

JAPAN FOODS HOLDING LTD

JAPAN FOODS HOLDING LTD.

(Incorporated in the Republic of Singapore on 3 December 2007)
(UEN.: 200722314M)

Condensed Interim Financial Statements For the six months and full year ended 31 March 2025

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A. Condensed Interim Consolidated Statement of Comprehensive Income For the Financial Period Ended 31 March 2025

	Note	Group Six months ended 31 March			Group Financial year ended 31 March		
		2025	2024	Increase/ (Decrease)	2025	2024	Increase/ (Decrease)
		(\$'000)	(\$'000)	(%)	(\$'000)	(\$'000)	(%)
Revenue		40,150	43,383	(7.5)	83,587	86,357	(3.2)
Cost of sales		(6,184)	(6,541)	(5.5)	(12,932)	(13,230)	(2.3)
Gross profit		33,966	36,842	(7.8)	70,655	73,127	(3.4)
Other income		1,369	875	56.5	3,196	1,248	156.1
Interest income from bank		47	54	(13.0)	72	129	(44.2)
Other (losses)/gains – net		(23)	562	N.M. ⁽¹⁾	(47)	570	N.M. ⁽¹⁾
Selling and distribution expenses		(34,977)	(34,508)	1.4	(70,891)	(67,218)	5.5
Administrative expenses		(1,963)	(1,802)	8.9	(3,891)	(3,835)	1.5
Other operating expenses		(1,316)	(670)	96.4	(2,266)	(1,239)	82.9
Impairment losses		(2,865)	(1,069)	168.0	(3,598)	(1,860)	93.4
Finance costs		(854)	(1,060)	(19.4)	(1,698)	(1,801)	(5.7)
Share of results of associated companies		292	(12)	N.M. ⁽¹⁾	506	254	99.2
Loss before income tax	6.1	(6,324)	(788)	702.5	(7,962)	(625)	1,173.9
Income tax credit	7	77	212	(63.7)	88	130	(32.3)
Loss after income tax		(6,247)	(576)	984.5	(7,874)	(495)	1,490.7
Total comprehensive loss for the year attributable to equity holders of the company		(6,247)	(576)	984.5	(7,874)	(495)	1,490.7
Earnings per share attributable to equity holders of the Company (cents per share)							
Basic and diluted		(3.60)	(0.33)	990.9	(4.53)	(0.28)	1,517.9

Note:

(1) "N.M." denotes not meaningful.

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B. Condensed Interim Statements of Financial Position As at 31 March 2025

		Group As at		Company As at	
	Note	31.03.2025 (\$'000)	31.03.2024 (\$'000)	31.03.2025 (\$'000)	31.03.2024 (\$'000)
ASSETS					
Current assets					
Cash and bank balances		7,868	11,473	1,043	1,251
Trade and other receivables	11	1,208	1,903	2,604	1,629
Inventories		730	725	-	-
Other current assets		4,182	3,795	176	205
		13,988	17,896	3,823	3,085
Non-current assets					
Investment in subsidiary corporations		-	-	6,042	6,042
Investment in associated companies		2,296	2,459	365	365
Investment in a joint venture		-	-	100	100
Loan to an associated company		248	248	248	248
Loan to a joint venture		224	1,354	224	1,354
Other investments at amortised cost		-	531	-	-
Intangible assets	12	311	187	-	-
Plant and equipment	13	14,282	16,203	37	38
Right-of-use assets		32,080	42,753	414	208
Club membership		-	-	-	-
Long-term security deposits	14	3,044	3,524	58	-
Deferred income tax assets		7,956	7,956	37	37
		60,441	75,215	7,525	8,392
Total assets		74,429	93,111	11,348	11,477
LIABILITIES					
Current liabilities					
Trade and other payables	15	8,568	9,314	345	329
Provisions	16	1,337	823	-	-
Lease liabilities		17,315	23,540	211	152
Current income tax liabilities		(9)	304	-	1
		27,211	33,981	556	482
Non-current liabilities					
Lease liabilities		17,699	21,342	211	68
Deferred income tax liabilities		8,015	8,030	36	36
		25,714	29,372	247	104
Total liabilities		52,925	63,353	803	586
NET ASSETS		21,504	29,758	10,545	10,891
EQUITY					
Share capital	17	9,522	9,522	9,522	9,522
Treasury shares		(252)	(219)	(252)	(219)
Capital reserves		35	35	35	35
Retained earnings		12,199	20,420	1,240	1,553
TOTAL EQUITY		21,504	29,758	10,545	10,891

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C. Condensed Interim Consolidated Statements of Changes in Equity For the Financial Year Ended 31 March 2025

Group	Share capital (\$'000)	Treasury shares (\$'000)	Capital reserves (\$'000)	Retained earnings (\$'000)	Total (\$'000)
Balance as at 1 April 2024	9,522	(219)	35	20,420	29,758
Dividends paid (Note 8)	-	-	-	(347)	(347)
Purchase of treasury shares	-	(33)	-	-	(33)
Total comprehensive loss for the year	-	-	-	(7,874)	(7,874)
Balance as at 31 March 2025	9,522	(252)	35	12,199	21,504
Balance as at 1 April 2023	9,522	(18)	36	23,180	32,720
Dividends paid (Note 8)	-	-	-	(2,265)	(2,265)
Performance shares granted	-	214	(1)	-	213
Purchase of treasury shares	-	(415)	-	-	(415)
Total comprehensive loss for the year	-	-	-	(495)	(495)
Balance as at 31 March 2024	9,522	(219)	35	20,420	29,758

Company	Share capital (\$'000)	Treasury shares (\$'000)	Capital reserves (\$'000)	Retained earnings (\$'000)	Total (\$'000)
Balance as at 1 April 2024	9,522	(219)	35	1,553	10,891
Dividends paid (Note 8)	-	-	-	(347)	(347)
Purchase of treasury shares	-	(33)	-	-	(33)
Total comprehensive income for the year	-	-	-	34	34
Balance as at 31 March 2025	9,522	(252)	35	1,240	10,545
Balance as at 1 April 2023	9,522	(18)	36	3,412	12,952
Dividends paid (Note 8)	-	-	-	(2,265)	(2,265)
Performance shares granted	-	214	(1)	-	213
Purchase of treasury shares	-	(415)	-	-	(415)
Total comprehensive income for the year	-	-	-	406	406
Balance as at 31 March 2024	9,522	(219)	35	1,553	10,891

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D. Condensed Interim Consolidated Statements of Cash Flows

	Group Six months ended 31 March		Group Financial year ended 31 March	
	2025 (\$'000)	2024 (\$'000)	2025 (\$'000)	2024 (\$'000)
Cash flows from operating activities:				
Net (loss)/profit	(6,247)	(576)	(7,874)	(495)
Adjustments for:				
Income tax (credit)/expense	(77)	(212)	(88)	(130)
Depreciation of plant and equipment	2,669	2,467	5,330	4,625
Depreciation of right-of-use assets	12,766	13,175	25,713	24,791
Amortisation of intangible assets	42	34	80	69
Amortisation of other investments at amortised cost	1	2	3	3
Amortisation of government grants	(14)	(14)	(28)	(28)
Allowance for impairment losses of loan to a joint venture	-	-	680	791
Allowance for impairment of plant and equipment	1,465	523	1,465	523
Allowance for impairment of right-of-use assets	1,400	546	1,400	546
Allowance for impairment of intangible assets	-	-	53	-
Loss on disposal of financial asset	35	-	35	-
Plant and equipment written off	767	177	1,268	268
Rental concessions	(66)	-	(66)	-
Employee performance shares expense	-	-	-	213
Gain on disposal of club membership	-	(516)	-	(516)
Gain on early termination of lease	-	(31)	-	(49)
Share of loss/(profit) of associated companies	(292)	12	(506)	(254)
Finance costs	854	1,060	1,698	1,801
Interest income from bank deposits	(47)	(54)	(72)	(129)
	13,256	16,593	29,091	32,029
Changes in working capital:				
Inventories	(11)	72	(5)	82
Trade and other receivables	(168)	(896)	710	(822)
Other current assets	(475)	591	(387)	(86)
Long-term security deposits	495	186	480	356
Trade and other payables	(1,510)	(931)	(718)	(320)
Provisions	70	(87)	(20)	(53)
Cash generated from operations	11,657	15,528	29,151	31,186
Interest income received	42	46	59	113
Interest paid	(11)	-	(11)	-
Income tax paid	(51)	(257)	(241)	(557)
Net cash provided by operating activities	11,637	15,317	28,958	30,742

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D. Condensed Interim Consolidated Statements of Cash Flows (Cont'd)

	Group		Group	
	Six months ended		Financial year ended	
	31 March		31 March	
	2025	2024	2025	2024
	(\$'000)	(\$'000)	(\$'000)	(\$'000)
Cash flows from investing activities:				
Additions to plant and equipment	(1,831)	(5,427)	(6,142)	(9,824)
Additions to intangible assets	(96)	(54)	(257)	(110)
Additions to associated companies	-	(133)	-	(133)
Repayment by/(loan to) a joint venture	450	(200)	450	(325)
Proceeds from disposal of club memberships	-	838	-	838
Sales of financial asset, held to maturity	492	-	492	-
Dividends received from associated companies	669	-	669	-
Net cash used in investing activities	(316)	(4,976)	(4,788)	(9,554)
Cash flows from financing activities:				
Decrease/(Increase) in short-term bank deposits pledged	1,418	(90)	1,354	(163)
Principal payment of lease liabilities	(12,679)	(12,211)	(25,708)	(23,723)
Interest paid in relation to lease liabilities	(843)	(1,060)	(1,687)	(1,801)
Purchase of treasury shares	-	(108)	(33)	(415)
Dividend paid to equity holders of the Company	-	(522)	(347)	(2,265)
Net cash used in financing activities	(12,104)	(13,991)	(26,421)	(28,367)
Net decrease in cash and cash equivalents	(783)	(3,650)	(2,251)	(7,179)
Cash and cash equivalents				
Beginning of financial period	6,400	11,518	7,868	15,047
End of financial period ⁽¹⁾	5,617	7,868	5,617	7,868

Note:

(1) This excludes bank deposits of \$2.3 million as at 31 March 2025 (\$3.6 million as at 31 March 2024) pledged as security for bank facilities granted by financial institution(s) to the Group.

	Group	
	As at	
	31 March	
	2025	2024
	\$'000	\$'000
Cash and bank balances	7,868	11,473
Less: Bank deposits pledged	(2,251)	(3,605)
Cash and cash equivalents per consolidated statement of cash flows	5,617	7,868

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E. Selected Notes to the Condensed Interim Consolidated Financial Statements

1 General information

Japan Foods Holding Ltd. (the “**Company**”) is listed on the Catalist, the sponsor-supervised listing platform of Singapore Exchange Securities Trading Limited (“**SGX-ST**”) and incorporated and domiciled in Singapore. The address of its registered office is 420 North Bridge Road, #02-01, North Bridge Centre, Singapore 188727.

The principal activity of the Company is investment holding. The principal activities of its subsidiary corporations are:

- (a) Operating restaurants; and
- (b) Trading and management of franchisees and sub-franchisees

2 Basis of preparation

The condensed interim financial statements for the six months and full year ended 31 March 2025 have been prepared in accordance with the SFRS(I) 1-34 *Interim Financial Reporting* issued by the Accounting Standards Committee. The condensed interim financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group’s financial position and performance of the Group since the last interim financial statements for the period ended 30 September 2024.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s, except for the adoption of new and amended standards as set out in Note 2.1 (if any).

The condensed interim financial statements are presented in Singapore dollars which is the Company’s functional currency.

2.1 New and amended standards adopted by the Group

A number of amendments to Standards have become applicable for the current reporting period. The Group did not have to change its accounting policies or make retrospective adjustments as a result of adopting these standards.

2.2 Use of judgements and estimates

In preparing the condensed interim financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgements made by management in applying the Group’s accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the year ended 31 March 2024.

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E. Selected Notes to the Condensed Interim Consolidated Financial Statements (Cont'd)

2 Basis of preparation (Cont'd)

2.2 Use of judgements and estimates (Cont'd)

Estimates, assumptions and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances:

(i) Impairment of plant and equipment and right-of-use-assets

Plant and equipment and right-of-use assets are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired. The recoverable amounts of these assets and where applicable, cash-generating units (“CGU”) have been determined based on value-in-use calculations. These calculations require the use of judgements and estimates.

As at 31 March 2025, the Group has recognised impairment losses of \$1,465,000 (2024: \$523,000) and \$1,400,000 (2024: \$546,000) for plant and equipment and right-of-use assets respectively.

(ii) Leases

The application of SFRS(I) 16 requires the Group to exercise judgement and estimates in applying transition options and practical expedients, and in the determination of key assumptions used in measuring the lease liabilities. Key assumptions include lease terms and discount rates on the lease payments.

In determining the lease term, the Group considers all relevant facts and circumstances that create an economic incentive for the Group to exercise an extension option, or not to exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the Group is reasonably certain to exercise an option to extend the lease, or not to exercise an option to terminate the lease.

The lease payments are discounted using the rate implicit in the lease or the Group's incremental borrowing rate. This requires the Group to estimate the rate of interest that it would have to pay to borrow the funds to obtain a similar asset over a similar term. The incremental borrowing rate applied to lease liabilities as at 31 March 2025 was 2.5% to 4.5 % per annum (2024: 2.5% to 4.5% per annum) for leases of premises and restaurant outlets and office equipment. The carrying amount of lease liabilities of the Group and the Company as at 31 March 2025 was \$35,014,000 and \$422,000 (2024: \$44,882,000 and \$220,000) respectively.

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E. Selected Notes to the Condensed Interim Consolidated Financial Statements (Cont'd)

3 Seasonal operations

The Group's businesses are not affected significantly by seasonal or cyclical factors during the financial period.

4 Segment and revenue information

The Group's principal business is in the operation of restaurant outlets and its ancillary business is in the supply of food ingredients to its sub-franchisees and franchisee.

Sales between segments are carried out at normal business terms and conditions. The revenue from external parties reported to the Chief Executive Officer ("**CEO**") is measured in a manner consistent with that in the consolidated statement of comprehensive income.

The CEO assesses the performance of the operating segments based on a measure of segment results before interest (net), impairment of loan to a joint venture, share of results of associated companies and income tax expenses. Interest income and finance expenses are not allocated to segments, as this type of activity is driven by the Group finance team, which manages the cash position of the Group.

Segment assets

The amounts provided to the CEO with respect to total assets are measured in a manner consistent with that of the financial statements. For the purposes of monitoring segment performance and allocating resources between segments, the CEO monitors the plant and equipment, intangible assets, inventories, receivables and operating cash attributable to each segment. All assets are allocated to reportable segments other than short-term bank deposits, other investments at amortised cost and deferred income taxes.

Segment liabilities

The amounts provided to the CEO with respect to total liabilities are measured in a manner consistent with that of the financial statements. These liabilities are allocated based on the operations of the segments. All liabilities are allocated to the reportable segments other than current income tax and deferred income tax liabilities.

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E. Selected Notes to the Condensed Interim Consolidated Financial Statements (Cont'd)

4. Segment and revenue information (Cont'd)

4.1 Reportable Segments

<u>1 October 2024 to 31 March 2025</u>	Singapore		
	Restaurant sales (\$'000)	Others (\$'000)	Total (\$'000)
The Group			
Revenue			
Total segment revenue	40,104	966	41,070
Inter-segment revenue	-	(920)	(920)
Revenue to external parties	40,104	46	40,150
Segment results	11,656	23	11,679
Amortisation of intangible assets	-	42	42
Depreciation of plant and equipment	2,669	-	2,669
Depreciation of right-of-use assets	12,766	-	12,766
Allowance for impairment of plant and equipment	1,465	-	1,465
Allowance for impairment of right-of-use asset	1,400	-	1,400
Plant and equipment written-off	767	-	767
Share of profit of associated companies	(292)	-	(292)
Segment assets	62,999	1,172	64,171
Segment assets include:			
Additions to plant and equipment	1,831	-	1,831
Additions to right-of-use assets	4,602	-	4,602
Additions to intangible asset	-	96	96
Loan to an associated company	248	-	248
Loan to a joint venture	224	-	224
Segment liabilities	44,232	687	44,919

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E. Selected Notes to the Condensed Interim Consolidated Financial Statements (Cont'd)

4. Segment and revenue information (Cont'd)

4.1 Reportable Segments (Cont'd)

<u>1 October 2023 to 31 March 2024</u>	← Singapore →		
	Restaurant sales (\$'000)	Others (\$'000)	Total (\$'000)
<u>The Group</u>			
Revenue			
Total segment revenue	43,283	1,095	44,378
Inter-segment revenue	-	(995)	(995)
Revenue to external parties	43,283	100	43,383
Segment results	15,644	271	15,915
Amortisation of intangible assets	-	34	34
Depreciation of plant and equipment	2,467	-	2,467
Depreciation of right-of-use assets	13,175	-	13,175
Allowance for impairment of plant and equipment	523	-	523
Allowance for impairment of right-of-use asset	546	-	546
Plant and equipment written-off	177	-	177
Gain on early termination of lease	(31)	-	(31)
Share of loss of associated companies	12	-	12
Segment assets	80,046	837	80,883
Segment assets include:			
Additions to plant and equipment	5,427	-	5,427
Additions to right-of-use assets	13,528	-	13,528
Additions to intangible asset	-	54	54
Loan to an associated company	248	-	248
Loan to a joint venture	1,354	-	1,354
Segment liabilities	54,455	564	55,019

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E. Selected Notes to the Condensed Interim Consolidated Financial Statements (Cont'd)

4. Segment and revenue information (Cont'd)

4.1 Reportable Segments (Cont'd)

<u>1 April 2024 to 31 March 2025</u>	Singapore		
	Restaurant sales (\$'000)	Others (\$'000)	Total (\$'000)
The Group			
Revenue			
Total segment revenue	83,431	2,055	85,486
Inter-segment revenue	-	(1,899)	(1,899)
Revenue to external parties	83,431	156	83,587
Segment results	25,949	232	26,181
Amortisation of intangible assets	-	80	80
Depreciation of plant and equipment	5,330	-	5,330
Depreciation of right-of-use assets	25,713	-	25,713
Allowance for impairment of plant and equipment	1,465	-	1,465
Allowance for impairment of right-of-use asset	1,400	-	1,400
Allowance for impairment of intangible assets	-	53	53
Allowance for impairment losses of loan to a joint venture	680	-	680
Plant and equipment written-off	1,268	-	1,268
Share of profit of associated companies	(506)	-	(506)
Segment assets	62,999	1,172	64,171
Segment assets include:			
Additions to plant and equipment	6,142	-	6,142
Additions to right-of-use assets	16,494	-	16,494
Additions to intangible asset	-	257	257
Loan to an associated company	248	-	248
Loan to a joint venture	224	-	224
Segment liabilities	44,232	687	44,919

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E. Selected Notes to the Condensed Interim Consolidated Financial Statements (Cont'd)

4. Segment and revenue information (Cont'd)

4.1 Reportable Segments (Cont'd)

<u>1 April 2023 to 31 March 2024</u>	← Singapore →		
	Restaurant sales (\$'000)	Others (\$'000)	Total (\$'000)
The Group			
Revenue			
Total segment revenue	86,149	2,422	88,571
Inter-segment revenue	-	(2,214)	(2,214)
Revenue to external parties	86,149	208	86,357
Segment results	29,972	365	30,337
Amortisation of intangible assets	-	69	69
Depreciation of plant and equipment	4,625	-	4,625
Depreciation of right-of-use assets	24,791	-	24,791
Allowance for impairment of plant and equipment	523	-	523
Allowance for impairment of right-of-use asset	546	-	546
Allowance for impairment losses of loan to a joint venture	791	-	791
Plant and equipment written-off	268	-	268
Gain on early termination of lease	(49)	-	(49)
Share of profit of associated companies	(254)	-	(254)
Segment assets	80,046	837	80,883
Segment assets include:			
Additions to plant and equipment	9,824	-	9,824
Additions to right-of-use assets	24,277	-	24,277
Additions to intangible asset	-	110	110
Loan to an associated company	248	-	248
Loan to a joint venture	1,354	-	1,354
Segment liabilities	54,455	564	55,019

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E. Selected Notes to the Condensed Interim Consolidated Financial Statements (Cont'd)

5. Financial assets and financial liabilities

Set out below is an overview of the financial assets and financial liabilities of the Group and Company as at 31 March 2025 and 31 March 2024:

	The Group		The Company	
	31 March 2025 (\$'000)	31 March 2024 (\$'000)	31 March 2025 (\$'000)	31 March 2024 (\$'000)
Financial assets				
Cash and bank balances	7,868	11,473	1,043	1,251
Trade and other receivables	1,208	1,903	2,604	1,629
Other financial assets	6,570	7,691	535	1,658
Other investments at amortised cost	-	531	-	-
	<u>15,646</u>	<u>21,598</u>	<u>4,182</u>	<u>4,538</u>
Financial liabilities				
Trade and other payables	8,047	8,712	362	350
Lease liabilities	35,014	44,882	422	220
	<u>43,061</u>	<u>53,594</u>	<u>784</u>	<u>570</u>

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E. Selected Notes to the Condensed Interim Consolidated Financial Statements (Cont'd)

6. (Loss)/profit before income tax

6.1 Significant items

	The Group			
	Six months ended		Financial year ended	
	31 March		31 March	
	2025	2024	2025	2024
	(\$'000)	(\$'000)	(\$'000)	(\$'000)
Interest income	(47)	(54)	(72)	(129)
Royalty and franchise income	(191)	(307)	(351)	(484)
Insurance claims	(42)	(33)	(115)	(123)
Government grants	(1,093)	(385)	(2,493)	(422)
Amortisation of government grants	(14)	(14)	(28)	(28)
Other income	(29)	(136)	(209)	(191)
Depreciation of plant and equipment	2,669	2,467	5,330	4,625
Depreciation of right-of-use assets	12,766	13,175	25,713	24,791
Amortisation of intangible assets	42	34	80	69
Amortisation of other investments at amortised cost	1	2	3	3
Allowance for impairment losses of loan to a joint venture	-	-	680	791
Allowance for impairment of plant and equipment	1,465	523	1,465	523
Allowance for impairment of right-of-use assets	1,400	546	1,400	546
Allowance for impairment of intangible assets	-	-	53	-
Loss on disposal of financial asset	35	-	35	-
Plant and equipment written off	767	177	1,268	268
Gain on disposal of club membership	-	(516)	-	(516)
Gain on early termination of lease	-	(31)	-	(49)
Currency exchange losses/(gains) - net	(12)	3	12	(5)

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E. Selected Notes to the Condensed Interim Consolidated Financial Statements (Cont'd)

7. Taxation

The Group calculates the period income tax (credit)/expense using the tax rate that would be applicable to the expected total annual earnings. The major components of income tax expense in the condensed interim consolidated statement of comprehensive income are as follows:

	The Group			
	Six months ended 31 March		Financial year ended 31 March	
	2025 (\$'000)	2024 (\$'000)	2025 (\$'000)	2024 (\$'000)
Tax (credit)/expense attributable to (loss)/profit is made up of: (Loss)/profit from current financial year:				
- Current income tax	-	182	-	323
- Deferred income tax	-	(75)	-	(75)
	-	107	-	248
Over-provision in prior financial years				
- Current income tax	(81)	-	(72)	-
- Deferred income tax	4	(319)	(16)	(378)
	(77)	(212)	(88)	(130)

8. Dividends

	The Group 31 March	
	2025 (\$'000)	2024 (\$'000)
Ordinary dividends paid		
Final exempt dividend paid in respect of the previous financial year of 0.20 cents per share (2024: 1.00 cents per share)	347	1,744
Interim exempt dividend paid in respect of the current financial year of Nil cents per share (2024: 0.30 cents per share)	-	521
	347	2,265

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E. Selected Notes to the Condensed Interim Consolidated Financial Statements (Cont'd)

9. Earnings per share ("EPS")

	Group		Group	
	Six months ended		Financial year ended	
	31 March		31 March	
	2025	2024	2025	2024
Earnings attributable to equity holders of the Company (\$'000)	(6,247)	(576)	(7,874)	(495)
Weighted average number of shares used in computation of basic EPS	173,686,200	173,984,238	173,686,529	173,962,525
Basic EPS attributable to equity holders of the Company (cents) ⁽¹⁾	(3.60)	(0.33)	(4.53)	(0.28)
Fully diluted EPS attributable to equity holders of the Company (cents) ⁽²⁾	(3.60)	(0.33)	(4.53)	(0.28)

Notes:

- (1) Basic EPS is computed by dividing the Group's earnings attributable to the equity holders of the Company in each financial period by the weighted average number of shares outstanding during the respective financial periods.
- (2) Fully diluted EPS is the same as the basic EPS for the financial periods presented in the table above as the Company did not have any outstanding instruments convertible into rights to subscribe for shares during these respective financial periods.

10. Net Asset Value ("NAV")

	Group		Company	
	As at		As at	
	31 March		31 March	
	2025	2024	2025	2024
NAV per ordinary share (cents)	12.38	17.12	6.07	6.27
Number of Shares used in computation of NAV per Share	173,686,200	173,806,200	173,686,200	173,806,200

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E. Selected Notes to the Condensed Interim Consolidated Financial Statements (Cont'd)

11. Trade and other receivables

	Group		Company	
	As at		As at	
	31 March		31 March	
	2025	2024	2025	2024
	(\$'000)	(\$'000)	(\$'000)	(\$'000)
Trade receivables				
- Related parties:				
Associated companies	113	74	-	-
Joint venture	-	4	-	-
- Non-related parties	1,080	1,237	-	-
Non-trade receivables				
- Subsidiary corporations	-	-	2,604	1,067
- Non-related parties	15	588	-	562
	1,208	1,903	2,604	1,629

12. Intangible assets

	The Group	
	31 March	
	2025	2024
	(\$'000)	(\$'000)
Trademarks and franchise rights		
Cost		
Beginning of financial year	801	691
Addition	257	110
Written-off	-	-
End of financial year	1,058	801
Accumulated amortisation		
Beginning of financial year	614	545
Amortisation charge	80	69
Impairment losses	53	-
End of financial year	747	614
Net book value		
End of financial year	311	187

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E. Selected Notes to the Condensed Interim Consolidated Financial Statements (Cont'd)

13. Plant and equipment

During the current financial year ended 31 March 2025, the Group acquired plant and equipment amounting to \$6,142,000 (31 March 2024: \$9,824,000).

14. Long-term security deposits

	Group		Company	
	As at 31 March		As at 31 March	
	2025 (\$'000)	2024 (\$'000)	2025 (\$'000)	2024 (\$'000)
Refundable security deposits	3,044	3,524	58	-

These are mainly deposits placed with landlords. Management is of the opinion that these deposits have been placed with counterparties who are creditworthy and accordingly, no allowance for impairment is required.

15. Trade and other payables

	Group		Company	
	As at 31 March		As at 31 March	
	2025 (\$'000)	2024 (\$'000)	2025 (\$'000)	2024 (\$'000)
Trade payables				
- Non-related parties	1,501	1,896	9	-
Non-trade payables				
- Subsidiary corporation	-	-	-	7
- Non-related parties	1,771	2,056	26	12
Accruals for operating expenses ⁽¹⁾	5,287	5,353	310	310
Franchise deposits	9	9	-	-
	8,568	9,314	345	329

The non-trade amounts due to subsidiary corporations and associated companies are unsecured, interest-free and are repayable on demand.

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E. Selected Notes to the Condensed Interim Consolidated Financial Statements (Cont'd)

15. Trade and other payables (Cont'd)

(1) Accruals for operating expenses

Included in the above are government grants comprising a balance of \$28,000 (2024: \$56,000) for the acquisition of certain automated equipment for the central kitchen of the Group's subsidiary corporation, Bachmann Japanese Restaurants Pte Ltd. The grants received are subsequently credited to profit or loss over the useful life of related assets to match the related cost.

16. Provisions

The provision for costs of dismantlement, removal or restoration are the estimated costs of dismantlement, removal or restoration of leased premises and retail outlets to its original conditions as stipulated in the terms and conditions of lease contracts.

Movements in the provisions are follows:

	Group	
	As at	
	31 March	
	2025	2024
	(\$'000)	(\$'000)
Beginning of the financial year	823	143
Provision made during the financial year	654	853
Utilisation during the financial year	(140)	(120)
	514	733
Reversal during the financial year	-	(53)
End of financial year	1,337	823

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17. Share Capital

	The Group and the Company			
	31 March 2025		31 March 2024	
	Number of ordinary shares '000	Amount \$'000	Number of ordinary shares '000	Amount \$'000
Beginning and end of financial year	174,436	9,522	174,436	9,522

There was no change in the issued and paid-up capital of the Company since 30 September 2024.

There were no outstanding convertible instruments which may be converted to shares as at 31 March 2025 and 31 March 2024.

(a) Treasury shares

(i) Between 1 April 2023 and 31 March 2024

As at 1 April 2023, the Company held 41,800 treasury shares and the total number of ordinary shares in the capital of the Company (excluding treasury shares) was 174,394,200 shares.

The Company had on 25 May 2023, 26 May 2023, 29 May 2023, 31 May 2023, 5 June 2023, 6 June 2023, 7 June 2023, 20 June 2023, 22 June 2023, 23 August 2023, 24 November 2023, 29 November 2023, 5 December 2023, 16 February 2024 and 27 February 2024 purchased an aggregate of 1,078,000 shares by way of market acquisitions.

On 15 June 2023, 490,000 treasury shares were transferred to certain employees of the Group pursuant to the Japan Foods Performance Share Scheme.

As at 31 March 2024, after the above share transfers and share buy-backs, the Company held 629,800 treasury shares which represented approximately 0.36% of the 173,806,200 total issued shares (excluding treasury shares).

(ii) Between 1 April 2024 and 31 March 2025

As at 1 April 2024, the Company held 629,800 treasury shares and the total number of ordinary shares in the capital of the Company (excluding treasury shares) was 173,806,200 shares.

The Company had on 2 April 2024 purchased an aggregate of 120,000 shares by way of market acquisitions.

As at 31 March 2025, after the above share buy-backs, the Company held 749,800 treasury shares which represented approximately 0.43% of the 173,686,200 total issued shares (excluding treasury shares).

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E. Selected Notes to the Condensed Interim Consolidated Financial Statements (Cont'd)

17. Share Capital (Cont'd)

(b) Subsidiary holdings

There were no subsidiary holdings as at 31 March 2025 and 31 March 2024.

18. Related party transactions

	Group As at	
	31 March 2025	31 March 2024
	\$'000	\$'000
Sales of ingredients		
- Joint venture	20	47
Royalties fee		
- Associated companies	311	470
Franchise fee		
- Associated companies	27	-

19. Subsequent events

There are no known subsequent events which have led to adjustments to this set of interim financial statements.

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F. Other Information Required by Listing Rule Appendix 7C

- 1. Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice.**

The condensed consolidated statement of financial position of Japan Foods Holding Limited and its subsidiaries as at 31 March 2025 and the related condensed consolidated statement of comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six months and financial year ended 31 March 2025 and certain explanatory notes have not been audited or reviewed.

- 2. Where the latest financial statements are subject to an adverse opinion, qualified opinion or disclaimer of opinion:-**
 - (a) Updates on effort taken to resolve each outstanding audit issue**
 - (b) Confirmation from the Board that the impact of all outstanding audit issues on financial statements have been adequately disclosed.**

This is not required for any audit issue that is a material uncertainty relating to going concern.

Not applicable as the Company's latest financial statements were not subject to any adverse opinion, qualified opinion or disclaimer of opinion.

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F. Other Information Required by Listing Rule Appendix 7C (Cont'd)

3. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:-

- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors

No. of outlets by Brands:

	As at 31 March	
	2025	2024
<u>Franchised Brands</u>		
Ajisen Ramen	13	11
Konjiki Hototogisu	7	11
Shitamachi Tendon Akimitsu	-	3
Menya Musashi	2	3
Tori Sanwa	5	3
Osaka Ohsho	1	1
Kageyama	2	1
Afuri	1	1
Yonehachi	1	1
Menzo Butao	1	1
New ManLee Bak Kut Teh	1	1
Tororitenshi no Warabi-Mochi	4	-
Kumachan Onsen*	3	-
Yamaya Kitchen	2	-
<u>Self-Developed Brands</u>		
Tokyo Shokudo*	12	12
Yakiniku Shokudo*	11	11
Fruit Paradise*	2	5
Milan Shokudo*	5	4
Godaime*	2	2
Edo Shokudo*	-	2
Yakiniku Taro	-	1
Yakiniku Kai	-	1
Romana Pizza & Pasta	1	1
Kyoto Shokudo*	-	1
Milan Tei*	1	1
Milan Cafeteria*	1	-
BBQ Seoul Shokudo*	-	1
	78	79

Note:

* Halal brands

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3. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:-

- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors

Review of financial performance of the Group for 2H2025 compared to 2H2024

Revenue

The Group's revenue decreased by \$3.2 million or 7.5% from \$43.4 million for the six months ended 31 March 2024 ("2H2024") to \$40.2 million for the six months ended 31 March 2025 ("2H2025").

The decrease in the Group's revenue was a result of the following:

- (i) *net decrease in revenue of \$0.5 million from restaurants operating under the "Yakiniku Shokudo" brand*

The Group's revenue from restaurants operating under the "Yakiniku Shokudo" brand decreased from \$6.7 million in 2H2024 to \$6.2 million in 2H2025 mainly due to lower revenue generated from certain existing restaurants.

- (ii) *net decrease in revenue of \$0.5 million from the restaurants operating under the "Tokyo Shokudo" brand*

The Group's revenue from restaurants operating under the "Tokyo Shokudo" brand decreased from \$7.9 million in 2H2024 to \$7.4 million in 2H2025. This was mainly due to lower revenue generated from certain existing restaurants.

- (iii) *net decrease in revenue of \$1.1 million from the restaurants operating under the "Konjiki Hototogisu" brand*

The Group's revenue from restaurants under the "Konjiki Hototogisu" brand decreased from \$4.9 million in 2H2024 to \$3.8 million in 2H2025. This was mainly due to (i) the conversion of a restaurant located at Woodleigh Mall to the "Kumachan Onsen" brand in January 2025; (ii) closure of restaurants located at Chijmes, Paragon and Jewel; and (iii) lower revenue generated by the remaining restaurants.

- (iv) *net decrease in revenue of \$1.2 million from the restaurants operating under "Menya Musashi" brand*

The Group's revenue from restaurants operating under the "Menya Musashi" brand decreased from \$2.0 million in 2H2024 to \$0.8 million in 2H2025 due to conversion of restaurants at Vivo City and Bugis Junction to the "Tori Sanwa" and "Tokyo Shokudo" brands respectively. The decrease was partially offset by revenue generated by the restaurant located at Tampines 1, which was converted from the "Fruit Paradise" brand.

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F. Other Information Required by Listing Rule Appendix 7C (Cont'd)

Revenue (Cont'd)

- (v) *net decrease in revenue of \$1.1 million from the restaurants operating under the “Shitamachi Tendon Akimitsu” brand*

The Group's revenue from restaurants operating under the “Shitamachi Tendon Akimitsu” brand decreased by \$1.1 million as there was no revenue contribution from this brand in 2H2025. This was because the 3 restaurants that were operating under this brand at Star Vista, Plaza Singapura and Takashimaya in 2H2024 had been converted to other brands.

- (vi) *net decrease in revenue of \$0.1 million from the restaurants operating under the “Osaka Ohsho” brand*

The Group's revenue from restaurants operating under the “Osaka Ohsho” brand decreased from \$0.5 million in 2H2024 to \$0.4 million in 2H2025. This was mainly due to lower revenue generated by the restaurant located at Raffles City.

- (vii) *net increase in revenue of \$0.1 million from the restaurants operating under the “Ajisen Ramen” brand*

The Group's revenue from restaurants operating under the “Ajisen Ramen” brand increased from \$8.4 million in 2H2024 to \$8.5 million in 2H2025. This was mainly due to the increase in the number of restaurants under this brand from 11 in 2H2024 to 13 in 2H2025. The two new additions were from the conversion of the “Shitamachi Tendon Akimitsu” brand restaurant located at Star Vista and from the “Katsuyoshi” brand restaurant at Plaza Singapura.

- (viii) *net increase in revenue of \$0.7 million from the restaurants operating under other brands*

The Group recorded an increase in revenue from restaurants operating under other brands in 2H2025 as compared to 2H2024, which was mainly generated by new restaurants that opened under the “Kumachan Onsen”, “Yamaya Kitchen”, “Tororitenshi no Warabi-Mochi” and “Milan Cafeteria” brands. This was in addition to higher revenue achieved by existing restaurants under the “Kageyama”, “Tori Sanwa” and “Milan Shokudo” brands.

The increase in revenue was partially offset by lower revenue generated by “Afuri”, “Fruit Paradise”, “Menzo Butao”, “New ManLee Bak Kut Teh”, “Godaime”, “Milan Tei” and “Yonehachi” brands.

- (ix) *impact of JFH Rewards*

The reward points known as \$J earned by members (net of expired points of approximately \$0.5 million) under JFH Rewards amounted to \$0.2 million in 2H2025 compared to \$0.7 million in 2H2024. In accordance with the relevant accounting standard, such amount was deducted from the corresponding revenue recognised during the respective financial periods.

Gross profit

The Group's gross profit declined \$2.9 million or 7.8%, from \$36.8 million in 2H2024 to \$33.9 million in 2H2025, which was generally in line with the decrease in the Group's revenue. Gross profit margin fell 0.3 percentage point from 84.9% in 2H2024 to 84.6% in 2H2025.

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Other income (including interest income from bank)

The Group's other income increased by \$0.5 million or 52.4%, from \$0.9 million in 2H2024 to \$1.4 million in 2H2025 mainly due to higher government grants under the Progressive Wage Credit Scheme, Senior Employment Credit Scheme and Enabling Employment Credit Scheme.

Other gains/(losses)

The Group recorded other losses of \$23,000 in 2H2025 as compared to other gains of \$562,000 in 2H2024. The gains in 2H2024 were mainly attributable to the disposal of a club membership while the losses in 2H2025 were mainly due to loss on disposal of financial assets.

Selling and distribution expenses

The Group's selling and distribution expenses increased by \$0.5 million or 1.4%, from \$34.5 million in 2H2024 to \$35.0 million in 2H2025.

The higher selling and distribution expenses were mainly due to an increase in manpower cost, utilities and depreciation charges.

Administrative expenses

The Group's administrative expenses increased by \$0.2 million or 8.9%, from \$1.8 million in 2H2024 to \$2.0 million in 2H2025, mainly due to higher manpower cost and depreciation charges.

Other operating expenses

The Group's other operating expenses increased by \$0.6 million or 96.4%, due to the write-off of renovation costs upon rebranding and closure of outlets.

Impairment losses

The Group's impairment loss increased by \$1.8 million or 168.0% from \$1.1 million in 2H2024 to \$2.9 million in 2H2025 due to impairment of certain non-performing stores.

Finance costs

Finance costs decreased by \$0.2 million or 19.4%, from \$1.1 million in 2H2024 to \$0.9 million in 2H2025. The Group had, on average, lower lease liabilities during 2H2025.

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Share of results of associated companies and joint venture company

The Group recorded share of profit of its associated companies of \$292,000 in 2H2025 as compared to a loss of \$12,000 in 2H2024. This was mainly due to the profit generated by “Konjiki Hototogisu” brand restaurants in Hong Kong. This profit was partially offset by the Group’s share of losses incurred by “Menya Musashi” brand restaurants in Indonesia and Hong Kong.

Income tax credit

The Group’s income tax credit decreased by \$135,000 or 63.7% from \$212,000 in 2H2024 to \$77,000 in 2H2025 due to a decrease in net deferred tax assets arising from lease liabilities and partially offset by over-provision in income tax expense and corporate income tax rebate.

Net loss

As a result of the aforementioned reasons, the Group’s loss attributable to equity holders of the Company rose \$5.6 million from \$0.6 million in 2H2024 to \$6.2 million in 2H2025.

Review of financial performance of the Group for FY2025 compared to FY2024

Revenue

The Group’s revenue decreased by \$2.8 million or 3.2 % from \$86.4 million for the financial year ended 31 March 2024 (“FY2024”) to \$83.6 million for the financial year ended 31 March 2025 (“FY2025”).

The decrease in the Group’s revenue was a result of the following:

- (i) *net decrease in revenue of \$0.3 million from restaurants operating under the “Yakiniku Shokudo” brand*

The Group’s revenue from restaurants operating under the “Yakiniku Shokudo” brand decreased from \$13.1 million in FY2024 to \$12.8 million in FY2025 mainly due to (i) the conversion of a restaurant located at Orchard Central to the “Kumachan Onsen” brand; and (ii) lower revenue generated from certain existing restaurants.

- (ii) *net decrease in revenue of \$1.4 million from the restaurants operating under the “Tokyo Shokudo” brand*

The Group’s revenue from restaurants operating under the “Tokyo Shokudo” brand decreased from \$16.4 million in FY2024 to \$15.0 million in FY2025. This was mainly due to (i) the conversion of the restaurant located at Velocity Mall to the “Ajisen Tanjiro” brand; (ii) closure of a restaurant at Bukit Panjang Plaza; and (iii) lower revenue generated by the remaining restaurants. The decrease was partially offset by revenue contribution from 2 new “Tokyo Shokudo” restaurants which were converted from the “Nakiryu” brand at Plaza Singapura and the “Menya Musashi” brand at Bugis Junction in April 2024 and in August 2024 respectively.

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Revenue (Cont'd)

- (iii) *net decrease in revenue of \$1.4 million from the restaurants operating under “Konjiki Hototogisu” brand*

The Group’s revenue from restaurants operating under the “Konjiki Hototogisu” brand decreased from \$9.3 million in FY2024 to \$7.9 million in FY2025 as the number of restaurants operating under this brand fell from 11 restaurants as at 31 March 2024 to 7 restaurants as at 31 March 2025. This was mainly due to (i) the conversion of a restaurant located at Woodleigh Mall to the “Kumachan Onsen” brand; (ii) closure of restaurants located at Chijmes, Paragon and Jewel; and (iii) lower revenue generated by the remaining restaurants.

- (iv) *net decrease in revenue of \$2.6 million from the restaurants operating under “Menya Musashi” brand*

The Group’s revenue from restaurants operating under the “Menya Musashi” brand decreased from \$4.7 million in FY2024 to \$2.1 million in FY2025 mainly due to the conversion of restaurants at Vivo City and Bugis Junction to the “Tori Sanwa” and “Tokyo Shokudo” brands respectively. This decrease was partially offset by revenue contribution from a restaurant located at Tampines 1, which was converted from the “Fruit Paradise” brand.

- (v) *net decrease in revenue of \$1.9 million from the restaurants operating under “Shitamachi Tendon Akimitsu” brand*

The Group’s revenue from restaurants operating under the “Shitamachi Tendon Akimitsu” brand decreased from \$2.4 million in FY2024 to \$0.5 million in FY2025 because the number of restaurants operating under this brand fell from 3 to none over the reporting period. The 3 restaurants, which were located at Star Vista, Plaza Singapura and Takashimaya, were converted to other brands.

- (vi) *net decrease in revenue of \$1.2 million from the restaurants operating under “Osaka Ohsho” brand*

The Group’s revenue from restaurants operating under the “Osaka Ohsho” brand decreased from \$2.1 million in FY2024 to \$0.9 million in FY2025. This was mainly due to lower revenue generated by the restaurant located at Raffles City.

- (vii) *net increase in revenue of \$0.1 million from the restaurants operating under the “Ajisen Ramen” brand*

The Group’s revenue from restaurants operating under the “Ajisen Ramen” brand increased from \$17.3 million in FY2024 to \$17.4 million in FY2025. This was due to the increase in the number of restaurants from 11 as at 31 March 2024 to 13 as at 31 March 2025. The two new additions were from the conversion of the “Shitamachi Tendon Akimitsu” brand restaurant at Star Vista and the “Katsuyoshi” brand restaurant at Plaza Singapura.

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Revenue (Cont'd)

(viii) *net increase in revenue of \$5.4 million from the restaurants operating under other brands*

The Group recorded an increase in revenue from restaurants operating under other brands in FY2025 as compared to FY2024, which was mainly contributed by the opening of new restaurants under the “Kumachan Onsen”, “Yamaya Kitchen”, “Tororitenshi no Warabi-Mochi” and “Milan Cafeteria” brands. The increase in revenue was also due to high revenue from existing restaurants under the “Kageyama”, “Tori Sanwa” and “Milan Shokudo” brands.

The increase was partially offset by lower revenue generated by “Afuri”, “Fruit Paradise”, “Menzo Butao”, “New ManLee Bak Kut Teh”, “Godaime”, “Milan Tei” and “Yonehachi” brands.

(ix) *impact of JFH Rewards*

The reward points known as \$J earned by members (net of expired points of approximately \$0.5 million) under JFH Rewards amounted to \$0.8 million in FY2025 compared to \$1.3 million in FY2024. In accordance with the relevant accounting standard, such amount was deducted from the corresponding revenue recognised during the respective financial periods.

Gross profit

The Group's gross profit decreased by \$2.4 million or 3.4%, from \$73.1 million in FY2024 to \$70.7 million in FY2025, which was generally in line with the decrease in revenue. The Group's gross margin decreased 0.2 percentage point from 84.7% in FY2024 to 84.5% in FY2025.

Other income (including interest income from bank)

The Group's other income increased by \$1.9 million or 137.3%, from \$1.4 million in FY2024 to \$3.3 million in FY2025 mainly due to higher government grants received under the Progressive Wage Credit Scheme, Senior Employment Credit Scheme and Enabling Employment Credit Scheme, which amounted to \$2.5 million in FY2025.

Other gains/(losses)

The Group recorded other losses of \$47,000 in FY2025 as compared to other gains of \$570,000 in FY2024. The gains in FY2024 were mainly attributable to the disposal of a club membership while the losses in FY2025 were mainly attributable to loss on disposal of financial asset and foreign exchange loss.

Selling and distribution expenses

The Group's selling and distribution expenses increased by \$3.7 million or 5.5% from \$67.2 million in FY2024 to \$70.9 million in FY2025.

The higher selling and distribution expenses were mainly due to higher manpower cost, utilities expenses, rental charges and depreciation charges of plant and equipment and right-of-use assets.

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Administrative expenses

The Group's administrative expenses remained relatively stable in FY2025 as compared to FY2024.

Other operating expenses

The Group's other operating expenses increased by \$1.1 million or 82.9% from \$1.2 million in FY2024 to \$2.3 million in FY2025 mainly due to write-off of renovation costs upon rebranding and closure of outlets.

Impairment losses

The Group's impairment loss increased by \$1.7 million or 93.4% from \$1.9 million in FY2024 to \$3.6 million in FY2025 due to the impairment loss on the loan provided to a joint venture company as well as impairment loss for certain non-performing stores under the Group and an impairment loss of franchise right.

Finance costs

Finance costs decreased by \$0.1 million or 5.7% from \$1.8 million in FY2024 to \$1.7 million in FY2025. The Group had, on average, lower lease liabilities in 2H2025 due to repayment and retirement of leases during FY2025.

Share of results of associated companies and joint venture company

The Group's share of profit of associated companies increased by \$0.2 million or 99.2% from \$0.3 million in FY2024 to \$0.5 million in FY2025. The increase was due to higher profit generated by "Konjiki Hototogisu" brand restaurants in Hong Kong and by "Menya Musashi" brand restaurants in China. The increase was partially offset by the losses incurred by "Menya Musashi" brand restaurants in Indonesia and Hong Kong.

Income tax credit

The Group's income tax credit decreased by \$42,000 or 32.3% from \$130,000 in FY2024 to \$88,000 in FY2025 due to a decrease in net deferred tax assets arising from lease liabilities and partially offset by over-provision of income tax expense and corporate income tax rebate.

Net loss

As a result of the aforementioned reasons, the Group recorded an increase in net loss attributable to equity holders of the Company from \$0.5 million in FY2024 to \$7.9 million in FY2025.

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- (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on

Current assets

The Group's total current assets decreased by \$3.9 million, from \$17.9 million as at 31 March 2024 to \$14.0 million as at 31 March 2025. This was mainly due to the decrease in cash and bank balances of \$3.6 million mainly due to capital expenditure incurred for the Group's rebranding of restaurants and the decrease in trade and other receivables of \$0.7 million. The decrease was partially offset by the increase in other current assets of \$0.4 million (comprising current portion of rental deposit and prepaid expenses).

Non-current assets

The Group's total non-current assets decreased by \$14.8 million, from \$75.2 million as at 31 March 2024 to \$60.4 million as at 31 March 2025.

This was mainly due to the decrease in net book value of plant and equipment of \$2.0 million, the decrease in net book value of right-of-use assets of \$10.7 million due to depreciation expenses, a reduction in a loan to a joint venture of \$1.1 million due to receipt of loan repayment of \$0.4 million and additional impairment of loan of \$0.7 million, the decrease in other investments of \$0.5 million, the decrease in long term security deposits of \$0.5 million and the decrease in investment in associated companies of \$0.1 million. The decrease was partially offset by an increase in intangible assets of \$0.1 million due to the acquisition of new franchise rights.

Current liabilities

The Group's total current liabilities decreased by \$6.8 million, from \$34.0 million as at 31 March 2024 to \$27.2 million as at 31 March 2025.

This was mainly due to the decrease in the current portion of lease liabilities of \$6.2 million, the decrease in trade and other payables of \$0.8 million and a reduction of current income tax liabilities of \$0.3 million. The decrease was partially offset by an increase in provisions for reinstatement of \$0.5 million.

The Group had net current liabilities of \$13.2 million as at 31 March 2025 mainly due to the recognition of lease liabilities of \$17.3 million in compliance with SFRS(I) 16. Based on the Group's internal resources and projected operational cashflows, the Board is of the view that the Group will have sufficient funds to meet its financial obligations as and when they fall due.

Non-current liabilities

The Group's total non-current liabilities decreased by \$3.7 million, from \$29.4 million as at 31 March 2024 to \$25.7 million as at 31 March 2025. This was due to a decrease in the long-term portion of lease liabilities of \$3.7 million because the repayment of leases had outpaced the renewal and inception of new leases in FY2025.

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Shareholders' equity

The Group's shareholders' equity decreased by \$8.3 million from \$29.8 million as at 31 March 2024 to \$21.5 million as at 31 March 2025. The decrease was mainly due to the loss of \$7.9 million incurred in FY2025, purchase of treasury shares of \$0.1 million and the distribution of dividends of \$0.3 million.

Review of cash flow statement for 2H2025

The Group's net cash generated from operating activities in 2H2025 was \$11.6 million. This was mainly due to net loss less non-cash items before working capital changes of \$13.2 million and offset by working capital outflow of \$1.6 million.

The Group's net cash used in investing activities in 2H2025 was \$0.3 million arising mainly from renovation cost and purchase of equipment for the Group's restaurants of \$1.8 million and acquisition of franchise rights of \$0.1 million. These were offset by the sales of financial asset of \$0.5 million, receipt of loan repayment by a joint venture of \$0.4 million and dividends received from associated companies of \$0.7 million.

The Group's net cash used in financing activities in 2H2025 was \$12.1 million arising from principal payment of lease liabilities of \$12.7 million and lease interest paid of \$0.8 million. These were offset with decrease in short-term bank deposit pledged of \$1.4 million.

Review of cash flow statement for FY2025

The Group's net cash generated from operating activities in FY2025 was \$29.0 million. This was mainly due to net loss less non-cash items after working capital changes of \$29.2 million and payment of income tax of \$0.2 million.

The Group's net cash used in investing activities in FY2025 was \$4.8 million mainly arising from (i) renovation cost and purchase of plant and equipment for the Group's restaurants of \$6.1 million; and (ii) acquisition of franchise rights of \$0.3 million. These were offset by the sales of financial asset of \$0.5 million, receipt of loan repayment by a joint venture of \$0.4 million and dividends received from associated companies of \$0.7 million.

The Group's net cash used in financing activities in FY2025 was \$26.4 million due to dividend payment of \$0.3 million, repayment of lease liabilities of \$25.7 million and interest on leases of \$1.7 million. These were offset by a decrease in short-term deposit pledged of \$1.4 million.

4. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results.

The Group's financial results for FY2025 is consistent with the profit guidance announcement released by the Company on 5 May 2025.

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5. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

FY2025 was a challenging year for the retail scene in Singapore as consumer sentiment became increasingly cautious due to prolonged geopolitical tensions and inflationary pressures that had increased the cost of living. In the F&B space, the fall in consumer discretionary spending, intense market competition from a continuous stream of new entrants (including an influx of international brands), as well as the increasing costs of operations had toughened market conditions. In addition, the F&B industry was also affected by the strong Singapore dollar, which had made it more attractive for Singaporeans to travel and spend overseas.

The Group expects the challenging conditions in FY2025 to persist, exacerbated by escalating global trade tensions and uncertainties in the macro economy. This has taken a toll on both business and consumer sentiment. The Group expects conditions to be further compounded by ongoing industry challenges including manpower shortages, rising costs of operations due to inflation and changing consumer preferences.

To navigate the tough environment, the Group will continue to rationalise its brand portfolio by focusing on its more established and proven brands. As part of this strategy, the Group's network reduced from 84 as at 30 September 2024 to 78 as at 31 March 2025. The Group will also continue to streamline its operations, manage costs and improve outlet performance by stepping up marketing and promotional efforts. At the same time, the Group will continue to explore new brands as part of continuous brand rejuvenation to keep up with dining trends.

In November 2024, the Group launched one new franchised brand "Yamaya Kitchen", which serves rice and noodle sets with "mentaiko" (or cod roe) as the main feature. There are currently two "Yamaya Kitchen" brand restaurants, which are located at IMM and at PLQ Mall. Recently, in April 2025, the Group launched its self-developed "Kyo Komachi" brand, which features Himokawa-style udon noodles that are wider and flatter than the usual udon noodles. The first "Kyo Komachi" brand restaurant is located at Vivocity. Its unique noodles come with a choice of different sauces and the menu also features matcha-flavoured desserts and drinks.

Further to the announcement on 14 November 2024, the Group's JV, Dining Collective Pte Ltd, had completed the winding down of its business.

As at 31 March 2025, the Group's associated companies operated 6 restaurants in Hong Kong, 2 restaurants in China and 2 restaurants in Indonesia under the "Menya Musashi" brand. The Group's associated company also operated 5 restaurants in Hong Kong and 2 restaurants in Shanghai under the "Konjiki Hototogisu" brand.

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6. Dividend

(a) Current Financial Period Reported On

Any dividend declared/recommended for the current financial period reported on? No

(b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the corresponding period of the immediately preceding financial year? Yes

Name of dividend	Final
Dividend type	Cash
Dividend amount per share (in cents)	0.2 cent per ordinary share
Tax rate	Tax-exempt (1-tier)

An interim dividend of 0.3 cent (tax-exempt (one-tier)) per share was paid on 15 December 2023.

(c) Date payable

Not applicable.

(d) Record date

Not applicable.

7. If no dividend has been declared/recommended, a statement to that effect and reason(s) for the decision.

The Board is not recommending any final dividend in respect of FY2025 in view of the loss incurred by the Group during the financial year.

8. If the group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no general mandate has been obtained, a statement to that effect

For FY2025, the Company did not have any discloseable interested person transaction. The Company did not obtain any general mandate from its shareholders in respect of any interested person transaction.

9. If the group has not acquired or sales of shares in subsidiaries and/or associated companies under pursuant to Rule 706(A), a statement to that effect.

There is no acquisition or sales of shares in subsidiaries and/or associated companies during FY2025.

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10. Confirmation that the issuer has procured undertakings from all its directors and executive officers pursuant to Rule 720(1) of the SGX Listing Manual.

The Company confirms that it has procured undertakings from all its Directors and Executive Officers (in the format set out in Appendix 7H) pursuant to Rule 720(1) of the SGX-ST Listing Manual.

11. Negative confirmation pursuant to Rule 705(5)

Not required for announcement of full-year results.

12. Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive or substantial shareholder of the issuer pursuant to rule 704(10) in the format below. If there are no such persons, the issuer must make an appropriate negative statement.

Name of relative	Age	Family relationship with any director and/or substantial shareholder	Current position and duties, and the year the position was first held	Details of changes in duties and position held, if any, during the year
Chan Cheong Keong	57	Brother of Chan Chau Mui, who is deemed associate of Kenichi Takahashi, the Executive Chairman and Chief Executive Officer of the Company	Mr Chan has been the Central Kitchen Manager at the Company's subsidiary, Bachmann Japanese Restaurant Pte. Ltd. since 2008. He is responsible for the operation of the Group's central kitchen facility.	Nil

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13. A breakdown of sales

Group	FY2025 \$'000	FY2024 \$'000	% increase/ (decrease)
Sales report for:			
First half ended 30 September	43,437	42,974	1.1
Second half ended 31 March	40,150	43,383	(7.5)
Total	83,587	86,357	(3.2)

Group

Net (loss)/profit for the year reported for

First half ended 30 September	(1,627)	81	N.M. ⁽¹⁾
Second half ended 31 March	(6,247)	(576)	984.5
Total	(7,874)	(495)	1,490.7

Note:

(1) "N.M." denotes not meaningful.

14. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year.

	Latest Full Year (FY2025) (\$)	Previous Full Year (FY2024) (\$)
Total annual ordinary dividend		
Interim (Tax exempt 1-tier)	-	522,491
Final (Tax exempt 1-tier)	-	347,372
Total	-	869,863

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BY ORDER OF THE BOARD

Takahashi Kenichi
Executive Chairman and CEO

Date: 25 May 2025

*This announcement has been reviewed by the Company's sponsor, UOB Kay Hian Private Limited (the "**Sponsor**").*

*This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited ("**SGX-ST**") and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made, or reports contained in this announcement.*

The contact person for the Sponsor is Lance Tan, Senior Vice President, at 8 Anthony Road, #01-01, Singapore 229957, telephone (65) 6590 6881.