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I Synergy Group Limited

ACN 613 927 361

ANNUAL REPORT

For the Year Ended 31 December 2025

I Synergy Group Limited

ACN 613 927 361

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For the Year Ended 31 December 2025

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I Synergy Group Limited
ACN 613 927 361

Corporate Directory

31 December 2025

Directors	Dato Teo Chee Hong (Executive chairman) Derrick De Souza (Non-executive director) Heng Jee Meng (Managing director) Jiayi Yu (Non-executive director) (Appointed on 24 January 2025) Joshua Hunt (Non-executive director) (Resigned on 24 January 2025) Dato Hoo Voon Him (Non-executive director) (Resigned on 11 March 2026)
Company Secretary	Louisa Ho
Registered office	24-26 Kent Street Millers Point NSW 2000 Australia
Principal places of business	Malaysia Unit 12-12, Tower A, The Vertical Business Suite Bangsar South 59200 Kuala Lumpur Malaysia Indonesia DBS Bank Tower 28 Floor Unit 2820-2821 Ciputra World One Jalan Prof. Dr.Satrio Kav 3.-5 Jakarta Selatan 12940 Indonesia Australia Level 9, 505 Little Collins Street Melbourne VIC 3000 Australia British Virgin Islands Trinity Chambers, PO Box 4301 Road Town, Tortola British Virgin Islands
Share register	Automic Registry Services Level 5, 191 St Georges Terrace Perth WA 6000 Australia
Auditors	In.Corp Audit & Assurance Pty Ltd Level 1, 6-10 O'Connell Street Sydney NSW 2000 Australia
Stock exchange listing	I Synergy Group Limited shares are listed on the Australian Securities Exchange (ASX code: IS3)
Website	www.i-synergygroup.com
Corporate Governance Statement	www.i-synergygroup.com

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I Synergy Group Limited
ACN: 613 927 361

Chairman's Statement

31 December 2025

Dear Shareholders,

On behalf of the Board, I am pleased to present the Annual Report of I Synergy Group Limited for the financial year ended 31 December 2025.

The past year has been a period of consolidation and strategic realignment for the Company. While the Group recorded revenue of AUD$809,839 for the year, representing a decrease from the previous financial year, we view this period as an important transition phase in strengthening our operational foundation and repositioning the business for future growth.

Strengthening Our Foundations

During the year, the Group adopted a disciplined and prudent approach to managing operations. Our focus has been on maintaining financial stability, streamlining cost structures, and enhancing operational efficiency while continuing to support the development of our digital ecosystem.

At the same time, the Board undertook strategic steps to strengthen the Company's governance and leadership capabilities. The introduction of new directors during the year has brought fresh perspectives, complementary expertise, and renewed strategic energy to the Company. This evolving leadership structure positions I Synergy to better navigate the rapidly changing digital and technology landscape.

Strategic Reset and Future Direction

Over the past year, we have also been actively refining our strategic direction. The Group continues to build upon its core capabilities in affiliate marketing, digital platforms, and technology-driven solutions while exploring new opportunities that can unlock additional revenue streams.

Our strategy moving forward will focus on three key pillars:

- **Technology and platform enhancement** to improve the scalability and competitiveness of our digital ecosystem
- **Strategic partnerships and market expansion** across key regional markets
- **Operational discipline and capital efficiency** to ensure sustainable growth

These initiatives form the foundation of our broader transformation efforts as we reposition the Group for long-term value creation.

Outlook and Growth Opportunities

Looking ahead, the Board remains optimistic about the Company's prospects. The digital marketing and affiliate economy continues to evolve rapidly, presenting significant opportunities for innovative platform providers.

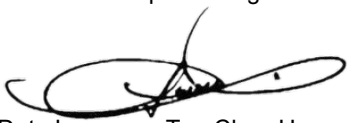
With a stronger leadership team, a clearer strategic direction, and continued focus on operational efficiency, we believe the Company is entering the next phase of its development. Our objective is to restore growth momentum, improve financial performance, and progressively strengthen shareholder value.

The Board remains committed to building a more resilient and scalable business while positioning I Synergy to capitalise on emerging opportunities within the global digital economy.

Appreciation

On behalf of the Board, I would like to extend my sincere appreciation to our management team, employees, partners, and shareholders for their continued support and confidence in the Company during this period of transition.

Your trust and commitment remain instrumental as we move forward. We look ahead with renewed focus and determination to drive the next phase of growth for I Synergy Group.



Dato Lawrence Teo Chee Hong
Executive Chairman

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I Synergy Group Limited

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Directors' Report

31 December 2025

The directors present their report, together with the financial statements of the Group, being I Synergy Group Limited (the Company) and its controlled entities (referred to hereafter as the "Consolidated Entity" or the "Group") for the financial year ended 31 December 2025.

Directors

The following persons were directors of the Company during the whole of the financial year and up to the date of this report, unless otherwise stated.

Dato Teo Chee Hong (Executive chairman)
Derrick De Souza (Non-executive director)
Heng Jee Meng (Managing director)
Jiayi Yu (Non-executive director) (Appointed on 24 January 2025)
Joshua Hunt (Non-executive director) (Resigned on 24 January 2025)
Dato Hoo Voon Him (Non-executive director) (Resigned on 11 March 2026)

Company Secretary

Louisa Ho

Principal activities

The Group primarily engages in offering affiliate marketing solutions to both advertisers and affiliates, operating within the digital marketplace. Additionally, we specialize in e-commerce services, blockchain and AI research and development, and serve as a solutions provider and software development entity, among other activities. There was no significant change in the nature of activities of the Group during the financial year.

Dividends

No dividend was recommended by the directors of the Company for the financial year.

Review of operations

During the past financial year, the Company experienced a slight decrease in revenue, with a decline of 15.68% compared to the previous year, dropping from AUD$960,404 to AUD$809,839, where the loss after taxation increased from AUD$279,904 in 2024 to AUD$431,089 in the current financial year. The decrease reflects the challenging market conditions the Group has been facing.

Despite these challenges, we've kept our operational costs low. Our strategy has been more defensive, focusing on maintaining stability rather than aggressive expansion during this tough period. Our team is working hard to develop strategies that will boost revenue while continuing to manage our expenses carefully. We're committed to finding new opportunities for growth without increasing our overheads.

Looking ahead, we are optimistic about the coming financial year and believe that our careful management and strategic planning will lead to better results.

Business risks

The Board and Management have identified the following specific risks relevant to the Company's current/on-going business and operations:

Competition and New Technologies

The industry in which the Consolidated entity is involved is subject to increasing domestic and global competition which is fast-paced and fast-changing. While the Consolidated entity will undertake all reasonable due diligence in its business decisions and operations, the Consolidated entity will have no influence or control over the activities or actions of its competitors, whose activities or actions may positively, or negatively affect the operating and financial performance of the Consolidated entity.

The Consolidated entity competes with other affiliate marketing companies who may introduce new products and services. While the Directors have no reason to believe that any of the Consolidated entity's products and services will become obsolete, if these new products and services are superior or perceived to be superior to the Consolidated entity's products and services, and if the Consolidated entity's is unable to offer these new products and services, then this may impact adversely on the Company's ability to compete in the market. Further expenditure on marketing and development may be required to make the Consolidated entity's products and services commercially viable.

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Business risks

Competition and New Technologies

Competitors may attempt to compete with the Consolidate entity directly through technological innovation, marketing, or price discounting. The Consolidated entity may fail to anticipate and adapt to technology changes or customer expectations.

Research and Development Risk

In order to maintain the Consolidated entity's competitive position in the market, the Consolidated entity will undertake research and development from time to time. The Consolidated entity considers R&D to be a key means by which it will sustain its market position and grow its business. There is a risk that despite significant time and expenditure being applied to R&D projects, certain projects may not result in an advancement of the Company's technology and products. There is no guarantee that the Consolidated entity's R&D projects will be successful or prove to be commercially viable. The failure of an R&D project could have a materially adverse impact on the Consolidated entity's operations and financial performance.

Faults with Products and Services

Because the Consolidated entity's products are technologically complex, errors or defects may be identified by the Consolidated entity or its customers which could harm the Consolidated entity's reputation and business. Technology-based products often contain undetected errors when first introduced or when new versions or enhancements are released.

Though the Consolidated entity provides support to clients and is continuously updating and improving its products, there is a risk that the products provided are faulty or do not perform as intended. The Consolidated entity has a strategy in place to ensure that such faults are resolved prior to being provided to the customer, but in instances where a fault still occurs it could adversely impact the Consolidated entity's brand and reputation.

Customers may need to engage with the Consolidated entity's customer service personnel in certain circumstances, such as if they have a question about its products or if there is a dispute. The Consolidated entity will continuously need to recruit and retain staff with interpersonal skills sufficient to respond appropriately to customer services requests. Poor customer service experiences may result in the loss of customers. If the Consolidated entity loses key customer service personnel or fails to provide adequate training and resources for customer service personnel, or if the computer systems relied on by customer service personnel are disrupted by technological failures, this could lead to adverse publicity, litigation, regulatory inquiries or a decrease in customers, all of which may negatively impact on the Consolidated entity's profitability.

International Operations

The Consolidated entity currently operates in Australia, Malaysia and Indonesia. The Consolidated entity will also consider expanding into other markets internationally in the future. Therefore, the Consolidated entity will be exposed to risks relating to operating in those countries. Many of these risks are inherent in doing business internationally, and will include, but are not limited to:

- Changes in the regulatory environment;
- Trade barriers or the imposition of taxes;
- Difficulties with staffing or managing any foreign operations;
- Issues or restrictions on the free transfer of funds;
- Technology export or import restrictions; and
- Delays in dealing across borders caused by customers or regulatory authorities

Acquisitions

The Consolidated entity may make acquisitions of, or significant investments in, companies, products, technologies and products that are complementary to its business. Any such future transactions are accompanied by the risks commonly encountered in making acquisitions of companies, products and technologies, such as integrating cultures and systems of operation, relocation of operations, short term strain on working capital requirements, achieving the sales and margins anticipated and retaining key staff and customer and supplier relationships.

Directors' Report

31 December 2025

Significant event occurring after reporting period

On 2 February 2026, the Company held an Extraordinary General Meeting ("EGM") at which shareholders approved the ratification of 22,500,000 shares issued under the April 2025 placement and the issuance of 5,000,000 shares to Dato' Hoo Voon Him in lieu of director's fees amounting to AUD$60,000.

On 3 February 2026, the Company allotted and issued 5,000,000 ordinary shares to Dato' Hoo Voon Him in settlement of the director's fees amounting to AUD$60,000.

On 11 March 2026, Dato Hoo Voon Him resigned as a director of the Company.

No other matters or circumstances have arisen since the end of the financial year which significantly affected or could significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

Environmental regulation

The Consolidated entity is not subject to any significant environmental regulation under the Australian Commonwealth or State law.

Information on directors

The names, qualifications, experience and special responsibilities of each person who has been a director during the year and to the date of this report are:

Name	Dato Teo Chee Hong
Title	Executive Chairman
Qualifications	Master of Business Administration
Experience and expertise	Dato' Teo is the esteemed founder of I Synergy, boasting an impressive tenure of over 16 years immersed in creative and strategic planning. With a specialised focus on seamlessly integrating affiliate marketing solutions into businesses, he has garnered a reputation as a visionary in the field. Dato' Teo's multifaceted expertise extends beyond affiliate marketing, as he serves as a distinguished Entrepreneur, Investor, Director and Advisor across numerous public and private enterprises.
Other current directorships in listed entities	Arris Holdings Berhad (NSX code: AR2)
Other directorships in listed entities held in the previous three years	N/A
Interest in shares	191,942,571 ordinary shares in the Company
Interests in options	1,380,000 unlisted incentive options exercisable at AUD$nil and expiring on 21 June 2026
Contractual rights to shares	N/A

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I Synergy Group Limited

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Directors' Report

31 December 2025

Information on directors

Name	Derrick De Souza
Title	Non-executive director
Qualifications	Bachelor of Accountancy, Diploma in Applied Finance and Investment of the Securities Institute of Australia, Post Graduate Diploma in Financial Services (Financial Planning), Certificate IV inWorkplace Training and Assessment, ASFA Certificate in Superannuation Management and associate member of CPA Australia.
Experience and expertise	Derrick has over 18 years' experience in business consulting in various capacities in accounting, Australian and international taxation, auditing, international banking, insurance, mergers and acquisitions, corporate restructuring for stock market listings, valuations and strategic planning and financial advisory.
Other current directorships in listed entities	Timah Resources Limited (ASX code: TML) and of Actcelerate International Group Ltd (NSX code: ACT)
Other directorships in listed entities held in the previous three years	N/A
Interest in shares	N/A
Interests in options	N/A
Contractual rights to shares	N/A

Name	Dato Hoo Voon Him
Title	Non-executive director
Qualifications	Bachelor of Arts in International Relations and Japanese
Experience and expertise	Dato' Hoo is a board member, venture capitalist, investor, corporate advisor, and a senior management executive with more than 20 years of experience working across continents (Asia, Australia, Europe, UK and US), managing portfolios across diverse industries such as information technology, finance, education and real estate.
Other current directorships in listed entities	VCI Global Limited (Nasdaq code: VCIG)
Other directorships in listed entities held in the previous three years	N/A
Interest in shares	9,000,000 ordinary shares
Interests in options	N/A
Contractual rights to shares	N/A

Name	Heng Jee Meng
Title	Managing director
Qualifications	Bachelor's (Hons) degree in IT Business with a Minor Management
Experience and expertise	Mr Heng is a technology executive with over 18 years of leadership experience in IT security, digital transformation, enterprise solutions and financial technology. He has successfully led enterprise IT transformations, AI-driven innovations, and fintech regulatory integrations, driving corporate growth and digital evolution across global markets.
Other current directorships in listed entities	N/A
Other directorships in listed entities held in the previous three years	N/A
Interest in shares	150,000,000 ordinary shares
Interests in options	N/A
Contractual rights to shares	N/A

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Directors' Report

31 December 2025

Information on directors

Name	Jiayi Yu
Title	Non-executive director
Qualifications	Bachelor of Com/Law, Master of Law and Executive Master of Business Administration
Experience and expertise	Jiayi Yu brings extensive experience in cross-border mergers and acquisitions, capital raising, property development management, and financing. Mr Yu was previously the Chief Executive Officer of an ASX listed mining company Anchor Resources Limited (ASX:AHR). As a practicing lawyer, he has worked for Norton Rose Fulbright in Beijing and Melbourne, Deacons and Maddocks Lawyers in Melbourne.
Other current directorships in listed entities	N/A
Other directorships in listed entities held in the previous three years	N/A
Interest in shares	N/A
Interests in options	N/A
Contractual rights to shares	N/A

Other current directorships' quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

Former directorships (last 3 years) quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

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Company Secretary

Louisa Ho
Ms Ho is a practicing corporate lawyer and has extensive experience working with ASX listed companies in corporate compliance and governance.

The number of meetings of the Company's Board of Directors ("the Board") held during the year ended 31 December 2025 and the number of meetings attended by each director were as follows:

	Board Meetings	
	Number eligible to attend	Number attended
Dato Teo Chee Hong	2	2
Derrick De Souza	2	1
Dato Hoo Voon Him	2	1
Heng Jee Meng	2	2
Jiayi Yu	2	2

Number of eligible to attend represents number of meetings held during the time the director held office. The Company does not hold separate Committee meetings, instead the duties and responsibilities of such Committees are assumed by the Board.

Remuneration report (audited)

This report, which forms part of the Directors' report, outlines the remuneration arrangements in place for the key management personnel ('KMP') for the consolidated entity for the financial year ended 31 December 2025. The information provided in this remuneration report has been audited as required by Section 308(3C) of the Corporations Act 2001.

The remuneration report details the remuneration arrangements for KMP who are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Company, directly or indirectly, including any Director (whether executive or otherwise) of the Company.

The remuneration report is set out under the followings headings:

- Principles used to determine the nature and the amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration

The objective of the consolidated entity's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders, and it is considered to conform to the market best practice for the delivery of reward. The Board of Directors ('the Board') ensures that executive reward satisfies the following key criteria for good reward governance practices:

- Competitiveness and reasonableness;
- Acceptability to shareholders;
- Performance linkage/alignment of executive compensation; and
- Transparency.

The role and responsibility of a remuneration committee are currently undertaken by the Board. The duties of the full board in its capacity as a remuneration committee are set out in the Company's Remuneration and Nomination Committee charter.

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Directors' Report

31 December 2025

Remuneration report (audited)

An executive remuneration framework has been structured, which is market competitive and complementary to the reward strategy of the consolidated entity.

The reward framework is designed to align executive reward to shareholders' interests. The Board have considered that it should seek to enhance shareholders' interests by:

- Having economic profit as a core component of plan design;
- Focusing on sustained growth in shareholder wealth, consisting of dividends and growth in share price, and delivering constant or increasing return on assets as well as focusing the executive on key non-financial drivers of value; and
- Attracting and retaining high calibre executives.

Additionally, the reward framework should seek to enhance executive's interests by:

- Rewarding capability and experience;
- Reflecting competitive reward and contribution to growth in shareholder wealth; and
- Providing a clear structure for earning rewards.

In accordance with best practice corporate governance, the structure of non-executive director and executive director remuneration is separate.

Non-executive director's remuneration

Fees and payments to non-executive directors reflect the demands and responsibilities of their role. Non-executive directors' fees and payments are reviewed annually by the Board, in its capacity as the Nomination and Remuneration Committee. The Board may, from time to time, receive advice from independent remuneration consultants to ensure non-executive directors' fees and payments are appropriate and in line with the market. The chairman's fees are determined independently to the fees of other non-executive directors based on comparative roles in the external market. The Chairman is not present at any discussions relating to the determination of their own remuneration.

ASX listing rules require the aggregate non-executive directors' remuneration be determined periodically by a general meeting.

Executive remuneration

The consolidated entity aims to reward executives based on their position and responsibility, with a level and mix of remuneration which has both fixed and variable components.

The executive remuneration and reward framework has four components:

- Base pay and non-monetary benefits;
- Short term performance incentives;
- Share-based payments; and
- Other remuneration such as superannuation and long service leave.

The combination of these comprises the executive's total remuneration.

Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Board, in its capacity as the Nomination and Remuneration Committee based on individual and business unit performance, the overall performance of the consolidated entity and comparable market remuneration.

Executives may receive their fixed remuneration in the form of cash or other fringe benefits (for example motor vehicle benefits) where it does not create any additional costs to the consolidated entity and provides additional value to the executive.

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Directors' Report

31 December 2025

Remuneration report (audited)

The short-term incentives ('STI') program is designed to align the targets of the business units with the performance hurdles of executives. STI payments are granted to executives based on specific annual targets and key performance indicators ('KPIs') being achieved. KPI's include profit contribution, customer satisfaction, leadership contribution and product management.

The long-term incentives ('LTI') include share-based payments. Shares are awarded to executives over a period of three years based on long-term incentive measures. These include increase in shareholders' value relative to the entire market and the increase compared to the consolidated entity's direct competitors.

Consolidated entity performance and link to remuneration

Remuneration for certain individuals is directly linked to the performance of the consolidated entity. A portion of cash bonus and incentive payments are dependent on sale revenue targets being met. The remaining portion of the cash bonus and incentive payments are at the discretion of the Board, in its capacity as the Nomination and Remuneration Committee.

Use of consultants

There was no use of a remuneration consultant during the financial year ended 31 December 2025.

Voting and comments made at the Company's 2024 Annual General Meeting ("AGM")

At the 2024 AGM, 100% of the votes received supported the adoption of the remuneration report for the year ended 31 December 2024. The company did not receive any specific feedback at the AGM regarding its remuneration practices.

Remuneration details for the year ended 31 December 2025

Amounts of remuneration

The following table of benefits and payment details, in respect to the financial year, the components of remuneration for each member of the key management personnel of the Group.

The key management personnel of the consolidated entity consist of the following directors of I Synergy Group Limited:

- Dato Teo Chee Hong - Executive Chairman
- Derrick De Souza - Non-executive Director
- Dato Hoo Voon Him - Non-executive Director
- Heng Jee Meng - Managing Director
- Jiayi Yu - Non-executive Director

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Directors' Report

31 December 2025

Remuneration report (audited)

Remuneration details for the year ended 31 December 2025

Table of benefits and payments

	Short term benefit Cash salary fees AUD$	Post employment Pension and superannuation AUD$	Total AUD$
2025			
Non-Executive Directors			
Derrick De Souza	30,000	-	30,000
Joshua Hunt	5,000	-	5,000
Dato Hoo Voon Him	30,000	-	30,000
Jiayi Yu	27,500	-	27,500
Executive Director			
Dato Teo Chee Hong (Chairman)	132,984	16,472	149,456
Heng Jee Meng (Managing Director)	33,532	-	33,532
	259,016	16,472	275,488
2024			
Non-Executive Directors			
Derrick De Souza *	65,000	-	65,000
Joshua Hunt *	50,000	-	50,000
Dato Hoo Voon Him	30,000	-	30,000
Executive Director			
Dato Teo Chee Hong (Chairman)	129,417	15,968	145,385
	274,417	15,968	290,385

*The above remuneration included unpaid amount from previous year.

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Remuneration report (audited)

The proportion of remuneration linked to performance and the fixed proportion are as follows:

The following table provides employment details of persons who were, during the financial year, members of key management personnel of the Group. The table also illustrates the proportion of remuneration that was performance based and the proportion of remuneration received in the form of options.

	Fixed remuneration		At risk-STI		At risk - LTI	
	2025	2024	2025	2024	2025	2024
Executive Chairman						
Dato Teo Chee Hong	100%	100%	-	-	-	-
Heng Jee Meng	100%	100%	-	-	-	-

Cash bonuses are dependent on meeting defined performance measures. The amount of the bonus is determined having regard to the satisfaction of performance measures and weightings as described above in the section 'Consolidated entity performance and link to remuneration'. The maximum bonus values are established at the start of each financial year and amounts payable are determined in the final month of the financial year by the Board in its capacity as the Nomination and Remuneration Committee.

Service Agreements

The remuneration and other terms of employment for key management personnel are formalised in the service agreements. Details of these agreements are as follows:

Name	**Dato Teo Chee Hong**
Title	**Executive chairman**
Date of agreement signed	25 August 2016
Commencement date	From date of listing
Terms of agreement	From the 1 February 2024 until termination of the agreement.
Details	Contract effective from 1 February 2024, an annual salary of AUD$120,000 inclusive of superannuation to be reviewed annually by the Board. 3-month termination notice by either party.

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Service Agreements

Name	**Derrick De Souza**
Title	**Non-executive Director**
Date of agreement signed	20 May 2020
Commencement date	20 May 2020
Terms of agreement	From the Commencement Date until termination of the agreement.
Details	Contract effective from 1 May 2024, monthly fee of AUD$2,500+GST to be paid in cash or share to be issued at a price to be agreed and to be reviewed annually by the Board. One month termination notice by either party.

Name	**Joshua Hunt**
Title	**Non-executive Director**
Date of agreement signed	1 April 2022
Commencement date	1 April 2022
Terms of agreement	From the Commencement Date until terminated on 24 January 2025.
Details	Contract effective from 1 May 2024, monthly fee of AUD$2,500+GST to be paid in cash or share to be issued at a price to be agreed and to be reviewed annually by the Board. One month termination notice by either party.

Name	**Dato Hoo Voon Him**
Title	**Non-executive Director**
Date of agreement signed	17 November 2024
Commencement date	17 November 2024
Terms of agreement	From the Commencement Date until termination of the agreement.
Details	Contract effective from 17 November 2024, monthly fee of AUD$2,500+GST to be paid in cash or share to be issued at a price to be agreed and to be reviewed annually by the Board. One month termination notice by either party.

Service Agreements

Name	**Heng Jee Meng**
Title	**Managing Director**
Date of agreement signed	5 December 2024
Commencement date	5 December 2024
Terms of agreement	From the Commencement Date until termination of the agreement.
Details	Contract effective from 5 December 2024, monthly fee of AUD$3,500+GST to be paid in cash or share to be issued at a price to be agreed and to be reviewed annually by the Board. One month termination notice by either party.

Service Agreements

Name	**Jiayi Yu**
Title	**Non-executive Director**
Date of agreement signed	24 January 2025
Commencement date	24 January 2025
Terms of agreement	From the Commencement Date until termination of the agreement.
Details	Contract effective from 24 January 2025, monthly fee of AUD$2,500+GST to be paid in cash or share to be issued at a price to be agreed and to be reviewed annually by the Board. One month termination notice by either party.

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

Share based compensation

Issue of shares
There were no shares issued to other directors and other key management personnel in the current financial year.

Options

No options granted as remuneration to those key management personnel and executives during the financial year:

Option values at grant date were determined using the Black-Scholes method.

All options were issued by I Synergy Group Limited and entitle the holder to ordinary shares in I Synergy Group Limited for each option exercised.

There have not been any alterations to the terms or conditions of any share based payment arrangements since the grant date.

	2025 No.	2024 No.
Balance at beginning of year	2,070,000	111,636,209
Lapsed	-	(109,566,209)
Balance at end of year	2,070,000	2,070,000

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Additional disclosures relating to key management personnel

Shareholding

The number of shares in the Company held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at beginning of year	On exercise of options	Other changes during the year	Balance at end of year
31 December 2025				
Ordinary shares				
Dato Teo Chee Hong	119,437,400	-	72,505,171	191,942,571
Derrick De Souza	-	-	-	-
Joshua Hunt*	392,972	-	(392,972)	-
Dato Hoo Voon Him	3,000,000	-	6,000,000	9,000,000
Heng Jee Meng	-	-	150,000,000	150,000,000
Jiayi Yu	-	-	-	-
	122,830,372	-	228,112,199	350,942,571
31 December 2024				
Ordinary shares				
Dato Teo Chee Hong	119,437,400	-	-	119,437,400
Derrick De Souza	-	-	-	-
Joshua Hunt	392,972	-	-	392,972
Dato Hoo Voon Him	15,000,000	-	(12,000,000)	3,000,000
Heng Jee Meng	-	-	-	-
	134,830,372	-	(12,000,000)	122,830,372

* Other changes reflect resignation as director in that financial year.

	Balance at beginning of year	Other changes during the year	Balance at end of year
31 December 2025			
Options			
Dato Teo Chee Hong	1,380,000	-	1,380,000
	1,380,000	-	1,380,000
31 December 2024			
Options			
Dato Teo Chee Hong	1,380,000	-	1,380,000
	1,380,000	-	1,380,000

Option holding

During the year ended 31 December 2025, no options were issued to Directors and other key management personnel, as stated above.

Other transactions with key management personnel and their related parties

During the financial year, payments for office rental of AUD$554 and consultancy fees of AUD$7,757 to VSYN Capital Sdn Bhd and office rental of AUD$8,127 to Platform Management Solutions Sdn Bhd (director related entity of Dato Teo Chee Hong) were made. All transactions were made on normal commercial terms and conditions and at market rates.

At 31 December 2025 there is an amount owing to Dato Teo Chee Hong amounting to AUD$206,273 (2024: AUD$597,493) which is inclusive of interest accrued in the year ended 31 December 2025 of AUD$Nil (2024: AUD$23,725) and loan outstanding to Dato Hoo Voon Him amounting to AUD$425,879 (2024: AUD$Nil) which is inclusive of interest accrued in the year ended 31 December 2025 of AUD$23,660 (2024: AUD$Nil).

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Additional information

	2025 AUD$	2024 AUD$	2023 AUD$	2022 AUD$	2021 AUD$
Revenue	809,839	960,404	1,043,413	1,535,523	1,912,131
EBITDA	(213,835)	(79,247)	(666,871)	(7,137,349)	(111,421)
EBIT	(276,762)	(249,409)	(883,919)	(7,713,676)	(359,571)
Loss after income tax	(314,485)	(279,904)	(903,862)	(7,743,998)	(1,262,181)

The factors that are considered to affect total shareholders return ('TSR') are summarised below:

	2025 AUD$	2024 AUD$	2023 AUD$	2022 AUD$	2021 AUD$
Share price at financial year end (AUD$)	0.06	0.01	0.01	0.03	0.06
Total dividends declared (cents per share)	-	-	-	-	-
Basic loss per share	(0.03)	(0.08)	(0.30)	(3.05)	(0.57)

END OF AUDITED REMUNERATION REPORT

Shares under option

The number of options exercisable as at the end of the reporting period was 2,070,000 (2024: 2,070,000) and have an exercise price of AUD$Nil (2024: AUD$Nil) and a remaining contractual life of approximately 18 months.0

Shares issued on the exercise of options

There were no shares issued on the exercise of options during the financial year ended 31 December 2025.

Indemnification and insurance of directors and officers

The Company has made an agreement indemnifying all the Directors and Officers of the Company against losses or liabilities incurred by each Director or Officer in their capacity as Directors or Officers of the Company to the extent permitted by the Corporations Act 2001. The indemnification specifically excludes willful acts of negligence. The policy prohibits the disclosure of the premium paid.

Indemnity and insurance of auditor

The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

Proceedings on behalf of company

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the company, or to intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

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Non-audit services

During the year, the Group's auditors performed certain other services in addition to the audit and review of the financial statements. The Board has considered the non-audit services provided during the year by the auditor and is satisfied that the provision of those non-audit services during the year by the auditor is compatible with, and did not compromise, the auditor independence requirements of the Corporations Act 2001 for the following reasons:

- All non-audit services were subject to the Corporate Governance procedures adopted by the Group; and
- The non-audit services provided do not undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants (including Independence Standards), as they did not involve reviewing or auditing the auditor's own work, acting in a management or decision making capacity for the Group, acting as an advocate for the Group or jointly sharing risks and rewards.

Details of the amounts paid to the auditor of the Group is set out below:

Amounts paid to In.Corp Audit & Assurance Pty Ltd and its related entities for:	2025 AUD$	2024 AUD$
- Audit or review of the financial report of the Group during the year	36,090	27,582
- Tax compliance services in relation to the Group	-	3,400
	36,090	**30,982**

Officers of the Company who are former partners of In.Corp Audit & Assurance Pty Ltd

There are no officers of the Company who are former partners of In.Corp Audit & Assurance Pty Ltd.

Auditor's independence declaration

The auditor's independence declaration in accordance with section 307C of the *Corporations Act 2001* for the year ended 31 December 2025 has been received and can be found on page of the financial report.

Corporate Governance Statement

The Company's directors and management are committed to conducting the business of the Group in an ethical manner and in accordance with the highest standards of corporate governance. The Company has adopted and has substantially complied with the ASX Corporate Governance Councils' Corporate Governance Principles and Recommendations (Fourth Edition) (Recommendations) to the extent appropriate to the size and nature of the Group's operations.

The Company has prepared a statement which sets out the corporate governance practices that were in operation throughout the financial year for the Company, identifies any Recommendations that have not been followed, and provides reasons for not following such Recommendations (Corporate Governance Statement).

In accordance with ASX Listing Rules 1.1 Condition 13, the Corporate Governance Statement will be available for review on the Company's website (www.isynergy.my) (the Website),and will be lodged together with an Appendix 4G with ASX at the same time that this Annual Report is lodged with ASX. The Appendix 4G will identify each Recommendation that needs to be reported against by the Company, and will provide shareholders with information as to where relevant governance disclosures can be found.

The Company's corporate governance policies and charters and policies are all available on the Website.

This director's report, incorporating the remuneration report, is signed in accordance with a resolution of the Board of Directors, pursuant to section 298(2)(a) of the *Corporations Act 2001*.

Director: .....

Dato' Teo Chee Hong

Dated this .....31.....day of .....March.....2026

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AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE *CORPORATIONS ACT 2001*

To the Directors of I Synergy Group Limited

I declare that, to the best of my knowledge and belief, in relation to the audit for the year ended 31 December 2025 there have been:

- no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in relation to I Synergy Group Limited and the entities it controlled during the year.

In.Corp Audit & Assurance Pty Ltd



Daniel Dalla
Director

Sydney, 31 March 2026

In.Corp Audit & Assurance Pty Ltd
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I Synergy Group Limited

ACN 613 927 361

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the Year Ended 31 December 2025

	Note	2025 AUD$	2024 AUD$
Revenue	5	809,839	960,404
Cost of sales		(136,727)	-
Gross profit		673,112	960,404
Other income	5	25,628	81,643
Selling and distribution expenses		(23,272)	(15,158)
Administrative expenses		(893,780)	(1,031,528)
Finance costs		(212,682)	(274,884)
Loss before income tax	6	(430,994)	(279,523)
Income tax expense	7	(95)	(381)
Loss after income tax for the year		(431,089)	(279,904)
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
Foreign currency translation differences		(81,589)	(304,726)
Total comprehensive income for the financial year		(512,678)	(584,630)
Loss attributable to:			
Members of the parent entity		(430,813)	(278,663)
Non-controlling interest		(276)	(1,241)
		(431,089)	(279,904)
Total comprehensive income attributable to:			
Members of the parent entity		(512,402)	(583,389)
Non-controlling interest		(276)	(1,241)
		(512,678)	(584,630)
		Cents	**Cents**
Basic and diluted loss per share (cents)	8	(0.03)	(0.08)

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I Synergy Group Limited

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Consolidated Statement of Financial Position
As At 31 December 2025

	Note	2025 AUD$	2024 AUD$
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	9	546,360	39,644
Other assets	10	72,481	79,588
Current tax receivables		3,213	94,575
TOTAL CURRENT ASSETS		622,054	213,807
NON-CURRENT ASSETS			
Plant and equipment	12	6,901	9,221
Right-of-use assets	13	2,956	7,809
Development costs	14	-	52,955
TOTAL NON-CURRENT ASSETS		9,857	69,985
TOTAL ASSETS		631,911	283,792
LIABILITIES			
CURRENT LIABILITIES			
Other liabilities	15	478,652	408,971
Convertible notes	16	-	600,000
Amount due to Directors	17	632,151	597,493
Lease liabilities	18	3,064	4,909
Deferred revenue	19	377,523	647,912
TOTAL CURRENT LIABILITIES		1,491,390	2,259,285
NON-CURRENT LIABILITIES			
Lease liabilities	18	-	2,982
Deferred revenue	19	142,453	506,173
TOTAL NON-CURRENT LIABILITIES		142,453	509,155
TOTAL LIABILITIES		1,633,843	2,768,440
NET LIABILITIES		(1,001,932)	(2,484,648)
EQUITY			
Issued capital	20	10,965,970	8,970,576
Merger reserve	21(a)	(1,042,123)	(1,042,123)
Foreign currency translation reserve	21(b)	(390,815)	(309,226)
Option reserve	21(c)	3,067,709	3,067,709
Retained earnings		(13,602,673)	(13,209,095)
Total equity attributable to equity holders of the Company		(1,001,932)	(2,522,159)
Non-controlling interest		-	37,511
TOTAL EQUITY		(1,001,932)	(2,484,648)

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The accompanying notes form part of these financial statements.

I Synergy Group Limited

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Consolidated Statement of Changes in Equity

For the Year Ended 31 December 2025

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	Issued Capital	Retained Earnings	Foreign Currency Translation Reserve	Option Reserve	Merger Reserve	Non-controlling Interest	Total
	AUD$	AUD$	AUD$	AUD$	AUD$	AUD$	AUD$
Balance 1 January 2024	8,507,751	(12,930,432)	(4,500)	3,067,709	(1,042,123)	38,752	(2,362,843)
Loss attributable to members of the parent entity	-	(278,663)	-	-	-	-	(278,663)
Loss attributable to non-controlling interests	-	-	-	-	-	(1,241)	(1,241)
Foreign currency translation differences	-	-	(304,726)	-	-	-	(304,726)
Transactions with owners in their capacity as owners							
Shares issued during the year, net of share issue costs	462,825	-	-	-	-	-	462,825
Balance at 31 December 2024	8,970,576	(13,209,095)	(309,226)	3,067,709	(1,042,123)	37,511	(2,484,648)
Balance 1 January 2025	8,970,576	(13,209,095)	(309,226)	3,067,709	(1,042,123)	37,511	(2,484,648)
Loss attributable to members of the parent entity	-	(430,813)	-	-	-	-	(430,813)
Loss attributable to non-controlling interest	-	-	-	-	-	(276)	(276)
Derecognition of non-controlling interest	-	37,235	-	-	-	(37,235)	-
Foreign currency translation differences	-	-	(81,589)	-	-	-	(81,589)
Transactions with owners in their capacity as owners							
Shares issued during the year, net of share issue costs	1,995,394	-	-	-	-	-	1,995,394
Balance at 31 December 2025	10,965,970	(13,602,673)	(390,815)	3,067,709	(1,042,123)	-	(1,001,932)

The accompanying notes form part of these financial statements.

I Synergy Group Limited

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Consolidated Statement of Cash Flows
For the Year Ended 31 December 2025

	Note	2025 AUD$	2024 AUD$
CASH FLOWS FROM OPERATING ACTIVITIES:			
Receipts from customers		144,859	8,515
Payments to suppliers and employees		(889,694)	(861,355)
Finance costs		(37,628)	(24,884)
Income taxes refund/(paid)		91,362	(2,270)
Net cash used in operating activities	9	(691,101)	(879,994)
CASH FLOWS FROM INVESTING ACTIVITIES:			
Purchase of plant and equipment		(3,786)	-
Net cash used in investing activities		(3,786)	-
CASH FLOWS FROM FINANCING ACTIVITIES:			
Proceeds from convertible notes		-	700,000
Proceeds from issue of shares, net of share issue costs		1,206,648	100,000
Repayment of lease liabilities		(5,045)	(7,375)
Net cash provided by financing activities		1,201,603	792,625
Net increase/(decrease) in cash and cash equivalents held		506,716	(87,369)
Cash and cash equivalents at beginning of financial year		39,644	127,013
Cash and cash equivalents at end of financial year	9	546,360	39,644

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The accompanying notes form part of these financial statements.

Notes to the Financial Statements
For the Year Ended 31 December 2025

1. General information

The Company is a public company limited by shares and is incorporated under the Corporations Act 2001. The domicile of the Company is Australia. The registered office and principal place of business are as follows:-

Registered office	24-26 Kent Street Millers Point NSW 2000
Principal places of business	Unit 12-12, Tower A, The Vertical Business Suite Bangsar South 59200 Kuala Lumpur Malaysia
	DBS Bank Tower 28 Floor Unit 2820-2821 Ciputra World One Jalan Prof. Dr.Satrio Kav 3.-5 Jakarta Selatan 12940 Indonesia
	Level 9, 505 Little Collins Street Melbourne VIC 3000 Australia
	Trinity Chambers, PO Box 4301 Road Town, Tortola British Virgin Islands

Each of the entities within the Group prepare their financial statements based on the currency of the primary economic environment in which the entity operates (functional currency). The consolidated financial statements are presented in Australian dollars which is the parent entity's functional and presentation currency.

The financial report were authorised for issue by the Board of Directors in accordance with a resolution of the directors dated 31 March 2026.

Comparatives are consistent with prior years, unless otherwise stated.

2. Basis of Preparation

The financial statements are general purpose financial statements that have been prepared in accordance with the Australian Accounting Standards and the *Corporations Act 2001.*

The financial statements of the Group are prepared under the historical cost convention and modified to include other bases of valuation as disclosed in other sections under material accounting policies, and in compliance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board. They also comply with International Financial Reporting Standards.

These financial statements comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

The financial statements have been prepared on an accruals basis and are based on historical costs modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

Material accounting policies adopted in the preparation of these financial statements are presented below and are consistent with prior reporting periods unless otherwise stated.

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Notes to the Financial Statements
For the Year Ended 31 December 2025

2. Basis of Preparation

New or amended Accounting Standards and Interpretations adopted

The Group has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period. The adoption of the new or amended Accounting Standards and Interpretations (including the consequential amendments, if any) did not have any material impact on the Group's financial statements.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Going concern basis

The directors have prepared the financial report of the Group on a going concern basis, which assumes the continuity business activities and the realisation of assets and settlement of liabilities in the ordinary course of business.

During the year ended 31 December 2025, the Group incurred a loss of AUD$431,089 (2024: loss AUD$279,904) and had deficiency in net assets of AUD$1,001,932 (2024: deficiency AUD$2,484,648). These conditions indicate the existence of a material uncertainty that may cause doubt about the Group's ability to continue as going concern.

In the Directors' opinion there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable, taking into consideration capital raising initiatives, expansion of sales channels, and the Group's financial position.

In view of the above, the financial statements of the Group do not include any adjustments relating to recoverability and classification of recorded asset amounts or to additional amounts and classification of liabilities that may be necessary should the aforesaid plans not be forthcoming or successfully implemented.

3. Summary of Material Accounting Policy Information

3.1. Basis for consolidation

The consolidated financial statements include the financial position and performance of controlled entities from the date on which control is obtained until the date that control is lost.

Subsidiaries are entities controlled by the Group. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Potential voting rights are considered when assessing control only when such rights are substantive. The Group also considers it has de facto power over an investee when, despite not having the majority of voting rights, it has the current ability to direct the activities of the investee that significantly affect the investee's return.

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Notes to the Financial Statements
For the Year Ended 31 December 2025

3. Summary of Material Accounting Policy Information

3.1. Basis for consolidation

Intragroup assets, liabilities, equity, income, expenses and cashflows relating to transactions between entities in the consolidated entity have been eliminated in full for the purpose of these financial statements. Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Where necessary, adjustments are made to the financial statements of subsidiaries to ensure consistency of accounting policies with those of the Group.

Appropriate adjustments have been made to a controlled entity's financial position, performance and cash flows where the accounting policies used by that entity were different from those adopted by the consolidated entity.All controlled entities have a December financial year end.

A list of controlled entities is contained in Note 11 to the financial statements.

Merger Accounting for Common Control Business Combinations.

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 or parties both before and after the business combination, and that control is not transitory.

The financial statements have been prepared using merger accounting principles. This method has been used on the basis that the business combination involving the entities in the Group involves entities under common control. Consequently, the requirement of AASB 3 – Business Combinations, has not been applied.

Under the merger accounting principles, the acquirer accounts for the combination as follows:

- The assets and liabilities of the combining entities are recorded at their carrying amounts reported in the combined financial statements and not at fair value;
- Intangible assets and contingent liabilities are only recognised to the extent that they were recognised by the acquiree in accordance with applicable AASB's;
- No goodwill is recorded. The difference between the acquirer's cost of investment and the acquiree's equity is presented separately as reserves (merger reserves);
- Any expenses of the combination are written off immediately in profit and loss; and
- Comparatives are presented as if the entities had always been combined since the date the entities had come under common control.

3.2. Functional and foreign currency transactions and balances

a) Functional and Presentation Currency

The individual financial statements of each entity in the Group are presented in the currency of the primary economic environment in which the entity operates, which is the functional currency.

For the purposes of the Financial Statements, the presentation currency used is Australian Dollars.

b) Foreign currency transactions and balances

Transactions in foreign currencies are converted into the respective functional currencies on initial recognition, using the exchange rates at the transaction dates. Monetary assets and liabilities at the end of the reporting period are translated at the exchange rates ruling as of that date. Non-monetary assets and liabilities are translated using exchange rates that existed when the values were determined. All exchange differences are recognised in profit or loss.

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3. Summary of Material Accounting Policy Information

3.2 Functional and foreign currency transactions and balances

c) Foreign operations

Assets and liabilities of foreign operations (including any goodwill and fair value adjustments arising on acquisition) are translated to the Group's presentation currency at the exchange rates at the end of the reporting period. Income, expenses and other comprehensive income of foreign operations are translated at exchange rates at the dates of the transactions. All exchange differences arising from translation are taken directly to other comprehensive income and accumulated in equity; attributed to the owners of the Company and non-controlling interests, as appropriate.

On the disposal of a foreign operation (i.e. a disposal of the Group's entire interest in a foreign subsidiary, or a partial disposal involving loss of control over a subsidiary that includes a foreignoperation, or a partial disposal of an interest in an associate that includes a foreign operation of which the retained interest becomes a financial asset), all of the exchange differences accumulated in equity in respect of that foreign operation attributable to the owners of the Company are reclassified to profit or loss as part of the gain or loss on disposal. The portion that related to non-controlling interests is derecognised but is not reclassified to profit or loss.

In the consolidated financial statements, when settlement of an intragroup loan is neither planned nor likely to occur in the foreseeable future, the exchange differences arising from translating such monetary item are considered to form part of a net investment in the foreign operation and are recognised in other comprehensive income.

3.3 Research and development expenditure

Research expenditure is recognised as an expense when it is incurred.

Development expenditure is recognised as an expense except that costs incurred on development projects are capitalised as non-current assets to the extent that such expenditure is expected to generate future economic benefits. Development expenditure is capitalised if, and only if, an entity can demonstrate all of the following:

- its ability to measure reliably the expenditure attributable to the asset under development;
- the product or process is technically and commercially feasible;
- its future economic benefits are probable;
- its intention to complete the ability to use or sell the developed asset; and
- the availability of adequate technical, financial and other resources to complete the asset underdevelopment.

Capitalised development expenditure is measured at cost less accumulated amortisation and impairment losses, if any. Development expenditure initially recognised as an expense is not recognised as assets in the subsequent period.

The development expenditure is amortised on a straight-line method over a period of 5 years when the products are ready for sale or use. In the event that the expected future economic benefits are no longer probable of being recovered, the development expenditure is written down to its recoverable amount.

The amortisation method, useful life and residual value are reviewed, and adjusted if appropriate, at the end of each reporting period.

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3. Summary of Material Accounting Policy Information

3.4 Related parties

A party is related to an entity (referred to as the 'reporting entity') if:

a) A person or a closer member of that person's family is related to a reporting entity if that person:

i. has control or joint control over the reporting entity;
ii. has significant influence over the reporting entity; or
iii. is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the reporting entity.

b) An entity is related to a reporting entity if any of the following conditions apply:

i. The entity and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
ii. One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group which the other entity is a member).
iii. Both entities are joint ventures of the third party.
iv. One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
v. The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity.
vi. The entity is controlled or jointly controlled by a person identified in (a) above.
vii. A person identified in (a)(i) above has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
viii. The entity, or any member of a group of which it is a part, provides key management personnel services to the reporting entity or to the parent of the reporting entity.

Related parties also include key management personnel defined as those persons having authority and responsibility for planning, directing and controlling the activities of the reporting entity either directly or indirectly, including any director (whether executive or otherwise) of that entity.

3.5 Revenue and other income

3.5.1 Revenue from contracts with customers

Revenue which represents income arising in the course of the Group's ordinary activities is recognised by reference to each distinct performance obligation promised in the contract with customer when or as the Group transfers the control of the goods or services promised in a contract and the customer obtains control of the goods or services. Depending on the substance of the respective contract with customer, the control of the promised goods or services may transfer over time or at a point in time.

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3. Summary of Material Accounting Policy Information

3.5 Revenue and other income

3.5.1 Revenue from contracts with customers

At the inception of each contract with customer, the Group assesses the contract to identify distinct performance obligations, being the units of account that determine when and how revenue from the contract with customer is recognised. A performance obligation is a promise to transfer a distinct good or service (or a series of distinct goods or services that are substantially the same and that have the same pattern of transfer) to the customer that is explicitly stated in the contract and/or implied in the Group's customary business practices. A good or service is distinct if:

i. the customer can either benefit from the good or service on its own or together with the readily available resources; and

ii. the good or service is separately identifiable from other promises in the contract (e.g., the good or service is not integrated with, or significantly modify, or highly interrelated with, other goods or service promised in the contract).

If a good or service is not distinct, the Group combines it with other promised goods or services until the Group identifies a distinct performance obligation consisting a distinct bundle of goods or services.

Revenue is measured at the amount of consideration to which the Group expects to be entitled in exchange for transferring the promised goods or services to the customers, excluding amounts collected on behalf of third parties such as sales and service taxes or goods and services taxes. If the amount of consideration varies due to discounts, rebates, refunds, credits, incentives, performance bonuses, penalties or other similar items, the Group estimates the amount of consideration that it expects to be entitled based on the expected value or the most likely outcome but the estimation is constrained up to the amount that is highly probable of no significant reversal in the future. If the contract with customer contains more than one distinct performance obligation, the amount of consideration is allocated to each distinct performance obligation based on the relative stand-alone selling prices of the goods or services promised in the contract. If a standalone selling prices is not directly observable, the Group will need to estimate it using adjusted market assessment approach, expected cost plus a margin approach and residual approach.

The consideration allocated to each performance obligation is recognised as revenue when or as the customer obtains control of the goods or services. At the inception of each contract with customer, the Group determines whether control of the goods or services for each performance obligation is transferred over time or at a point in time.

Control over the goods or services are transferred over time and revenue is recognised over time if:

i. the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;

ii. the Group's performance creates or enhances a customer-controlled asset; or

iii. the Group's performance does not create an asset with alternative use and the Group has a right to payment for performance completed to date.

Revenue for performance obligation that is not satisfied over time is recognized at the point in time at which the customer obtains control of the promised goods or services.

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3. Summary of Material Accounting Policy Information

3.5 Revenue and other income

3.5.1 Revenue from contracts with customers

Specific revenue recognition criteria for each of the Group's activities are as described below.

i. Revenue from licence right to access

The licence arrangement gives the affiliates the right to access the platform services as it exists over certain period of time granted under the contract. The Group's performance obligation during the licensed period is provision of affiliate management services such as monitoring of transaction traffic conducted by referred customer and, coordination and execution of compensation payment of program fee to affiliate based on affiliates' program performance incentive terms and to customer based on affiliate program incentive.

Deferred revenue is the licence fee received upfront and allocated to performance obligations in respect of software platform licences that are unsatisfied as at the end of the reporting period.

Licences that provide access are performance obligations satisfied over time and, therefore, deferred revenue is recognised over the license period

ii. Revenue from technology and lease agreement

Revenue from technology and lease services is recognized over time based on arrangements for the provision of integrated services, including custom software development, AI model deployment and maintenance, and AI cloud infrastructure.

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Notes to the Financial Statements
For the Year Ended 31 December 2025

3. Summary of Material Accounting Policy Information

3.6 Earnings per share

a) Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the company by the weighted average number of ordinary shares outstanding during the year.

b) Diluted earnings per share

Diluted earnings per share adjusts the basic earnings per share to take into account the after tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

3.7 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options which vest immediately are recognised as a deduction from equity, net of any tax effects.

4. Critical Accounting Estimates and Judgments

Key estimates – fair value of financial instruments

The Group had convertible notes which were measured at fair value. Where fair value has not able to be determined based on a quoted price, an alternative valuation approach is used. The inputs to the adopted approach are observable, where possible, however these techniques involve significant estimates and judgements and therefore fair value of the instruments could be affected by changes in these assumptions and inputs.

Key estimates - revenue recognition

When determining the nature, timing and amount of revenue to be recognised, the following critical estimates and judgements were applied and are considered to be those that have the most significant effect on revenue recognition.

Timing of satisfaction of Performance Obligations

The timing of revenue recognition will be subject to significant judgement, especially when the entity receives non-refundable upfront fees. Not all the indicators for transfer of control need to be present for an entity to conclude that it has transferred control to its customer. Significant judgment is required to determine if control has been transferred. For any licensing arrangements an entity needs to exercise significant judgement when determining whether the licence is a separate performance obligation within the contract and the appropriate timing of revenue recognition from such licences.

Assessment of performance obligations must be made at contract inception. Significant judgement is required when assessing the 'distinct' criteria for a promised good/service, especially in relation to determining whether the good/service is 'distinct within the context of the contract'. An entity needs to carefully assess whether there are any implied promises in the contract as implied promises can lead to revenue deferral until the implied promise to transfer the good/service is met. Only those activities performed by an entity that result in the transfer of a good or service to a customer can give rise to a separate performance obligation. In some circumstances a careful analysis of activities is required to determine whether a separate performance obligation exists or whether the activity is part of delivering a performance obligation

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Notes to the Financial Statements
For the Year Ended 31 December 2025

5. Revenue and other Income

5.1 Revenue

	2025 AUD$	2024 AUD$
Revenue recognised overtime		
- Licence right to access	665,916	960,404
Revenue recognised at a point in time		
- Technology services	143,923	-
Total revenue	809,839	960,404

5.2 Other income

Interest income	138	392
Other income	25,490	81,251
Total other income	25,628	81,643

6. Loss before income tax

The result for the year includes the following specific expenses:

	2025 AUD$	2024 AUD$
Amortisation of development costs	54,414	155,260
Audit fees	50,881	42,148
Depreciation of plant and equipment	3,637	5,698
Depreciation of right-of-use assets	5,068	9,964
Deposits forfeited	1,797	-
Directors' remuneration:		
- Salaries, bonuses and allowances	303,344	317,556
- Defined contribution plan	16,472	15,968
Loss on fair value of convertible notes	175,054	250,000
Plant and equipment written off	2,490	-
Interest expense on financial liability not at FVTPL:		
- Lease liabilities	275	1,159
- Others	37,353	23,725
Rental of equipment	43	940
Rental of premises (short term)	8,681	11,817
Staff costs:		
- Salaries, bonuses, commissions and allowances	107,643	82,072
- Defined contribution plant	11,477	10,454
- Others	5,421	12,242
Interest income on financial assets that are:		
- at FVTPL	(138)	(392)

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7. Income Tax Expense

(a) The major components of tax expense comprise:

	2025 AUD$	2024 AUD$
Current tax expense:		
- Current year	95	381

(b) Reconciliation of income tax to accounting loss:

	2025 AUD$	2024 AUD$
Loss before income tax	(430,994)	(279,523)
Tax at statutory tax rate	(103,438)	(67,085)
Tax effect of:		
- Non-deductible expenses	103,533	67,466
Income tax expense for the financial year	95	381

8. Earnings per share

(a) Reconciliation of earnings to profit or loss from continuing operations.

	2025 AUD$	2024 AUD$
Loss after income tax	(431,089)	(279,904)
Loss attributable to non-controlling equity interests	276	1,241
Loss after taxation attributable to the owners of the parent	(430,813)	(278,663)

(b) Weighted average number of ordinary shares outstanding during the year used in calculating basic per share.

	2025 AUD$	2024 AUD$
Weighted average number of ordinary shares outstanding during the year used in calculating basic earnings per share	1,055,941,429	340,149,075
	Cents	**Cents**
Basic and diluted loss per share	(0.03)	(0.08)

9. Cash and cash equivalents

	2025 AUD$	2024 AUD$
Cash at bank and in hand	546,360	39,644

9. Cash and cash equivalents

	2025 AUD$	2024 AUD$
Reconciliation of net cash used in operating activities:		
Loss before income tax	(430,994)	(279,523)
Adjustment for:		
Amortisation of development cost	54,414	155,260
Deposits forfeited	1,797	-
Depreciation of plant and equipment	3,637	5,698
Depreciation of right-of-use assets	5,068	9,964
Loss on fair value of convertible notes	175,054	250,000
Foreign exchange (gain)/losses	(36,513)	(291,216)
Plant and equipment written-off	2,490	-
Operating loss before working capital changes	(225,047)	(149,817)
Deferred revenue	(634,109)	(724,448)
Decrease in receivables	7,101	2,892
Increase/(Decrease) in payables	69,592	(6,351)
Decrease/(Increase) income taxes receivable	91,362	(2,270)
Net cash used in operating activities	(691,101)	(879,994)

10. Other assets

	2025 AUD$	2024 AUD$
Other receivables	532	518
Deposits	61,678	63,888
Prepayments	10,271	15,182
Total other assets	72,481	79,588

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11. Interests in controlled entities

Details of the subsidiaries are as follows:

	Principal place of business/Country of incorporation	Percentage owned (%) 2025	Percentage owned (%) 2024
I Synergy (Singapore) Pte. Ltd. ("ISS")	Singapore	100	100
ISG Technologies Ltd. ("ISGT")	BVI	100	-
Held by ISS			
I Synergy Consolidated Sdn. Bhd. ("ISC")	Malaysia	100	100
PT Innovatif Sinergi International ("PTISI")	Indonesia	100	100
Held by ISC			
Wyde Global Sdn. Bhd. ("WG")	Malaysia	100	100
I Synergy Universal Sdn. Bhd. ("ISU")	Malaysia	100	70
I Synergy Edutech Sdn. Bhd. ("ISE")	Malaysia	100	100
Ocean Nexus Sdn. Bhd. ("ONSB")	Malaysia	100	100

*The percentage of ownership interest held is equivalent to the percentage of voting rights for all subsidiaries.

Non-controlling interests

	Effective equity interests			
	2025 %	2024 %	2025 AUD$	2024 AUD$
I Synergy Universal Sdn. Bhd. ("ISU")	100	70	-	37,511

During the year, the company acquired the remaining 30% interest in I Synergy Universal Sdn. Bhd. for a nominal consideration of AUD$1.

12. Plant and equipment

	2025 AUD$	2024 AUD$
Computer equipment		
At cost	32,467	35,405
Accumulated depreciation	(25,566)	(26,184)
Total computer equipment	6,901	9,221
Total plant and equipment	6,901	9,221

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12. Plant and equipment (Continued)

(a) Movements in carrying amounts of plant and equipment

Movement in the carrying amounts for each class of plant and equipment between the beginning and the end of the current financial year:

	Office Equipment AUD$	Computer Equipment AUD$	Total AUD$
Year ended 31 December 2025			
Balance at the beginning of year	-	9,221	9,221
Additions	388	3,398	3,786
Written-off	-	(2,490)	(2,490)
Depreciation expense	(36)	(3,601)	(3,637)
Foreign exchange translation differences	-	21	21
Balance at the end of the year	352	6,549	6,901

	Office Equipment AUD$	Computer Equipment AUD$	Total AUD$
Year ended 31 December 2024			
Balance at the beginning of year	-	13,445	13,445
Depreciation expense	-	(5,698)	(5,698)
Foreign exchange translation differences	-	1,474	1,474
Balance at the end of the year	-	9,221	9,221

13. Right of use assets

	Office premises AUD$	Motor vehicles AUD$	Total AUD$
Year ended 31 December 2025			
Balance at beginning of year	7,809	-	7,809
Depreciation charge	(5,068)	-	(5,068)
Foreign exchange translation differences	215		215
Balance at end of year	2,956	-	2,956
Year ended 31 December 2024			
Balance at beginning of year	-	57,967	57,967
Addition	9,864	-	9,864
Depreciation charge	(2,055)	(7,909)	(9,964)
Derecognition due to lease termination	-	(50,058)	(50,058)
Balance at end of year	7,809	-	7,809

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13. Right of use assets (Continued)

The Group leases various office premises and motor vehicles of which the leasing activities are summarised below:-

Office premises	The Group has leased an office premise of 2 years, with an option to renew the lease after that date.
Motor vehicles	The Group has leased its motor vehicles under hire purchase arrangements. The lease are secured by the leased assets. The Group sold its motor vehicle during the financial year.

14. Development costs

	2025 AUD$	2024 AUD$
Cost		
Balance at beginning of year	903,971	812,572
Foreign currency translation differences	24,913	91,399
Balance at end of year	928,884	903,971
Accumulated amortisation		
Balance at beginning of year	(851,016)	(627,591)
Amortisation during the financial year	(54,414)	(155,260)
Foreign currency translation differences	(23,454)	(68,165)
Balance at end of year	(928,884)	(851,016)
Carrying value at end of year	-	52,955

The development costs are in respect of the software development of the affiliate marketing solutions and other related services.

15. Other liabilities

	2025 AUD$	2024 AUD$
Other payables	303,179	313,202
Accruals	175,473	95,769
Total other liabilities	478,652	408,971

Included in other payables and accruals of the Group is commission payable to affiliates and directors fees amounting to approximately AUD$265,456 and AUD$112,500 (2024: AUD$258,336 and AUD$62,500) respectively.

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Notes to the Financial Statements

For the Year Ended 31 December 2025

16. Convertible notes

In April 2024, the Company entered into convertible note agreements for the issuance of seven (7) convertible notes to the value of $700,000 to raise funds for working capital. The notes are unsecured, interest-bearing at 2% per annum and were approved by Shareholders at the General Meeting held on 6 March 2024.

Key terms and conditions:
- Each note has a face value of $100,000;
- Maturity date is 22 April 2025;
- Convert into Ordinary Shares of the Company based on the 15-day VWAP of the Shares immediately prior to conversion;
- Interest at 2% per annum from each drawdown.
- Shares issued the upon conversion will be subject to voluntary escrow for 90-days following allotment.

In accordance with AASB 9 *Financial Instruments*, a contract that contains one or more embedded derivatives can be accounted for in its entirety at fair value through profit or loss. Under this approach:
- All transaction costs are expensed immediately;
- Changes in fair value due to changes in credit risk are recognised in other comprehensive income; and
- All other changes in the fair value of the convertible note will be recognised in profit or loss.

Since the convertible notes on issue contain an embedded derivative in accordance with AASB 9 the directors have not separately accounted for the embedded derivative and instead have elected to record the entire convertible note at fair value through profit or loss

	The Group	
	2025	**2024**
	AUD$	**AUD$**
Cost		
Balance at beginning of year	600,000	-
Addition	-	700,000
Conversion to ordinary shares	(600,000)	(100,000)
Balance at end of year	-	600,000

17. Amount due to Directors

The amount due to Dato Teo Chee Hong and Dato Hoo Voon Him, amounting to AUD$206,273 and AUD$425,878 respectively, is unsecured, has no fixed terms of repayment and bears interest at 6.50%.

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Notes to the Financial Statements
For the Year Ended 31 December 2025

18. Lease liabilities

	2025 AUD$	2024 AUD$
Balance at beginning of year	7,891	65,713
Addition	-	9,864
Repayment of principal	(5,045)	(7,375)
Derecognition due to lease termination	-	(71,381)
Foreign currency translation differences	218	11,070
Balance at end of year	3,064	7,891
Classified as:		
Current liabilities	3,064	4,909
Non-current liabilities	-	2,982
	3,064	7,891

19. Deferred Revenue

	2025 AUD$	2024 AUD$
Current		
License right to access	377,523	647,912
	377,523	647,912
Non-current		
License right to access	142,453	506,173
	142,453	506,173

Deferred revenue represents the amount of transaction price received upfront and allocated to performance obligations in respect of software platform licences that are unsatisfied as at the end of the reporting period.

The software platform license provides for the rights to access the Group's affiliate marketing system as it exists throughout the licensed period. Licences that provide access are performance obligations satisfied over a certain period of time (between 3 years to 10 years) and, therefore, deferred revenue is recognised over that licensed period.

	2025 AUD$	2024 AUD$
Deferred revenue balance at the beginning of the financial year		
recognised as revenue	665,916	960,404

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Notes to the Financial Statements

For the Year Ended 31 December 2025

19. Deferred Revenue

The following table shows revenue expected to be recognised in the future related to performance obligation that are unsatisfied (or partially satisfied) at the reporting date:

	2025 AUD$	2024 AUD$
Financial year ending 31 December 2025	-	647,912
Financial year ending 31 December 2026	377,523	367,541
Financial year ending 31 December 2027	122,612	119,323
Financial year ending 31 December 2028	19,841	19,309
	519,976	1,154,085

20. Issued capital

	2025 AUD$	2024 AUD$
Issued capital		
Balance at beginning of year	8,970,576	8,507,751
Issuance by cash	1,281,460	100,000
Issuance by way of settlement of outstanding liabilities	-	12,825
Issuance by convertible note	788,748	350,000
Capital raising costs	(74,814)	-
Balance at end of year	10,965,970	8,970,576

	2025 No.	2024 No.
Ordinary shares		
Balance at beginning of year	376,217,781	304,080,368
Issuance of shares	1,359,447,296	72,137,413
Balance at end of year	1,735,665,077	376,217,781

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

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Notes to the Financial Statements
For the Year Ended 31 December 2025

21. Reserves

a. Merger reserve

The merger reserve relates to the subsidiaries which were consolidated under the merger method of accounting. The merger reserve arose from the difference between the nominal value of shares issued for the acquisition of subsidiaries and the nominal value of shares acquired.

b. Foreign currency translation reserve

The foreign exchange translation reserve arose from the translation of the financial statements of the foreign subsidiaries.

c. Option reserve

This option reserve represents the equity-settled option granted to employees, directors and shareholders. The reserve is made up of the cumulative value over the vesting period commencing from the grant date of equity-settled option and is reduced by the expiry or exercise of the options.

The Group provides benefits to employees and directors of the Group in the form of share-based payments, whereby the employees and directors render services in exchange for share options and performance rights over shares. The total equity-settled share-based payment expense for the financial year was AUD$Nil (2024: AUD$Nil).

No person to whom the share option and performance rights has been granted above has any right to participate by virtue of the option in any share issue of any other company.

The number of options exercisable as at the end of the reporting year was 2,070,000.

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Notes to the Financial Statements
For the Year Ended 31 December 2025

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21. Reserves

c. Share option reserve

The option price and the details in the movement of the options granted are as follows:

					< ---------- Number of options over ordinary shares ---------- >				
Date of offer	Number of options granted	Exercise price	Vesting and exercise date	Expiry date	1.1.2025	Granted	Vested	Lapsed	31.12.2025
22.6.2022	3,450,000	-	4 Years	21.6.2026	2,070,000	-	-	-	2,070,000
	3,450,000				2,070,000	-	-	-	2,070,000

Performance Rights

There are no movement in the performance rights granted.

22. Related Parties

a. Identities of Related Parties

Parties are considered to be related to the Group and the Company if the Group or the Company has the ability, directly or indirectly, to control or jointly control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group or the Company and the party are subject to common control.

In addition to the information detailed elsewhere in the financial statements, the Group has related party relationships with its directors, key management personnel and entities within the same group of companies.

b. Related Party Transactions and Balances

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

The following transactions occurred with related parties:

	2025 AUD$	2024 AUD$
Amount due to Directors	632,151	597,493
Consultancy fees	7,757	15,099
Interest expense	23,660	23,725
VSYN Capital Sdn. Bhd. (Director-related entity of Dato' Teo Chee Hong)		
- Office rental	554	6,471
Platform Management Solutions Sdn. Bhd. (Director-related entity of Dato' Teo Chee Hong)		
- Office rental	8,127	-

All transactions were made on normal commercial terms and conditions and at market rates.

The significant outstanding balances of the related parties together with their terms and conditions are disclosed in the respective notes to the financial statements.

Platform Management Solutions Sdn. Bhd.

Platform Management Solutions Sdn. Bhd., a company which is wholly owned by Dato' Teo Chee Hong, provided office accommodation to the Group during the financial year. A total amount of AUD$8,127 (2024: AUD$Nil) was paid to Platform Management Solutions Sdn. Bhd. for the financial year ended 31 December 2025, with no amount outstanding at 31 December 2025.

VSYN Capital Sdn. Bhd.

VSYN Capital Sdn. Bhd., a company which is wholly owned by Dato' Teo Chee Hong, provided office accommodation to the Group during the financial year. A total amount of AUD$554 (2024: AUD$6,471) was paid to VSYN Capital Sdn. Bhd. for the financial year ended 31 December 2025, with no amount outstanding at 31 December 2025.

c. Key Management Personnel Compensation

	2025 AUD$	2024 AUD$
Key management personnel compensation (including Directors' remuneration):		
- short-term employee benefits	259,016	274,417
- define contribution plan	16,472	15,968
	275,488	290,385

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Notes to the Financial Statements
For the Year Ended 31 December 2025

23. Auditors' Remuneration

During the financial year, the following fees were paid or payables for services provided by In.Corp Audit & Assurance Pty Ltd, the auditor of the Company and its component auditors:

	2025 AUD$	2024 AUD$
Remuneration of the auditor In.Corp Audit & Assurance Pty Ltd, for:		
- auditing or reviewing the financial statements	36,090	27,582
- tax compliance	-	3,400
	36,090	30,982
Remuneration of the auditor SFAI MALAYSIA PLT and TGS C&T Partners PAC for:		
- auditing or reviewing the financial statements	14,791	14,566
- tax compliance	5,058	9,697
	19,849	24,263

24. Parent entity

The following information has been extracted from the books and records of the parent, I Synergy Group Limited and has been prepared in accordance with the Australian Accounting Standards and interpretations.

The financial information for the parent entity, I Synergy Group Limited has been prepared on the same basis as the financial statements except as disclosed below.

Investments in subsidiaries

Investments in subsidiaries are accounted for at cost in the financial statements of the parent entity.

	2025 AUD$	2024 AUD$
Statement of Financial Position		
Assets		
Current assets	4,462,380	3,594,283
Non-current assets	75,901	1
Total Assets	4,538,281	3,594,284
Liabilities		
Current liabilities	658,092	1,099,023
Total liabilities	658,092	1,099,023
Net Assets	3,880,189	2,495,261
Equity		
Issued capital	10,965,970	8,720,576
Share premium	-	250,000
Retained earnings	(10,664,128)	(10,053,662)
Option reserve	3,578,347	3,578,347
Total equity	3,880,189	2,495,261
Statement of Profit or Loss and Other Comprehensive Income		
Total loss for the year	(493,862)	(634,662)
Other comprehensive income	-	-
Total comprehensive income	(493,862)	(634,662)

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Notes to the Financial Statements

For the Year Ended 31 December 2025

24. Parent entity

Contingent liabilities

Other than as disclosed note 28, the parent entity did not have any contingent liabilities as at 31 December 2025 and 31 December 2024.

Contractual commitments

The parent entity did not have any commitments as at 31 December 2025 and 31 December 2024.

Material Accounting Policies

The accounting policies of the parent entity are consistent with those of the consolidated entities as disclosed throughout the report.

25. Financial Risk Management

The Group is exposed to a variety of financial risks through its use of financial instruments. The Group's overall risk management plan seeks to minimise potential adverse effects due to the unpredictability of financial markets. The most significant financial risks to which the Group is exposed to are described below:

Specific risks

a. Liquidity risk
b. Credit risk
c. Market risk - currency risk, interest rate risk and price risk

Financial instruments used

The principal categories of financial instrument used by the Group are:

a. Trade receivables
b. Cash at bank
c. Trade and other payables
d. Lease liabilities
e. Amount due to directors

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25. Financial Risk Management

Objectives, policies and processes

The Board of Directors have overall responsibility for the establishment of the Group's financial risk management framework. This includes the development of policies covering specific areas such as foreign exchange risk, interest rate risk, liquidity risk, credit risk and the use of derivatives.

Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

The day-to-day risk management is carried out by the Group's finance function under policies and objectives which have been approved by the Board of Directors. The Chief Financial Officer has been delegated the authority for designing and implementing processes which follow the objectives and policies. This includes monitoring the levels ofexposure to interest rate and foreign exchange rate risk and assessment of market forecasts for interest rate and foreign exchange movements.

The Board of Directors receives monthly reports which provide details of the effectiveness of the processes andpolicies in place.

Mitigation strategies for specific risks faced are described below:

25.1. Liquidity risk

Liquidity risk arises from the Group's management of working capital and the finance charges and principal repayments on its debt instruments. It is the risk that the Group will encounter difficulty in meeting its financial obligations as they fall due.

The Group's policy is to ensure that it will always have sufficient cash to allow it to meet its liabilities as and when they fall due. The Group maintains cash and marketable securities to meet its liquidity requirements forup to 30-day periods. Funding for long-term liquidity needs is additionally secured by an adequate amount of committed credit facilities and the ability to sell long-term financial assets.

The Group manages its liquidity needs by carefully monitoring scheduled debt servicing payments for long-term financial liabilities as well as cash-outflows due in day-to-day business.

Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week basis, as well a rolling30-day projection. Long-term liquidity needs for a 180-day and a 360-day period are identified monthly.

At the reporting date, these reports indicate that the Group expected to have sufficient liquid resources to meet its obligations under all reasonably expected circumstances and will not need to draw down any of the financing facilities.

Financial guarantee liabilities are treated as payable on demand since the Group has no control over the timing of any potential settlement of the liabilities.

The timing of cash flows presented in the table to settle financial liabilities reflects the earliest contractual settlement dates and does not reflect management's expectations that finance facilities will be rolled forward.The amounts disclosed in the table are the undiscounted contracted cash flows and therefore the balances inthe table may not equal the balances in the statement of financial position due to the effect of discounting.

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Notes to the Financial Statements

For the Year Ended 31 December 2025

25. Financial Risk Management

25.1 Liquidity risk

The following table sets out the maturity profile of the financial liabilities at the end of the reporting period basedon the contractual undiscounted cash flows (including interest payments computed using contractual rates at the end of the reporting period).

	Effective interest rates %	Carrying amount AUD$	Contractual undiscounted cashflows AUD$	Within 1 year AUD$	1 to 5 years AUD$
2025					
Non derivates financials					
Other liabilities	-	478,652	478,652	478,652	-
Amount due to Directors	-	632,151	632,151	632,151	-
		1,110,803	1,110,803	1,110,803	-
2024					
Non derivates financials					
Other liabilities	-	408,971	408,971	408,971	-
Convertible notes		600,000	600,000	600,000	-
Amount due to Directors	-	597,493	597,493	597,493	-
		1,606,464	1,606,464	1,606,464	-

25.2. Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the Group. The Group manages its exposure to credit risk by the application of credit approvals, credit limits and monitoring procedures on an ongoing basis. For other financial assets (including quoted investments, cash and bank balances and derivatives), the Group minimises credit risk by dealing exclusively with high credit rating counterparties.

i. Credit risk concentration profile

The Group does not have any major concentration of credit risk related to any individual customer or counterparty.

ii. Exposure to credit risk

At the end of the reporting period, the maximum exposure to credit risk is represented by the carrying amount of each class of financial assets recognised in the statement of financial position of the Group and of the Notes to the Financial Statements.

25.3 Market risk

The Group is not exposed to any significant market risk at 31 December 2025.

25.4 Capital risk management

The Group manages its capital to ensure that entities within the Group will be able to maintain an optimal capital structure so as to support their businesses and maximise shareholders value. To achieve this objective, the Group may make adjustments to the capital structure in view of changes in economic conditions, such as adjusting the amount of dividend payment, returning of capital to shareholders or issuing new shares.

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Notes to the Financial Statements

For the Year Ended 31 December 2025

26. Operating Segments

26.1 Business segment

The Group operates predominantly in one business segment (affiliate marketing solutions).

Accordingly, the information by business segment is not presented.

26.2 Geographical information

Revenue is based on the country in which the customers are located.

Non-current assets are determined according to the country where these assets are located. The amounts of non-current assets do not include financial instruments (but including deferred tax assets).

	Revenue		Non-current assets	
	2025 AUD$	2024 AUD $	2025 AUD$	2024 AUD$
Indonesia	-	-	-	1,873
Australia	-	-	-	-
British Virgin Islands	143,923	-	-	-
Malaysia	665,916	960,404	9,857	68,112
	809,839	960,404	9,857	69,985

25.3 Major customer

There is no single customer that contributed 10% or more to the Group's revenue.

26.4 Disaggregation of revenue

	Australia AUD$	BVI AUD$	Malaysia AUD$	Group AUD$
2025				
At a point of time	-	-	143,923	143,923
Over time	-	-	665,916	665,916
	-	-	809,839	809,839

	Australia AUD$	BVI AUD$	Malaysia AUD$	Group AUD$
2024				
Over time	-	-	960,404	960,404
	-	-	960,404	960,404

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Notes to the Financial Statements

For the Year Ended 31 December 2025

27. Capital commitments

There were no capital commitments as at 31 December 2025 (2024: AUD$ nil).

28. Contingencies

The Company has made an agreement indemnifying all the Directors and Officers of the Company against losses or liabilities incurred by each Director or Officer in their capacity as Directors or Officers of the Company to the extent permitted by the Corporations Act 2001. The indemnification specifically excludes willful acts of negligence.

Except for the above in the Directors, the Company did not have any contingencies at 31 December 2025 (2024: None).

29. Events Occurring After the Reporting Date

On 2 February 2026, the Company held an Extraordinary General Meeting ("EGM") at which shareholders approved the ratification of 22,500,000 shares issued under the April 2025 placement and the issuance of 5,000,000 shares to Dato' Hoo Voon Him in lieu of director's fees amounting to AUD$60,000.

On 3 February 2026, the Company allotted and issued 5,000,000 ordinary shares to Dato' Hoo Voon Him in settlement of the director's fees amounting to AUD$60,000.

On 11 March 2026, Dato Hoo Voon Him resigned as a director of the Company.

No other matters or circumstances have arisen since the end of the financial year which significantly affected or could significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

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I Synergy Group Limited

ACN 613 927 361

Consolidated Entity Disclosure Statement

As at 31 December 2025

The Consolidated financial statements of the Group include I Synergy Group Limited and the subsidiaries listed as follows:

Name	Entity Type	Country of Incorporation	Percentage of share capital held	Country of tax residence
I Synergy Group Limited	Parent entity	Australia	N/A	Australia
I Synergy (Singapore) Pte. Ltd. (ISS)	Subsidiary	Singapore	100%	Singapore
ISG Technology Ltd (ISGT)	Subsidiary	BVI	100%	BVI
I Synergy Consolidated Sdn. Bhd. (ISC)	Subsidiary	Malaysia	100%	Malaysia
PT Inovatif Synergi International (PTISI)	Subsidiary	Indonesia	100%	Indonesia
Wyde Global Sdn. Bhd. (WG)	Subsidiary	Malaysia	100%	Malaysia
I Synergy Universal Sdn. Bhd. (ISU)	Subsidiary	Malaysia	100%	Malaysia
I Synergy Edutech Sdn. Bhd. (ISE)	Subsidiary	Malaysia	100%	Malaysia
Ocean Nexus Sdn. Bhd. (ONSB)	Subsidiary	Malaysia	100%	Malaysia

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I Synergy Group Limited

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Directors' Declaration

In accordance with a resolution of the directors of I Synergy Group Limited, the directors of the Company declare that:

1. the financial statements and notes of I Synergy Group Limited for the year ended 31 December 2025 are in accordance with the *Corporations Act 2001*, including:

    a. complying with Australian Accounting Standards, which, as stated in basis of preparation Note 2. to the financial statements, constitutes explicit and unreserved compliance with International Financial Reporting Standards (IFRS); and

    b. giving a true and fair view of the financial position as at 31 December 2025 and performance of the consolidated group for the financial year then ended;

2. the Chief Executive Officer and Chief Finance Officer have given the declarations required by Section 295A that:

    a. the financial records of the Company for the financial year have been properly maintained in accordance with section 286 of the *Corporations Act 2001*;

    b. the financial statements and notes for the financial year comply with the Australian Accounting Standards; and

    c. the financial statements and notes for the financial year give a true and fair view.

3. the information disclosed in the Consolidated Entity Disclosure Statement is true and correct.

4. in the directors' opinion, there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable; and

5. this declaration has been made after receiving the declaration required to be made by the directors in accordance with section 295A of the *Corporations Act 2001* for the financial year ended 31 December 2025.

This declaration is made on behalf of the directors, and in accordance with a resolution of the Board of Directors made pursuant to section 295(5)(a) of the *Corporations Act 2001*.

Director .....
Dato' Teo Chee Hong

Dated: 31st March 2026

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CHARTERED ACCOUNTANTS™
AUSTRALIA + NEW ZEALAND

I SYNERGY GROUP LIMITED
INDEPENDENT AUDITOR'S REPORT

To the Members of I Synergy Group Limited

Opinion

We have audited the financial report of I Synergy Group Limited ("the Company") and its controlled entities ("the Group"), which comprises the consolidated statement of financial position as at 31 December 2025, the consolidated statement of profit and loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information, the Consolidated Entity Disclosure Statement and the directors' declaration. In our opinion, the accompanying financial report of the Group, is in accordance with the *Corporations Act 2001*, including:

a) giving a true and fair view of the Group's financial position as at 31 December 2025 and of its financial performance for the year then ended; and

b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Report section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional & Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* ("the Code") that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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I SYNERGY GROUP LIMITED
INDEPENDENT AUDITOR'S REPORT (continued)

Material Uncertainty Related to Going Concern

Without modifying our opinion, we draw attention to Note 2 of the financial report, which discloses a loss of $431,089 for the year ended 31 December 2025 and as at that date a deficiency in net assets of $1,001,932. These conditions along with other matters that are set forth in Note 2, indicate the existence of a material uncertainty that may cast significant doubt about the Group's ability to continue as a going concern and therefore the Group maybe unable to realise its assets and discharge its liabilities in the normal course of business. Our opinion is not modified in respect of this matter.

Key Audit Matters

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

Key Audit Matter – Convertible Note and Embedded Derivative Liability – Refer to Note 16 to the Financial Statements	How our Audit Addressed the Key Audit Matter
During the year ended 31 December 2025 the Company's convertible notes were converted into equity in the Company. As the convertible notes included an embedded derivative the difference between the recorded value and fair value on conversion was recorded as a finance cost in profit or loss We focused on this area due to its complex nature, including the judgements and estimates used in determining the fair value of the convertible note and its associated embedded derivative on conversion.	Our procedures included: • Considering the requirements of AASB 9: *Financial Instruments*. • Assessing the fair valuation of the convertible notes. • Reviewing the appropriateness of the Group's disclosure of the convertible notes in accordance with AASB 9.

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Other Information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 31 December 2025 but does not include the financial report and our auditor's report thereon.

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

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report 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 Report

The directors of the Company are responsible for the preparation of:

a) the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001;* and

b) the consolidated entity disclosure statement that is true and correct in accordance with the *Corporations Act 2001,* and

for such internal control as the directors determine is necessary to enable the preparation of:

i. the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and

ii. the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Group'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 director either intends to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

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Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 Australian Auditing Standards 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 this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: https://www.auasb.gov.au/media/bwvjcgre/ar1_2024.pdf. This description forms part of our auditor's report.

REPORT ON THE REMUNERATION REPORT

Opinion on the Remuneration Report

We have audited the remuneration report included in the directors' report for the year ended 31 December 2025.

In our opinion the remuneration report of I Synergy Group Limited for the year ended 31 December 2025 complies with section 300A of the *Corporations Act 2001*.

Responsibilities for the Remuneration Report

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*.

Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

In.Corp Audit & Assurance Pty Ltd

Daniel Dalla
Director

Sydney, 31 March 2026

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ADDITIONAL SECURITIES INFORMATION

ASX ADDITIONAL INFORMATION

Additional information required by the ASX Listing Rules not disclosed elsewhere in this Annual Report is set out below.

SHAREHOLDINGS

The issue capital of the Company as at 9 February 2026 is 1,740,665,077 ordinary fully paid shares. All ordinary shares carry one vote per share.

TOP 20 SHAREHOLDERS AS AT 9 FEBRUARY 2026

Position	Holder Name	Holding	% IC
1	DATO CHEE HONG TEO	193,322,571	11.09%
2	LEE LIAN KOK	150,000,000	8.61%
2	ZHU RONGLIN	150,000,000	8.61%
2	HENG JEE MENG	150,000,000	8.61%
3	SHULIN NIKITA	149,120,998	8.56%
4	VGI VMALL LIMITED	131,879,486	7.57%
5	YEE MEI GHO	116,740,502	6.70%
6	LEE BEE CHEN	102,460,273	5.88%
7	XINHUA YU	101,649,315	5.83%
8	LEE BEE LIN	76,471,230	4.39%
9	BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT>	74,876,411	4.30%
10	ENYOO HOENG GUAN	67,500,000	3.87%
10	YONG TZE PING	67,500,000	3.87%
11	MR ZHI FENG ANG	60,000,000	3.44%
12	APEX SECURITIES BERHAD <CLIENT ACCOUNT>	30,941,869	1.78%
13	HOO VOON HIM	14,000,000	0.80%
14	CITICORP NOMINEES PTY LIMITED	12,045,299	0.69%
15	ELBOW SOLUTIONS PTY LTD <THE MANDY SUPER FUND A/C>	10,000,000	0.57%
16	BEE LION PTY LTD	9,081,072	0.52%
17	KOSEDA PTY LTD <KOSEDA A/C>	6,197,608	0.36%
18	MRS LEE WAH YEO	4,145,791	0.24%
19	MR CHEE FATT CHIEW & MRS PICK FONG CHIEW	4,047,621	0.23%
20	GAZUMP RESOURCES PTY LTD	3,833,350	0.22%
	Total	**1,685,813,396**	**96.73%**
	Total issued capital - selected security class(es)	**1,740,665,077**	**100.00%**

Holding Ranges	Holders	Total Units	% Issued Share Capital
above 0 up to and including 1,000	18	5,224	0.00%
above 1,000 up to and including 5,000	148	548,270	0.03%
above 5,000 up to and including 10,000	331	3,251,742	0.19%
above 10,000 up to and including 100,000	222	8,543,858	0.49%
above 100,000	126	1,728,315,983	99.29%
Totals	**845**	**1,740,665,077**	**100.00%**

Based in the closing price of AUD$0.001 on 9 February 2026, there were 649 holders of less than a marketable parcel of ordinary shares, holding 7,333,844 shares amounting to 0.42% of issued capital of the Company.

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ADDITIONAL SECURITIES INFORMATION

VOTING RIGHTS

The holders of ordinary shares are entitled to one vote per share at meetings of the Group.

SUBSTANTIAL SHAREHOLDERS AS AT 9 FEBRUARY 2026

Holder Name	% of Issued Capital ("IC") held
DATO CHEE HONG TEO	11.09%
LEE LIAN KOK	8.61%
ZHU RONGLIN	8.61%
HENG JEE MENG	8.61%

OPTION HOLDINGS

The Group has the following classes of options on issue at 9 February 2026 as detailed below. Options do not carry any rights to vote.

Security Name	Total Holders	Total Holdings
UNLISTED ZEPO EXP 21/06/2026	2	2,070,000
TOTAL	**2**	**2,070,000**

PERFORMANCE RIGHTS HOLDINGS

There is no performance right on issue at 31 March 2026.

REQUIREMENT LISTING RULE 4.10.14

In accordance with the listing rule 4.10.14 the Company confirms that there are no restricted securities or securities subject to voluntary on issue as at 31 March 2026.

REQUIREMENT LISTING RULE 4.10.18

In accordance with the listing rule 4.10.18 the Company confirms that there is no current on-market buy-back taking place as at 31 March 2026.

REQUIREMENT LISTING RULE 4.10.19

In accordance with the listing rule 4.10.19 the Company confirms that the entity used cash and assets in a form readily convertible to cash that it had at the time of admission in a way consistent with the business's objectives.

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