



**Centurion Corporation Limited**

(Incorporated in the  
Republic of Singapore with limited liability)  
(Co. Reg. No.: 198401088W)  
SGX Stock Code: OU8



SCALING UP  
**STRATEGICALLY,**  
**SUSTAINABLY**

ANNUAL REPORT **2023**



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## Portfolio of 34 owned and managed assets in 15 cities in five countries around the world



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1. Façade of Aspri-Westlite Papan (Singapore)
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## CORPORATE PROFILE

Centurion Corporation Limited (“Centurion” or the “Company” and together with its subsidiaries, the “Group”) owns, develops and manages quality, Purpose-Built Workers Accommodation assets in Singapore and Malaysia, and Purpose-Built Student Accommodation assets in Australia, the United Kingdom (“UK”) and the United States (“US”). Headquartered in Singapore, Centurion is listed on the Singapore Exchange (SGX: OU8). As at 31 December 2023, the Group’s portfolio of 34 operational accommodation assets comprises approximately 67,377 beds. Centurion’s established portfolio of workers accommodation assets are managed under the “Westlite” brand and comprises nine workers accommodation assets in Singapore as well as eight workers accommodation assets in Malaysia. The Group’s student accommodation assets are managed under the “dwell” brand, with ten assets in the UK, two assets in Australia. In line with the Group’s asset-light strategy to scale up in an efficient, sustainable manner, Centurion also launched and manages two private funds. Under the inaugural Centurion US Student Housing Fund launched in November 2017 in which Centurion has a 28.7% stake, the Group holds a portfolio of five assets in the US. The Group has also established the Centurion Student Accommodation Fund in December 2018 to invest in Purpose-Built Student Accommodation globally (ex-US). With global reach and a clear growth strategy to actively enhance and manage its assets, identify strategic acquisitions supported by joint ventures and investment funds, and expand business and revenue streams through management services and ancillary accommodation-related services, Centurion has evolved to become a leading Singapore-based provider of quality specialised accommodation around the world.

## OUR CORE VALUES

Our core values reflect our passion to meet our customers’ objectives and provide services that promote the well-being of our stakeholders.



### RESPECT

We treat every individual with consideration, dignity and respect at all times. We are sensitive and attentive to different needs arising from the diverse backgrounds, nationalities, religions, traditions and culture. We have in place consultation and grievance mechanisms for the well-being of our residents, customers, and staff.



### INTEGRITY

We believe in upholding the highest standards of integrity and to confidently act with honesty at all times. We have the courage to do what is right and earn the trust of all our customers and stakeholders, dedicating our best knowledge and skills to obtain the best outcome.



### CREATIVITY

We explore innovative methods, processes and best practices to achieve higher efficiency and productivity to stay ahead. As a team, we encourage personal initiative, resourcefulness and a positive mindset to make a difference. This ensures that we embrace change while constantly improving ourselves to keep ahead of competition, and enables us to continue pushing boundaries and expectations.



### EXCELLENCE

We strive for excellence and persevere in everything we do to obtain the best outcome. Our focus and commitment to quality is embedded in every aspect of our business – not just physical infrastructure and products, but also our relationships, processes and services that go into creating a healthy and positive environment.

## EVENTS IN 2023



### 1st Quarter

- The Group, together with its joint venture partner, won a land Tender from JTC Corporation ("JTC"), the Group will begin our efforts to develop and operate PBD with a capacity of 1,650 beds at Ubi Avenue 3.
- At Westlite Tampoi, 290 beds were added to the Group's portfolio following JTKSM approval and certification.
- Minor reconfigurations were completed at dwell East End Adelaide and dwell Village Melbourne City, converting selected twin occupancy rooms to single occupancy room formats to optimize occupancy and yield.

### 2nd Quarter

- Fully redeemed Series 005 Fixed Rate Notes due on 12 April 2024.
- The Group disposed of dwell Dongdaemun, its sole PBSA property in Korea.
- Two Quick-Build Dormitories in Singapore, Westlite Tuas Ave 2 and Westlite Jalan Tukang, received approval from JTC. 888 beds were added to the Group's portfolio.

### 3rd Quarter

- The Group completed Asset Enhancement Initiatives at dwell MSV and dwell Cathedral Campus, UK, converting selected cluster apartments into studios and ensuite apartments to enhance occupancy and rental income.

### 4th Quarter

- The Group received three awards at the Securities Investors Association (Singapore) Investor's Choice Awards 2023:
  - Singapore Corporate Governance Award in Mid Cap Category
  - Most Transparent Company Award in the Real Estate Category
  - Shareholders Communications Excellence Award in the Mid Cap Category
- Group announced the signing of a Memorandum of Understanding with KEZAD Communities, to explore strategic opportunities for worker accommodation in UAE and the GCC.
- Completed voluntary withdrawal of listing on the Main Board of The Stock Exchange of Hong Kong Limited (SEHK); dealings in the shares of Centurion Corporation Limited on SEHK ceased on 27 Oct 2023, and listing of the Shares was withdrawn on 1 Nov 2023.
- Asset Enhancement Initiatives were completed at Westlite Senai, Johor, adding 770 beds to the Group's Malaysia PBWA portfolio.
- Centurion entered into agreements with Malaysian Public Sector Pension Fund, Kumpulan Wang Persaraan (Diperbadankan) [KWAP] for the sale and leaseback of Westlite Bukit Minyak in Penang and Westlite Tampoi in Johor, Malaysia. Following the completion of the sale, the Group will lease back and operate the two quality Purpose-Built Workers Accommodation for a period of 15 years.
- Group acquires remaining 51% equity interest in Oriental Amber Sdn Bhd ("OASB"). OASB holds a 7.6-acre plot of freehold land in Nusajaya, Iskandar Malaysia, which has been zoned for industrial use. The acquisition is in line with the Group's development plans to transform the land into a worker accommodation of approx. 7,000 beds.

1. 290 beds were added to Westlite Tampoi following JTKSM approval and certification (Johor, Malaysia)
2. Minor reconfigurations done at dwell East End Adelaide and dwell Village Melbourne City (Australia)
3. Asset Enhancement Initiatives at dwell MSV and dwell Cathedral Campus to enhance occupancy and rental income (UK)
4. Centurion received three distinguished awards at the SIAS Investor's Choice Awards (Singapore)

## JOINT CHAIRMEN **LETTER TO SHAREHOLDERS**

### **DEAR SHAREHOLDERS**

The Board and Joint Chairmen of Centurion are pleased to announce that FY 2023 has been a milestone year for the Group, across multiple strategic fronts.

In the 12 months of the year, we have delivered significant achievements in operating performance, portfolio growth, business and corporate sustainability, and most importantly, delivering value to our shareholders.

### **MILESTONE FINANCIAL RESULTS**

In FY 2023, Group revenue grew 15% year-on-year to S\$207.3 million, while net profit from core business grew 20% to S\$76.3 million. Apart from being the highest revenue and core profit numbers achieved since 2011, this performance is notable also in that they reflect the strengths of our two business segments, with both gross and net profit margins from core business inching up by 4 percentage points and 2 percentage points respectively, despite increased costs from both persistent inflation and high interest rates.

Over and above the strength of our operating business, the resilience of the Group's portfolio of specialised accommodation assets is reflected in the steep fair value gains reported. Centurion reported a Net Fair Value Gain of S\$84.8 million in FY 2023, bringing our Net Profit After Tax to S\$175.9 million for the year.

These commendable results are testament to both the strength of our management and operations, as well as the Group's ability and agility to enhance and enlarge our portfolio of revenue-generating Assets Under Management.

### **ENLARGING ASSETS UNDER MANAGEMENT, SUSTAINABLY**

The Company continued to enhance and enlarge our portfolio assets throughout FY 2023. During the year, we added over 1,000 beds, or close to 2% of FY 2022 bed capacity, to our portfolio.

In addition, the Group has secured land tenders or leases, and initiated asset enhancements programmes that will add 4,310 beds by the end of FY 2024, further enlarging our revenue-generating portfolio capacity by more than 6%.

In FY 2023, we also marked milestone sale and leaseback agreements for two of our Malaysian worker accommodation assets, with Kumpulan Wang Persaraan (Diperbadankan) [KWAP], Malaysia's public services pension fund with a total fund size of RM140.8 billion.

This transaction underscores the investment value and social impact of specialised worker accommodation as an increasingly sought-after property asset class, as well as Centurion's established track record in this specialised field.

More importantly, the sale and leaseback model enables the Group to recycle capital for further growth, while retaining the Group's revenue streams from the disposed assets under master leases of 15 years.

With these efforts, and also reflecting the strong occupancies and healthy fundamentals of our assets, the value of the Group's Assets Under Management has grown to a new height of S\$2 billion.

Going forward, the Group remains committed to an ongoing strategic review of our portfolio. Our objective is to identify additional opportunities for optimizing and expanding our portfolio of assets across both existing and new markets. We will continue to leverage on an asset-light model, mirroring the efficacy demonstrated by the sales and leaseback model.



Mr. Han Seng Juan



Mr. Loh Kim Kang David

## SUSTAINABILITY AND ACKNOWLEDGMENTS

Besides the recycling of capital for sustainable portfolio growth, we have also marked significant milestones in the Company's journey in the areas of Environmental, Social, and Governance.

In 2023, Centurion joined the World Green Building Council Pledge, committing the Group to work towards reducing, eliminating or compensating energy consumption and emissions in our assets globally, by 2030. Our Board and Management are united in setting sustainability as a strategic perquisite for the Group.

Also in 2023, the Group was honoured to be recognised with three awards in the Securities Investors Association (Singapore) Investors' Choice Awards, for "Most Transparent Company Award in the Real Estate Category", "Shareholder Communications Excellence Award in the Mid Cap Category" and "Singapore Corporate Governance Award in the Mid Cap Category".

We are encouraged by the accolades, and will continue to set high standards for transparency, investor engagement and corporate governance in the years ahead.

In 2024, we will, with sadness, see the departure of two long-serving and greatly-valued Independent Directors, as part of the Board renewal process of the Group. Mr. Gn Hiang Meng and Mr. Chandra Mohan will not be seeking re-appointment at the upcoming 2024 AGM. We would like to thank them for their contributions over the last 16 years and we wish them the best. We also welcome the appointment of two new highly-qualified Independent Directors, Mr. Nicholas Kong and Mr. Chan Wan Hong, and look forward to their contribution in the years ahead.

## DELIVERING SHAREHOLDER VALUE

With these milestone achievements, Centurion is pleased to have delivered notable growth in revenue, profitability, net asset value and dividends for the financial year 2023.

As importantly, the Group's proven ability to enhance our existing portfolio assets, and to scale up our Assets Under Management by asset-light strategies augurs further sustained growth and continued ability to build value for our shareholders, in the years ahead.

To our Board of Directors, we wish to express our gratitude for your contributions and strategic counsel. We would also like to thank our shareholders, community stakeholders, and loyal partners for their continued trust in Centurion.

Our achievements today would not have been possible without the collective hard work contributed by the management and staff, to whom we extend our greatest appreciation and gratitude.

Yours faithfully

**HAN SENG JUAN  
LOH KIM KANG, DAVID**  
Joint Chairmen

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## CEO'S STATEMENT

### DEAR SHAREHOLDERS,

Financial Year 2023 saw the dual headwinds of inflation and high interest rates persisting globally, driving up operating and financing expenses in the five countries where Centurion operates.

At the same time, demand for beds in both our Purpose-Built Workers Accommodation ("PBWA") and Purpose-Built Student Accommodation ("PBSA") segments grew faster and larger than available supply, driven by growing numbers of migrant workers in Singapore, strong inflows of international students in the UK, US and Australia, and by increased regulatory pressure on employers of migrant workers in Malaysia.

### STRONG PERFORMANCE ON POSITIVE FUNDAMENTALS

These positive demand-supply dynamics have driven strong occupancies and healthy rental rate revisions across our segments and markets, and enabled Centurion to record new heights of operating performance and financial results in FY 2023.

Financial occupancy of the Group's PBWA portfolio rose to 96% for FY 2023 driven by strong demand for dormitory beds, as employers in Singapore brought in more workers to catch up on projects delayed by the pandemic and employers in Malaysia moved to comply with Act 446 requirements.

In the same period, financial occupancy of our PBSA portfolio grew to 92%, as the numbers of international and domestic students continued to expand in both the UK and Australia, while PBSA beds continue to be in short supply.

The strong occupancies together with healthy rental rate revisions have resulted in a solid revenue growth of 15% to S\$207.3 million. Increases in administrative and financing expenses have not dampened profitability; in FY 2023, Centurion delivered S\$69.2 million in net profit from core business attributable to equity holders which is a 21% increase on FY 2022.

### ENLARGING PORTFOLIO OF REVENUE-GENERATING ASSETS

Adding to the revenue stream were additional portfolio capacity which the Group had secured during the year. Over 1,000 beds were added to our portfolio in FY 2023.

In Singapore, we added 888 beds at two of the four Quick Build Dormitories ("QBDs") which we operate under 3+1 years Master Leases from JTC, namely Westlite Tuas Avenue 2 and Westlite Tukang. Additionally, two of the QBDs, Westlite Kranji Way and Westlite Tuas Avenue 2, had their Master Leases extended during 2H 2023 for a year.

In Malaysia, Asset Enhancement Initiatives ("AEIs") were completed at Westlite Tampoi and at Westlite Senai adding approximately 290 beds and 770 beds respectively, while in the UK and Australia, refurbishment of selected rooms into formats with higher demand have helped uplift occupancy and revenue.

Other developments and asset enhancements are in progress, which will add approximately 4,310 beds to our portfolio capacity by the end of 2024. This includes a new PBWA in the under-served East of Singapore, and AEIs at Westlite Johor Tech Park and Westlite Senai II.



Mr. Kong Chee Min



Positive demand-supply dynamics across all markets have enabled Centurion to record new heights of operating performance and financial results.

Further plans are under evaluation or in progress for developments or asset enhancements in Singapore, Malaysia and Australia, which will bring additional capacity beyond FY 2024. (These are detailed in the Operations Review and Market Outlook sections.)

#### LOOKING AHEAD

Inflationary pressures and the high interest rate environment continue and it is uncertain when these headwinds will abate.

While demand continues to be strong, and short supply remains in the UK, Australia and Malaysia, the supply pressure in Singapore has begun to moderate.

In Singapore, the Dormitory Transition Scheme beginning 2027 and New Dormitory Standards mandated by 2040 will require the Group to invest in redevelopments and retro-fitting of existing PBWA assets in the coming years, to meet evolving regulatory standards and enhance pandemic resilience, as well as to optimise portfolio capacity and revenue streams during and post-transition.

Notwithstanding the challenges in the evolving landscape, the Group remains positive that its portfolio of assets will continue to do well for 2024. We will continue to practice prudent financial management whilst growing our global portfolio of Assets Under Management.

#### EXTENDING APPRECIATION

With the resilience and stability of our portfolio, and the support of our stakeholders, the Group is well-positioned for continued growth, despite continuing macroeconomic challenges.

I would like to thank our Board of Directors for their good stewardship. A special note of appreciation is owed to Mr. Gn Hiang Meng and Mr. Chandra Mohan, our Independent Directors who have guided us wisely over the past 16 years. They will not be seeking re-election and will be retiring as Independent Director of the Company at the conclusion of the forthcoming AGM to be held on 26 April 2024. At the same time, I am pleased to welcome our new Independent Directors, Mr. Chan Wan Hong and Mr. Nicholas Kong.

I also thank our business partners and community stakeholders for their support and collaboration, as well as our management team and staff for their unstinting commitment. Last but not least, I would like to thank our Shareholders, for your continued confidence in Centurion.

Yours faithfully

**KONG CHEE MIN**  
Chief Executive Officer

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## BOARD OF DIRECTORS



**MR. LOH KIM KANG  
DAVID, PBM, BBM**  
Executive Director  
and Joint Chairman

Mr. Loh Kim Kang David (羅敬惠) (“Mr. Loh”), aged 60, joined the Company on 8 May 2015 as a Non-Executive Director and was appointed a Joint Chairman of the Board on 13 November 2019. Mr. Loh was re-designated from Non-Executive Director to Executive Director on 1 March 2021, and appointed Chairman of the Executive Committee on 1 January 2022. He is responsible for the formulation of corporate and business strategies of the Company and leads the execution of strategic growth plans of the Group. He was last re-elected a Director of the Company on 28 April 2022.

Mr. Loh has over 20 years of experience in the investment and brokerage industry. He has been a Principal and Director of Centurion Global Ltd, a controlling shareholder of the Company since April 2008 to present. He previously worked at UOB Kay Hian Pte Ltd (formerly known as Kay Hian Pte Ltd) where his last position was Director (Business Development Consultant) from July 2009 to March 2010 and he was a Director (Dealing) from July 2007 to June 2009, Executive Director (Dealing) from July 1999 to July 2007, and Associate Director (Dealing) from July 1996 to July 1999.

From July 1999 to October 2001, Mr. Loh served as a Managing Director (Management) at UOB Kay Hian (Hong Kong) Ltd (formerly known as Kay Hian Overseas Securities Ltd). Prior to joining UOB Kay Hian Pte Ltd, he was with OUB Securities Pte Ltd as Dealing Director from August 1995 to June 1996. He started his career as Dealer (Dealing Director) at Ong & Company Pte Ltd from November 1989 to August 1995.

Mr. Loh was presented with the Bintang Bakti Masyarakat (Public Service Star) (BBM) at the 2016 National Day Awards. He was previously presented with the Pingat Bakti Masyarakat (Public Service Medal) (PBM) at the 2011 National Day Awards.

Mr. Loh is currently the chairman and director of Ohmyhome Ltd (NASDAQ: OMH); and a director of Centurion Management and Consultancy Services Pte Ltd, Centurion Private Equity Ltd, Centurion US Student Housing Fund, Dloh Strategic Development Pte. Ltd., Luxnovo Asia Ltd, Ohmyhome Pte Ltd, PC Portfolio Pte. Ltd. and Vienna Management Ltd.

Mr. Loh obtained a Bachelor of Science from the University of Oregon in June 1988. He is the maternal cousin of Mr. Han Seng Juan (Non-Executive Director, a Joint Chairman of the Board and a controlling shareholder of the Company).



**MR. HAN SENG JUAN,  
PBM, BBM**  
Non-Executive Director  
and Joint Chairman

Mr. Han Seng Juan (韓成元) (“Mr. Han”), aged 61, joined the Company on 8 May 2015 as a Non-Executive Director and was appointed a Joint Chairman of the Board on 13 November 2019. He was appointed a member of the Executive Committee on 1 January 2022. Mr. Han is responsible for the formulation of corporate and business strategies of the Company. He was last re-elected a Director of the Company on 27 April 2021 and will be seeking re-election at the forthcoming Annual General Meeting to be held on 26 April 2024.

Mr. Han has over 20 years of experience in the investment and brokerage industry. He has been a Principal and Director of Centurion Global Ltd, a controlling shareholder of the Company, since April 2008 to present. He previously worked at UOB Kay Hian Pte Ltd (formerly known as Kay Hian Pte Ltd) where his last position was Director (Business Development Consultant) from July 2009 to March 2010 and he was Director (Dealing) from July 2007 to June 2009, Executive Director (Dealing) from July 1999 to July 2007, and Associate Director (Dealing) from July 1996 to July 1999.

Before joining UOB Kay Hian Pte Ltd, Mr. Han was with OUB Securities Pte Ltd as Dealing Director from August 1995 to June 1996 and Ong & Company Pte Ltd as Dealing Director from November 1989 to August 1995. He started his career as a dealer at UOB Securities Pte Ltd from July 1987 to October 1989.

Mr. Han was presented with the Bintang Bakti Masyarakat (Public Service Star) (BBM) at the 2015 National Day Awards and the Pingat Bakti Masyarakat (Public Service Medal) (PBM) at the 2010 National Day Awards.

Mr. Han currently is also a director of Centurion Management and Consultancy Services Pte Ltd, Centurion Private Equity Ltd and Frontier Empire Limited.

Mr. Han obtained a Bachelor of Science from the University of Oregon in March 1987. He is the maternal cousin of Mr. Loh (Executive Director, a Joint Chairman of the Board and a controlling shareholder of the Company).

Mr. Wong Kok Hoe (黃國豪) (“Mr. Wong”), aged 61, first joined the Company on 1 August 2011 as a Non-Executive Director and Chairman of the Board. On 13 November 2019, Mr. Wong stepped down as Chairman of the Board and was re-designated from Non-Executive Director to Executive Director and appointed as Deputy Chairman of the Board. He was appointed a member of the Executive Committee on 1 January 2022. Mr. Wong was last re-elected a Director of the Company on 27 April 2023.

Mr. Wong is responsible for overseeing the Group’s operations and implementation of the Company’s business strategies and developing new business opportunities for the Group. He also participates in the formulation of corporate and business strategies of the Company.

Mr. Wong is a Director of Centurion Global Ltd and Centurion Properties Pte Ltd, controlling shareholders of the Company. Mr. Wong is also a Director of several other private companies.

Prior to joining Centurion Global Ltd in 2009, Mr. Wong was admitted as a practising lawyer in Singapore on 14 March 1990. He has more than 18 years of legal experience in corporate law, corporate finance, and mergers and acquisitions. He started his legal career in Drew & Napier before leaving in June 1996 to be a partner in Yeo Wee Kiong & Partners. In October 1999, he joined Rajah & Tann (which was subsequently converted to Rajah & Tann LLP) as a partner and stayed on till June 2008. From July to December 2008, he acted as a consultant in Rajah & Tann LLP.

Mr. Wong obtained a Bachelor of Laws (Honours) degree from the National University of Singapore in June 1989.



**MR. WONG KOK HOE**  
Executive Director  
and Deputy Chairman

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Mr. Teo Peng Kwang (趙炳光) (“Mr. Teo”), aged 64, was appointed as Chief Operating Officer of the Group’s accommodation business in August 2011 and an Executive Director of the Company on 8 May 2018. He was appointed a member of the Executive Committee on 1 January 2022. Mr. Teo was last re-elected a Director of the Company on 28 April 2022.

Mr. Teo is presently responsible for the day-to-day operations and expansion of the Group’s accommodation business. He also assists the Chief Executive Officer in the Group’s growth and strategic planning.

Mr. Teo joined in 2007 as an Executive Director of Westlite Dormitory (Toh Guan) Pte Ltd (formerly known as Centurion Dormitory (Westlite) Pte Ltd), one of the Group’s subsidiaries acquired in 2011.

Prior to joining the Group, Mr. Teo served as a Director of Maxi Global Management Pte Ltd, a company which then provided housing services for foreign workers, from March 2009 to April 2011. He was also a Director of Maxfresh Leisure Pte Ltd, a company principally engaged in the rental services of fishing boats, from August 2010 to April 2011. From January 2006 to July 2007, he served as a Director of Intertrade (S) Enterprise Pte Ltd, a company principally engaged in chemical trading.

Prior to 2011, Mr. Teo owned and managed various businesses in Singapore including a real estate and construction business. He was a Director of ISO Industry Pte Limited from March 2006 to February 2011 and Maxi Consultancy Pte Limited from December 2008 to January 2010. He was also a Director at Pointbuilt Pte Limited from May 2008 to February 2011, Serangoon Garden Staff Apartment Pte Ltd from March 2009 to August 2011, and Swissplan Dormitory Management Pte Ltd from September 2007 to April 2011.

Mr. Teo currently is also a director of Kelvin & Elvin Investment Pte Ltd, since May 2018 and a Non-Executive Director of Cuprina Holdings (Cayman) Limited, since 28 February 2024.

Mr. Teo was the Vice President of Dormitory Association of Singapore Limited from July 2015 to July 2021 and the President of Dormitory Association of Singapore Limited from October 2012 to June 2015 and served as an Independent Trustee of the Board of Trustees for the Migrant Workers’ Assistance Fund from November 2014 to July 2020.

Mr. Teo completed his primary school education in 1972 at River Valley Primary School.



**MR. TEO PENG KWANG  
KELVIN**  
Executive Director  
Chief Operating Officer –  
Accommodation Business

## BOARD OF DIRECTORS



**MR. GN HIANG MENG**  
Independent Non-Executive Director

Mr. Gn Hiang Meng (鄧憲民) (“Mr. Gn”), aged 75, was appointed as an Independent Non-Executive Director on 17 May 2007 and as Lead Independent Director from 1 March 2014 to 31 December 2023. He was also the Chairman of Audit Committee from 24 May 2007 to 27 April 2023. He was last re-elected a Director of the Company on 27 April 2021 and ceased as a member of the Audit Committee and Nominating Committee with effect from 1 January 2024. After having served on the Board for more than 16 years, Mr. Gn will not be seeking re-election and will be retiring as Independent Director of the Company at the conclusion of the forthcoming Annual General Meeting to be held on 26 April 2024.

Mr. Gn was with United Overseas Bank Group for 28 years. Prior to his resignation in 2001, he was the Senior Executive Vice-President in charge of investment banking and stock broking businesses. He was the Deputy President of UOL Group from 2001 to 2007.

Mr. Gn is presently an Independent Non-Executive Director of Haw Par Corporation Limited (stock code: H02.SI), a company listed on the Mainboard of SGX-ST and principally engaged in manufacturing, marketing and trading of healthcare products.

Mr. Gn was an Independent Non-Executive Director of Koh Brothers Group Limited (stock code: K75.SI), a company listed on the Mainboard of SGX-ST and principally engaged in construction, property development and specialist engineering solutions provider, from 16 August 2007 to 31 December 2021.

Mr. Gn was an Independent Non-Executive Director of SingHaiyi Group Limited (now known as SingHaiyi Pte. Ltd.), a company principally engaged in investing, developing, and managing real estate properties from 1 December 2013 to 31 January 2022.

Mr. Gn was also an Independent Non-Executive Director of TEE International Limited (stock code: M1Z.SI), a company listed on the Mainboard of SGX-ST and principally engaged in engineering works with business interests in real estate and infrastructure, from 1 June 2013 to 21 January 2021.

Mr. Gn obtained a Bachelor of Business Administration (Honours) degree from the University of Singapore (currently known as the National University of Singapore).



**MR. CHANDRA MOHAN  
S/O RETHNAM, PBM, BBM**  
Independent Non-Executive Director

Mr. Chandra Mohan s/o Rethnam (“Mr. Mohan”), aged 61, was appointed as an Independent Non-Executive Director on 17 May 2007. Mr. Mohan was the Chairman of Remuneration Committee from 24 May 2007 to 27 April 2023. He was last re-elected a Director of the Company on 27 April 2021 and ceased as a member of the Audit Committee and Remuneration Committee with effect from 1 January 2024. After having served on the Board for more than 16 years, Mr. Mohan will not be seeking re-election and will be retiring as Independent Director of the Company at the conclusion of the forthcoming Annual General Meeting to be held on 26 April 2024.

Mr. Mohan is presently an Advocate and Solicitor and has been a partner at Rajah & Tann Singapore LLP, a law firm in Singapore, since 1995. He is also a Director of Oldham Enterprise Pte Ltd and PC Portfolio Pte. Ltd.

Mr. Mohan was a lecturer with the Faculty of Law at the National University of Singapore from July 1989 to March 1995.

Mr. Mohan sat on the Singapore Indian Development Association (SINDA) Executive Committee from 2015 to 2021.

Mr. Mohan has also been a council member of the North West Community Development Council (NWCDC) since 2002, holding the appointments of Chairman for the NWCDC Lifelong Learning Committee (formerly known as SkillsFuture Standing Committee) from 2017, NWCDC Finance Committee (2009-2017), Organising Committee for NWCDC Food Aid Fund for needy residents (2010-2018), and NWCDC Corporate Communications Committee (2006-2009). He has been the Chairman of the Organising Committee for Club 100 @ NWCDC annual dinner (which raises funds for the NWCDC Food Aid Fund for needy residents) from 2010 to date.

He was presented with the Bintang Bakti Masyarakat (Public Service Star) (BBM) at the 2015 National Day Awards. He was previously presented with the Pingat Bakti Masyarakat (Public Service Medal) (PBM) at the 2011 National Day Awards. Mr. Mohan has been appointed a Justice of the Peace (JP) by the President of the Republic of Singapore for a term of 5 years with effect from 1 September 2020 for his significant contributions to social services and the community at large in Singapore. He is also a Professional Deputy (Personal Welfare and Property & Affairs), Office of the Public Guardian and Deputy Registrar of Marriages, Singapore. Mr. Mohan has been appointed as a Member of the Board of Visiting Justices (BOVJ) & Board of Inspection (BOI) for the term from 1 March 2023 to 26 February 2026.

Mr. Mohan obtained a Bachelor of Laws (Honours) degree from the National University of Singapore in June 1986 and a Master of Laws degree from the University of Cambridge in July 1989. He is also a Fellow of the Singapore Institute of Arbitrators and a member of the Chartered Institute of Arbitrators in the United Kingdom.

Mr. Owi Kek Hean (黃格賢) (“Mr. Owi”), aged 66, was appointed as an Independent Non-Executive Director on 1 January 2017 and as Lead Independent Director on 1 January 2024. Mr. Owi is also the Chairman of the Audit Committee and a member of the Nominating Committee. He was last re-elected a Director of the Company on 27 April 2023.

Mr. Owi worked with KPMG LLP in Singapore from 1982 until his retirement in October 2015 and had held various senior positions including Head of Tax, Head of Enterprise Services, Finance Partner and Deputy Managing Partner.

Mr. Owi has been appointed as an Independent Director and the Lead Independent Director of SLB Development Ltd, a company which shares are listed on the Catalist Board of SGX-ST (SGX:1J0), since 23 March 2018. He is also an Executive Director of IMO & Partners Pte Ltd, a Director of Centurion US Student Accommodation Holdings Pte Ltd and an Independent Director of Centurion US Student Accommodation Inc.

Mr. Owi obtained a Bachelor of Business Administration degree from the National University of Singapore in May 1981. He is an Accredited Tax Advisor (Income Tax and Goods and Services Tax) with the Singapore Institute of Accredited Tax Professionals.



**MR. OWI KEK HEAN**  
Lead Independent Director

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Ms. Tan Poh Hong (陳寶鳳) (“Ms. Tan”), aged 65, was appointed as an Independent Non-Executive Director of the Company on 8 May 2018. Ms. Tan is the Chairman of the Remuneration Committee and a member of the Audit Committee. She was last re-elected a Director of the Company on 28 April 2022.

Ms. Tan previously served as the Chief Executive Officer of Agri-Food & Veterinary Authority (AVA) of Singapore from May 2009 to September 2017 and was responsible for the implementation of the organisation’s policies and strategies.

Prior to her appointment at AVA, Ms. Tan was Deputy CEO of the Housing and Development Board (HDB) from September 2004 to March 2009, where she was responsible for the planning, development and management of HDB properties. She also held various leadership positions in HDB, ranging from sales and operations to corporate strategy and communications; and policy development.

Ms. Tan has been an Independent Director of Sheng Siong Group Ltd. (a company listed on the Mainboard of SGX-ST) since 5 January 2018, an Independent Director of VICOM Group Ltd (a company listed on the Mainboard of SGX-ST) since 25 April 2019 and an Independent Director of APAC Realty Limited (a company listed on the Mainboard of SGX-ST) since 1 October 2020. She is also an Independent Director of AnnAik Limited, a company listed on the Catalist Board of SGX-ST, since 26 July 2018, and an Independent Director of OTS Holdings Limited, a company listed on the Catalist Board of SGX-ST, since 19 May 2021. She has also been a Director of Jilin Food Zone Pte Ltd since 1 October 2019 and a Director of Vanguard Healthcare Pte Ltd since 1 November 2022. Ms. Tan is Singapore’s Non-Resident Ambassador to the Kingdom of Denmark.

Ms. Tan obtained a Bachelor of Science (Honours) in Estate Management from the National University of Singapore, and a Master of Business Administration (with Distinction) from New York University. She was awarded the Public Administration Medal (Gold) in August 2013, and the Public Service Medal in August 1999 by the Singapore Government.



**MS. TAN POH HONG,  
PBM, PPA(E)**  
Independent Non-Executive Director

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## BOARD OF DIRECTORS



**MR. LEE WEI LOON**  
Independent Non-Executive Director

Mr. Lee Wei Loon (李維倫) (“Mr. Lee”), aged 44, was appointed as an Independent Non-Executive Director of the Company on 13 November 2019. Mr. Lee is the Chairman of the Nominating Committee and a member of the Audit Committee. He was last re-elected a Director of the Company on 27 April 2023.

Mr. Lee has been a Director of WatchBox HK Limited since 10 April 2020, a Director of Watchbox Singapore Pte Ltd since 19 September 2019 and, Executive Vice President and CEO of Asia of Watchbox since August 2019.

Mr. Lee was previously an Executive Director, Investment Banking Division, of Morgan Stanley Asia (Singapore) from October 2017 to August 2019 and a Director Commissioner of PT Morgan Stanley Asia International (Indonesia) from January 2015 to September 2017. Prior to that, he was an Executive Director, Institutional Equities Division, of Morgan Stanley Asia (Singapore) from June 2012 to January 2015, a Director, Asian Equities Sales, at Bank of America Merrill Lynch (Singapore) from May 2010 to June 2012, and Vice President, Asian Equities Sales & Trading, Hedge Fund Sales, of Credit Suisse (New York and Singapore) from May 2004 to March 2010.

Mr. Lee obtained a Bachelor of Science degree with a major in Finance from the New York University, Stern School of Business in May 2004.



**MR. KONG MING LEONG NICHOLAS**  
Public Administration Medal (Silver)  
Independent Non-Executive Director

Mr. Kong Ming Leong Nicholas (江明良) (“Mr. Kong”), aged 60, was appointed as an Independent Non-Executive Director of the Company and a member of the Remuneration Committee and Nominating Committee on 1 January 2024. Mr. Kong will be seeking re-election at the forthcoming Annual General Meeting to be held on 26 April 2024.

Mr. Kong is a seasoned financial expert and investment luminary who currently serves as the Special Advisor for East Asia Investments in the Office of the President at the National University of Singapore (NUS). With a career spanning illustrious roles across prestigious institutions, Mr. Kong has held pivotal roles in investments and financial management companies.

Mr. Kong led as Chief Investment Officer (CIO) at the NUS Investment Office for 15 years, which saw an unprecedented growth in assets under management (“AUM”). The global portfolio encompasses both traditional and alternative asset classes.

Prior to NUS, Mr. Kong held a prominent position heading the investment team at the investment company, PRC (S) Pte Ltd, where he was responsible for a segment of China’s foreign exchange reserves for a period spanning more than 11 years.

Mr. Kong began his journey in finance at the Overseas-Chinese Banking Corporation, where he rose to the role of Head of Treasury at OCBC Hong Kong. His expertise and financial acumen were further honed during stints at the Insurance Corporation of Singapore Ltd and American International Assurance Co., Ltd, where he managed their insurance funds.

He holds a Bachelor of Science degree and a Master of Science Specialising in Financial Engineering, both from NUS. Additionally, Mr. Kong holds certifications as a Chartered Financial Analyst (CFA) and Financial Risk Manager (FRM), demonstrating his commitment to professional excellence in the financial domain.

Mr. Kong’s distinguished contributions to the nation were recognised with the esteemed Singapore National Day Award in 2015, specifically the Public Administration Medal (Silver), an honour that reflects his impactful and dedicated service.

Beyond his outstanding professional achievements, Mr. Kong is deeply involved in various community initiatives and organisations. He served on the Community Chest, the National Art Gallery of Singapore, and the Trailblazer Foundation.

Mr. Kong was a Director of Arohi Emerging Asia Master Fund & Arohi Emerging India Master Fund from 15 August 2013 to 8 February 2024. He is currently a Director of Lanthanum Private Limited.

Mr. Chan Wan Hong (陈允康) (“Mr. Chan”), aged 50, was appointed as an Independent Non-Executive Director of the Company and a member of the Remuneration Committee on 1 January 2024. Mr. Chan will be seeking re-election at the forthcoming Annual General Meeting to be held on 26 April 2024.

Mr. Chan is a practising corporate lawyer with more than 24 years of experience, having been admitted as an Advocate and Solicitor of the Supreme Court of Singapore in 1999.

Mr. Chan’s core practice areas encompass mergers and acquisitions, private equity and venture capital investments, corporate finance and capital markets. He advises extensively on equity and quasi-equity investments in companies and businesses, as well as initial public offerings, secondary fund raising and other corporate actions by listed issuers. Mr. Chan has been recognised by various legal publications for his areas of specialisation.

Mr. Chan has been the Senior Director of FC Legal Asia LLC since August 2022. Prior to FC Legal Asia LLC, he practised at Atlas Asia Law Corporation (an independent member firm of the EY global network), where he held the position of director from August 2019 to July 2022. He was a partner and subsequently a senior partner of Dentons Rodyk & Davidson LLP (formerly Rodyk & Davidson LLP) from July 2011 to July 2019, and was with Rajah & Tann LLP from October 1999 to June 2011, where he joined as an associate and was subsequently made a partner.

Mr. Chan obtained a Bachelor of Laws (Honours) degree from the National University of Singapore in 1998.



**MR. CHAN WAN HONG**  
Independent Non-Executive Director

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## KEY MANAGEMENT PERSONNEL

### MR. LOH KIM KANG DAVID, PBM, BBM

Executive Director and Joint Chairman

Mr. Loh Kim Kang David was re-designated from Non-Executive Director to Executive Director of the Company on 1 March 2021. He is also a Joint Chairman of the Board and the Chairman of the Executive Committee. Please refer to his profile under the Board of Directors section of this Annual Report (see page 8).

### MR. WONG KOK HOE

Executive Director and Deputy Chairman

Mr. Wong Kok Hoe was re-designated from Non-Executive Director to Executive Director of the Company in November 2019. He is also Deputy Chairman of the Board and a member of the Executive Committee. Please refer to his profile under the Board of Directors section of this Annual Report (see page 9).

Mr. Kong Chee Min (江志明) ("Mr. Kong"), aged 58, was appointed as the Chief Executive Officer of the Group in August 2011 and is responsible for the overall management of the Group's operations, implementation of business strategies and the long-term growth objectives approved by the Board. He joined the Group in March 1996 and was appointed a member of the Board on 28 March 2000. He stepped down as a Board member on 8 May 2015. Mr. Kong was appointed a member of the Executive Committee on 1 January 2022.

Prior to Mr. Kong's appointment as Chief Executive Officer, he was the Regional Chief Executive Officer and Finance Director of the Group. He also assisted the former Group Chief Executive Officer in managing and driving the strategic development and growth of the Group's optical disc business.

Prior to joining Centurion, Mr. Kong was the accountant of General Motors Overseas Distribution Corporation, a company principally engaged in the sales and distribution of motor vehicles, motor vehicles parts and accessories, from April 1994 to March 1996. He was an audit senior at Cooper & Lybrand, an accountancy firm, from June 1991 to April 1994.

Mr. Kong obtained a Bachelor of Accountancy from the National University of Singapore in July 1991. He is currently a member of the Institute of Singapore Chartered Accountants (formerly known as the Institute of Certified Public Accountants of Singapore).



**MR. KONG CHEE MIN**  
Chief Executive Officer

Ms. Foo Ai Huey (符愛慧) ("Ms. Foo"), aged 55, was appointed as the Chief Financial Officer after the Group enlarged its principal business activities to include the accommodation business. She was previously the Group's Finance Manager since she joined the Company in April 2000. Currently, she heads the finance team and manages the full spectrum of finance and management reporting requirements.

Prior to joining the Group, Ms. Foo was a Senior Accountant at MOH Holdings Pte Ltd (formerly known as Health Corporation of Singapore Pte Ltd), a company principally engaged in the provision of healthcare services and had also worked as an internal auditor in a Singapore-listed company.

Ms. Foo has accumulated three decades of finance and accounting related experience covering internal audit, taxation, internal control, financial accounting, cost and management accounting in the accommodation, manufacturing, service and healthcare industries.

Ms. Foo obtained a Bachelor of Commerce from the University of Newcastle, Australia, in May 1992. She has been a member of the Institute of Singapore Chartered Accountants (formerly known as the Institute of Certified Public Accountants of Singapore) since 31 August 1996, and a Certified Practising Accountant of the Australian Society of Certified Practising Accountants since 12 September 1994.



**MS. FOO AI HUEY**  
Chief Financial Officer



**MR. TEO PENG KWANG KELVIN**

Executive Director and Chief Operating Officer – Accommodation Business

Mr. Teo Peng Kwang was appointed as Chief Operating Officer of the Group's accommodation business in August 2011 and Executive Director of the Company in May 2018. He was appointed a member of the Executive Committee on 1 January 2022. Please refer to his profile under the Board of Directors section of this Annual Report (see page 9).

**MR. HO LIP CHIN**

Chief Investment Officer – Accommodation Business

Mr. Ho Lip Chin (何立錦) ("Mr. Ho"), aged 55, joined the Group in January 2012 as Director, Investments before his appointment as Chief Investment Officer of Accommodation Business in 2015.

He is responsible for growing the Group's accommodation business and assists in the Group's strategic planning activities. He has over 25 years of experience in the real estate and hospitality industries across Asia Pacific. Prior to joining the Group, he was Director, Real Estate at Centurion Properties Pte Ltd (a subsidiary of the Company's controlling shareholder, Centurion Global Ltd) from May 2010 to January 2012, where he was involved in its real estate investments and workers accommodation business.

From July 2002 to May 2010, Mr. Ho worked with several companies in the real estate and hospitality industries. He was a Senior Vice President of Investment at Pramerica Real Estate Investors (Asia) Pte Ltd, a fund management company principally engaged in real estate investment, from March 2008 to May 2010. He was a Director at GE Real Estate Investments Singapore Pte Ltd, a company principally engaged in real estate investment, from February 2007 to August 2007; a Director of Development, Southern Asia, from January 2003 to January 2007 at IHG, a company principally engaged in managing hotels. He had held investment and consulting roles at HVS International Singapore and HKR Asia-Pacific Pte Ltd.

Mr. Ho obtained a Bachelor of Science in Business Administration and a Master of Business Administration from the University of San Francisco.

**MR. LEONG SIEW FATT**

Head, Student Accommodation Business

Mr. Leong Siew Fatt (梁兆發) ("Mr. Leong"), aged 57, joined the Group in 1993 as an engineer and is currently the Head of Student Accommodation Business. He is responsible for the overall management of the Group's student accommodation business across the United Kingdom, United States, South Korea, and Australia.

Prior to the appointment of his current role, Mr. Leong was responsible for the operations of the Group's workers accommodation in Malaysia as well as the technical and manufacturing operations of the Group's Optical Disc Business. He has extensive technical, operational and management experience spanning over 30 years.

Mr. Leong holds a Bachelor of Engineering Management from the University of Western Sydney.

## COMPANY SECRETARY

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### MS. HAZEL CHIA LUANG CHEW

Ms. Hazel Chia Luang Chew (謝鸞秋) (“Ms. Chia”) was appointed as Company Secretary of the Company on 30 January 2015. She also previously served as a company secretary of the Company from 12 January 1995 to 17 June 2005 and from 1 January 2006 to 31 July 2014. She has been responsible for the Company’s compliance with the relevant statutory and regulatory requirements under the Singapore Companies Act and SGX-ST Listing Rules since her appointment.

Ms. Chia is currently a Director of Alpine Corporate Services Pte Ltd, a professional service provider specialising in corporate secretarial and corporate governance advisory services.

Ms. Chia has over 30 years of experience in corporate secretarial practice, having worked in several established professional business services companies in Singapore, such as, Lim Associates (Pte) Ltd, a member of Boardroom Limited and KCS Corporate Services Pte Ltd, and acted as company secretary of several companies listed on the Singapore Stock Exchange and private limited companies incorporated in Singapore.

Ms. Chia was admitted as a fellow member of the Institute of Chartered Secretaries and Administrators (now known as The Chartered Governance Institute), United Kingdom, in April 2001 and has been a practising chartered secretary to engage in public practice in Singapore certified by the Chartered Secretaries Institute of Singapore (formerly known as the Singapore Association of the Institute of Chartered Secretaries and Administrators) since October 1991.

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### MS. JULIANA TAN BENG HWEE

Ms. Juliana Tan Beng Hwee (陳明慧) (“Ms. Tan”) was appointed as Company Secretary of the Company on 1 January 2017. She also previously served as a company secretary of the Company from 1 January 2006 to 30 January 2015. She has been responsible for the Company’s compliance with the relevant statutory and regulatory requirements under the Singapore Companies Act and SGX-ST Listing Rules since her appointment.

Ms. Tan is currently an Associate Director of Alpine Corporate Services Pte Ltd, a professional service provider specialising in corporate secretarial and corporate governance advisory services.

Ms. Tan has over two decades of experience in corporate secretarial practice, having worked in several established professional business services companies, namely, Lim Associates (Pte) Ltd, a member of Boardroom Limited and KCS Corporate Services Pte Ltd, and acted as company secretary of several companies listed on the Singapore Stock Exchange and private limited companies incorporated in Singapore.

Ms. Tan holds a Bachelor of Science (Economics) in Management Studies from the University of London and was admitted as a practising chartered secretary to engage in public practice in Singapore certified by the Chartered Secretaries Institute of Singapore (formerly known as the Singapore Association of the Institute of Chartered Secretaries and Administrators) in September 2005.

# CORE SUBSIDIARIES AND ASSOCIATES



## SINGAPORE

### CENTURION DORMITORIES PTE LTD WESTLITE DORMITORY MANAGEMENT PTE LTD

45 Ubi Road 1 #05-01  
Singapore 408696  
Tel: (65) 6745 3288  
Fax: (65) 6743 3288  
Email: enquiry@centurioncorp.com.sg  
Website: www.centurioncorp.com.sg

### WESTLITE DORMITORY (TOH GUAN) PTE LTD

28 Toh Guan Road East #02-01  
Singapore 608596  
Tel: (65) 6316 3018  
Fax: (65) 6316 3020  
Email: tohguan@westlite.com.sg  
Website: www.westlite.com.sg

### WESTLITE DORMITORY (WOODLANDS) PTE LTD

2 Woodlands Sector 2 #01-01  
Singapore 737723  
Tel: (65) 6250 6616  
Fax: (65) 6250 3787  
Email: enquiry@westlite.com.sg  
Website: www.westlite.com.sg

### WESTLITE KRANJI WAY

18A Kranji Way  
Singapore 739443  
Tel: (65) 6970 4805  
Email: enquiry@westlite.com.sg  
Website: www.westlite.com.sg

### WESTLITE TUAS AVE 2

1A Tuas Avenue 2  
Singapore 639467  
Tel: (65) 9041 6354  
Email: enquiry@westlite.com.sg  
Website: www.westlite.com.sg

### WESTLITE TUAS SOUTH BOULEVARD

11A Tuas South Boulevard  
Singapore 636745  
Tel: (65) 9815 7326  
Email: enquiry@westlite.com.sg  
Website: www.westlite.com.sg

### WESTLITE JALAN TUKANG

11A Jalan Tukang  
Singapore 619267  
Tel: (65) 9236 9390  
Email: enquiry@westlite.com.sg  
Website: www.westlite.com.sg

### WESTLITE JUNIPER (MANDAI) PTE LTD

23 Mandai Estate #01-13  
Singapore 729937  
Tel: (65) 6368 1709  
Email: enroll.juniper@westlite.com.sg  
Website: www.westlite.com.sg

### CENTURION-LIAN BENG (PAPAN) PTE LTD

5C Jalan Papan #02-29  
Singapore 619420  
Tel: (65) 6255 1028  
Fax: (65) 6250 2261  
Email: enquiry@westlitepapan.com.sg  
Website: www.westlitepapan.com.sg

### CENTURION-LIAN BENG (UBI) PTE LTD

45 Ubi Road 1 #05-01  
Singapore 408696  
Tel: (65) 6745 3288  
Fax: (65) 6743 3288

### LIAN BENG-CENTURION (DORMITORY) PTE LTD

34 Mandai Estate #01-15  
Singapore 729940  
Tel: (65) 6368 1878  
Fax: (65) 6468 1687  
Email: mandai@westlite.com.sg  
Website: www.westlite.com.sg

### SUMMIT CREATIONS PTE LTD

45 Ubi Road 1 #04-02  
Singapore 408696  
Tel: (65) 6745 3288  
Fax: (65) 6748 9612  
Email: enquiry@smsummit.com.sg  
Website: www.smsummit.com.sg



## MALAYSIA

### CENTURION DORMITORIES SDN BHD WESTLITE DORMITORY MANAGEMENT SDN BHD

No. 17, Jalan Ekoperniagaan 1/23,  
Taman Ekoperniagaan, 81100 Johor Bahru,  
Johor, Malaysia  
Tel: (607) 555 9366  
Fax: (607) 555 9351  
Email: enquiry@westlite.com.my  
Website: www.westlite.com.my



## AUSTRALIA

### CENTURION STUDENT SERVICES PTY LTD

5-17 Flemington Road North  
Melbourne VIC 3051  
Tel: (613) 8330 2000  
Fax: (613) 8330 2001  
Email: StayVMC@dwllstudent.com.au  
Website: www.dwllstudent.com.au

### DWELL ADELAIDE STUDENT LIVING PTY LTD

12-18 Synagogue Place Adelaide,  
South Australia 5000  
Tel: (618) 8470 9291  
Email: StayEastEnd@dwllstudent.com.au  
Website: www.dwllstudent.com.au



## UNITED KINGDOM

### CENTURION STUDENT SERVICES (UK) LTD

Lower Chatham Street, Manchester M1 5SX  
United Kingdom  
Tel: +44 (0) 161 200 5540  
Email: salesenquiries@dwllstudent.co.uk  
Website: www.dwllstudent.co.uk



## UNITED STATES

### DWELL US STUDENT LIVING LLC

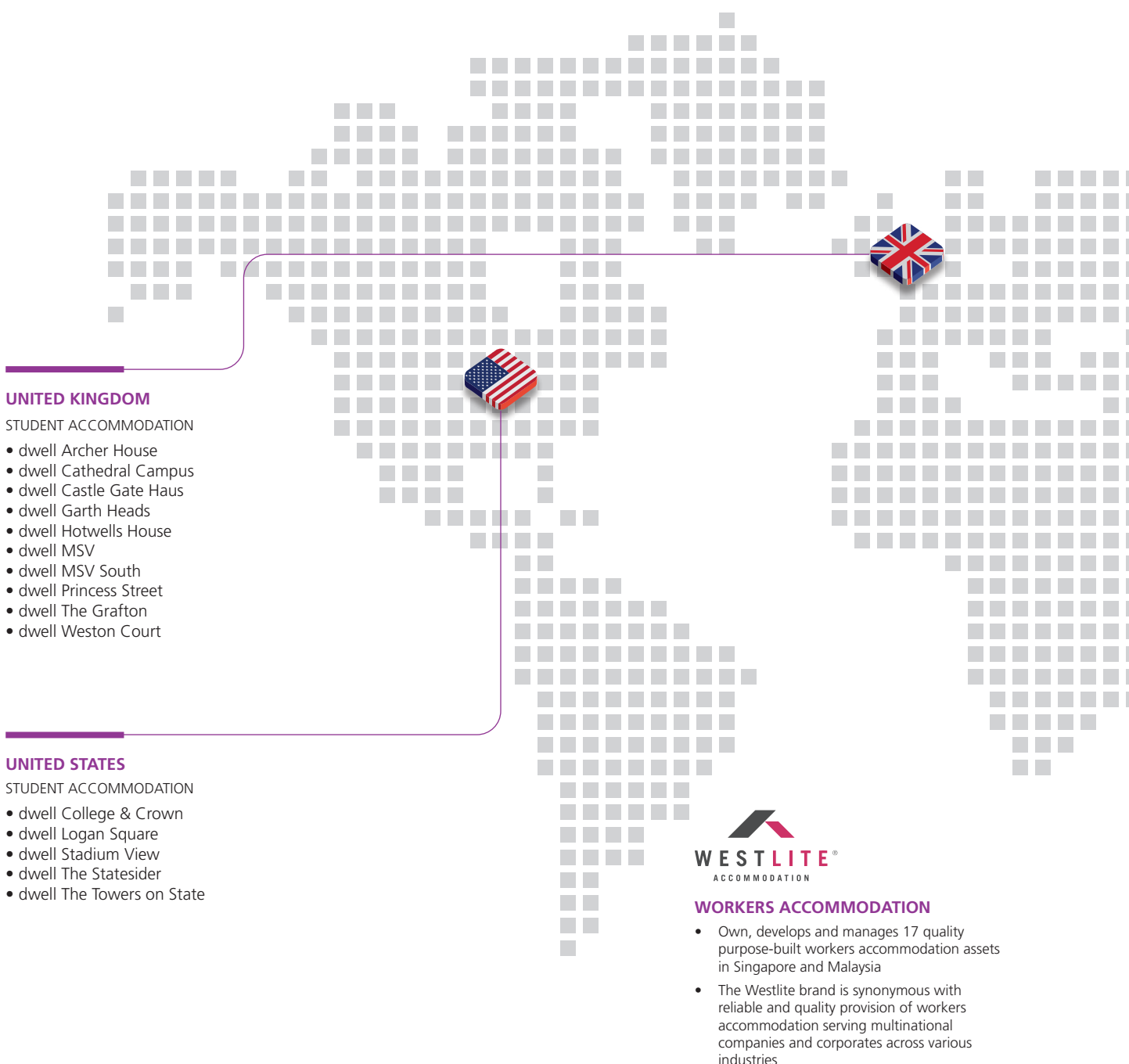
200 College Street  
New Haven  
CT 06510 USA  
Tel: +1 203 745 4764  
Email: inquiries@dwllstudent.com

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## GLOBAL PRESENCE

As at 31 December 2023, the Group owns and manages a strong portfolio of 34 operational accommodations totalling 67,377 beds across two specialised accommodation types, and five geographic markets. With an active pipeline of new development and asset enhancement initiatives in progress, we expect the Group's portfolio bed capacity to expand to 71,687 beds in FY 2024.



**OPERATIONAL**

**S\$2.0 billion**

ASSETS UNDER MANAGEMENT

**17**

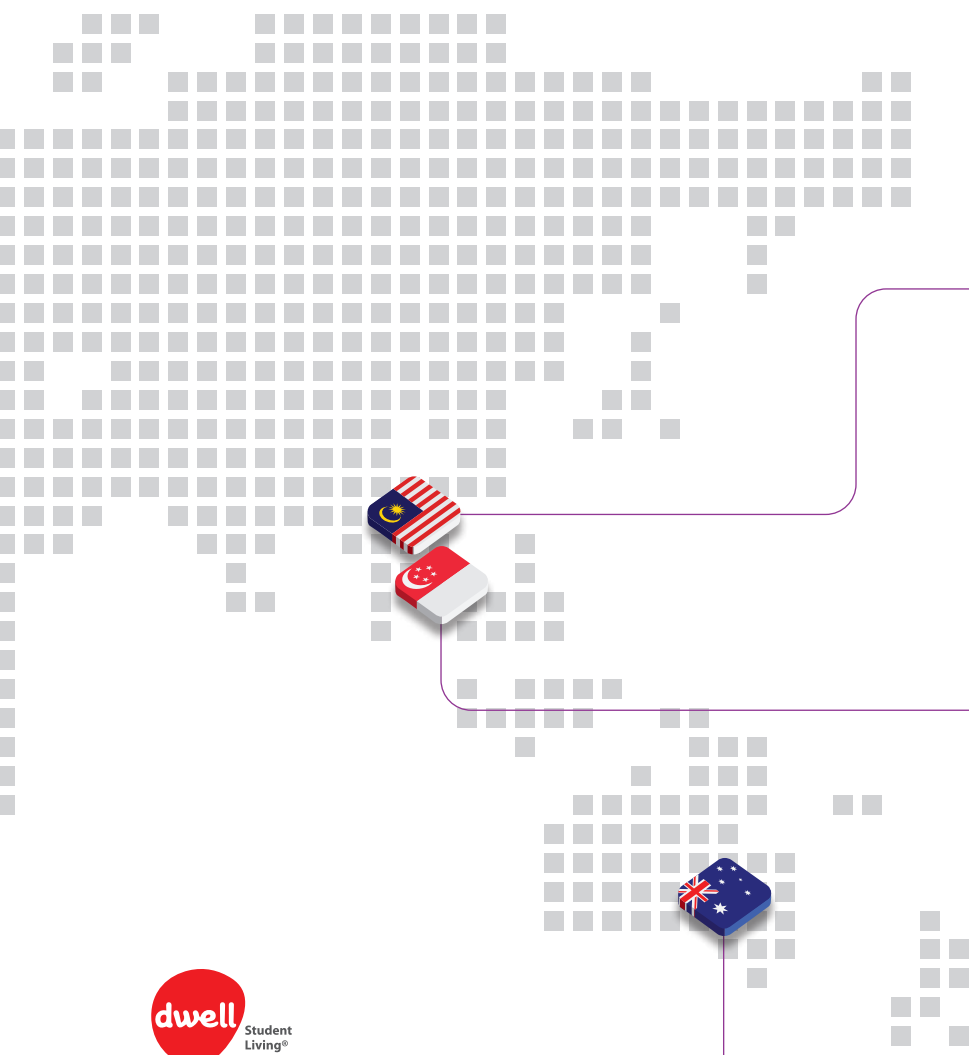
WORKERS ACCOMMODATIONS

**67,377**

BEDS IN TOTAL

**17**

STUDENT ACCOMMODATIONS



**MALAYSIA**

WORKERS ACCOMMODATION

- Westlite Bukit Minyak
- Westlite Johor Tech Park
- Westlite Pasir Gudang
- Westlite – PKNS Petaling Jaya
- Westlite Senai
- Westlite Senai II
- Westlite Tampoi
- Westlite Tebrau

**SINGAPORE**

WORKERS ACCOMMODATION

- ASPRI – Westlite Papan
- Westlite Jalan Tukang (QBD)
- Westlite Juniper
- Westlite Kranji Way (QBD)
- Westlite Mandai
- Westlite Toh Guan
- Westlite Tuas Avenue 2 (QBD)
- Westlite Tuas South Boulevard (QBD)
- Westlite Woodlands

**AUSTRALIA**

STUDENT ACCOMMODATION

- dwell East End Adelaide
- dwell Village Melbourne City



**STUDENT ACCOMMODATION**

- Owns, develops, and manages 17 quality purpose-built student accommodation assets near leading universities in Australia, the United Kingdom and the United States
- The dwell brand has extended and deepened its reach globally, becoming a recognised name amongst student communities in urban centres

## BUSINESS PORTFOLIO



# SINGAPORE

# c.34,786

Total beds operational as at 31 December 2023

### PBWA

#### 1. ASPRI-WESTLITE PAPAN (51% owned)

- c.7,900 beds
- Land tenure: 23 years (wef 2015)
- Land area: 14,817 sqm
- First-of-its-kind workers accommodation in Singapore that incorporates a training centre

#### 2. WESTLITE JUNIPER

- c.1,900 beds
- Land tenure: 10-year lease (wef 2019, with an option to renew for another 5 years)
- Land area: 4,255 sqm
- Conveniently located in the Mandai Estate, the accommodation is in close proximity to Sungai Kadut and Woodlands industrial districts

#### 3. WESTLITE MANDAI (45% owned)

- c.6,300 beds
- Land tenure: Freehold
- Land area: 11,265 sqm
- The largest freehold Purpose-Built Workers Accommodation in Singapore and caters to workers from all industries

#### 4. WESTLITE TOH GUAN

- c.7,330 beds
- Land tenure: 60 years (wef 1997)
- Land area: 11,685 sqm
- Conveniently located in the Jurong locality with easy access to major expressways, the accommodation caters to workers from all industries

#### 5. WESTLITE WOODLANDS

- c.4,100 beds
- Land tenure: 30 years (wef 2013)
- Land area: 9,542 sqm
- Strategically located near the Woodlands industrial hub, the accommodation caters to workers from the marine, process and manufacturing industries

### QBD

#### 6. WESTLITE JALAN TUKANG

- c.4,104 beds
- Land tenure: 3 years lease (wef 2021, with an option to renew for another 1 year)
- Land area: 52,546 sqm
- Provides convenience and accessibility for companies nestled within the Jurong industrial area

#### 7. WESTLITE KRANJI WAY

- c.1,300 beds
- Land tenure: 3+1 years lease (wef 2020; option to renew for 1 year exercised in 2023)
- Land area: 25,497 sqm
- Provides convenience and accessibility for companies within the Kranji industrial estate

#### 8. WESTLITE TUAS AVENUE 2

- c.1,224 beds
- Land tenure: 3+1 years lease (wef 2020; option to renew for 1 year exercised in 2023)
- Land area: 22,390 sqm
- Provides convenience and accessibility for companies nestled within the Tuas industrial area

#### 9. WESTLITE TUAS SOUTH BOULEVARD

- c.628 beds
- Land tenure: 3 years lease (wef 2021, with an option to renew for another 1 year)
- Land area: 10,000 sqm
- Provides convenience and accessibility for companies nestled within the Tuas industrial area

Purpose-Built Workers Accommodation (“PBWA”) refers generally to all quality worker dormitories designed, developed and managed as specialised housing for migrant workers across Singapore and Malaysia.

Purpose-Built Dormitories (“PBDs”) refers to the specific class of dormitories which comply to the FEDA license in Singapore and JTKSM certification in Malaysia, with land leases of 20 years or longer, which are typically built as permanent structures using reinforced concrete.

Quick Build Dormitories (“QBDs”) refers to the interim dormitories which were developed by the Government in Singapore at speed during 2020 and 2021 as part of pandemic management measures, with short leases of 4 years.





## BUSINESS PORTFOLIO



### MALAYSIA c.27,373

Total beds operational as at  
31 December 2023

#### JOHOR

##### 1. WESTLITE JOHOR TECH PARK

- c.3,480 beds
- Land tenure: 99 years (wef 2013)
- Land area: 14,314 sqm
- One of the largest Purpose-Built Workers Accommodation in Johor

##### 2. WESTLITE PASIR GUDANG

- c. 1,952 beds
- Land tenure : 1,776 beds with 99 years (wef 1986); 176 beds with 6+3 years lease (wef 2019)
- Land area: 8,391 sqm; 2,268 sqm
- Located near the industrial zone within Pasir Gudang

##### 3. WESTLITE SENAI

- c. 1,980 beds
- Land tenure: Freehold
- Land area: 20,310 sqm
- Located near established industrial parks in Senai where several major multinational electronics manufacturers are based

##### 4. WESTLITE SENAI II

- c.3,020 beds
- Land tenure: Freehold
- Land area: 19,071 sqm
- Located near established industrial parks in Senai where several major multinational electronics manufacturers are based

##### 5. WESTLITE TAMPOI

- c.5,790 beds
- Land tenure: Freehold
- Land area: 28,328 sqm
- Located in one of the established industrial zones in Iskandar, Malaysia within close proximity to several major multinational electronics manufacturers

##### 6. WESTLITE TEBRAU

- c. 1,786 beds
- Land tenure: 60 years (wef 2000)
- Land area: 5,718 sqm
- One of Johor's first Purpose-Built Workers Accommodation

#### PENANG

##### 7. WESTLITE BUKIT MINYAK

- c.3,321 beds
- Land tenure: Freehold
- Land area: 16,398 sqm
- Centurion's first Westlite Accommodation outside Johor

#### SELANGOR

##### 8. WESTLITE - PKNS PETALING JAYA

- c.6,044 beds
- Land tenure: 21-year lease (wef 2020, with an option to renew for another nine years)
- Land area: 14,030 sqm
- First Westlite Accommodation in Selangor







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## BUSINESS PORTFOLIO



### UNITED KINGDOM c.2,786

Total beds operational  
as at 31 December 2023

#### BRISTOL

##### 1. DWELL HOTWELLS HOUSE

- c.157 beds
- Land tenure: 125 years (wef 2009)
- Land area: 2,400 sqm
- Short walk to the main University of Bristol campus

#### LIVERPOOL

##### 2. DWELL CATHEDRAL CAMPUS

- c.383 beds
- Land tenure: 250 years (wef 2007)
- Land area: 16,400 sqm
- Close proximity to Liverpool John Moores University, Liverpool Institute of Performing Arts, and Liverpool City Centre

#### MANCHESTER

##### 3. DWELL MSV

- c.982 beds
- Land tenure: Freehold
- Land area: 4,500 sqm
- Easy access to the University of Manchester and Manchester Metropolitan University campuses, as well as Manchester City Centre

##### 4. DWELL MSV SOUTH

- c.362 beds
- Land tenure: Freehold
- Land area: 6,300 sqm
- Short walk from the city campuses to the North and Fallowfield to the South

##### 5. DWELL PRINCESS STREET

- c.126 beds
- Land tenure: Freehold
- Land area: 500 sqm
- Short walk to University of Manchester and Manchester Metropolitan University

##### 6. DWELL THE GRAFTON

- c.145 beds
- Land tenure: Freehold
- Land area: 2,000 sqm
- Located off the main Oxford Road and short walk to the University of Manchester's main campus

##### 7. DWELL WESTON COURT

- c.140 beds
- Land tenure: 125 years (wef 2008)
- Land area: 3,700 sqm
- Short walk to the University of Manchester – Fallowfield Campus

#### NEWCASTLE

##### 8. DWELL GARTH HEADS

- c.181 beds
- Land tenure: 125 years (wef 1995)
- Land area: 2,000 sqm
- Located within a short walk to both Northumbria University and Newcastle University

#### NOTTINGHAM

##### 9. DWELL ARCHER HOUSE

- c.177 beds
- Land tenure: freehold
- Land area: 1,133 sqm
- Located close to the University of Nottingham and Nottingham Trent University

##### 10. DWELL CASTLE GATE HAUS (14.3% owned)

- c.133 beds
- Land tenure: freehold
- Land area: 1,230 sqm
- Short walk to Nottingham Trent University and short drive to the University of Nottingham



1



2



3



4



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## BUSINESS PORTFOLIO



### UNITED STATES c.1,521

Total beds operational  
as at 31 December 2023

#### ALABAMA

##### 1. DWELL LOGAN SQUARE

- c.642 beds
- Land tenure: Freehold
- Land area: 45,891 sqm
- Located close to Auburn University

#### CONNECTICUT

##### 2. DWELL COLLEGE & CROWN

- c.206 beds
- Land tenure: Freehold
- Land area: 4,484 sqm
- Preferred apartments located close to university and Yale New Haven Hospital

#### TEXAS

##### 3. DWELL STADIUM VIEW

- c.216 beds
- Land tenure: Freehold
- Land area: 23,775 sqm
- Apartments are located close to Texas A&M University

#### WISCONSIN

##### 4. DWELL THE STATESIDER

- c.226 beds
- Land tenure: Freehold
- Land area: 809 sqm
- Off-campus apartments located close to University of Wisconsin

##### 5. DWELL THE TOWERS ON STATE

- c.231 beds
- Land tenure: Freehold
- Land area: 1,983 sqm
- Quality student apartments located close to University of Wisconsin





# AUSTRALIA c.911

Total beds operational  
as at 31 December 2023

## ADELAIDE

### 1. DWELL EAST END ADELAIDE

- c.300 beds
- Land tenure: Freehold
- Land area: 598 sqm
- Located close to University of Adelaide and University of South Australia – City East Campus

## MELBOURNE

### 2. DWELL VILLAGE MELBOURNE CITY

- c.611 beds
- Land tenure: Freehold
- Land area: 6,200 sqm
- Centurion's first student accommodation asset
- Located close to Melbourne's Central Business District, RMIT University and University of Melbourne



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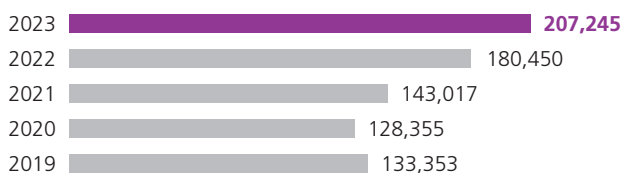
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## FINANCIAL HIGHLIGHTS

### REVENUE (\$'000)

**207,245**

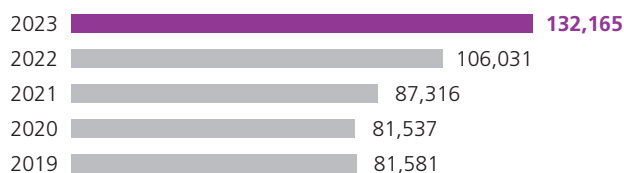
↑ **15%**



### EBITDA<sup>2</sup> – CORE BUSINESS<sup>1</sup> (\$'000)

**132,165**

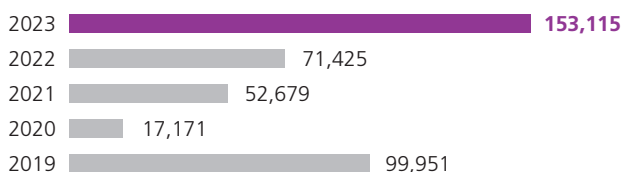
↑ **25%**



### NET PROFIT<sup>3</sup> (\$'000)

**153,115**

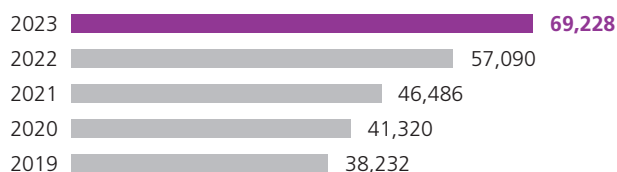
↑ **114%**



### NET PROFIT<sup>3</sup> – CORE BUSINESS<sup>1</sup> (\$'000)

**69,228**

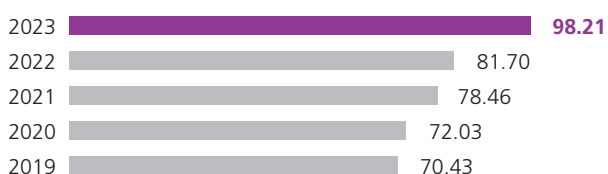
↑ **21%**



### NET ASSET VALUE PER SHARE (CENTS)

**98.21**

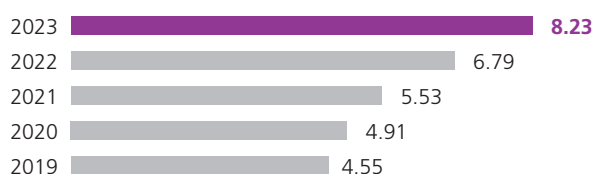
↑ **20%**



### EARNINGS PER SHARE – CORE BUSINESS<sup>1</sup> (CENTS)

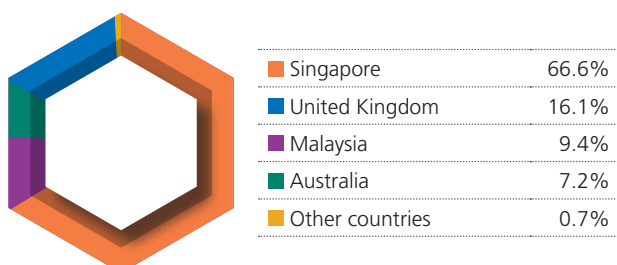
**8.23**

↑ **21%**



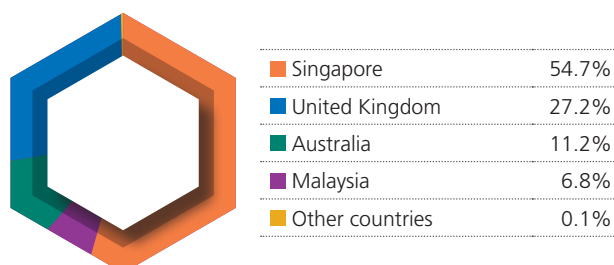
### REVENUE CONTRIBUTION BY GEOGRAPHY

FY 2023



### PROPERTY VALUE BY GEOGRAPHY

As at 31 December 2023



#### Notes:

<sup>1</sup> Core business (non-IFRS) excludes one-off transactions which refer to fair value gain/loss on rent guarantee and investment properties including those of associated companies and joint venture, deferred tax arising from fair value changes, gain/loss on disposal of assets held for sale, gain on disposal of a subsidiary, and reclassification of exchange differences from currency translation reserve upon derecognition of joint venture

<sup>2</sup> EBITDA is defined as earnings before interest expense, taxes, depreciation and amortization

<sup>3</sup> Attributable to equity holders of the company

## FINANCIAL REVIEW

## FINANCIAL HIGHLIGHTS

(S\$'000)	FY 2023	FY 2022	Change
<b>Revenue</b>	207,245	180,450	15%
<b>Gross Profit</b>	150,029	123,555	21%
<b>Gross Margin</b>	72.4%	68.5%	+4pp
<b>Net Profit After Tax</b>	175,913	76,280	131%
<b>Profit from core business operations (non-IFRS)</b>	76,300	63,488	20%
<b>Net Profit After Tax Attributable to Equity Holders</b>	153,115	71,425	114%
<b>Net Profit from Core Business Operations attributable to Equity Holders (non-IFRS)</b>	69,228	57,090	21%

The reconciliation of IFRS financial measures to non-IFRS financial measures for FY 2023 and FY 2022 are as follows:

(S\$'000)	FY 2023	FY 2022	Change
<b>Net Profit After Tax (IFRS)</b>	<b>175,913</b>	<b>76,280</b>	<b>131%</b>
Adjusted for:			
– Net fair value gain on investment properties	(84,794)	(18,982)	347%
– Share of net fair value gain on investment properties from associated companies and joint venture	(20,010)	(2,256)	787%
	(104,804)	(21,238)	393%
– Deferred tax arising from fair value changes	4,237	8,446	-50%
– Reclassification of exchange differences from currency translation reserve upon derecognition of joint venture	954	-	N.M
<b>Profit from core business operations (non-IFRS)</b>	<b>76,300</b>	<b>63,448</b>	<b>20%</b>

<b>Net Profit After Tax Attributable to Equity Holders (IFRS)</b>	<b>153,115</b>	<b>71,425</b>	<b>114%</b>
Adjusted for:			
– Net fair value gain on investment properties	(84,794)	(18,982)	347%
– Share of net fair value gain on investment properties from associated companies and joint venture	(20,010)	(2,256)	787%
– Non-controlling interest's share of net fair value gain/(loss) on investment properties	15,726	(1,543)	N.M
	(89,078)	(22,781)	291%
– Deferred tax arising from fair value changes	4,237	8,446	-50%
– Reclassification of exchange differences from currency translation reserve upon derecognition of joint venture	954	-	N.M
<b>Profit from core business operations attributable to Equity Holders (non-IFRS)</b>	<b>69,228</b>	<b>57,090</b>	<b>21%</b>

The Group has disclosed non-IFRS measures to provide the shareholders and potential investors with a clearer understanding of the Group's financial performance relating to operations of the Group. Profit from core business operations (non-IFRS) refers to the year-to-year recurring profits derived from the Group's core business operations which is the managing and operating of workers and student accommodation.

N.M: Not meaningful.

## FINANCIAL REVIEW

### GROSS REVENUE

The Group achieved a 15% surge in revenue from S\$180.5 million in the twelve months ended 31 December 2022 ("FY 2022") to S\$207.3 million in the corresponding period concluding on 31 December 2023 ("FY 2023").

This revenue growth can be largely attributed to the increased occupancies and positive revisions in rental rates within the Group's portfolio of purpose-built workers accommodation ("PBWA") and purpose-built student accommodation ("PBSA") globally. However, this positive trajectory was partially offset by the absence of revenue from two migrant worker Onboard Centres ("OCs") in Singapore which ceased operations from September 2022.

Within the Group's PBWA portfolio, there was notable growth in financial occupancy from 90% in FY 2022 to an impressive 96% in FY 2023. Additionally, revenue from the Group's Westlite Accommodation PBWA segment grew 16% from S\$134.7 million in FY 2022 to S\$156.7 million in FY 2023, mainly due to robust revenue contributions in Singapore, fueled by positive demand-supply dynamics for PBWAs, driving healthy rental revisions. The Singapore PBWA portfolio saw an uptick in average financial occupancy to 98% in FY 2023, reflecting growing demand due to increased construction projects and contracts. Revenue from Singapore contributed S\$137.9 million in FY 2023, compared to S\$120.3 million in FY 2022.

In Malaysia, the Group's eight PBWA assets observed a notable improvement in financial occupancy from 80% in FY 2022 to 93% in FY 2023. This had led to a 22% increase in revenue achieving S\$19.5 million in FY 2023, up from S\$15.9 million in FY 2022. The growth was also supported by the increase in beds available after Asset Enhancement Initiatives ("AEIs") in Westlite Senai and Westlite Tampoi.

Complementing the positive trajectory in PBWA, the Group's PBSA portfolio also experienced a growth in financial occupancy from 86%<sup>1</sup> in FY 2022 to 92%<sup>1</sup> in FY 2023. The growth was mainly attributed to strong occupancy rebound within the Australia PBSA assets and improved occupancy in the UK PBSA assets, reaching 93%. Both were boosted by an increased influx of international students, with Australia witnessing a record number of international students in 2023<sup>2</sup>.

### PROFITABILITY

In FY 2023, the Group witnessed a commendable 21% increase in gross profit, reaching S\$150.0 million compared to S\$123.6 million in FY 2022. Other income reduced by S\$0.7 million mainly due to the absence of the government grant income. Furthermore, a S\$1.0 million was incurred stemming from reclassification of exchange differences from currency translation reserve upon derecognition of joint venture in Korea PBSA, aligned with the Group's asset rationalization strategy.

Distribution expenses registered an increase of S\$0.2 million, reflective of heightened business activities. Finance expenses increased by S\$8.7 million due to the higher interest rate environment.

Share of profit of associated companies and joint venture increased by S\$18.4 million, driven mainly by fair value gains on investment property, improved occupancy and rental rates in Westlite Mandai PBWA.

The Group recorded a noteworthy net fair value gain on investment properties of S\$84.8 million in FY 2023 across territories in Singapore, UK, Malaysia and Australia, offset against adjustments to the fair value of the right-of-use ("ROU") investment properties. This marked a significant increase from the net fair value gain of S\$19.0 million in FY 2022, arising mainly from investment properties in UK, Malaysia and Australia.

Net profit after tax attributable to equity holders for FY 2023 was S\$153.1 million, an increase of S\$81.7 million or 114% as compared to S\$71.4 million in FY 2022.

Excluding fair value adjustments and costs related to the derecognition of a joint venture, net profit derived from core business operations attributable to equity holders reached S\$69.2 million in FY 2023, 21% higher than S\$57.1 million in FY 2022.

### CASH FLOWS

In FY 2023, the group generated positive cash flow of S\$122.8 million from operating activities. Net cash used in investing activities amounted to S\$45.3 million, mainly due to additions to investment properties and property, plant and equipment, partially offset by dividends from joint venture and associated company as well as return of capital from a joint venture.

The Group recorded net cash used in financing activities of S\$72.2 million mainly for the repayment of borrowings, interest, principal portion of lease liabilities and dividends paid during the year, offsetting proceeds from borrowing.

### CAPITAL AND RISK MANAGEMENT

#### Foreign Currency Risks

The Group adopts a proactive approach in managing its exposure to the UK, Australia, Malaysia, and the US markets, thereby addressing potential foreign currency fluctuations that may impact the stability of associated income streams.

Efforts to mitigate exposures to foreign currency risks include the strategic implementation of natural hedges, aligning sales and purchases within the same foreign currency where feasible. The management and Board conduct thorough monitoring and analysis to identify and assess relevant risks, facilitating the implementation of appropriate measures to minimize exposure.

#### Liquidity Risks

The Group's meticulous approach to liquidity risk management involves the maintenance of ample cash reserves, the availability of short-term deposits, and access to bank facilities to effectively address short-term liabilities and unforeseen funding needs.

As at 31 December 2023, the Group's balance sheet remained resilient with cash and bank balances of S\$74.7 million, attributed to net cash generated by operating activities. Other assets increased by S\$2.0 million due to deposits paid for potential projects. Moreover, the Group possesses unutilised committed credit facilities of S\$83.2 million (of which S\$69.4 million relates to unutilized committed credit facilities expiring more than 12 months after balance sheet date) to cover current net liabilities of S\$10.1 million.

Beyond the existing cash, short-term deposits, and committed banking facilities, the Group benefits from a MTN Programme facility of up to S\$750 million, offering the flexibility to tap into the debt capital market for funding. Over the years, Centurion has successfully raised S\$418 million from debt capital markets on six separate occasions, ensuring the Group maintains a robust credit facility readily available to meet short-term needs and funding requirements.

<sup>1</sup> Excludes Korea PBSA which ceased operations by end of February 2023

<sup>2</sup> International students arriving in 'record numbers', putting more pressure on housing, News.com.au, September 2023



### Capital Management

The Group's primary objective of capital management revolves around securing operational profitability and maintaining an optimal capital structure that enhances shareholder value.

Notably, the Group successfully reduced its borrowings from S\$663.1 million as of December 31, 2022, to S\$657.4 million as of December 31, 2023, primarily attributed to proactive repayment strategies.

Demonstrating prudence in debt and capital management, the Group has established active policies to maintain a well-diversified debt maturity profile, effectively minimizing refinancing risks. The financing of acquired operating assets and assets under development is predominantly through bank borrowings, characterized by an average remaining maturity profile of six years. The Group strategically employs long-term bank debt with regular principal repayments to fund its enduring assets.

Furthermore, the Group's net gearing ratio has reduced to 38% as at 31 December 2023 from 43% as at 31 December 2022. This aligns with the Group's commitment to maintaining a prudent financial structure. The interest cover remains robust at 3.6 times, within the established interest cover threshold.

Looking forward, the Group is dedicated to fostering sustainable long-term growth by striking a balance between acquiring operating assets that contribute to current income and investing in development projects for future expansion. Any acquisition or investment will be funded by drawing upon internal resources and/or external financing.

### DIVIDENDS

The Group maintains a steadfast commitment to augmenting long-term shareholder value through the effective management and expansion of its operations, ultimately striving for sustained earnings growth. While the Group does not adhere to a fixed dividend policy, it has a history of disbursing cash dividends to shareholders in tandem with its financial performance.

2023 was a strong year for the Group, characterized by the ongoing positive dynamics in demand and supply within the specialized accommodation landscape. This, in turn, facilitated robust occupancies and favourable rental revisions in all our key markets.

As a gesture of appreciation to shareholders, the Board has proposed a final dividend of 1.5 cents per ordinary share for FY 2023. Together with the interim dividend of 1.0 cent, the total dividend for FY 2023 was 2.5 cents as compared to 1.0 cent for FY 2022.

In the long term, we remain confident in the fundamental strength of our business and the resilience of our strategic assets. The Board intends to continue recommending the distribution of dividends as a means to reward shareholders, taking into careful consideration the Group's growth strategy, future operations and earnings, capital requirements and surpluses, general financial conditions, and other pertinent factors. This approach reflects our commitment to a balanced and strategic approach in optimizing shareholder returns.

1. Façade of Westlite Mandai (Singapore)

2. Westlite residents participating in annual Westlite Cricket Tournament (Singapore)

3. Aerial Shot of dwell Logan Square (Alabama, US)

4. Residents at dwell East End Adelaide enjoying the games room (Adelaide, Australia)



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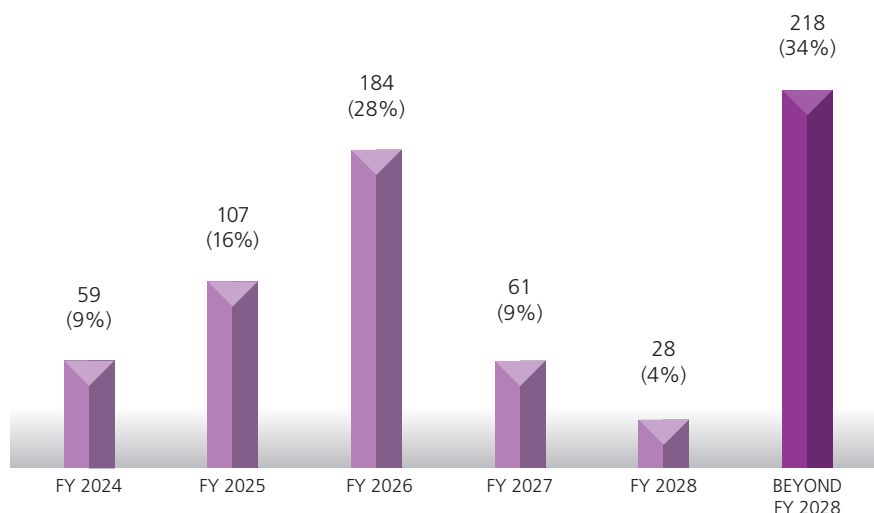
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## FINANCIAL REVIEW

### DEBT MATURITY PROFILE AS AT 31 DECEMBER 2023 (\$S'MILLION)



Out of the Group's total borrowings, \$S\$107 million or 16% will be due in FY 2025. These borrowings are mainly bank loans relating to investment properties in Australia. The Group has commenced discussions to refinance these loans ahead of their maturity dates.

### NOTES TO RECONCILIATION OF IFRS FINANCIAL MEASURES WITH NON-IFRS FINANCIAL MEASURES (TABLE ON PAGE 29)

The adjusting items for IFRS financial measures to non-IFRS financial measures include the following:-

#### In relation to fair value changes:

- i. Net fair value (gain)/loss on investment properties including those of associated companies and joint venture. The Group has adopted fair value model for accounting of the investment properties which reflects the market conditions at the end of the reporting year. The Group engaged external and independent valuers to determine the fair value of the Group's investment properties at the end of every financial year. The Group had recognised the fair value changes as net fair value gain/(loss) in the Consolidated Income Statement. The net fair value (gain)/loss also included the adjustment of the fair value of right-of-use assets classified as investment properties in relation to the Group's leased properties in accordance with IFRS 16 Leases.
- ii. Deferred tax expenses/(credit) arising from fair value changes. The deferred tax expenses/(credit) were recorded due to changes in fair value of the Group's investment properties which resulted in higher income tax expense recognised from the fair value gains or vice versa.

#### In relation to one-off capital gain/loss:

- iii. The reclassification of exchange differences from currency translation reserve, which occurred in FY 2023 upon derecognition of its 55% indirectly owned joint venture.

The above-mentioned adjusting items do not arise from the normal Company's operations and were reported on the Consolidated Income Statement for the financial year ended 31 December 2023 together with the comparative financial year ended 31 December 2022. These fair value movements and one-off transactions result in significant fluctuation in the IFRS financial measures of the Group's performance. Correspondingly, shareholders may not be able to appreciate the Group's financial performance generated from its core business operations which is the managing and operating of workers and student accommodation. Hence, the Group has excluded these adjusting items with the intention to provide a clearer picture of the Group's performance.

# GROUP STRUCTURE

COVERING CORE SUBSIDIARIES AND ASSOCIATES (AS AT 31 DECEMBER 2023)



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# INCREASED OCCUPANCY AND RENTAL RATES CUSHIONED IMPACT OF RISING COSTS

Strong growing demand and short supply have enabled higher occupancies and rental revisions

In 2023, there was strong and growing demand for the Group’s specialised accommodations. Throughout our global portfolio, we observed high occupancies and positive rental revisions across all PBWAs and PBSAs due to favourable supply and demand dynamics.

Despite facing inflationary pressures amid a challenging interest rate environment, the Group remained resilient, benefiting from the aforementioned factors. As constructions projects pick up pace and a larger cohort of students prepares to study abroad, we are committed to further enhancing and expanding our portfolio capacity. Our strategy involves deploying the Group’s capital more strategically and sustainably, ensuring continued growth and success in the evolving landscape.

ACCOMMODATION PORTFOLIO – BED CAPACITY





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## OPERATIONS REVIEW

### Healthy occupancies and positive rental revisions drove strong revenue growth, cushioning cost increases from persistent inflationary pressures amidst the high interest rate environment.

The Group's robust performance in FY 2023 showcases the resilience and sustainability of our core business. Healthy occupancies and positive rental revisions not only drove topline growth but also helped cushion persistent inflationary pressures amidst this high interest rate environment.

As of December 31, 2023, Centurion owns and manages a diversified portfolio comprising 34 operational purpose-built workers and student accommodation assets. This extensive portfolio encompasses 67,377 beds across strategic locations in Singapore, Malaysia, Australia, the UK, and the US.

In the PBWA segment, the Group exhibited a noteworthy revenue increase of 16% from S\$134.7 million in FY 2022 to S\$156.7 million in FY 2023. This growth was primarily fueled by robust revenue in Singapore, propelled by favorable demand-supply dynamics for PBWAs, resulting in substantial rental increases.

Similarly, the PBSA segment in the UK and Australia experienced a commendable 13% year-on-year upswing, ascending from S\$44.2 million in FY 2022 to S\$49.9 million in FY 2023. This growth was driven by heightened bookings and robust financial occupancies across the Group's PBSA assets in the UK and Australia, buoyed by strong demand from international students amidst a shortage of PBSAs.

Our unwavering commitment extends to actively exploring opportunities in both existing and new markets, with the objective of expanding and enhancing our asset portfolio. This strategic approach is geared towards delivering sustained long-term value to our stakeholders. Collaborative efforts with relevant authorities and Non-Government Organizations underscore our dedication to providing safe, nurturing, and inclusive homes-away-from-home for our residents.

#### WORKERS ACCOMMODATION – SINGAPORE

In Singapore, the Group operates nine Purpose-Built Workers Accommodation ("PBWA") of 34,786 beds, which includes five Purpose-Built Dormitories ("PBDs") comprising 27,530 beds, and four Quick Build Dormitories ("QBDs") comprising 7,256 beds. The portfolio assets are strategically located in industrial estates or worksites and constructed in adherence to the prevailing government regulatory requirements.

Amongst the PBDs, Westlite Toh Guan, located in Jurong, comprises eight blocks of accommodations with a total capacity of 7,800 beds. One block is currently pending re-development, leaving 7,330 beds available. Notable, this property imposes no restriction on industry sectors, and can accommodate workers across marine, engineering, oil and gas, manufacturing, and construction sectors.

Westlite Mandai offers 6,300 beds sited on freehold land close to Sungai Kadut and Woodlands industrial districts, and can house workers from any industry. A short walk away, is 1,900-bed Westlite Juniper, which the Group operates on a 10+5 year master lease secured in September 2019.

Westlite Woodlands is a 4,100-bed workers accommodation strategically located near the Woodlands industrial hub, and supports workers from the marine, process and manufacturing industries in the northern part of Singapore.

ASPRI-Westlite Papan is a unique integrated development, comprising a PBD and the Association of Process Industry ("ASPRI") training centre within one convenient estate. This 7,900-bed property caters to the housing and training needs of workers from the Process, Construction and Maintenance ("PCM") industry. The PBD is situated near Jurong Island, home to more than 100 global energy and chemical companies.

The five quality PBDs are strategically located in industrial estates and fully comply with prevailing local government regulatory requirements under the Foreign Employee Dormitories Act.

In 2023, the Group identified a shortage of PBWA beds as large-scale projects resumed following the pandemic. The number of Work Permit holders in the Construction, Marine, and Process (CMP) sectors increased by 23% since January 2022, nearly 10% higher than pre-COVID levels<sup>1</sup>.

To address the growing demand and augment bed supply, Centurion initiated the conversion of some amenity spaces into dual-use isolation facilities, releasing approximately 346 beds to the market. Furthermore, the Group added around 888 beds across two Quick Build Dormitories, namely Westlite Jalan Tukang and Westlite Tuas Avenue 2, in 2023.

In the same year, the Group secured a tender from JTC to develop and operate a 1,650-bed PBWA in Ubi Avenue 3. This initiative aligns with the Group's strategic plan to expand its Singapore portfolio capacity and cater to the rising demand for workers' accommodation. Westlite Ubi will be among the first Purpose-Built Dormitories in Singapore to comply with the New Dormitory Standards (NDS) set by authorities post-COVID-19.

<sup>1</sup> 1020 Written Answer by Minister for Manpower Dr. Tan See Leng to PQ on Prices and Adequacy of Bed Space in Migrant Worker Dormitories, MOM, October 2022



1. Residents of Westlite Mandai enjoying Westlite Music & Movie Night 2023 (Singapore)
2. Façade of Westlite Johor Technology Park (Johor, Malaysia)
3. Residents of Westlite Woodlands and Students from Republic Polytechnic shopping for cook-off ingredients (Singapore)

### WORKERS ACCOMMODATION – MALAYSIA

The Group's Malaysian PBWA portfolio comprises of eight properties spanning Johor in the South, Penang in the North and Selangor in the Central region of Peninsula Malaysia. The States of Johor, Penang, and Selangor are the top three states in Malaysia with the highest number of foreign workers in the manufacturing sector, which dominates the number of foreign workers, with about 35% of the country's estimated 2 million foreign workforce<sup>2</sup>.

The Malaysian PBWA portfolio bed capacity was 27,373 beds as of 31 December 2023, which includes an additional capacity of 290 beds in Westlite Tampoi, following approval from JTKSM received in early 2023.

Six of the assets are located in Johor, namely Westlite Tebrau, Westlite Johor Tech Park, Westlite Pasir Gudang, Westlite Senai, Westlite Senai II and Westlite Tampoi. The seventh asset, Westlite Bukit Minyak was developed in Penang, and the eighth asset, Westlite PKNS Petaling Jaya was developed in Selangor.

With the heightened regulatory enforcement of the Worker's Minimum Standards of Housing and Amenities (Amendment) Act 2019 ("Act 446") and an increasing imperative to enhance the welfare of migrant worker populations, there is an increased demand for well-designed and professionally-managed PBWAs. Catering mainly to the manufacturing sector, all of the properties meet international ethical standards set by organizations such as Responsible Business Alliance and International Labour Organization.

In 2023, Malaysia experienced a notable increase in the employment of foreign workers in critical sectors beyond initial projections<sup>3</sup>. Correspondingly, the average financial occupancy for the Malaysian PBWA portfolio witnessed a significant enhancement, reaching 93% in FY 2023 compared to 80% in FY 2022. This improvement is indicative of the growing demand for high-quality worker accommodation that aligns with the stipulations of Act 446.

As part of the Group's ongoing strategic review of its portfolio assets and adoption of asset-light strategy to growth, the Group has entered into sale and leaseback agreements with Kumpulan Wang Persaraan (Diperbadankan) [KWAP], Malaysia's public sector pension fund, for Westlite Bukit Minyak and Westlite Tampoi. Once the sales and purchase agreements have been completed, the Group will leaseback and operate the two properties for 15 years.

In December 2023, the Group also completed the acquisition of the remaining shares in the associated company Oriental Amber Sdn Bhd, which holds a plot of land in Nusajaya, Iskandar, Johor. The Group is assessing the development of a new PBWA on this parcel, with an estimated capacity of 7,000 beds.

### STUDENT ACCOMMODATIONS

As at 31 December 2023, the Group operates a portfolio of 5,218 beds across 17 operational PBSA assets in Australia, the UK and the US. All of the Group's PBSAs are managed under the dwell Student Living brand.

Financial occupancies in the Group's PBSAs have improved significantly across the markets in tandem with the heightened influx of students in the mentioned countries, amidst persistent under-supply of PBSA beds in key university cities.

### STUDENT ACCOMMODATION – UNITED KINGDOM

In the UK, as at 31 December 2023, the Group owns and operates 10 freehold or long leasehold PBSA assets with bed capacity of c.2,786 beds, which are strategically located across five cities near leading universities.

Five of the assets are in Manchester, two are in Nottingham, and one property each are in Liverpool, Newcastle and Bristol. Nine of the assets are fully owned and managed by Centurion, while dwell Castle Gate Haus in Nottingham is held by the Group's second private fund, in which the Group holds a 14.3% stake.

<sup>2</sup> *The changing landscape of Workers Accommodation, Knight Frank, November 2021.*

<sup>3</sup> *Foreign worker employment in Malaysia's critical sectors & sub-sectors exceeds projected numbers: Ministries, Human Resources Online, October 2023*

## OPERATIONS REVIEW

As the UK recovers from COVID-19 management measures and travel restrictions in the post pandemic period, students are streaming back into the UK. The Centre for Migration Control (CMC) found a record 787,000 international students in UK universities during the academic year of 2022/2023<sup>4</sup>.

The shortage of PBSA supply continued due to increasing demand from both domestic and international students. The Group's average financial occupancy remained robust at 93% in FY 2023 as compared to 90% in FY 2022; excluding beds not available during the year due to an Asset Enhancement Initiative at dwell Cathedral Campus, financial occupancy was 98% for FY 2023.

As the UK continues its efforts to build itself as a renowned hub of education, it continues to grow as a destination of choice for international students. In FY 2023, to cater to evolving demand, the Group has completed AELs at dwell MSV in Manchester and dwell Cathedral Campus in Liverpool, converting selected non-ensuite apartments to ensuite apartments and studios. While this has resulted in a reduction of 21 beds at dwell MSV, the retrofitted new room formats align with shifts in consumer demands.

### STUDENT ACCOMMODATION – AUSTRALIA

In Australia, the Group owns and operates 2 PBSAs, namely dwell Village Melbourne City and dwell East End Adelaide.

In 2023, Australia experienced a record number of student arrivals<sup>5</sup>. Consequently, with this positive trend, the Group's average financial occupancy has undergone a robust recovery, escalating from 73% in FY 2022 to 88% in FY 2023.

dwell village Melbourne City, has 611 beds while dwell East End Adelaide has 300 beds; both are strategically located at prime locations, near city centres and their respective Universities. In 2023, the Group carried out minor reconfiguration to convert selected twin occupancy rooms to single occupancy room formats, in continuing efforts to optimise occupancy and yield. At dwell Village Melbourne City, pending finalization of Development Approval, the Group plans to redevelop an existing carpark into a new block of PBSA, to add approximately 600 beds. The Group is also evaluating the redevelopment of existing accommodation blocks in dwell Village Melbourne City, to further enhance the asset.

In FY 2023, positive revisions in rental rates were observed, underscoring an ongoing shortage of PBSA beds and persistently low vacancy rates in the cities where Centurion maintains its operations, the Group will continue to explore opportunities for portfolio enhancement or expansion in Australia.

### STUDENT ACCOMMODATION – UNITED STATES

Centurion owns and operates five freehold PBSA assets in the US, which have a total capacity of c.1,521 beds and are located in four states including Connecticut, Alabama, Texas and Wisconsin, and primarily cater to first tier universities.

The US portfolio assets are held under the Centurion US Student Housing Fund ("CUSSHF"), the Group's inaugural private fund. Centurion holds approximately 28.7% of the total number of units in issue in CUSSHF and is the manager of the fund and its assets.

The portfolio assets continue to deliver healthy and stable occupancy, and in November 2022, the Group extended the term of CUSSHF to November 2024. In 2Q 2023, CUSSHF successfully disposed of a single asset, dwell Tenn Street in Tallahassee, Florida.

As the fund approaches its term conclusion in November 2024, CUSSHF is currently evaluating the potential divestment of its remaining assets. Notably, occupancy remains strong and stable for the current academic year 2023/2024.



<sup>4</sup> International student numbers soar to record high, *The Telegraph*, December 2023

<sup>5</sup> International students arriving in 'record numbers', putting more pressure on housing, *News.com.au*, September 2023

4. Aerial View of dwell Logan Square (Alabama, US)

5. Residents painting lanterns at dwell The Grafton's Chinese New Year Lantern Crafts event (Manchester, UK)



## MARKET OUTLOOK

**Prospects for Centurion’s global portfolio of specialized accommodations remain promising. Both PBWA and PBSA segments display resilience, buoyed by favourable supply and demand dynamics, healthy rental revisions and strong fundamentals. As a leading global specialized accommodation provider, Centurion anticipates continued strong performance and will continue to seize opportunities to enhance or enlarge our portfolio.**

The outlook for the Group remains healthy with positive demand and supply dynamics across its specialized accommodation housing.

For the Purpose-Built Workers Accommodation (“PBWA”), positive regulatory and demand-supply factors drive the growth of PBWA sector and asset class. There is high demand for foreign/migrant workers in the markets where we operate. This demand is underserved by the supply of purpose-built, professionally managed dormitory beds.

From a regulatory perspective there is growing awareness of the need for improved welfare of foreign and migrant workers. In Singapore (Foreign Employee Dormitory Act) and Malaysia (Act 446), there is government legislation in place that requires employers to provide quality accommodation to their workers. International organizations, such as International Labour Organization and Responsible Business Alliance, continue to advocate improved living conditions for workers, while international trade sanctions remain a concern for businesses employing migrant workforce.

The Group’s Purpose-Built Student Accommodation (“PBSA”) remains highly sought after by institutional investors<sup>1,2</sup>. In 2022, total global investment in student housing continues to be strong, estimated at more than US\$31.5 billion. This was underpinned by expectations of positive underlying fundamentals and the prospect of high total returns led by strong rental growth.

Data from the global Student Housing Annual Report 2023 by Bonard<sup>3</sup> reflects high occupancy rates and positive revisions in PBSA rents in 2023 across all higher education destinations analysed, including the UK, Australia and the US, and indicates continued healthy demand and potential for rental income growth for PBSA properties in the year ahead.

### WORKERS ACCOMMODATION – SINGAPORE

Demand and supply dynamics for PBWAs continue to be positive, with healthy rental revisions given strong employer demand for dormitory beds. As the 1-year tenant leases expire and are renewed at prevailing higher rental rates, the full impact of rental rate revisions is expected to emerge progressively over the next 12 months.

In 2023, the number of Work Permit holders in the Construction, Marine and Process (CMP) sectors increased by 23% since January 2022, or almost 10% higher than pre-COVID levels, as employers brought in more workers to catch up on projects delayed by the pandemic<sup>4</sup>. This resulted in a shortage of PBWA beds, which the Government and industry took measures to address. To assist in enlarging bed supply to the market, Centurion has begun to convert some of its amenity spaces into dual use as isolation facilities which will release approximately 346 beds to the market.

The Group continues to explore opportunities to enlarge its Singapore portfolio capacity. The development Westlite Ubi, which is expected to be completed in December 2024, will add approximately 1,650 beds to the Group’s portfolio and will comply fully with NDS.

On 11 October 2023, the Ministry of Manpower announced its Dormitory Transition Scheme (“DTS”), requiring existing dormitories to comply with new interim dormitory specifications between 2027 and 2030 and the higher NDS by 2040. The Group is well-prepared with plans in place to meet the interim standards or where possible the higher NDS, and deliver a better dormitory product while maintaining operational bed capacities to support the needs of employer customers.

As part of its transition plan, the Group has received Provisional Permissions from the relevant authorities for partial redevelopment of two PBDs, Westlite Toh Guan and Westlite Mandai. The redevelopment of Block 14 at Westlite Toh Guan is targeted to complete in 2026, adding approximately 1,764 beds. At Westlite Mandai, the Group plans to redevelop its outdoor courts into a new block of approximately 3,696 beds, to be completed in 2026. Centurion aims to substantially complete and deliver the added dormitory bed supply to the market ahead of the transition period beginning in 2027. This would enable the Group to meet the strong market demand and commence progressive retrofitting of other parts of its PBDs, with minimal reduction of its total bed capacity and disruption of dormitory bed supply to employers. The new blocks, complying to the NDS ahead of 2040, will provide “swing sites” for residents to move to, while retrofitting works are carried out in existing blocks.

<sup>1</sup> Student Housing investments jumped in 2022, ICEF Monitor, March 2023

<sup>2</sup> Record breaking year for investment in student housing in Europe, Knight Frank Research, February 2023

<sup>3</sup> Student accommodation rents rising as demand-supply gap grows, Study Travel Network, February 2024

<sup>4</sup> 1020 Written Answer by Minister for Manpower Dr. Tan See Leng to PQ on Prices and Adequacy of Bed Space in Migrant Worker Dormitories, MOM, October 2022

<sup>5</sup> Employers in Malaysia to comply with existing foreign workers accommodation laws, HROnline, Jan 2023

## MARKET OUTLOOK

### EXPECTED GROWTH IN BED CAPACITY

	Operating Capacity (approximate no. of beds)	
	FY 2023	Expected (FY 2024)
<b>Workers Accommodation</b>		
Singapore	34,786	36,436
Malaysia	27,373	30,033
<b>Student Accommodation</b>		
UK	2,786	2,786
US	1,521	1,521
Australia	911	911
<b>Total</b>	<b>67,377</b>	<b>71,687</b>

#### WORKERS ACCOMMODATION – MALAYSIA

The outlook in Malaysia is bright. The Group is encouraged by increased regulatory controls<sup>5</sup> such as the Workers' Minimum Standards of Housing and Amenities (Amendment) Act 2019 ("Act 446"), coupled with growing awareness around the need for improved welfare of migrant worker population. This has heightened demand for well-designed, professionally-managed PBWAs (or Centralized Living Quarters) in Malaysia. The Group's Malaysian assets are all certified by Jabatan Tenaga Kerja Semenanjung (JTKSM).

Our assets are well-located in Johor, Penang, and Selangor. These three states have the highest number of foreign workers in manufacturing sector, which is estimated to be 35% of Malaysia's 2 million foreign workforce<sup>6</sup>.

The Group continues to enhance and enlarge its portfolio bed capacity in Malaysia. Asset Enhancement Initiatives ("AEIs") have begun at Westlite Johor Tech Park and Westlite Senai II. These will add approximately 1,740 beds and 920 beds respectively with expected completion in 4Q 2024. AEIs planned at Westlite Pasir Gudang will add about 950 beds on expected completion in 1Q 2025.

Separately, in December 2023, the Group acquired the remaining shares in associated company Oriental Amber Sdn Bhd, which owns a plot of land in Nusajaya Johor which has been converted and zoned for industrial use. The Group is evaluating the development of a new PBWA of c.7,000 beds on this land.

Also in December 2023, Centurion entered into Sale and Leaseback agreements with Malaysian pension fund, Kumpulan Wang Persaraan (Diperbadankan) [KWAP], for Westlite Bukit Minyak and Westlite Tampoi. Upon completion of the sales and purchase agreements, the

Group will leaseback and operate the two properties for a period of 15 years. Looking ahead, the Group will continue to explore further opportunities to rationalise its portfolio of assets, to recycle and redeploy capital for further growth of its Assets Under Management ("AUM") by asset light means.

#### STUDENT ACCOMMODATION – UK

The outlook for PBSA in the UK remains positive. Financial occupancy for the Group's UK portfolio, which comprises 10 assets strategically located near top universities, continues to improve with UK continuing to be a destination of choice for international students.

Favourable demand and supply dynamics<sup>7</sup> is expected to continue with increasing demand from both domestic and international students pursuing higher education in the UK. This has enabled strong rental reversions, which have cushioned the impact of high energy prices, inflationary pressures and increased operating costs for the Group. Pre-bookings for Academic Year 2024/25 are healthy, and the Group continues to explore opportunities to enhance its UK portfolio to meet growing and evolving demand.

#### STUDENT ACCOMMODATION – AUSTRALIA

The demand for PBSA in Australia is driven by a combination of the strong influx of international students, growing domestic student mobility, and the limited capacity of university housing. Data from the Australian Government Department of Education<sup>8</sup> shows that, in the year-to-date November 2023, there were 967,334 international student enrolments, a 3% increase in enrolments on the same period in 2019. This is a significant increase from 734,146 in 2022.

<sup>6</sup> *The Changing Landscape Of Workers' Accommodations, Knight Frank, November 2021*

<sup>7</sup> *Student housing supply and demand gap widens, Real Asset Insight, May 2022*

<sup>8</sup> *International student monthly summary and data tables, Australian Government Department of Education, February 2024*



1. Centurion receives Shareholder Communication Excellence Award in Mid Cap Category at SIAS Investor's Choice Awards (Singapore)
2. Staff and management at Centurion's annual Townhall, (Singapore)
3. Staff volunteers celebrating Christmas with Touch Young Arrow's beneficiaries (Singapore)
4. Centurion's CEO, Mr. Kong Chee Min, at Maybank Securities SG 2024 Market Outlook held by SGX group (Singapore)

As travel and study patterns normalize post-pandemic, the demand for PBSA is expected to continue its upward trajectory, reflecting the broader trends in international education and urban development. This demand will trickle down to positive rental revisions as occupancy is expected to remain at healthy levels<sup>9</sup>. Rental rate revisions have also been positive in FY 2023<sup>10</sup>, reflecting a continued PBSA bed shortage and low PBSA vacancy rates in the cities where Centurion operates.

At dwell Village Melbourne City, pending finalization of Development Approval, the Group plans to redevelop an existing carpark into a new block of PBSA, to add approximately 600 beds. The Group is also evaluating the redevelopment of existing accommodation blocks in dwell Village Melbourne City, to further enhance the asset.

#### STUDENT ACCOMMODATION – UNITED STATES

Centurion's US portfolio comprises five freehold PBSAs, which are held under the Centurion US Student Housing Fund ("CUSSHF"). The portfolio assets continue to deliver healthy and stable occupancy, and the Group had in November 2022 extended the term of CUSSHF to November 2024. As the fund approaches its term conclusion in November 2024, CUSSHF is currently evaluating the potential divestment of its remaining assets. Notably, occupancy remains strong and stable for the current academic year 2023/2024, and pre-leasing for the next academic year is healthy.

#### RESURGENCE IN DEMAND TO SHAPE THE FUTURE

We anticipate sustained occupancy demand and rental rate improvements propelled by favourable demand-supply dynamics across all markets where Centurion operates.

While we monitor ongoing inflationary pressures and the possible abatement of the high interest rate environment, the Group remains positive that its portfolio of assets will continue to perform in 2024 and effectively cushion the impact of these cost increases.

The Group will continue to enhance its assets, spaces and operations to adjust to demand shifts as well as regulatory changes, to boost pandemic management resilience and ensure the well-being of its worker and student residents, as well as enhance operational efficiency going forward.

The Group will also continue its strategic review to rationalise its specialised accommodation portfolio, execute capital recycling and capital allocation towards higher yielding markets and assets, scaling up our portfolio of Assets Under Management in existing or new markets, to deliver sustainable long-term value to our stakeholders.

<sup>9</sup> Australia PBSA sector stable and resilient, Savills finds, PBSA News, Jan 2024

<sup>10</sup> International students arriving in 'record numbers', putting more pressure on housing, News.com.au, Sep 2023

## INVESTOR RELATIONS

**Centurion is committed to regular and open communication with the investment community; corporate governance and transparency are placed at the forefront of our sustainability effort.**

### PROACTIVE & TRANSPARENT COMMUNICATION

Centurion is committed to proactively engaging shareholders as well as the wider investment community through regular, transparent and timely communications, with the objective of enabling both existing as well as potential investors to make informed decisions. Centurion's commitment to high standards of corporate governance and transparency underpins its priority on maintaining active, open and fair dialogue with its stakeholders. Through the Company's outreach engagements, existing and potential investors, analysts, media and shareholders are kept updated on the Group's business strategies, sustainability initiatives, financial performance and material corporate developments. Centurion believes its efforts in investor relations, through various media and communication channels and programmes such as our corporate website, corporate announcements, general meetings and outreach activities, build greater accessibility and understanding of the Group's business and creates long-term value for its stakeholders.

Centurion was recognised for exemplary performance in corporate governance, management transparency and investor relations at the Securities Investors Association (Singapore) Investors' Choice Awards 2023. The Group was awarded the "Most Transparent Company Award in the Real Estate Category", "Shareholder Communications Excellence Award in the Mid Cap Category" and "Singapore Corporate Governance Award in the Mid Cap Category". We are encouraged by the recognition of our efforts, and will focus efforts to better engage our shareholders.

### MULTIPLE COMMUNICATIONS CHANNELS

At Centurion, corporate transparency through regular and open engagement with the investment community is important to us; we take steps to engage regularly and actively with the global investment community.

Centurion has effective systems of stakeholder communications in place, such as open dialogue channels to ensure transparency and accountability. All Centurion's corporate announcements, financial statements, press releases, publications and presentation slides are accessible from the Singapore Exchange website ("SGX") (SGX Stock Code: OU8) and its corporate website ([www.centurioncorp.com.sg](http://www.centurioncorp.com.sg)).

In FY 2023, Management engaged actively and regularly in outreach activities to local and overseas institutional and retail investors, participating in five non-deal roadshows organised by research houses throughout the year.

Media and Analyst briefings are conducted following the release of half-year and full year financial results to promote communication with the investment community. In the spirit of fair disclosure and to ensure wider reach, the Group adopted the hybrid format to enhance accessibility for local and overseas participants by providing a choice to either attend in person or virtually during its full year 2023 results briefing. We also actively develop and foster strong relationships with research analysts, who play an important role in communicating key messages to the investing community.

### ANNUAL OR EXTRAORDINARY GENERAL MEETING

Centurion holds its Annual General Meeting ("AGM") every April in Singapore, with access provided to shareholders in Hong Kong via virtual channels. Extraordinary General Meetings ("EGM") will be held, when relevant, to discuss specific issues. AGMs and EGMs serve as a platform for shareholders to interact with the Board of Directors and management, as well as to decide on proposed resolutions. The AGM also allows the management to share with shareholders the strategic direction of the Group and for the Board of Directors and management to address shareholders' questions or concerns.

### OUTREACH ACTIVITIES

Centurion understands the importance of engaging the investment community on a regular basis. Centurion reaches out to its stakeholders through multiple platforms including half-yearly face-to-face results briefings, post-results conference calls, one-on one and small group investor meetings, non-deal road shows and investor luncheons – to reinforce long-term relationships. We believe such proactive investor relations outreach serves to deepen relationships with long-term shareholders over time, promoting greater transparency and trust with a better understanding of the Group's business even as it facilitates access to new shareholders. Importantly, these investor relations engagements sought to attain optimal valuation for the Group against its listed peers and creates long-term value for our shareholders.

## 2023/2024 INVESTOR RELATIONS CALENDAR

In the past year, the management actively reached out to both current and potential investors to raise awareness and share Centurion's investment story.

Date	Event
January 2023	Maybank Singapore physical roadshow
February 2023	FY 2022 Results Announcement
March 2023	FY 2022 Results Analysts & Media Briefing
April 2023	FY 2022 Extraordinary General meeting and Annual General meeting (Hybrid) Held in Singapore on a mix of physical and virtual venues, with access by shareholders in both Singapore and Hong Kong, and a live stream of the proceedings for shareholders in Hong Kong
May 2023	1Q 2023 Business Updates Announcements
June 2023	CGS-CIMB Malaysia virtual roadshow
July 2023	SGX-SIAS Connect physical roadshow
	Extraordinary General Meeting Held in Singapore on a mix of physical and virtual venues, with access to shareholders in both Singapore and Hong Kong, and a live stream of the proceedings for shareholders in Hong Kong
August 2023	2Q 2023 Results Announcement   Analyst and Media Briefing
	CGS-CIMB Singapore virtual roadshow
October 2023	Phillip Capital – POEMS virtual roadshow
	Response to Singapore Ministry of Manpower's announcements on regulatory shifts in dormitory specifications
November 2023	3Q 2023 Business Updates Announcement
January 2024	SGX Maybank Singapore physical roadshow

## ANALYST COVERAGE

Coverage from analysts remains an important source of information for institutional and retail investors. We regularly engage equity research houses, allowing them to better understand the Group's business and strategic trajectory, so they can reflect accurate information in their coverage reports.

The following equity research houses provide research coverage on Centurion as at 31 December 2023:

Research House	Research Coverage	
	Rated	Non-rated
DBS Group Research	√	
KGI Securities Co Ltd	√	
Lim & Tan Securities	√	
RHB Research	√	
UOB Kay Hian Research	√	

## COMPANY SHARE INFORMATION

	SGX
Stock Code	OU8
Bloomberg Ticker	CENT SP
Closing Price (As at 31 December 2023)	S\$0.405
Shares Outstanding (As at 31 December 2023)	840,778,624
Market Capitalisation (As at 31 December 2023)	S\$340.5 million
Closing Price Range (FY 2023)	S\$0.33 – S\$0.455

## FEEDBACK CHANNELS

Centurion actively seeks investors' feedback by encouraging shareholders to share their views or submit their enquiries to the management. For enquiries or feedback on Centurion, please contact:

### David Phey

Head of Corporate Communication

Phone: (65) 6745 3288

Email: david.phey@centurioncorp.com.sg

# SUSTAINABILITY REPORT



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OVERVIEW

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## ABOUT THIS SUSTAINABILITY REPORT

This is the seventh annual Sustainability Report by Centurion Corporation Limited (“**Centurion**” or together with its subsidiaries, the “**Group**”). This report outlines our environmental, social, and governance (“**ESG**”) performance covering our consolidated entities including Singapore, Malaysia, Australia, the United Kingdom (“**UK**”) and the United States (“**USA**”) from 1 January 2023 to 31 December 2023 (“**FY 2023**”), which is the same as our financial reporting period. Where appropriate, we have included the historical data of up to three financial years for comparison. Employment data for the USA has been excluded from this report as headcount for properties in the USA is managed by our third-party manager. No restatements were made from the previous report.

### Reporting Framework

The Sustainability Report is prepared in line with the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Rules 711A and 711B on a comply or explain basis. This report is prepared with reference to Global Reporting Initiative (“**GRI**”) Standards. In addition, we have also taken SGX-ST’s proposed list of core ESG metrics as guidance and where possible, have disclosed our ESG data accordingly.

### Review and Assurance

This report has been approved by the Board of Directors (“**Board**”) of Centurion. The Group has engaged internal auditors to perform an internal review of the sustainability reporting process. Centurion has not sought external assurance for this report.

### Enquiries

For further enquiries or questions relating to the report, please write to our Investor Relations contact, as follows:

#### DAVID PHEY

Head of Corporate Communications

Tel: +65 6745 3288

Email: david.phey@centurioncorp.com.sg

# SUSTAINABILITY REPORT



*Republic Polytechnic students join cookout competition with Westlite Woodlands residents (Singapore)*

## BOARD STATEMENT

In 2023, the landscape of sustainability continued to evolve, presenting us with constant change. Our steadfast commitment to long-term thinking has proven vital during this period of transformation. Embracing a holistic approach, we have intensified our efforts to identify, assess, and mitigate key business risks across short-, mid-, and long-term horizons. Central to this endeavour is the key input provided by our stakeholders, whose perspectives serve as invaluable compass points in navigating the intricate interplay of economic, environmental, and social factors shaping our business trajectory.

The heartbeat of our business lies in the social initiatives that underpin our operations. Our approach to accommodation transcends mere physical shelter; it encompasses the creation of vibrant, inclusive communities where residents can thrive and flourish. We endeavour to foster an environment that promotes autonomy, privacy, and well-being, ensuring that every resident feels valued and supported. Our social calendar is curated to cultivate a harmonious community, with a focus on celebrating culturally significant events and providing ample recreational opportunities. We prioritise resident feedback, maintaining an open channel for continuous improvement.

In addition to our social initiatives, our commitment to addressing climate-related challenges remains unwavering. Against the backdrop of global climate summits and mounting concerns over carbon emissions, we recognise the need to transition towards a low-carbon future. As a signatory of the World Green Building Council's Net Zero Carbon Buildings Commitment, we are developing our decarbonisation roadmap and will actively pursue sustainable building practices and green initiatives across our portfolio. Incorporating climate considerations into our decision-making processes, we aim to minimize our environmental footprint and contribute to the global effort to combat climate change.

Furthermore, our dedication to upholding the highest standards of corporate governance continues to be a cornerstone of our operations. In FY 2023, our efforts to enhance governance practices were recognised through improved rankings and accolades, including the Singapore Governance and Transparency Index and the Investors' Choice Awards hosted by Securities Investors Association (Singapore) (SIAS). These achievements underscore our ongoing commitment to transparency, accountability, and ethical business conduct, and serve as a testament to the effectiveness of our governance initiatives.

As we look towards the future, we remain steadfast in our commitment to driving sustainable growth. Our engagement with stakeholders will continue to be a priority as we strive to enact meaningful change and create long-term value as a collective. Upholding our core values of respect, integrity, creativity, and excellence, we are poised to navigate the complexities of the sustainability landscape with confidence and purpose, guided by a shared vision of a more sustainable and equitable world.

Yours faithfully,  
For and on behalf of the Board

**HAN SENG JUAN**  
**LOH KIM KANG, DAVID**  
Joint Chairman



## 1. OUR APPROACH TO SUSTAINABILITY

### ESG STRATEGY

At Centurion, we are committed to integrating sustainability into all aspects of our organisation.

Establishing a strong governance structure and framework is the foundation for the successful implementation of our sustainability strategy. To better manage and mitigate ESG-related risks, we are constantly working to strengthen our understanding of the subject through training, consultation, and engagement.

We are committed to decarbonising our portfolio of buildings to ensure that we keep pace with the wider climate-reduction roadmaps of governments and the industry. We are still in the early phase of our asset enhancement initiatives and are currently undergoing studies to explore the solutions available to us. As we progress, these findings will help us ascertain the impacts and establish quantitative targets for the short, mid, and long-term.

Given the nature of our business, the well-being of our residents is a key factor. From the start, Centurion has strived to offer specialised accommodation that is not only physically conducive but also take into consideration the social and mental elements of our residents. Our goal is to provide residents with a home-away-from-home by cultivating communal experience as well as organising regular activities to help them assimilate and build stronger connections within and with the local community.

### i. GOVERNANCE STRUCTURE

At Centurion, we believe that fostering a sustainability mindset starts with the Board. A strong governance structure sets the foundation for the development and implementation of ESG-related strategies. The commitment shown by the top leadership will ultimately trickle down to the rest of the organisation.

The Board is ultimately accountable for overseeing the Group's sustainability matters including the strategic direction, long-term roadmap, key material factors, and performance evaluation. It is also responsible for reviewing policies and frameworks periodically and steering necessary changes according to the latest context.

The Board is supported by the Sustainability Steering Committee ("SSC") which reports to the Audit Committee ("AC"). The SSC is a sub-committee established back in 2022 and is chaired by the COO, with the CEO serving in an advisory capacity. The SSC sets performance targets, oversees internal control, identifies key risks and opportunities, and makes recommendations to ESG policies and frameworks according to the current ESG trends and developments.

The implementation of strategies and policies is conducted by the Sustainability Working Groups ("SWG"), which the SSC oversees. Included in the SWG are the Heads of Departments from various business units. They play an important role in executing all ESG initiatives and ensuring compliance with the necessary standard operating procedures. The SWG is also tasked to monitor and track progress and report on reasons for any shortfalls in targets on a timely and regular basis. The SSC and the SWG meet every quarter.



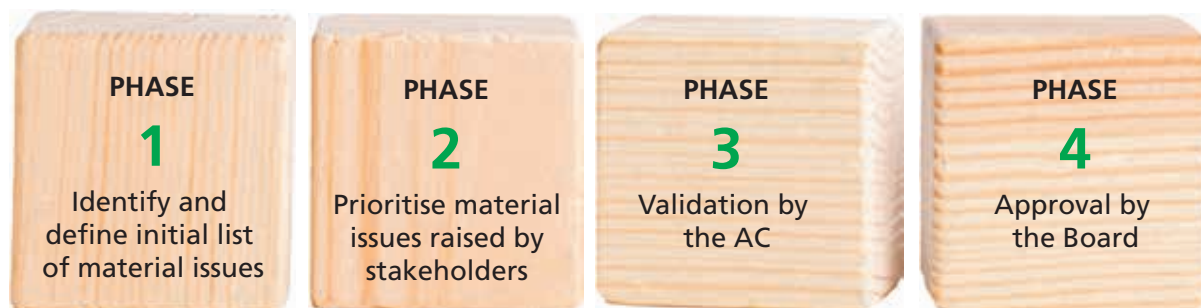
# SUSTAINABILITY REPORT

## ii. MATERIAL TOPICS

The Group conducts an annual review of material topics to ensure their continued relevance and considers new factors that may significantly impact the organisation. The SSC oversees this assessment process and conducts internal reviews on the relevance of each material topic, with guidance from GRI standards and SGX-ST Core ESG Metrics.

Subsequently, the SSC holds discussions to identify and assess ESG material factors with the greatest potential impact on the Group. For 2023, we have determined that the material topics identified in 2017 remain relevant in the current context. The SSC has considered the prevailing business landscape, emerging global and domestic trends, regulatory developments, and stakeholders' opinions. These topics were presented to and endorsed by the Board.

### Materiality Review Process



According to the material topics identified, we have also aligned with the United Nations Sustainable Development Goals ("UN SDGs") and integrated them as part of our long-term sustainability strategy.

An overview of our material topics is tabulated below.

## iii. MATERIAL ESG FACTORS, BOUNDARIES, DISCLOSURES, AND TARGETS

MATERIAL TOPICS	INVOLVEMENT	2024 TARGET	CHAPTER
<b>ECONOMIC PERFORMANCE</b>	Direct	<ul style="list-style-type: none"> <li>Maintain a consistent rate of return</li> <li>Grow recurring profits and cash flow</li> </ul>	<ul style="list-style-type: none"> <li>Economic Contribution</li> </ul>
<b>INDIRECT ECONOMIC IMPACTS</b>	Direct and Indirect	<ul style="list-style-type: none"> <li>Continue to contribute positively to local economies</li> <li>Continue our existing CSR initiatives for residents and local communities</li> </ul>	<ul style="list-style-type: none"> <li>Economic Contribution</li> <li>Caring for our Residents and the Community</li> </ul>
<b>ANTI-CORRUPTION</b>	Direct	<ul style="list-style-type: none"> <li>Maintain zero confirmed incidents of corruption</li> </ul>	<ul style="list-style-type: none"> <li>Ethics and Compliance</li> </ul>
<b>ENERGY</b>	Direct	<ul style="list-style-type: none"> <li>Reduce or maintain the current average electricity consumption per person (employee and resident)</li> </ul>	<ul style="list-style-type: none"> <li>Environmental Performance</li> </ul>
<b>WATER</b>	Direct	<ul style="list-style-type: none"> <li>Reduce or maintain the current average water consumption per person (employee and resident)</li> </ul>	<ul style="list-style-type: none"> <li>Environmental Performance</li> </ul>
<b>GREENHOUSE GAS (GHG) EMISSIONS</b>	Direct	<ul style="list-style-type: none"> <li>Reduce GHG emissions intensity per person in 2024</li> </ul>	<ul style="list-style-type: none"> <li>Environmental Performance</li> </ul>
<b>ATTRACT, DEVELOP, AND RETAIN TALENT</b>	Direct	<ul style="list-style-type: none"> <li>Attract a diverse pool of talent</li> <li>Maintain employee turnover at par or below the benchmark average</li> <li>Provide opportunities for ongoing training</li> </ul>	<ul style="list-style-type: none"> <li>Talent Attraction, Development and Retention</li> </ul>



MATERIAL TOPICS	INVOLVEMENT	2024 TARGET	CHAPTER
<b>OCCUPATIONAL HEALTH AND SAFETY</b>	Direct and Indirect	<ul style="list-style-type: none"> <li>Achieve zero accidents</li> </ul>	<ul style="list-style-type: none"> <li>Health and Safety</li> </ul>
<b>CUSTOMER HEALTH AND SAFETY</b>	Direct	<ul style="list-style-type: none"> <li>Achieve zero accidents</li> </ul>	<ul style="list-style-type: none"> <li>Health and Safety</li> </ul>
<b>LOCAL COMMUNITIES</b>	Direct	<ul style="list-style-type: none"> <li>Maintain no significant incidents of non-compliance with relevant regulatory standards</li> </ul>	<ul style="list-style-type: none"> <li>Ethics and Compliance</li> </ul>
<b>SOCIO-ECONOMIC COMPLIANCE</b>	Direct	<ul style="list-style-type: none"> <li>Maintain no significant incidents of non-compliance with relevant regulatory standards</li> </ul>	<ul style="list-style-type: none"> <li>Ethics and Compliance</li> </ul>

**iv. STAKEHOLDER ENGAGEMENT**




At Centurion, fostering a strong and meaningful relationship with our stakeholders plays an important part in building a sustainable business. Our principal stakeholders encompass various groups and individuals impacted by our business choices or possessing the capacity to influence our operations.

Maintaining regular dialogue with pertinent stakeholders enables us to grasp their needs, expectations, and apprehensions, allowing us to respond adeptly. Additionally, stakeholder input aids us in pinpointing pivotal ESG factors and determining our priorities.

Centurion is committed to a proactive engagement strategy with our stakeholders. The table below is a condensed overview detailing key stakeholders, our engagement methods, frequency of interactions, their primary concerns, and our corresponding actions.

OUR STAKEHOLDERS	ENGAGEMENT	KEY CONCERN & EXPECTATION	OUR RESPONSE
<b>GOVERNMENT &amp; REGULATORS</b> 	<ul style="list-style-type: none"> <li>Senior management representation on boards of various industry bodies</li> <li>Quarterly Announcements on SGXNet</li> <li>Interim Reports</li> <li>Annual Report</li> <li>Sustainability Report</li> <li>Ongoing dialogue</li> </ul>	<ul style="list-style-type: none"> <li>Workplace health and safety</li> <li>Regulatory compliance</li> <li>Sharing of industry best practices</li> </ul>	<p>We benchmark our practices on recognised industry frameworks and stay up-to-date with regulations through training sessions, public seminars, and external consultants.</p>
<b>CUSTOMERS (INCLUDING RESIDENTS)</b> 	<ul style="list-style-type: none"> <li>Annual Customer and Resident Surveys</li> <li>Interim Reports</li> <li>Annual Report</li> <li>Website and Social Media</li> <li>Resident Ambassador Programme</li> <li>MyMA app</li> <li>dwell app</li> <li>Dormitory PA system</li> <li>WhatsApp hotline chat group</li> </ul>	<ul style="list-style-type: none"> <li>Safe and clean living environment</li> <li>Customer service and experience</li> <li>Affordable quality accommodation</li> </ul>	<p>We ensure that living and communal spaces for our residents are conducive at all times.</p> <p>We stay in close touch with our customers and residents through regular social events like sports competitions and movie nights as well as celebrations of prevalent festivals.</p> <p>We maintain constant communication with our residents via the following channels:</p> <ul style="list-style-type: none"> <li><b>Official Feedback Forms</b> – Available in our offices across all locations</li> <li><b>Digital platforms and engagement</b> – MyMA app, Facebook Live events and Zoom Resident activities.</li> </ul>

# SUSTAINABILITY REPORT

OUR STAKEHOLDERS	ENGAGEMENT	KEY CONCERN & EXPECTATION	OUR RESPONSE
<b>EMPLOYEES</b> 	<ul style="list-style-type: none"> <li>• Interdepartmental committee in charge of organising company-wide activities</li> <li>• Structured annual performance appraisal system</li> <li>• Training and education opportunities</li> </ul>	<ul style="list-style-type: none"> <li>• Competitive remuneration and benefits</li> <li>• Career development and training opportunities</li> <li>• Ethics and conduct</li> <li>• Job security</li> <li>• Work-life balance</li> <li>• Corporate direction and growth plans</li> <li>• Safe and healthy work environment</li> </ul>	<ul style="list-style-type: none"> <li>• Gather feedback from formal appraisal sessions</li> <li>• Gather feedback from internal engagements such as townhalls</li> <li>• Conduct employee opinion surveys to understand staff morale, satisfaction, and engagement</li> <li>• Foster a conducive, open, and transparent working environment</li> <li>• Conduct a workshop to help employees identify and assess climate-related risks according to the TCFD recommendations</li> <li>• Promote cross-functional training to upskill employees</li> </ul>
<b>INVESTORS AND SHAREHOLDERS</b> 	<ul style="list-style-type: none"> <li>• Annual General Meeting</li> <li>• Extraordinary General Meetings</li> <li>• Financial results and presentations</li> <li>• Interim Report</li> <li>• Annual Report</li> <li>• Analyst meetings</li> <li>• Media meetings</li> <li>• Investor meetings</li> <li>• Corporate website</li> </ul>	<ul style="list-style-type: none"> <li>• Business and growth strategies</li> <li>• Acquisitions and divestments</li> <li>• Risk management</li> <li>• Corporate governance</li> <li>• Economic performance</li> </ul>	<ul style="list-style-type: none"> <li>• Abide by the guidelines stated under the Singapore Code of Corporate Governance 2018 and the current Listing Rules</li> <li>• Timely disclosure of material information</li> <li>• Communication of business prospects via various platforms/ meetings</li> </ul>
<b>SUPPLIERS</b> 	<ul style="list-style-type: none"> <li>• Tenders</li> <li>• Evaluations</li> <li>• Annual reviews</li> </ul>	<ul style="list-style-type: none"> <li>• Consistent business</li> <li>• Clarity of specifications</li> <li>• Timely payments</li> </ul>	<ul style="list-style-type: none"> <li>• Adhere to fundamental policies and practices established by the Group</li> <li>• Communicate policies and practices to our contractors at the point of engagement</li> <li>• Conduct periodic re-evaluations</li> </ul>

## v. MEMBERSHIPS AND ASSOCIATIONS

Centurion is a member of several key industry groups and associations, which allows us to stay abreast with industry and sustainability trends. They include:

- World Green Building Council (WorldGBC)
- Association of Process Industry (ASPRI)
- Association of Singapore Marine Industries (ASMI)
- Dormitory Association of Singapore Limited (DASL)
- Federation of Malaysian Manufacturers (FMM)
- Student Accommodation Association Australia (SAAA)
- Singapore Business Federation (SBF)
- Singapore Institute of Directors (SID)
- Singapore Manufacturing Federation (SMF)
- Singapore National Employer Federation (SNEF)

## vi. SUPPLY CHAIN

We recognise the importance of a robust internal control system to minimise negative environmental and social impacts, as well as to avoid potential reputational risks. We integrate sustainability considerations into our sourcing requirements, particularly in areas that pose substantial ESG impact.

We conduct comprehensive due diligence before appointing any new supply chain partner. They are scored based on their track record of similar scale or capacity projects, financial capabilities, pricing, and quality of service.

On an annual basis, we review our suppliers via systemic and random checks. The parameters include their overall performance during the past contract term and the background and eligibility of the suppliers including their latest business license and other relevant operation permits. Our property management team monitors the performance of our suppliers on an ongoing basis.

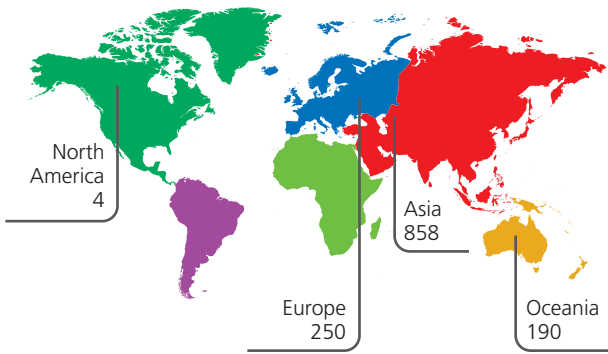
In 2023, Centurion engaged with a total of 1,302 suppliers to procure various products and services across our businesses, including the management and operation of our worker and student accommodations.

In 2023, the scope of work involved cleaning, security, pest control, utility services, provision of furniture and equipment, construction, renovation and other repair and maintenance services. For our US portfolio, we appointed third-party operators to provide management and administration services throughout 2023. We had a total of 172 outsourced workers working on our premises as of the end of 2023.

We also engaged suppliers for our optical disc manufacturing business unit, which provided raw materials including polycarbonate resins, aluminium targets, UV lacquer, and DVD bonder.

Currently, we are building a framework to incorporate an end-to-end sustainability criterion according to global standards in our infrastructure and technology, as well as operations and maintenance. Once this framework is established, we will also consider incorporating shadow carbon pricing in our sourcing evaluation and decision-making process.

**SUPPLIERS BY CONTINENTS**



**vii. HUMAN RIGHTS**

We are committed to protecting and upholding internationally-accepted human rights principles set by reputable organisations such as the International Labour Organisation and Responsible Business Alliance, and applicable local laws in our business and supply chain such as the prevailing Department of Labour Peninsular Malaysia (JTKSM) regulatory requirements.

Our policies prohibit child labour, forced labour, slavery, discrimination, and violation of freedom of association. There was no incident of human rights violations in our business operations in the reported period.

**2. ETHICS AND COMPLIANCE**

Centurion stands firm in its commitment to integrity, transparency, and accountability across all facets of its operations, ensuring full compliance with regulations in every market we serve. Our dedication to fostering a culture of compliance, coupled with robust corporate governance and ethical behavior, bolsters trust and credibility with our stakeholders.

Within the Group, a comprehensive Code of Conduct addresses a broad spectrum of vital issues including rules of engagement, client confidentiality, workplace conduct, disciplinary procedures, grievance resolution, and protocols for managing corporate or individual gifts. This Code serves as a beacon for our employees, providing clear guidance and standards for navigating these sensitive matters.

Our unwavering commitment to legal compliance extends across all aspects of our business, upholding rigorous standards of ethical

conduct. We operate in full adherence to relevant socioeconomic regulations, in Singapore and overseas. Our management policies are regularly reviewed to ensure compliance with legislation and industry standards, encompassing areas such as corporate governance, taxation, environmental sustainability, workplace safety, human rights, advertising practices, labeling requirements, and data privacy protection.

There was no significant incident of non-compliance with laws and regulations in the social and economic area in FY 2023.

**i. WHISTLE BLOWING POLICY**

Our whistle-blowing function is overseen and monitored by the AC. The whistle-blowing policy gives our officers, employees, suppliers/contractors, consultants, and customers a proper platform to report on potential misconducts and wrongdoings associated with the Group. Individuals can raise their concerns in confidence and without fear of reprisals. In the event of a complaint, the matter will be investigated by a panel comprising the Chairman of the Board and members of the AC, as well as other independent personnel deemed appropriate by the AC.

There was no whistle-blowing case reported in FY 2023.

**ii. ANTI-CORRUPTION**

Centurion has a zero-tolerance policy when it comes to bribery and corruption. We implement various measures to prevent occurrences of corruption including the dissemination of the Anti-Corruption Policy to all employees, as well as publishing the policy on our corporate website. In FY 2023, we conducted physical and online anti-bribery and corruption training for our employees\*. 7 sessions were conducted with an overall attendance of 97%, this excludes outsourced workers. The training programme was developed by our internal compliance department.

There was no incident of bribery or corruption in FY 2023. The Group can confirm that neither the entity nor any of its employees was involved in giving monetary incentives or in-kind benefits to any politically exposed person or their political parties to secure contracts or tenders. We also did not make any political contributions during the period.

\* Excludes NTS workers in SG & MY.

**iii. PERSONAL DATA PROTECTION**

Centurion is committed to upholding the privacy and confidentiality of our customers, residents, employees, and business partners. In line with the business digitalisation trend, we recognise the growing importance of establishing a secure system to prevent potential breaches. Our personal data protection policy is reviewed periodically to ensure that it remains effective as technology evolves.

We are compliant with the Personal Data Protection Act ("PDPA") 2012 in Singapore, the PDPA 2010 in Malaysia, the General Data Protection Regulation ("GDPR") 2018 in the UK and equivalent personal data protection regulations in the countries we operate in.

Our policy is made available on our corporate website: <https://centurioncorp.com.sg/contact-us/personal-data-protection-policy>. Individuals can reach out to our Data Protection Officer by mail, email, or phone with any concerns regarding Centurion's data privacy.

There was no substantiated complaint concerning breaches of personal data or loss of data during the reporting period.

# SUSTAINABILITY REPORT

## 3. ECONOMIC CONTRIBUTIONS

Beyond our shareholders, we understand that the economic activities we conduct have a wider implication for the economy and the broader stakeholder group which includes shareholders, employees, customers, suppliers, governments, as well as communities. We consider our impact in all aspects of our business operations and make deliberate efforts to improve the value of each stakeholder.

The Group is committed to engaging with stakeholders from the communities where we operate. We prioritise local economic activities such as hiring local talent, supporting local suppliers and vendors, and contributing to the development of the local communities.

We actively engage and participate in local community programmes through donations and financial assistance to several voluntary welfare organisations in Singapore. For more information on our contributions to the communities where we operate, see section on Caring for Residents and the Community on page 53.

### i. FINANCIAL PERFORMANCE

For FY 2023, we recorded a total of S\$215.8 million in terms of total economic value generated, up from S\$188.7 million for FY 2022. The increment was largely supported by the rise in occupancies and positive revisions in rental rates across our PBWA and PBSA locations globally.

In tandem with that, operating costs increased to S\$46.5 million for FY 2023. As a result, we were able to contribute more to the supply chain with a larger supplier base engaged to support our business operations. Employee wages and benefits were marginally lower at S\$30.9 million for FY 2023.

For FY 2023, payments to providers of capital, which encompassed dividend payment and interest payment rose to S\$58.1 million in line with the revenue increase. Likewise, payments to governments including royalties and taxes increased to S\$21.6 million.

Our contribution to the local communities grew from S\$417,000 to S\$445,000 over the same period as we continue our efforts to improve the well-being of the local communities residing around our operations.

Total economic value retained for FY 2023 stood at S\$58.8 million on higher total economic value generated.

For more information about the Group's financial performance and business risk, kindly refer to the "Financial Review" section on pages 29 to 32.

TOTAL ECONOMIC VALUE  
GENERATED FOR FY 2023

**S\$215.8**  
MILLION

TOTAL ECONOMIC VALUE  
GENERATED FOR FY 2022<sup>1</sup>

**S\$188.7**  
MILLION

OPERATING COSTS  
FOR FY 2023

**S\$46.5**  
MILLION

OPERATING COSTS  
FOR FY 2022

**S\$45.6**  
MILLION

EMPLOYEE WAGES AND  
BENEFITS FOR FY 2023

**S\$30.9**  
MILLION

EMPLOYEE WAGES AND  
BENEFITS FOR FY 2022

**S\$32.3**  
MILLION

PAYMENTS TO PROVIDERS OF  
CAPITAL FOR FY 2023

**S\$58.1**  
MILLION

PAYMENTS TO PROVIDERS OF  
CAPITAL FOR FY 2022

**S\$36.8**  
MILLION

PAYMENTS TO GOVERNMENTS  
INCLUDING ROYALTIES AND TAXES  
FOR FY 2023

**S\$21.6**  
MILLION

PAYMENTS TO GOVERNMENTS  
INCLUDING ROYALTIES AND TAXES  
FOR FY 2022

**S\$15.3**  
MILLION

COMMUNITY INVESTMENT  
FOR FY 2023

**S\$445.0**  
THOUSAND

COMMUNITY INVESTMENT  
FOR FY 2022

**S\$417.0**  
THOUSAND

TOTAL ECONOMIC VALUE  
DISTRIBUTED FOR FY 2023

**S\$157.0**  
MILLION

TOTAL ECONOMIC VALUE  
DISTRIBUTED FOR FY 2022<sup>2</sup>

**S\$130.0**  
MILLION

TOTAL ECONOMIC VALUE  
RETAINED FOR FY 2023

**S\$58.8**  
MILLION

TOTAL ECONOMIC VALUE  
RETAINED FOR FY 2022<sup>3</sup>

**S\$58.7**  
MILLION

<sup>1</sup> Total economic value generated include Revenue, share of associated companies and joint venture results (from potential dividend income), other income and other gains/(losses) excluding reclassification of exchange differences from currency translation reserve upon derecognition of joint venture.

<sup>2</sup> Total economic value distributed include Operating costs (excluding property tax), employee compensation (wages, salaries and benefits), taxes including property tax paid to government, finance expenses including interest on borrowings and dividend to shareholders.

<sup>3</sup> Total economic value retained should be the difference between total economic value generated less total economic value distributed.

#### 4. CARING FOR RESIDENTS AND THE COMMUNITY

Beyond providing a physical space to call home, we strive to create an environment that nurtures the emotional well-being of our residents. Whether through personalised support services, community-building activities, or fostering connections with the wider community, we aim to make a meaningful difference in the lives of those we serve.

We prioritise freedom and privacy in the design and operation of our dormitories. Our facilities are configured to promote movement and interaction, creating inviting spaces for residents to socialise or unwind during their leisure hours. By fostering a sense of autonomy and comfort, we aim to enhance the overall living experience for all our residents.

We recognise the importance of fostering a sense of community among our residents. Through a variety of community-building activities such as social gatherings, cultural events, and recreational outings, we strive to create opportunities for residents to connect and forge meaningful relationships.

Our commitment to care extends to the community we operate in. We believe in giving back and making a positive impact wherever we go, whether through volunteering initiatives, environmental stewardship projects, or collaborating with local businesses to promote economic growth and development.

##### i. ENGAGING OUR RESIDENTS AND THE COMMUNITY

In FY 2023, the Group continued to expand efforts in ramping up leisure and social activities within and outside of our dormitories, with focus on promoting active living and to uplift the social well-being of migrant worker residents.

Through 2023, our residents participated in activities such as movie screenings, talent shows, drawing competitions, sports tournaments, English language classes, mental wellness sessions and talks, health screenings, and community service projects such as home improvement and food packing.

Resident engagement was carried out through a three-pronged approach:

- Supporting and enabling residents to go out of their dormitories to Recreation Centres and community areas for leisure;
- Stepping up leisure activities and festive celebrations within our dormitories;
- And organising excursions and events for our residents, in public venues and attractions outside the dormitories, such as our Westlite Inter-dormitory Cricket Tournament, overseas trips and visits to iconic Singapore destinations like the Bird Paradise.

##### ACTIVITIES FOR RESIDENTS IN 2023

No. of programmes/events organized for Workers	778 (▲ 102%)
No. of worker residents benefitting from programmes/events (workers)	126,402 (▼ 120%)
No. of programmes/events organized for Students	1,009 (▲ 3%)
No. of student residents benefitting from programmes/events (students)	20,153 (▲ 17%)

##### ii. HIGHLIGHTS OF PROGRAMMES CONDUCTED FOR OUR MIGRANT WORKER RESIDENTS

###### • HARI RAYA CELEBRATIONS: EXCURSION AND SILENT MOVIE SCREENING

During the Hari Raya season, our migrant worker residents from Westlite-ASPRI Papan were treated to an unforgettable night out at Gardens by the Bay. They had the opportunity to explore the beautiful flower dome and the Avatar-themed cloud forest. The evening was made even more special with the presence of Senior Minister of State for Manpower, Dr. Poh-Koon Koh, who addressed the workers. They also received goody bags and were entertained with various games, performances, lucky draws. The event was organised by the Ministry of Manpower's ("MOM") ACE Group.

Residents from Westlite Mandai celebrated Hari Raya with a new innovative experience, a silent music and movie night. Held outdoors, the movie was shown on a big screen under the stars where residents could listen to the HD audio on their smartphones. The event was graced by Speaker of Parliament, Mr. Tan Chuan Jin.

###### • OVERSEAS EXCURSION TO BATU CAVES

During the Chinese New Year period, our Westlite residents in Singapore were treated with a cross-border excursion to visit the Batu Caves in Kuala Lumpur, Malaysia. The trip used to be a yearly affair for nine years running before the COVID-19 pandemic. After a two-year absence, we were glad to reintroduce this unique experience for our residents.

###### • DEEPAVALI CELEBRATION AND GIVEAWAY

In conjunction with Deepavali, we organised a Rangoli competition and a Bowling tournament within the dormitories as well as Deepavali-themed games on the MyMA App. In addition to the celebration, our residents were gifted goody bags filled with essential items sponsored by our partners.

###### • INTERNATIONAL MIGRANTS DAY CELEBRATION WITH MOM

In December 2023, we collaborated with MOM to celebrate International Migrants Day ("IMD"). The Group was one of the partners for the IMD Multimedia Book Exhibition Launch with the launch of a recipe book named "Our Migrants' Kitchen". Promoting unique stories through cuisines from the homelands of our migrant workers to local Singaporeans, the project hopes to bridge the cultural gap and foster greater understanding between the two groups.

In conjunction with that, residents from Westlite Woodlands and students from Republic Polytechnic's School of Hospitality came together for a cook-off, a cultural exchange of local flavours. It was an opportunity for local students to interact with migrant workers and bond through culinary experiences.

\* The decrease in participation in activities organised for workers may be attributed to the lifting of COVID-19 management movement restrictions on migrant workers, enabling them to return to public spaces and access a wider range of leisure options. Separately, for an increase in construction projects and heightened demand for migrant workforce may have led to more workers choosing overtime work over spare leisure time.

# SUSTAINABILITY REPORT

## iii. HIGHLIGHTS OF PROGRAMMES CONDUCTED FOR OUR STUDENT RESIDENTS

### • **ADVOCATING SUSTAINABILITY**

In 2023, our commitment to sustainability manifested through various initiatives aimed at fostering environmental stewardship and community engagement. In both Australia and the UK, we delved into impactful sustainability efforts such as collecting unwanted yet reusable items, minimising wastage as students transitioned out of accommodation. These efforts gave a new lease of life to the reusable items collected, benefiting new students moving in, and poverty-stricken communities across the country via incredible causes like Sharewear Clothing Scheme.

### • **HEALTH & WELL-BEING**

In Australia, talks and workshops focusing on a spectrum of topics encompassing physical, mental, financial, and social welfare were organised for our residents. These sessions provided a platform for residents to engage in discussions and activities aimed at enhancing their holistic wellness. Complementing these sessions were offerings such as yoga, meditation, and cooking classes, providing residents with tools to nurture their well-being from the comfort of their homes. Cultural awareness programmes further enriched the resident experience, promoting diversity and inclusivity while uplifting overall health and wellness.

In the UK, in partnership with Shout, we prioritised student well-being by offering a confidential 24/7 text-based support service, ensuring students had access to immediate support for their academic and personal challenges. As part of our commitment to addressing period poverty and promoting inclusivity, we provided free menstrual products in our laundry facilities, offering convenience and support to our female students without compromising their dignity and privacy.

## 5. ENVIRONMENTAL PERFORMANCE

Centurion is dedicated to addressing climate-related risks, recognising their potential threat to our operations. The increasing frequency of extreme weather events globally underscores the urgency of our commitment to reducing our environmental footprint. Our efforts focus on progressively decreasing carbon emissions stemming from electricity consumption, water usage, and waste generation across our portfolio.

In FY 2023, we made significant strides in managing climate-related challenges. Under the guidance of our appointed sustainability consultant, we have conducted a workshop with our employees globally to identify risks and opportunities inherent in our operations. This preliminary analysis provided valuable insights guiding our future actions.

We will be working with our appointed ESG consultant to assess the financial implications of identified risks and opportunities, formulate strategies for effective management and mitigation, and establish quantifiable targets to guide our ESG roadmap. Additionally, we are gathering essential data to conduct analyses on various climate-related scenarios, enhancing our resilience strategy.

Upon conclusion of our internal review, we will transparently communicate our findings to stakeholders using the Task Force on Climate-Related Financial Disclosures ("TCFD") framework. As part of our commitment, we are developing a decarbonisation roadmap guided by the Eliminate, Reduce, Substitute, Compensate approach, which will be implemented in stages. In the first stage, we will identify appropriate assets within each country as sample sites for engineering solutions to eliminate or reduce operational carbon emissions for Scope 1 & 2.

In 2023, we achieved a significant milestone by becoming a signatory of the World Green Building Council (WGBC) Net Zero Carbon Buildings Commitment, committing to work towards reducing, eliminating or compensating energy consumption and emissions in our assets globally by 2023.

We are progressively phasing in climate-related disclosures in line with TCFD recommendations and will disclose our approach in FY 2024. Through climate change scenario analysis, we aim to gain insights into climate-related risks and align our targets with global standards and best practices.

We are currently transitioning all our office and dormitory consumables to environmentally-friendly alternatives. These consumables encompass office supplies, cleaning products, and kitchen supplies, among others. By adopting green products, we prioritise the health and well-being of our staff while also minimising the release of unnecessary chemicals into the environment. Additionally, utilising recyclable materials or biodegradable substitutes contributes to waste reduction, energy conservation, and ecosystem protection.

We remain compliant with all environmental laws and regulations in the markets we operate, with no significant incidents of non-compliance in FY 2023. Additionally, we believe in empowering our employees and residents to adopt sustainable lifestyles through environmental awareness initiatives.

## i. ENERGY & GHG EMISSIONS

The primary source of our Scope 2 Greenhouse Gas ("GHG") Emissions were attributed to purchased electricity for our buildings. We are constantly monitoring our energy consumption in each geography as we explore new methods and technology to reduce the overall energy intensity level of the Group. We measure intensity based on electricity consumption per person (including employees and residents).

We are currently assessing the suitability of switching over to renewable energy sources by installing rooftop solar panels in selected sites across Malaysia and Singapore. In FY 2023, we have conducted energy-saving initiatives including the installation of LED lights in our dormitories, namely Westlite Johor Tech Park, Westlite – PKNS Petaling Jaya, and Westlite Juniper.

One of our initiatives is to progressively transition to the use of energy-efficient white goods in all our accommodations. In the dormitories, appliances that meet the NEA Tick rating system with a minimum of 3 ticks are available for rent to our customers, assisting them in adapting to this change.

As we expand our business, we are focusing on reducing the embodied carbon emissions associated with these new buildings. We will adopt a holistic approach by considering material selection, efficient design, renewable energy, and lifecycle assessment for these new properties.

In addition to that, we strive to obtain green building certification for some of our existing properties and new buildings in the pipeline. At the moment, we are studying the criteria of the different certification programmes available in the countries where we operate.

In preparation for our reporting on TCFD, data coverage for reporting FY 2023 numbers for energy consumption and emissions has expanded to be more comprehensive. The numbers reflect a high variance as it is not an equal comparison to FY 2022 and FY 2021 as the data coverage is different.

In FY 2023, Centurion recorded an overall energy usage of 43,093MWh, mainly due to the asset enhancement initiatives and refurbishment works carried out at our worker and student accommodation properties in Singapore, Malaysia and the UK. In Malaysia, AEs at Westlite Senai and Westlite Tampoi added 290 beds and 770 beds respectively. The UK completed AEs, in 2023, at dwell MSV in Manchester and dwell Cathedral Campus in Liverpool, to convert selected cluster apartments to ensuite apartments. Repainting works were also carried at Westlite dormitories in Singapore.

In our QBDs in Singapore, more residents were using induction cookers in our communal kitchen to prepare their meals as fewer employers catered food for their migrant workers. Emissions intensity per person was at 0.379 tCO<sub>2</sub> per person.



## ii. SCOPE 2 GHG EMISSIONS, ENERGY CONSUMPTION, AND WATER CONSUMPTION

	FY 2023**	FY 2022	FY 2021
Electricity consumption (MWh)	43,093	34,316	27,817
Energy used from electricity consumption (GJ)	155,135	122,003	99,944
Average MWh electricity consumption per person*	0.77	0.66	0.64
Indirect GHG Emission (Scope 2) (tCO <sub>2</sub> )	21,133	17,730	14,465
Average tCO <sub>2</sub> emission per person*	0.379	0.329	0.334
Water consumption (m <sup>3</sup> ) <sup>^</sup>	4,333,950	3,624,000	3,165,218
Water intensity (m <sup>3</sup> /person*)	77	70	73

Note: Emission factors used for the calculation of 2023 emissions are based on country-specific emissions factors. This includes the IGES List of Grid Emission Factors updated for Malaysia and Singapore (Institute for Global Environmental Strategies, The National Greenhouse Accounts Factor published by the Australian Government, the UK Government GHG Conversion Factors for Company Reporting by the UK Department for Business, Energy and Industry Strategy, and the Emission Factors for Greenhouse Gas Inventories by the U.S. Environmental Protection Agency for the United States.

\* person includes employees and residents

\*\* The FY 2023 numbers reflects an expanded and more comprehensive reporting coverage.

<sup>^</sup> Exclude water consumption data for some PBWA assets where residents are responsible for their own utility bill; water consumption in the UK and the US are unmetered and hence the water consumption data is estimated.

## iii. WATER

At Centurion, we approach water management with great care to reduce operational costs and the environmental impact. All of our water sources come from public utilities. Based on our assessment, there is no risk associated with water sourcing in all our geographical locations.

Similar to our electricity consumption, we are always monitoring water usage in our dormitories and finding ways to reduce the water consumption per person (including employees and residents). In FY 2023, we continued to conduct regular maintenance to ensure that water fittings and pipes remained in the best condition. Additionally, we are also assessing the viability of several water-efficient fixtures at some of our properties such as smart meters, leak detection, and rainwater harvesting.

We are progressively transitioning to the use of water-efficient white goods in all our accommodations. In the dormitories, washing machines that meet the NEA Tick rating system with a minimum of 3 ticks are available for rent to our customers, assisting them in adapting to this change.

Our PBWA properties are compliant with the Public Utilities Board's (PUB) Water Efficient Building (Basic) Certification.

In preparation for our reporting on TCFD, data coverage for FY 2023 has expanded to be more comprehensive. The numbers reflect a high variance as it is not an equal comparison to FY 2022 and FY 2021 as the data coverage is different.

Our overall water consumption was 4,333,950m<sup>3</sup>, and consumption per resident and staff was 77m<sup>3</sup>. In 2023, there were several asset enhancement initiatives and refurbishment works carried out at our worker and student accommodation properties in Singapore, Malaysia and the UK. Repainting works were also carried out at Westlite dormitories in Singapore.

In our QBDs in Singapore, more residents had to prepare their meals in the dormitories as fewer employers catered food for their migrant workers.

## iv. WASTE

We do not produce any hazardous waste from our business operations. Our facilities produce general waste which is disposed off through licensed contractors in accordance with local regulations.

In FY 2023, we also conducted a pilot food composting programme at our Malaysia and Singapore dormitories. We got our residents to take part in the exercise where they processed food scraps into natural fertilizer in-house. These fertilizers were subsequently used to enrich the soil and promote plant growth and landscape management at our dormitory compounds. Given the initial success, the Group is looking to expand this programme to other operations. In the future, we will also disclose the impact in terms of the amount of food waste being repurposed, if the number is material.

## 6. HUMAN CAPITAL AND DEVELOPMENT

At Centurion, we recognise that human capital management is a vital function in ensuring long-term success. Smart recruitment and talent retention are key drivers to the sustainable growth of the Group. We approach human capital management via a multi-pronged strategy that includes offering competitive remunerations, fostering a diverse and inclusive work environment, investing in professional development, and creating a sense of purpose at work. Our initiatives are backed by regular engagement, whether formal or informal, with our employees to understand key concerns and gauge their satisfaction with the current programme offered.

# SUSTAINABILITY REPORT






Our Human Resource (“HR”) management principles and policies were established based on fair employment practices and comply with the relevant employment laws relating to compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunities, diversity, anti-discrimination, and other benefits and welfare. Our HR policies are communicated through our Employee Handbook. The policies are implemented across the organisation in accordance with principles and practicality, taking into account prevailing laws and regulations, as well as local culture, norms, and racial sensitivities.






On top of that, we also have in place the Centurion Workplace Anti-Harassment and Anti-Bullying Policy that outlines how employees should be treated. Under this policy, no employee should be subjected to any physical, psychological, verbal, or sexual abuse. A clear course of action is highlighted in the event of non-compliance.




Centurion adheres to the Tripartite Guidelines on Fair Employment Practices (“**TGFEP**”) issued by the Tripartite Alliance and Fair and Progressive Employment Practices (“**TAFEP**”) in Singapore.

## i. EMPLOYEE PROFILE

At the end of FY 2023, the Group had a total headcount of 521. Approximately half of our workforce was based in Singapore. We prefer to hire local talent in the markets where we operate. In Singapore where Centurion is headquartered, all our senior management were hired from the local community.

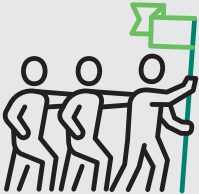



TOTAL NUMBER OF EMPLOYEES BY CONTRACT TYPE AND GENDER				
Full time	Part time	Permanent	Fixed-term contract	Temporary
<p><b>2023</b> Male : 320 Female : 164 Unidentified : 2 Total : <b>486</b></p> 	<p><b>2023</b> Male : 10 Female : 24 Unidentified : 1 Total : <b>35</b></p> 	<p><b>2023</b> Male : 234 Female : 173 Unidentified : 2 Total : <b>409</b></p> 	<p><b>2023</b> Male : 90 Female : 1 Unidentified : 0 Total : <b>91</b></p> 	<p><b>2023</b> Male : 6 Female : 14 Unidentified : 1 Total : <b>21</b></p> 
<p><b>2022</b> Male : 331 Female : 166 Unidentified : 1 Total : <b>498</b></p>	<p><b>2022</b> Male : 9 Female : 16 Unidentified : 0 Total : <b>25</b></p>	<p><b>2022</b> Male : 236 Female : 169 Unidentified : 1 Total : <b>406</b></p>	<p><b>2022</b> Male : 97 Female : 6 Unidentified : 0 Total : <b>103</b></p>	<p><b>2022</b> Male : 7 Female : 7 Unidentified : 0 Total : <b>14</b></p>

TOTAL NUMBER OF FULL-TIME EMPLOYEES BY GEOGRAPHY AND GENDER				
Singapore	United Kingdom	Malaysia	Australia	Indonesia
<p><b>2023</b>                      Male : 211                      Female : 92                      Unidentified : 0                      Total : <b>303</b></p> <p><b>2022</b>                      Male : 213                      Female : 90                      Unidentified : 0                      Total : <b>303</b></p> 	<p><b>2023</b>                      Male : 25                      Female : 23                      Unidentified : 1                      Total : <b>49</b></p> <p><b>2022</b>                      Male : 29                      Female : 30                      Unidentified : 1                      Total : <b>60</b></p> 	<p><b>2023</b>                      Male : 76                      Female : 45                      Unidentified : 0                      Total : <b>121</b></p> <p><b>2022</b>                      Male : 76                      Female : 41                      Unidentified : 0                      Total : <b>117</b></p> 	<p><b>2023</b>                      Male : 8                      Female : 3                      Unidentified : 1                      Total : <b>12</b></p> <p><b>2022</b>                      Male : 7                      Female : 3                      Unidentified : 0                      Total : <b>10</b></p> 	<p><b>2023</b>                      Male : 0                      Female : 1                      Unidentified : 0                      Total : <b>1</b></p> <p><b>2022</b>                      Male : 0                      Female : 1                      Unidentified : 0                      Total : <b>1</b></p> 

PERCENTAGE OF FULL-TIME EMPLOYEES BY AGE GROUP AND GENDER		
Under 30 years old	30 - 50 years old	Over 50 years old
<p><b>2023</b>                      Male : 68%                      Female : 30%                      Unidentified : 2%                      Group : <b>28%</b></p> <p><b>2022</b>                      Male : 67%                      Female : 32%                      Unidentified : 1%                      Group : <b>29%</b></p> 	<p><b>2023</b>                      Male : 63%                      Female : 37%                      Unidentified : 0%                      Group : <b>57%</b></p> <p><b>2022</b>                      Male : 64%                      Female : 36%                      Unidentified : 0%                      Group : <b>55%</b></p> 	<p><b>2023</b>                      Male : 72%                      Female : 28%                      Unidentified : 0%                      Group : <b>15%</b></p> <p><b>2022</b>                      Male : 74%                      Female : 26%                      Unidentified : 0%                      Group : <b>16%</b></p> 

# SUSTAINABILITY REPORT

## PERCENTAGE OF FULL-TIME EMPLOYEES BY EMPLOYEE CATEGORY AND GENDER

Senior management	Middle Management	Executive	Non-executive
<p><b>2023</b></p> <p>Male : 86%</p> <p>Female : 14%</p> <p>Unidentified : 0%</p>	<p><b>2023</b></p> <p>Male : 67%</p> <p>Female : 32%</p> <p>Unidentified : 1%</p>	<p><b>2023</b></p> <p>Male : 42%</p> <p>Female : 58%</p> <p>Unidentified : 0%</p>	<p><b>2023</b></p> <p>Male : 82%</p> <p>Female : 17%</p> <p>Unidentified : 1%</p>
<p><b>2022</b></p> <p>Male : 86%</p> <p>Female : 14%</p> <p>Unidentified : 0%</p>	<p><b>2022</b></p> <p>Male : 66%</p> <p>Female : 34%</p> <p>Unidentified : 0%</p>	<p><b>2022</b></p> <p>Male : 58%</p> <p>Female : 42%</p> <p>Unidentified : 0%</p>	<p><b>2022</b></p> <p>Male : 70%</p> <p>Female : 29%</p> <p>Unidentified : 1%</p>
			

## 2023 NUMBER AND RATE OF NEW EMPLOYEE TURNOVER

	Number of New Hires	Rate of New Hires	Number of Turnover	Rate of Turnover
<b>Age Group</b>				
Under 30 years old	33	6%	26	5%
30 - 50 years old	47	9%	59	11%
Over 50 years old	5	1%	16	3%
<b>By Gender</b>				
Male	41	8%	61	12%
Female	44	8%	40	8%
<b>By Geography</b>				
Australia	4	30%	2	15%
Indonesia	–	–	–	–
Malaysia	24	20%	17	14%
Singapore	43	14%	67	22%
United Kingdom	14	23%	15	24%
<b>Total</b>	<b>85</b>	<b>16%</b>	<b>101</b>	<b>19%</b>

## ii. DIVERSITY AND INCLUSION

We are a huge advocate for a diverse and inclusive workplace where all employees feel valued and respected. Our workplace and recruitment practices are free from discrimination based on race, colour, religion, and gender. Our diverse workforce also allows the Group to better serve our multi-ethnic residents with different religious and cultural beliefs. In addition, we also support the hiring of employees with disabilities. We are committed to continuously improving our diversity and inclusion practices and holding ourselves accountable for creating a conducive work environment for all employees.

## iii. TRAINING AND DEVELOPMENT

Skill development is an important element in keeping employees engaged and motivated. The benefits of the training programme are also two-fold with employees gaining new skills or improving existing skills, and the Group gaining from a more capable workforce.

Throughout FY 2023, Centurion has conducted learning and development activities for our employees. We hosted in-house training and sponsored employees to external courses and seminars where they were also given paid time off to acquire new skills. On top of that, we also have a structured onboarding process, allowing for a more effective on-the-job learning. Based on positive feedback from our employee opinion survey, we continued to step up our training frequency with average employee training hours in FY 2023 having increased by 20% year-on-year.

Some of the training conducted include safety and first aid courses, technical training based on departmental needs, time management and other personal development courses, business ethics, and so on.

We have invested a total of S\$128,490 on training expenditure, up from S\$106,700 last year.

2023			
Average Training Hours	Male	Female	Unidentified
Training hours per employee by gender	34	27	6
Internal training hours per employee by gender	15	16	4
External training hours per employee by gender	14	9	2

2023									
	Senior Management		Middle Management			Executive		Non-Executive	
Average training hours per employee by employee category by gender	22		34			34		20	
	Male	Female	Male	Female	Unidentified	Male	Female	Male	Female
Internal training	8	19	20	20	8	21	15	12	18
External training	12	21	14	16	3	30	6	7	9

2023			
	Male	Female	Unidentified
Percentage of employees trained by gender	66.0%	33.6%	0.4%

	Singapore	Malaysia	Australia	UK	Indonesia
Total training expenditure by country	S\$86,103	S\$17,399	S\$9,964	S\$15,024	–

## iv. PERFORMANCE REVIEW AND GROWTH OPPORTUNITIES

We are committed to building a culture of meritocracy at Centurion. We set clear key performance indicators ("KPI") for our employees and reward them based on the performance-based appraisal scheme. We provide feedback to our employees formally through our annual performance review, and informally through day-to-day conversations. We promote and encourage two-way communications, where employees can voice out concerns and career aspirations to their superiors. To the best of our abilities, the Group will provide the necessary support to help each employee attain his or her professional goals within the organisation.

# SUSTAINABILITY REPORT

## v. BENEFITS AND WELFARE

On top of basic remuneration, we provide employees with additional welfare and benefits. These include, among others, insurance coverage, flexi-benefit, and medical and dental benefits for both our full-time and part-time staff. In addition, we have a friendly family policy that allows employees to work from home, at flexible times, as well as providing family leave arrangements. Additionally, we provide mandatory health screenings for employees whose work may include work hazards.

We also have a dedicated interdepartmental committee in charge of organising company-wide activities such as festive celebrations, sports events, recreational activities, and wellness programmes to encourage work-life balance and build team spirit.

Besides health benefits, we recognise the need to take care of our employee's mental well-being. We have in place an Employee Assistance Programme ("EAP") that provides them support for issues concerning work, family matters, and interpersonal relationships. We make sure that the information shared by our employees with the third-party psychologist is strictly confidential.

	Male	Female	Total
Entitled to parental leave	4	2	6
Took parental leave	4	2	6
Returned to work	4	2	6
Currently employed	4	1	5
<b>Retention rate of 83%</b>			

## 7. HEALTH AND SAFETY

### i. OCCUPATIONAL HEALTH AND SAFETY

The Group's Health and Safety Policy is incorporated as part of the Enterprise Risk Management ("ERM") framework. The Policy is periodically assessed and reviewed by the Health and Safety Committee ("HSC"), which is chaired by the Chief Operating Officer.

We refer to industry best practices to ensure that these health and safety measures are kept at the highest level. Our policies comply with the requirements stipulated by the respective local authorities. There was no incident of accident in FY 2023.

### ii. POLICY HIGHLIGHTS BY COUNTRY

In Malaysia, our risk assessment framework is compliant with Malaysia's Occupational Safety and Health Safety Act 1994 ("OSHA 1994") and is reviewed quarterly. We take preventive measures via our annual safety and health training as well as daily and weekly safety briefings which provide a platform for our employees to voice their concerns and recommend areas for improvement. In FY 2024, the Group will be forming a joint management-worker safety committee to examine our operational health and safety ("OHS") structure in greater detail and make further enhancement.

In Singapore, we follow a similar framework encompassing hazard identification, risk assessment, risk prioritisation, implementation of controls, and so on. This framework is reviewed and updated every three years. We have an orientation programme in place for our new employees which covers Work Safety and Health and Security Policy and Emergency Response Plan. On top of that, we also send our employees to participate in Singapore Workforce Skills Qualification ("WSQ")-accredited courses on specific health and safety-related skillsets relevant to their respective job scope.

In the UK, we have policies in place covering fire safety, asbestos, gas, water hygiene, and electrical installations which provide clear guidance to site managers in implementing health and safety measures consistently across the dwell student accommodation. The contractors we engage are also screened by the site managers, making sure that the necessary requirements including insurance, health and safety policy, and risk assessment methods are in place.

In Australia, employees are required to complete the Worker Health Safety ("WHS") online training modules annually to stay up to date on issues concerning OHS. On top of that, we also hold monthly meetings with our staff to gather feedback about the current system. We have set up business continuity plans and an Emergency Management Plan. With assistance from an external HR expert, Centurion is currently reviewing the implementation of the WHS Risk Register which will be finalised by FY 2024. The depository will provide a more structured framework and documentation, which will improve our risk management approach going forward.

**iii. CUSTOMER HEALTH AND SAFETY**

The safety of our residents remains one of the key priorities of the Group as we aim to provide a conducive living environment for them.

In addition to the health and safety measures implemented for our employees, the HSC also oversees the measures concerning our residents. A representative is elected from each dormitory site who reports directly to the HSC on any incident, as well as to recommend safety risk measures where necessary.

We have implemented measures to mitigate and manage the risks of accidents including a safety induction process for new residents where we highlight house rules and protocols. Our policies are in line with regulations stipulated by the respective local authorities. These policies are reviewed annually. Furthermore, we also work closely with stakeholder groups such as welfare organisations, universities, and healthcare providers to enhance the health and safety of our residents.

There was no incident of non-compliance related to the health and safety of our accommodation and services in FY 2023.

**HEALTH AND SAFETY STATISTICS BY COUNTRY**

	Singapore		United Kingdom		Malaysia		Australia		Indonesia	
	Male	Female	Male	Female	Male	Female	Male	Female	Male	Female
Fatalities	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
2023	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
2022	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
2021	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
Injury Rate	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
Occupational Disease Rate	0.00%	0.00%	0.00%	0.00%	0.02%	0.01%	0.00%	0.00%	0.00%	0.00%
Lost Day Rate <sup>1</sup>	0.25%	0.00%	0.00%	0.00%	0.22%	0.27%	0.00%	0.00%	0.00%	0.00%
Absentee Rate <sup>2</sup>	0.00%	0.00%	0.00%	0.00%	1.18%	0.71%	0.00%	0.00%	0.00%	0.00%

1. Lost day rate is the impact of occupational diseases and accidents as reflected in time off by affected workers.
2. Absentee rate measures actual absentee days lost, expressed as a percentage of total days scheduled to be worked by workers for the same period.



Residents enjoying Chinese New Year Dinner at dwell East End Adelaide (Australia)



Westlite residents celebrating Deepavali and given goody bags (Singapore)



Residents enjoying the Welcome Party at dwell Cathedral Campus (UK)

# SUSTAINABILITY REPORT

## GRI CONTENT INDEX

For the GRI Content Index – Essentials Service, GRI reviewed that Disclosures 2-1, 2-2, 2-3, 2-4, 2-5, 3-1 and 3-2 are correctly located in both the GRI Content Index and in the text of the final report when it is published.

**Statement of use** Centurion Corporation Limited has reported in accordance with the GRI Standards for the period 1 January 2023 to 31 December 2023.  
**GRI 1 used** GRI 1: Foundation 2021

GRI Standard/ Other Source	Disclosure	Location	Requirement(s) Omitted	Reason	Explanation	Mapped to SDGs	Externally Assured (Y/N)
<b>General disclosures</b>							
<b>GRI 2: General Disclosures 2021</b>	2-1	Organizational details	45				N
	2-2	Entities included in the organization's sustainability reporting	45				N
	2-3	Reporting period, frequency and contact point	45				N
	2-4	Restatements of information	45				N
	2-5	External assurance	45				N
	2-6	Activities, value chain and other business relationships	50-51				N
	2-7	Employees	56-58				N
	2-8	Workers who are not employees	51				N
	2-9	Governance structure and composition	47, 69-72				N
	2-10	Nomination and selection of the highest governance body	73-80				N
	2-11	Chair of the highest governance body	72-75				N
	2-12	Role of the highest governance body in overseeing the management of impacts	47, 69-72				N
	2-13	Delegation of responsibility for managing impacts	47, 69				N
	2-14	Role of the highest governance body in sustainability reporting	47, 69				N
	2-15	Conflicts of interest	69-75, 84-87				N
	2-16	Communication of critical concerns	51, 87				N
	2-17	Collective knowledge of the highest governance body	8-13, 47, 70-71, 77-78				N



GRI Standard/ Other Source	Disclosure	Location	Requirement(s) Omitted	Reason	Omission		
					Explanation	Mapped to SDGs	Externally Assured (Y/N)
<b>General disclosures</b>							
2-18	Evaluation of the performance of the highest governance body	79-80					N
2-19	Remuneration policies	80-83					N
2-20	Process to determine remuneration	81-83					N
2-21	Annual total compensation ratio		a, b, c	Confidentiality constraints	Intense competition for talent in the real estate industry.		N
2-22	Statement on sustainable development strategy	46					N
2-23	Policy commitments	51					N
2-24	Embedding policy commitments	51					N
2-25	Processes to remediate negative impacts	51, 55-56					N
2-26	Mechanisms for seeking advice and raising concerns	51, 55-56					N
2-27	Compliance with laws and regulations	51					N
2-28	Membership associations	50					N
2-29	Approach to stakeholder engagement	49-50					N
2-30	Collective bargaining agreements		a, b	Not applicable	Centurion respects all employees' fundamental rights to freedom of association and the right to be members of trade unions. Centurion does not have any collective bargaining agreements.		
<b>GRI 3: Material Topics 2021</b>							
3-1	Process to determine material topics	48					N
3-2	List of material topics	48-49					N

# SUSTAINABILITY REPORT

GRI Standard/ Other Source	Disclosure	Location	Requirement(s) Omitted	Reason	Omission		
					Explanation	Mapped to SDGs	Externally Assured (Y/N)
General disclosures							
ECONOMIC							
GRI 3: Material Topics 2021	3-3 Management of material topics	48, 52				5, 8, 9, 11, 13, 16	N
GRI 201: Economic Performance 2016	201-1 Direct economic value generated and distributed	52-53				8, 9	N
	201-2 Financial implications and other risks and opportunities due to climate change	54				13	N
	201-3 Defined benefit plan obligations and other retirement plans		a, b, c, d, e	Not applicable	Centurion also adheres to the respective social security contributions or pension plan obligations of the countries we operate in.		N
GRI 202: Market Presence 2016	201-4 Financial assistance received from government		a, b, c	Confidentiality constraints	Centurion is not at the liberty to disclose this information as the Company is bound by confidentiality.		N
	202-1 Ratios of standard entry level wage by gender compared to local minimum wage		a, b, c, d	Information unavailable/incomplete	Disclosure is unavailable as there is no minimum wage system in Singapore.	5, 8	N
	202-2 Proportion of senior management hired from the local community	56				8	
	203-1 Infrastructure investments and services supported	34, 53-54				5, 9	
GRI 203: Indirect Economic Impacts 2016	203-2 Significant indirect economic impacts	52-54				8, 11	
	205-1 Operations assessed for risks related to corruption	51				16	
	205-2 Communication and training about anti-corruption policies and procedures	51				16	
GRI 205: Anti-corruption 2016	205-3 Confirmed incidents of corruption and actions taken	51				16	
	416-1 Assessment of the health and safety impacts of product and service categories	60-61					
GRI 416: Customer Health and Safety 2016	416-2 Incidents of non-compliance concerning the health and safety impacts of products and services	61				16	

		Omission						
GRI Standard/ Other Source	Disclosure	Location	Requirement(s) Omitted	Reason	Explanation	Mapped to SDGs	Externally Assured (Y/N)	
General disclosures		3, 6, 7, 8, 11, 12, 13, 14, 15						
ENVIRONMENTAL								
GRI 3: Material Topics 2021	3-3	Management of material topics	48, 54				N	
	GRI 302: Energy 2016	302-1	Energy consumption within the organization	54-55			7, 8, 12, 13	N
		302-2	Energy consumption outside of the organization	54-55			7, 8, 12, 13	N
		302-3	Energy intensity	54-55			7, 8, 12, 13	N
		302-4	Reduction of energy consumption	54-55			7, 8, 12, 13	N
302-5		Reductions in energy requirements of products and services	55			7, 8, 12, 13	N	
GRI 303: Water and Effluents 2018	303-1	Interactions with water as a shared resource		a, b, c, d	Not applicable	6, 12	N	
	303-2	Management of water discharge-related impacts		a	Centurion does not discharge water that contains Total Dissolved Solids (TDS) and Total Suspended Solids (TSS) that exceed the legal limits of the country.	6	N	
	303-3	Water withdrawal	55	b	Centurion does not operate in countries under water stress.	6	N	
	303-4	Water discharge		a, b, c, d, e	Information unavailable/incomplete	6	N	
	303-5	Water consumption	55	b	Not applicable	6	N	

# SUSTAINABILITY REPORT

GRI Standard/ Other Source		Disclosure		Location	Requirement(s) Omitted	Reason	Omission		Externally Assured (Y/N)
General disclosures		Disclosures	Locations	Requirements	Reasons	Explanations	SDGs	Assurance	
GRI 305: Emissions 2016	305-1	Direct (Scope 1) GHG emissions		a, b, c, d, e, f, g	Information unavailable/incomplete	Disclosure is unavailable as the framework for data collection is in development. Screening exercise to establish our Scope 1 inventory.	3, 12, 13, 14, 15	N	
	305-2	Energy indirect (Scope 2) GHG emissions	55				3, 12, 13, 14, 15	N	
	305-3	Other indirect (Scope 3) GHG emissions		a, b, c, d, e, f, g	Information unavailable/incomplete	Disclosure is unavailable as the framework for data collection is in development. Screening exercise to establish our Scope 3 inventory.	3, 12, 13, 14, 15	N	
	305-4	GHG emissions intensity	54-55				13, 14, 15	N	
	305-5	Reduction of GHG emissions	54-55				13, 14, 15	N	
	305-6	Emissions of ozone-depleting substances (ODS)		a, b, c, d	Not applicable	Disclosure is not applicable as Centurion does not emit a material amount of these emissions through our managed services and production activities.	12	N	
	305-7	Nitrogen oxides (NOx), sulfur oxides (SOx), and other significant air emissions		a, b, c, d	Not applicable	Disclosure is not applicable as Centurion does not emit a material amount of these emissions through our managed services and production activities.	12, 14, 15	N	
SOCIAL							3, 4, 5, 8, 10, 15, 16, 17		
GRI 3: Material Topics 2021	3-3	Management of material topics	48, 55-56						
GRI 401: Employment 2016	401-1	New employee hires and employee turnover	58				5, 8, 10	N	
	401-2	Benefits provided to full-time employees that are not provided to temporary or part-time employees	60				5, 8	N	
	401-3	Parental leave	60				5, 8	N	

GRI Standard/ Other Source		Disclosure		Location	Requirement(s) Omitted	Reason	Explanation	Mapped to SDGs	Externally Assured (Y/N)
General disclosures		Omission							
GRI 403: Occupational Health and Safety 2018	403-1	Occupational health and safety management system	60					8	N
	403-2	Hazard identification, risk assessment, and incident investigation	60					8	N
	403-3	Occupational health services	60					8	N
	403-4	Worker participation, consultation, and communication on occupational health and safety	60					8, 16	N
	403-5	Worker training on occupational health and safety	60					8	N
	403-6	Promotion of worker health	60					3	N
	403-7	Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	60					8	N
	403-8	Workers covered by an occupational health and safety management system	60					8	N
	403-9	Work-related injuries	61					3, 8, 16	N
	403-10	Work-related ill health	61					3, 8, 16	N
GRI 404: Training and Education 2016	404-1	Average hours of training per year per employee	59					4, 8, 10	N
	404-2	Programs for upgrading employee skills and transition assistance programs	59					8	N
	404-3	Percentage of employees receiving regular performance and career development reviews	59					5, 8, 10	N
GRI 405: Diversity and Equal Opportunity 2016	405-1	Diversity of governance bodies and employees	56-58, 78					5	N
	405-2	Ratio of basic salary and remuneration of women to men		a,b		Confidentiality constraints		5	N
GRI 406: Non-Discrimination 2016	406-1	Incidents of discrimination and corrective actions taken	51, 59					5, 8	
GRI 413: Local Communities 2016	413-1	Operations with local community engagement, impact assessments, and development programs	53-54					3,4,15,17	N
	413-2	Operations with significant actual and potential negative impacts on local communities	53-54					3,4,15,17	N

## CORPORATE INFORMATION

### BOARD OF DIRECTORS

#### Non-Executive

Han Seng Juan (Joint Chairman)

#### Executive

Loh Kim Kang David (Joint Chairman)

Wong Kok Hoe (Deputy Chairman)

Teo Peng Kwang

#### Independent Non-Executive

Owi Kek Hean (Lead Independent Director\*)

Gn Hiang Meng (Lead Independent Director#)

Chandra Mohan s/o Rethnam

Tan Poh Hong

Lee Wei Loon

Nicholas Kong Ming Leong\*

Chan Wan Hong\*

### CHIEF EXECUTIVE OFFICER

Kong Chee Min

### AUDIT COMMITTEE

Owi Kek Hean (Chairman)

Tan Poh Hong\*

Lee Wei Loon\*

Chandra Mohan s/o Rethnam#

Gn Hiang Meng#

### NOMINATING COMMITTEE

Lee Wei Loon (Chairman)

Owi Kek Hean

Nicholas Kong Ming Leong\*

Gn Hiang Meng#

Tan Poh Hong#

### REMUNERATION COMMITTEE

Tan Poh Hong (Chairman)

Chan Wan Hong\*

Nicholas Kong Ming Leong\*

Chandra Mohan s/o Rethnam#

Lee Wei Loon#

### EXECUTIVE COMMITTEE

Loh Kim Kang David (Chairman)

Han Seng Juan

Wong Kok Hoe

Teo Peng Kwang

Kong Chee Min

### COMPANY SECRETARIES

Hazel Chia Luang Chew

Juliana Tan Beng Hwee

### REGISTERED OFFICE

45 Ubi Road 1 #05-01

Singapore 408696

Tel : (65) 6745 3288

Fax : (65) 6743 3288

Email : enquiry@centurioncorp.com.sg

### STOCK CODE

Singapore: OU8

### COMPANY WEBSITE

www.centurioncorp.com.sg

### PRINCIPAL BANKERS

United Overseas Bank Limited

Malayan Banking Berhad

DBS Bank Ltd

### SHARE REGISTRAR

B.A.C.S. Private Limited

77 Robinson Road

#06-03 Robinson 77

Singapore 068896

Tel: (65) 6593 4848

### AUDITORS

PricewaterhouseCoopers LLP

7 Straits View

Marina One East Tower Level 12

Singapore 018936

### AUDIT PARTNER-IN-CHARGE

Yeow Chee Keong

(Date of appointment:

Since financial year beginning

1 January 2022)

\* appointed with effect from 1 January 2024

# ceased with effect from 1 January 2024

# CORPORATE GOVERNANCE

OVERVIEW

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Centurion Corporation Limited (the “**Company**” and together with its subsidiaries and associated companies, the “**Group**”) is committed to maintaining good standards of corporate governance and business conduct so as to enhance long-term shareholder value whilst taking into account the interests of other stakeholders. This report describes the Company’s corporate governance practices with specific reference to the principles and provisions of the Code of Corporate Governance 2018 of Singapore (last amended 11 January 2023) (the “**2018 Code**”), as required under the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”). The Company’s ordinary shares were previously dual listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**HKEX**”). Following the completion of the voluntary withdrawal of the listing of its shares on the HKEX on 1 November 2023 at 4:00 pm (the “**Delisting from HKEX**”), the Company is no longer concurrently listed on the SGX-ST and the HKEX and in that regard, the Company would no longer need to comply with the listing rules of the HKEX and the applicable laws for companies with shares listed on the HKEX.

As at the date of this report, the Company has complied with the principles and provisions of the 2018 Code for the financial year ended 31 December 2023 (“**FY 2023**”). Where there are any deviations from the provisions of the 2018 Code, appropriate disclosures and explanations have been provided in this report.

## CORPORATE GOVERNANCE CULTURE

The Company upholds high standards of integrity, transparency, and accountability in its business. It strives to foster a culture of compliance, good corporate governance, and ethical behaviour with its stakeholders to build trust and credibility.

The Board has set “Respect”, “Integrity”, “Creativity” and “Excellence” as the Group’s core values which reflect its passion to meet the Group’s customers’ objectives and provide services that promote the well-being of its stakeholders. The Board is committed to developing a positive culture that is built on its core values to provide guidance on employees’ conduct and behaviours as well as the business activities, and to ensure they are embedded throughout the Group’s vision, mission, policies and business strategies.

The Group’s core values are set out in the section entitled “Our Core Values” on page 2 in this Annual Report.

## BOARD MATTERS

### The Board’s Conduct of Affairs – Principle 1

*The company is headed by an effective Board which is collectively responsible and works with Management for the long-term success of the company*

Directors are expected to objectively discharge their duties and responsibilities at all times as fiduciaries in the best interests of the Company and hold Management accountable for performance. The Board, in addition to its statutory responsibilities, supervises the overall management and business affairs of the Group and monitors the performance of Management. It provides entrepreneurial leadership, sets strategic direction (which includes appropriate focus on value creation and sustainability) for the long-term success of the Company, sets the Group’s values, policies and standards (including ethical standards), reviews operational and financial performance of the Group to ensure the Group meets its objectives and works with Management to make objective decisions in the interest of the Group. The Board sets an appropriate tone-from-the-top and desired organisational culture, and ensures proper accountability within the Company (*Provision 1.1 of 2018 Code*).

The Board also has ultimate responsibility for the Company’s sustainability reporting. The Board considers sustainability issues including environmental and social factors and has overall responsibility for establishing and maintaining a framework of good corporate governance in the Group, including the internal controls and risk management systems, to safeguard shareholders’ interest and the Group’s assets. When facing a conflict of interest, a Director recuses/abstains himself or herself from discussions and decisions involving the matter/issue of conflict (*Provision 1.1 of 2018 Code*). The Company has set up a sustainability steering committee (the “**SSC**”) which reports to the Audit Committee, which will accordingly review and report/make its recommendations to the Board. The purpose of the SSC is to assist the Audit Committee and the Board to fulfill their oversight responsibilities for the Company’s environmental, social and governance and sustainability vision, mission, strategies, policies, practices, and initiatives.

The Board has adopted a formal document setting out specific matters which are reserved for the Board’s approval. These include but are not limited to approvals of the Group’s strategic business plans, annual budgets, announcements on interim and full year financial statements, announcements on interim business and/or operational updates, annual reports (including corporate governance and sustainability reports), company circulars, setting up of or changes in company policies, internal controls and risk management policies/systems, major investments, acquisitions, disposals and financing decisions and appointment of Directors and key management personnel including review of their performance and remuneration packages. Management has been given clear directions on matters that require Board’s approval, and these are communicated to Management in writing (*Provision 1.3 of 2018 Code*).

# CORPORATE GOVERNANCE

## Board Committees

To assist in discharging its duties, the Board has delegated specific functions/responsibilities to four (4) Board Committees, namely, Audit Committee, Nominating Committee, Remuneration Committee and Executive Committee. Each Board Committee has its own written terms of reference (*Provision 1.4 of 2018 Code*), which have been updated mainly to remove/unwind all provisions that were previously introduced pursuant to HKEX rules and regulations following the Delisting from HKEX. The Board accepts that while these Board Committees have the authority to examine particular issues and will report back to the Board with their decisions and/or recommendations, the ultimate responsibility on all matters lies with the Board.

## Board Meetings

The Board conducts regular scheduled meetings at least five (5) times a year and meets as and when circumstances require between these scheduled meetings. The Company's Constitution allows Board and Board Committee meetings to be held via telephone conference, video conferencing or other similar means of communications. When a physical meeting is not possible, timely communication with the Directors can be achieved through electronic means and circulation of written resolutions for approval by the relevant members of the Board and/or Board Committees.

## Directors' Attendance

Details of attendance of the Directors (as at 31 December 2023) at Board and Board Committee meetings and general meetings held in FY 2023 are summarized in the table below (*Provisions 1.5 and 11.3 of 2018 Code*):

Name	Board of Directors Meeting	Audit Committee Meeting	Nominating Committee Meeting	Remuneration Committee Meeting	Executive Committee Meeting	General Meeting (including Annual General Meeting)
Number of meetings held in FY 2023	5	5	2	3	4	3
Loh Kim Kang David	5	*5	*1	N/A	4	3
Han Seng Juan	5	*5	*1	N/A	4	3
Wong Kok Hoe	5	*5	*1	N/A	4	3
Teo Peng Kwang	5	*5	*1	N/A	4	3
Chandra Mohan s/o Rethnam	5	5	*1	3	N/A	2
Gn Hiang Meng	4	5	2	N/A	N/A	3
Owi Kek Hean	5	5	2	N/A	N/A	3
Tan Poh Hong	5	*5	2	3	N/A	3
Lee Wei Loon**	5	*5	1	3	N/A	3

\* Attendance of Director (who was a non-member) by invitation of the Board Committee.

\*\* Mr. Lee Wei Loon was appointed a member/the Chairman of the Nominating Committee on 28 April 2023.

Notes:

N/A means Not Applicable.

- The Chief Executive Officer ("CEO") (who is not a Director), Mr. Kong Chee Min, was invited and attended all the Audit Committee and Board meetings as well as the Annual General Meeting ("AGM") and Extraordinary General Meetings ("EGMs") held in FY 2023.
- Mr. Kong Chee Min is a member of the Executive Committee and he attended all the four (4) meetings of the Executive Committee held in FY 2023.

## Directors' Induction, Training and Development

The Company has put in place induction and orientation programmes for newly appointed Directors to ensure that they are familiar with the Group structure, and understand the Company's business and operations, governance practices and the relevant statutory and regulatory compliance related to the business. Newly appointed Director, if any, will participate in an induction and orientation programme which includes meeting with the Joint Chairmen of the Board and/or CEO and Chief Financial Officer ("CFO") to obtain an understanding of the affairs of the Group's business (*Provision 1.2 of 2018 Code*). All Directors have been provided with a formal letter of appointment setting out the key terms of their appointments, duties and obligations.



As part of the Board renewal process and in line with the Company's Board transition plan, Mr. Chan Wan Hong ("**Mr. Chan**") and Mr. Nicholas Kong Ming Leong ("**Mr. Kong**") were appointed Independent Non-Executive Directors of the Company with effect from 1 January 2024. Each of the newly appointed Directors has been issued a letter of appointment setting out the key terms of his appointment, duties and obligations. Both Mr. Chan and Mr. Kong participate in an induction and orientation programme, which is still ongoing to have a better understanding of the Company's business and operations and to meet with the key management personnel of the Company.

The Board recognises the importance of ongoing training and development for Directors and to facilitate this process, all Directors are encouraged to keep updated on developments relevant to the Company's business, and changes in laws and regulations. Directors are also encouraged to attend relevant courses, conferences, seminars, webinars and/or talks conducted by external professionals or organisations to keep themselves abreast of regulatory changes in Singapore and to facilitate effective discharge of their fiduciary duties as directors and/or board committee members at the Company's expense.

The Company Secretaries and/or Management also keep the Directors informed of upcoming courses, conferences, webinars, seminars and/or talks organised by regulatory bodies and professional institutions such as the Singapore Institute of Directors ("**SID**"), Accounting and Corporate Regulatory Authority of Singapore ("**ACRA**") and SGX-ST. External consultants or professionals, where appropriate, are invited to conduct inhouse training over specific topics as and when necessary. The management team also provides briefings and/or updates on the Company's business and key industrial developments and trends during Board meetings or at separate sessions with the Directors. External webinars, seminars and trainings conducted where recordings are posted by trainers or organisers are also disseminated to or shared with all Directors for self-paced learning (*Provision of 1.2 of 2018 Code*).

For a new Director who has no prior experience as a director of an issuer listed on SGX-ST, he/she will be required to undergo training(s) in the roles and responsibilities of a director of a listed issuer as prescribed by the SGX-ST. The newly appointed Director, Mr. Chan, had in March 2024 attended the five (5) core modules and one (1) elective module of Listed Entity Director ("**LED**") Programme conducted by SID, namely, (i) LED1: LED Essentials, (ii) LED2: Board Dynamics, (iii) LED3: Board Performance, (iv) LED4: Stakeholder Engagement, (v) LED9: Environmental, Social and Governance Essentials (the "**Core Modules**") and (vi) LED8: Remuneration Committee Essentials. Mr. Kong, the other newly appointed Director, had in March 2024 attended LED7: Nominating Committee Essentials, LED8: Remuneration Committee Essentials and LED9: Environmental, Social and Governance Essentials. The Company had arranged for Mr. Kong to attend LED1, LED2, LED3 and LED4 under the Core Modules to be conducted by SID in July 2024.

The Directors are also provided regularly with updates on changes in the relevant laws and regulations, where appropriate, by Management and the Company Secretaries, to enable them to keep pace with new laws and regulations and make well-informed decisions, and to discharge their duties responsibly (*Provision 1.2 of 2018 Code*). News releases/guidance issued by the SGX-ST and ACRA which are relevant to the Directors are circulated to the Board. The external auditors regularly update the Audit Committee and the Board on new or revised financial reporting standards which are relevant and applicable to the Group (*Provision 1.2 of 2018 Code*).

During the year under review, Board members had attended training programmes, webinars, seminars and courses covering various topics, with attendance hours totalling 33 hours (*Provision 1.2 of 2018 Code*). This includes—

- Sustainability Regulatory and Framework Requirements, a workshop conducted by GreenA Consultants, an external sustainability consultancy firm
- Challenges faced by SMEs in ESG Integration, conducted by SID
- SID Directors Conference 2023, conducted by SID.

During the year under review, the Directors have also been briefed and/or provided with updates, *inter alia*, on key changes to regulatory requirements, developments in financial reporting standards and corporate governance requirements in Singapore (*Provision 1.2 of 2018 Code*).

All Directors have separate, independent and unrestricted access to Management and the Company Secretaries at all times in carrying out their duties (*Provision 1.7 of 2018 Code*).

To enable the Board to fulfil its responsibilities, Management provides the Directors with adequate, complete and timely information including information on financial performance of the Group prior to meetings and on an on-going basis. Board papers and related materials or explanatory information are provided prior to each Board and Board Committee meeting to allow Directors sufficient time to review and consider the agenda items and accompanying papers and to facilitate productive discussions during the meetings. The CEO also updates the Board on a quarterly basis highlighting the activities, performance, business conditions and outlook of the Group. Management's proposals to the Board and/or Board Committees for decisions provide background and explanatory information which include but not limited to quarterly management accounts and analysis,

## CORPORATE GOVERNANCE

information on budgets, forecasts and cash flow projections. Directors are entitled to request from the CEO or Management and be provided with such additional information as needed to make informed and timely decisions (*Provision 1.6 of 2018 Code*).

Under the direction of the Joint Chairmen of the Board (or any of them), Deputy Chairman of the Board and/or CEO, the Company Secretary(ies) ensure(s) good information flows within the Board and its committees and between Management, Non-Executive Directors and Independent Directors. An agenda for each meeting of the Board and Board Committees together with the board papers and relevant documents or materials which are prepared in consultation with the respective Chairmen are usually circulated prior to the holding of each Board and Board Committee meeting (*Provision 1.6 of 2018 Code*). This allows control over the quality, quantity and timeliness of the flow of information between Management and the Board.

The Company Secretary(ies) also attend(s) Board and Board Committee meetings, where appropriate, and provide(s) advice, secretarial support and assistance to the Board and ensure(s) adherence to the Board procedures and relevant rules and regulations applicable to the Company. Under the Constitution of the Company, the decision to appoint or remove the Company Secretary(ies) is subject to the approval of the Board (*Provision 1.7 of 2018 Code*).

The Board (whether individually or as a group) has, in the furtherance of its duties, access to independent professional advisers, if necessary, at the Company's expense (*Provision 1.7 of 2018 Code*).

### Board Composition and Guidance – Principle 2

*The Board has an appropriate level of independence and diversity of thought and background in its composition to enable it to make decisions in the best interests of the company*

On 27 December 2023, the Company announced via SGXNet (i) the appointments of Mr. Chan and Mr. Kong to the Board, changes in the composition of the Board Committees and change of Lead Independent Director (the "**LID**"), with effect from 1 January 2024, as part of the Board renewal process and in line with the Company's Board transition plan, following the listing rule requirements announced on 11 January 2023 by the Singapore Exchange Regulation limiting the tenure of independent directors to nine (9) years; and (ii) that both Mr. Gn Hiang Meng ("**Mr. Gn**") and Mr. Chandra Mohan s/o Rethnam ("**Mr. Mohan**"), who have served on the Board since 17 May 2007, will be retiring as Directors of the Company at the conclusion of its AGM to be held on 26 April 2024 ("**2024 AGM**"). The Company believes this refreshed mix of long-serving and new Directors on the Board will provide continuity and strengthen board independence.

As at the date of this Annual Report, the Board comprises three (3) Executive Directors, one (1) Non-Executive Director and seven (7) Independent Non-Executive Directors, as follows (*Provisions 2.2 and 2.3 of 2018 Code*):

Han Seng Juan (Joint Chairman)	–	Non-Executive Director
Loh Kim Kang David (Joint Chairman)	–	Executive Director
Wong Kok Hoe (Deputy Chairman)	–	Executive Director
Teo Peng Kwang	–	Executive Director
Owi Kek Hean	–	Lead Independent Director
Gn Hiang Meng	–	Independent Non-Executive Director
Chandra Mohan s/o Rethnam	–	Independent Non-Executive Director
Tan Poh Hong	–	Independent Non-Executive Director
Lee Wei Loon	–	Independent Non-Executive Director
Chan Wan Hong	–	Independent Non-Executive Director
Nicholas Kong Ming Leong	–	Independent Non-Executive Director

The Board currently comprises a majority of Independent Non-Executive Directors as the Joint Chairmen of the Board are not independent. The Nominating Committee has reviewed and is satisfied that the Board has an independent element that enables the Board to exercise objective judgement on corporate affairs independently from Management, and is of the view that no individual or small group of individual Directors dominate the Board's decision-making process (*Provision 2.2 of 2018 Code*).

The Board, through its Nominating Committee, reviews, on an on-going basis, the structure, size and composition of the Board in order to evaluate the Board's effectiveness in carrying out its duties.

The Board, in concurrence with the Nominating Committee, is of the view that given the scope and nature of the Group's operations, the present Board and Board Committees are of an appropriate size for the Company and to provide for effective decision-making. Given the diverse qualifications, experience, background and profile of the Executive, Non-Executive and Independent Directors, the Board collectively possesses core competencies in areas such as accounting or finance, legal and regulatory matters, risk management, investment and asset management, business or management experience, strategic planning experience and industry knowledge. As such, the Board is of the opinion that the current Board members, as a group, provide an appropriate balance and diversity of the relevant skills, gender, age, experience and expertise required for effective management of the Group (*Provision 2.4 of 2018 Code*).

Key information regarding the Directors, including their appointment dates, date of last re-election/re-appointment as a Director, relationships between the Directors (if any), current and past three (3) years' directorships or chairmanships held in public companies the securities of which are listed on any securities market in Singapore or overseas and other principal commitments, if any, are set out in the section entitled "Board of Directors" on pages 8 to 13 in this Annual Report (*Provision 4.5 of 2018 Code*). In addition, information on shareholdings (if any) held by each Director in the Company can be found on page 96 of this Annual Report.

The Company has established mechanism to ensure the Board has sufficient input of independent views and judgement being brought in by the Independent Non-Executive Directors which allows the Board effectively exercises independent judgement to better safeguard shareholders' interests. There is formal process of evaluating the Board independence in place, which involves annual review and completion of Board performance evaluation questionnaires by Board members, to ensure a strong independent element on the Board. A summary of findings is prepared by the Company Secretary based on the completed questionnaires and is reviewed and deliberated by the Nominating Committee, with comparisons from prior year's findings, before submitting to the Board for review. During FY 2023, the Board reviewed the implementation and effectiveness of the Board independence evaluation mechanism and the results were satisfactory.

The Company has received written annual confirmation from each of the Independent Non-Executive Directors in respect of his/her independence pursuant to Rule 210(5)(d) of the Listing Manual of the SGX-ST and 2018 Code.

The Nominating Committee had reviewed the independence of Director for FY 2023 in accordance with the definition of independence/circumstances set out in the 2018 Code and accompanying Practice Guidance (*Provision 4.4 of 2018 Code*) and Rule 210(5)(d) of the Listing Manual of the SGX-ST, and is satisfied that a majority of the Board comprises Independent Non-Executive Directors with at least one of whom possess appropriate professional qualifications on accounting or related financial management expertise. In its review of confirmation of independence from the Independent Non-Executive Directors, the Nominating Committee noted that Mr. Chan has been providing legal services to the Company for various corporate legal matters since 2010, in his capacity as a partner/shareholder of the different law firms that he has been practising at during such period. Mr. Chan has declared that for each of the last three (3) years including 2023, the aggregate fees billed in respect of such legal services provided to the Company are significantly less than S\$200,000 per year. After assessment and based on the declaration by Mr. Chan, the Nominating Committee has determined that the above relationship will not interfere with Mr. Chan's exercise of his independent business judgement in the best interests of the Company. The Board concurred with the Nominating Committee's view and considers Mr. Chan to be independent.

Each member of the Nominating Committee or each Director had abstained from deliberation of the Nominating Committee/Board in respect of the assessment of his/her own independence.

The Independent Non-Executive Directors are independent in conduct, character and judgement and are not related to and, other than the relationship as disclosed above, do not have any relationship (whether familial, business, financial, employment, or otherwise) with the Company, its related corporations, its substantial shareholders, or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of their independent business judgement in the best interests of the Company (*Provision 2.1 of 2018 Code*).

The Board recognises that Independent Non-Executive Directors may over time develop significant insights into the Group's businesses and operations and can continue to provide significant and valuable contributions to the Board. Where there are such Directors, the Nominating Committee and the Board will review vigorously their continuing contributions and independence. The Nominating Committee and the Board are of the view that the number of years of tenure as a Board member should not be the only factor in determining whether a Board member is independent.

In respect of the Independent Non-Executive Directors, namely, Mr. Gn and Mr. Mohan, each of whom has served on the Board of the Company for an aggregate period of more than nine (9) years from the date of his first appointment on 17 May 2007, they can continue to serve as Independent Non-Executive Directors of the Company until the conclusion of the 2024 AGM pursuant to Listing Rule 210(5)(d)(iv) of the SGX-ST's Listing Manual (effective on 11 January 2023). Both Mr. Gn and Mr. Mohan, who are due to retire by rotation pursuant to Regulation 89 of the Company's Constitution, will not be seeking re-election as Directors of the Company at the 2024 AGM.

## CORPORATE GOVERNANCE

The Nominating Committee had noted the requirement under Listing Rule 210(5)(d)(iv) of the SGX-ST's Listing Manual and had reviewed and confirmed that each of Mr. Gn and Mr. Mohan continues to be independent until the conclusion of the 2024 AGM, after taking into consideration the following factors:

- (i) Each of Mr. Gn and Mr. Mohan has provided invaluable contributions to the Board through his integrity, objectivity and professionalism notwithstanding the years of service, and has challenged Management regularly on proposals submitted to the Board and provided overall guidance and constructive feedback to Management.
- (ii) Each of Mr. Gn and Mr. Mohan has expressed succinctly and objectively his views on issues and provided relevant and invaluable input during Board and/or Board Committee meetings.
- (iii) Each of Mr. Gn and Mr. Mohan has continued to demonstrate strong independence in character and judgement in the best interest of the Company in the discharge of his duties as Director.
- (iv) Each of Mr. Gn and Mr. Mohan has also over the years demonstrated independent mindedness and conduct at Board and Board Committee meetings and a commitment in protecting the Company's assets and upholding the interests of all shareholders, in particular, non-controlling shareholders.

Accordingly, the Nominating Committee had recommended to the Board that both Mr. Gn and Mr. Mohan to continue to be considered Independent Non-Executive Directors until their retirement as Directors of the Company at the conclusion of the 2024 AGM. After due consideration, the Board has resolved that each of Mr. Gn and Mr. Mohan continues to be considered an Independent Non-Executive Director until his retirement as Director of the Company at the conclusion of the 2024 AGM.

Each of Mr. Gn (being a Board member) and Mr. Mohan (being a Board member) had recused himself from deliberation and voting in respect of the assessment on his own independence.

The Non-Executive Directors constructively challenge Management and assist in the development of proposals on strategy. The Non-Executive Directors also: (i) review the performance of the CEO and Management; (ii) take the lead where potential conflicts of interest arise; and (iii) review the Group's performance in achieving agreed corporate goals and objectives, and monitoring performance reporting.

The Non-Executive Directors and Independent Directors meet regularly without the presence of Management (*Provision 2.5 of 2018 Code*).

### Chairman and Chief Executive Officer – Principle 3

*There is a clear division of responsibilities between the leadership of the Board and Management, and no one individual has unfettered powers of decision-making*

The roles of the Chairman and CEO are kept separate to ensure that there is an appropriate balance of power and authority, and that accountability and independent decision making are not compromised. The Joint Chairmen of the Board and the CEO have no close family ties and are not immediate family members (*Provision 3.1 of 2018 Code*).

The Board has also adopted written internal guidelines on division of roles and responsibilities among the Joint Chairmen of the Board (*Provision 3.2 of 2018 Code*).

As Joint Chairmen of the Board, Mr. Han Seng Juan ("**Mr. Han**"), a Non-Executive Director, and Mr. Loh Kim Kang David ("**Mr. Loh**"), an Executive Director, are jointly responsible for (a) the formulation of corporate and business strategies of the Company; and (b) the management of the Board and Board meetings and to ensure effective communication with shareholders and other stakeholders. They are jointly and equally responsible for carrying out the duties of a Board Chairman as prescribed under the Constitution of the Company, the SGX-ST's Listing Manual, the 2018 Code and/or other applicable laws or regulations. Amongst their other duties, the Joint Chairmen of the Board set the agendas for and chair Board meetings and, in consultation with the Company Secretaries, Deputy Chairman and CEO, schedule Board meetings at appropriate intervals during the year. They are responsible for the exercise of control of the quality, quantity and timeliness flow of information between Management and the Board and the workings of the Board. The Joint Chairmen of the Board promote a culture of openness and debate at the Board. They also encourage constructive relations within the Board and between the Board and Management and ensure the integrity and effectiveness of the governance process of the Board. They take a lead role in promoting high standards of corporate governance with the full support of the Directors, Deputy Chairman, CEO, Management and the Company Secretaries (*Provision 3.2 of 2018 Code*).

The Deputy Chairman, Mr. Wong Kok Hoe, assisted by the CEO, is responsible for overseeing the Group's operations and implementation of the Company's business strategies and developing new business opportunities for the Group. He also participates in the formulation of corporate and business strategies of the Company, and when the need arises, chair Board meetings or general meetings (*Provision 3.2 of 2018 Code*). The Deputy Chairman and the CEO have no close family ties and are not immediate family members (*Provision 3.1 of 2018 Code*).

The CEO, Mr. Kong Chee Min, assisted by the various functional directors and senior management, manages and is responsible for the Group's day-to-day operations and business. The CEO also bears executive responsibility for the Group's business and implements the Board's decisions (*Provision 3.2 of 2018 Code*).

Mr. Gn was the LID until his cessation on 1 January 2024 and Mr. Owi Kek Hean was appointed the LID on 1 January 2024. The LID is available to shareholders should they have concerns and for which contact through the Joint Chairmen of the Board, Deputy Chairman of the Board, CEO or CFO are inappropriate or inadequate (*Provision 3.3 of 2018 Code*). The Independent Directors have met without the presence of other Directors during FY 2023, when necessary, and the LID has provided feedback to the Joint Chairmen of the Board after such meetings, as and when appropriate (*Provision 2.5 of 2018 Code*).

#### **Board Membership – Principle 4**

*The Board has a formal and transparent process for the appointment and re-appointment of directors, taking into account the need for progressive renewal of the Board*

The Company believes that Board renewal should be an on-going process in order to ensure good corporate governance. Each year, the Nominating Committee reviews the structure, size, composition and diversity of the Board and Board Committees, including the need for progressive refreshing of the Board, and makes recommendation to the Board, if any adjustment is necessary.

The Nominating Committee has put in place a Director Nomination Policy which sets out the selection criteria and process in relation to nomination and appointment of Directors of the Company and aims to ensure that the Board has a balance of skills, experience and diversity of perspectives appropriate to the Company and the continuity of the Board and appropriate leadership at Board level.

The Director Nomination Policy sets out the factors for assessing the suitability and the potential contribution to the Board of a proposed candidate, including but not limited to the following:

- Character and integrity;
- Qualifications including professional qualifications, skills, knowledge and experience and diversity aspects under the Board Diversity Policy that are relevant to the Company's business and corporate strategy;
- Diversity aspects under the Board Diversity Policy, including but not limited to gender, age, cultural and educational background, professional qualifications, skills, knowledge and industry and regional experience;
- Requirements of Independent Non-Executive Directors on the Board and independence of the proposed Independent Non-Executive Directors in accordance with the SGX-ST's Listing Manual;
- Willingness and ability to devote adequate time to discharge duties as a member of the Board and/or Board Committee(s) of the Company; and
- Such other perspectives that are appropriate to the Company's business and succession plan.

The Director Nomination Policy also sets out the procedures for the selection and appointment of new Directors and re-election of Directors at general meetings.

The Nominating Committee reviews the Director Nomination Policy to ensure its effectiveness annually or as required.

The Nominating Committee takes the lead in identifying, evaluating and selecting suitable candidates for new directorships before recommendation to the Board for appointment. The search for new Directors, if any, will be made through internal and external sources (for example, personal contacts of current Board members, or by referral of the Company's business associates or SID) and will, if considered necessary, be made through external search firms/consultants, at the Company's expense. The Nominating Committee considers potential candidates for appointments based on, *inter alia*, the candidates' qualification, knowledge, skills and experience, as well as his/her suitability to further enhance the diversity of skills, knowledge and experience of the Board in order to meet the business and governance needs of the Group. Shortlisted candidates will be evaluated by the Nominating Committee before recommending to the Board for consideration (*Provision 4.3 of 2018 Code*).

## CORPORATE GOVERNANCE

During FY 2023, the Company started the search process for new Independent Non-Executive Directors through contacts and recommendations of Board members and business associates and SID Board Appointment Service so as to ensure a smooth and orderly succession planning for Mr. Gn and Mr. Mohan for Board renewal in line with the requirements of the Rule 210(5) (d)(iv) of the Listing Manual of the SGX-ST. Out of the several potential candidates from SID Board Appointment Service and referral by the Company's business associates, the Nominating Committee had identified and shortlisted a few candidates for consideration, evaluation, and selection for appointment to the Board. After interviews, due deliberation and assessment, the Nominating Committee recommended the appointment of Mr. Chan and Mr. Kong as Independent Non-Executive Directors of the Company, which was approved by the Board and such appointment took effect on 1 January 2024. The Board does not have any alternate directors.

Based on the attendance of the Directors and their contributions and participation at meetings of the Board and Board Committees, and their overall contributions and time commitment to the business affairs of the Company, the Nominating Committee is of the view that there is no need to set a maximum limit on the number of listed company board representations and other principal commitments of each Director. However, the Nominating Committee monitors and determines annually their board representations and other principal commitments to ensure that the Directors continue to meet the demands of the Group and are able to discharge their duties adequately. The Nominating Committee is satisfied that, for FY 2023, the Non-Executive Director and Independent Non-Executive Directors have given sufficient time and attention to the affairs of the Company and were able to adequately carry out his/her duties as a Director of the Company (*Provisions 1.5 and 4.5 of 2018 Code*). The Board concurred with the Nominating Committee's views.

In accordance with Regulation 89 of the Company's Constitution, at least one-third of the Directors for the time being (or, if their number is not a multiple of three (3), as nearly as possible to one-third) shall retire from office by rotation at each AGM and are eligible for re-election at the AGM. Each Director shall be subject to retirement and rotation at least once in every three (3) years, in line with the requirements of SGX-ST's Listing Manual. In accordance with Regulation 88 of the Company's Constitution, all Directors appointed by the Directors as an additional Director or to fill a casual vacancy shall hold office only until the next AGM following their appointments. The Directors retiring from office are eligible for re-election at the AGM.

The following Directors who will be subject to retirement at the forthcoming AGM have offered themselves for re-election at the 2024 AGM:-

- Director retiring by rotation pursuant to Regulation 89 of the Company's Constitution:
  - (i) Han Seng Juan
- Directors retiring pursuant to Regulation 88 of the Company's Constitution:
  - (i) Chan Wan Hong
  - (ii) Nicholas Kong Ming Leong

Each member of the Nominating Committee shall abstain from voting on any resolutions in respect of his or her nomination for re-election as a Director.

The Nominating Committee has recommended the re-election of Mr. Han, Mr. Chan and Mr. Kong, who will be retiring at the forthcoming AGM, as Directors following a review of their qualifications, expertise, skills, experience, overall contribution to the Company and contributions at Board and/or Board Committee meetings (such as participation, attendance, preparedness and candour) and review of his independence, as appropriate, and having considered the Board's present composition provides an appropriate balance and diversity of the relevant skills, gender, age, experience and expertise required to meet the Group's operational and business needs, and is satisfied that they will continue to contribute relevant knowledge, skills and experience to the Board (*Provision 4.1(d) of 2018 Code*). The Board has accepted the Nominating Committee's recommendation.

Accordingly, the above-named Directors will be offering themselves for re-election. The relevant information on each of the above-named Director can be found in the section entitled "Board of Directors" on pages 8 to 13 and the section entitled "Additional Information on Directors seeking Re-election" on pages 192 to 197 of this Annual Report.

Each of Mr. Han (being a Board member), Mr. Chan (being a Board member) and Mr. Kong (being a member of the Nominating Committee and a Board member) had recused himself from deliberation and voting in respect of his own nomination for re-election at the forthcoming AGM.

## Nominating Committee

As at the date of this Annual Report, the Nominating Committee (“**NC**”), regulated by a set of written terms of reference, comprises three (3) members, all of whom are Independent Non-Executive Directors, as follows (*Provisions 1.4, 4.1 and 4.2 of 2018 Code*):

Lee Wei Loon (Chairman)	–	Independent Non-Executive Director
Owi Kek Hean	–	Independent Non-Executive Director
Nicholas Kong Ming Leong	–	Independent Non-Executive Director

The Chairman of the NC is Mr. Lee Wei Loon, an Independent Non-Executive Director who is not associated with any substantial shareholder. Mr. Gn, the LID until his cessation on 1 January 2024, and Mr. Owi, the LID appointed on 1 January 2024, was/is a member of the NC (*Provision 4.2 of 2018 Code*).

The Company has adopted a Board Diversity Policy which sets out the approach to achieve diversity of the Board (*Provision 2.4 of 2018 Code*). The Company recognises and embraces the benefits of having a diverse Board and sees increasing diversity at the Board level as an essential element in maintaining the Company’s competitive advantage.

Pursuant to the Board Diversity Policy, the NC reviews annually the structure, size and composition of the Board and, where appropriate, makes recommendations on changes to the Board to complement the Company’s corporate strategy and to ensure that there is an appropriate composition of members of the Board with suitably diverse backgrounds to meet the Group’s operational and business requirements.

In assessing the Board composition, the NC would take into account various aspects as well as factors concerning Board diversity as set out in the Company’s Board Diversity Policy, including but not limited to gender, age, cultural and educational background, ethnicity, professional qualifications and experience, skills, knowledge, industry and regional experience. All Board appointments will be based on meritocracy, and the NC would consider candidates against objective criteria, having due regard for the benefits of diversity on the Board (*Provision 2.4 of 2018 Code*).

The Company has maintained an appropriate balance of diversity perspectives that are relevant to the Company’s business growth strategies and is also committed to ensuring that recruitment and selection practices at all levels (from the Board downwards) are appropriately structured so that a diverse range of candidates are considered (*Provision 2.4 of 2018 Code*).

The NC reviews the Board Diversity Policy, as and when appropriate and at least on an annual basis, to ensure its effectiveness and practicality including setting measurable objectives (if necessary) and will recommend appropriate revisions to the Board for consideration and approval.

The NC and Board consider that the current make-up of the Board reflects the Company’s commitment to Board diversity in terms of gender, age, educational qualifications, ethnicity, skills, knowledge and industry experience as set out in the Board Diversity Policy (*Provision 2.4 of 2018 Code*). Such diversity helps to avoid groupthink and foster constructive debate and allows the Board members to take a broader view of the Group’s business activities and management, contribute their valuable experiences and provide independent judgement and a wider range of perspectives during Board deliberations, which is beneficial to the Company and its management.

Details of the Board composition as at the date of this Annual Report are as follows:

- Directors’ area of expertise

Business (including Accommodation Business)	6
Accountancy, Finance or Taxation	4
Legal	3
Estate Management	1
Investment and Asset Management	1

## CORPORATE GOVERNANCE

- Directors' educational background

Science	2
Law	3
Business Administration	3
Science in Estate Management	1
Finance	1
Science in Financial Engineering/Chartered Financial Analyst	1

- Board independence

Independent Directors	7
Non-Independent Directors	4

- Board gender diversity

Female	1
Male	10

- Directors' age group

40s	1
50s	1
60s	8
70s	1

- Directors' length of service

	Independent Director(s)	Non-Independent Director(s)
Served more than nine (9) years	2	1
Served more than six (6) years and up to nine (9) years	1	2
Served more than three (3) years and up to six (6) years	2	1
Served not more than one (1) year	2	–

The NC and Board are satisfied that the current Board meets the criteria/targets in Board diversity in view of the following: (i) there is a female member on the Board; and (ii) the diverse expertise, knowledge and experience of the Board members in the fields of banking, finance, accountancy and taxation, investment and asset management, law and business (including accommodation business) required to meet the Group's operational and business needs (*Provision 2.4 of 2018 Code*). The NC will continue to monitor and strive to ensure that these aspects of Board diversity are achieved and will take these aspects of Board diversity, among others, into consideration in its review of Board composition and recommendation/nomination of any new appointment to the Board. From time to time, the NC may review and recommend to the Board appropriate changes to policy, criteria or targets (including additional targets when the need arises) relating to Board diversity which are relevant to the Group's business growth/needs and complement the Group's corporate strategy and to achieve greater diversity of Directors.

The Company remains committed to implementing the Board Diversity Policy. Any other targets set and further progress made towards implementation of the policy and/or achieving the targets on Board diversity will be disclosed in future Annual Reports.



The NC is responsible for making recommendations to the Board on all appointments and re-election/re-appointments of Directors (*Provision 4.1(d) of 2018 Code*).

The NC meets at least once annually and as and when deemed necessary. The NC has been provided with sufficient resources and has access to external independent professional advice if required, at the Company's expense.

The key duties and responsibilities of the NC are summarised below (*Provisions 1.4 and 4.1 of 2018 Code*):

- assesses the effectiveness of the Board as a whole, the Board Committees and the contribution of the chairman and each individual Director to the effectiveness of the Board;
- reviews and nominates newly appointed Directors and Directors retiring by rotation, having regard to their contributions and performance, for re-election at each AGM;
- reviews and recommends all new appointments to the Board. The NC ensures that new Directors are aware of their duties and obligations (*Provision 4.5 of 2018 Code*);
- reviews and recommends all appointments of senior management staff (who are not for appointment to the Board);
- determines on an annual basis the independence of each Director;
- decides whether a Director is able to and has been adequately carrying out his/her duties as a Director of the Company, particularly when the Director has multiple Board representations;
- identifies gaps in the mix of skills, experience and other qualities required in an effective Board so as to better nominate or recommend suitable candidates to fill the gaps;
- reviews Board succession plans for Directors, in particular, the Chairman, CEO and key management personnel; and
- reviews training and professional development programme for the Board, its Directors and senior management.

During the year, the NC held two (2) meetings to review the structure, size, composition and diversity of the Board, the Board Diversity Policy, Director Nomination Policy and independence of the Independent Non-Executive Directors, and to consider and recommend to the Board retiring Directors standing for re-election at the AGM and changes in Board Committees which took effect on 28 April 2023, amongst its other duties. In addition, the NC had approved/recommended the appointment of new Independent Non-Executive Directors and changes in Board Committees and LID, which were approved by the Board and took effect on 1 January 2024.

The Company strives to retain talents and groom its employees to ensure that they will and are ready to meet future business needs of the Group. The Board oversees the long-term succession planning for senior management and ensures appropriate development and succession planning programmes are in place for key executive roles (*Provision 4.1(a) of 2018 Code*). The NC and Board had, in the course of their review, discussed talent management and succession planning for the Group.

#### **Board Performance – Principle 5 (including Provisions 5.1 and 5.2 of 2018 Code)**

*The Board undertakes a formal annual assessment of its effectiveness as a whole, and that of each of its board committees and individual directors*

The NC has adopted a formal process of evaluating the performance of the Board as a whole, and each of the Board Committees. The Board and Board Committees performance evaluation process involves completion of questionnaires by Board members. A summary of findings is prepared by the Company Secretary based on the completed questionnaires and is reviewed and deliberated by the NC, with comparisons from prior year's findings, before submitting to the Board for review. The Chairman of the NC confers with the Joint Chairmen of the Board on the findings and appropriate follow-up actions are taken as necessary.

The Board performance evaluation is carried out annually and the performance criteria includes, amongst other things, the Board's composition, size and expertise, timeliness of Board information, accountability and processes, Board members communication and communications with senior management and shareholders. As the Board members have through the Board performance evaluation considered/assessed the functioning of Executive Committee, no separate performance evaluation of the Executive Committee was carried out.

## CORPORATE GOVERNANCE

Performance evaluations of Board Committees, namely, Audit Committee, NC and Remuneration Committee are also conducted annually and the performance criteria includes, amongst other things, the respective Board Committees' composition, size and expertise, accountability and processes and communication with shareholders.

A peer to peer evaluation in respect of FY 2023 was carried out in addition to evaluating the performance of the Board and the Board Committees (namely, Audit Committee, NC and Remuneration Committee) as a whole. The performance of all Directors, including the Joint Chairmen of the Board, were individually reviewed by their fellow Directors by completing a questionnaire, taking into consideration, amongst others, the Director's business and industry knowledge, commitment, contributions and performance at Board and Board Committee meetings, including attendance, preparedness, participation and candour, communication skills and interaction with fellow Directors, senior management and auditors, amongst others. A summary of findings is prepared by the Company Secretary based on the completed questionnaires and is reviewed and deliberated by the NC before submitting to the Board. The Chairman of the NC confers with the Joint Chairmen of the Board on the findings and appropriate follow-up actions are taken as necessary.

No external facilitator had been engaged by the Board for the purpose of the aforesaid performance evaluations.

### REMUNERATION MATTERS

#### Procedures for Developing Remuneration Policies – Principle 6

*The Board has a formal and transparent procedure for developing policies on director and executive remuneration, and for fixing the remuneration packages of individual directors and key management personnel. No director is involved in deciding his or her own remuneration*

#### Remuneration Committee

As at the date of this Annual Report, the Remuneration Committee ("RC"), regulated by a set of written terms of reference, comprises three (3) members, all of whom are Independent Non-Executive Directors, as follows (*Provisions 1.4, 6.1 and 6.2 of 2018 Code*):

Tan Poh Hong (Chairman)	–	Independent Non-Executive Director
Chan Wan Hong	–	Independent Non-Executive Director
Nicholas Kong Ming Leong	–	Independent Non-Executive Director

The members of the RC have many years of corporate experience and are knowledgeable in the field of executive compensation. The RC has been provided with sufficient resources and also has access to external professional advice on remuneration and human resource related matters, if required.

The RC meets at least once annually, and as and when deemed necessary, to carry out its functions. The key duties and responsibilities of the RC are summarized below (*Provisions 1.4 and 6.1 of 2018 Code*):

- reviews and recommends to the Board a framework of remuneration as well as determines the remuneration package and terms of employment for each Director, the CEO, key management personnel and employees who are substantial shareholders of the Company, or who are immediate family members of a Director, the CEO or a substantial shareholder of the Company, and whose remuneration exceeds S\$100,000 during a year; and
- reviews the remuneration policies and packages for key management personnel on an annual basis.

The RC's review covers all aspects of remuneration, including but not limited to Directors' fees, salaries, allowances, bonuses, benefits-in-kind and termination terms (if any) to ensure they are fair (*Provision 6.3 of 2018 Code*).

The RC has access to the Company's internal human resource department to assist in its review. The RC may from time to time seek advice from external remuneration consultants, who are unrelated to the Directors and any organisation they are associated with, as well as confidentially from selected senior management, including the Head of Human Resources, at its discretion. No external remuneration consultant was appointed in FY 2023. In early 2024, the Company had engaged an external remuneration consultant, HR Guru Pte Ltd ("**HR Guru**"), to conduct a review of remuneration package for the Executive Joint Board Chairman. The RC and Board confirmed that the Company has no existing relationships with the external remuneration consultants and HR Guru that would affect their independence and objectivity (*Provision 6.4 of 2018 Code*).

The RC's recommendations are submitted for endorsement by the entire Board. Each year, the RC reviews the compensation of the Executive Directors, CEO and key management personnel to ensure that the remuneration of the Executive Directors, CEO and key management personnel commensurate with their performance and value-add to the Group, giving due regard to the financial and commercial health, business needs and strategic objectives of the Group and promote the long-term success of the Company (*Provision 7.1 of 2018 Code*).

Each member of the RC or each Director shall abstain from voting on any resolutions and making any recommendations and/or participating in any deliberations of the RC/Board in respect his/her own remuneration.

The RC held three (3) meetings during FY 2023. The RC had reviewed/considered and approved/recommended to the Board, where appropriate, (i) remuneration packages of the Executive Directors, CEO and key management personnel of the Company, (ii) remuneration of employees who are substantial shareholders of the Company, or who are immediate family members of a Director, the CEO or a substantial shareholder of the Company, and whose remuneration exceeds S\$100,000 during a year, (iii) Directors' fee structure, (iv) Directors' fees for Executive and Non-Executive Directors, including Independent Non-Executive Directors and (v) other remuneration related matters.

#### **Level and Mix of Remuneration – Principle 7**

*The level and structure of remuneration of the Board and key management personnel are appropriate and proportionate to the sustained performance and value creation of the company, taking into account the strategic objectives of the company*

The remuneration for the Executive Directors, CEO and key management personnel is based on the terms of their respective service contracts entered into with the Company, and comprises a fixed component (in the form of basic salary and annual wage supplement) plus a variable component in the form of annual performance bonus tied to individual performance as well as the Group's performance, taking into account the strategic objectives of the Company and the need to align their remuneration with the interests of shareholders (*Provision 7.1 of 2018 Code*).

Directors' fees payable to the Executive Directors and all the Non-Executive Directors, including Independent Directors, are set in accordance within a remuneration framework comprising a basic fee and a fixed fee taking into account factors, such as, their respective roles and responsibilities for serving on the Board and/or Board Committee(s) as well as their contribution, effort and time spent (*Provision 7.2 of 2018 Code*). The RC ensures that the Non-Executive Directors should not be overly compensated to the extent that their independence may be compromised.

The Board is of the view that the current remuneration structure for the Executive Directors, the CEO and key management personnel are appropriate to attract, retain and motivate the Directors to provide good stewardship of the Company and key management personnel (including the CEO) to successfully manage the Company for the long term (*Provision 7.3 of 2018 Code*).

The Board will table the Directors' fees in respect of the financial year ending 31 December 2024, to be paid quarterly in arrears, for shareholders' approval at the 2024 AGM. If approved, this will authorise the Company to make payment of fees to the Directors during the financial year in which the fees are incurred. The total amount of Directors' fee paid to the Directors for FY 2023 was S\$497,738.

The existing service contracts for the Executive Directors, the CEO and key management personnel are for a period of three (3) years and be automatically renewed annually during the term. The service contract provides for termination by each party, upon giving not less than three (3) months' notice in writing. New service contracts or renewals, if any, will be subject to RC's review to ensure that the terms are fair and for a reasonable period. The contracts of the Executive Directors, the CEO and key management personnel, which contain incentive components of remuneration, include the "claw back" clauses to safeguard the Group's interests in the event of exceptional circumstances of misstatement of financial statements or misconduct resulting in financial loss or fraud by these Executive Directors, the CEO and key management personnel.

The Company does not have any long-term incentive schemes in place (*Provision 8.3 of 2018 Code*).

## CORPORATE GOVERNANCE

### Disclosure on Remuneration – Principle 8

The company is transparent on its remuneration policies, level and mix of remuneration, the procedure for setting remuneration, and the relationships between remuneration, performance and value creation

### Directors' and CEO's Remuneration

Directors' fee structure for a financial year is as follows:

Board Member Fee (Base)	S\$43,000 for Non-Executive Director/S\$10,000 for Executive Director
Board Chairman Fee*	S\$43,000
Audit Committee Chairman Fee	S\$36,000
Audit Committee Member Fee	S\$18,000
RC Chairman Fee	S\$20,000
RC Member Fee	S\$10,000
NC Chairman Fee	S\$17,000
NC Member Fee	S\$8,500
Lead Independent Director Fee	S\$15,000

\* For the Joint Chairmen of the Board, each of them shall receive 50% of the Board Chairman Fee.

Note: Chairman of Executive Committee and members of Executive Committee are not entitled to Directors' fees.

Details of remuneration of the Directors and CEO (who is not Director) for FY 2023 are set out below (*Provisions 8.1(a) and 8.3 of 2018 code*):

Name	Director's fees S\$	Salary and allowance* S\$	Bonus S\$	Other benefits S\$	Total \$
<b>Executive Directors</b>					
Loh Kim Kang David	31,500.00	15,300.00	300,000.00	–	346,800.00
Wong Kok Hoe	10,000.00	521,179.00	799,614.00	19,139.15	1,349,932.15
Teo Peng Kwang Kelvin	10,000.00	441,045.00	799,614.00	10,396.60	1,261,055.60
<b>Non-Executive Director</b>					
Han Seng Juan	64,500.00	–	–	–	64,500.00
<b>Independent Non-Executive Directors</b>					
Chandra Mohan s/o Rethnam	74,255.00	–	–	–	74,255.00
Gn Hiang Meng	90,357.00	–	–	–	90,357.00
Owi Kek Hean	84,410.00	–	–	–	84,410.00
Tan Poh Hong	68,247.00	–	–	–	68,247.00
Lee Wei Loon	64,469.00	–	–	–	64,469.00
<b>CEO (who is not Director)</b>					
Kong Chee Min	–	488,371.00	799,614.00	16,992.88	1,304,977.88

\* Include employers' Singapore Central Provident Fund ("CPF") contributions

Notes:

- The above table excludes Mr. Chan and Mr. Kong who were appointed as Independent Non-Executive Directors with effect from 1 January 2024.
- The Company does not have any long-term incentives, share-based incentives/awards and share option schemes in place. Save as disclosed above, there are no other forms of remuneration and other payments paid by the Company and its subsidiaries to the Directors and CEO.

## Directors' and CEO's remunerations

### (i) *Directors' and CEO's salaries, allowances, discretionary bonuses and other benefits*

The Executive Directors' and CEO's emoluments shown above were paid for their services in connection with the management of the affairs of the Company and the Group.

The Non-Executive Director's and Independent Non-Executive Directors' emoluments shown above were paid for their services as Directors of the Company.

The discretionary bonuses are annual performance bonus tied to individual performance as well as the Group's performance, taking into account the strategic objectives of the Company.

### (ii) *Directors' retirement benefits*

No retirement benefits were paid to or receivable by any Directors in respect of their other services in connection with the management of the affairs of the Company or its subsidiaries undertaking during the current and prior financial years.

### (iii) *Directors' termination benefits*

No payment was made to Directors as compensation for the early termination of the appointment during the current and prior financial years.

### (iv) *Consideration provided to third parties for making available Directors' services*

No payment was made to the former employer of Directors for making available the services of them as a Director of the Company during the current and prior financial years.

### (v) *Information about loans, quasi-loans and other dealings in favour of Directors, controlled bodies corporate by and connected entities with such Directors*

There are no loans, quasi-loans and other dealings in favour of Directors, controlled bodies corporate by and connected entities with such Directors during the current and prior financial years.

### (vi) *Directors' material interests in transactions, arrangements or contracts*

No significant transactions, arrangements and contracts in relation to the Company's business to which the Company was a party and in which a Director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the current and prior financial years.

## Remuneration of Key Management Personnel

Given the confidentiality and commercial sensitivity attached to remuneration matters, the Board is of the view that the detailed and specific disclosure of remuneration of top key management personnel is not in the best interest of the Company and may adversely affect talent attraction and retention. The remuneration of top key management personnel is, however, disclosed in the bands of S\$250,000 with a breakdown showing the level and mix of remuneration in percentage terms. The Board is of the view that the information disclosed is sufficient for shareholders to have adequate understanding of the Company's remuneration policies and practice for key management personnel, as well as the link between performance and remuneration (*Provision 8.1(b) of 2018 Code*).

The Board is of the opinion that the practices the Company has adopted are consistent with the intent of Principle 8 of the 2018 Code as a balance is struck between the requirement for transparency on the Company's remuneration policies, level and mix of remuneration, the procedure for setting remuneration and the relationships between remuneration, performance and value creation, vis-à-vis the Group's need to maintain confidentiality of sensitive information.

## CORPORATE GOVERNANCE

The Group only has three (3) key management personnel (who are not Directors or the CEO). The aggregate remuneration paid to the three (3) key management personnel (who are not Directors or the CEO) for FY 2023 was S\$1,496,413.27. Breakdown (in percentage terms) of the remuneration paid to each of the three (3) key management personnel (who are not Directors or the CEO) for FY 2023 is set out below (*Provisions 8.1(b) and 8.3 of 2018 Code*):

Name	Salary and allowance* (%)	Bonus (%)	Other benefits (%)	Total (%)
<b>S\$500,000 to below S\$750,000</b>				
Ho Lip Chin	50	48	2	100
<b>S\$250,000 to below S\$500,000</b>				
Foo Ai Huey	70	28	2	100
Leong Siew Fatt	64	34	2	100

\* Include employers' CPF contributions

As at the date of this Annual Report, Mr. Loh (Executive Director and Joint Chairman of the Board) is a controlling shareholder of the Company, and Teo Peng Kwang (Executive Director and Chief Operating Officer, Accommodation Business) is a substantial shareholder of the Company. Details of their remuneration for FY 2023 are hereinbefore disclosed (*Provision 8.2 of 2018 Code*).

Anthony Craig Bolger (Head, Private Capital Market) is brother-in-law of Mr. Loh (Executive Director, Joint Chairman of the Board and a controlling shareholder). For FY 2023, Anthony Craig Bolger received a remuneration (comprising basic salary and annual bonus) of exceeding S\$150,000 but below S\$250,000 (*Provision 8.2 of 2018 Code*).

Save as disclosed above, there was no employee of the Group who was a substantial shareholder of the Company, or who was an immediate family member of a Director, the CEO or a substantial shareholder of the Company, and whose annual remuneration exceeded S\$100,000 during the year under review.

There are no termination, retirement and post-employment benefits granted to the Directors, CEO and top key management personnel (who are not Directors or the CEO).

Save as disclosed above, there are no remuneration and other payments and benefits paid by the Company's subsidiaries to the Directors and key management personnel of the Company (*Provision 8.3 of 2018 code*).

### ACCOUNTABILITY AND AUDIT

#### Risk Management and Internal Controls – Principle 9

*The Board is responsible for the governance of risk and ensures that Management maintains a sound system of risk management and internal controls, to safeguard the interests of the company and its shareholders*

The Board is responsible for the governance of risk and sets the tone and direction for the Group in the way risk is managed in the Group's businesses. The Board has ultimate responsibility to ensure that Management maintains a sound systems of risk management and internal controls to safeguard shareholders' interests and does not expose the Group to an unacceptable level of risk. The Board approves the key risk management policies and tolerance and has an oversight role in the design, implementation and monitoring of the risk management and internal controls systems (*Provision 9.1 of 2018 Code*). The Board acknowledges that it is responsible for the risk management and internal control systems of the Company and reviewing their effectiveness. Such systems are designed to manage rather than eliminate the risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against material misstatement or loss.

The Board has approved a Group Enterprise Risk Management Framework for the identification of key risk within the Group's businesses, which has adopted and aligned with the Committee of Sponsoring Organisations of the Treadway Commission Internal Controls Integrated Framework. The Enterprise Risk Management Framework sets out a systematic and ongoing process to identify and assess risk and defines how risk information (including risk mitigation action plans) is collected, monitored and reported to Management, Audit Committee ("AC") and Board on a regular and timely basis.

The Board has delegated the AC to assist in its oversight of the risk management framework, policies and processes. The AC's principal functions and responsibilities on risk management, include the following (*Provision 9.1 of 2018 Code*):

- reviews and recommends risk management strategies and policies (including those related to the Group's environmental, social, and governance performance and reporting), and risk tolerance for the Board's approval;
- reviews and assesses the adequacy of risk management policies and framework in identifying, measuring, monitoring and managing risks, as well as the extent to which these policies and framework are operating effectively;
- ensures that adequate infrastructure, resources and systems are in place for an effective risk management, i.e. ensuring that staff responsible for implementing risk management systems perform those duties independent of the Group's risk-taking activities, that they possess the appropriate qualifications and experience, and have undergone appropriate training programmes; and
- provides risk oversight and reviews risk profiles of the Group.

With a view to identifying, handling and disseminating inside information, procedures have been implemented by the Group to ensure that unauthorised access and use of inside information are strictly prohibited.

For FY 2023, the AC had reviewed the adequacy and effectiveness of the Group's risk management framework and systems and conducted dialogue sessions with Management to understand the process to identify, assess, manage and monitor key identified risks within the Group.

The Board, as supported by the AC as well as the management team, reviewed the risk management and internal controls (including financial, operational, compliance and information technology controls) systems for FY 2023. Based on the above and the review of risk which the Group is exposed to as well as the understanding of what countermeasures and internal controls are in place to manage them, the AC and the Board concluded that the Group's risk management framework and internal controls (including financial, operational, compliance and information technology controls) systems were adequate and effectively managed (*Provision 10.1(b) of 2018 Code*).

The Board and AC will be responsible for (a) monitoring the Company's risk of becoming subject to, or violating, any sanctions-related law or regulation and (b) ensuring timely and accurate disclosures to SGX-ST and other relevant authorities. As at the date of this Annual Report, the Company does not have existing business in a country which is subject to sanctions-related law or regulation and has no exposure to sanctions-related risks.

In respect of FY 2023, the Board has obtained the following assurances (*Provision 9.2 of 2018 Code*):

- a written confirmation from the CEO and CFO that the financial records have been properly maintained and the financial statements of the Company for FY 2023 give a true and fair view of the Group's operations and finances; and
- a written confirmation from the Executive Directors, CEO, CFO and relevant key management personnel that the Company's risk management and internal controls (including financial, operational, compliance and information technology controls) systems are adequate and effective.

The CEO and CFO have obtained similar assurance from the business and corporate executive heads in the Group.

The Group's external auditors have, in the course of their statutory audit, carried out a review of the Group's material internal control relevant to financial reporting in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control. Any material non-compliance and internal control weaknesses noted during their audit and the auditors' recommendations are reported to the AC to ensure appropriate follow-up actions are taken/to be taken by Management.

The Group's internal auditor has conducted independent reviews of the effectiveness of the Group's material internal controls (including financial, operational, compliance and information technology controls) and risk management systems, at least once a year.

The AC reviews the external and internal auditors' reports and ensures that there are adequate and effective internal controls in the Group.

Based on the internal controls established and maintained by the Group, work performed by the internal and external auditors, reviews performed by Management and the above-mentioned assurances from senior management and relevant key management personnel, the Board, with the concurrence of the AC, is of the opinion that the Group's risk management and internal controls (including financial, operational, compliance and information technology controls) systems were adequate and effective for FY 2023 (*Provision 10.1(b) of 2018 Code*). No material weaknesses of internal controls and risk management systems were identified in respect of FY 2023.

## CORPORATE GOVERNANCE

### Audit Committee – Principle 10

*The Board has an Audit Committee which discharges its duties objectively*

As at the date of this Annual Report, the AC, regulated by a set of written terms of reference, comprises three (3) members, all of whom are Independent Non-Executive Directors, as follows (*Provisions 1.4 and 10.2 of 2018 Code*):

Owi Kek Hean (Chairman)	–	Independent Non-Executive Director
Lee Wei Loon	–	Independent Non-Executive Director
Tan Poh Hong	–	Independent Non-Executive Director

The Board is of the view that the AC members have recent and relevant accounting or related financial management expertise or experience to discharge the AC's functions (*Provision 10.2 of 2018 Code*).

Under the terms of reference of the AC, a former partner or director of the Company's existing auditing firm or auditing corporation should be prohibited from acting as a member of the AC within a period of two (2) years commencing on the date of his/her ceasing (i) to be a partner of the auditing firm (or a director of the auditing corporation); or (ii) to have any financial interest in the auditing firm or auditing corporation, whichever is later.

None of the members of the AC is a partner or director of the Group's existing auditing firms or auditing corporations or was a former partner or former director of the Group's existing auditing firms or auditing corporations. None of the AC members has any financial interest in the Group's existing auditing firms or auditing corporations (*Provision 10.3 of 2018 Code*).

During the year under review, the AC members have attended meetings and discussions, organised by Management, with the external auditors, the internal auditors and the Company Secretary(ies) on financial standards updates, changes in corporate governance and risk management requirements. The AC members are encouraged to individually attend external seminars on financial, corporate governance and/or regulatory related topics to keep themselves abreast of the latest changes or developments, where appropriate.

The AC meets at least four (4) times a year, and as and when deemed necessary, to carry out its functions.

The AC's primary function is to provide assistance to the Board in fulfilling its responsibility relating to corporate accounting and auditing, the Company's financial reporting practices, the quality and integrity of the Company's financial reports and the Company's internal control systems including financial, operational, compliance and information technology controls, and risk management policies established by Management and the Board (*Provisions 1.4 and 10.1 of 2018 Code*).

The AC also performs the following key functions (*Provisions 1.4 and 10.1 of 2018 Code*):

- reviews significant financial reporting issues and judgements so as to ensure integrity of the financial statements of the Company, and any announcements relating to the Company's financial performance;
- reviews the audit scope, approach and results of the internal and external auditors;
- evaluates the overall effectiveness of both the internal and external audits through regular meetings with the internal and external auditors;
- reviews the adequacy, effectiveness and independence of the external audit and internal audit function;
- determines that no restrictions are being placed by Management upon the work of the internal and external auditors;
- evaluates the adequacy and effectiveness of the internal controls and risk management systems of the Company by reviewing written reports from the internal and external auditors, and Management's responses and actions to address any deficiencies noted;
- evaluates the adherence to the Group's administrative, operating and internal accounting controls;
- reviews the quarterly (if required), half-year and full-year financial statements of the Company and the Group before submission to the Board for approval;
- reviews the assurance from the CEO and CFO on the financial records and financial statements;
- reviews interested person transactions in accordance with the requirements of the Listing Rules of the SGX-ST and all potential conflicts of interests;



- reviews and approves all hedging policies and types of hedging instruments to be implemented by the Group, if any;
- reviews transactions by the Company, principally acquisitions and realisations, in accordance with the requirements of the Listing Rules of SGX-ST;
- ensures proper measures to mitigate any conflicts of interests have been put in place;
- reviews the policy and arrangements for concerns about possible improprieties in financial reporting or other matters to be safely raised, independently investigated and appropriately followed up on;
- reviews all non-audit services provided by the external auditors to determine if the provision of such services would affect the independence of the external auditors;
- reviews and recommends the appointment or re-appointment of the external auditors, including their remuneration; and
- considers other matters as requested by the Board.

The AC has full access to Management and full discretion to invite any Director or member of Management or external parties, such as, consultants/advisers (as necessary) to attend its meetings, and has been given reasonable resources to enable it to discharge its functions properly. The AC also has the authority to investigate any matter within its terms of reference.

The external auditors provide regular updates and periodic briefings to the AC on changes or amendments to accounting standards to enable the members of the AC to keep abreast of such changes and their corresponding impact on the financial statements, if any.

Annually, the AC meets with the internal and external auditors without the presence of Management. This is to review the adequacy of audit arrangements, with particular emphasis on the scope and quality of their audits, the independence and objectivity of the external auditors and the observations of the internal and external auditors (*Provision 10.5 of 2018 Code*).

## WHISTLEBLOWING POLICY AND PROGRAMME

The Company has adopted a whistleblowing policy and programme ("**WB Policy**") which provides an independent feedback channel for employees and external parties to make reports or raise concerns on misconduct or wrongdoing relating to the Company and its officers, or possible malpractices or improprieties in financial reporting, internal control or other matters directly to the AC Chairman and/or a member of the AC (contact details of whom are set out in the WB Policy) in confidence and in good faith without fear of reprisals (*Provision 10.1(f) of 2018 Code*). The WB Policy sets out the procedures/processes by which whistleblowing complaints are handled and the confidentiality and identity of the whistleblower is maintained and protected.

All whistleblowing reports will be forwarded immediately to the Chairman of the AC who will decide the appropriate action to be taken, including constituting an independent investigation committee ("**Investigation Committee**"), if necessary. The Investigation Committee (if required) shall comprise the AC Chairman and members of AC and any other persons who are considered independent as considered necessary and appropriate by the AC. The AC is responsible for oversight and monitoring of whistleblowing and ensures that arrangements are in place for independent investigation of matters raised. The AC will review investigation reports on whistleblowing cases and decide/recommend follow-up or remedial actions to be taken, where appropriate, and report the same to the Board accordingly. The Company and/or the AC may in its absolute discretion designate an independent function/party as it deems fit to investigate whistleblowing reports made in good faith.

The Company will (a) treat all information/whistleblowing reports received as well as all information disclosed during the course of investigation confidentially; and (b) protect the identity of all whistle-blowers, except as necessary or appropriate to conduct the investigation and to take any remedial action and subject to legal or regulatory requirements. The Company will also protect a whistle-blower, who acts in good faith and who has not himself or herself engaged in serious misconduct or illegal conduct, from detrimental or unfair treatment and any forms of harassment, retaliation, adverse employment or career advancement consequence or discrimination, including but not limited to demotion, dismissal or reduction of compensation or privileges of employment.

The AC reviews the WB Policy, annually or as and when deemed appropriate, to ensure its effectiveness and will recommend appropriate revisions to the Board for consideration and approval. The Company's WB Policy had been updated to be in line with the requirements of the SGX-ST's Listing Manual.

Details of the updated WB Policy have been disseminated and made available to all employees of the Group. To facilitate participation by the external parties, the WB Policy is also available on the Company's website at [www.centurioncorp.com.sg](http://www.centurioncorp.com.sg).

## CORPORATE GOVERNANCE

During the year, the AC held five (5) meetings to review the following, amongst other things:

- half-year and annual financial results, business updates announcements and interim and annual reports;
- internal and external auditors' plans and reports;
- adequacy and effectiveness of the risk management and internal control systems and internal audit function;
- re-appointment of external auditors and engagement of non-audit services (including non-audit fees) and relevant scope of works;
- progress update on sustainability reporting; and
- interested person transactions and the existing WB Policy for changes, if necessary (*Provision 10.1 of 2018 Code*).

The AC also had one (1) meeting with the external and internal auditors, without the presence of Management.

### External Audit

The AC assesses the independence of the external auditors, PricewaterhouseCoopers LLP, annually (*Provision 10.1(e) of 2018 Code*). The AC has reviewed the non-audit services provided by the external auditors and is of the opinion that the provision of such services as well as the fees paid for FY 2023 does not affect their independence.

The aggregate amount of fees paid/payable to the external auditors for FY 2023 are as follows:

	<b>S\$'000</b>
Audit fees paid/payable by the Company and its subsidiaries <sup>(2)</sup>	616
Non-audit fees <sup>(1)</sup> paid/payable by the Company and its subsidiaries <sup>(2)</sup>	76
<b>Total fees</b>	<b>692</b>

Notes:

- (1) Included in the non-audit fees are mainly tax advisory and compliance fees.
- (2) Includes the network of member firms of PricewaterhouseCoopers ("PwC") International Limited ("PwCIL").

The AC has reviewed and confirmed that the Company has complied with Rules 712, 715 and 716 of the Listing Manual of the SGX-ST in relation to the appointment of auditors of the Company, its subsidiaries and significant associated companies.

In reviewing the nomination of PricewaterhouseCoopers LLP for re-appointment as external auditors, the AC had considered the adequacy of resources and experience of PricewaterhouseCoopers LLP, the audit engagement partner and audit team assigned to the Company and Group's audit and the Audit Quality Indicators of PricewaterhouseCoopers LLP for FY 2023.

Based on its review, the AC is satisfied that PricewaterhouseCoopers LLP is a suitable auditing firm that is able to meet the Company's audit obligations and needs, and has recommended the re-appointment of PricewaterhouseCoopers LLP as external auditors of the Company at the 2024 AGM (*Provision 10.1(d) of 2018 Code*), which was accepted by the Board and will be tabled at the 2024 AGM for shareholders' approval. Accordingly, the Company has complied with Rule 712 of the Listing Manual of the SGX-ST.

### Internal Audit

The Company has out-sourced its internal audit function to BDO LLP ("**BDO**") (*Provision 10.4 of 2018 Code*). The internal auditor has direct and unrestricted access to the Chairman of the AC and presents their reports and audit findings and recommendations to the AC.

The internal auditor is provided with unfettered access to the Company's properties, documents, information, records and personnel (*Provision 10.4 of 2018 Code*) and performs their reviews in accordance with the BDO Global Internal Audit Methodology which is consistent with the International Standards for the Professional Practices of Internal Auditing established by the Institute of Internal Auditors. As the Group's outsourced internal auditor, BDO ensures that the engagement staff possess the relevant qualification and experience to conduct the internal audits.

The AC reviews the internal auditor's reports on the state of the Group's internal controls as well as approves the annual internal audit plans.

Key findings by internal auditors with Management responses are presented to and discussed with the AC who will submit its findings and recommendations to the Board. The recommendations also serve as further inputs for the next cycle of internal audit and enterprise risk management reviews. For the Group's FY 2023 internal audit, the Board has not identified any material weakness of controls and risk management systems based on the findings by the internal auditors.

The AC decides on the appointment, termination and remuneration of the internal auditor (*Provision 10.4 of 2018 Code*).

The AC is satisfied that the internal auditor is independent and effective, and has the necessary resources and appropriate standing within the Company to adequately perform its functions (*Provisions 10.1(e) and 10.4 of 2018 Code*).

### Executive Committee

The Board has established an Executive Committee of the Board (the "**EXCO**") to assist the Board with its oversight responsibilities in, amongst others, making business decisions and evaluating major strategic initiatives including acquisition or disposal transactions, based on authority delegated to the EXCO.

The EXCO, regulated by a set of written terms of reference, comprises five (5) members, as follows (*Provision 1.4 of 2018 Code*):

Loh Kim Kang David (Chairman)	–	Executive Director and Joint Chairman of the Board
Han Seng Juan	–	Non-Executive Director and Joint Chairman of the Board
Wong Kok Hoe	–	Executive Director and Deputy Chairman of the Board
Teo Peng Kwang	–	Executive Director and Chief Operating Officer of Accommodation Business
Kong Chee Min	–	CEO (who is not a Director)

The key duties and responsibilities of the EXCO are summarised below (*Provision 1.4 of 2018 Code*):

- reviews and approves all investments, acquisitions and disposal transactions and capital expenditure of (a) an amount up to S\$5.0 million per transaction and (b) an aggregate amount of not more than S\$10.0 million in each quarter of a financial year ("**Transactions**"), except those acquisitions and disposal transactions that are discloseable under the SGX-ST's Listing Manual which should be reviewed and recommended by the EXCO to the Board for review and approval; and to report all Transactions carried out by the EXCO (if any) to the Board on a quarterly basis;
- reviews and recommends for adoption of the Board, annual budgets and long-term business plans to achieve the objectives of the Company;
- provides guidance to Management at all stages of the strategic planning process upon request;
- reviews the monthly and year-to-date financial results and forecast and determines whether corrective action is necessary to be taken by Management;
- reviews the performance of the portfolio of businesses of the Company; and
- reviews and recommends mergers and acquisitions, disposals of businesses, capital expenditures and investments to the Board.

During the year, the EXCO held four (4) meetings to review/consider and recommend to the Board, where appropriate, investment opportunities, proposed acquisition/disposal transactions, capital expenditures, financial results and performance of the Group's businesses (*Provision 1.4 of 2018 Code*).

# CORPORATE GOVERNANCE

## SHAREHOLDER RIGHTS AND ENGAGEMENT

### Shareholder Rights and Conduct of General Meetings – Principle 11

*The company treats all shareholders fairly and equitably in order to enable them to exercise shareholders' rights and have the opportunity to communicate their views on matters affecting the company. The company gives shareholders a balanced and understandable assessment of its performance, position and prospects*

The Company treats all shareholders fairly and equitably, and recognises, protects and facilitates the exercise of shareholders' rights. Shareholders are informed of changes in the Company's business that are likely to materially affect the value of the Company's shares.

At each AGM and/or General Meetings, shareholders are given the opportunity to participate effectively and raise their concerns with the Directors and Management on matters pertaining to the Group's business and its operations. According to the Company's Constitution, Notice of an AGM and any EGM at which it is proposed to pass a special resolution is despatched to shareholders at least 21 clear days or 20 clear business days (whichever is longer) before the scheduled date for such meeting; while Notice of all other EGMs is despatched to shareholders at least 14 clear days or 10 clear business days (whichever is longer) before the scheduled date for such meeting. In the case of any General Meeting at which a special business is to be transacted, the Notice of General Meeting will specify the general nature of such business, and if any resolution is to be proposed as a special resolution, the Notice of General Meeting will contain a statement to that effect (*Provisions 11.1 and 12.1 of 2018 Code*).

According to Regulation 48 of the Company's Constitution, the Directors may whenever they think fit, and shall on requisition in accordance with the Statutes, proceed with proper expedition to convene an EGM, or in default, the EGM may be convened by such requisitionists, including shareholders holding a minority stake in the Company which have shareholdings not less than ten per cent (10%) of the total number of paid-up shares as at the date of the requisition carries the right of voting at General Meetings.

According to Section 176 of the Companies Act 1967 of Singapore ("**Companies Act**"), directors of a company, despite anything in its constitution, must, on the requisition of shareholders holding at the date of the deposit of the requisition not less than ten per cent (10%) of the total number of paid-up shares as at the date of the deposit carries the right of voting at general meetings, immediately proceed duly to convene an EGM of the company to be held as soon as practicable but in any case not later than two (2) months after the receipt by the company of the requisition.

Besides, according to Section 177 of the Companies Act, two (2) or more shareholders holding not less than ten per cent (10%) of the total number of issued shares of the company (excluding treasury shares) may call a meeting of the company.

A meeting of a company or of a class of shareholders, other than a meeting for the passing of a special resolution, must be called by written notice of not less than 14 days or such longer period as is provided in the constitution.

So far as the constitution does not make other provision in that behalf, notice of every meeting must be served on every shareholder having a right to attend thereat in the manner in which notices are required to be served by the model constitution prescribed under Section 36(1) the Companies Act for the type of company to which the company belongs, if any.

### Conduct of Shareholder Meetings

The Company encourages shareholder participation at General Meetings of shareholders (*Provision 11.1 of 2018 Code*).

Shareholders have the opportunities to communicate their views on matters relating to the Group and to participate effectively in the meeting and to vote thereat, either in person or by proxy. The Company's Constitution allows:

- (a) a shareholder who is not a relevant intermediary to appoint not more than two (2) proxies to attend, speak and vote at the AGM and other General Meetings; and
- (b) a shareholder who is a relevant intermediary to appoint more than two (2) proxies to attend, speak and vote at the AGM and other General Meetings.

For the time being, the Board is of the view that this is adequate to enable shareholders to participate in General Meetings of the Company. Currently, the Company has not implemented measures to allow shareholders who are unable to vote in person at the Company's General Meetings the option to vote in absentia, such as, via mail, electronic mail or facsimile. However, under the provisions of the Company's Constitution, the Directors may, at their sole discretion, approve and implement, subject to such security measures as may be deemed necessary or expedient, such voting methods to allow shareholders who are unable to vote in person at any General Meeting the option to vote in absentia (*Provision 11.4 of 2018 Code*).

Issues seeking approval of shareholders are usually tabled as separate resolutions at AGM and General Meetings. Each item of special business included in the notice of the meeting will be accompanied by an explanation of the effects of a proposed resolution (*Provision 11.2 of 2018 Code*). Resolutions tabled at AGMs and other General Meetings are voted on by way of poll conducted in the presence of independent scrutineers. Poll voting procedures are explained to shareholders at the AGMs and other General Meetings, where appropriate. The results of the poll voting are announced at the meeting and published via SGXNet on the same day as the meeting.

Minutes of AGMs and other General Meetings are prepared and will be made available to shareholders upon their written request. The minutes of AGM, which include a summary of substantial and relevant comments or queries received from shareholders and responses from the Board and Management, are published via SGXNet and on the Company's website (*Provision 11.5 of 2018 Code*).

All Directors and the CEO (who is not a Director) are expected to attend AGMs and other General Meetings held by the Company. For the AGM and EGMs held in 2023, the Directors' and the CEO's attendance can be found on page 70 of this Annual Report. Besides Directors, the CEO, senior management and external auditors are present at AGMs and other General Meetings, if any, to address queries from the shareholders (*Provision 11.3 of 2018 Code*).

The Company recognises the importance of interaction and engagement with shareholders and constantly looks to enhance shareholder participation in AGM. In relation to the 2024 AGM, shareholders should note that the 2024 AGM is being convened, and will be held, in a wholly physical format, at Bras Basah Room, Raffles City Convention Centre (Level 4), 80 Bras Basah Road, Singapore 189560. There will be no option for shareholders to participate virtually.

Please refer to the Notice of 2024 AGM for further details.

### Dividend Policy

The Company does not currently have a formal policy on payment of dividends to shareholders. The Group, however, plans to declare dividends on a half-yearly basis to reward shareholders taking into consideration the Group's annual profitability, cashflow requirements for its business expansion and retained earnings, as well as any other factors deemed relevant by the Directors. Since the second quarter of FY 2015, the Company had paid dividend on a half-yearly basis, except for FY 2020 and the first half of FY 2021 for which no dividend was declared/recommended by the Board as the Company conserved its cash resources in view of the unprecedented economic condition and uncertainty amidst the COVID-19 pandemic (*Provision 11.6 of 2018 Code*).

To reward shareholders and in line with the Company's performance for FY 2023, the Board has recommended a final dividend of 1.5 Singapore cents per ordinary share, subject to approval of shareholders at the 2024 AGM (*Provision 11.6 of 2018 Code*). Together with the interim dividend payment of 1.0 Singapore cent per ordinary share during the year, this brings the total dividend payment for FY 2023 to 2.5 Singapore cents per ordinary share.

### Engagement with Shareholders – Principle 12

*The company communicates regularly with its shareholders and facilitates the participation of shareholders during general meetings and other dialogues to allow shareholders to communicate their views on various matters affecting the company*

The Company values dialogue with its shareholders and believes in regular, effective and fair communication with its shareholders and is committed to hearing shareholders' views and addressing their concerns where possible.

Details on the channels established by the Company for maintaining an on-going dialogue with its shareholders are set out in this section entitled "Shareholder Rights and Engagement" on pages 90 to 92 of this Annual Report, and in the sections entitled "Investor Relations" on pages 42 to 43 of this Annual Report and entitled "Stakeholder Engagement" on page 49 of this Annual Report.

The Board reviews from time to time the implementation and effectiveness of the shareholder's communication policy of the Company.

The Board provides shareholders with a balanced and understandable explanation and analysis of the Company's financial performance, position and prospects on a quarterly basis in the Company's announcements of business updates for first and third quarters in respect of a financial year, and in the Company's announcements of half-year and full-year financial results.

## CORPORATE GOVERNANCE

The Company does not practice selective disclosure. In line with the continuous disclosure obligations of the Company, the Board ensures that shareholders are equally informed of all major developments within the Group on a timely basis. Financial results and other material information are communicated to shareholders on a timely basis through (*Provision 12.1 of 2018 Code*):

- Annual Report and Notice of the AGM prepared and issued to all shareholders within the mandatory period;
- Financial statements/results released through SGXNet in accordance with the requirements of the SGX-ST's Listing Rules;
- Notices of and explanatory memoranda for AGMs and EGMs advertised in the newspapers and also published via SGXNet;
- Announcements relating to major developments of the Group made via SGXNet in accordance with the requirements of the SGX-ST's Listing Rules; and
- Group's website at [www.centurioncorp.com.sg](http://www.centurioncorp.com.sg) at which shareholders can access information regarding the Group. The website provides all corporate announcements, press releases, annual reports, circulars, presentation slides and profiles of the Group. An email link has been established on the website to receive feedbacks, request for information and facilitate communications with shareholders.

In respect of proposing a person for election as a director of the Company at General Meetings, please refer to the procedures available on the Company's website through this link:

[https://centurion.listedcompany.com/newsroom/Centurion\\_Corporation\\_Limited-Nomination\\_Procedures\\_for\\_Directors\\_English.pdf](https://centurion.listedcompany.com/newsroom/Centurion_Corporation_Limited-Nomination_Procedures_for_Directors_English.pdf)

Briefings for analysts, media and investors are held after the release of the Group's half-year and full-year financial results via SGXNet and on the website of the Company. Presentations are also made, as appropriate, to explain the Group's strategy, performance and major developments. All analysts' and media briefing materials are made available via SGXNet as well as on the Company's website for the information of shareholders (*Provision 12.1 of 2018 Code*).

The Company has engaged an external investor relations ("IR") firm which communicates with its shareholders and analysts on a regular basis and attends to their queries or concerns. The IR firm also manages the dissemination of corporate information to the media, public, institutional investors and public shareholders, and acts as a liaison point for such entities and parties. In addition, the Company participates in one-on-one meetings, conference calls, investor conferences and road shows. In these meetings, matters pertaining to business strategy, operational and financial performance and business prospects were shared by the senior management team (*Provision 12.2 of 2018 Code*).

Shareholders may at any time send their enquiries and/or feedback about the Company to the Board in writing through our Investor Relations Contact, details are as follows (*Provision 12.3 of 2018 Code*):

### DAVID PHEY

Head of Corporate Communications

Tel: +65 6745 3288

Email: [david.phey@centurioncorp.com.sg](mailto:david.phey@centurioncorp.com.sg)

### MANAGING STAKEHOLDERS RELATIONSHIPS

#### Engagement with Stakeholders – Principle 13

*The Board adopts an inclusive approach by considering and balancing the needs and interests of material stakeholders, as part of its overall responsibility to ensure that the best interests of the company are served*

The Board recognises the interests of the Company's internal and external stakeholders are essential as part of value creation for the Group. The Company adopts a proactive approach in engaging its stakeholders. The Company discloses in its Sustainability Report, *inter alia*, its strategy and key areas of focus in relation to the management of stakeholder relationships during the reporting period. Please refer to the section entitled "Stakeholder Engagement" on page 49 of this Annual Report for more information on how the Company engages and manages relationships with stakeholders (*Provisions 13.1 and 13.2 of 2018 Code*).

The Company maintains a corporate website at [www.centurioncorp.com.sg](http://www.centurioncorp.com.sg) to communicate and engage with its stakeholders (*Provision 13.3 of 2018 Code*).

## INTERESTED PERSON TRANSACTIONS

The Company has adopted an internal policy in respect of any transactions with interested person and has set out the procedures for review and approval of the Company's interested person transactions. All interested person transactions are subject to review by the AC to ensure compliance with Chapter 9 of the SGX-ST's Listing Manual.

The Company's disclosure in accordance with Rule 907 of the SGX-ST's Listing Manual in respect of interested person transactions for FY 2023 is as follows:

Name of Interested Person	Nature of Relationship	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than S\$100,000)
Various associates of Directors and Controlling Shareholders Please see Note (i) for further details	Associates of Directors and Controlling Shareholders of the Company	S\$5,351,092

Note:

(i) During the financial year under review, the following transactions have been entered with associates of our Directors and controlling shareholders, Mr. Loh Kim Kang David and Mr. Han Seng Juan:

- 03.01.2023: Cost Sharing Reimbursement Agreements with Centurion Properties Pte. Ltd.\* S\$108,032
- 28.11.2022: Interest paid to Mr. Loh Kim Kang David in respect of an aggregate principal amount of S\$500,000 of fixed rate notes due 2026 issued by the Company (Series 006) on 28 November 2022 held by Mr. Loh Kim Kang David, at the interest rate of 6.5% per annum S\$32,500
- 23.03.2023: CSL Student Living Benikea KP Ltd – Shareholder loan with interest rate of 5% per annum from Centurion Overseas Investments Pte. Ltd. to CSL Student Living Benikea KP Ltd (total waiver interest of S\$72,876) S\$1,728,488
- 01.01.2023 CSL Student Living Benikea KP Ltd – Management fee charged by Dwell Student Living Korea Ltd to CSL Student Living Benikea KP Ltd S\$53,822
- 18.10.2023: Centurion Properties Pte. Ltd. – A refundable deposit of A\$3.9 million paid by Centurion Overseas Investments (II) Pte. Ltd. for a possible participation in a new student accommodation development project S\$3,428,250

\* Centurion Properties Pte. Ltd. is a controlling shareholder of the Company

The Company does not have a shareholders' mandate for interested person transactions.

## CORPORATE GOVERNANCE

### DEALINGS IN THE COMPANY'S SECURITIES

The Company has adopted an internal code governing dealings in securities by Directors, officers and employees who are likely to be in possession of unpublished price sensitive information of the Company and its subsidiaries. During 2023, following the Company's Delisting from HKEX, the Company has updated the code mainly to remove sections relating to Hong Kong requirements and to align with the requirements of the SGX-ST's Listing Manual. This revised code has been disseminated to all the Directors, officers and employees of the Group as defined in the code.

During the financial year under review, Directors, officers and employees have been informed not to deal in the Company's securities at all times whilst in possession of unpublished price sensitive information and during the following periods commencing:

#### Publication of Financial Statements/Results

- (a) one (1) month immediately preceding the publication date of the Company's half-year and full-year financial statements/results up to the publication date of the relevant half-year and full-year financial statements/results.

#### Publication of Interim Business and/or Operational Updates for First and Third Quarters

- (a) two (2) weeks immediately preceding the publication date of the Company's interim business and/or operational updates for first quarter and third quarter up to the publication date of the relevant interim business and/or operational updates.

Directors, officers and employees have also been directed to refrain from dealing in the Company's securities on short-term considerations.

Specific enquiry has been made of all the Directors and the Directors have confirmed that they have complied with the Company's internal code throughout FY 2023. Besides, no incident of non-compliance of the Company's internal code by the employees has been noted by the Company.

### MATERIAL CONTRACTS

No material contracts were entered between the Company or any of its subsidiaries involving the interest of the CEO, any Director or controlling shareholder during or at the end of FY 2023.



## DIRECTORS' STATEMENT

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

The directors present their statement to the members together with the audited consolidated financial statements of the Group for the financial year ended 31 December 2023 and the balance sheet of the Company as at 31 December 2023.

In the opinion of the directors,

- (a) the balance sheet of the Company and the consolidated financial statements of the Group as set out on pages 102 to 183 are drawn up so as to give a true and fair view of the financial position of the Company and of the Group as at 31 December 2023 and the financial performance, changes in equity and cash flows of the Group for the financial year covered by the consolidated financial statements; and
- (b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

### Directors

The directors of the Company in office at the date of this statement are as follows:

Chan Wan Hong	(Appointed on 1 January 2024)
Chandra Mohan s/o Rethnam	
Gn Hiang Meng	
Han Seng Juan	
Lee Wei Loon	
Loh Kim Kang David	
Nicholas Kong Ming Leong	(Appointed on 1 January 2024)
Owi Kek Hean	
Tan Poh Hong	
Teo Peng Kwang	
Wong Kok Hoe	

### Arrangements to enable directors to acquire shares and debentures

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

## DIRECTORS' STATEMENT

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### Directors' interests in shares or debentures

- (a) According to the register of directors' shareholdings kept by the Company under Section 164 of the Singapore Companies Act 1967, none of the directors holding office at the end of the financial year had any interest in the shares or debentures of the Company or its related corporations, except as follows:

	Holdings registered in name of director		Holdings in which director is deemed to have an interest	
	At 31.12.2023	At 1.1.2023 or date of appointment, if later	At 31.12.2023	At 1.1.2023 or date of appointment, if later
<b>Centurion Corporation Limited</b>				
<u>(No. of ordinary shares)</u>				
Gn Hiang Meng	–	–	<b>247,500</b>	247,500
Loh Kim Kang David <sup>(i)</sup>	<b>44,380,350</b>	44,380,350	<b>425,956,126</b>	425,956,126
Han Seng Juan	<b>33,877,600</b>	33,877,600	<b>433,703,626</b>	433,703,626
Wong Kok Hoe	<b>10,000,000</b>	10,000,000	–	–
Teo Peng Kwang <sup>(ii)</sup>	<b>63,723,330</b>	63,723,330	–	–
<b>Ultimate Holding Corporation</b>				
– <b>Centurion Global Ltd</b>				
<u>(No. of ordinary shares)</u>				
Loh Kim Kang David	<b>8,086</b>	8,086	–	–
Han Seng Juan	<b>8,086</b>	8,086	–	–
<b>Immediate Holding Corporation</b>				
– <b>Centurion Properties Pte. Ltd.</b>				
<u>(No. of ordinary shares)</u>				
Loh Kim Kang David	–	–	<b>10,000,000</b>	10,000,000
Han Seng Juan	–	–	<b>10,000,000</b>	10,000,000

Notes:

- (i) As at 31 December 2023, Loh Kim Kang David also has a direct interest in the Fixed Rate Notes due 2026 issued by the Company on 28 November 2022 ("Fixed Rate Notes due 2026") for an aggregate principal amount of S\$500,000 (as at 1 January 2023: Direct interest in Fixed Rate Notes due 2026 for an aggregate principal amount of S\$500,000).
- (ii) As at 31 December 2023, Teo Peng Kwang also has a direct interest in the Fixed Rate Notes due 2026 for an aggregate principal amount of S\$1,000,000 (as at 1 January 2023: Direct interest in Fixed Rate Notes due 2026 for an aggregate principal amount of S\$1,000,000).
- (b) Loh Kim Kang David and Han Seng Juan, who by virtue of their individual interest of not less than 20% of the issued share capital of the Company, are deemed to have an interest in the shares of the subsidiaries held by the Company.
- (c) The directors' interests in the ordinary shares of the Company as at 21 January 2024 were the same as those as at 31 December 2023.

### Share options

The Company has no share option scheme as at the date of this statement.

There were no options granted during the financial year to subscribe for unissued shares of the Company or its subsidiaries.

No shares were issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company or its subsidiaries.

There were no unissued shares of the Company or its subsidiaries under option at the end of the financial year.

### Audit committee

The members of the Audit Committee at the end of the financial year and at the date of this statement were as follows:

Owi Kek Hean (Chairman)	
Chandra Mohan s/o Rethnam	(Ceased appointment on 1 January 2024)
Gn Hiang Meng	(Ceased appointment on 1 January 2024)
Lee Wei Loon	(Appointed on 1 January 2024)
Tan Poh Hong	(Appointed on 1 January 2024)

All members of the Audit Committee were independent non-executive directors.

The Audit Committee carried out its functions in accordance with Section 201B(5) of the Singapore Companies Act 1967, the Listing Manual of the Singapore Exchange Securities Trading Limited and the Singapore Code of Corporate Governance 2018. In performing those functions, the Audit Committee reviewed:

- the scope and the results of internal audit procedures with the internal auditor;
- the audit plan of the Company's independent auditor and any recommendations on internal accounting controls arising from the statutory audit;
- the assistance given by the Company's management to the independent auditor; and
- the balance sheet of the Company and the consolidated financial statements of the Group for the financial year ended 31 December 2023 before their submission to the Board of Directors.

The Audit Committee has recommended to the Board that the independent auditor, PricewaterhouseCoopers LLP, be nominated for re-appointment at the forthcoming Annual General Meeting of the Company.

Further details regarding the Audit Committee are provided in the section entitled "Corporate Governance" in this annual report.

### Independent auditor

The independent auditor, PricewaterhouseCoopers LLP, has expressed its willingness to accept re-appointment.

On behalf of the directors

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Wong Kok Hoe  
Director

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Loh Kim Kang David  
Director

18 March 2024

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CENTURION CORPORATION LIMITED

## Report on the Audit of the Financial Statements

### Our Opinion

In our opinion, the accompanying consolidated financial statements of Centurion Corporation Limited ("the Company") and its subsidiaries ("the Group") and the balance sheet of the Company are properly drawn up in accordance with the provisions of the Companies Act 1967 ("the Act") and Singapore Financial Reporting Standards (International) ("SFRS(I)s") so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 December 2023 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the financial year ended on that date.

### Separate opinion in relation to IFRS Accounting Standards

As explained in Note 2.1 to the financial statements, the Group and the Company, in addition to applying SFRS(I)s, have also applied IFRS Accounting Standards. In our opinion, the consolidated financial statements of the Group and the balance sheet of the Company give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 December 2023 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the financial year then ended in accordance with IFRS Accounting Standards.

### What we have audited

The financial statements of the Group and the Company comprise:

- the consolidated income statement of the Group for the financial year ended 31 December 2023;
- the consolidated statement of comprehensive income of the Group for the financial year then ended;
- the balance sheets of the Group and of the Company as at 31 December 2023;
- the consolidated statement of changes in equity of the Group for the financial year then ended;
- the consolidated statement of cash flows of the Group for the financial year then ended; and
- the notes to the financial statements, including material accounting policy information.

### Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report.

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

### Independence

We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code.

### Our audit approach

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the accompanying financial statements. In particular, we considered where management made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

## Our audit approach (continued)

### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements for the financial year ended 31 December 2023. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter	How our audit addressed the Key Audit Matter
<p><b>Valuation of investment properties</b></p> <p>As at 31 December 2023, the carrying value of the Group's investment properties of S\$1,408,604,000 accounted for 82% of the Group's total assets (Note 23).</p> <p>In addition, the investment properties held by the Group's associated companies affect the carrying value of the Group's investments in associated companies (Note 20).</p> <p>The valuation of investment properties was a key audit matter due to the significant judgement in determining the key inputs used in the valuation. These key inputs include discount rate, rental rate, market value of comparable properties, capitalisation rate and gross development value, and are dependent on the nature of each investment property and the prevailing market conditions.</p> <p>The key inputs are disclosed in Note 3 and Note 23 to the accompanying financial statements.</p>	<p>Our procedures included the following:</p> <ul style="list-style-type: none"> <li>assessed the competence, capabilities and objectivity of the external valuers engaged by the Group;</li> <li>obtained an understanding of the techniques used by the external valuers in determining the valuation of individual investment properties;</li> <li>discussed the key inputs used by the external valuers in the valuation;</li> <li>tested the reliability of information, including underlying lease and financial information provided to the external valuers; and</li> <li>assessed the reasonableness of the discount rate, rental rate, market value of comparable properties, capitalisation rate and gross development value by benchmarking these against prior year inputs and those of comparable properties based on information available as at 31 December 2023.</li> </ul> <p>We found the external valuers to be members of recognised bodies for professional valuers. We also found that the valuation techniques used were appropriate in the context of the Group's investment properties and the key inputs used were within the range of market data.</p> <p>We have also assessed the adequacy of the disclosures relating to the key inputs on the valuation of investment properties, as we consider them as likely to be significant to users of the financial statements given the estimation uncertainty and sensitivity of the valuations.</p>

### Other Information

Management is responsible for the other information. The other information comprises all the sections of the annual report but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements 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.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CENTURION CORPORATION LIMITED

## Responsibilities of Management and Directors for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act, SFRS(I)s and IFRS Accounting Standards, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is 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 management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Group's financial reporting process.

## Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are 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 SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

### Auditor's Responsibilities for the Audit of the Financial Statements (continued)

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company and by those subsidiary corporations incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditor's report is Yeow Chee Keong.

### PricewaterhouseCoopers LLP

Public Accountants and Chartered Accountants  
Singapore, 18 March 2024

## CONSOLIDATED INCOME STATEMENT

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

	Note	2023 S\$'000	2022 S\$'000
Revenue	4	207,245	180,450
Cost of sales	5	(57,216)	(56,895)
Gross profit		150,029	123,555
Other income	6	1,939	2,652
Other losses – net			
– Loss on derecognition of financial assets	7	–	(89)
– Write back of impairment of trade and other receivables	7	48	316
– Others	7	(1,684)	(1,244)
Net fair value gain on investment properties	23	84,794	18,982
Expenses			
– Distribution expenses	5	(1,825)	(1,594)
– Administrative expenses	5	(28,191)	(27,891)
– Finance expenses	8	(37,052)	(28,341)
Share of profit of associated companies and joint venture	20,21	27,356	8,919
Profit before tax		195,414	95,265
Tax expense	10(a)	(19,501)	(18,985)
<b>Total profit</b>		<b>175,913</b>	<b>76,280</b>
<b>Profit attributable to:</b>			
Equity holders of the Company		153,115	71,425
Non-controlling interests		22,798	4,855
		<b>175,913</b>	<b>76,280</b>
<b>Earnings per share for profit attributable to equity holders of the Company</b>			
Basic earnings per share (cents)	11(a)	18.21	8.50
Diluted earnings per share (cents)	11(b)	18.21	8.50

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



# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

	Note	2023 S\$'000	2022 S\$'000
<b>Total profit</b>		<b>175,913</b>	76,280
<b>Other comprehensive loss:</b>			
<i>Items that may be reclassified subsequently to profit or loss:</i>			
Financial assets, at FVOCI – debt instruments			
– Fair value gains/(losses)	33(b)(i)	<b>216</b>	(487)
– Reclassification	33(b)(i)	–	6
Cash flow hedges			
– Fair value (losses)/gains	33(b)(ii)	<b>(1,363)</b>	5,433
– Reclassification	33(b)(ii)	<b>(1,971)</b>	165
Share of other comprehensive income/(loss) of associated companies and joint venture		<b>62</b>	(721)
Currency translation gains/(losses) arising from consolidation	33(b)(iii)	<b>1,429</b>	(40,105)
<b>Other comprehensive loss, net of tax</b>		<b>(1,627)</b>	(35,709)
<b>Total comprehensive income</b>		<b>174,286</b>	40,571
<b>Total comprehensive income attributable to:</b>			
Equity holders of the Company		<b>151,451</b>	35,638
Non-controlling interests		<b>22,835</b>	4,933
		<b>174,286</b>	40,571

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

## BALANCE SHEETS

AS AT 31 DECEMBER 2023

	Note	Group		Company	
		2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
<b>ASSETS</b>					
<b>Current assets</b>					
Cash and bank balances	12	74,717	68,274	17,352	19,913
Trade and other receivables	13	11,836	12,886	25,990	19,708
Inventories	14	190	334	–	–
Other assets	15	7,638	3,797	567	241
Derivative financial instruments	19	771	–	–	–
Financial assets, at fair value through other comprehensive income	16	3,432	6,466	3,432	6,466
		<b>98,584</b>	<b>91,757</b>	<b>47,341</b>	<b>46,328</b>
Assets held for sale	17	65,194	–	–	–
		<b>163,778</b>	<b>91,757</b>	<b>47,341</b>	<b>46,328</b>
<b>Non-current assets</b>					
Trade and other receivables	13	–	–	399,580	391,198
Other assets	15	2,353	4,243	138	137
Financial assets, at fair value through profit or loss	18	42	51	–	–
Derivative financial instruments	19	787	3,811	35	–
Investments in associated companies	20	141,915	120,280	1,298	1,298
Investment in a joint venture	21	–	6,040	–	–
Investments in subsidiaries	22	–	–	16,716	16,846
Investment properties	23	1,408,604	1,314,097	–	–
Property, plant and equipment	24	7,605	7,476	1,641	1,660
Deferred tax assets	31	8	–	–	–
		<b>1,561,314</b>	<b>1,455,998</b>	<b>419,408</b>	<b>411,139</b>
<b>Total assets</b>		<b>1,725,092</b>	<b>1,547,755</b>	<b>466,749</b>	<b>457,467</b>
<b>LIABILITIES</b>					
<b>Current liabilities</b>					
Trade and other payables	27	79,768	55,105	32,275	21,153
Other liabilities	28	966	430	–	–
Current tax liabilities	10	18,443	12,309	1,716	1,372
Borrowings	29	58,908	80,016	1,583	2,137
Lease liabilities	30	15,809	17,739	516	493
		<b>173,894</b>	<b>165,599</b>	<b>36,090</b>	<b>25,155</b>
<b>Non-current liabilities</b>					
Trade and other payables	27	389	–	–	–
Other liabilities	28	81	684	–	–
Deferred tax liabilities	31	22,858	20,684	35	35
Borrowings	29	598,504	583,087	125,128	131,989
Lease liabilities	30	57,733	69,213	450	965
		<b>679,565</b>	<b>673,668</b>	<b>125,613</b>	<b>132,989</b>
<b>Total liabilities</b>		<b>853,459</b>	<b>839,267</b>	<b>161,703</b>	<b>158,144</b>
<b>NET ASSETS</b>		<b>871,633</b>	<b>708,488</b>	<b>305,046</b>	<b>299,323</b>
<b>EQUITY</b>					
<b>Capital and reserves attributable to equity holders of the Company</b>					
Share capital	32	142,242	142,242	253,553	253,553
Other reserves	33	(62,500)	(60,836)	(585)	(534)
Retained profits	34	746,028	605,524	52,078	46,304
		<b>825,770</b>	<b>686,930</b>	<b>305,046</b>	<b>299,323</b>
<b>Non-controlling interests</b>	22	<b>45,863</b>	<b>21,558</b>	<b>–</b>	<b>–</b>
<b>Total equity</b>		<b>871,633</b>	<b>708,488</b>	<b>305,046</b>	<b>299,323</b>

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

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

	Note	← Attributable to equity holders of the Company →			Non-controlling interests S\$'000	Total equity S\$'000	
		Share capital S\$'000	Other reserves S\$'000	Retained profits S\$'000			Total S\$'000
<b>2023</b>							
Beginning of financial year		142,242	(60,836)	605,524	686,930	21,558	708,488
Profit for the year		–	–	153,115	153,115	22,798	175,913
Other comprehensive (loss)/income for the year		–	(1,664)	–	(1,664)	37	(1,627)
Total comprehensive (loss)/income for the year		–	(1,664)	153,115	151,451	22,835	174,286
Dividends paid	35	–	–	(12,611)	(12,611)	–	(12,611)
Total transactions with owners, recognised directly in equity		–	–	(12,611)	(12,611)	–	(12,611)
Issuance of shares to a non-controlling shareholder		–	–	–	–	1,470	1,470
<b>End of financial year</b>		<b>142,242</b>	<b>(62,500)</b>	<b>746,028</b>	<b>825,770</b>	<b>45,863</b>	<b>871,633</b>
<b>2022</b>							
Beginning of financial year		142,242	(25,049)	542,521	659,714	17,605	677,319
Profit for the year		–	–	71,425	71,425	4,855	76,280
Other comprehensive (loss)/income for the year		–	(35,787)	–	(35,787)	78	(35,709)
Total comprehensive (loss)/income for the year		–	(35,787)	71,425	35,638	4,933	40,571
Dividends paid	35	–	–	(8,422)	(8,422)	(980)	(9,402)
Total transactions with owners, recognised directly in equity		–	–	(8,422)	(8,422)	(980)	(9,402)
<b>End of financial year</b>		<b>142,242</b>	<b>(60,836)</b>	<b>605,524</b>	<b>686,930</b>	<b>21,558</b>	<b>708,488</b>

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## CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

	Note	2023 S\$'000	2022 S\$'000
<b>Cash flows from operating activities</b>			
Total profit		175,913	76,280
Adjustments for:			
– Tax expense	10(a)	19,501	18,985
– Depreciation	5	3,549	3,663
– Write back of impairment of trade and other receivables	7	(48)	(316)
– Net loss/(gain) on disposal of plant and equipment	7	19	(10)
– Net fair value gain on investment properties	23	(84,794)	(18,982)
– Interest income	6	(1,491)	(808)
– Finance expenses	8	37,052	28,341
– Share of profit of associated companies and joint venture	20,21	(27,356)	(8,919)
– Loss on disposal of financial assets, at FVOCI	7	–	6
– Fair value loss on financial assets at fair value through profit or loss	7	9	6
– Reclassification of exchange differences from currency translation reserve upon derecognition of joint venture	7	954	–
– Unrealised currency translation differences		311	(51)
Operating cash flow before working capital changes		123,619	98,195
Change in working capital:			
– Inventories		144	(170)
– Trade and other receivables		(1,617)	4,854
– Other assets		(2,587)	(2,694)
– Trade and other payables		13,936	11,183
Cash generated from operations		133,495	111,368
Tax paid	10(b)	(10,676)	(7,186)
<b>Net cash provided by operating activities</b>		<b>122,819</b>	<b>104,182</b>
<b>Cash flows from investing activities</b>			
Proceeds from disposal of property, plant and equipment		27	72
Additions to investment properties		(57,876)	(4,548)
Additions of property, plant and equipment		(3,529)	(1,319)
Interest received		1,555	779
Dividends received from associated companies and a joint venture	20,21	5,717	3,803
Return of capital on deregistration of a joint venture	21	4,203	–
Purchase of financial assets, at FVOCI	16	–	(1,000)
Proceeds from disposal of financial assets, at FVOCI	16	3,250	500
Acquisition of a subsidiary, net cash acquired	22	(306)	–
Deposit received for asset held for sale		1,675	–
<b>Net cash used in investing activities</b>		<b>(45,284)</b>	<b>(1,713)</b>

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

	Note	2023 S\$'000	2022 S\$'000
<b>Cash flows from financing activities</b>			
Proceeds from borrowings		54,288	63,698
Proceeds from non-controlling interests for issuance of ordinary shares		1,470	–
Loan from non-controlling interests		1,179	92
Repayment of loan from associated company		(1,500)	(3,600)
Repayment of borrowings		(56,291)	(103,953)
Interest paid on borrowings		(34,000)	(24,796)
Interest paid on lease liabilities		(2,935)	(3,228)
Repayment of principal portion of lease liabilities		(19,357)	(17,950)
Restricted cash charged as security to bank		(1,090)	(534)
Dividends paid to equity holders of the company		(12,611)	(8,422)
Dividends paid to non-controlling interests		–	(980)
Premium paid for purchase of interest rate cap		(1,319)	(523)
<b>Net cash used in financing activities</b>		<b>(72,166)</b>	<b>(100,196)</b>
<b>Net increase in cash and cash equivalents held</b>		<b>5,369</b>	<b>2,273</b>
<b>Cash and cash equivalents</b>			
Beginning of financial year		66,556	66,309
Effects of currency translation on cash and cash equivalents		(16)	(2,026)
<b>End of financial year</b>	12	<b>71,909</b>	<b>66,556</b>

Please refer to reconciliation of liabilities arising from financing activities in Note 12.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

## 1. GENERAL INFORMATION

Centurion Corporation Limited (the "Company") is incorporated and domiciled in Singapore and is listed on the Mainboard of the Singapore Exchange Securities Trading Limited. On 1 November 2023, the Company completed the voluntary withdrawal of the listing of its shares on the Main Board of The Stock Exchange of Hong Kong Limited. The address of its registered office is 45 Ubi Road 1, #05-01, Singapore 408696.

The principal activities of the Company include investment holding and provision of management services.

The principal activities of its subsidiaries, associated companies and joint venture are set out in Notes 22, 20 and 21 respectively.

The financial statements are presented in thousands of Singapore Dollars (S\$'000) unless otherwise stated.

## 2. MATERIAL ACCOUNTING POLICY INFORMATION

### 2.1 Basis of preparation

The financial statements have been prepared in accordance with Singapore Financial Reporting Standards (International) ("SFRS(I)s") and IFRS Accounting Standards. All references to SFRS(I)s and IFRS Accounting Standards are referred to collectively as "IFRSs" in these financial statements, unless specified otherwise. The financial statements have been prepared under the historical cost convention, except as disclosed in the accounting policies below.

As at 31 December 2023, the Group is in a net current liability position of S\$10,116,000. These financial statements are prepared on a going concern basis as the Group expects to generate sufficient operating cash flows to enable the Group to pay its debts as and when they fall due within the next twelve months from balance sheet date. In addition, the Group has unutilised committed credit facilities of approximately S\$83,172,000 (of which S\$69,428,000 relates to unutilised committed credit facilities expiring more than 12 months after balance sheet date) as at 31 December 2023, which enables the Group to pay its debts as and when they fall due within the next twelve months from the balance sheet date.

The preparation of the financial statements in conformity with IFRSs requires management to exercise its judgement in the process of applying the Group's accounting policies. It also requires the use of certain critical accounting estimates and assumptions. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

#### *Interpretations and amendments to published standards effective in 2023*

On 1 January 2023, the Group adopted the new or amended IFRSs and Interpretations of IFRSs ("INT IFRSs") that are mandatory for application for the year as set out below. Changes to the Group's accounting policies have been made as required, in accordance with the transitional provisions in the respective IFRSs and INT IFRSs.

The adoption of these new or amended IFRSs and INT IFRSs did not result in substantial changes to the accounting policies of the Group and the Company and had no material effect on the amounts reported for the current or prior years.

#### *Interest Rate Benchmark Reform – Phase 2*

In the financial year ended 31 December 2021, the Group has adopted the amendments to SFRS(I) 9, SFRS(I) 7 and SFRS(I) 16 Interest Rate Benchmark Reform – Phase 2 effective 1 January 2021. In accordance with the transition provisions, the amendments shall be applied retrospectively to financial instruments. Comparative amounts have not been restated, and there was no impact on the current period opening reserves amounts on adoption.

#### Hedge relationships

The Phase 2 amendments address issues arising during interest rate benchmark reform ("IBOR reform"), including specifying when hedge designations and documentation should be updated, and when amounts accumulated in cash flow hedge reserve should be recognised in profit or loss.

## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.1 Basis of preparation (continued)

#### *Interest Rate Benchmark Reform – Phase 2 (continued)*

##### Hedge relationships (continued)

Note 19 provides further information about the reliefs applied by the Group and the hedging relationships for which the Group has applied the reliefs. No changes were required to any of the amounts recognised in the current or prior period as a result of these amendments.

The Group has applied the following hedge accounting reliefs provided by the 'Phase 2' amendments to existing cash flow hedges (notional amount of S\$39,229,000) that have transited to alternative benchmark rates required by IBOR reform during the current financial year:

- Hedge designation: When the 'Phase 1' amendments cease to apply, the Group will amend its hedge designation to reflect changes which are required by IBOR reform. These amendments to the hedge documentation do not require the Group to discontinue its hedge relationships.
- Amounts accumulated in the cash flow hedge reserve: When the interest rate benchmark on which the hedged future cash flows were based is changed as required by IBOR reform, the accumulated amount outstanding in the cash flow hedge reserve is deemed to be based on the alternative benchmark rate.

##### Financial instruments measured at amortised cost

Phase 2 of the amendments requires that, for financial instruments measured using amortised cost measurement, changes to the basis for determining the contractual cash flows required by IBOR reform are reflected by adjusting their effective interest rate. No immediate gain or loss is recognised.

These expedients are only applicable to changes that are required by IBOR reform, which is the case if, and only if, the change is necessary as a direct consequence of IBOR reform and the new basis for determining the contractual cash flows is economically equivalent to the previous basis immediately preceding the change.

The Group has applied the practical expedients provided under Phase 2 of the amendments to S\$196,310,000 of its bank borrowings which has transited to alternative benchmark rates required by IBOR reform during the current financial year.

##### Effect of IBOR reform

Following the global financial crisis, the reform and replacement inter-bank offered rates ("IBOR") has become a priority for global regulators. The Group's risk exposure that is directly affected by the IBOR reform predominantly comprises its variable rate borrowings that are linked to the Singapore Interbank Offered Rate ("SIBOR") and Singapore Swap Offer Rate ("SOR"). The floating rate borrowings which are linked to the Singapore SOR are hedged using interest rate swaps and interest rate cap, which have been designated as cash flow hedges.

SOR and SIBOR will cease publication after 30 June 2023 and 31 December 2024 respectively, and these are expected to be replaced by the Singapore Overnight Rate Average ("SORA"). The Group has variable rate SGD borrowings which references to SOR and SIBOR and matures after the respective cessation dates. The Group hedges some of the variability in cash flows arising from SOR-linked borrowings using SOR-linked interest rate swaps.

The Group has completed the transition for all of its affected SOR-linked borrowings and SOR-linked interest rate swaps to SORA, and the Group has applied the Phase 2 amendments for amortised cost measurement and hedge accounting. The transition from SOR to SORA had no material effect on the amounts reported for the current and prior financial year.

SIBOR loses its representativeness after 31 December 2024. The Group has amended all its SIBOR linked borrowing to reference to the SORA, and the Group has applied the Phase 2 amendments for amortised cost measurement and hedge accounting. The transition from SIBOR to SORA had no material effect on the amounts reported for the current and prior financial year.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.2 Revenue recognition

#### (a) *Rental income*

Rental income from operating leases (net of any incentives given to the lessees) is recognised on a straight-line basis over the lease term. Refer to Note 2.17(ii) for accounting policy on rental income.

#### (b) *Other revenue from accommodation business*

Other revenue incidental to provision of accommodation services are recognised when control of the products are transferred to the customer at a point in time, or when services are rendered. Transfer of control of the product occurs when the customers have accepted the products in accordance with the sales contract, the acceptance provisions have lapsed or the Group has objective evidence that all criteria for acceptance have been satisfied. No element of financing is deemed present as payments are due immediately, which is consistent with market practice and a receivable (financial asset) is recognised when 1) control of the product is transferred or 2) when service is rendered, as this is the point in time that the consideration is unconditional.

#### (c) *Sale of goods*

The Group manufactures and sells optical storage media and other trading goods. Sales are recognised when control of the products are delivered to its customers. Delivery occurs when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the customers and either the customers have accepted the products in accordance with the sales contract, the acceptance provisions have lapsed, or the Group has objective evidence that all criteria for acceptance have been satisfied. No element of financing is deemed present as the sales are made with a credit terms of 30 to 60 days, which is consistent with market practice. A receivable (financial asset) is recognised when the goods are delivered as this is the point in time that the consideration is unconditional because only the passage of time is required before payment is due.

The Group does not operate any customer loyalty programme.

#### (d) *Rendering of management services*

Revenue from rendering of services is recognised over time upon the performance of the services or in accordance with the terms of the service contracts. Revenue represents management fees earned on property management and management of property real estate investments.

#### (e) *Interest income*

Interest income, including income arising from finance leases and other financial instruments is recognised using the effective interest method.

#### (f) *Dividend income*

Dividend income is recognised when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and the amount of the dividend can be reliably measured.

### 2.3 Group accounting

#### (a) *Subsidiaries*

##### (i) *Consolidation*

Subsidiaries are all entities (including structured entities) over which the Group has control. 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. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date on which control ceases.



## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.3 Group accounting (continued)

#### (a) Subsidiaries (continued)

##### (i) Consolidation (continued)

In preparing the consolidated financial statements, transactions, balances and unrealised gains on transactions between group entities are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment indicator of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests comprise the portion of a subsidiary's net results of operations and its net assets, which is attributable to the interests which are not owned directly or indirectly by the equity holders of the Company. They are shown separately in the consolidated income statement, statement of comprehensive income, statement of changes in equity and balance sheet. Total comprehensive income is attributed to the non-controlling interests based on their respective interests in a subsidiary, even if this results in the non-controlling interests having a deficit balance.

##### (ii) Acquisitions

The acquisition method of accounting is used to account for business combinations entered into by the Group.

The consideration transferred for the acquisition of a subsidiary or business comprises the fair value of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred also includes any contingent consideration arrangement and any pre-existing equity interest in the subsidiary measured at their fair values at the acquisition date.

Acquisition-related costs are expensed as incurred.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date.

On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree at the date of acquisition either at fair value or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

The excess of (a) the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the (b) fair value of the identifiable net assets acquired is recorded as goodwill.

If those amounts are less than the fair value of the identifiable net assets of the subsidiary acquired and the measurement of all amounts has been reviewed, the difference is recognised directly in profit or loss as a gain from bargain purchase.

Please refer to the paragraph "Intangible assets – Goodwill on acquisitions" for the subsequent accounting policy for goodwill.

##### (iii) Disposals

When a change in the Group's ownership interest in a subsidiary results in a loss of control over the subsidiary, the assets and liabilities of the subsidiary including any goodwill are derecognised. Amounts previously recognised in other comprehensive income in respect of that entity are also reclassified to profit or loss or transferred directly to retained earnings if required by a specific Standard.

Any retained equity interest in the entity is remeasured at fair value. The difference between the carrying amount of the retained interest at the date when control is lost and its fair value is recognised in profit or loss.

Please refer to the paragraph "Investments in subsidiaries, associated companies and joint ventures" for the accounting policy on investments in subsidiaries in the separate financial statements of the Company.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.3 Group accounting (continued)

#### (b) *Transactions with non-controlling interests*

Changes in the Group's ownership interest in a subsidiary that do not result in a loss of control over the subsidiary are accounted for as transactions with equity owners of the Company. Any difference between the change in the carrying amounts of the non-controlling interest and the fair value of the consideration paid or received is recognised within equity attributable to the equity holders of the Company.

#### (c) *Associated companies and joint ventures*

Associated companies are entities over which the Group has significant influence, but not control, generally accompanied by a shareholding giving rise to voting rights of 20% and above.

Joint ventures are entities over which the Group has joint control as a result of contractual arrangements, and rights to the net assets of the entities.

Investments in associated companies and joint ventures are accounted for in the consolidated financial statements using the equity method of accounting less impairment losses, if any.

##### (i) *Acquisitions*

Investments in associated companies and joint ventures are initially recognised at cost. The cost of an acquisition is measured at the fair value of the assets given, equity instruments issued or liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition. Goodwill on associated companies and joint ventures represents the excess of the cost of acquisition of the associated company or joint venture over the Group's share of the fair value of the identifiable net assets of the associated company or joint venture and is included in the carrying amount of the investments.

##### (ii) *Equity method of accounting*

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise Group's share of its associated companies' or joint ventures' post-acquisition profits or losses of the investee in profit or loss and its share of movements in other comprehensive income of the investee's other comprehensive income. Dividends received or receivable from the associated companies or joint ventures are recognised as a reduction of the carrying amount of the investments.

When the Group's share of losses in an associated company or joint venture equals to or exceeds its interest in the associated company or joint venture, the Group does not recognise further losses, unless it has legal or constructive obligations to make, or has made, payments on behalf of the associated company or joint venture. If the associated company or joint venture subsequently reports profits, the Group resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised. Interest in an associated company or joint venture includes any long-term loans for which settlement is never planned nor likely to occur in the foreseeable future.

Unrealised gains on transactions between the Group and its associated companies or joint ventures are eliminated to the extent of the Group's interest in the associated companies or joint ventures. Unrealised losses are also eliminated unless the transactions provide evidence of impairment of the assets transferred. The accounting policies of associated companies or joint ventures are changed where necessary to ensure consistency with the accounting policies adopted by the Group.

## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.3 Group accounting (continued)

#### (c) *Associated companies and joint ventures (continued)*

##### (iii) *Disposals*

Investments in associated companies or joint ventures are derecognised when the Group loses significant influence or joint control. If the retained equity interest in the former associated company or joint venture is a financial asset, the retained equity interest is measured at fair value. The difference between the carrying amount of the retained interest at the date when significant influence or joint control is lost, and its fair value and any proceeds on partial disposal, is recognised in profit or loss.

Please refer to the paragraph “Investments in subsidiaries, associated companies and joint ventures” for the accounting policy on investments in associated companies and joint ventures in the separate financial statements of the Company.

### 2.4 Government grants

Grants from the government are recognised as a receivable at their fair value when there is reasonable assurance that the grant will be received and the Group will comply with all the attached conditions.

Government grants receivable are recognised as income over the periods necessary to match them with the related costs which they are intended to compensate, on a systematic basis. Government grants relating to expenses are shown separately as other income. Government grants relating to assets are deducted against the carrying amount of the assets.

### 2.5 Property, plant and equipment

#### (a) *Measurement*

##### (i) *Property, plant and equipment*

Property, plant and equipment are initially recognised at cost and subsequently carried at cost less accumulated depreciation and accumulated impairment losses.

##### (ii) *Component of costs*

The cost of an item of property, plant and equipment initially recognised includes its purchase price and any cost that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

#### (b) *Depreciation*

Freehold land and capital work-in-progress are not depreciated. Depreciation on other items of property, plant and equipment is calculated using the straight-line method to allocate their depreciable amounts over their estimated useful lives as follows:

	<u>Useful lives</u>
Building on freehold land	50 years
Leased office space and leasehold improvements	3 – 10 years
Plant, machinery and equipment	2 – 10 years
Renovation, furniture and fittings	1 – 10 years
Motor vehicles	4 – 5 years
Office equipment and computers	3 – 10 years

The residual values, estimated useful lives and depreciation method of property, plant and equipment are reviewed, and adjusted as appropriate, at each balance sheet date. The effects of any revision are recognised in profit or loss when the changes arise.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.5 Property, plant and equipment (continued)

#### (c) *Subsequent expenditure*

Subsequent expenditure relating to property, plant and equipment that has already been recognised is added to the carrying amount of the asset only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. All other repair and maintenance expenses are recognised in profit or loss when incurred.

#### (d) *Disposal*

On disposal of an item of property, plant and equipment, the difference between the disposal proceeds and its carrying amount is recognised in profit or loss within "other losses – net".

### 2.6 Investment properties

Investment properties include properties and right-of-use assets relating to leasehold land and properties that are held for long-term rental yields and/or for capital appreciation. Investment properties include properties that are being constructed or developed for future use as investment properties.

Investment properties are initially recognised at cost and subsequently carried at fair value, determined annually by independent professional valuers on the highest and best use basis. Changes in fair values are recognised in profit or loss.

Cost includes expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the costs of materials and direct labour, any other costs directly attributable to bringing the investment property to a working condition for their intended use and capitalised borrowing costs.

Investment properties are subject to renovations or improvements at regular intervals. The cost of major renovations and improvements is capitalised and the carrying amounts of the replaced components are recognised in profit or loss. The cost of maintenance, repairs and minor improvements is recognised in profit or loss when incurred.

On disposal of an investment property, the difference between the disposal proceeds and the carrying amount is recognised in profit or loss.

### 2.7 Intangible assets

#### *Goodwill on acquisitions*

Goodwill on acquisitions of subsidiaries and businesses, represents the excess of (i) the sum of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over (ii) the fair value of the identifiable net assets acquired. Goodwill on subsidiaries is recognised separately as intangible assets and carried at cost less accumulated impairment losses.

Goodwill on acquisitions of joint ventures and associated companies represents the excess of the cost of the acquisition over the Group's share of the fair value of the identifiable net assets acquired. Goodwill on associated companies and joint ventures is included in the carrying amount of the investments.

Gains and losses on the disposal of subsidiaries, joint ventures and associated companies include the carrying amount of goodwill relating to the entity sold.

## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.8 Borrowing costs

Borrowing costs are recognised in profit or loss using the effective interest method except for those costs that are directly attributable to the construction or development of properties and assets under construction. This includes those costs on borrowings acquired specifically for the construction or development of properties and assets under construction, as well as those in relation to general borrowings used to finance the construction or development of properties and assets under construction.

The actual borrowing costs incurred during the period up to the issuance of the temporary occupation permit less any investment income on temporary investment of these borrowings, are capitalised in the cost of the property under development. Borrowing costs on general borrowings are capitalised by applying a capitalisation rate to construction or development expenditures that are financed by general borrowings.

### 2.9 Investments in subsidiaries, associated companies and joint ventures

Investments in subsidiaries, associated companies and joint ventures are carried at cost less accumulated impairment losses in the Company's balance sheet. On disposal of such investments, the difference between disposal proceeds and the carrying amounts of the investments are recognised in profit or loss.

### 2.10 Impairment of non-financial assets

*Property, plant and equipment*

*Right-of-use assets*

*Investments in subsidiaries, associated companies and joint ventures*

Property, plant and equipment, right-of-use assets and investments in subsidiaries, associated companies and joint ventures are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired.

For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash inflows that are largely independent of those from other assets. If this is the case, the recoverable amount is determined for the cash-generating unit ("CGU") to which the asset belongs.

If the recoverable amount of the asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount.

The difference between the carrying amount and recoverable amount is recognised as an impairment loss in profit or loss.

Management assesses at the end of the reporting period whether there is any indication that an impairment recognised in prior periods may no longer exist or may have decreased. If any such indication exists, the recoverable amount of that asset is estimated and may result in a reversal of impairment loss. The carrying amount of this asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years.

A reversal of impairment loss for an asset other than goodwill is recognised in profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.11 Financial assets

#### (a) *Classification and measurement*

The Group classifies its financial assets in the following measurement categories:

- Amortised cost;
- Fair value through other comprehensive income (“FVOCI”); and
- Fair value through profit or loss (“FVPL”).

The classification depends on the Group’s business model for managing the financial assets and the contractual terms of the cash flows.

The Group reclassifies debt instruments when and only when its business model for managing those assets changes.

#### At initial recognition

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

#### At subsequent measurement

##### (i) Debt instruments

Debt instruments mainly comprise of cash and bank balances, trade and other receivables, deposits and listed debt securities.

There are three subsequent measurement categories, depending on the Group’s business model for managing the asset and the cash flow characteristics of the asset:

- **Amortised cost:** Debt instruments that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt instrument that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in interest income using the effective interest rate method.
- **FVOCI:** Debt instruments that are held for collection of contractual cash flows and for sale, and where the assets’ cash flows represent solely payments of principal and interest, are classified as FVOCI. Movements in fair values are recognised in Other Comprehensive Income (OCI) and accumulated in fair value reserve, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses, which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and presented in “other losses – net”. Interest income from these financial assets is recognised using the effective interest rate method and presented in “interest income”.

##### (ii) Equity instruments

The Group subsequently measures all its equity investments at their fair values. Equity instruments are classified as FVPL with movements in their fair values recognised in profit or loss in the period in which the changes arise and presented in “other losses – net”, except where the Group has elected to classify the investments as FVOCI. Movements in fair values of investments classified as FVOCI are presented as “fair value gains and losses” in Other Comprehensive Income. Dividends from equity investments are recognised in profit or loss as “dividend income”.

## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.11 Financial assets (continued)

#### (b) Impairment of financial assets

The Group assesses on a forward-looking basis the expected credit losses ("ECL") associated with its debt financial assets carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

Impairment on other receivables is measured as either 12-month expected credit losses or lifetime expected credit loss, depending on whether there has been a significant increase in credit risk since initial recognition. If a significant increase in credit risk of a receivable has occurred since initial recognition, then impairment is measured as lifetime expected credit losses.

#### (c) Recognition and derecognition

Regular way of purchases and sales of financial assets are recognised on trade date – the date on which the Group commits to purchase or sell the asset.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

On disposal of a debt instrument, the difference between the carrying amount and the sale proceeds is recognised in profit or loss. Any amount previously recognised in other comprehensive income relating to that asset is reclassified to profit or loss.

On disposal of an equity investment, the difference between the carrying amount and sales proceed is recognised in profit or loss if there was no election made to recognise fair value changes in other comprehensive income. If there was an election made, any difference between the carrying amount and sales proceed amount would be recognised in other comprehensive income and transferred to retained profits along with the amount previously recognised in other comprehensive income relating to that asset.

### 2.12 Derivatives financial instruments and hedging activities

A derivative financial instrument is initially recognised at its fair value on the date the contract is entered into and is subsequently carried at its fair value. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged. The Group designates each hedge as either: (a) fair value hedge; (b) cash flow hedge; or (c) net investment hedge.

Fair value changes on derivatives that are not designated or do not qualify for hedge accounting are recognised in profit or loss when the changes arise.

The Group documents at the inception of the transaction the relationship between the hedging instruments and hedged items, as well as its risk management objective and strategies for undertaking various hedging transactions. The Group also documents its assessment, both at hedge inception and on an ongoing basis on whether the hedging relationship meets the hedge effectiveness requirements under IFRS 9.

The fair value of various derivative financial instruments used for hedging purposes are disclosed in Note 19. The carrying amount of a derivative designated as a hedge is presented as a non-current asset or liability if the remaining expected life of the hedged item is more than 12 months, and as a current asset or liability if the remaining expected life of the hedged item is less than 12 months.

The following hedges in place qualified as cash flow hedges under IFRS 9. The Group's management strategies and hedge documentation are aligned with the requirements of IFRS 9 and are thus treated as continuing hedges.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.12 Derivatives financial instruments and hedging activities (continued)

#### *Interest rate swaps and interest rate caps*

The Group has entered into interest rate swaps and interest rate caps that are designated as cash flow hedges for the Group's exposure to interest rate risk on its borrowings. The interest rate swap contracts entitle the Group to receive interest at floating rates on notional principal amounts and oblige the Group to pay interest at fixed rates on the same notional principal amounts, thus allowing the Group to raise borrowings at floating rates and swap them into fixed rates. The interest rate cap contracts allow the Group to raise borrowings at floating rates and limit the interest exposure up to the strike rate.

The fair value changes on the effective portion of interest rate swaps and interest rate caps designated as cash flow hedges are recognised in other comprehensive income, accumulated in the hedging reserve and reclassified to profit or loss when the hedged interest expense on the borrowings is recognised in profit or loss and presented separately in "finance expenses". The fair value changes on the ineffective portion of interest rate swaps are recognised immediately in profit or loss.

### 2.13 Financial guarantees

The Company has issued corporate guarantees to banks for borrowings of its subsidiaries, associated companies and joint ventures. These guarantees are financial guarantees as they require the Company to reimburse the banks if the subsidiaries, associated companies or joint ventures fail to make principal or interest payments when due in accordance with the terms of their borrowings. Intra-group transactions are eliminated on consolidation.

Financial guarantee contracts are initially measured at fair value plus transaction costs and subsequently measured at the higher of:

- (a) premium received on initial recognition less the cumulative amount of income recognised in accordance with the principles of IFRS 15; and
- (b) the amount of expected loss computed using the impairment methodology under IFRS 9.

### 2.14 Borrowings

Borrowings are presented as current liabilities unless the Group has an unconditional right to defer settlement for at least 12 months after the balance sheet date, in which case they are presented as non-current liabilities.

Borrowings are initially recognised at fair value (net of transaction costs) and subsequently carried at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings using the effective interest method.

### 2.15 Trade and other payables

Trade and other payables represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. They are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). Otherwise, they are presented as non-current liabilities.

Trade and other payables are initially recognised at fair value, and subsequently carried at amortised cost using the effective interest method.

### 2.16 Fair value estimation of financial assets and liabilities

The fair values of financial instruments traded in active markets (such as exchange-traded and over-the-counter securities and derivatives) are based on quoted market prices at the balance sheet date. The quoted market prices used for financial assets are the current bid prices; the appropriate quoted market prices for financial liabilities are the current asking prices.

The fair values of current financial assets and liabilities carried at amortised cost approximate their carrying amounts.



## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.17 Leases

#### (i) *When the Group is the lessee:*

At the inception of the contract, the Group assesses if the contract contains a lease. A contract contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Reassessment is only required when the terms and conditions of the contract are changed.

- *Right-of-use assets*

The Group recognised a right-of-use asset and lease liability at the date which the underlying asset is available for use. Right-of-use assets are measured at cost which comprises the initial measurement of lease liabilities adjusted for any lease payments made at or before the commencement date and lease incentive received. Any initial direct costs that would not have been incurred if the lease had not been obtained are added to the carrying amount of the right-of-use assets.

These right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

Right-of-use assets (except for those which meets the definition of an investment property) are presented within "Property, plant and equipment".

Right-of-use asset which meets the definition of an investment property is presented within "Investment properties" and accounted for in accordance with Note 2.6.

- *Lease liabilities*

The initial measurement of a lease liability is measured at the present value of the lease payments discounted using the interest rate implicit in the lease, if the rate can be readily determined. If that rate cannot be readily determined, the Group shall use its incremental borrowing rate.

Lease payments include the following:

- Fixed payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that are based on an index or rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under residual value guarantees;
- The exercise price of a purchase option if the Group is reasonably certain to exercise the option; and
- Payment of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

For a contract that contain both lease and non-lease components, the Group allocates the consideration to each lease component on the basis of the relative stand-alone prices of the lease and non-lease components. The Group has elected to not separate lease and non-lease components for property leases and account these as one single lease component.

Lease liabilities are measured at amortised cost using the effective interest method. Lease liabilities shall be remeasured when:

- There is a change in future lease payments arising from changes in an index or rate;
- There is a change in the Group's assessment of whether it will exercise an extension option; or
- There is a modification in the scope or the consideration of the lease that was not part of the original term.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.17 Leases (continued)

#### (i) *When the Group is the lessee: (continued)*

Lease liabilities are remeasured with a corresponding adjustment to the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

- *Short term and low value leases*

The Group has elected to not recognise right-of-use assets and lease liabilities for short-term leases that have lease terms of 12 months or less and leases of low value leases, except for sublease arrangements. Lease payments relating to these leases are expensed to profit or loss on a straight-line basis over the lease term.

- *Variable lease payments*

Variable lease payments that are not based on an index or a rate are not included as part of the measurement and initial recognition of the lease liability. The Group shall recognise those lease payments in profit or loss in the periods that triggered those lease payments.

#### (ii) *When the Group is the lessor:*

The Group subleases its leased premises under operating leases to non-related parties. The Group also leases its investment properties under operating leases to non-related parties.

- *Lessor – Operating leases*

Leases of investment properties where the Group retains substantially all risk and rewards incidental to ownership are classified as operating leases. Rental income from operating leases (net of any incentives given to lessees) is recognised in profit or loss on a straight-line basis over the lease term.

Rental due but unpaid is presented under "Trade and other receivables". The Group has provided rent concessions to its tenants by waiving contractual past due rent which is accounted for as a forgiveness of rental receivables. Refer to Note 2.11(c) for the accounting policy for derecognition of financial assets.

Initial direct costs incurred by the Group in negotiating and arranging operating leases are added to the carrying amount of the leased assets and recognised as an expense in profit or loss over the lease term on the same basis as the lease income.

Contingent rents are recognised as income in profit or loss when earned.

- *Lessor – Subleases*

In classifying a sublease, the Group as an intermediate lessor classifies the sublease as a finance or an operating lease with reference to the right-of-use asset arising from the head lease, rather than the underlying asset.

When the sublease is assessed as a finance lease, the Group derecognises the right-of-use asset relating to the head lease that it transfers to the sublessee and recognised the net investment in the sublease within "Trade and other receivables". Any differences between the right-of-use asset derecognised and the net investment in sublease is recognised in profit or loss. The lease liability relating to the head lease is retained in the balance sheet, which represents the lease payments owed to the head lessor.

When the sublease is assessed as an operating lease, the Group recognises lease income from sublease in profit or loss within "Revenue". The right-of-use asset relating to the head lease is not derecognised.

For contract which contains lease and non-lease components, the Group allocates the consideration based on a relative stand-alone selling price basis.

## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.18 Inventories

Inventories are carried at the lower of cost and net realisable value. Cost is determined using the first-in, first-out method or on a weighted average basis. The cost of finished goods and work-in-progress comprises raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity) but excludes borrowing costs. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and applicable variable selling expenses.

### 2.19 Taxes

Current tax for current and prior periods are recognised at the amounts expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a tax authority will accept an uncertain tax treatment. The Group measures its tax balances either based on the most likely amount or the expected value, depending on which method provide a better prediction of the resolution of the uncertainty.

Deferred tax is recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

A deferred tax liability is recognised on temporary differences arising on investments in subsidiaries, associated companies and joint ventures, except where the Group is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised.

Deferred tax is measured:

- (i) at the tax rates that are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date; and
- (ii) based on the tax consequence that will follow from the manner in which the Group expects, at the balance sheet date, to recover or settle the carrying amounts of its assets and liabilities except for investment properties. Investment property measured at fair value is presumed to be recovered entirely through sale.

Current and deferred taxes are recognised as income or expense in profit or loss, except to the extent that the tax arises from a business combination or a transaction which is recognised directly in equity. Deferred tax arising from a business combination is adjusted against goodwill on acquisition.

The Group accounts for investment tax credits (for example, productivity and innovative credit) similar to accounting for other tax credits where deferred tax asset is recognised for unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax credit can be utilised.

### 2.20 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.21 Employee compensation

Employee benefits are recognised as an expense, unless the cost qualifies to be capitalised as an asset.

#### (a) *Defined contribution plans*

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities such as the Central Provident Fund on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid.

#### (b) *Employee leave entitlements*

Employee entitlements to annual leave and long service leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the balance sheet date.

### 2.22 Currency translation

#### (a) *Functional and presentation currency*

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("functional currency"). The financial statements are presented in Singapore Dollars, which is the functional currency of the Company.

#### (b) *Transactions and balances*

Transactions in a currency other than the functional currency ("foreign currency") are translated into the functional currency using the exchange rates at the dates of the transactions. Currency exchange differences resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the balance sheet date are recognised in profit or loss. However, in the consolidated financial statements, currency translation differences arising from borrowings in foreign currencies and other currency instruments designated and qualifying as net investment hedges and net investment in foreign operations, are recognised in other comprehensive income and accumulated in the currency translation reserve.

When a foreign operation is disposed of or any loan forming part of the net investment of the foreign operation is repaid, a proportionate share of the accumulated currency translation differences is reclassified to profit or loss, as part of the gain or loss on disposal.

All foreign exchange gains and losses impacting profit or loss are presented in the income statement within "other losses – net".

Non-monetary items measured at fair values in foreign currencies are translated using the exchange rates at the date when the fair values are determined.

#### (c) *Translation of Group entities' financial statements*

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- (i) assets and liabilities are translated at the closing exchange rates at the reporting date;
- (ii) income and expenses are translated at average exchange rates (unless the average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated using the exchange rates at the date of the transactions); and
- (iii) all resulting currency translation differences are recognised in other comprehensive income and accumulated in the currency translation reserve. These currency translation differences are reclassified to profit or loss on disposal or partial disposal with loss of control of the foreign operation.

Goodwill and fair value adjustments arising on the acquisition of foreign operations are treated as assets and liabilities of the foreign operations and translated at the closing rates at the reporting date.

## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.23 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the key management whose members are responsible for allocating resources and assessing performance of the operating segments.

### 2.24 Cash and cash equivalents

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents include cash on hand, deposits with financial institutions which are subject to an insignificant risk of change in value, and bank overdrafts. Bank overdrafts are presented as current borrowings on the balance sheet. For cash subjected to restriction, assessment is made on the economic substance of the restriction and whether they meet the definition of cash and cash equivalents.

### 2.25 Share capital, treasury shares and share issuance expenses

Proceeds from issuance of ordinary shares are classified as equity.

When any entity within the Group purchases the Company's ordinary shares ("treasury shares"), the carrying amount which includes the consideration paid and any directly attributable transaction cost is presented as a component within equity attributable to the Company's equity holders, until they are cancelled, sold or reissued.

When treasury shares are subsequently cancelled, the cost of treasury shares are deducted against the share capital account if the shares are purchased out of capital of the Company, or against the retained profits of the Company if the shares are purchased out of earnings of the Company.

Incremental costs directly attributable to the issuance of new shares are deducted against the share capital.

### 2.26 Dividends to Company's shareholders

Dividends to the Company's shareholders are recognised when the dividends are approved for payments.

### 2.27 Assets held for sale

Non-current assets are classified as assets held for sale and carried at the lower of carrying amount and fair value less cost to sell if their carrying amount is recovered principally through a sale transaction rather than through continuing use, except for investment properties. Investment properties classified as assets held for sale are measured at fair value. The assets are not depreciated or amortised while they are classified as held for sale. Any impairment loss on initial classification and subsequent measurement is recognised as an expense. Any subsequent increase in fair value less costs to sell (not exceeding the accumulated impairment loss that has been previously recognised) is recognised in profit or loss.

## 3. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS

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.

### Valuation of investment properties

As at 31 December 2023, the carrying value of the Group's investment properties of S\$1,408,604,000 (2022: S\$1,314,097,000) accounted for 82% (2022: 85%) of the Group's total assets. The Group, with reliance on independent professional valuers, applies estimates, assumptions and judgements in the determination of fair values for investment properties. The valuation forms the basis for the carrying amounts of the investment properties held directly by the Group in the consolidated financial statements. There is significant judgement in determining the key inputs used in the valuation. These key inputs include discount rate, rental rate, market value of comparable properties, capitalisation rate and gross development value, and are dependent on the nature of each investment property and the prevailing market conditions. The key unobservable inputs used to determine the fair value of the investment properties are disclosed in Note 23.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 3. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS (CONTINUED)

#### Valuation of investment properties (continued)

In addition, the investment properties held by the Group's associated companies and joint venture affect the carrying value of the Group's investment in associated companies and joint venture. As at 31 December 2023, the carrying value of the Group's investment in associated companies and joint venture accounted for using the equity method of accounting amounted to S\$141,915,000 (2022: S\$120,280,000) (Note 20) and S\$nil (2022: S\$6,040,000) (Note 21) respectively, and are affected by the significant estimates and assumptions in the determination of the fair value of its investment properties held by the associated companies (Note 20) and joint venture (Note 21). The independent professional valuers have derived the fair value of these investment properties using income capitalisation method and discounted cash flow approach. The key unobservable inputs used in the valuation are the rental rate, discount rate and capitalisation rate. The sensitivity of the changes in fair values of the investment properties to the carrying value of the associated companies and joint venture are disclosed in Note 20 and Note 21 respectively.

### 4. REVENUE

	Group	
	2023 S\$'000	2022 S\$'000
Rental income from investment properties (Note 23)	193,269	159,173
Revenue from contracts with customers (IFRS 15)		
Other revenue from accommodation business	9,244	12,817
Sale of optical storage media and other trading goods	385	1,544
Management services	4,347	6,916
	<b>13,976</b>	21,277
	<b>207,245</b>	180,450

As permitted under SFRS(I) 15, the aggregated transaction price allocated to unsatisfied contracts of periods one year or less is not disclosed.

### 5. COST OF SALES AND EXPENSES

	Group	
	2023 S\$'000	2022 S\$'000
Purchase of raw materials and consumables	224	693
Changes in inventories	(144)	(170)
Depreciation of property, plant and equipment (Note 24)	3,549	3,663
Property tax	6,342	4,803
Employee compensation (Note 9)	30,888	32,332
Rental expense (Note 25(d))	742	1,315
Utilities	14,333	13,006
Repairs and maintenance	4,789	3,743
Cleaning expenses	2,014	2,154
Insurance	1,386	1,208
Security and card system expenses	4,421	4,520
Legal and professional fees	3,435	4,431
Transportation expenses	624	655
Advertising and promotion expenses	1,114	1,060
Fees on audit services paid/payable to:		
– auditor of the Company	513	382
– other member firms of PricewaterhouseCoopers International Limited	103	202
– other auditors	93	64
Fees on non-audit services paid/payable to:		
– auditor of the Company	20	72
– other member firms of PricewaterhouseCoopers International Limited	56	37
Others	12,730	12,210
Total cost of sales, distribution and administrative expenses	<b>87,232</b>	86,380

**6. OTHER INCOME**

	Group	
	2023 S\$'000	2022 S\$'000
Interest income		
– Financial assets measured at amortised cost	1,121	378
– Debt investments measured at FVOCI	370	430
	<b>1,491</b>	808
Government grant income	233	1,001
Others	215	843
	<b>1,939</b>	2,652

**7. OTHER LOSSES – NET**

	Group	
	2023 S\$'000	2022 S\$'000
Currency exchange loss – net	(779)	(1,533)
Reclassification of exchange differences from currency translation reserve upon derecognition of joint venture (Note 33(b)(iii))	(954)	–
Net (loss)/gain on disposal of plant and equipment	(19)	10
Financial assets at FVOCI		
– reclassification from other comprehensive income on disposal (Note 33(b)(i))	–	(6)
Fair value loss on financial assets at fair value through profit or loss (Note 18)	(9)	(6)
Others	77	291
	<b>(1,684)</b>	(1,244)
Loss on derecognition of financial assets	–	(89)
Write back of impairment of trade and other receivables	48	316
	<b>(1,636)</b>	(1,017)

**8. FINANCE EXPENSES**

	Group	
	2023 S\$'000	2022 S\$'000
Interest expense:		
– bank borrowings and notes payables	35,824	23,654
– lease liabilities	2,935	3,228
– associated company	1,795	1,107
– non-controlling interest	323	187
Cash flow hedges, reclassified from hedging reserve (Note 33(b)(ii))	(1,971)	165
Less: Borrowing costs capitalised in investment properties	(1,854)	–
Finance expenses recognised in profit or loss	<b>37,052</b>	28,341

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 9. EMPLOYEE COMPENSATION

Employee benefit expenses during the years are as follows:

	Group	
	2023 S\$'000	2022 S\$'000
Wages, salaries and other benefits	27,905	28,879
Employer's contribution to defined contribution plans, including Central Provident Fund	2,983	3,453
Total employee compensation (Note 5)	<b>30,888</b>	32,332

### 10. TAXES

#### (a) Tax expense

	Group	
	2023 S\$'000	2022 S\$'000
Tax expense attributable to the profit is made up of:		
– Profit for the financial year		
Current tax		
– Singapore	9,709	7,144
– Foreign	4,620	2,711
	<b>14,329</b>	9,855
Deferred tax (Note 31)	4,456	8,619
	<b>18,785</b>	18,474
– Under/(over) provision in prior financial years		
Current tax	734	230
Deferred tax (Note 31)	(18)	281
	<b>716</b>	511
	<b>19,501</b>	18,985

The tax on the Group's profit before tax differs from the theoretical amount that would arise using the Singapore standard rate of tax as follows:

	Group	
	2023 S\$'000	2022 S\$'000
Profit before tax	195,414	95,265
Share of profit of associated companies and joint venture, net of tax	(27,356)	(8,919)
Profit before tax and share of profit of associated companies and joint venture	<b>168,058</b>	86,346
Tax calculated at a tax rate of 17% (2022: 17%)	<b>28,570</b>	14,679
Effects of:		
– different tax rates in other countries	3,350	2,839
– change in tax rate	(157)	–
– different tax rates arising on capital gains from investment properties	(846)	(588)
– statutory stepped income exemption	(140)	(176)
– expenses not deductible for tax purposes	2,958	5,008
– income not subject to tax	(15,422)	(3,482)
– utilisation of previously unrecognised tax losses	(47)	(71)
– utilisation of previously unrecognised capital allowances	(190)	(160)
– unrecognised deferred tax assets	248	216
– under provision of tax in prior years	716	511
– others	461	209
Tax charge	<b>19,501</b>	18,985



**10. TAXES (CONTINUED)****(b) Movements in current tax liabilities**

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
Beginning of financial year	11,541	8,737	1,372	2,019
Currency translation differences	(7)	(95)	–	–
Tax paid – net	(10,676)	(7,186)	–	(254)
Tax expense	14,329	9,855	138	–
Under/(over) provision in prior financial years	734	230	206	(393)
Property gains tax (Note 31)	2,329	–	–	–
End of financial year	18,250	11,541	1,716	1,372

Property gains tax is expected to be paid on disposal of the assets held for sale located in Malaysia (Note 17).

The current tax account comprises the following:

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
Current tax recoverable (Included in Other assets – Note 15)	(193)	(768)	–	–
Current tax liabilities	18,443	12,309	1,716	1,372
	18,250	11,541	1,716	1,372

**(c) There is no tax charge relating to each component of other comprehensive income.****11. EARNINGS PER SHARE****(a) Basic earnings per share**

Basic earnings per share is calculated by dividing the net profit attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the financial year.

	2023	2022
Net profit attributable to equity holders of the Company (S\$'000)	153,115	71,425
Weighted average number of ordinary shares outstanding for basic earnings per share ('000)	840,779	840,779
Basic earnings per share (cents)	18.21	8.50

**(b) Diluted earnings per share**

For the purpose of calculating diluted earnings per share, profit attributable to equity holders of the Company and the weighted average number of ordinary shares outstanding were adjusted for the effects of all dilutive potential ordinary shares.

As at 31 December 2023 and 2022, the basic and diluted earnings per share are the same, as the Company has no dilutive potential ordinary shares.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 12. CASH AND BANK BALANCES

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
Cash at bank and on hand	<b>45,675</b>	31,794	<b>2,375</b>	1,482
Short-term bank deposits	<b>29,042</b>	36,480	<b>14,977</b>	18,431
	<b>74,717</b>	68,274	<b>17,352</b>	19,913

For the purpose of presenting the consolidated statement of cash flows, cash and cash equivalents comprise the following:

	Group	
	2023 S\$'000	2022 S\$'000
Cash and bank balances (as above)	<b>74,717</b>	68,274
Less: Restricted cash charged as security to bank	<b>(2,808)</b>	(1,718)
Cash and cash equivalents per consolidated statement of cash flows	<b>71,909</b>	66,556

As at 31 December 2023, restricted cash of the Group amounting to S\$2,808,000 (2022: S\$1,718,000) was charged as security to the banks as a guarantee in relation to bank facilities.

The reconciliation of liabilities arising from financing activities as at 31 December 2023 and 2022 are as follows:

	1 January S\$'000	Cash flows S\$'000	Non-cash items S\$'000	Interest expense S\$'000	Currency translation differences S\$'000	31 December S\$'000
<b>2023</b>						
Bank borrowings (Note 29)	559,990	4,247	(5,736)	–	2,298	<b>560,799</b>
Notes payables (Note 29)	58,689	(6,250)	–	151	–	<b>52,590</b>
Lease liabilities (Note 30)	86,952	(22,292)	7,438	2,935	(1,491)	<b>73,542</b>
Loan from non-controlling interests (Note 29)	7,456	1,179	–	–	(1)	<b>8,634</b>
Loan from associated company (Note 29)	36,568	(1,500)	–	–	–	<b>35,068</b>
Interest payable (Note 29)	400	(3,624)	–	3,545	–	<b>321</b>
Derivative financial instruments (net) – assets (Note 19)	(3,811)	910	3,592	(2,229)	(20)	<b>(1,558)</b>
Accrued interest expense within accruals for operating expenses (Note 27)	510	(32,605)	–	32,650	–	<b>555</b>
	<b>746,754</b>	<b>(59,935)</b>	<b>5,294</b>	<b>37,052</b>	<b>786</b>	<b>729,951</b>
<b>2022</b>						
Bank borrowings (Note 29)	624,838	(43,932)	–	16	(20,932)	<b>559,990</b>
Notes payables (Note 29)	54,624	3,677	–	388	–	<b>58,689</b>
Lease liabilities (Note 30)	105,168	(21,178)	1,594	3,228	(1,860)	<b>86,952</b>
Loan from non-controlling interests (Note 29)	7,368	92	–	–	(4)	<b>7,456</b>
Loan from associated company (Note 29)	40,168	(3,600)	–	–	–	<b>36,568</b>
Interest payable (Note 29)	692	(3,916)	–	3,624	–	<b>400</b>
Derivative financial instruments (net) – liabilities/(assets) (Note 19)	2,235	(688)	(5,558)	165	35	<b>(3,811)</b>
Accrued interest expense within accruals for operating expenses (Note 27)	305	(20,715)	–	20,920	–	<b>510</b>
	<b>835,398</b>	<b>(90,260)</b>	<b>(3,964)</b>	<b>28,341</b>	<b>(22,761)</b>	<b>746,754</b>

### 13. TRADE AND OTHER RECEIVABLES

#### (a) Current

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
Trade receivables				
– non-related parties	<b>6,174</b>	6,911	<b>58</b>	–
Less: Allowance for impairment	<b>(536)</b>	(796)	–	–
	<b>5,638</b>	6,115	<b>58</b>	–
Receivables from subsidiaries				
– trade	–	–	<b>12,053</b>	4,910
– non-trade	–	–	<b>13,405</b>	14,187
Receivables from associated companies				
– trade	<b>2,066</b>	1,697	–	–
– non-trade	<b>41</b>	2,196	<b>13</b>	5
	<b>2,107</b>	3,893	<b>25,471</b>	19,102
Other receivables	<b>4,031</b>	2,680	<b>461</b>	606
Government grant receivable	<b>60</b>	198	–	–
	<b>11,836</b>	12,886	<b>25,990</b>	19,708

The non-trade receivables from subsidiaries and associated companies are unsecured, interest-free and repayable on demand.

#### (b) Non-current

	Company	
	2023 S\$'000	2022 S\$'000
Loans to subsidiaries	<b>402,843</b>	396,432
Less: Allowance for impairment	<b>(3,263)</b>	(5,234)
	<b>399,580</b>	391,198

The loans to subsidiaries are unsecured with no fixed terms of repayment and are not expected to be repaid within the next twelve months. Included in the loans to subsidiaries is an amount of S\$93,965,000 (2022: S\$91,805,000) which bears interest at 5.5% (2022: 5.5%) per annum and S\$6,630,000 (2022: S\$6,630,000) which bears floating interest rates. The remaining loans to subsidiaries are interest free.

The fair values of loans to subsidiaries are computed based on indicative mid-market prices obtained from the bank. The fair values are within level 2 of the fair value hierarchy.

	Company	
	2023 S\$'000	2022 S\$'000
<b>Fair value</b>		
Loans to subsidiaries	<b>386,798</b>	382,399

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FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 14. INVENTORIES

	Group	
	2023 S\$'000	2022 S\$'000
Finished goods	121	273
Raw materials	69	61
	<b>190</b>	<b>334</b>

The cost of inventories recognised as expense and included in "cost of sales" amounted to S\$80,000 (2022: S\$523,000).

### 15. OTHER ASSETS

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
<b>Current</b>				
Deposits <sup>(*)</sup>	5,808	1,136	175	67
Prepayments	1,436	1,222	356	174
Tax recoverable (Note 10(b))	193	768	–	–
Others	201	671	36	–
	<b>7,638</b>	<b>3,797</b>	<b>567</b>	<b>241</b>
<b>Non-current</b>				
Deposits	2,083	4,236	138	137
Others	270	7	–	–
	<b>2,353</b>	<b>4,243</b>	<b>138</b>	<b>137</b>

(\*) Includes deposit paid to immediate holding corporation amounting to S\$3,428,000 (2022: S\$nil)

At the balance sheet date, the carrying amounts of the non-current deposits approximate their fair values.

### 16. FINANCIAL ASSETS, AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
Beginning of financial year	6,466	6,453	6,466	6,453
Addition	–	1,000	–	1,000
Disposal	(3,250)	(500)	(3,250)	(500)
Fair value gains/(losses) recognised in other comprehensive income (Note 33(b)(i))	216	(487)	216	(487)
End of financial year	<b>3,432</b>	<b>6,466</b>	<b>3,432</b>	<b>6,466</b>

Financial assets, at fair value through other comprehensive income are analysed as follows:

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
Listed debt securities – Singapore	3,432	6,466	3,432	6,466

Financial assets, at fair value through other comprehensive income were classified as current assets as management intends to hold these assets for contractual cash flows and dispose these assets as and when they are needed for working capital.

## 17. ASSETS HELD FOR SALE

	Group	
	2023 S\$'000	2022 S\$'000
Beginning of financial year	–	–
Transfer from investment properties (Note 23)	<b>65,194</b>	–
End of financial year	<b>65,194</b>	–

Details of the investment properties held for sale are as follow:

Location	Description	Existing use	Tenure	Unexpired term of lease
Lot 2051, No. 6, Jalan Bayu, Taman Perindustrian Tampoi Jaya, 81200 Johor Bahru, Malaysia	6 blocks of 5-storey block of workers dormitory	Commercial dormitory	Freehold	–
No. 38 Jalan Perniagaan Seri Tambun, Taman Westlite Dormitory Bukit Tambun, 14100 Simpang Ampat, Penang, Malaysia	3 blocks of workers dormitory	Commercial dormitory	Freehold	–

As at 31 December 2023, management has confirmed its intention and commitment to sell the investment properties. The Group has entered into sale and leaseback agreement with Kumpulan Wang Persaraan (Diperbadankan) (“KWAP”), a Malaysian public sector pension fund, to sell and leaseback the two investment properties located in Malaysia. These transactions have yet to be completed as at 31 December 2023.

### *Fair value hierarchy – Recurring fair value measurements*

Description	Fair value measurements using		
	Quoted prices in active markets for identical assets (Level 1) S\$'000	Significant other observable inputs (Level 2) S\$'000	Significant unobservable inputs (Level 3) S\$'000
<b>31 December 2023</b>			
Investment properties held for sale:			
– Commercial dormitories	–	<b>65,194</b>	–

Level 2 fair value was derived using the agreed sale consideration of the investment properties in the sale and leaseback agreement signed by KWAP in December 2023.

Asset held for sale amounting to approximately S\$41,931,000 (2022: S\$nil) is pledged as security for the bank facility extended to a subsidiary (Note 29(a)).

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 18. FINANCIAL ASSETS, AT FAIR VALUE THROUGH PROFIT OR LOSS

	Group	
	2023 S\$'000	2022 S\$'000
Beginning of financial year	51	57
Fair value loss recognised in profit or loss (Note 7)	(9)	(6)
End of financial year	<u>42</u>	<u>51</u>

Financial assets, at fair value through profit or loss are analysed as follows:

	Group	
	2023 S\$'000	2022 S\$'000
<i>Designated at fair value on initial recognition</i>		
– Unquoted equity investment – Singapore	<u>42</u>	<u>51</u>

As at 31 December 2023 and 2022, the fair value of unquoted equity investment is estimated by making reference to the Group's share in the attributable net assets of the investee company as reflected in their latest available financial information. The attributable net assets of the investee company comprise mainly of real estate properties, and are adjusted where applicable, for independent valuations of the real estate properties held by the investee company as at balance sheet date.

### 19. DERIVATIVE FINANCIAL INSTRUMENTS

	← Group →			← Company →		
	Contractual notional amount S\$'000	Fair value		Contractual notional amount S\$'000	Fair value	
		Asset S\$'000	Liability S\$'000		Asset S\$'000	Liability S\$'000
<b>31 December 2023</b>						
<i>Derivatives held for hedging:</i>						
<i>Cash-flow hedges</i>						
– Interest rate swaps	104,025	1,126	–	–	–	–
– Interest rate caps	92,366	432	–	21,250	35	–
<b>Total</b>	<u>196,391</u>	<u>1,558</u>	<u>–</u>	<u>21,250</u>	<u>35</u>	<u>–</u>
Current		771	–		–	–
Non-current		<u>787</u>	<u>–</u>		<u>35</u>	<u>–</u>
<b>Total</b>		<u>1,558</u>	<u>–</u>		<u>35</u>	<u>–</u>
<b>31 December 2022</b>						
<i>Derivatives held for hedging:</i>						
<i>Cash-flow hedges</i>						
– Interest rate swaps	111,806	3,231	–	–	–	–
– Interest rate caps	9,911	580	–	–	–	–
<b>Total</b>	<u>121,717</u>	<u>3,811</u>	<u>–</u>	<u>–</u>	<u>–</u>	<u>–</u>
Non-current		<u>3,811</u>	<u>–</u>		<u>–</u>	<u>–</u>

## 19. DERIVATIVE FINANCIAL INSTRUMENTS (CONTINUED)

Hedging instruments used in Group's hedging strategy in 2023

	Carrying Amount			Changes in fair value used for calculating hedge ineffectiveness		Hedge ineffectiveness recognised in P&L* S\$'000	Weighted average hedged rate	Maturity date
	Contractual notional amount S\$'000	Assets/ (Liabilities) S\$'000	Financial statement line item	Hedging instrument S\$'000	Hedged item S\$'000			
<b>Group</b>								
Cash flow hedge								
Interest rate risk								
– Interest rate swap to hedge floating rate borrowings	104,025	1,126	Derivative financial instrument	(38)	38	–	1.71%	February 2024 to March 2025
– Interest rate cap to hedge floating rate borrowings	92,366	432	Derivative financial instrument	(1,325)	1,325	–	3.70%	April 2026 to June 2027
<b>Company</b>								
Cash flow hedge								
Interest rate risk								
– Interest rate cap to hedge floating rate borrowings	21,250	35	Derivative financial instrument	(281)	281	–	3.60%	October 2026

\* All hedge ineffectiveness and costs of hedging are recognised in profit and loss within "Other losses – net".

Hedging instruments used in Group's hedging strategy in 2022

	Carrying Amount			Changes in fair value used for calculating hedge ineffectiveness		Hedge ineffectiveness recognised in P&L* S\$'000	Weighted average hedged rate	Maturity date
	Contractual notional amount S\$'000	Assets/ (Liabilities) S\$'000	Financial statement line item	Hedging instrument S\$'000	Hedged item S\$'000			
<b>Group</b>								
Cash flow hedge								
Interest rate risk								
– Interest rate swap to hedge floating rate borrowings	111,806	3,231	Derivative financial instrument	5,341	(5,341)	–	1.71%	February 2024 to March 2025
– Interest rate cap to hedge floating rate borrowings	9,911	580	Derivative financial instrument	92	(92)	–	3.00%	June 2027

\* All hedge ineffectiveness and costs of hedging are recognised in profit and loss within "Other losses – net".

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 20. INVESTMENTS IN ASSOCIATED COMPANIES

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
<i>Equity investment, at cost</i>			<b>1,668</b>	1,668
Less: Accumulated impairment			<b>(370)</b>	(370)
			<b>1,298</b>	1,298
Beginning of financial year	<b>120,280</b>	117,071		
Currency translation differences	<b>(656)</b>	(413)		
Share of fair value (loss)/gain from cash flow hedges (Note 33(b)(ii))	<b>(41)</b>	53		
Share of profit	<b>27,646</b>	7,250		
Dividends received	<b>(4,365)</b>	(3,803)		
Others	<b>(652)</b>	122		
Derecognition of associated company on acquisition of additional interests (Note 22(e))	<b>(297)</b>	–		
End of financial year	<b>141,915</b>	120,280		

- (a) There are no contingent liabilities relating to the Group's interest in the associated companies.
- (b) The following table summarises, in aggregate, the Group's share of profit and other comprehensive income of the Group's individually immaterial associated companies accounted for using the equity method:

	For the year ended 31 December	
	2023 S\$'000	2022 S\$'000
Profit after tax	<b>946</b>	13
Other comprehensive loss	<b>(68)</b>	(221)
Total comprehensive income/(loss)	<b>878</b>	(208)



## 20. INVESTMENTS IN ASSOCIATED COMPANIES (CONTINUED)

- (c) Set out below are the associated companies of the Group as at 31 December 2023, which in the opinion of the directors, are not material to the Group. The associated companies as listed below have share capital consisting solely of ordinary shares, which are held directly by the Group, the country of incorporation is also their principal place of business.

Name of entity	Principal activities	Place of business/ country of incorporation	% of effective ownership interest	
			2023 %	2022 %
<b>Held directly by the Company</b>				
Sherford (M) Sdn. Bhd. <sup>(a)</sup>	Property investment	Malaysia	<b>25.0</b>	25.0
<b>Held by subsidiaries</b>				
Oriental Amber Sdn. Bhd. <sup>(b),(e),(i)</sup>	Property investment and provision of dormitory accommodation, management and services	Malaysia	–	49.0
Centurion Student Accommodation Fund <sup>(c),(f),(g),(h)</sup>	Investment holding	Singapore	<b>14.3</b>	14.3
<b>Held by Centurion Student Accommodation Fund</b>				
Centurion Accommodation (I) Holdings Pte. Ltd. <sup>(c),(g),(h)</sup>	Investment holding	Singapore	<b>14.3</b>	14.3
<b>Held by Centurion Accommodation (I) Holdings Pte. Ltd.</b>				
Centurion Investments (JS IX) Ltd <sup>(d),(g),(h)</sup>	Property investment and provision of student accommodation	Jersey	<b>14.3</b>	14.3

(a) Audited by M.S. Wong & Co.

(b) Audited by PricewaterhouseCoopers PLT, Malaysia.

(c) Audited by PricewaterhouseCoopers LLP, Singapore.

(d) Not required to be audited under the laws of the country of incorporation.

(e) Holdings through Centurion Dormitories Sdn. Bhd.

(f) Holdings through Centurion Overseas Investments Pte. Ltd.

(g) Collectively known as Centurion Student Accommodation Fund Group.

(h) Classified as an associated company as the Group is able to exercise significant influence through representation on the investment committee.

(i) In the current financial year, the Group through its wholly owned subsidiary acquired the remaining 51% interest in an associate, Oriental Amber Sdn. Bhd. ("ORAM"). Upon completion of acquisition, ORAM became a wholly owned subsidiary of the Group.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 20. INVESTMENTS IN ASSOCIATED COMPANIES (CONTINUED)

- (d) Set out below are the associated companies of the Group as at 31 December 2023, which in the opinion of the directors, are material to the Group. The associated companies as listed below have share capital consisting solely of ordinary shares which are held directly by the Group. The country of incorporation is also their principal place of business.

Name of entity	Principal activities	Place of business/ country of incorporation	% of effective ownership interest	
			2023 %	2022 %
<b>Held by subsidiary</b>				
Lian Beng-Centurion (Mandai) Pte. Ltd. <sup>(a),(d)</sup>	Owner of a workers' dormitory and investment holding	Singapore	<b>45.0</b>	45.0
<b>Held by Lian Beng-Centurion (Mandai) Pte. Ltd.</b>				
Lian Beng-Centurion (Dormitory) Pte. Ltd. <sup>(a)</sup>	Provision of dormitory accommodation services	Singapore	<b>45.0</b>	45.0
<b>Held by subsidiary</b>				
Centurion US Student Housing Fund <sup>(b),(e),(f)</sup>	Investment holding	Singapore	<b>28.7</b>	28.7
<b>Held by Centurion US Student Housing Fund</b>				
Centurion US Student Accommodation Holdings Pte. Ltd. <sup>(b),(f)</sup>	Investment holding	Singapore	<b>28.7</b>	28.7
<b>Held by Centurion US Student Accommodation Holdings Pte. Ltd.</b>				
Centurion US Student Accommodation Inc. <sup>(c),(f)</sup>	Investment holding	United States of America	<b>28.7</b>	28.7

(a) Audited by Ernst and Young LLP, Singapore.

(b) Audited by PricewaterhouseCoopers LLP, Singapore.

(c) Not required to be audited under the laws of the country of incorporation.

(d) Holdings through Centurion Dormitories Pte. Ltd.

(e) Holdings through Centurion Overseas Investments Pte. Ltd.

(f) Collectively known as Centurion US Student Housing Fund Group.

## 20. INVESTMENTS IN ASSOCIATED COMPANIES (CONTINUED)

### Summarised financial information for associated companies

Set out below is the summarised financial information for the material associated companies held by the Group.

#### Summarised balance sheet

	Centurion US Student Housing Fund Group As at 31 December		Lian Beng-Centurion (Mandai) Pte. Ltd. <sup>1</sup> As at 31 December		Lian Beng-Centurion (Dormitory) Pte. Ltd. <sup>1</sup> As at 31 December	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
<b>ASSETS</b>						
<b>Current assets</b>	<b>126,846</b>	11,263	<b>2,898</b>	8,198	<b>16,600</b>	12,490
<b>Non-current assets</b>	–	123,361	<b>351,068</b>	300,966	<b>146</b>	184
Includes:						
– Investment properties	–	–	<b>316,000</b>	268,000	–	–
– Financial assets, at fair value through profit or loss	–	67,005	–	–	–	–
<b>LIABILITIES</b>						
<b>Current liabilities</b>	<b>(2,060)</b>	(1,970)	<b>(8,571)</b>	(8,694)	<b>(11,029)</b>	(7,633)
<b>Non-current liabilities</b>	–	–	<b>(120,920)</b>	(128,576)	<b>(24)</b>	(28)
<b>NET ASSETS</b>	<b>124,786</b>	132,654	<b>224,475</b>	171,894	<b>5,693</b>	5,013

1 Lian Beng-Centurion (Dormitory) Pte Ltd is a wholly owned subsidiary of Lian Beng-Centurion (Mandai) Pte Ltd. As no consolidation is prepared for Lian Beng-Centurion (Mandai) Pte Ltd and its subsidiary, the Group has presented the standalone financial information for these two companies instead, adjusted for elimination of cost of investment in Lian Beng-Centurion (Dormitory) Pte Ltd within Lian Beng-Centurion (Mandai) Pte Ltd's financial information.

If the actual fair values of the investment properties held by the material associates increase/decrease by 3% (2022: 3%), the share of profit and net assets attributable to the Group, taking into account tax impact, will increase/decrease by S\$4,266,000 (2022: S\$3,618,000).

#### Summarised statement of comprehensive income

	Centurion US Student Housing Fund Group For the year ended 31 December		Lian Beng-Centurion (Mandai) Pte. Ltd. <sup>1</sup> For the year ended 31 December		Lian Beng-Centurion (Dormitory) Pte. Ltd. For the year ended 31 December	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
Revenue	–	–	–	–	<b>30,426</b>	23,848
<b>(Loss)/profit before tax</b>	<b>(5,680)</b>	(3,206)	<b>62,435</b>	15,508	<b>20,624</b>	15,209
– Tax expense	–	–	<b>(154)</b>	(398)	<b>(3,488)</b>	(2,537)
Other comprehensive loss	<b>(2,188)</b>	(481)	–	–	–	–
<b>Total comprehensive (loss)/income</b>	<b>(7,868)</b>	(3,687)	<b>62,281</b>	15,110	<b>17,136</b>	12,672

1 Lian Beng-Centurion (Mandai) Pte Ltd's total comprehensive income of S\$62,281,000 (2022: S\$15,110,000) includes dividend income of S\$16,456,000 (2022: S\$9,656,000) received from its wholly owned subsidiary Lian Beng-Centurion (Dormitory) Pte Ltd during the financial year.

The information above reflects the amounts included in the financial statements of the associated companies (and not the Group's share of those amounts), adjusted for differences in accounting policies between the Group and the associated companies.

## NOTES TO THE FINANCIAL STATEMENTS

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### 20. INVESTMENTS IN ASSOCIATED COMPANIES (CONTINUED)

Reconciliation of the summarised financial information presented, to the carrying amount of the Group's interest in the associated companies is as follows:

	Centurion US Student Housing Fund Group		Lian Beng-Centurion (Mandai) Pte. Ltd.		Lian Beng-Centurion (Dormitory) Pte. Ltd.			
	As at 31 December 2023	As at 31 December 2022	As at 31 December 2023	As at 31 December 2022	As at 31 December 2023	As at 31 December 2022	Total As at 31 December 2023	Total As at 31 December 2022
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
<b>Net assets</b>								
<b>At 1 January</b>	<b>132,654</b>	140,477	<b>171,894</b>	162,384	<b>5,013</b>	1,997		
(Loss)/profit for the year	<b>(5,680)</b>	(3,206)	<b>62,281</b>	15,110	<b>17,136</b>	12,672		
Other comprehensive loss	<b>(2,188)</b>	(481)	–	–	–	–		
Dividends paid	–	(4,136)	<b>(9,700)</b>	(5,600)	<b>(16,456)</b>	(9,656)		
<b>At 31 December</b>	<b>124,786</b>	132,654	<b>224,475</b>	171,894	<b>5,693</b>	5,013		
Interest in the associated companies (28.7%; 45%; 45%)	<b>35,867</b>	38,129	<b>101,014</b>	77,352	<b>2,562</b>	2,256	<b>139,443</b>	117,737
Add:								
Carrying value of individually immaterial associated companies, in aggregate							<b>2,472</b>	2,543
<b>Carrying value of Group's interest in associated companies</b>							<b>141,915</b>	120,280
<b>Dividends received from associated companies</b>	–	1,160	<b>4,365</b>	2,520	<b>NA</b>	NA	<b>4,365</b>	3,680

### 21. INVESTMENT IN A JOINT VENTURE

	Group		Company	
	2023	2022	2023	2022
	S\$'000	S\$'000	S\$'000	S\$'000
Equity investment, at cost			–	–
Beginning of financial year	<b>6,040</b>	4,732		
Currency translation differences	<b>(195)</b>	(361)		
Share of (loss)/profit	<b>(290)</b>	1,669		
Return of capital on deregistration	<b>(4,203)</b>	–		
Dividend received	<b>(1,352)</b>	–		
End of financial year	–	6,040		

Set out below is the joint venture of the Group as at 31 December 2023:

Name of entity	Principal activity	Place of business/ country of incorporation	% of effective ownership interest	
			2023 %	2022 %
<b>Held by subsidiary</b>				
IGIS Centurion No. 238 Professional Investors Private Real Estate Investment, LLC <sup>(a),(b),(c),(d)</sup>	Property investment	South Korea	–	55.0

(a) Holdings through Centurion Overseas Investments Pte. Ltd.

(b) Audited by Ejung-Gyul Accounting Corporation, Korea.

(c) Not consolidated as the entity is not controlled by the Group and deemed to be a joint venture as the Group shares control of the entity.

(d) Voluntary deregistered during the current financial year.

There are no contingent liabilities relating to the Group's interest in the joint venture.

**21. INVESTMENT IN A JOINT VENTURE (CONTINUED)****Summarised financial information for joint venture**

Set out below is the summarised financial information for IGIS Centurion No. 238 Professional Investors Private Real Estate Investment, LLC.

*Summarised balance sheet*

	<b>IGIS Centurion No. 238 Professional Investors Private Real Estate Investment, LLC As at 31 December</b>	
	<b>2023</b>	<b>2022</b>
	<b>S\$'000</b>	<b>S\$'000</b>
<b>ASSETS</b>		
<b>Current assets</b>	–	303
Includes:		
– Cash and cash equivalents	–	175
<b>Non-current asset</b>	–	22,513
Includes:		
– Investment property	–	22,513
<b>LIABILITIES</b>		
<b>Current liabilities</b>	–	(193)
<b>Non-current liabilities</b>	–	(11,642)
Includes:		
– Borrowings	–	(11,642)
<b>NET ASSETS</b>	–	10,981

As at 31 December 2022, if the actual fair value of the investment property held by the joint venture increase/decrease 3%, the share of profit and net assets attributable to the Group, taking into account tax impact, will increase/decrease by S\$371,000.

*Summarised statement of comprehensive income*

	<b>IGIS Centurion No. 238 Professional Investors Private Real Estate Investment, LLC For the year ended 31 December</b>	
	<b>2023</b>	<b>2022</b>
	<b>S\$'000</b>	<b>S\$'000</b>
Revenue	<b>158</b>	658
Expenses		
Includes:		
– Interest expense	<b>(180)</b>	(498)
<b>(Loss)/profit after tax</b>	<b>(527)</b>	3,035
<b>Other comprehensive loss</b>	<b>(354)</b>	(657)
<b>Total comprehensive (loss)/income</b>	<b>(881)</b>	2,378

The information above reflects the amounts presented in the financial statements of the joint venture (and not the Group's share of those amounts), adjusted for differences in accounting policies between the Group and the joint venture.

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### 21. INVESTMENT IN A JOINT VENTURE (CONTINUED)

#### Summarised financial information for joint venture (continued)

Reconciliation of the summarised financial information presented to the carrying amount of the Group's interest in joint venture, is as follows:

	IGIS Centurion No. 238 Professional Investors Private Real Estate Investment, LLC As at 31 December	
	2023 S\$'000	2022 S\$'000
<b>Net assets</b>		
At 1 January	10,981	8,603
(Loss)/profit for the year	(527)	3,035
Other comprehensive loss	(354)	(657)
Dividends paid	(2,457)	–
Return of capital on deregistration	(7,643)	–
At 31 December	–	10,981
<b>Interest in the joint venture (55%)</b>	–	6,040

### 22. INVESTMENTS IN SUBSIDIARIES

	Company	
	2023 S\$'000	2022 S\$'000
Equity investment, at cost	22,394	22,394
Less: Accumulated impairment	(5,678)	(5,548)
	16,716	16,846

(a) The carrying amount of investments in subsidiaries and the movement in the related allowance for impairment are as follows:

	Company	
	2023 S\$'000	2022 S\$'000
Beginning of financial year	16,846	16,897
Impairment of a subsidiary	(130)	(51)
End of financial year	16,716	16,846

## 22. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

(b) The Group has the following subsidiaries as at 31 December 2023 and 2022:

Name	Principal activities	Country of business/ incorporation	Proportion of ordinary shares directly held by the Company		Proportion of ordinary shares held by the Group		Proportion of ordinary shares held by non-controlling interests	
			2023 %	2022 %	2023 %	2022 %	2023 %	2022 %
Summit CD Manufacture (HK) Ltd <sup>(b)</sup>	Dormant	Hong Kong	100	100	100	100	–	–
PT Westlite Accommodation Cibitung <sup>(b),(l)</sup>	Property investments	Indonesia	–	–	100	100	–	–
PT Digital Media Technology <sup>(b),(l)</sup>	Dormant	Indonesia	–	–	100	100	–	–
Summit Creations Pte. Ltd. <sup>(a)</sup>	Manufacture and sale of optical discs, equipment and consumables	Singapore	100	100	100	100	–	–
SM Summit Holdings Pte. Ltd. <sup>(a)</sup>	Investment holding	Singapore	100	100	100	100	–	–
Westlite Dormitory Management Pte. Ltd. <sup>(a),(t)</sup>	Provision of management services	Singapore	–	–	100	100	–	–
Westlite Dormitory (Toh Guan) Pte. Ltd. <sup>(a),(l)</sup>	Property investments and provision of dormitory accommodation services	Singapore	–	–	100	100	–	–
Westlite Dormitory (Woodlands) Pte. Ltd. <sup>(a),(k)</sup>	Property investments and provision of dormitory accommodation services	Singapore	–	–	100	100	–	–
Centurion-Lian Beng (Papan) Pte. Ltd. <sup>(a),(m)</sup>	Property investments and provision of dormitory accommodation services	Singapore	–	–	51	51	49	49
Westlite Juniper (Mandai) Pte. Ltd. <sup>(a),(k)</sup>	Provision of dormitory accommodation services	Singapore	–	–	100	100	–	–

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### 22. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

(b) The Group has the following subsidiaries as at 31 December 2023 and 2022: (continued)

Name	Principal activities	Country of business/ incorporation	Proportion of ordinary shares directly held by the Company		Proportion of ordinary shares held by the Group		Proportion of ordinary shares held by non-controlling interests	
			2023 %	2022 %	2023 %	2022 %	2023 %	2022 %
Centurion – Lian Beng (Ubi) Pte. Ltd. <sup>(a),(m)</sup>	Property investments and provision of dormitory accommodation services	Singapore	–	–	51	51	49	49
CSL Student Living (Selegie) Pte. Ltd. <sup>(a),(k)</sup>	Dormant	Singapore	–	–	100	100	–	–
WLC Facilities Services Pte. Ltd. <sup>(a),(t)</sup>	Provision of services and sales of equipment	Singapore	–	–	100	100	–	–
Westlite Dormitory (V Six) Pte. Ltd. <sup>(a),(t)</sup>	Dormant	Singapore	–	–	100	100	–	–
Centurion Student Investment Management Pte. Ltd. <sup>(a),(s)</sup>	Fund management activities	Singapore	–	–	100	100	–	–
Centurion Student Accommodation Trustee Pte. Ltd. <sup>(a),(s)</sup>	Provision of trustee services	Singapore	–	–	100	100	–	–
Centurion Student ACM Trustee (I) Pte. Ltd. <sup>(a),(s)</sup>	Provision of trustee services	Singapore	–	–	100	100	–	–
Centurion Accommodation Management Pte. Ltd. <sup>(a)</sup>	Investment holding and management consultancy services	Singapore	100	100	100	100	–	–
Centurion Dormitories Pte. Ltd. <sup>(a)</sup>	Investment holding	Singapore	100	100	100	100	–	–
Westlite Accommodation Management Pte. Ltd. <sup>(a),(j)</sup>	Dormant	Singapore	–	–	100	100	–	–
Centurion Dormitories Holdings Pte. Ltd. <sup>(a)</sup>	Investment holding	Singapore	100	100	100	100	–	–
Westlite Dormitory (V Two) Pte. Ltd. <sup>(a),(k)</sup>	Investment holding	Singapore	–	–	100	100	–	–



## 22. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

(b) The Group has the following subsidiaries as at 31 December 2023 and 2022: (continued)

Name	Principal activities	Country of business/ incorporation	Proportion of ordinary shares directly held by the Company		Proportion of ordinary shares held by the Group		Proportion of ordinary shares held by non-controlling interests	
			2023 %	2022 %	2023 %	2022 %	2023 %	2022 %
Centurion Dormitory Venture Pte. Ltd. <sup>(a)</sup>	Investment holding	Singapore	100	100	100	100	–	–
Centurion Overseas Investments Pte. Ltd. <sup>(a)</sup>	Investment holding	Singapore	100	100	100	100	–	–
Centurion Overseas Investments (II) Pte. Ltd. <sup>(a),(c)</sup>	Investment holding	Singapore	–	–	100	100	–	–
Westlite Management Pte. Ltd. <sup>(a)</sup>	Investment holding	Singapore	100	100	100	100	–	–
Westlite Dormitory (Tuas) Pte. Ltd. <sup>(a),(f)</sup>	Dormant	Singapore	–	–	100	100	–	–
Westlite Dormitory (V Seven) Pte. Ltd. <sup>(a),(g)</sup>	Dormant	Singapore	–	–	100	100	–	–
Westlite Dormitory Management Sdn. Bhd. <sup>(d),(n)</sup>	Provision of management services	Malaysia	–	–	100	100	–	–
WLC Services Sdn. Bhd. <sup>(d),(n)</sup>	Cleaning and maintenance services	Malaysia	–	–	100	100	–	–
Westlite Dormitory (Tebrau) Sdn. Bhd. <sup>(d),(n)</sup>	Property investments and provision of dormitory accommodation services	Malaysia	–	–	100	100	–	–
Westlite Dormitory (JB Techpark) Sdn. Bhd. <sup>(d),(n)</sup>	Property investments and provision of dormitory accommodation services	Malaysia	–	–	100	100	–	–
Westlite Dormitory (Tampoi) Sdn. Bhd. <sup>(d),(n)</sup>	Property investments and provision of dormitory accommodation services	Malaysia	–	–	100	100	–	–
Westlite Dormitory (Pasir Gudang) Sdn. Bhd. <sup>(d),(n)</sup>	Property investments and provision of dormitory accommodation services	Malaysia	–	–	100	100	–	–
Westlite Dormitory (Senai) Sdn. Bhd. <sup>(d),(n)</sup>	Property investments and provision of dormitory accommodation services	Malaysia	–	–	100	100	–	–
Westlite Dormitory (SN II) Sdn. Bhd. <sup>(d),(n)</sup>	Property investments and provision of dormitory accommodation services	Malaysia	–	–	100	100	–	–

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### 22. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

(b) The Group has the following subsidiaries as at 31 December 2023 and 2022: (continued)

Name	Principal activities	Country of business/ incorporation	Proportion of ordinary shares directly held by the Company		Proportion of ordinary shares held by the Group		Proportion of ordinary shares held by non-controlling interests	
			2023 %	2022 %	2023 %	2022 %	2023 %	2022 %
Westlite Dormitory (Petaling Jaya) Sdn. Bhd. <sup>(d),(n)</sup>	Property investments and provision of dormitory accommodation services	Malaysia	–	–	100	100	–	–
Westlite Dormitory (Bukit Minyak) Sdn. Bhd. <sup>(d),(n)</sup>	Property investments and provision of dormitory accommodation services	Malaysia	–	–	100	100	–	–
Oriental Amber Sdn. Bhd. <sup>(d),(n)</sup>	Property investment and provision of dormitory accommodation, management and services	Malaysia	–	–	100	–	–	–
Centurion Dormitories Sdn. Bhd. <sup>(d),(q)</sup>	Investment holding	Malaysia	–	–	100	100	–	–
Westlite Dormitory (Cemerlang) Sdn. Bhd. <sup>(d),(n)</sup>	Dormant	Malaysia	–	–	100	100	–	–
Westlite Dormitory (PG II) Sdn. Bhd. <sup>(d),(n)</sup>	Struck off	Malaysia	–	–	–	100	–	–
Westlite Services Sdn. Bhd. <sup>(d),(n)</sup>	Dormant	Malaysia	–	–	100	100	–	–
Centurion Overseas Ventures Ltd <sup>(b),(o)</sup>	Investment holding	Malaysia	–	–	100	100	–	–
Dwell Adelaide Student Living Pty Ltd <sup>(c),(s)</sup>	Provision of management services and student accommodation services	Australia	–	–	100	100	–	–
Centurion Student Services Pty Ltd <sup>(c),(o)</sup>	Provide management services and student accommodation services	Australia	–	–	100	100	–	–
Centurion Melbourne Student Village Trust <sup>(c),(p)</sup>	Trust	Australia	–	–	100	100	–	–
Centurion Melbourne Apartment Trust <sup>(c),(p)</sup>	Trust	Australia	–	–	100	100	–	–
Centurion Australia Investments Pty Ltd <sup>(b),(o)</sup>	Trustees for 2 trusts in Australia	Australia	–	–	100	100	–	–
Centurion SA Investments Pty Ltd <sup>(b),(q)</sup>	Provision of trustee services	Australia	–	–	100	100	–	–

## 22. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

(b) The Group has the following subsidiaries as at 31 December 2023 and 2022: (continued)

Name	Principal activities	Country of business/ incorporation	Proportion of ordinary shares directly held by the Company		Proportion of ordinary shares held by the Group		Proportion of ordinary shares held by non-controlling interests	
			2023 %	2022 %	2023 %	2022 %	2023 %	2022 %
Centurion Adelaide Student Village Trust <sup>(c),(r)</sup>	Trust	Australia	–	–	100	100	–	–
Centurion Accommodation (Australia) Pty Ltd <sup>(c),(h)</sup>	Property investments	Australia	–	–	100	100	–	–
Summit Technology Australia Pty Ltd <sup>(c)</sup>	Dormant	Australia	100	100	100	100	–	–
Centurion Investments (JS A) Ltd <sup>(b),(a)</sup>	Investment holding	Jersey	–	–	100	100	–	–
Centurion Investments (JS) Ltd <sup>(b),(o)</sup>	Property investments and provision of student accommodation	Jersey	–	–	100	100	–	–
Centurion Investments (JS I) Ltd <sup>(b),(o)</sup>	Property investments and provision of student accommodation	Jersey	–	–	100	100	–	–
Centurion Investments (JS II) Ltd <sup>(b),(o)</sup>	Property investments and provision of student accommodation	Jersey	–	–	100	100	–	–
Centurion Investments (JS III) Ltd <sup>(b),(o)</sup>	Property investments and provision of student accommodation	Jersey	–	–	100	100	–	–
Centurion Investments (JS V) Ltd <sup>(b),(o)</sup>	Property investments and provision of student accommodation	Jersey	–	–	100	100	–	–
Centurion Investments (JS VI) Ltd <sup>(b),(o)</sup>	Property investments and provision of student accommodation	Jersey	–	–	100	100	–	–
Centurion Investments (JS VII) Ltd <sup>(b),(o)</sup>	Property investments and provision of student accommodation	Jersey	–	–	100	100	–	–
Centurion Investments JS VII (UK) Ltd <sup>(e),(u)</sup>	Property investment	United Kingdom	–	–	100	100	–	–
Centurion Student Services (UK) Ltd <sup>(e),(o)</sup>	Provide management services and student accommodation services	United Kingdom	–	–	100	100	–	–

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## 22. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

(b) The Group has the following subsidiaries as at 31 December 2023 and 2022: (continued)

Name	Principal activities	Country of business/ incorporation	Proportion of ordinary shares directly held by the Company		Proportion of ordinary shares held by the Group		Proportion of ordinary shares held by non-controlling interests	
			2023 %	2022 %	2023 %	2022 %	2023 %	2022 %
Dwell Student Living Korea Ltd <sup>(b),(s)</sup>	Struck off	South Korea	–	–	–	100	–	–
CSL Student Living Benikea KP Ltd <sup>(b),(o)</sup>	Provision of tourist and student accommodation services	South Korea	–	–	55	55	45	45
Dwell US Student Living LLC <sup>(b),(s)</sup>	Provision of management services and student accommodation services	United States of America	–	–	100	100	–	–
Centurion Investments (BV) Ltd <sup>(b),(o)</sup>	Property investment and provision of student accommodations	British Virgin Islands	–	–	100	100	–	–
Centurion Investments (BV I) Ltd <sup>(b),(o)</sup>	Struck off	British Virgin Islands	–	–	–	100	–	–
Centurion Investments (BV II) Ltd <sup>(b),(o)</sup>	Dormant	British Virgin Islands	–	–	100	100	–	–
Gate Cosmos Investments Ltd <sup>(b)</sup>	Investment holding	British Virgin Islands	100	100	100	100	–	–

(a) Audited by PricewaterhouseCoopers LLP, Singapore

(b) Not required to be audited under the laws of the country of incorporation

(c) Audited by Crowe Australasia, Australia

(d) Audited by PricewaterhouseCoopers PLT, Malaysia

(e) Audited by Accendo Consulting Ltd

(f) Holdings through SM Summit Holdings Pte Ltd

(g) Holdings through Advance Technology Investment Ltd

(h) Holdings through Summit Technology Australia Pty Ltd

(i) Holdings through Gate Cosmos Investments Ltd and SM Summit Holdings Pte. Ltd.

(j) Holdings through Centurion Dormitories Pte. Ltd.

(k) Holdings through Centurion Dormitories Holdings Pte. Ltd.

(l) Holdings through Westlite Dormitory (V Two) Pte. Ltd. and Gate Cosmos Investments Ltd

(m) Holdings through Centurion Dormitory Venture Pte. Ltd.

(n) Holdings through Centurion Dormitories Sdn Bhd

(o) Holdings through Centurion Overseas Investments Pte. Ltd.

(p) Holdings through Centurion Overseas Ventures Ltd

(q) Holdings through Centurion Overseas Investments (II) Pte. Ltd.

(r) Holdings through Centurion Overseas Investments (JS A) Ltd

(s) Holdings through Centurion Accommodation Management Pte. Ltd.

(t) Holdings through Westlite Management Pte. Ltd.

(u) Holdings through Centurion Investments (JS VII) Ltd

(v) In accordance to Rule 716 of The Singapore Exchange Securities Trading Limited – Listing Rules, the Audit Committee and Board of Directors of the Company confirmed that they are satisfied that the appointment of different auditors for its subsidiaries, joint venture and associated companies would not compromise the standard and effectiveness of the audit of the Group.

## 22. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

### (c) Striking-off of subsidiaries

Westlite Dormitory (PG II) Sdn Bhd, Dwell Student Living Korea Ltd and Centurion Investments (BV I) Ltd were struck off during the current financial year.

### (d) Carrying value of non-controlling interests

	Group	
	2023 S\$'000	2022 S\$'000
Centurion-Lian Beng (Papan) Pte. Ltd.	45,605	22,739
CSL Student Living Benikea KP Ltd	(1,312)	(1,178)
Centurion-Lian Beng (Ubi) Pte. Ltd.	1,570	(3)
	<b>45,863</b>	<b>21,558</b>

### Summarised financial information of subsidiary with material non-controlling interest

Set out below is the summarised financial information for the subsidiary that has non-controlling interests that are material to the Group. These are presented before inter-company eliminations.

#### Summarised balance sheet

	Centurion-Lian Beng (Papan) Pte. Ltd.	
	2023 S\$'000	2022 S\$'000
<b>Current</b>		
Assets	11,752	7,485
Liabilities	(23,057)	(24,644)
Total current net liabilities	(11,305)	(17,159)
<b>Non-current</b>		
Assets	247,377	205,233
Liabilities	(143,001)	(141,667)
Total non-current net assets	104,376	63,566
<b>Net assets</b>	<b>93,071</b>	<b>46,407</b>

#### Summarised statement of comprehensive income

	Centurion-Lian Beng (Papan) Pte. Ltd.	
	2023 S\$'000	2022 S\$'000
Revenue	33,013	27,841
<b>Profit before tax</b>	<b>49,419</b>	12,765
Tax expense	(2,754)	(2,466)
<b>Profit after tax and total comprehensive income</b>	<b>46,665</b>	10,299
Total comprehensive income allocated to non-controlling interests	<b>22,866</b>	5,046
Dividends paid to non-controlling interests	-	980

#### Summarised cash flows

	Centurion-Lian Beng (Papan) Pte. Ltd.	
	2023 S\$'000	2022 S\$'000
Net cash provided by operating activities	23,148	19,668
Net cash (used in)/provided by investing activities	(9,916)	15
Net cash used in financing activities	(10,366)	(22,471)

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### 22. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

#### (e) Acquisition of a subsidiary

In the current financial year, the Group through its wholly owned subsidiary acquired the remaining 51% interest in an associate, Oriental Amber Sdn. Bhd. ("ORAM"). The total cash consideration for the acquisition of the remaining interests in ORAM was RM1 million (equivalent to S\$310,000). The carrying value of 51% shares in the net identifiable assets of ORAM at the date of acquisition approximated the cash consideration. Upon completion of the acquisition, ORAM became a wholly owned subsidiary of the Group.

Details of the consideration paid, the assets acquired and liabilities assumed and the effects on the cash flows of the Group, at the acquisition date, are as follows:

	<b>Group 2023 S\$'000</b>
<b>(i) Purchase consideration</b>	
Cash paid	<b>310</b>
<b>(ii) Effects of cash flow on the Group</b>	
Cash paid (as above)	<b>310</b>
Less: Cash and bank balances in subsidiary acquired	<b>(4)</b>
Cash outflow on acquisition	<b>306</b>
<b>(iii) Identifiable assets acquired and liabilities assumed</b>	
Investment property (Note 23)	<b>5,466</b>
Cash at bank	<b>4</b>
Total assets	<b>5,470</b>
Borrowings	<b>(1,425)</b>
Amount due to shareholder	<b>(3,438)</b>
Total liabilities	<b>(4,863)</b>
Total identifiable net assets	<b>607</b>
Less: Carrying amount of investment in an associated company (Note 20)	<b>(297)</b>
Consideration transferred for the business	<b>310</b>

### 23. INVESTMENT PROPERTIES

	<b>Group</b>	
	<b>2023 S\$'000</b>	<b>2022 S\$'000</b>
Beginning of financial year	<b>1,314,097</b>	1,354,593
Currency translation differences	<b>2,097</b>	(64,309)
Additions	<b>59,906</b>	4,886
Transfer to assets held for sale (Note 17)	<b>(65,194)</b>	-
Modification of lease liabilities in relation to the right-of-use assets	<b>7,438</b>	(55)
Net fair value gain in relation to owned investment properties	<b>103,241</b>	36,442
Net fair value loss in relation to right-of-use assets classified as investment properties	<b>(18,447)</b>	(17,460)
Net fair value gain recognised in profit or loss	<b>84,794</b>	18,982
Acquisition of a subsidiary (Note 22(e))	<b>5,466</b>	-
End of financial year	<b>1,408,604</b>	1,314,097

## 23. INVESTMENT PROPERTIES (CONTINUED)

Investment properties are leased to non-related parties under operating leases.

Included in additions are acquisition of an investment property of S\$41,630,000 (2022: S\$nil) and capitalised expenditure of S\$18,276,000 (2022: S\$4,886,000).

Certain investment properties are pledged as security for the bank facilities extended to subsidiaries (Note 29(a)). The carrying values of these investment properties amounted to approximately S\$1,320,836,000 (2022: S\$1,213,555,000).

### Reconciliation of fair value of investment properties

	Group	
	2023 S\$'000	2022 S\$'000
Fair value of investment properties	1,336,028	1,228,603
Add: Carrying amount of lease liabilities	72,576	85,494
Carrying amount of investment properties	<b>1,408,604</b>	1,314,097

The following amounts are recognised in profit or loss:

	Group	
	2023 S\$'000	2022 S\$'000
Rental income (Note 4)	193,269	159,173
Direct operating expenses arising from:		
– Investment properties that generated rental income	<b>(58,411)</b>	(54,644)

At the balance sheet date, the details of the Group's investment properties are as follows:

Location	Description	Existing use	Tenure	Unexpired term of lease
14 to 28 Toh Guan Road East, Singapore	7 blocks of workers dormitory	Commercial dormitory	Leasehold	34 years
2 Woodlands Sector 2, Singapore	Two 13-storey blocks of workers dormitory	Commercial dormitory	Leasehold	20 years
5, 5C & 5D Jalan Papan, Singapore	2 blocks of workers dormitory	Commercial dormitory	Leasehold	14 years
23 Mandai Estate, Singapore	2 blocks of 6-storey block of workers dormitory under lease	Commercial dormitory	Leasehold	5.5 years
18A Kranji Way, Singapore	20 blocks of workers dormitory and 1 amenity block	Commercial dormitory	Leasehold	1 year
1A Tuas Avenue 2, Singapore	14 blocks of workers dormitory and 1 amenity block	Commercial dormitory	Leasehold	1 year
11A Jalan Tukang, Singapore	40 blocks of worker dormitory and 1 amenity block	Commercial dormitory	Leasehold	1 year
11A Tuas South Boulevard, Singapore	5 blocks of worker dormitory and 1 amenity block	Commercial dormitory	Leasehold	1 year
Land Lot No. 6689C of Mukim 23 at Ubi Avenue 3, Singapore	1 block of 8-storey worker dormitory	Commercial dormitory	Leasehold	29 years

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### 23. INVESTMENT PROPERTIES (CONTINUED)

At the balance sheet date, the details of the Group's investment properties are as follows: (continued)

Location	Description	Existing use	Tenure	Unexpired term of lease
PLO 46, No 38, Jalan Teknologi 5, Taman Teknologi Johor, 81400 Senai, Johor, Malaysia	5 blocks of workers dormitory and 1 amenity block	Commercial dormitory	Leasehold	88 years
PLO 250, Jalan Firma 2, Kawasan Perindustrian Tebrau IV, 81100 Johor Bahru, Malaysia	2 blocks of workers dormitory and 1 amenity block	Commercial dormitory	Leasehold	36 years
Block Nos. 72, 73, 74, 75, 76 & 79, Off Jalan Tembusu, Taman Air Biru, 81700 Pasir Gudang, Johor, Malaysia	6 blocks of workers dormitory	Commercial dormitory	Leasehold	62 years
Block No.78, Off Jalan Tembusu, Taman Air Biru, 81700 Pasir Gudang, Johor, Malaysia	1 block of workers dormitory	Commercial dormitory	Leasehold	1 year
Lot No. 6212, Jalan Perindustrian 2, Kawasan Perindustrian Senai II, 81400 Senai, Johor, Malaysia	2 blocks of workers dormitory	Commercial dormitory	Freehold	–
Lot No. 6214, Jalan Perindustrian 2, Kawasan Perindustrian Senai II 81400 Senai, Johor, Malaysia	5 blocks of workers dormitory	Commercial dormitory	Freehold	–
No 12A, Jalan SS8/2, 47300 Petaling Jaya, Selangor Darul Ehsan, Malaysia	Two 11-storey blocks of workers dormitory and 2 levels of basement car park	Commercial dormitory	Leasehold	18 years
Lot 1108, Mukim Jeram Batu, District of Pontian, Johor Darul Takzim, Malaysia	Land	Commercial dormitory	Freehold	–
Manchester Student Village, Lower Chatham Street, Manchester, M1 5SX, United Kingdom	Two 9-storey blocks and a 7-storey block	Student accommodation	Freehold	–
MSV South 357A Great Western Street, Manchester, M14 4AH, United Kingdom	7 blocks with 8 clusters in each block and 4 blocks with 6 or 8 clusters in each block	Student accommodation	Freehold	–
The Grafton, 60 Grafton Street, Manchester, M13 9NU, United Kingdom	1 block consisting of 55 flats with 145 beds	Student accommodation	Freehold	–
Cathedral Campus, 1 Dean Patey Court Cathedral Gate, Off Upper Duke Street Liverpool, L1 7BT, United Kingdom	Eighty seven 3-storey houses arranged in 14 terraced blocks around 3 courtyard areas	Student accommodation	Leasehold	233 years



**23. INVESTMENT PROPERTIES (CONTINUED)**

At the balance sheet date, the details of the Group's investment properties are as follows: (continued)

Location	Description	Existing use	Tenure	Unexpired term of lease
Garth Heads, Melbourne Street, Newcastle-Upon-Tyne, NE1 2JE, United Kingdom	4 blocks consisting of 34 flats with 181 beds	Student accommodation	Leasehold	97 years
Hotwells House, 192-216 Hotwell Road Bristol, BS8 4UR, United Kingdom	4 blocks consisting of 40 flats with 157 beds	Student accommodation	Leasehold	110 years
Weston Court, 45-47 Cromwell Range, Fallowfield, Manchester, M14 6HH, United Kingdom	4 blocks consisting of flats with 140 beds	Student accommodation	Leasehold	110 years
121 Princess Street, Manchester, M1 7AG, United Kingdom	1 block consisting of 126 flats with 126 beds and basement	Student accommodation	Freehold	–
Archer House, 14-22 Castle Gate, Nottingham, NG1 7AW, United Kingdom	177 beds arranged within 14 cluster flats and 93 studios	Student accommodation	Freehold	–
Castle Gate Haus, 32-44(even), Castle Gate, Nottingham, NG1 7AT, United Kingdom	133 beds arranged within 69 self-contained studios and 64 cluster bedrooms	Student accommodation	Leasehold	1 year
dwell Village Melbourne City, 5-17 Flemington Road, North Melbourne VIC 3051, Australia	Accommodation with 611 beds	Student accommodation	Freehold	–
dwell Village Melbourne City Car Park, 5-17 Flemington Road, North Melbourne VIC 3051, Australia	Commercial car park	Commercial car park	Freehold	–
12 – 18 Synagogue Place Adelaide, South Australia	260 apartments	Student accommodation	Freehold	–
44-46 Anderson Street, Port Hedland WA 6721, Australia	Land	Industrial	Freehold	–
Jl. Wareng Kalijambe, Lambang Sari Village, Subdistrict of Tambun Selatan, Bekasi, West Java, Indonesia	Land	Residential	Leasehold	20 years

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### 23. INVESTMENT PROPERTIES (CONTINUED)

*Fair value hierarchy – Recurring fair value measurements*

Description	Fair value measurements using		
	Quoted prices in active markets for identical assets (Level 1) S\$'000	Significant other observable inputs (Level 2) S\$'000	Significant unobservable inputs (Level 3) S\$'000
<b>31 December 2023</b>			
Investment properties:			
– Land	–	–	7,220
– Commercial dormitories	–	–	860,334
– Student accommodation	–	–	541,050
<b>31 December 2022</b>			
Investment properties:			
– Land	–	–	1,946
– Commercial dormitories	–	–	803,992
– Student accommodation	–	–	508,159

#### Reconciliation of movements in Level 3 fair value measurement

	Land and commercial dormitories S\$'000	Land and student accommodation S\$'000
<b>2023</b>		
Beginning of financial year	805,048	509,049
Currency translation differences	(9,594)	11,691
Fair value gains recognised in profit or loss	72,874	11,920
Additions	50,678	9,228
Modification of lease liabilities in relation to right-of-use assets	7,438	–
Transfer to asset held for sale (Note 17)	(65,194)	–
Acquisition of a subsidiary	5,466	–
End of financial year	866,716	541,888
<b>2022</b>		
Beginning of financial year	820,355	534,238
Currency translation differences	(9,648)	(54,661)
Fair value (losses)/gains recognised in profit or loss	(7,936)	26,918
Additions	2,332	2,554
Modification of lease liability in relation to the right-of-use asset	(55)	–
End of financial year	805,048	509,049

During the financial year, valuers have changed the valuation techniques for selected investment properties in Malaysia and Singapore. Valuers have assessed that the change in valuation technique better reflects the fair value measurement of the properties by taking into consideration the expected changes to cashflow over the life of the asset. The change in valuation techniques and the key unobservable inputs are included within this note for investment properties.

Country	Description	Valuation technique for the year ended 31 December 2022	Valuation technique for the year ended 31 December 2023
Singapore	Commercial dormitories	Income capitalisation approach	Income capitalisation approach and discounted cash flow approach
Malaysia	Commercial dormitories	Income capitalisation approach	Income capitalisation approach and discounted cash flow approach

## 23. INVESTMENT PROPERTIES (CONTINUED)

The Group's policy is to recognise transfers into and out of fair value hierarchy levels as of the date of the event or change in circumstances that caused the transfer.

### Valuation techniques and inputs used in Level 3 fair value measurement

The following table presents the valuation techniques and key inputs that were used to determine the fair value of investment properties categorised under Level 3 of the fair value hierarchy:

Country	Description	Fair value at 31 December 2023 (\$'000)	Valuation technique	Unobservable inputs <sup>(a)</sup>	Range of unobservable inputs	Relationship of unobservable inputs to fair value
United Kingdom	Student accommodation	382,893 (2022: 352,103)	Income capitalisation approach	Rental rate per room per week	\$S143 – \$S570 (2022: \$S129 – \$S481)	The higher the rental rate per room per week, the higher the valuation
				Capitalisation rate	5.8% – 7.0% (2022: 5.5% – 6.8%)	The higher the capitalisation rate, the lower the valuation
Singapore	Commercial dormitories <sup>(#)</sup>	720,350 (2022: 585,950)	Discounted cash flow approach and income capitalisation approach	Discount rate	7.8% – 8.0% (2022: nil)	The higher the discount rate, the lower the valuation
				Rental rate per room per month	\$S3,900 – \$S12,480 (2022: \$S2,600 – \$S12,480)	The higher the rental rate per room per month, the higher the valuation
				Capitalisation rate	6.8% – 7.5% (2022: 6.8% – 7.0%)	The higher the capitalisation rate, the lower the valuation
Indonesia	Land	1,068 (2022: 1,056)	Residual land method	Gross development value per square metre	\$S7,034 (2022: \$Snil)	The higher the gross development value per square metre, the higher the valuation
			Sales comparison approach	Market value per square metre	\$S148 (2022: \$S146)	The higher the market value per square metre, the higher the valuation

(#) Includes selected investment properties which are under construction and/or asset enhancements

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FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 23. INVESTMENT PROPERTIES (CONTINUED)

#### Valuation techniques and inputs used in Level 3 fair value measurement (continued)

The following table presents the valuation techniques and key inputs that were used to determine the fair value of investment properties categorised under Level 3 of the fair value hierarchy: (continued)

Country	Description	Fair value at 31 December 2023 (S\$'000)	Valuation technique	Unobservable inputs <sup>(a)</sup>	Range of unobservable inputs	Relationship of unobservable inputs to fair value
Malaysia	Commercial dormitories	67,966 (2022: 133,781)	Discounted cash flow approach and income capitalisation approach	Discount rate	8.5% – 9.5% (2022: nil)	The higher the discount rate, the lower the valuation
				Rental rate per room per month	S\$513 – \$1,123 (2022: S\$547 – S\$1,109)	The higher the rental rate per room per month, the higher the valuation
				Capitalisation rate	7.5% – 8.5% (2022: 7.0% – 8.5%)	The higher the capitalisation rate, the lower the valuation
	Land	5,313 (2022:nil)	Residual land method	Gross development value per square metre	S\$1,407 (2022: S\$nil)	The higher the gross development value per square metre, the higher the valuation
Australia	Student accommodation	157,600 (2022: 154,823)	Discounted cash flow approach and income capitalisation approach	Discount rate	9.4% (2022: 8.7%)	The higher the discount rate, the lower the valuation
				Rental rate per room per week	S\$242 – S\$517 (2022: S\$214 – S\$490)	The higher the rental rate per room per week, the higher the valuation
				Capitalisation rate	6.3% (2022: 6.3%)	The higher the capitalisation rate, the lower the valuation
				Sales comparison approach	Market value per square metre	S\$4,530 – S\$25,545 (2022: S\$4,585 – S\$18,713)
	Land	838 (2022: 890)	Sales comparison approach	Market value per square metre	S\$185 – S\$196 (2022: S\$192 – S\$210)	The higher the market value per square metre, the higher the valuation

(a) There were no significant inter-relationships between unobservable inputs.

## 23. INVESTMENT PROPERTIES (CONTINUED)

### Valuation processes of the Group

The Group engages external, independent and qualified valuers to determine the fair value of the Group's investment properties at the end of every financial year based on the properties' highest and best use. As at 31 December 2023, the fair values of the properties have been determined by SRE Global Pte. Ltd., CBRE Pte. Ltd., KJPP Billy Anthony Lie & Rekan, Knight Frank Malaysia Sdn Bhd, CBRE WTW Valuation & Advisory Sdn Bhd, Savills (Malaysia) Sdn Bhd, Savills Valuations Pty Ltd, CBRE Valuations Pty Limited, Acumentis (WA) Pty Ltd and Cushman & Wakefield Debenham Tie Leung Limited.

At each financial year, the investment and finance department of the Group together with the Group Chief Executive Officer:

- verifies all major inputs to the independent valuation report;
- assesses property valuation movements when compared to the prior year valuation reports;
- holds discussions with the independent valuers and;
- analyses the reasons for the fair value movements.

Changes in Level 3 fair values are analysed at each reporting date.

Discounted cash flow approach involves the discounting of future net income flows at an appropriate required rate of return applicable to that class of property to obtain the net present value. The net income is derived by deducting from the gross income, outgoings such as operating expenses, lease payments and property tax, and after making allowances for vacancies.

Income capitalisation approach involves capitalising the net income at an appropriate capitalisation rate to arrive at the fair value. The net income is derived by deducting outgoings such as operating expenses, lease payments and property tax, and after making allowances for vacancies from gross rentals and other income.

Sales comparison approach involves using the values of sale prices of comparable properties and comparing it directly to the subject property. Allowances are made for difference in the properties including land size, improvements and location. The most significant input into this valuation approach is selling price per metre.

The estimated costs to completion for investment property under construction and/or asset enhancements are estimated by management using the budgets developed internally by the Group based on management's experience and knowledge of market conditions.

Residual land method is arrived at by deducting estimated construction costs and other relevant costs from the gross development value of the proposed development assuming that the proposed development is completed as at the date of valuation.

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## 24. PROPERTY, PLANT AND EQUIPMENT

	Freehold land and building S\$'000	Leased office space and leasehold improvements S\$'000	Plant, machinery and equipment S\$'000	Renovation, furniture and fittings S\$'000	Motor vehicles S\$'000	Office equipment and computers S\$'000	Capital work-in-progress S\$'000	Total S\$'000
<b>Group</b>								
<b>2023</b>								
<b>Cost</b>								
Beginning of financial year	630	1,738	4,350	13,820	262	2,439	92	23,331
Currency translation differences	(36)	(2)	(84)	(157)	1	(15)	(3)	(296)
Additions	–	–	1,760	1,165	9	535	340	3,809
Disposals	–	–	(296)	(169)	–	(89)	–	(554)
Written off	–	–	(38)	(456)	–	–	–	(494)
Reclassification	–	–	–	33	–	25	(58)	–
End of financial year	594	1,736	5,692	14,236	272	2,895	371	25,796
<b>Accumulated depreciation</b>								
Beginning of financial year	27	163	2,127	10,317	185	1,937	–	14,756
Currency translation differences	(2)	(1)	(77)	(121)	1	(11)	–	(211)
Disposals	–	–	(268)	(159)	–	(81)	–	(508)
Depreciation charge (Note 5)	4	519	784	1,884	12	346	–	3,549
Written off	–	–	(38)	(456)	–	–	–	(494)
End of financial year	29	681	2,528	11,465	198	2,191	–	17,092
<b>Accumulated impairment</b>								
Beginning and end of financial year	–	–	1,057	–	42	–	–	1,099
<b>Net book value</b>								
End of financial year	565	1,055	2,107	2,771	32	704	371	7,605
<b>Group</b>								
<b>2022</b>								
<b>Cost</b>								
Beginning of financial year	671	1,697	4,337	14,302	366	2,234	92	23,699
Currency translation differences	(41)	(20)	(129)	(547)	(3)	(48)	(7)	(795)
Additions	–	–	272	517	–	313	79	1,181
Modification of lease liability	–	1,538	–	–	–	–	–	1,538
Disposals	–	–	(168)	(458)	(101)	(88)	–	(815)
Derecognition of ROU asset	–	(1,477)	–	–	–	–	–	(1,477)
Reclassification	–	–	38	6	–	28	(72)	–
End of financial year	630	1,738	4,350	13,820	262	2,439	92	23,331
<b>Accumulated depreciation</b>								
Beginning of financial year	25	875	1,860	9,109	265	1,731	–	13,865
Currency translation differences	(2)	(8)	(127)	(365)	(3)	(37)	–	(542)
Disposals	–	–	(146)	(440)	(101)	(66)	–	(753)
Depreciation charge (Note 5)	4	773	540	2,013	24	309	–	3,663
Derecognition of ROU asset	–	(1,477)	–	–	–	–	–	(1,477)
End of financial year	27	163	2,127	10,317	185	1,937	–	14,756
<b>Accumulated impairment</b>								
Beginning and end of financial year	–	–	1,057	–	42	–	–	1,099
<b>Net book value</b>								
End of financial year	603	1,575	1,166	3,503	35	502	92	7,476

## 24. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

	Leased office space S\$'000	Plant, machinery and equipment S\$'000	Renovation, furniture and fittings S\$'000	Motor vehicles S\$'000	Office equipment and computers S\$'000	Capital work-in-progress S\$'000	Total S\$'000
<b>Company</b>							
<b>2023</b>							
<b>Cost</b>							
Beginning of financial year	1,538	6	1,496	171	1,266	–	4,477
Additions	–	–	17	–	339	289	645
Disposal	–	–	–	–	(46)	–	(46)
End of financial year	1,538	6	1,513	171	1,559	289	5,076
<b>Accumulated depreciation</b>							
Beginning of financial year	85	6	1,452	171	1,103	–	2,817
Depreciation charge	513	–	19	–	132	–	664
Disposal	–	–	–	–	(46)	–	(46)
End of financial year	598	6	1,471	171	1,189	–	3,435
<b>Net book value</b>							
End of financial year	940	–	42	–	370	289	1,641
<b>Company</b>							
<b>2022</b>							
<b>Cost</b>							
Beginning of financial year	1,103	6	1,492	171	1,137	–	3,909
Additions	–	–	4	–	138	–	142
Modification of lease liability	1,538	–	–	–	–	–	1,538
Derecognition of ROU asset	(1,103)	–	–	–	–	–	(1,103)
Disposal	–	–	–	–	(9)	–	(9)
End of financial year	1,538	6	1,496	171	1,266	–	4,477
<b>Accumulated depreciation</b>							
Beginning of financial year	797	6	1,346	161	1,039	–	3,349
Depreciation charge	391	–	106	10	73	–	580
Derecognition of ROU asset	(1,103)	–	–	–	–	–	(1,103)
Disposal	–	–	–	–	(9)	–	(9)
End of financial year	85	6	1,452	171	1,103	–	2,817
<b>Net book value</b>							
End of financial year	1,453	–	44	–	163	–	1,660

- (a) Right-of-use of assets acquired under leasing arrangements are presented together with the owned assets of the same class. Details of such leased assets are disclosed in Note 25(a).

In the previous financial year, the Group renegotiated and modified an existing lease contract for office space by extending the lease term by another 3 years at revised lease payments. As this extension is not part of the terms and conditions of the original lease contract, it is accounted for as a lease modification with an addition of S\$1,538,000 to the ROU, classified under 'Property, plant and equipment'. The corresponding remeasurement to lease liability is recorded on balance sheet.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 24. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

(b) The freehold land and building of the Group as at 31 December 2023 comprise:

<u>Location</u>	<u>Use of property</u>
Malaysia No. 17, Jalan Ekoperniagaan 1/23 Taman Ekoperniagaan 81100 Johor Bahru, Johor	Office

### 25. LEASES – THE GROUP AS A LESSEE

#### Nature of the Group's leasing activities – Group as a lessee

##### Property

The Group leases office space for the purpose of back office operations for a tenure of 3 years.

##### Leasehold land and building

The Group makes periodic lease payments for leasehold land and buildings, which are used in the Group's student and workers accommodation businesses. Some of these leases have escalation clauses and extension options. The right-of-use of these leasehold land and buildings are classified as investment properties (Note 23).

There are no externally imposed covenant on these lease arrangements.

#### (a) Carrying amounts

##### ROU assets classified within Property, plant and equipment

	<u>2023</u> <u>S\$'000</u>	<u>2022</u> <u>S\$'000</u>
Leased office space	940	1,453

##### ROU assets classified within Investment properties

The right-of-use assets relating to the leasehold land and buildings presented under investment properties (Note 23) is stated at fair value and has a carrying amount at balance sheet date of S\$79,026,000 (2022: S\$91,718,000).

#### (b) Depreciation charge during the year

	<u>2023</u> <u>S\$'000</u>	<u>2022</u> <u>S\$'000</u>
Leased office space	513	765

#### (c) Interest expense

	<u>2023</u> <u>S\$'000</u>	<u>2022</u> <u>S\$'000</u>
Interest expense on lease liabilities	2,935	3,228

#### (d) Lease expense not capitalised in lease liabilities

	<u>2023</u> <u>S\$'000</u>	<u>2022</u> <u>S\$'000</u>
Lease expense – short-term leases	497	958
Lease expense – low-value leases	85	80
Variable lease payments which do not depend on an index or rate	160	277
Total (Note 5)	742	1,315



## 25. LEASES – THE GROUP AS A LESSEE (CONTINUED)

### Nature of the Group's leasing activities – Group as a lessee (continued)

(e) **Total cash outflow** for all the leases was S\$23,034,000 (2022: S\$22,493,000).

(f) **Addition to ROU assets related to investment properties**

During the current financial year, the Group modified existing lease contracts related to right-of-use assets classified within investment properties by extending the lease term for another year at revised lease payments. The corresponding remeasurement to lease liabilities is recorded on balance sheet.

(g) **Variable lease payments not capitalised in lease liabilities**

The leases for a leasehold land and freehold building contain variable lease payments that are based on share of revenue and gross income, on top of fixed payments. Such variable lease payments are recognised to profit or loss when incurred and amounted to S\$160,000 (2022: S\$277,000) (Note (d)).

(h) **Extension options on leases**

Extension option is included in the lease term if the lease is reasonably certain to be extended. In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise the extension option.

For student and workers accommodations, the following factors are considered to be most relevant:

- Whether leasehold improvements undertaken (or expected to be undertaken) are expected to have significant remaining value by the time the extension option is exercisable;
- Importance of that underlying asset to the Group's student and workers accommodation businesses, taking into consideration the location and availability of suitable alternatives; and
- Other factors, including (but not limited to) the Group's historical lease period for similar assets, costs required to secure suitable alternatives, and business disruption.

The above assessment of reasonable certainty to exercise extension options is only revised if a significant change in circumstances that is within the control of the lessee occurs and affects the original assessment.

As at 31 December 2023, potential future (undiscounted) cash outflows capped at approximately S\$38,154,000 (2022: S\$39,434,000) have not been included in lease liabilities because it is not reasonably certain that the leases will be extended.

## 26. LEASES – THE GROUP AS A LESSOR

### Nature of the Group's leasing activities – Group as a lessor

The Group has leased out their owned investment properties to third parties for monthly lease payments. To reduce credit risk, the Group obtains security deposits for the term of the lease. This lease is classified as an operating lease because the risk and rewards incidental to ownership of the assets are not substantially transferred.

Rental income from investment properties are disclosed in Note 23.

### Nature of the Group's leasing activities – Group as an intermediate lessor

#### *Subleases – classified as operating leases*

The Group acts as an intermediate lessor under arrangement in which it subleases out accommodation space to third parties for monthly lease payments. The sublease periods do not form a major part of the remaining lease terms under the head leases and accordingly, the sub-leases are classified as operating leases.

Income from subleasing during the financial year was S\$49,256,000 (2022: S\$40,484,000).

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### 26. LEASES – THE GROUP AS A LESSOR (CONTINUED)

#### Maturity analysis of lease payments – Group as a lessor

The table below discloses the undiscounted lease payments from the operating leases to be received by the Group as a lessor for its leases and subleases after the reporting date as follows:

	2023 S\$'000	2022 S\$'000
Less than one year	126,217	99,255
One to two years	2,912	5,216
Two to three years	960	1,011
Three to four years	766	935
Four to five years	757	732
More than five years	5,233	5,924
Total undiscounted lease payment	<b>136,845</b>	113,073

### 27. TRADE AND OTHER PAYABLES

#### (a) Current

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
Trade payables to:				
– non-related parties	5,057	3,232	722	224
Payables to subsidiaries				
– non-trade	–	–	24,036	14,413
Payables to associated companies				
– trade	159	691	–	–
– non-trade	155	574	–	–
	<b>314</b>	1,265	–	–
Advance rental	10,368	8,277	–	–
Deposits received	39,257	24,218	–	–
Accruals for operating expenses	18,771	14,969	6,667	5,860
Accrued construction costs	1,659	47	–	–
Other payables	4,342	3,097	850	656
Total trade and other payables	<b>79,768</b>	55,105	<b>32,275</b>	21,153

Non-trade payables to subsidiaries and associated companies are unsecured, interest free and repayable on demand.

#### (b) Non-current

	2023 S\$'000	2022 S\$'000
Accrued construction costs	<b>389</b>	–

At the balance sheet date, the carrying amounts of the non-current trade and other payables approximate their fair values.

**28. OTHER LIABILITIES**

	Group	
	2023 S\$'000	2022 S\$'000
<b>Current</b>		
Provision for long service leave	16	–
Provision for reinstatement costs	950	430
	<b>966</b>	430
<b>Non-current</b>		
Provision for long service leave	46	–
Provision for reinstatement costs	–	520
Accrued capital expenditure	35	164
	<b>81</b>	684

At the balance sheet date, the carrying amounts of the other non-current liabilities approximate their fair values.

**29. BORROWINGS**

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
<b>Current</b>				
Bank borrowings (Note (a))	57,814	75,574	1,262	1,737
Loans from non-controlling interests (Note (d))	773	442	–	–
Loan from an associated company (Note (c))	–	3,600	–	–
Interest payable	321	400	321	400
	<b>58,908</b>	80,016	<b>1,583</b>	2,137
<b>Non-current</b>				
Bank borrowings (Note (a))	502,985	484,416	44,538	45,300
Loans from non-controlling interests (Note (d))	7,861	7,014	–	–
Loan from an associated company (Note (c))	35,068	32,968	–	–
Loans from subsidiaries (Note (e))	–	–	28,000	28,000
Notes payables (Note (b))	53,000	59,250	53,000	59,250
Less: Transaction costs	(410)	(561)	(410)	(561)
	<b>52,590</b>	58,689	<b>52,590</b>	58,689
	<b>598,504</b>	583,087	<b>125,128</b>	131,989
Total borrowings	<b>657,412</b>	663,103	<b>126,711</b>	134,126

The exposure of the borrowings of the Group to interest rate changes and the contractual repricing dates at the balance sheet date are as follows:

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
– not later than one year	58,908	80,016	1,583	2,137
– between one to five years	380,849	436,192	105,128	103,989
– after five years	217,655	146,895	20,000	28,000
	<b>657,412</b>	663,103	<b>126,711</b>	134,126

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### 29. BORROWINGS (CONTINUED)

At 31 December 2023 and 2022, the Group's and Company's bank borrowings are repayable as follows:

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
Within one year	57,814	75,574	1,262	1,737
Between one and two years	106,835	103,842	10,288	25,012
Between two and five years	220,913	258,617	34,250	20,288
After five years	175,237	121,957	–	–
	<b>560,799</b>	<b>559,990</b>	<b>45,800</b>	<b>47,037</b>

At 31 December 2023 and 2022, the Group's and the Company's other loans are repayable as follows:

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
Within one year	1,094	4,442	321	400
Between one and two years	102	10,182	8,000	6,250
Between two and five years	52,999	63,551	52,590	52,439
After five years	42,418	24,938	20,000	28,000
	<b>96,613</b>	<b>103,113</b>	<b>80,911</b>	<b>87,089</b>

#### (a) Bank borrowings

Bank borrowings amounting to S\$539,041,000 (2022: S\$534,881,000) are subject to floating interest rates, of which S\$104,025,000 (2022: S\$111,806,000) are managed with interest rate swaps where floating interest rates are swapped into fixed interest rates (Note 19) and S\$92,366,000 (2022: S\$9,911,000) are managed with interest rate caps where floating rate are capped at fixed interest rate (Note 19). The remaining bank borrowings of S\$21,758,000 (2022: S\$25,109,000) are subject to fixed interest rates. The carrying amounts of the non-current borrowings approximate their fair values.

Total borrowings include secured liabilities of S\$514,998,000 (2022: S\$512,953,000) for the Group. These borrowings are secured over certain investment properties (Note 23).

#### (b) Notes payables

On 7 November 2022, the Company issued an Exchange Offer invitation ("Invitation"), offering the holders of its outstanding S\$55,000,000 fixed rate notes due 2024 comprised in Series 005 (the "Existing Notes") to exchange any and all outstanding Existing Notes for a like principal amount of fixed rate notes due 2026 to be issued pursuant to its S\$750,000,000 Multicurrency Debt Issuance programme (the "Programme").

On 28 November 2022, the Company issued S\$53,000,000 fixed rate notes due 2026 (the "Series 006 Notes") under the Programme, comprising S\$38,500,000 in aggregate principal amount issued pursuant to the Invitation and S\$14,500,000 in aggregate principal amount of additional notes. The Series 006 Notes will bear interest as follows:

- (i) for the period from, and including 28 November 2022 to, but excluding, 28 May 2025: 6.50% per annum; and
- (ii) so long as the Series 006 Notes are not redeemed, for the period from, and including, 28 May 2025: 9.00% per annum payable semi-annually in arrears.

Unless previously redeemed or purchased and cancelled, the Series 006 Notes shall mature on 28 May 2026.

The net proceeds arising from the Series 006 Notes (after deducting for issue expenses) has been fully utilised to redeem Series 005 Notes. On 12 April 2023, the Group has fully redeemed the remaining Series 005 Notes due 2024 amounting to S\$6,250,000.

As at 31 December 2023 and 2022, the Group and the Company are in compliance with all relevant financial covenants and the borrowings have been classified and presented appropriately based on the agreed terms.

**29. BORROWINGS (CONTINUED)****(b) Notes payables (continued)**

As at 31 December 2023, certain key management personnels have direct interests in the Series 006 Notes for an aggregate principal amount of S\$3,500,000 (2022: S\$3,500,000).

**(c) Loan from an associated company**

The loan from an associated company is unsecured with fixed repayment terms.

The interest on the loan from an associated company is calculated based on the floating rates. The carrying amounts of the non-current borrowings approximate their fair values.

**(d) Loans from non-controlling interests**

The loans from non-controlling interests are unsecured and have fixed repayment terms, except for an amount of S\$7,350,000 (2022: S\$6,370,000) which has no fixed term of repayment and the Company has the right to not make any repayment within the next 12 months from 31 December 2023. The loans are interest-bearing based on floating rate, except for part of the loan from non-controlling interests amounting to S\$1,285,000 (2022: S\$1,086,000) which is calculated based on fixed rates and S\$980,000 (2022: S\$nil) which is interest-free. The carrying amounts of the non-current loans from non-controlling interests approximate their fair values.

**(e) Loans from subsidiaries**

The loans from subsidiaries are unsecured and have fixed repayment terms, except for an amount of S\$8,000,000 (2022: S\$8,000,000) which has no fixed term of repayment and the Company has the right to not make any repayment within the next 12 months from 31 December 2023. The loans are interest-bearing based on floating rates, except for part of the loans from subsidiaries amounting to S\$nil (2022: S\$8,000,000) which is interest-free. The carrying amounts of the non-current loans from subsidiaries approximate their fair values.

**(f) Fair value of current and non-current borrowings**

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
Notes payables	<b>53,896</b>	59,440	<b>53,896</b>	59,440

The fair values are within Level 2 of the fair value hierarchy. The fair values of the notes payables are based on indicative mid-market prices obtained from the bank.

**30. LEASE LIABILITIES**

The exposure of the lease liabilities of the Group to interest rate changes and the contractual repricing dates at the balance sheet date are as follows:

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
<b>Current</b>				
– not later than one year	<b>15,809</b>	17,739	<b>516</b>	493
<b>Non-current</b>				
– between one to five years	<b>21,615</b>	26,273	<b>450</b>	965
– after five years	<b>36,118</b>	42,940	<b>–</b>	–
	<b>57,733</b>	69,213	<b>450</b>	965
	<b>73,542</b>	86,952	<b>966</b>	1,458

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### 31. DEFERRED TAXES

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred taxes relate to the same fiscal authority. The amounts, determined after appropriate offsetting, are shown on the balance sheets as follows:

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
Deferred tax assets	(8)	–	–	–
Deferred tax liabilities	22,858	20,684	35	35
<b>Net deferred tax liabilities</b>	<b>22,850</b>	<b>20,684</b>	<b>35</b>	<b>35</b>

Movement in the net deferred tax account is as follows:

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
Beginning of financial year	20,684	13,295	35	40
Currency translation differences	57	(1,511)	–	–
Charged/(credited) to profit or loss (Note 10(a))	4,456	8,619	–	(5)
(Over)/under provision in prior year (Note 10(a))	(18)	281	–	–
Property gains tax (Included in current tax account – Note 10(b))	(2,329)	–	–	–
End of financial year	22,850	20,684	35	35

Deferred tax assets are recognised for tax losses and capital allowances carried forward to the extent that realisation of the related tax benefits through future taxable profits is probable. The Group has unrecognised tax losses of S\$8,587,000 (2022: S\$8,500,000) and capital allowances of S\$nil (2022: S\$177,000) at the balance sheet date which can be carried forward and used to offset against future taxable income subject to meeting certain statutory requirements by those companies with unrecognised tax losses and capital allowances in their respective countries of incorporation. The tax losses and capital allowances have no expiry date.

The movement in deferred tax assets and liabilities (prior to offsetting of balances within the same tax jurisdiction) is as follows:

#### Group

Deferred tax liabilities

	Accelerated tax depreciation S\$'000	Fair value gain – net S\$'000	ROU assets S\$'000	Total S\$'000
<b>2023</b>				
Beginning of financial year	1,879	18,805	16,747	37,431
Currency translation differences	46	11	(326)	(269)
Charged/(credited) to profit or loss	209	4,237	(2,148)	2,298
Reclassification to current tax	–	(2,329)	–	(2,329)
End of financial year	2,134	20,724	14,273	37,131
<b>2022</b>				
Beginning of financial year	1,583	11,712	20,061	33,356
Currency translation differences	(162)	(1,349)	(422)	(1,933)
Charged/(credited) to profit or loss	458	8,442	(2,892)	6,008
End of financial year	1,879	18,805	16,747	37,431

**31. DEFERRED TAXES (CONTINUED)****Group**

Deferred tax assets

	Lease liabilities S\$'000	Provision S\$'000	Total S\$'000
<b>2023</b>			
Beginning of financial year	16,585	162	16,747
Currency translation differences (Charged)/credited to profit or loss	(326)	–	(326)
	(2,148)	8	(2,140)
End of financial year	14,111	170	14,281
<b>2022</b>			
Beginning of financial year	19,899	162	20,061
Currency translation differences Charged to profit or loss	(422)	–	(422)
	(2,892)	–	(2,892)
End of financial year	16,585	162	16,747

**Company**

Deferred tax liabilities

	Accelerated tax depreciation S\$'000	ROU assets S\$'000	Total S\$'000
<b>2023</b>			
Beginning of financial year	35	247	282
Credited to profit or loss	–	(83)	(83)
End of financial year	35	164	199
<b>2022</b>			
Beginning of financial year	40	72	112
(Credited)/charged to profit or loss	(5)	175	170
End of financial year	35	247	282

Deferred tax asset

	Lease liabilities S\$'000
<b>2023</b>	
Beginning of financial year	247
Charged to profit or loss	(83)
End of financial year	164
<b>2022</b>	
Beginning of financial year	72
Credited to profit or loss	175
End of financial year	247

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### 32. SHARE CAPITAL AND TREASURY SHARES

	Group and Company No. of ordinary shares Issued share capital '000	Group Share capital \$'000	Company Share capital \$'000
<b>2023</b>			
Beginning and end of financial year	<b>840,779</b>	<b>142,242</b>	<b>253,553</b>
<b>2022</b>			
Beginning and end of financial year	840,779	142,242	253,553

All issued ordinary shares are fully paid. There is no par value for these ordinary shares.

On 1 August 2011, the Company completed the acquisition of Westlite Dormitory (Toh Guan) Pte Ltd (then known as Centurion Dormitory (Westlite) Pte Ltd) ("Transaction"). The acquisition was accounted for as a reverse acquisition in accordance with IFRS 3 *Business Combinations*. Consequently, the Group's share capital amount differs from that of the Company.

### 33. OTHER RESERVES

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
<b>(a) Composition</b>				
Fair value reserve	<b>(318)</b>	(534)	<b>(318)</b>	(534)
Hedging reserve	<b>29</b>	3,404	<b>(267)</b>	–
Currency translation reserve	<b>(79,104)</b>	(80,599)	–	–
Capital reserve	<b>16,893</b>	16,893	–	–
	<b>(62,500)</b>	(60,836)	<b>(585)</b>	(534)
<b>(b) Movements</b>				
<b>(i) Fair value reserve</b>				
Beginning of financial year	<b>(534)</b>	(53)	<b>(534)</b>	(53)
Fair value gains/(losses) on financial assets, at FVOCI (Note 16)	<b>216</b>	(487)	<b>216</b>	(487)
Reclassification to profit or loss on disposal (Note 7)	–	6	–	6
End of financial year	<b>(318)</b>	(534)	<b>(318)</b>	(534)
<b>(ii) Hedging reserve</b>				
Beginning of financial year	<b>3,404</b>	(2,247)	–	(123)
Fair value (losses)/gains	<b>(1,363)</b>	5,433	<b>(281)</b>	77
Reclassification to profit or loss – Finance expense (Note 8)	<b>(1,971)</b>	165	<b>14</b>	46
Share of fair value (loss)/gain from associated companies (Note 20)	<b>(41)</b>	53	–	–
End of financial year	<b>29</b>	3,404	<b>(267)</b>	–

← Group Interest rate risk →		← Company Interest rate risk →	
2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000



**33. OTHER RESERVES (CONTINUED)**

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
<b>(b) Movements (continued)</b>				
<b>(iii) Currency translation reserve</b>				
Beginning of financial year	<b>(80,599)</b>	(39,642)	-	-
Net exchange differences on translation of financial statements of:				
– subsidiaries	<b>1,429</b>	(40,105)	-	-
– associated companies (Note 20)	<b>(656)</b>	(413)	-	-
– a joint venture (Note 21)	<b>(195)</b>	(361)	-	-
Less: Non-controlling interests	<b>(37)</b>	(78)	-	-
Reclassification to profit or loss on derecognition of joint venture (Note 7)	<b>954</b>	-	-	-
End of financial year	<b>(79,104)</b>	(80,599)	-	-
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
<b>(iv) Capital reserve</b>				
Beginning and end of financial year	<b>16,893</b>	16,893	-	-

In 2011, the consolidated financial statements of the Group represent the continuation of Westlite Dormitory (Toh Guan) Pte. Ltd. ("Westlite") accounts, which included a shareholder loan accounted for as "Other liabilities" in Westlite's accounts for the year ended 31 December 2010. The novation of the loan from Westlite's former shareholder to Westlite's new shareholder (Centurion Corporation Limited) is accounted for as a capital contribution from a shareholder and is recorded in capital reserve within equity.

Other reserves are non-distributable.

**34. RETAINED PROFITS**

- (a) Retained profits of the Group are distributable except for the accumulated retained profits of associated companies and a joint venture amounting to S\$105,801,000 (2022: S\$84,445,000) which are included in the Group's retained profits.
- (b) Movement in retained profits for the Company is as follows:

	Company	
	2023 S\$'000	2022 S\$'000
Beginning of financial year	<b>46,304</b>	46,884
Net profit	<b>18,385</b>	7,842
Dividends paid (Note 35)	<b>(12,611)</b>	(8,422)
End of financial year	<b>52,078</b>	46,304

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### 35. DIVIDENDS

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
Ordinary dividends paid				
Interim exempt dividend paid in respect of current financial year of 1.0 cent (2022: 0.5 cents) per share	<b>8,407</b>	4,209	<b>8,407</b>	4,209
Final exempt dividend paid in respect of the previous financial year of 0.5 cents (2022: 0.5 cents) per share	<b>4,204</b>	4,213	<b>4,204</b>	4,213
	<b>12,611</b>	8,422	<b>12,611</b>	8,422

At the Annual General Meeting on 26 April 2024, a final dividend of 1.5 cents per share amounting to a total of \$12,612,000 will be recommended.

These financial statements do not reflect this dividend, which will be accounted for in shareholders' equity as an appropriation of retained profits in the financial year ending 31 December 2024.

### 36. COMMITMENTS

#### (a) Capital commitments

Capital expenditures contracted for at the balance sheet date but not recognised in the financial statements are as follows:

	Group	
	2023 S\$'000	2022 S\$'000
Property, plant and equipment	<b>16</b>	105
Investment properties	<b>61,736</b>	13,350

#### (b) Corporate guarantees

The Group has provided corporate guarantees in favour of financial institutions in respect of facilities granted to associated companies and a joint venture amounting to S\$57,859,000 (2022: S\$68,889,000). As at 31 December 2023, the amount of the guaranteed loans drawn down by associated companies and a joint venture amounted to S\$57,859,000 (2022: S\$68,522,000).

The Company has provided corporate guarantees in favour of financial institutions in respect of facilities granted to subsidiaries, associated companies and a joint venture amounting to S\$492,216,000 (2022: S\$526,715,000). As at 31 December 2023, the amount of the guaranteed loans drawn down by the subsidiaries, associated companies and a joint venture amounted to S\$488,366,000 (2022: S\$512,156,000).

As at 31 December 2023 and 2022, the fair value of the corporate guarantees were S\$nil.

Except for the corporate guarantees disclosed above, the Group and the Company did not have any other contingent liabilities as at end of the current and prior financial years.

## 37. FINANCIAL RISK MANAGEMENT

### Financial risk factors

The Group's activities expose it to market risk (including currency risk, interest rate risk and price risk), credit risk and liquidity risk. The Group's overall risk management strategy seeks to minimise adverse effects from the unpredictability of financial markets on the Group's financial performance.

Financial risk management is carried out by management in accordance with the policies approved by the Board of Directors. Management identifies, evaluates and hedges financial risks in close co-operation with the Group's operating units.

#### (a) Market risk

##### (i) Currency risk

The Group operates in Singapore, Malaysia, Australia, United Kingdom, the United States of America and Indonesia.

Currency risk arises within the entities in the Group when transactions are denominated in foreign currencies such as Singapore Dollar ("SGD"), United States Dollar ("USD"), Malaysian Ringgit ("MYR"), Australian Dollar ("AUD"), and Great Britain Pound ("GBP"). In addition, the Group is exposed to currency translation risk on the net assets in foreign operations. Exposures to foreign currency risks are managed as far as possible by natural hedges and monitoring to ensure the exposure is minimised.

The Group's currency exposure based on the information provided to management is as follows:

	SGD S\$'000	USD S\$'000	MYR S\$'000	AUD S\$'000	GBP S\$'000	Other S\$'000	Total S\$'000
<b>2023</b>							
<b>Financial assets</b>							
Cash and bank balances	51,287	472	8,327	6,157	7,337	1,137	74,717
Financial assets, at FVOCI	3,432	-	-	-	-	-	3,432
Financial assets through profit or loss	-	42	-	-	-	-	42
Trade and other receivables	4,773	1,960	1,643	3,413	47	-	11,836
Other financial assets	6,159	-	1,732	-	-	-	7,891
Derivative financial instruments	1,221	-	-	-	337	-	1,558
Inter-company balances	541,669	635	100,568	53,315	62,157	480	758,824
	608,541	3,109	112,270	62,885	69,878	1,617	858,300
<b>Financial liabilities</b>							
Trade and other payables, and other liabilities	47,062	368	13,938	3,773	4,484	199	69,824
Lease liabilities	50,626	-	22,359	-	557	-	73,542
Borrowings	474,859	-	18,976	54,768	108,767	42	657,412
Inter-company balances	541,669	635	100,568	53,315	62,157	480	758,824
	1,114,216	1,003	155,841	111,856	175,965	721	1,559,602
<b>Net financial (liabilities)/assets</b>	(505,675)	2,106	(43,571)	(48,971)	(106,087)	896	(701,302)
Less: Net financial liabilities/(assets) denominated in the respective entities' functional currencies	504,374	84	43,570	49,062	106,151	(864)	
<b>Currency risk exposures</b>	<b>(1,301)</b>	<b>2,190</b>	<b>(1)</b>	<b>91</b>	<b>64</b>	<b>32</b>	

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### 37. FINANCIAL RISK MANAGEMENT (CONTINUED)

#### (a) Market risk (continued)

##### (i) Currency risk (continued)

	SGD S\$'000	USD S\$'000	MYR S\$'000	AUD S\$'000	GBP S\$'000	Other S\$'000	Total S\$'000
<b>2022</b>							
<b>Financial assets</b>							
Cash and bank balances	44,573	657	4,361	4,725	11,803	2,155	68,274
Financial assets, at FVOCI	6,466	–	–	–	–	–	6,466
Financial assets through profit or loss	–	51	–	–	–	–	51
Trade and other receivables	5,485	1,635	3,997	1,539	209	21	12,886
Other financial assets	3,550	–	1,811	–	–	11	5,372
Derivative financial instruments	3,231	–	–	–	580	–	3,811
Inter-company balances	497,718	373	114,088	48,512	57,659	721	719,071
	561,023	2,716	124,257	54,776	70,251	2,908	815,931
<b>Financial liabilities</b>							
Trade and other payables, and other liabilities	35,472	106	5,060	1,470	4,259	625	46,992
Lease liabilities	61,341	–	24,377	–	1,234	–	86,952
Borrowings	472,503	–	21,410	56,805	112,342	43	663,103
Inter-company balances	497,718	373	114,088	48,512	57,659	721	719,071
	1,067,034	479	164,935	106,787	175,494	1,389	1,516,118
<b>Net financial (liabilities)/assets</b>	(506,011)	2,237	(40,678)	(52,011)	(105,243)	1,519	(700,187)
Less: Net financial liabilities/(assets) denominated in the respective entities' functional currencies	504,964	(28)	40,677	52,193	105,447	(1,515)	
<b>Currency risk exposures</b>	<b>(1,047)</b>	<b>2,209</b>	<b>(1)</b>	<b>182</b>	<b>204</b>	<b>4</b>	

The Company's currency exposure based on the information provided to management is as follows:

	SGD S\$'000	USD S\$'000	AUD S\$'000	GBP S\$'000	Other S\$'000	Total S\$'000
<b>2023</b>						
<b>Financial assets</b>						
Cash and bank balances	17,142	97	51	22	40	17,352
Financial assets, at FVOCI	3,432	–	–	–	–	3,432
Trade and other receivables	25,754	–	136	86	14	25,990
Loans to subsidiaries	399,580	–	–	–	–	399,580
Other financial assets	313	–	–	–	–	313
Derivative financial instruments	35	–	–	–	–	35
	446,256	97	187	108	54	446,702
<b>Financial liabilities</b>						
Trade and other payables	31,828	265	–	170	12	32,275
Lease liabilities	966	–	–	–	–	966
Borrowings	126,711	–	–	–	–	126,711
	159,505	265	–	170	12	159,952
<b>Net financial assets/(liabilities)</b>	286,751	(168)	187	(62)	42	286,750
Less: Net financial assets denominated in the entity's functional currencies	(286,751)	–	–	–	–	–
<b>Currency risk exposures</b>	<b>–</b>	<b>(168)</b>	<b>187</b>	<b>(62)</b>	<b>42</b>	

**37. FINANCIAL RISK MANAGEMENT (CONTINUED)****(a) Market risk (continued)****(i) Currency risk (continued)**

	SGD S\$'000	USD S\$'000	AUD S\$'000	GBP S\$'000	Other S\$'000	Total S\$'000
<b>2022</b>						
<b>Financial assets</b>						
Cash and bank balances	19,607	94	130	12	70	19,913
Financial assets, at FVOCI	6,466	–	–	–	–	6,466
Trade and other receivables	19,504	–	11	181	12	19,708
Loans to subsidiaries	391,198	–	–	–	–	391,198
Other financial assets	204	–	–	–	–	204
	436,979	94	141	193	82	437,489
<b>Financial liabilities</b>						
Trade and other payables	21,074	–	4	–	75	21,153
Lease liabilities	1,458	–	–	–	–	1,458
Borrowings	134,126	–	–	–	–	134,126
	156,658	–	4	–	75	156,737
<b>Net financial assets</b>	280,321	94	137	193	7	280,752
Less: Net financial assets denominated in the entity's functional currencies	(280,321)	–	–	–	–	–
<b>Currency risk exposures</b>	–	<b>94</b>	<b>137</b>	<b>193</b>	<b>7</b>	

If the USD, MYR, AUD, and GBP change against SGD by 5% (2022: 4%) with all other variables including tax rate being held constant, the effects arising from the net financial liability/asset position, and currency translation effects arising from consolidation would be as follows:

Group	Increase/(Decrease)			
	2023 Profit after tax S\$'000	Other comprehensive income S\$'000	2022 Profit after tax S\$'000	Other comprehensive income S\$'000
USD against SGD				
– strengthened	91	17	73	14
– weakened	(91)	(17)	(73)	(14)
MYR against SGD				
– strengthened	–	5,624	–	4,571
– weakened	–	(5,624)	–	(4,571)
AUD against SGD				
– strengthened	4	9,402	6	7,283
– weakened	(4)	(9,402)	(6)	(7,283)
GBP against SGD				
– strengthened	3	13,810	7	10,081
– weakened	(3)	(13,810)	(7)	(10,081)

The Company has insignificant exposure to currency risk.

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### 37. FINANCIAL RISK MANAGEMENT (CONTINUED)

#### (a) Market risk (continued)

##### (ii) Price risk

The Group is exposed to debt securities price risk arising from the investments held by the Group and classified on the consolidated balance sheet as fair value through other comprehensive income. These securities are listed in Singapore.

If prices for debt securities listed in Singapore change by 2% (2022: 15%) with all other variables including tax rate being held constant, the effects on other comprehensive income will be:

	← Increase/(Decrease) →	
	2023 Other comprehensive income S\$'000	2022 Other comprehensive income S\$'000
<b>Group/Company</b>		
Listed in Singapore		
– increased by	69	970
– decreased by	(69)	(970)

##### (iii) Cash flow and fair value interest rate risks

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market interest rates.

The Group's and Company's exposure to cash flow interest rate risks arise mainly from non-current variable rate borrowings. The Group manages these cash flow interest rate risks using floating-to-fixed interest rate swaps and interest rate cap.

The Group enters into interest rate swaps and interest rate cap as disclosed in Note 19 with the same critical terms as the hedged item, such as reference rate, reset dates, payment dates, maturities and notional amount. The Group does not hedge 100% of its loans, therefore the hedged item is identified as a proportion of the outstanding amount of the borrowings. As all critical terms matched during the year, the economic relationship was 100% effective.

##### Hedge effectiveness

Hedge effectiveness is determined at the inception of the hedging relationship, and through periodic prospective effectiveness assessments to ensure that an economic relationship continues to exist between the hedged item and hedging instrument.

The Group enters into hedge relationships where the critical terms of the hedging instrument match exactly with the terms of the hedged item, and so a qualitative assessment of effectiveness is performed. If changes in circumstances affect the terms of the hedged item such that the critical terms no longer match exactly with the critical terms of the hedging instrument, the Group uses the hypothetical derivative method to assess effectiveness. Hedge ineffectiveness may occur due to (a) changes in the critical terms of either the interest rate swaps or the borrowings, or (b) transiting the hedged item and the hedging instrument to alternative benchmark rates at different time, which may result in temporary mismatch in benchmark interest rates or permanent difference in adjustment spreads.

If the interest rates have increased/decreased by 1.0% (2022: 3.0%) with all other variables including tax rate being held constant, the Group's profit after tax would have been lower by S\$3,296,000 (2022: S\$11,357,000) or higher by S\$3,883,000 (2022: S\$11,357,000).

If the interest rates have increased/decreased by 1.0% (2022: 3.0%) with all other variables including tax rate being held constant, the Company's profit after tax would have been lower by S\$183,000 (2022: S\$1,077,000) or higher by S\$359,000 (2022: S\$1,077,000).

**37. FINANCIAL RISK MANAGEMENT (CONTINUED)****(a) Market risk (continued)****(iii) Cash flow and fair value interest rate risks (continued)***Hedging relationships for which 'Phase 2' amendments apply*

The Group has judged that IBOR uncertainty is no longer present with respect to its cash flow hedges of SOR-linked borrowings, once both the hedging instrument and the hedged item have been amended to the alternative benchmark rate with fixed adjustment spreads.

In the current year, the Group has applied the following hedge accounting reliefs provided by the Phase 2 amendments for its hedging relationships that have already transited from SOR to SORA:

- Hedge designation: When the Phase 1 amendments cease to apply, the Group has amended its hedge designation to reflect the following changes which are required by IBOR reform:
  - designating SORA as a hedged risk;
  - the contractual benchmark rate of the hedged SGD borrowing has been amended from SOR to SORA plus an adjustment spread; and/or
  - the variable rate of the hedging interest rate swap has been amended from SOR to SORA, with an adjustment spread added to the fixed rate.

These amendments to the hedge documentation do not require the Group to discontinue its hedge relationships.

- Amounts accumulated in the cash flow hedge reserve: When the Group amended its hedge designation for changes to its SOR-linked borrowing that is required by IBOR reform, the accumulated amount outstanding in the cash flow hedge reserve was deemed to be based on SORA. The amount is reclassified to profit or loss in the same periods during which the hedged SORA cash flows affect profit or loss.

**(b) Credit risk**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. For trade receivables, the Group adopts the policy of dealing only with customers of appropriate credit history, where appropriate to mitigate credit risk. In addition, the Group also collects security deposits and advanced rental from its accommodation customers to manage credit risk as these can be used to offset outstanding trade receivables in the event of default. For other financial assets, the Group adopts the policy of dealing only with high credit quality counterparties.

Credit exposure to an individual counterparty is restricted by credit limit that are approved by management based on ongoing credit evaluation. The counterparty's payment profile and credit exposure are continuously monitored at the entity level by the respective management and at the Group level. The top five debtors of the Group represented 40% (2022: 53%) of trade receivables in 2023. The Company has no material third party debtors.

As the Group and the Company do not hold any collateral, the maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented on the balance sheet, except as follows:

	<b>Group</b>		<b>Company</b>	
	<b>2023</b> <b>S\$'000</b>	<b>2022</b> <b>S\$'000</b>	<b>2023</b> <b>S\$'000</b>	<b>2022</b> <b>S\$'000</b>
Corporate guarantee provided to banks on subsidiaries', associated companies' and a joint venture's loans	<b>57,859</b>	68,522	<b>488,366</b>	512,156

The Group's major classes of financial assets are bank and other deposits and trade and other receivables. The Company's major classes of financial assets are bank deposits, trade and other receivables and loans to subsidiaries and associates.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 37. FINANCIAL RISK MANAGEMENT (CONTINUED)

#### (b) Credit risk (continued)

The movements in credit loss allowance are as follows:

	Trade receivables	
	2023 S\$'000	2022 S\$'000
<b>Group</b>		
Beginning of financial year	796	1,338
Loss allowance recognised in profit or loss during the year on:		
– Assets acquired/originated	295	460
– Reversal of unutilised amounts	(343)	(776)
– Currency translation	3	(53)
Written-off	(215)	(173)
End of financial year (Note 13(a))	536	796

Cash and cash equivalents, receivables from associated company and other receivables are subject to immaterial credit loss.

#### (i) Trade receivables

The Group monitors and measures the expected credit loss allowance for trade receivables based on days past due.

In calculating the expected credit loss, the Group considers historical information for each customer and adjusts to reflect current and forward-looking macroeconomic factors affecting the ability of the customers to settle the receivables.

Trade receivables are written off when the assets become uncollectible.

The Group's credit risk exposure in relation to trade receivables under IFRS 9 as at 31 December 2023 and 31 December 2022 are set out as follows:

	Total	
	2023 S\$'000	2022 S\$'000
<b>Group</b>		
<b>Sale of optical storage media and other trading goods</b>		
Expected loss rate	0%	0%
Trade receivables	33	120
Loss allowance	–	–
<b>Rental income from investment properties</b>		
Expected loss rate	9%	12%
Trade receivables	6,141	6,791
Loss allowance	536	796

The loss allowance in relation to the trade receivables from rental income from investment properties relates to specific cases amounting to S\$536,000 (2022: S\$796,000) which have been fully provided for. For the remaining trade receivables, the credit loss allowance is considered to be insignificant as credit risk is minimised with rental deposits from customers being received in advance.



**37. FINANCIAL RISK MANAGEMENT (CONTINUED)****(b) Credit risk (continued)****(ii) Receivables from subsidiaries**

	<b>Loans to subsidiaries S\$'000</b>
<b>Company</b>	
<b>2023</b>	
Beginning of financial year	5,234
Loss allowance recognised in profit or loss during the year on:	
– Assets acquired/originated	27
– Written-off	<b>(1,998)</b>
End of financial year	<b>3,263</b>
<b>2022</b>	
Beginning of financial year	5,405
Loss allowance recognised in profit or loss during the year on:	
– Assets acquired/originated	28
– Reversal of unutilised amounts	(199)
End of financial year	<b>5,234</b>

Cash and bank deposits, receivables from associated companies and other receivables are subject to immaterial credit loss.

The Company has issued financial guarantees to banks for borrowings of its subsidiaries. These guarantees are subject to the impairment requirements of IFRS 9. The Company has assessed that its subsidiaries have strong financial capacity to meet the contractual cash flow obligations in the near future and hence, does not expect significant credit losses arising from these guarantees.

**(c) Liquidity risk**

Prudent liquidity risk management includes maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities. At the balance sheet date, assets held by the Group and the Company for managing liquidity risk included cash and short-term deposits as disclosed in Note 12.

Management monitors rolling forecasts of the liquidity reserve (comprises cash and bank deposits (Note 12)) of the Group and the Company on the basis of expected cash flow. This is generally carried out at local level in the operating companies of the Group in accordance with the practice set by the Group. In addition, the Group's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring liquidity ratios and maintaining debt financing plans.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 37. FINANCIAL RISK MANAGEMENT (CONTINUED)

#### (c) Liquidity risk (continued)

The table below analyses the maturity profile of the Group's and the Company's financial liabilities based on contractual undiscounted cash flows.

	Less than 1 year S\$'000	Between 1 and 2 years S\$'000	Between 2 and 5 years S\$'000	Over 5 years S\$'000
<b>Group</b>				
<b>2023</b>				
Trade and other payables	69,400	389	–	–
Other liabilities	–	35	–	–
Lease liabilities	18,416	7,454	21,086	43,960
Borrowings	92,765	137,299	323,719	241,438
Financial guarantee contracts (Note 37(b))	57,859	–	–	–
<b>2022</b>				
Trade and other payables	46,828	–	–	–
Other liabilities	–	164	–	–
Lease liabilities	20,463	12,440	21,771	52,588
Borrowings	110,326	140,632	364,342	155,665
Financial guarantee contracts (Note 37(b))	68,522	–	–	–
<b>Company</b>				
<b>2023</b>				
Trade and other payables	32,275	–	–	–
Lease liabilities	550	482	–	–
Borrowings	8,624	24,819	93,854	22,602
Financial guarantee contracts (Note 37(b))	492,216	–	–	–
<b>2022</b>				
Trade and other payables	21,153	–	–	–
Lease liabilities	550	550	482	–
Borrowings	8,900	37,877	82,959	22,267
Financial guarantee contracts (Note 37(b))	512,156	–	–	–

Non-current loan from a subsidiary amounting to S\$8,000,000 is not included in the table above for the financial year ended 31 December 2022 as there are no fixed terms of payment on the loan and settlement of the loan is neither planned nor likely to occur in the foreseeable future (Note 29(e)).

### 37. FINANCIAL RISK MANAGEMENT (CONTINUED)

#### (d) Capital risk

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern and to maintain an optimal capital structure so as to maximise shareholder value. In order to maintain or achieve optimal capital structure, the Group may adjust the amount of dividend payment, return capital to shareholders, issue new shares, buy back issued shares, obtain new borrowings or sell assets to reduce borrowings.

Management monitors capital based on a net gearing ratio. The net gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as borrowings less cash and bank balances. Total capital is calculated as borrowings plus net assets of the Group.

The net gearing ratios are computed as follows:

	Group		Company	
	2023 S\$'000	2022 S\$'000	2023 S\$'000	2022 S\$'000
Net debt	582,695	594,829	109,359	114,213
Total capital	1,529,045	1,371,591	431,757	433,449
<b>Net gearing ratio</b>	<b>38%</b>	43%	<b>25%</b>	26%

Financial covenants relating to the Group's and Company's borrowings include debt service coverage ratio, loan to value ratio, consolidated total equity, and consolidated net borrowings to consolidated total equity ratio.

The Group and the Company are in compliance with all externally imposed capital requirements for the financial years ended 31 December 2023 and 2022.

#### (e) Fair value measurements

	Level 1 S\$'000	Level 2 S\$'000	Level 3 S\$'000
<b>Group</b>			
<b>As at 31 December 2023</b>			
Financial assets, at FVOCI	3,432	-	-
Financial assets, at fair value through profit or loss	-	-	42
Derivative financial instruments – assets	-	1,558	-
<b>As at 31 December 2022</b>			
Financial assets, at FVOCI	6,466	-	-
Financial assets, at fair value through profit or loss	-	-	51
Derivative financial instruments – assets	-	3,811	-
<b>Company</b>			
<b>As at 31 December 2023</b>			
Financial assets, at FVOCI	3,432	-	-
Derivative financial instruments – assets	-	35	-
<b>As at 31 December 2022</b>			
Financial assets, at FVOCI	6,466	-	-

The fair value of financial instruments traded in active markets (such as trading and FVOCI securities) is based on quoted market prices at the balance sheet date. The quoted market price used for financial assets held by the Group and Company is the current bid price. These instruments are included in Level 1.

The carrying amount less impairment provision of trade receivables and payables are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments. The fair value of current borrowings approximated their carrying amount.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 37. FINANCIAL RISK MANAGEMENT (CONTINUED)

#### (e) Fair value measurements (continued)

The fair value of interest rate swaps and interest rate caps is calculated as the present value of the estimated future cash flows based on observable yield curves. These instruments are classified as Level 2.

The Group estimates the fair value of its unquoted investment classified as financial assets at fair value through profit or loss based on its share of the investee companies' net asset value ("NAV"), which is a significant unobservable input. NAV is determined by reference to the attributable net assets of the Group's investee companies based on the latest available financial information, adjusted, where applicable, for valuations of the underlying investment properties held by the investee companies determined by external, independent and qualified valuers.

Management of the Group reviews the appropriateness of the methodologies used to determine NAV, and also evaluates the appropriateness and reliability of the inputs used in the determination of NAV.

The financial assets at fair value through profit or loss are classified under Level 3 of the fair value hierarchy.

#### (f) Financial instruments by category

The carrying amount of the different categories of financial instruments is as disclosed on the face of the balance sheet and in Note 16, Note 18 and Note 19 to the financial statements, except for the following:

	Group S\$'000	Company S\$'000
<b>2023</b>		
Financial assets, at amortised cost	<b>94,444</b>	<b>443,235</b>
Financial liabilities, at amortised cost	<b>800,778</b>	<b>159,952</b>
<b>2022</b>		
Financial assets, at amortised cost	86,532	431,023
Financial liabilities, at amortised cost	797,047	156,737

### 38. RELATED PARTY TRANSACTIONS

In addition to information disclosed elsewhere in the financial statements, the following transactions took place between the Group and related parties at terms agreed between the parties:

#### (a) Sales and purchases of goods and services

	2023 S\$'000	Group	2022 S\$'000
Services provided to immediate holding corporation	<b>140</b>		153
Services provided to associated companies	<b>2,594</b>		2,228
Construction costs charged by subsidiary of non-controlling interest	<b>3,889</b>		–
Purchases from a company which a director has an interest	<b>32</b>		103
Lease payments to associated companies	<b>761</b>		916
Interest charged by associated company (Note 8)	<b>1,795</b>		1,107
Interest charged by non-controlling interest (Note 8)	<b>323</b>		187

Outstanding balances at 31 December 2023 and 2022 arising from sales and purchases of goods are set out in Notes 13 and 27.

**38. RELATED PARTY TRANSACTIONS (CONTINUED)****(b) Key management personnel compensation**

The key management personnel compensation is as follows:

	<b>2023</b> <b>S\$'000</b>	<b>Group</b> <b>2022</b> <b>S\$'000</b>
Wages and salaries	<b>6,104</b>	5,362
Employer's contribution to defined contribution plans, including Central Provident Fund	<b>101</b>	107
	<b>6,205</b>	5,469

Included in above, total compensation to directors of the Company amounted to S\$3,404,000 (2022: S\$2,971,000).

Key management personnels' interests in Series 006 Notes are set out in Note 29.

**39. SEGMENT INFORMATION**

Management has determined the operating segments based on the reports reviewed by the Key Management that are used to make strategic decisions. The Key Management comprises the Deputy Chairman, the Group Chief Executive Officer, the Group Chief Financial Officer, and the Chief Operating Officer of each business/geographic segment.

The Key Management manages and monitors the business in three business segments which is the provision of dormitory accommodation and services for workers ("Workers accommodation"), provision of accommodation and services for students ("Student accommodation") and manufacture and sale of optical storage media and other trading goods ("Others").

The results of the respective countries within the Student accommodation and Workers accommodation business segments are aggregated into a single operating segment respectively as they share similar economic characteristics.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 39. SEGMENT INFORMATION (CONTINUED)

The segment information provided to the Key Management for the reportable segments are as follows:

	Workers accommodation S\$'000	Student accommodation S\$'000	Others S\$'000	Total S\$'000
<b>Year ended 31 December 2023:</b>				
<b>Revenue:</b>				
Sales to external parties	156,707	49,877	661	207,245
Timing of revenue recognition in relation to revenue from contracts with customers				
– Point in time	3,524	1,329	391	5,244
– Over time	6,816	1,646	270	8,732
Segment results	98,516	21,528	(265)	119,779
Reclassification of exchange differences from currency translation reserve upon derecognition of joint venture	–	(954)	–	(954)
Finance expenses	(20,827)	(16,225)	–	(37,052)
Interest income				1,491
Fair value gains on investment properties	72,874	11,920	–	84,794
Share of profit of associated companies and joint venture	29,281	(1,982)	57	27,356
Profit before tax				195,414
Tax expense				(19,501)
<b>Net profit</b>				<b>175,913</b>
<b>Included in segment results:</b>				
Depreciation	2,564	657	328	3,549
<b>As at 31 December 2023:</b>				
Segment assets	981,452	567,298	1,752	1,550,502
Short-term bank deposits				29,042
Financial assets, at FVOCI				3,432
Tax recoverable				193
Investments in associated companies	103,575	37,313	1,027	141,915
Deferred tax assets	8	–	–	8
<b>Consolidated total assets</b>				<b>1,725,092</b>
Segment liabilities	135,663	18,740	343	154,746
Borrowings	386,832	270,580	–	657,412
Current tax liabilities				18,443
Deferred tax liabilities				22,858
<b>Consolidated total liabilities</b>				<b>853,459</b>
<b>Other segment items:</b>				
Capital expenditure	52,623	9,637	1,455	63,715

## 39. SEGMENT INFORMATION (CONTINUED)

	Workers accommodation S\$'000	Student accommodation S\$'000	Others S\$'000	Total S\$'000
<b>Year ended 31 December 2022:</b>				
<b>Revenue:</b>				
Sales to external parties	134,684	44,222	1,544	180,450
Timing of revenue recognition in relation to revenue from contracts with customers				
– Point in time	3,541	801	1,544	5,886
– Over time	13,168	2,223	–	15,391
Segment results	77,676	17,566	(345)	94,897
Finance expenses	(16,771)	(11,570)	–	(28,341)
Interest income				808
Fair value (losses)/gains on investment properties	(7,936)	26,918	–	18,982
Share of profit of associated companies and joint venture	8,034	859	26	8,919
Profit before tax				95,265
Tax expense				(18,985)
<b>Net profit</b>				<b>76,280</b>
<b>Included in segment results:</b>				
Depreciation	2,974	672	17	3,663
<b>As at 31 December 2022:</b>				
Segment assets	843,764	533,190	767	1,377,721
Short-term bank deposits				36,480
Financial assets, at FVOCI				6,466
Tax recoverable				768
Investments in associated companies	79,609	39,623	1,048	120,280
Investment in a joint venture	–	6,040	–	6,040
<b>Consolidated total assets</b>				<b>1,547,755</b>
Segment liabilities	127,677	15,369	125	143,171
Borrowings	377,875	285,228	–	663,103
Current tax liabilities				12,309
Deferred tax liabilities				20,684
<b>Consolidated total liabilities</b>				<b>839,267</b>
<b>Other segment items:</b>				
Capital expenditure	3,263	2,804	–	6,067

Segment assets consist primarily of property, plant and equipment, investment properties, inventories, receivables, other current assets and operating cash, and exclude deferred tax assets, investments in associated companies and a joint venture, financial assets, at FVOCI and short-term bank deposits. Segment liabilities comprise operating liabilities and exclude items such as tax liabilities and bank borrowings. Capital expenditure comprises additions to property, plant and equipment and investment properties.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 39. SEGMENT INFORMATION (CONTINUED)

#### Geographical information

The Group's three business segments operate in four main geographical areas:

- Singapore – the Company is headquartered and has operations in Singapore. The operations in this area are principally the provision of workers accommodation, property investments, provision of management services, manufacture and sale of optical storage media and other trading goods;
- Australia – the operations in this area are principally the provision of student accommodation and property investments;
- Malaysia – the operations in this area are principally the provision of workers accommodation and property investments;
- United Kingdom – the operations in this area are principally the provision of student accommodation and property investments;
- Other countries – the operations are principally property investments.

	Revenue	
	2023 S\$'000	2022 S\$'000
Singapore	137,901	120,311
Australia	14,968	10,984
Malaysia	19,467	15,917
United Kingdom	33,366	30,591
Other countries	1,543	2,647
	<b>207,245</b>	180,450

	Non-current assets	
	2023 S\$'000	2022 S\$'000
Singapore	879,352	734,873
Australia	159,346	156,493
Malaysia	99,742	162,725
United Kingdom	385,822	356,538
Other countries	37,052	45,369
	<b>1,561,314</b>	1,455,998

### 40. IMMEDIATE AND ULTIMATE HOLDING CORPORATION

The Company's immediate holding corporation is Centurion Properties Pte Ltd, incorporated in Singapore. The ultimate holding corporation is Centurion Global Ltd, incorporated in the British Virgin Islands.



#### 41. NEW OR REVISED ACCOUNTING STANDARDS AND INTERPRETATIONS

Below are the mandatory standards, amendments and interpretations to existing standards that have been published, and are relevant for the Group's accounting periods beginning on or after 1 January 2024 and which the Group has not early adopted.

Amendments to SFRS(I) 1-1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-current (effective for annual periods beginning on or after 1 January 2024) and Non-current Liabilities with Covenants (effective for annual period beginning on or after 1 January 2024)

The narrow-scope amendments to SFRS(I) 1-1 Presentation of Financial Statements clarify that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Classification is unaffected by the expectations of the entity or events after the reporting date (e.g. the receipt of a waiver or a breach of covenant).

Covenants of loan arrangements will not affect classification of a liability as current or non-current at the reporting date if the entity must only comply with the covenants after the reporting date. However, if the entity must comply with a covenant either before or at the reporting date, this will affect the classification as current or non-current even if the covenant is only tested for compliance after the reporting date.

The amendments require disclosures if an entity classifies a liability as non-current and that liability is subject to covenants that the entity must comply with within 12 months of the reporting date. The disclosures include:

- the carrying amount of the liability
- information about the covenants, and
- facts and circumstances, if any, that indicate that the entity may have difficulty complying with the covenants.

The amendments also clarify what SFRS(I) 1-1 means when it refers to the 'settlement' of a liability. Terms of a liability that could, at the option of the counterparty, result in its settlement by the transfer of the entity's own equity instrument can only be ignored for the purpose of classifying the liability as current or non-current if the entity classifies the option as an equity instrument. However, conversion options that are classified as a liability must be considered when determining the current/non-current classification of a convertible note.

The Group does not expect any significant impact arising from applying these amendments.

Amendments to SFRS(I) 16 Leases: Lease liability in a Sale and Leaseback (effective for annual periods beginning on or after 1 January 2024)

The narrow-scope amendments to SFRS(I) 16 explain how an entity accounts for a sale and leaseback after the date of the transaction.

The amendments specify that, in measuring the lease liability subsequent to the sale and leaseback, the seller-lessee determines 'lease payments' and 'revised lease payments' in a way that does not result in the seller-lessee recognising any amount of the gain or loss that relates to the right of use that it retains. This could particularly impact sale and leaseback transactions where the lease payments include variable payments that do not depend on an index or a rate.

The Group does not expect any significant impact arising from applying these amendments.

#### 42. AUTHORISATION OF FINANCIAL STATEMENTS

These financial statements were authorised for issue in accordance with a resolution of the Board of Directors of Centurion Corporation Limited on 18 March 2024.

## FIVE-YEAR SUMMARY

A summary of the results, assets and liabilities and non-controlling interests of the Group for the last five years ended 31 December, as extracted from the published annual reports is set out below:

### Consolidated Results

	2019 \$'000	2020 \$'000	2021 \$'000	2022 \$'000	2023 \$'000
<b>IFRS Financial Measures</b>					
Revenue	133,353	128,355	143,017	180,450	<b>207,245</b>
Profit attributable to equity holders of the Company	99,951	17,171	52,679	71,425	<b>153,115</b>
Earnings per share (in SGD cents)	11.89	2.04	6.27	8.50	<b>18.21</b>
<b>Non-IFRS Financial Measures</b>					
Profit from Core Business Operations* attributable to equity holders of the Company	38,232	41,320	46,486	57,090	<b>69,228</b>
Earnings per share from Core Business Operations* (in SGD cents)	4.55	4.91	5.53	6.79	<b>8.23</b>

### Assets and Liabilities

	2019 \$'000	2020 \$'000	2021 \$'000	2022 \$'000	2023 \$'000
Non-current assets	1,400,915	1,432,714	1,486,084	1,455,998	<b>1,561,314</b>
Current assets	78,052	108,998	96,630	91,757	<b>163,778</b>
Total assets	1,478,967	1,541,712	1,582,714	1,547,755	<b>1,725,092</b>
Total liabilities	865,102	912,927	905,395	839,267	<b>853,459</b>
Non-controlling interests	21,674	23,189	17,605	21,558	<b>45,863</b>
Total equity attributable to equity holders of the Company	592,191	605,596	659,714	686,930	<b>825,770</b>

\* Profit from core business operations is net profit after tax adjusted for fair value changes on investment properties including those of associated companies and joint venture, fair value changes on net rent guarantee, deferred tax arising from fair value changes and one-off capital gains/(losses).

## STATISTICS OF SHAREHOLDINGS

AS AT 1 MARCH 2024

Class of shares	:	Ordinary Shares
Issued and fully paid-up capital	:	S\$202,441,222.11
Number of shares issued	:	840,778,624
Voting rights	:	One vote per share

### Treasury Shares and Subsidiary Holdings

The Company does not hold any treasury shares and has no subsidiary holdings.

### DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholding	Number of Shareholders	%	Number of Shares	%
1 – 99	169	3.81	8,105	0.00
100 – 1,000	755	17.00	318,837	0.04
1,001 – 10,000	2,094	47.16	10,096,973	1.20
10,001 – 1,000,000	1,390	31.31	76,546,192	9.10
1,000,001 and above	32	0.72	753,808,517	89.66
	4,440	100.00	840,778,624	100.00

### TWENTY LARGEST SHAREHOLDERS

No.	Name of Shareholders	Number of Shares	%
1.	UOB Kay Hian Pte Ltd	225,189,687	26.78
2.	Centurion Properties Pte Ltd	210,756,126	25.07
3.	DBS Nominees Pte Ltd	61,796,810	7.35
4.	Citibank Nominees Singapore Pte Ltd	46,319,962	5.51
5.	HSBC (Singapore) Nominees Pte Ltd	39,159,100	4.66
6.	DB Nominees (Singapore) Pte Ltd	31,706,316	3.77
7.	Raffles Nominees (Pte) Limited	27,884,175	3.32
8.	CGS-CIMB Securities (Singapore) Pte Ltd	27,654,600	3.29
9.	United Overseas Bank Nominees Pte Ltd	11,845,621	1.41
10.	Wong Kok Hoe	10,000,000	1.19
11.	Maybank Securities Pte. Ltd.	8,634,818	1.03
12.	iFast Financial Pte Ltd	6,384,936	0.76
13.	Goh Kai Kui	4,800,000	0.57
14.	OCBC Nominees Singapore Pte Ltd	4,740,931	0.56
15.	Phillip Securities Pte Ltd	3,832,171	0.45
16.	G K Goh Strategic Holdings Pte Ltd	3,500,000	0.42
17.	Asdew Acquisitions Pte Ltd	3,025,700	0.36
18.	Jack Investment Pte Ltd	2,890,100	0.34
19.	Heng Siew Eng	2,786,000	0.33
20.	OCBC Securities Private Ltd	2,364,177	0.28
	Total	735,271,230	87.45

# STATISTICS OF SHAREHOLDINGS

AS AT 1 MARCH 2024

## SUBSTANTIAL SHAREHOLDERS AS AT 1 MARCH 2024

(As recorded in the Register of Substantial Shareholders)

	Direct Interest		Deemed Interest		Total Interest	
	No. of Shares	% <sup>(1)</sup>	No. of Shares	% <sup>(1)</sup>	No. of Shares	% <sup>(1)</sup>
Centurion Properties Pte. Ltd. <sup>(2)</sup>	425,756,126	50.64	–	–	425,756,126	50.64
Centurion Global Ltd <sup>(3)</sup>	–	–	425,756,126	50.64	425,756,126	50.64
Loh Kim Kang David <sup>(4)</sup>	45,630,350	5.43	425,956,126	50.66	471,586,476	56.09
Han Seng Juan <sup>(5)</sup>	33,877,600	4.03	433,703,626	51.58	467,581,226	55.61
Teo Peng Kwang <sup>(6)</sup>	63,723,330	7.58	–	–	63,723,330	7.58

### Notes:

- (1) Based on **840,778,624** issued ordinary shares (excluding treasury shares) as at 1 March 2024.
- (2) Of the 425,756,126 shares held by Centurion Properties Pte Ltd ("**Centurion Properties**"), 20,000,000 shares are registered in the name of Raffles Nominees (Pte.) Limited, 195,000,000 shares are registered in the name of UOB Kay Hian Private Limited and 210,756,126 shares are registered in its own name.
- (3) Centurion Properties is a wholly-owned subsidiary of Centurion Global Ltd ("**Centurion Global**"). Centurion Global is, therefore, deemed to have an interest in 425,756,126 shares held by Centurion Properties.
- (4) Loh Kim Kang David ("**Mr. Loh**") holds a 50% shareholding interest in Centurion Global. Mr. Loh is, therefore, deemed to have an interest in 425,756,126 shares held by Centurion Properties, a wholly-owned subsidiary of Centurion Global. Mr. Loh is also deemed to have an interest in 200,000 shares held by his spouse, Wong Wan Pei.  
  
Of the 45,630,350 shares held by Mr. Loh, 23,481,450 shares are registered in the name of UOB Kay Hian Private Limited, 3,045,000 shares are registered in the name of Raffles Nominees (Pte.) Limited, 18,903,900 shares are registered in the name of CGS-CIMB Securities (Singapore) Pte Ltd and 200,000 shares are registered in his own name.
- (5) Han Seng Juan ("**Mr. Han**") holds a 50% shareholding interest in Centurion Global. Mr. Han is, therefore, deemed to have an interest in 425,756,126 shares held by Centurion Properties, a wholly-owned subsidiary of Centurion Global. Mr. Han is also deemed to have an interest in 7,947,500 shares held by his spouse, Kang Lee Cheng Susanna, which are registered in the name of DB Nominees (Singapore) Pte Ltd.  
  
Of the 33,877,600 shares held by Mr. Han, 14,924,400 shares are registered in the name of Citibank Nominees Singapore Pte Ltd, 2,419,700 shares are registered in the name of UOB Kay Hian Private Limited, 402,300 shares are registered in the name of Oversea-Chinese Bank Nominees Pte Ltd, 6,627,500 shares are registered in the name of Maybank Securities Pte. Ltd., 7,978,700 shares are registered in the name of CGS-CIMB Securities (Singapore) Pte Ltd and 1,525,000 shares are registered in his own name.
- (6) Of the 63,723,330 shares held by Teo Peng Kwang, 40,270,164 shares are registered in the name of DBS Nominees (Private) Limited, 23,356,916 shares are registered in the name of DB Nominees (Singapore) Pte Ltd and 96,250 shares are registered in his own name.

## PERCENTAGE OF SHAREHOLDING IN PUBLIC'S HANDS

Based on information available to the Company as at 1 March 2024, approximately 30.09% of the total number of issued ordinary shares (excluding treasury shares) of the Company are held by the public. Accordingly, the Company has complied with Rule 723 of the SGX-ST Listing Manual.

# NOTICE OF ANNUAL GENERAL MEETING

## CENTURION CORPORATION LIMITED

勝捷企業有限公司\*

(Incorporated in the Republic of Singapore with limited liability)

(Co. Reg. No.: 198401088W)

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“AGM” or “Meeting”) of **CENTURION CORPORATION LIMITED** (the “Company”) will be held at Bras Basah Room, Raffles City Convention Centre (Level 4), 80 Bras Basah Road, Singapore 189560 on 26 April 2024 (Friday) at 10:00 am for the following purposes:

### AS ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and Audited Financial Statements of the Company and its subsidiaries for the financial year ended 31 December 2023 together with the Auditors’ Report thereon. **(Resolution 1)**
2. To declare a final dividend of 1.5 Singapore cents per ordinary share, on a one-tier tax exempt basis, for the financial year ended 31 December 2023 (FY2022: Final dividend of 0.5 Singapore cent per ordinary share, one-tier tax exempt). **(Resolution 2)**
3. To re-elect the following Directors retiring pursuant to the Company’s Constitution:
  - (a) Mr. Han Seng Juan (Regulation 89)  
[See Explanatory Note (i)] **(Resolution 3)**
  - (b) Mr. Chan Wan Hong (Regulation 88)  
[See Explanatory Note (ii)] **(Resolution 4)**
  - (c) Mr. Nicholas Kong Ming Leong (Regulation 88)  
[See Explanatory Note (iii)] **(Resolution 5)**
4. To note the retirement of the following Directors who are retiring by rotation pursuant to Regulation 89 of the Company’s Constitution and will not be seeking re-election as Directors of the Company:
  - (a) Mr. Chandra Mohan s/o Rethnam  
[See Explanatory Note (iv)]
  - (b) Mr. Gn Hiang Meng  
[See Explanatory Note (iv)]
5. To approve the payment of Directors’ fees of up to S\$520,115 for the financial year ending 31 December 2024, to be paid quarterly in arrears (FY2023: up to S\$497,738).  
[See Explanatory Note (v)] **(Resolution 6)**
6. To re-appoint PricewaterhouseCoopers LLP as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 7)**
7. To transact any other ordinary business which may properly be transacted at an Annual General Meeting.

\* for identification purpose only

# NOTICE OF ANNUAL GENERAL MEETING

## AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution, with or without any modifications:

### 8. Share Issue Mandate

"That pursuant to Section 161 of the Companies Act 1967 of Singapore (the "**Companies Act**") and Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), the Directors of the Company be authorised and empowered to:

- A. (i) issue shares in the capital of the Company ("**shares**") whether by way of rights, bonus or otherwise, and/or
- (ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors of the Company may in their absolute discretion deem fit; and

- B. (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of any Instruments made or granted by the Directors of the Company while this Resolution was in force,

provided that:

- (1) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of the Instruments made or granted pursuant to this Resolution) shall not exceed fifty percent (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of shares to be issued other than on a *pro rata* basis to shareholders of the Company shall not exceed twenty percent (20%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the percentage of issued shares shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, after adjusting for:
- (a) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which were issued and are outstanding or subsisting at the time this Resolution is passed; and
- (b) any subsequent bonus issue, consolidation or subdivision of shares;
- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and
- (4) (unless revoked or varied by the Company in general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier."

[See Explanatory Note (vi)]

**(Resolution 8)**

By Order of the Board

**Hazel Chia Luang Chew**  
**Juliana Tan Beng Hwee**  
Company Secretaries

Singapore, 26 March 2024

**Explanatory Notes:**

- (i) Ordinary Resolution 3 is to re-elect Mr. Han Seng Juan (“**Mr. Han**”) as a Non-Executive Director of the Company. Mr. Han will, upon re-election, remain as Non-Executive Director, Joint Chairman of the Board and a member of the Executive Committee. Mr. Han is a controlling shareholder of the Company. Save as disclosed in the Company’s Annual Report 2023, there are no relationships (including immediate family relationships) between Mr. Han and the other Directors, Chief Executive Officer (“**CEO**”), substantial shareholders of the Company or the Company.
- (ii) Ordinary Resolution 4 is to re-elect Mr. Chan Wan Hong (“**Mr. Chan**”) as an Independent Non-Executive Director of the Company. Mr. Chan will, upon re-election, remain as Independent Non-Executive Director and a member of the Remuneration Committee. He is considered independent for the purposes of Rule 210(5)(d) of the Listing Manual of the SGX-ST. Save as disclosed in the Company’s Annual Report 2023, there are no relationships (including immediate family relationships) between Mr. Chan and the other Directors, CEO, substantial shareholders of the Company or the Company.
- (iii) Ordinary Resolution 5 is to re-elect Mr. Nicholas Kong Ming Leong (“**Mr. Kong**”) as an Independent Non-Executive Director of the Company. Mr. Kong will, upon re-election, remain as Independent Non-Executive Director and a member of the Nominating Committee and Remuneration Committee. He is considered independent for the purposes of Rule 210(5)(d) of the Listing Manual of the SGX-ST. There are no relationships (including immediate family relationships) between Mr. Kong and the other Directors, CEO, substantial shareholders of the Company or the Company.
- (iv) As announced by the Company on 27 December 2023, via SGXNet, both Mr. Chandra Mohan s/o Rethnam and Mr. Gn Hiang Meng, who have served on the Board since 17 May 2007, will not be seeking re-election and will be retiring as Independent Non-Executive Directors of the Company with effect from the conclusion of this AGM in line with the listing rule requirements announced on 11 January 2023 by the Singapore Exchange Regulation limiting the tenure of independent directors to 9 years.
- (v) Ordinary Resolution 6 is to seek approval for the payment of Directors’ fees of up to S\$520,115 for the financial year ending 31 December 2024 (“**FY2024**”), to be paid quarterly in arrears. The amount of fees has been computed based on the Directors’ fee structure which remains unchanged from that of the financial year ended 31 December 2023.

Ordinary Resolution 6, if passed, will authorise the Company to make payment of fees to the Directors (including fees payable to members of the various Board Committees) during the financial year in which the fees are incurred, that is during FY2024, on a quarterly basis. If, for unforeseen reasons, payments are required to be made to the Directors in excess of the amount proposed, approval will be sought at the Company’s next AGM before any such payments are made.

- (vi) Ordinary Resolution 8, if passed, will empower the Directors of the Company from the date of the forthcoming AGM until the date of the next AGM to issue shares and/or to make or grant Instruments (such as warrants or debentures) convertible into shares, and to issue shares in pursuance of such Instruments, up to a number not exceeding fifty percent (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings), of which the aggregate number of shares to be issued other than on a *pro rata* basis to shareholders shall not exceed twenty percent (20%) of the total number of issued shares (excluding treasury shares and subsidiary holdings).

\* *Information on the Directors who are proposed to be re-elected can be found under the sections entitled “Board of Directors” and “Additional Information on Directors seeking Re-election” in the Company’s Annual Report 2023.*

**Notes:**

- The AGM is being convened, and will be held, in a wholly physical format, at Bras Basah Room, Raffles City Convention Centre (Level 4), 80 Bras Basah Road, Singapore 189560 on 26 April 2024 at 10:00 am. **There will be no option for shareholders to participate virtually.**
- A member of the Company (“**Member**” or “**Shareholder**”) who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote at the AGM.
  - A Member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the AGM but each proxy must be appointed to exercise the rights attached to a different share or shares held by such Member.
  - “**Relevant Intermediary**” has the meaning ascribed to it in Section 181 of the Companies Act.

A Member can appoint the Chairman of the Meeting as his/her/its proxy, but this is not mandatory.

## NOTICE OF ANNUAL GENERAL MEETING

3. A proxy need not be a Member. The Chairman of the Meeting, as proxy, need not be a Member.
4. If the appointor is a corporation, the instrument appointing a proxy or proxies ("**Proxy Form**") must be executed under seal or the hand of its duly authorised officer or attorney.
5. The Proxy Form is not valid for use by investors holding shares through relevant intermediaries (including CPF/SRS investors) and shall be ineffective for all intents and purposes if used or purported to be used by them.

CPF/SRS investors should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies. CPF/SRS investors who wish to appoint the Chairman of the Meeting as proxy to vote on their behalf at the AGM should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **10:00 am on 17 April 2024**, being at least seven (7) working days before the date of the AGM.

Investors holding shares through relevant intermediaries (other than CPF/SRS investors) who wish to vote at the AGM should approach their relevant intermediaries as soon as possible to submit their votes.

6. The Proxy Form appointing a proxy or proxies, duly completed and signed, must be submitted to the Company no later than **10:00 am on 23 April 2024**, being not less than 72 hours before the time appointed for holding the AGM, in the following manner:
  - (i) if sent personally or by post, be lodged at the registered office of the Company at 45 Ubi Road 1, #05-01, Singapore 408696 ("**Registered Office Address**"); or
  - (ii) If submitted electronically, be submitted either by emailing a scanned PDF copy to [agm@centurioncorp.com.sg](mailto:agm@centurioncorp.com.sg), or by uploading a scanned PDF copy to <https://www.centurioncorp.com.sg/2024AGM-EGM/submit-proxy-form>, failing which the Proxy Form may be treated as invalid.
7. Completion and return of the Proxy Form by a Member will not preclude him/her from attending, speaking and voting at the AGM if he/she subsequently wishes to do so, and at any adjournment thereof. The relevant Proxy Form submitted by the Member shall be deemed to be revoked and in such an event, the Company reserves the right to terminate the proxy(ies)' access to the AGM proceedings.
8. Pursuant to Regulation 59 of the Company's Constitution, each of the resolutions to be put to vote at the AGM (and at any adjournment thereof) shall be decided by way of poll as required by the Listing Manual of the SGX-ST.
9. Submitting questions in advance of the AGM

Shareholders who have any questions in relation to the items of the agenda of the AGM can submit questions in advance, **by 10:00 am on 23 April 2024**, via any of the following options:

- (i) annex your questions to your Proxy Forms; or
- (ii) submit your questions on the Investor Relations section of the Company's website at <https://www.centurioncorp.com.sg/2024AGM-EGM/submit-questions>; or
- (iii) email your questions with your name and identification number to [agm@centurioncorp.com.sg](mailto:agm@centurioncorp.com.sg).

The Company will endeavour to respond to substantial and relevant questions received from Shareholders during the AGM proceedings. Such questions from Shareholders and responses from the Company will be included in the minutes of the AGM and published on the Company's website and on the website of the SGX-ST, via SGXNet, within one (1) month after the AGM. Where there are substantially similar questions, the Company will consolidate such questions; and consequently, not all questions may be individually addressed.

10. Dispatch of documents and access to documents or information relating to the AGM

- (a) Printed copies of this Notice of AGM together with the Proxy Form and a Request Form have been sent to Shareholders. These documents are also available for download from the Company's website at the URL: [www.centurioncorp.com.sg](http://www.centurioncorp.com.sg) or, the website of the SGX-ST ([www.sgx.com](http://www.sgx.com)).



- (b) The Company's Annual Report 2023 has been published on the Company's website ([www.centurioncorp.com.sg](http://www.centurioncorp.com.sg)) and on the website of the SGX-ST ([www.sgx.com](http://www.sgx.com)).
- (c) Printed copies of the Company's Annual Report 2023 will be made available to Shareholders upon request. Shareholders could return the completed Request Form either via email to [agm@centurioncorp.com.sg](mailto:agm@centurioncorp.com.sg) or by post, be lodged at the Company's Registered Office Address, by 12 April 2024.

**Personal data privacy:**

*By submitting a Proxy Form appointing the Chairman of the Meeting or any other person(s) as a proxy(ies) and/or representative(s) to attend, speak or vote at the AGM and/or any adjournment thereof, a Member (i) consents to the collection, use and disclosure of the Member's personal data by the Company (or its agents or service providers) for the purposes of the processing and administration by the Company (or its agents or service providers) of proxies and representatives appointed for the AGM (including any adjournment thereof); and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the Member discloses the personal data of the Member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the Member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the Member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Member's breach of warranty.*

## ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

PURSUANT TO RULE 720(6) OF THE LISTING MANUAL OF THE SGX-ST

Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST, the information as required in Appendix 7.4.1 to the SGX-ST's Listing Manual in relation to Directors seeking re-election at the Company's forthcoming Annual General Meeting to be convened on 26 April 2024 is set out below:

NAME OF DIRECTOR	HAN SENG JUAN	CHAN WAN HONG	NICHOLAS KONG MING LEONG
<b>Date of appointment</b>	8 May 2015	1 January 2024	1 January 2024
<b>Date of last re-election/re-appointment (if applicable)</b>	27 April 2021	N.A.	N.A.
<b>Age</b>	61	50	60
<b>Country of principal residence</b>	Singapore	Singapore	Singapore
<b>The Board's comments on this re-election/appointment (including rationale, selection criteria, board diversity considerations, and the search and nomination process)</b>	The Board has considered the Nominating Committee's recommendation and assessment of (a) the skills, experience, qualifications, contributions and participation at Board and/or Board Committee meetings of Mr. Han Seng Juan (" <b>Mr. Han</b> ") and (b) the Board's present composition provides an appropriate balance and diversity of the relevant skills, gender, age, experience and expertise required to meet the Group's operational and business needs, and is satisfied that he will continue to contribute relevant knowledge, skills and experience to the Board.	The Board has considered the Nominating Committee's recommendation and assessment of (a) the skills, independence, experience, qualifications, contributions and participation at Board and/or Board Committee meetings of Mr. Chan Wan Hong (" <b>Mr. Chan</b> ") and (b) the Board's present composition provides an appropriate balance and diversity of the relevant skills, gender, age, experience and expertise required to meet the Group's operational and business needs, and is satisfied that he will continue to contribute relevant knowledge, skills and experience to the Board.	The Board has considered the Nominating Committee's recommendation and assessment of (a) the skills, independence, experience, qualifications, contributions and participation at Board and/or Board Committee meetings of Mr. Nicholas Kong Ming Leong (" <b>Mr. Kong</b> ") and (b) the Board's present composition provides an appropriate balance and diversity of the relevant skills, gender, age, experience and expertise required to meet the Group's operational and business needs, and is satisfied that he will continue to contribute relevant knowledge, skills and experience to the Board.
<b>Whether appointment is executive, and if so, the area of responsibility</b>	Non-Executive and Non-Independent	Non-Executive and Independent	Non-Executive and Independent
<b>Job Title (e.g. Lead Independent Director, Audit Committee Chairman, Audit Committee Member etc.)</b>	Non-Executive Director Joint Chairman of the Board Member of the Executive Committee	Independent Non-Executive Director Member of the Remuneration Committee	Independent Non-Executive Director Member of the Remuneration Committee Member of the Nominating Committee
<b>Professional qualifications</b>	Bachelor of Science – University of Oregon	Bachelor of Laws (Honours) – National University of Singapore Advocate & Solicitor, Singapore Member, Law Society of Singapore Member, Singapore Academy of Law	Bachelor of Science and Master of Science (Financial Engineering) – National University of Singapore Chartered Financial Analyst (CFA) Financial Risk Manager (FRM)

NAME OF DIRECTOR	HAN SENG JUAN	CHAN WAN HONG	NICHOLAS KONG MING LEONG
<b>Working experience and occupation(s) during the past 10 years</b>	<p><b>May 2015 – Present:</b></p> <p>Non-Executive Director (since 8 May 2015) and Joint Chairman of the Board (since 13 November 2019) of the Company</p> <p><b>April 2008 – Present:</b></p> <p>Principal and director of Centurion Global Ltd, a controlling shareholder of the Company</p>	<p><b>August 2022 – Present:</b></p> <p>Senior Director, FC Legal Asia LLC</p> <p><b>August 2019 – July 2022:</b></p> <p>Director, Atlas Asia Law Corporation (independent member firm of the EY global network)</p> <p><b>July 2011 – July 2019:</b></p> <p>Partner/Senior Partner, Dentons Rodyk &amp; Davidson LLP (formerly Rodyk &amp; Davidson LLP)</p>	<p><b>May 2022 – Present:</b></p> <p>Special Advisor (East Asia Investments), Office of the President, National University of Singapore</p> <p><b>January 2006 – May 2022:</b></p> <p>Chief Investment Officer, National University of Singapore</p>
<b>Shareholding interest in the listed issuer and its subsidiaries (as at 1 March 2024)</b>	<p>Yes</p> <p>Direct interest in 33,877,600 ordinary shares of the Company.</p> <p>Deemed interest in 425,756,126 ordinary shares of the Company held by Centurion Properties Pte. Ltd., a wholly-owned subsidiary of Centurion Global Ltd. Mr. Han holds a 50% shareholding interest in Centurion Global Ltd.</p> <p>Deemed interest in 7,947,500 ordinary shares of the Company held by his spouse, Kang Lee Cheng Susanna.</p> <p>Mr. Han, who by virtue of his individual interest of not less than 20% of the issued share capital of the Company, is deemed to have an interest in the shares of the subsidiaries held by the Company.</p>	<p>No</p>	<p>No</p>
<b>Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries</b>	<p>Yes</p> <p>Mr. Han (Non-Executive Director, Joint Chairman of the Board and a controlling shareholder of the Company) is the maternal cousin of Mr. Loh Kim Kang David (“<b>Mr. Loh</b>”) (Executive Director, Joint Chairman of the Board, Chairman of the Executive Committee and a controlling shareholder of the Company).</p> <p>Mr. Han is a Principal and director of Centurion Global Ltd, the shares of which are held in equal proportions by each of Mr. Han and Mr. Loh. Both Centurion Global Ltd and Centurion Properties Pte. Ltd. (a wholly-owned subsidiary of Centurion Global Ltd) are controlling shareholders of the Company.</p>	<p>Yes</p> <p>Mr. Chan has been providing legal services to the Company for various corporate legal matters since 2010, in his capacity as a partner/shareholder of different law firms that he has been practising at during such period. For each of the last 3 years including 2023, the aggregate fees billed in respect of such legal services provided to the Company are significantly less than S\$200,000 per year.</p> <p>Mr. Chan is presently a Senior Director of FC Legal Asia LLC, which has provided legal services to the Company.</p>	<p>None</p>

## ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

PURSUANT TO RULE 720(6) OF THE LISTING MANUAL OF THE SGX-ST

NAME OF DIRECTOR	HAN SENG JUAN	CHAN WAN HONG	NICHOLAS KONG MING LEONG
<b>Conflict of interest (including any competing business)</b>	None	None	None
<b>Undertaking (in the format set out in Appendix 7.7 to the SGX-ST Listing Manual) under Rule 720(1) of the SGX-ST Listing Manual has been submitted to the listed issuer</b>	Yes	Yes	Yes
<b>Other Principal Commitments<sup>#</sup> including Directorships</b>			
<i># "Principal Commitments" has the same meaning as defined in the Code of Corporate Governance 2018 of Singapore.</i>			
<b>Past (for the last 5 years)</b>	None	Other principal commitments including directorships: <ul style="list-style-type: none"> <li>Senior Partner, Dentons Rodyk &amp; Davidson LLP (formerly Rodyk &amp; Davidson LLP)</li> <li>Director, Atlas Asia Law Corporation</li> <li>Partner, Ernst &amp; Young Solutions LLP</li> </ul>	Other principal commitments including directorships: <ul style="list-style-type: none"> <li>National Council of Social Service – ComChest Committee member</li> <li>Raffles Institution – Investment Committee member</li> <li>Arohi Emerging Asia Master Fund – Director</li> <li>Arohi Emerging India Master Fund – Director</li> </ul>
<b>Present</b>	Other listed company: <ul style="list-style-type: none"> <li>None</li> </ul> Other principal commitments including directorships: <ul style="list-style-type: none"> <li>Centurion Global Ltd</li> <li>Centurion Private Equity Ltd</li> <li>Centurion Management and Consultancy Services Pte Ltd</li> <li>Frontier Empire Limited</li> </ul>	Other listed company: <ul style="list-style-type: none"> <li>None</li> </ul> Other principal commitments including directorships: <ul style="list-style-type: none"> <li>Senior Director, FC Legal Asia LLC</li> </ul>	Other listed company: <ul style="list-style-type: none"> <li>None</li> </ul> Other principal commitments including directorships: <ul style="list-style-type: none"> <li>Lanthanum Private Limited – Director</li> <li>National Art Gallery of Singapore – Investment Committee member</li> <li>National University of Singapore – Special Advisor (East Asia Investments), Office of the President</li> <li>Trailblazer Foundation Ltd – Investment Committee member</li> </ul>

NAME OF DIRECTOR	HAN SENG JUAN	CHAN WAN HONG	NICHOLAS KONG MING LEONG
<p>Disclose the following matters concerning an appointment of director, chief executive officer, chief financial officer, chief operating officer, general manager or other officer of equivalent rank. If the answer to any question is “yes”, full details must be given.</p>			
<p>(a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?</p>	No	No	No
<p>(b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?</p>	No	No	No
<p>(c) Whether there is any unsatisfied judgment against him?</p>	No	No	No
<p>(d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?</p>	No	No	No

## ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

PURSUANT TO RULE 720(6) OF THE LISTING MANUAL OF THE SGX-ST

NAME OF DIRECTOR	HAN SENG JUAN	CHAN WAN HONG	NICHOLAS KONG MING LEONG
(e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No	No
(f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No	No
(g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No	No
(h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No	No
(i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No	No

NAME OF DIRECTOR	HAN SENG JUAN	CHAN WAN HONG	NICHOLAS KONG MING LEONG
<b>(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of: –</b>			
<b>(i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or</b>	No	No	No
<b>(ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or</b>	No	No	No
<b>(iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or</b>	No	No	No
<b>(iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere,</b>	No	No	No
<b>in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?</b>			
<b>(k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?</b>	No	No	No

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**CENTURION CORPORATION LIMITED**

勝捷企業有限公司\*

(Incorporated in the Republic of Singapore with limited liability)  
(Co. Reg. No.: 198401088W)**ANNUAL GENERAL MEETING****PROXY FORM**

(Please read notes overleaf before completing this form)

**IMPORTANT:**

1. A relevant intermediary (as defined in Section 181 of the Companies Act 1967 of Singapore) may appoint more than two (2) proxies to attend, speak and vote at the Annual General Meeting (“AGM” or “Meeting”).
2. The Proxy Form is not valid for use by investors holding shares through relevant intermediaries (including CPF/SRS investors) and shall be ineffective for all intents and purposes if used or purported to be used by them.
3. CPF/SRS investors should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies. CPF/SRS investors who wish to appoint the Chairman of the Meeting as proxy to vote on their behalf at the AGM should approach their respective CPF Agent Banks or SRS Operators to submit their votes **by 10:00 am on 17 April 2024.**

I/We, \_\_\_\_\_ (Name) \_\_\_\_\_ (NRIC/Passport/Registration No.)

of \_\_\_\_\_ (Address)

being a member/members of **CENTURION CORPORATION LIMITED** (the “Company”), hereby appoint(s):

Name	Address	NRIC/Passport No.	Proportion of Shareholdings	
			No. of Shares	%
and/or (delete as appropriate)				

or failing him/her, the Chairman of the Meeting as my/our proxy/proxies to attend, speak and vote for me/us on my/our behalf at the Annual General Meeting (“AGM” or “Meeting”) of the Company to be held at Bras Basah Room, Raffles City Convention Centre (Level 4), 80 Bras Basah Road, Singapore 189560 on 26 April 2024 (Friday) at 10:00 am and at any adjournment thereof.

I/We direct my/our proxy/proxies to vote for or against, or to abstain from voting on, the resolutions to be proposed at the Meeting as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the proxy/proxies will vote or abstain from voting at his/her/their discretion.

(Voting will be conducted by poll. If you wish your proxy/proxies to cast all your votes “For” or “Against”, or “Abstain” from voting on, the relevant resolution, please tick [✓] within the relevant box provided below. Alternatively, if you wish your proxy/proxies to cast your votes both “For” and “Against” the relevant resolution, please indicate the number of shares in the relevant boxes provided below.)

No.	Resolutions relating to:	No. of Votes “For”	No. of Votes “Against”	No. of Votes “Abstain”
<b>Ordinary Business</b>				
1	Directors’ Statement and Audited Financial Statements for the financial year ended 31 December 2023 and the Auditors’ Report thereon			
2	Payment of proposed final dividend			
3	Re-election of Mr. Han Seng Juan as a Director			
4	Re-election of Mr. Chan Wan Hong as a Director			
5	Re-election of Mr. Nicholas Kong Ming Leong as a Director			
6	Approval of Directors’ fees of up to S\$520,115 for the financial year ending 31 December 2024, to be paid quarterly in arrears			
7	Re-appointment of PricewaterhouseCoopers LLP as Auditors and to authorise the Directors to fix their remuneration			
<b>Special Business</b>				
8	Share Issue Mandate			

\* for identification purpose only

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2024

<b>Total Number of Shares held</b>	
------------------------------------	--

\_\_\_\_\_  
Signature(s) or Common Seal of Member(s)**IMPORTANT: PLEASE READ NOTES OVERLEAF**

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Fold along this line. Glue and seal firmly.

## ANNUAL GENERAL MEETING PROXY FORM

Affix  
Stamp  
Here

**CENTURION CORPORATION LIMITED**  
(Incorporated in the Republic of Singapore with limited liability)  
(Co. Reg. No.: 198401088W)  
45 Ubi Road 1, #05-01,  
Singapore 408696

2<sup>nd</sup> fold here

### Notes:

- Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001 of Singapore), you should insert that number of shares. If you have shares registered in your name in the Register of Members, you should insert that number of shares. If you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members, you should insert the aggregate number of shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies ("**Proxy Form**") will be deemed to relate to all the shares held by you.
- A member who is not a relevant intermediary is entitled to appoint one (1) or two (2) proxies to attend, speak and vote at the Meeting. Where such member appoints more than one (1) proxy, the appointment shall be invalid unless the member specifies the proportion of the shareholding concerned (expressed as a percentage of the whole) to be represented by each proxy.
  - A member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the Meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member appoints more than two (2) proxies, the appointment shall be invalid unless the member specifies the number and class of shares in relation to which each proxy has been appointed.
  - "Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967 of Singapore.A member can appoint the Chairman of the Meeting as his/her/its proxy, but this is not mandatory.
- A proxy need not be a member of the Company. The Chairman of the Meeting, as proxy, need not be a member of the Company.
- Completion and return of the Proxy Form by a member will not preclude him/her from attending, speaking, and voting at the Meeting if he/she subsequently wishes to do so, and at any adjournment thereof. The relevant Proxy Form submitted by the member shall be deemed to be revoked and in such an event, the Company reserves the right to terminate the proxy(ies)' access to the Meeting proceedings.
- The Proxy Form, duly completed and signed, must be submitted to the Company no later than **10:00 am on 23 April 2024**, being not less than 72 hours before the time appointed for holding the Meeting, in the following manner:
  - if sent personally or by post, be lodged at the registered office of the Company at 45 Ubi Road 1, #05-01, Singapore 408696; or
  - if submitted electronically, be submitted either by emailing a scanned PDF copy to [agm@centurioncorp.com.sg](mailto:agm@centurioncorp.com.sg), or by uploading a scanned PDF copy to <https://www.centurioncorp.com.sg/2024AGM-EGM/submit-proxy-form>, failing which the Proxy Form may be treated as invalid.

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- The Proxy Form must be executed under the hand of the appointor or of his/her attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the Proxy Form is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged together with the Proxy Form.
- A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the Meeting, in accordance with Section 179 of the Companies Act 1967 of Singapore.
- Any alterations made in this Proxy Form should be initialled by the member/person signing it.

### General:

The Company shall be entitled to reject the Proxy Form if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the Proxy Form (including any related attachment). In addition, in the case of shares entered in the Depository Register, the Company may reject any Proxy Form lodged if the member, being the appointor, is not shown to have shares entered against his/her name in the Depository Register as at 72 hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Company. A depositor shall not be regarded as a member of the Company entitled to attend the Meeting and to speak and vote thereat unless his/her name appears on the Depository Register as at 72 hours before the time set for the Meeting.

### PERSONAL DATA PRIVACY:

By submitting this Proxy Form, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 26 March 2024.

4<sup>th</sup> fold and glue all sides firmly. Stapling & spot sealing is disallowed.


4<sup>th</sup> fold and glue all sides firmly. Stapling & spot sealing is disallowed.







**Centurion Corporation Limited**

Co. Reg. No. 198401088W

 45 Ubi Road 1, #05-01, Singapore 408696

 (65) 6745 3288

 (65) 6743 3288

 [enquiry@centurioncorp.com.sg](mailto:enquiry@centurioncorp.com.sg)

 [www.centurioncorp.com.sg](http://www.centurioncorp.com.sg)