

19 August 2022

ASX RELEASE | I Synergy Group Limited (ASX:IS3)

I Synergy Group enters into Due Diligence and Information Sharing Agreement

I Synergy Group Limited (“**I Synergy**”, “**IS3**” or “**the Company**”) (ASX: IS3) is pleased to announce that it has signed a binding Due Diligence and Information Sharing Term Sheet (“**the Agreement**”) with Big Orange Super Tech Group Sdn Bhd (“**BOST**”) for the purposes of conducting due diligence during a set period with a view to entering into commercial terms (**Commercial Arrangement**) whereby BOST integrates its user base with the IS3 business and IS3’s associated technology is used in BOST’s business.

BOST is an investment holding group with diversified businesses, which include event planning, electronic media, webcasting, cultivating startups, fintech investments, project financing and investment funds. BOST has users and clients based throughout South East Asia and operates primarily in Singapore and Malaysia. IS3 does not yet have verifiable information as to the size and scope of BOST’s user and client base and has entered into the Agreement to investigate these matters and opportunities.

It should be noted that while the Agreement is binding there are no commercial obligations or liabilities arising from the terms of the Agreement at this stage, nor are there any defined commercial terms. The Directors have considered IS3’s obligations under the ASX Listing Rules and have formed the view that given the size and nature of the business of BOST it is appropriate to release information in relation to the Agreement to the market.

Management Commentary

Commenting on the Agreement, I Synergy Managing Director Mr Dato Lawrence Teo Chee Hong said: “I Synergy Group is excited for this collaboration with Big Orange Super Tech Group as this may pave the way to increasing the current market share. We are looking forward to investigating mechanisms by which the parties can work together in the future.”

Terms

The primary purpose of the Agreement is to:

1. Share information with each other;
2. IS3 agrees to provide details and feature sets of the IS3 business and technology;
3. BOST agrees to provide information on its users and databases to allow IS3 to identify the suitability of users of BOST for the services offered by IS3’s technology.

The negotiation of any Commercial Arrangement is subject to both parties conducting and being satisfied in all respects with the results of their due diligence investigations. Subject to the satisfaction of due diligence, the parties may enter into the Commercial Arrangement in relation to the IS3 business and the

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BOST business with a view to maximising the users of IS3 technology within the operations of the BOST business.

The due diligence period will last for a period of two months following execution of the Agreement. Should the parties not finalise their due diligence within this period, unless mutually agreed in writing, the Agreement will be terminated.

Upon expiry of the 2 month due diligence period then IS3 and BOST will determine whether to proceed with any Commercial Arrangement within the following parameters:

- (a) Terms in relation to commission sharing and affiliate acquisition;
- (b) Key performance hurdles and metrics for each of IS3 and BOST;
- (c) all such comprehensive warranties, covenants, undertakings, representations and indemnities as companies in IS3's and BOST's position require for a transaction of the nature of the Commercial Arrangement.

As at the date of this Announcement there are no terms formalised in relation to any Commercial Arrangement. In the event this changes then IS3 will release such information to the market, including if the Agreement is terminated.

There is no guarantee that any Commercial Arrangement will eventuate from the Agreement.

This announcement was authorised for release by the I Synergy Board of Directors.

-ENDS-

About I Synergy Group Limited (ASX: IS3)

I Synergy Group Limited ("iSYNERGY") is a leading affiliate marketing network and solutions provider. I Synergy connects advertisers with affiliates via its affiliate marketing platform to deliver performance-based solutions that enhance product/brand awareness and drive business leads. The affiliate marketing platform, VTRAK (formerly known as Affiliate Junction), is home to more than 40,000 affiliates and 5,000 advertisers. Under the platform, there is a variety of affiliate programs available which cater to various industry verticals and markets. To learn more, please visit: www.i-synergysgroup.com.

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