proposals:

- Proposed Share Exchange which entails the proposed exchange of 815,727,624 ICB Shares, representing the entire issued share capital of ICB, with 815,727,624 IRIS Group Berhad ("IRIS") Shares on the basis of 1 new IRIS Share for every 1 existing ICB Share held on the entitlement date to be determined later; and
- Proposed Transfer of Listing Status which entails the proposed assumption of the listing status of ICB by IRIS and the admission of IRIS to and withdrawal of ICB from the Official List of Bursa Securities with the listing and quotation of all IRIS Shares on the ACE Market of Bursa Securities. (collectively referred to as the "Proposed Internal Reorganisation").

In conjunction with the Proposed Internal Reorganisation, ICB had on 18 April 2025, entered into a Principal Scheme Agreement with IRIS for the purpose of the implementation of the Proposed Internal Reorganisation ("Scheme Agreement").

On 10 September 2025, ICB had entered into the Supplemental Scheme Agreement with IRIS to reclassify a specific condition precedent as set out in the Principal Scheme Agreement as a condition subsequent.

On 21 November 2025, the High Court has approved the Internal Reorganisation by way of a Members' Scheme of Arrangement under Section 366 of the Companies Act, 2016 for the Internal Reorganisation.

NOTES TO THE FINANCIAL STATEMENTS

32. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR/PERIOD (CONT'D)

(a) Internal reorganisation (Cont'd)

On 5 January 2026, the Proposed Share Exchange was completed. Consequently, ICB became a wholly owned subsidiary of the Company.

On 7 January 2026, the Proposed Transfer of Listing was completed.

Upon completion of the Proposed Transfer of Listing Status, ICB was delisted from the Official List of Bursa Securities and IRIS admitted to the Official List of Bursa Securities in place of ICB with the listing and quotation of the entire enlarged issued and paid-up share capital of IRIS on the ACE Market of Bursa Securities.

33. COMPARATIVE FIGURES

(a) Group

The acquisition of the entire issued and paid-up share capital of ICB by the Company is an internal reorganisation and does not result in any change in economic substance of the Group. Accordingly, the consolidated financial statements of the Company are a continuation of ICB Group and are accounted for as follows:

- (i) The results of entities are presented as if the internal reorganisation occurred from the beginning of the earliest period presented in the financial statements;
- (ii) The Company consolidated the assets and liabilities of the ICB Group at their pre-combination carrying amounts. No adjustments are made to reflect fair values, or recognise any new assets or liabilities, at the date of the internal reorganisation that would otherwise be done under the acquisition method;
- (iii) No new goodwill is recognised as results of the internal reorganisation. The only goodwill that is recognised is the existing goodwill relating to the combining entities;
- (iv) The retained earnings and other equity balances of the acquired entities immediately before the business combination are those of the Group; and
- (v) Any differences between the consideration paid/transferred and the equity acquired are reflected within equity as capital reorganisation reserve or deficit.

The comparatives are not audited as the combined group was not in existence in the previous financial year.

(b) Company

There are no comparative figures presented as this is the first set of financial statements of the Company since its incorporation on 10 April 2025.

STATEMENT BY DIRECTORS

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

We, **DATO' POH YANG HONG** and **H'NG BOON HARNG**, being two of the directors of **IRIS GROUP BERHAD**, do hereby state that in the opinion of the directors, the accompanying financial statements set out on pages 79 to 147 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 March 2026 and of their financial performance and cash flows for the financial year/period then ended.

Signed on behalf of the Board of Directors in accordance with a resolution of the directors:

DATO' POH YANG HONG

Director

H'NG BOON HARNG

Director

Kuala Lumpur

Date: 27 July 2026

STATUTORY DECLARATION

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

I, **H'NG BOON HARN**G, being the director primarily responsible for the financial management of **IRIS GROUP BERHAD**, do solemnly and sincerely declare that to the best of my knowledge and belief, the accompanying financial statements set out on pages 79 to 147 are correct, and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act, 1960.

H'NG BOON HARN

Director

MIA Membership No.: 15998

Subscribed and solemnly declared by the abovenamed at Kuala Lumpur in the Federal Territory on 27 July 2026.

Before me,

Commissioner for Oaths

HADINUR MOHD SYARIF W761

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IRIS GROUP BERHAD (Incorporated in Malaysia)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of IRIS Group Berhad, which comprise the statements of financial position as at 31 March 2026 of the Group and of the Company, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year/period then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 79 to 147.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 March 2026, and of their financial performance and cash flows for the financial year/period then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

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

Independence and Other Ethical Responsibilities

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

Key Audit Matters

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

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IRIS GROUP BERHAD (Incorporated in Malaysia)

Key Audit Matters (Cont'd)

Group

Goodwill (Note 4(a) and 7(a) to the financial statements)

The Group's goodwill amounted to RM88,000,000 as at 31 March 2026. The goodwill is tested for impairment annually. In performing the impairment assessment, the Group has identified the trusted identification segment as the cash generating unit to which the goodwill is allocated. We focused on this area because the assessment requires significant judgements by the directors on the discount rate applied in the recoverable amount calculation and assumptions supporting the underlying cash flows projections which include future sales, forecast growth rate, inflation rate, gross profit margins and operating expenses. Cash flows that are projected based on those inputs or assumptions may have a significant effect on the Group's financial position and results if the actual cash flows are less than expected.

Our response:

Our audit procedures focused on evaluating the cash flow forecasts and the Group's forecasting procedures which included, among others:

- reviewing the valuation methodology adopted by the Group;
- comparing the actual results with previous budgets to assess the performance of the business;
- understanding the key assumptions which include consideration of the current economic and business environment to assess their reasonableness and the achievability of the forecasts; and
- testing the mathematical accuracy of the impairment assessment.

Group and Company

Trade receivables, other receivables and contract assets (Note 4(b), 12 and 13 to the financial statements)

The Group and the Company have significant trade receivables, other receivables and contract assets as at 31 March 2026. We focused on this area because the directors made significant judgements over assumptions about risk of default and impairment losses provided. In making the assumptions, the directors selected inputs to the impairment calculation, based on the Group's and the Company's past history, existing market conditions as well as forward-looking estimates at the end of the reporting period.

Our response:

Our audit procedures included, among others:

- discussing with the Group's and the Company's management on the recoverability of the trade and other receivables and contract assets;
- understanding the major contracts and agreements with the customers, if any;
- obtaining confirmation of balances from selected receivables;
- obtaining the confirmation from legal advisors for the updates of the material litigation;
- checking subsequent receipts, customer correspondences and consideration of the level of activities with the customers on the recoverability with significantly past due balances; and
- understanding the reasonableness and calculation of impairment losses provided as at the end of the reporting period.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IRIS GROUP BERHAD

(Incorporated in Malaysia)

Information Other than the Financial Statements and Auditors' Report Thereon

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

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

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

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

Responsibilities of the Directors for the Financial Statements

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IRIS GROUP BERHAD (Incorporated in Malaysia)

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

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

- identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's or the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.
- evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.
- plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for the purposes of the group audit. We remain solely responsible for our audit opinion.

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

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

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

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that the subsidiaries of which we have not acted as auditors, are disclosed in Note 9 to the financial statements.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IRIS GROUP BERHAD

(Incorporated in Malaysia)

Other Matters

1. Without qualifying our report, we draw attention to Note 33 to the financial statements which states that the Group's comparative figures disclosed in the financial statements have not been audited.
2. This report is made solely to the members of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the contents of this report.

Baker Tilly Monteiro Heng PLT
201906000600 (LLP0019411-LCA) & AF 0117
Chartered Accountants

Ong Teng Yan
No. 03076/07/2027 J
Chartered Accountant

Kuala Lumpur

Date: 27 July 2026

ANALYSIS OF SHAREHOLDINGS

AS AT 23 JUNE 2026

SHARE CAPITAL

Total Number of Issued Shares	:	815,727,626 Ordinary Shares
Issued Share Capital	:	RM 254,402,769
Class of Shares	:	Ordinary Shares
Voting Rights	:	Every member of the Company, present in person or by proxy, shall have one (1) vote for each share held

DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings	No. of Holders	%	No. of Shares	%
Less than 100	2,246	12.224	88,356	0.010
100 to 1,000	3,583	19.501	1,723,112	0.211
1,001 to 10,000	8,520	46.372	33,254,775	4.076
10,001 to 100,000	3,444	18.744	104,412,812	12.799
100,001 to less than 5% of issued shares	578	3.145	542,253,471	66.474
5% and above of issued shares	2	0.010	133,995,100	16.426
Total	18,373	100.000	815,727,626	100.000

STATEMENT OF DIRECTORS' SHAREHOLDINGS

Name of Directors	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Dr Poh Soon Sim	1,875,000	0.230	1,300,000	#0.159
Dato' Poh Yang Hong	18,800,000	2.305	86,322,550	^10.582
Dato' Dr. Abu Talib Bin Bachik	-	-	-	-
Dato' Mohamed Khadar Bin Merican	-	-	-	-
Dato' Ng Wan Peng	-	-	-	-
Mr. Ling Hee Keat	27,700,000	3.396	-	-
Haji Hussein Bin Ismail	-	-	-	-
Mr. H'ng Boon Harn	250,000	0.031	-	-

Note:-

Deemed interest by virtue of his shareholdings in Poh Associates Sdn Bhd pursuant to Section 8 of the Companies Act, 2016 and deemed interest by virtue of his son direct shareholdings pursuant to Section 59 of the Companies Act, 2016.

^ Deemed interest by virtue of his shareholdings in Orientalgold Equity Sdn Bhd pursuant to Section 8 of the Companies Act, 2016.

ANALYSIS OF SHAREHOLDINGS

AS AT 23 JUNE 2026

SUBSTANTIAL SHAREHOLDERS AS PER REGISTER OF SUBSTANTIAL SHAREHOLDERS

Name of Shareholders	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Dato' Poh Yang Hong	18,800,000	2.305	86,322,550	[^] 10.582
Orientalgold Equity Sdn Bhd	86,322,550	10.582	-	-
Robin Tan Yeong Ching	61,422,550	7.530	-	-

Note:-

[^] Deemed interest by virtue of his shareholdings in Orientalgold Equity Sdn Bhd pursuant to Section 8 of the Companies Act, 2016.

THIRTY (30) LARGEST SHAREHOLDERS AS AT 23 JUNE 2026

No.	Name of Shareholders	No. of Shares	%
1	HLIB NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR ORIENTALGOLD EQUITY SDN. BHD.	86,322,550	10.582
2	CIMSEC NOMINEES (TEMPATAN) SDN BHD CIMB FOR ROBIN TAN YEONG CHING (PB)	47,672,550	5.844
3	BERJAYA EQUITY NOMINEES (TEMPATAN) SDN BHD. BERJAYA MUTUAL BERHAD FOR AMANAH RAYA BERHAD FOR COMMON FUND	39,535,000	4.846
4	AFFIN HWANG NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR LING HEE KEAT	26,200,000	3.211
5	RHB NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR REGIONAL EQUITIES SDN BHD	19,603,400	2.403
6	POH YANG HONG	18,800,000	2.304
7	TIRAM TRAVEL SDN BHD	18,780,925	2.302
8	TEO TONG KOOI	17,157,000	2.103
9	NG CHAI GO	17,002,475	2.084
10	MCS MICROSYSTEMS SDN. BHD.	16,333,333	2.002
11	ROBIN TAN YEONG CHING	13,750,000	1.685
12	SETAPAK HEIGHTS DEVELOPMENT SDN. BHD.	11,250,000	1.379
13	MAYBANK SECURITIES NOMINEES (ASING) SDN BHD MAYBANK SECURITIES PTE LTD FOR LOW KANG HAI RICHARD	10,750,000	1.317

ANALYSIS OF SHAREHOLDINGS

AS AT 23 JUNE 2026

No.	Name of Shareholders	No. of Shares	%
14	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR STUART SAW TEIK SIEW	7,639,600	0.936
15	MAYBANK NOMINEES (ASING) SDN BHD MAYBANK PRIVATE WEALTH MANAGEMENT FOR MULTI TECHNOLOGIES LIMITED (PW-M01299) (426725)	7,570,139	0.928
16	KENANGA NOMINEES (ASING) SDN BHD EXEMPT AN FOR GUOTAI JUNAN SECURITIES (HONG KONG) LIMITED (CLIENT ACCOUNT)	7,500,000	0.919
17	JENNY WONG	7,348,200	0.900
18	MOHD JOHAR BIN ARIF	7,117,025	0.872
19	AMSEC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT - AMBANK (M) BERHAD FOR NG CHAI GO (SMART)	7,000,900	0.858
20	MAYBANK SECURITIES NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR SELVA KUMAR A/L VEERAPPAN	5,475,000	0.671
21	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR KOO WENG SENG (7003217)	5,352,800	0.656
22	ARQGATE SDN BHD	5,000,000	0.612
23	NG CHAI GO	4,561,025	0.559
24	LEE KOWI ENG	4,500,400	0.551
25	HLB NOMINEES (ASING) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LOW KANG HAI RICHARD (SIN 9131-9)	4,500,025	0.551
26	CITIGROUP NOMINEES (ASING) SDN BHD EXEMPT AN FOR OCBC SECURITIES PRIVATE LIMITED (CLIENT A/C-NR)	4,335,050	0.531
27	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR REGIONAL EQUITIES SDN BHD (8125381)	4,121,600	0.505
28	BERJAYA EQUITY NOMINEES (TEMPATAN) SDN BHD EXEMPT AN FOR BERJAYA MUTUAL BERHAD	3,742,000	0.458
29	MD YUSOFF BIN ABDUL GHAFAR	3,623,750	0.444
30	ZULKIFLI BIN ISMAIL	3,522,675	0.431
TOTAL		436,067,422	53.457

NOTICE OF FIRST ANNUAL GENERAL MEETING (1ST AGM)

NOTICE IS HEREBY GIVEN THAT the First (1st) Annual General Meeting ("AGM") of the Company will be held at Auditorium, 1st Floor, Lot 8 & 9, IRIS Smart Technology Complex, Technology Park Malaysia, Bukit Jalil, 57000 Kuala Lumpur on Tuesday, 29 September 2026 at 11.00 a.m. or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modification to transact the following businesses:

AGENDA

Ordinary Business

- | | | |
|-----|--|-------------------------------|
| 1. | To receive the Audited Financial Statements for the financial year/period ended 31 March 2026 together with the Reports of the Directors and the Auditors thereon. | Please refer to Note B |
| 2. | To approve a Final Single-Tier Dividend of 0.5 sen per ordinary share of the Company in respect of the financial period ended 31 March 2026. | Ordinary Resolution 1 |
| 3. | To re-elect the following Directors who retire pursuant to Clause 102 of the Company's Constitution: | |
| (a) | Dr. Poh Soon Sim | Ordinary Resolution 2 |
| (b) | Dato' Poh Yang Hong | Ordinary Resolution 3 |
| (c) | Dato' Mohamed Khadar Bin Merican | Ordinary Resolution 4 |
| (d) | Dato' Dr Abu Talib Bin Bachik | Ordinary Resolution 5 |
| (e) | Mr. Ling Hee Keat | Ordinary Resolution 6 |
| (f) | Haji Hussein Bin Ismail | Ordinary Resolution 7 |
| (g) | Mr. H'ng Boon Harng | Ordinary Resolution 8 |
| (h) | Dato' Ng Wan Peng | Ordinary Resolution 9 |
| 4. | To approve the Directors' fees and allowances of up to RM1,080,000-00 from 30 September 2026 until the next Annual General Meeting to be held in year 2027. | Ordinary Resolution 10 |
| 5. | To re-appoint Messrs Baker Tilly Monteiro Heng PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. | Ordinary Resolution 11 |

NOTICE OF FIRST ANNUAL GENERAL MEETING (1ST AGM)

Special Business

To consider and, if thought fit, to pass with or without modifications, the following ordinary resolutions:-

6. **AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016** Ordinary Resolution 12

"THAT subject always to the Companies Act, 2016, Company's Constitution, ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant governmental/regulatory bodies, the Directors be and are hereby authorised pursuant to Sections 75 and 76 of the Companies Act, 2016 to issue and allot shares in the Company at any time until the conclusion of the next Annual General Meeting upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued pursuant to this Resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being.

AND FURTHER THAT pursuant to Section 85 of the Companies Act, 2016 read together with Clause 52 of the Company's Constitution, approval be and is hereby given to waive the statutory pre-emptive rights of the existing shareholders of the Company and to be offered with new shares ranking equally to the existing issued shares arising from the issuance and allotment of the new shares pursuant to Sections 75 and 76 of the Companies Act, 2016 **AND THAT** the Board of Directors of the Company is exempted from the obligation to offer such new shares first to the existing shareholders of the Company."

7. **PROPOSED RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR – DATO' DR ABU TALIB BIN BACHIK** Ordinary Resolution 13

"THAT subject to the passing of Ordinary Resolution 5, approval be and is hereby given for Dato' Dr Abu Talib Bin Bachik who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, to continue to serve as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting."

8. **PROPOSED RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR – HAJI HUSSEIN BIN ISMAIL** Ordinary Resolution 14

"THAT subject to the passing of Ordinary Resolution 7, approval be and is hereby given for Haji Hussein Bin Ismail who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, to continue to serve as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting."

Any Other Business

9. To transact any other business for which due notice shall have been given in accordance with the Companies Act, 2016 and the Company's Constitution.

NOTICE OF FIRST ANNUAL GENERAL MEETING (1ST AGM)

NOTICE OF DIVIDEND ENTITLEMENT

NOTICE IS HEREBY GIVEN THAT a Final Single-Tier Dividend of 0.5 sen per ordinary share of the Company in respect of the financial period ended 31 March 2026 will be payable on 29 October 2026 to Depositors registered in the Record of Depositors at the close of business on 15 October 2026.

A Depositor shall qualify for entitlement only in respect of:-

- a. Shares transferred to the Depositor's Securities Account before 5.00 p.m. on 15 October 2026 in respect of ordinary transfers; and
- b. Shares bought on the Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of the Bursa Malaysia Securities Berhad.

BY ORDER OF THE BOARD

MS LIM LI HEONG (MAICSA 7054716)
SSM Practising Certificate No. 202008001981

MS WONG MEE KIAT (MAICSA 7058813)
SSM Practising Certificate No. 202008001958

Company Secretaries

Kuala Lumpur
30 July 2026

NOTES:

A. Appointment of Proxy

1. A member of the Company entitled to be present and vote at the meeting is entitled to appoint a proxy/proxies, to attend and vote instead of him/her. A proxy may but need not be a member of the Company and need not be an advocate, an approved company auditor or a person appointed by the Registrar of Companies.
2. A member shall be entitled to appoint not more than two (2) proxies to attend and vote at the same meeting.
3. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
4. If the appointer is a corporation, the Form of Proxy must be executed under its Common Seal or under the hand of an officer or attorney duly authorised.
5. Where a member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), as defined under the Securities Industry (Central Depositories) Act, 1991 there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.

NOTICE OF FIRST ANNUAL GENERAL MEETING (1ST AGM)

6. A proxy appointed to attend and vote in a meeting of the Company shall have the same rights as the member to speak at the meeting.
7. The duly completed Form of Proxy must be deposited at the registered office of the Company at Acclime Corporate Services Sdn Bhd, Level 7, Mercu 3, No. 3, Jalan Bangsar, KL Eco City, 59200 Kuala Lumpur, or alternatively, submit it electronically via Vistra Share Registry and IPO (MY) portal at <https://srmy.vistra.com>, not less than twenty-four (24) hours before the time for holding the meeting or any adjournment thereof. Provided that in the event the Member(s) duly executes the form of proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the meeting as his/her/their proxy.

8. **General Meeting Record of Depositors**

For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting the Bursa Malaysia Depository Sdn Bhd in accordance with Clause 60 of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a General Meeting Record of Depositors as at 22 September 2026. Only a depositor whose name appears on the Record of Depositors as at 22 September 2026 shall be entitled to attend this meeting or appoint proxy/proxies to attend and/or vote in his/her stead.

B. **Item 1 of the Agenda - Audited Financial Statements for the Financial Year/Period Ended 31 March 2026**

The Audited Financial Statements under Agenda 1 are for discussion only as the approval of the shareholders is not required pursuant to the provisions of Section 340(1)(a) of the Companies Act, 2016. Hence, this Agenda is not put forward for voting by the shareholders of the Company.

EXPLANATORY NOTES: -

1. **Ordinary Resolution 1 - Approval of a Final Single-Tier dividend of 0.5 sen**

Pursuant to Sections 131 and 132 of the Companies Act, 2016, the Company may only make a distribution to the shareholders out of the profits available if the Company is solvent. Having performed the solvency test on the Company, the Board is satisfied that the Company will remain solvent for a period of 12 months immediately after the distribution.

2. **Ordinary Resolutions 2 to 9 – Re-election of Directors**

Clause 102 of the Company's Constitution provides that the Directors shall have power at any time, and from time to time, to appoint any person to be a Director, either to fill a casual vacancy or as an addition to the existing Directors, but the total number of Directors shall not at any time exceed the maximum number fixed in accordance with this Constitution. Any Director so appointed shall hold office only until the next annual general meeting, and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that meeting.

Following thereto, Dr. Poh Soon Sim, Dato' Poh Yang Hong, Dato' Mohamed Khadar Bin Merican, Dato' Dr Abu Talib Bin Bachik, Mr. Ling Hee Keat, Haji Hussein Bin Ismail, Mr. H'ng Boon Harng and Dato' Ng Wan Peng will retire pursuant to Clause 102 of the Company's Constitution (collectively referred to as "Retiring Directors"). The Retiring Directors being eligible, have offered themselves for re-election at the Meeting.

The Board has endorsed the Nomination Committee's recommendation to seek shareholders' approval to re-elect the abovementioned Retiring Directors as they possess the required skill sets to facilitate and contribute to the Board's effectiveness and value.

The Retiring Directors had abstained from all deliberations and decisions on their own eligibility to stand for re-election at the Board meeting.

The details and profiles of the Retiring Directors are provided in the Board of Directors' Profile contained in the Company's Annual Report 2026.

NOTICE OF FIRST ANNUAL GENERAL MEETING (1ST AGM)

3. Ordinary Resolution 10 – Directors’ Fees and Allowances

Pursuant to Section 230(1) of the Companies Act, 2016, the fees and any allowances payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting. In this respect, the Board agreed that the shareholders’ approval shall be sought at AGM on the payment of Directors’ fees and allowances for the period commencing from 30 September 2026 until the next AGM in year 2027.

The Directors’ fees and allowances consist of:-

- Monthly fixed fee for duties as Director; and
- Meeting allowance for each Board and Board Committee meeting attended.

The Directors’ fees and allowances are estimated not to exceed RM1,080,000.00. This calculation is based on the estimated number of Directors and the number of scheduled Board and Board Committee meetings until the next AGM in year 2027. There is no increase in the proposed individual Directors’ fees. The increase in the total proposed Directors’ fees for the current period is attributable to the separation of Audit and Risk Management functions into two separate committees, namely Audit Committee and Risk Management and Sustainability Committee.

4. Ordinary Resolution 12 - Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act, 2016

The Proposed Ordinary Resolution 12, if passed, is to give the Directors of the Company flexibility to issue and allot shares up to an amount not exceeding ten per centum (10%) of the Company’s total number of issued share capital for the time being upon such terms and conditions and for such purposes and to such person or persons as Directors of the Company in their absolute discretion consider to be in the interest of the Company, without having to convene a separate general meeting so as to avoid incurring additional cost and time. The purpose of this general mandate is for possible fund-raising exercises including but not limited to further placement of shares for purposes of funding current and/or future investment projects, working capital and/or acquisitions.

The general mandate sought for the issuance of shares is a new mandate to be approved by the shareholders at this AGM, and shall, if passed, take effect from the date of this AGM.

Up to the date of this Notice, the Company has not issued any shares pursuant to any general mandate for issuance of shares, as no such mandate has previously been granted and no fundraising activity for the purpose of investment, acquisition or working capital was undertaken.

The approval of the issuance and allotment of the new shares under Sections 75 and 76 of the Companies Act 2016 shall have the effect of the shareholders having agreed to waive and deemed to have waived their statutory preemptive rights pursuant to Section 85 of the Companies Act, 2016 and Clause 52 of the Constitution of the Company and will allow the Directors of the Company to issue new shares of the Company which rank equally to existing issued shares of the Company, to any person without having to offer the new shares to all existing shareholders of the Company prior to issuance of new shares in the Company under General Mandate which this will result in a dilution to their shareholding percentage in the Company.

5. Ordinary Resolutions 13 and 14 – Continuing in Office as Independent Non-Executive Directors

The Board through the Nomination Committee, has determined that Dato’ Dr Abu Talib Bin Bachik and Haji Hussein Bin Ismail are fair and impartial in carrying out their duties to the Company. As Directors, they continue to bring independent and objective judgements to Board deliberations and decision-making process as a whole. Dato’ Dr Abu Talib Bin Bachik and Haji Hussein Bin Ismail also have vast and diverse range of experiences and brings the right mix of skills to the Board. The Board therefore, endorsed the Nomination Committee’s recommendation for them to be retained as Independent Director. The Board will be seeking for shareholders’ approval through a two-tier voting process as recommended by the Malaysian Code on Corporate Governance at the 1st AGM to retain them as Independent Director as their tenure as an Independent Director have exceeded nine (9) years.

STATEMENT ACCOMPANYING NOTICE OF FIRST ANNUAL GENERAL MEETING (1ST AGM)

1. The Directors who are standing for re-election at the 1st AGM of the Company pursuant to Clause 102 of the Constitution of the Company are: -
 - (a) Dr. Poh Soon Sim
 - (b) Dato' Poh Yang Hong
 - (c) Dato' Mohamed Khadar Bin Merican
 - (d) Dato' Dr Abu Talib Bin Bachik
 - (e) Mr. Ling Hee Keat
 - (f) Haji Hussein Bin Ismail
 - (g) Mr. H'ng Boon Harng
 - (h) Dato' Ng Wan Peng

The Board of Directors, taking into the recommendation of Nomination Committee, supported the abovementioned Directors of their re-election as Director at the 1st AGM of the Company.

Based on the assessment and evaluation conducted by the Nomination Committee, the Retiring Directors met the performance criteria required of an effective and a high-performance Board.

The details of the above Directors seeking re-election are set out in the 'Board of Directors' section as disclosed on pages 16 to 18 of the Annual Report.

**IRIS GROUP BERHAD**

Registration No. 202501015184 (1616599-X)
(Incorporated in Malaysia)

PROXY FORM**No. of shares held****CDS Account No.**

I/We _____ NRIC No./Passport No./Registration No.* _____
(FULL NAME IN BLOCK LETTERS)

of _____
(FULL ADDRESS)

being a member/members* of **IRIS GROUP BERHAD**, hereby appoint the following person(s) or failing him/her, the Chairman of the meeting as my/our proxy/proxies to vote for me/us on my/our behalf, at the First (1st) Annual General Meeting ("AGM") of the Company will be held at Auditorium, 1st Floor, Lot 8 & 9, IRIS Smart Technology Complex, Technology Park Malaysia, Bukit Jalil, 57000 Kuala Lumpur on Tuesday, 29 September 2026 at 11.00 a.m. and any adjournment thereof:-

No.	Information of Proxy/Proxies	Proportion of shareholdings to be represented by my/our proxies	
		No. of Shares	%
1.	Full Name:		
	NRIC/Passport No.:		
	Full Address:		
	Contact No.:		
	Email address:		
2.	Full Name:		
	NRIC/Passport No.:		
	Full Address:		
	Contact No.:		
	Email address:		

No.	Resolution		For	Against
1.	Approval of Final Single-Tier Dividend of 0.5 sen per ordinary share of the Company in respect of the financial period ended 31 March 2026	Ordinary Resolution 1		
2.	Re-election of Dr. Poh Soon Sim	Ordinary Resolution 2		
3.	Re-election of Dato' Poh Yang Hong	Ordinary Resolution 3		
4.	Re-election of Dato' Mohamed Khadar Bin Merican	Ordinary Resolution 4		
5.	Re-election of Dato' Dr Abu Talib Bin Bachik	Ordinary Resolution 5		
6.	Re-election of Mr. Ling Hee Keat	Ordinary Resolution 6		
7.	Re-election of Haji Hussein Bin Ismail	Ordinary Resolution 7		
8.	Re-election of Mr. H'ng Boon Harng	Ordinary Resolution 8		
9.	Re-election of Dato' Ng Wan Peng	Ordinary Resolution 9		
10.	Approval of the Directors' fees and allowances of up to RM1,080,000.00 from 30 September 2026 until the next Annual General Meeting to be held in year 2027	Ordinary Resolution 10		
11.	Reappointment of Messrs Baker Tilly Monteiro Heng PLT as Auditors of the Company and to authorise the Directors to fix their remuneration	Ordinary Resolution 11		
12.	Authority for Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act, 2016	Ordinary Resolution 12		
13.	Continuing in Office as Independent Non-Executive Director – Dato' Dr Abu Talib Bin Bachik	Ordinary Resolution 13		
14.	Continuing in Office as Independent Non-Executive Director – Haji Hussein Bin Ismail	Ordinary Resolution 14		

Please indicate with an "X" in the appropriate spaces on how you wish your vote to be cast on the Resolutions specified in the Notice of Meeting. Unless voting instructions are indicated in the spaces above, the proxy will vote as he/she thinks fit.

Date

Signature/Common Seal of Member(s)

* Delete whichever not applicable

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1. A member of the Company entitled to be present and vote at the meeting is entitled to appoint a proxy/proxies, to attend and vote instead of him/her. A proxy may but need not be a member of the Company and need not be an advocate, an approved company auditor or a person appointed by the Registrar of Companies.
2. A member shall be entitled to appoint not more than two (2) proxies to attend and vote at the same meeting.
3. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
4. If the appointer is a corporation, the Form of Proxy must be executed under its Common Seal or under the hand of an officer or attorney duly authorised.
5. Where a member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), as defined under the Securities Industry (Central Depositories) Act, 1991 there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
6. A proxy appointed to attend and vote in a meeting of the Company shall have the same rights as the member to speak at the meeting.
7. The duly completed Form of Proxy must be deposited at the registered office of the Company at Acclime Corporate Services Sdn Bhd, Level 7, Mercu 3, No. 3, Jalan Bangsar, KL Eco City, 59200 Kuala Lumpur not less than twenty-four (24) hours before the time for holding the meeting or any adjournment thereof. Provided that in the event the Member(s) duly executes the form of proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the meeting as his/her/their proxy.
8. **General Meeting Record of Depositors**
For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting the Bursa Malaysia Depository Sdn Bhd in accordance with Clause 60 of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a General Meeting Record of Depositors as at 22 September 2026. Only a depositor whose name appears on the Record of Depositors as at 22 September 2026 shall be entitled to attend this meeting or appoint proxy/proxies to attend and/or vote in his/her stead.

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The Company Secretaries

IRIS Group Berhad

Level 7, Mercu 3,
No. 3, Jalan Bangsar,
KL Eco City, 59200 Kuala Lumpur,
Malaysia

www.iris.com.my

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IRIS GROUP BERHAD

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