YKGI 友記 LIMITED

SINCE 1961

MAKING OUR MARK

ANNUAL REPORT 2024

CONTENTS

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The contact person for the Sponsor is Mr. Mah How Soon at 36 Robinson Road, #10-06 City House, Singapore 068877, Email: sponsor@rhtgoc.com.

Mission

To relentlessly fulfil ever-changing demands. At the same time to tantalise the taste buds of our customers and placing a lasting smile on their faces.

Vision

To be Asia’s leading food and beverage group with the most diversified portfolio of brands and concepts.

CORPORATE PROFILE

Yew Kee is an established homegrown brand with a track record of more than 30 years in the business of food and beverage (“**F&B**”) operations. Our Group’s origins can be traced to the 1950s when the father of our Group’s founder, Executive Chairman and Director, commenced operations of a pushcart selling braised duck in Nee Soon. Today, our Group owns and/or operates a diverse portfolio of nine (9) non-Halal and Halal brands, and operates them through **78 retail outlets** across the globe. Our Group is also the **exclusive franchisee of the CHICHA San Chen brand of tea shops** in Singapore and Macau. And our first CHICHA San Chen tea shop in Macau began operations in October 2024.

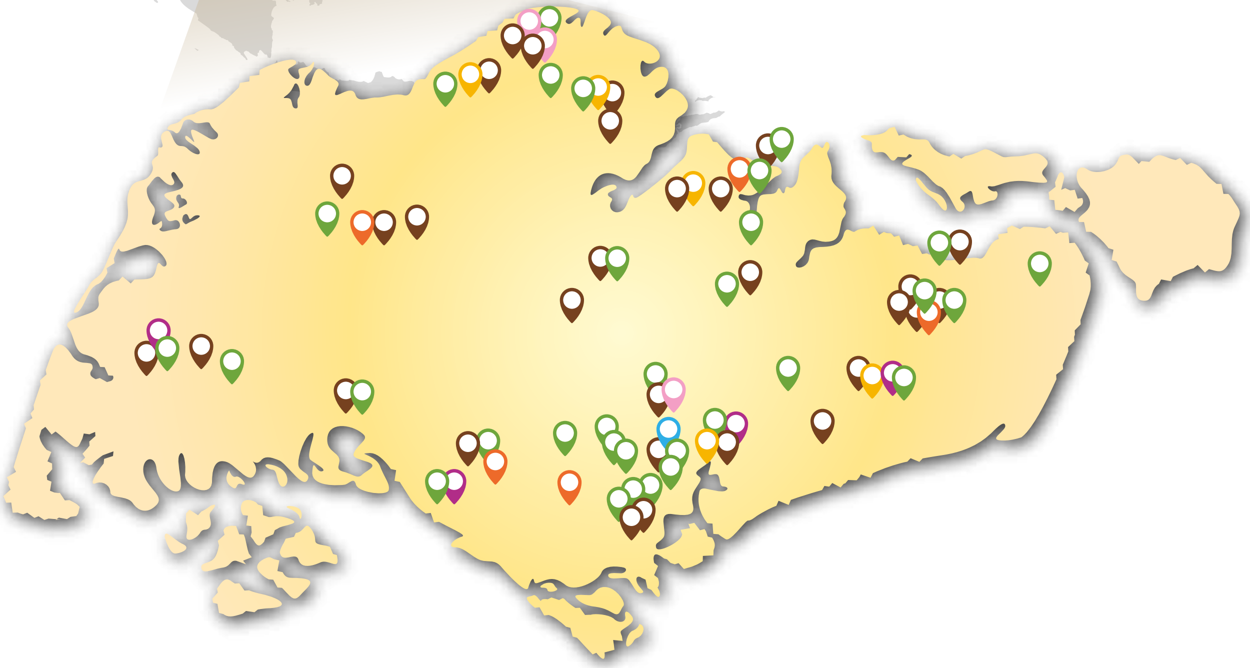
Our Group’s principal business activities are (i) F&B Operations, (ii) Food court management ("**Food Court Business**") and (iii) franchising and sub-franchising ("**Franchise Business**").

OPERATING PRESENCE

Macau, China

The procurement, processing and preparation of key ingredients and products for *Yew Kee Duck Rice* and *XO Minced Meat Noodle* food outlets, as well as *CHICHA San Chen* tea shops, are carried out by our central kitchen.

Singapore



- Yew Kee Duck Rice (30 outlets)
- CHICHA San Chen (31 Outlets)
- XO Minced Meat Noodle (3 outlets)
- My Kampung Chicken Rice (5 outlets)
- PastaGo (5 outlets)
- Victoria Bakery (1 outlet)
- Food Courts (4 locations)
- Kampung Kopi House (2 outlets)

OPERATING PRESENCE

46 FOOD OUTLETS

32 CHICHA SAN CHEN TEA SHOPS

4 FOOD COURTS

1 CENTRAL KITCHEN

OUR GROWTH STORY

1961

- In 1961, Yew Kee Duck Rice was started by the founder's father - Seah Teck Yew

2013

- Our subsidiaries, Yew Kee Duck and Noodle House and Yew Kee Management were awarded the 2013/2014 Singapore Brands Awards by the Brands Entrepreneurs' Alliance (Singapore)

2017

- Opening of our first Kampung food court at the Singapore Institute of Management

- Opening of our first My Kampung halal food concept at Junction Nine
- Our Yew Kee Duck Rice brand was awarded the Top 10 braised duck rice award by Shin Min Daily News
- Our Yew Kee Duck Rice brand was awarded the Heritage Brands award in recognition of our outstanding achievement in branding by the Association of Small and Medium Enterprises

1987

- After years of learning the rope, our founder started his own Yew Kee Duck Rice store at Yishun

2002

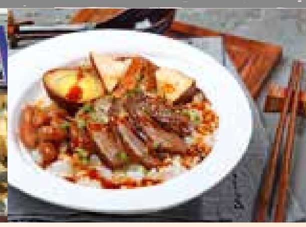
- Incorporation of our subsidiary, Yew Kee Duck and Noodle House
- Establishment of our headquarters and central kitchen at Woodlands

2003

- Opening of our first Yew Kee Duck Rice standalone food shop at Liang Seah Street

2006

- Relocation of our headquarters and central kitchen to 32 Woodlands Terrace, Singapore 738452
- Opening of our first XO Minced Meat Noodle Food Outlet at Newton Circus



2016

- Our subsidiary Yew Kee Duck and Noodle House was first awarded the Tasty Singapore Brand Ambassador award by International Enterprise Singapore, Singapore Food Manufacturers' Association, Singapore Manufacturing Federation and Restaurant Association of Singapore
- Our Yew Kee Duck Rice brand was awarded the Food Masters award for Top 10 outstanding Singapore food masters in the central zone by SPH Newspapers

2019

- Signing of our Master Franchise Agreement with Fang Yuan F&B International Co., Ltd.
- Opening of our first CHICHA San Chen flagship store at 313@somerset
- Opening of our first Fine Food food court at the National University of Singapore

2024

- Supporting wildlife conservation through adopting ducks in Singapore Zoo's Kidzworld

- Registered our first overseas subsidiary in Macau, SAR PRC to carry on the Macau CHICHA business
- Showcased at the Singapore Food Festival 2023 with an exclusive menu, a collaboration between Yew Kee Duck Rice and PastaGo. Bringing together Yew Kee's braised duck with the contemporary flavours of PastaGo, serving up dishes such as Pasta Fries served with a spicy dipping sauce infused with Yew Kee's Speciality Chilli, Truffle Cream Sauce and Braised Duck on Kway Teow and more

2022

- Rebranding of our Group to "Yew Kee" to more accurately align our brand identity with our history and heritage
- Our CHICHA San Chen tea shops were ranked number one (1) by The Straits Times for best customer service in the catering, restaurants and leisure industry
- Our Yew Kee Duck Rice brand was awarded the Hawker Heritage Award by the Federation of Merchants' Association of Singapore
- Opening of our first PastaGo Food Outlet at JCube Shopping Mall
- Opening of our first Victoria Bakery Food Outlet at Marina Square

2023

- Successfully listed on the Catalist Board of the SGX-ST
- Created a new brand- Kampung Kopi House selling Halal, familiar local all-day breakfast such as Traditional Toast, home-made desserts, Nanyang Coffee and many more
- Our CHICHA San Chen tea shops were ranked number (1) for the second consecutive years by The Straits Times for best customer service category in the catering, restaurants and leisure industry

Making Our Mark

- Opened our first close to 2000.sqft CHICHA San Chen flagship store at Macau, SAR – The Londoner

MARKING OUR MARK

"Despite easing inflation, elevated living costs and rising GST continue to impact consumer spending. While our value-driven offerings benefit from affordability concerns, increasing costs in manpower, raw materials, rentals, and utilities put pressure on margins. Our adaptable business model and strong portfolio enable us to navigate the evolving F&B landscape."

Mr. Seah Boon Lock
Chairman

CHAIRMAN'S STATEMENT


TASTY® Singapore

Heart of Good Food

THIS IS TO CERTIFY THAT

Yew Kee Duck and Noodle House Pte Ltd

IS A

Tasty Singapore Brand Ambassador

(1 November 2022 – 31 October 2023)

TASTY SINGAPORE ENDORSED BRAND(S)

Yew Kee

Png Cheong Boon, Chief Executive Officer, Enterprise Singapore

David Tan, President

Douglas Foo, President

Andrew Kwan, President

Dear Shareholders,

It is my pleasure to present YKGI Limited's (the "**Company**" or "**YKGI**" and together with its subsidiaries, the "**Group**") Annual Report for the financial year ended 31 December 2024 ("**FY2024**").

OVERVIEW

Despite easing inflation, elevated living costs and rising GST continue to impact consumer spending. While our value-driven offerings benefit from affordability concerns, increasing costs in manpower, raw materials, rentals, and utilities put pressure on margins. Our adaptable business model and strong portfolio enable us to navigate the evolving F&B landscape.

FINANCIAL PERFORMANCE

The Group operates three key business segments: (i) F&B Operations, (ii) Food Court Business, and (iii) Franchise Business.

In FY2024, the Group's revenue grew 6.2% to S$65.8 million, up from S$61.9 million in FY2023. Our Food Court Business saw a S$1.8 million increase in revenue, driven by a growing customer base. The Franchise Business contributed an additional revenue of S$2.1 million, supported by new store openings and enhanced marketing efforts. F&B Operations revenue remained stable year-on-year.

DEVELOPMENTS DURING THE YEAR

To strengthen our market presence, we are expanding through new outlets, product diversification, and strategic partnerships. A key milestone in FY2024 was the successful launch of our first Macau CHICHA San Chen outlet in October, marking a step towards regional expansion and revenue diversification.

CHAIRMAN'S STATEMENT

"We remain committed to long-term growth by expanding our business, entering new markets, and strengthening our supply chain. We continuously explore opportunities—both organic and inorganic—to drive sustainable growth and enhance shareholder value."

GROWTH OUTLOOK

The F&B sector faces ongoing challenges, including rising costs, manpower shortages, and regulatory changes such as the progressive wage model. Globally, economic uncertainty persists due to inflation, high interest rates, and geopolitical tensions, impacting trade and consumer confidence.

Despite these challenges, we remain committed to long-term growth by expanding our business, entering new markets, and strengthening our supply chain. We continuously explore opportunities—both organic and inorganic—to drive sustainable growth and enhance shareholder value.

DIVIDENDS

To reward our shareholders, the Board proposes a final one-tier tax-exempt dividend of 0.36 Singapore cents per ordinary share, subject to shareholder's approval at the Annual General Meeting on 25 April 2025. Including the interim dividend of 0.36 Singapore cents per ordinary share issued for 1H2024, total dividends for FY2024 amount to 0.72 Singapore cents per ordinary share, representing 64% of net attributable profit for FY2024.

APPRECIATION

On behalf of the Board, I extend our heartfelt gratitude to our management team and employees for their dedication and resilience. We also deeply appreciate our customers, business partners, suppliers, and shareholders for their trust and support. We look forward to forging new opportunities and driving sustainable growth together.

MR. SEAH BOON LOCK
Chairman

OPERATION REVIEW

YKGI Limited ("**YKGI**" or the "**Company**", and together with its subsidiaries, the "**Group**") continues to uphold its reputation as a leading provider of high-quality food and beverage ("**F&B**") offerings in Singapore. With over 30 years of experience, the Group operates across three core business segments: (i) the F&B Operations Business; (ii) the Food Court Business; and (iii) the Franchise Business. Our diverse portfolio of brands is widely recognized for its exceptional quality, innovation, and deep understanding of local and international consumer preferences. By offering both non-Halal and Halal options, the Group caters to a broad customer base, ensuring inclusivity and accessibility.

CHALLENGES IN THE F&B INDUSTRY

The F&B industry in Singapore faced persistent challenges in FY2024, including rising costs for food ingredients, rentals, operating expenses, and labour. The implementation of the Progressive Wage Model, which mandates incremental wage increases for workers, further intensified operational pressures. Additionally, heightened competition in the Singapore market created a more challenging environment for the Group.

STRATEGIC RESPONSES TO CHALLENGES

To navigate these challenges, the Group implemented several strategic initiatives to enhance profitability and strengthen its market presence:

1. Outlet Optimization: The Group closed underperforming outlets and opened new ones in strategic locations to maximize revenue potential.

2. Cost Control Measures: Rigorous cost control measures were implemented to reduce operating expenses and improve gross margins.

3. Product and Brand Diversification: The Group expanded its product offerings and diversified its brand portfolio to cater to evolving consumer preferences.

4. Strategic Partnerships: The Group explored strategic partnerships and new brand developments to drive growth and innovation.

KEY OPERATIONAL HIGHLIGHTS

- **Overseas Expansion**: In October 2024, the Group successfully launched its first Macau CHICHA San Chen outlet, marking a significant milestone in its international expansion strategy. This move aligns with the Group's vision to grow its footprint beyond Singapore and tap into new revenue streams.

- **Innovation and Product Development**: The Group continued to prioritize innovation, introducing new menu items and flavours across its brands to enhance customer engagement and drive incremental sales.

- **Sustainability Initiatives**: The Group reinforced its commitment to sustainability by implementing initiatives to reduce its environmental footprint. More details can be found in the Sustainability Report.

COMPETITIVE STRENGTHS

The Group's success is underpinned by its competitive strengths, which include:

1. **Vertically Integrated Supply Chain**: The Group's vertically integrated supply chain, encompassing strong procurement capabilities, a central kitchen, and self-operated or franchised stalls, ensures consistency in taste, quality, and service. This integration also enables cost savings through economies of scale and facilitates the introduction of new products.

2. **Resilient Business Model**: The Group's resilient business model, supported by competitively priced F&B staple products, allows it to adapt effectively to changing market conditions and consumer preferences.

3. **Strategic Locations**: The Group's outlets are strategically located near transport hubs and residential areas, benefiting from substantial and regular foot traffic.

4. **Experienced Management Team**: The Group is led by an experienced and competent management team with deep industry expertise and strong relationships with customers and suppliers.

OUTLOOK AND PROSPECTS

Looking ahead, the Group remains focused on driving sustainable growth and profitability. While the F&B industry continues to face challenges such as inflationary pressures, rising costs, and geopolitical uncertainties, the Group is well-positioned to navigate these headwinds. Key priorities for FY2025 include refining operational strategies, optimizing costs, expanding market presence locally and internationally, and prioritizing innovation and sustainability. The Group will continue to leverage its strong brand portfolio, operational expertise, and strategic initiatives to drive sustainable growth and create lasting value for both customers and shareholders.

FINANCIAL REVIEW

S$65.8M

GROUP REVENUE

STATEMENT OF PROFIT OR LOSS

For the financial year ended 31 December 2024, the Group recorded revenue of S$65.8 million, an increase of S$3.9 million from S$61.9 million in the previous financial year. The revenue growth was primarily driven by the following factors:

- A stable performance in the Food & Beverage Operations segment, with revenue remaining largely consistent compared to the previous financial year.
- An increase of S$1.8 million in the Food Court Business segment, attributed to a growing customer base. The rise in foot traffic was driven by greater visitor interest in Nanyang Technological University and the National University of Singapore, along with a surge in sports, entertainment, and lifestyle events at Singapore Sports Hub.
- An increase of S$2.1 million in the Franchise Business segment, largely due to contributions from new outlets that commenced operations during the year and higher revenue from existing stores, supported by enhanced advertising and promotional activities.

Other income rose by S$0.3 million, from S$1.0 million in the previous financial year to S$1.3 million, primarily due to higher government grants.

Purchases and related costs increased marginally by S$0.1 million, from S$15.8 million to S$15.9 million, in line with the corresponding sales growth.

Changes in inventories showed little variation from the previous financial year.

Employee benefits increased by S$0.9 million, from S$16.4 million to S$17.3 million, primarily due to higher compensation packages aimed at retaining and attracting employees, particularly in a tight labour market with more local worker hires.

Depreciation of property, plant, and equipment remained largely consistent with the previous financial year.

Other expenses decreased by S$0.4 million, from S$17.9 million to S$17.5 million, mainly due to the following:

- the absence of one-time IPO expenses of S$1.2 million incurred in the previous financial year.
- a decrease in repair and maintenance costs by S$0.3 million.

These reductions were offset by increases in lease expenses related to variable rental and short-term leases by S$0.4 million, cleaning fees by S$0.3 million, transaction and service charges by S$0.3 million, and other expenses by S$0.1 million.

Finance costs increased by S$0.1 million, from S$1.3 million to S$1.4 million, due to higher interest expenses on lease liabilities for new and renewed outlets.

Profit before income tax increased by S$3.5 million, from S$2.1 million to S$5.6 million, as a result of revenue growth and a moderate increase in costs and expenses.

The Food Court Business segment recorded a rise in profit before income tax from S$0.5 million to S$2.1 million, primarily due to increased customer traffic. The F&B Operations Business experienced a decline in profit before income tax from S$3.4 million to S$2.7 million, mainly due to substantial initial investments in new store openings and higher maintenance and renovation expenses. The Franchise Business segment saw an increase in profit before income tax from S$2.4 million to S$3.8 million, driven by incremental revenue from new and existing outlets and lower depreciation expenses. The loss from other segments decreased by S$1.1 million, mainly due to the absence of one-off IPO and related expenses of S$1.2 million incurred in the previous financial year.

STATEMENT OF FINANCIAL POSITION

As at 31 December 2024, the Group's non-current assets amounted to S$27.8 million, representing approximately 51.1% of total assets. These primarily comprise property, plant and equipment, and intangible assets. Property, plant and equipment stood at S$27.3 million, accounting for 98.5% of total non-current assets, and mainly consist of cold room and equipment, computers, furniture and fittings, leasehold property, motor vehicles, office equipment, renovations, and food stalls. The increase of S$3.1 million from the previous financial year was primarily due to the recognition of additional right-of-use assets for new and renewed leases amounting to S$9.8 million, partially offset by depreciation expenses of S$7.0 million.

The Group's current assets stood at S$26.6 million, accounting for approximately 48.9% of total assets. Cash and bank balances increased by S$4.1 million to S$21.3 million, mainly due to net cash generated from operating activities of S$17.5 million, offset by capital expenditures of S$2.7 million, dividend payments of S$2.6 million, bank borrowings and lease liabilities repayments of S$7.0 million, and interest expenses of S$1.4 million.

Trade and other receivables amounted to S$4.3 million, representing 16.1% of total current assets, and primarily consist of refundable deposits placed with landlords for rental of outlets.

Non-current liabilities stood at S$17.4 million, representing 50.0% of total liabilities. Non-current lease liabilities amounted to S$15.8 million, accounting for 90.4% of total non-current liabilities. Total lease liabilities increased by S$3.0 million due to the recognition of additional lease liabilities of S$9.8 million, offset by lease repayments of S$6.8 million.

Current liabilities amounted to S$17.4 million, representing 50.0% of total liabilities. Trade and other payables stood at S$6.3 million, representing 36.3% of total current liabilities. Current lease liabilities amounted to S$7.6 million, accounting for 43.5% of total current liabilities.

STATEMENT OF CASH FLOWS

For the financial year ended 31 December 2024, the Group generated net cash from operating activities of S$17.5 million, resulting from operating profit before reinvestment in working capital of S$16.4 million, adjusted for working capital inflows of S$1.4 million and income tax paid of S$0.3 million. The net cash inflow from working capital was mainly due to a decrease in trade and other receivables by S$0.5 million and an increase in trade and other payables by S$0.8 million.

Net cash used in investing activities amounted to S$2.3 million, primarily due to capital expenditures of S$2.7 million, partially offset by interest income of S$0.1 million and proceeds from the disposal of property, plant and equipment amounting to S$0.3 million.

Net cash used in financing activities was S$11.1 million, primarily due to repayments of lease liabilities and borrowings, dividend payments, and interest expenses.

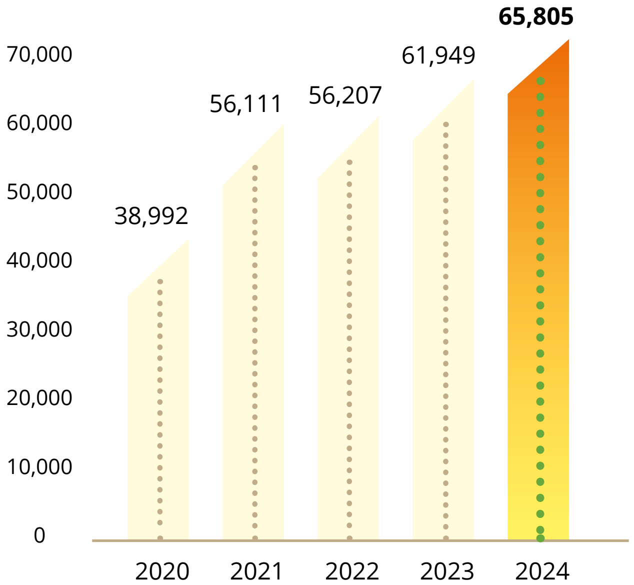
As at 31 December 2024, the Group's cash and bank balances stood at S$21.3 million.

FINANCIAL HIGHLIGHTS

FINANCIAL PERFORMANCE

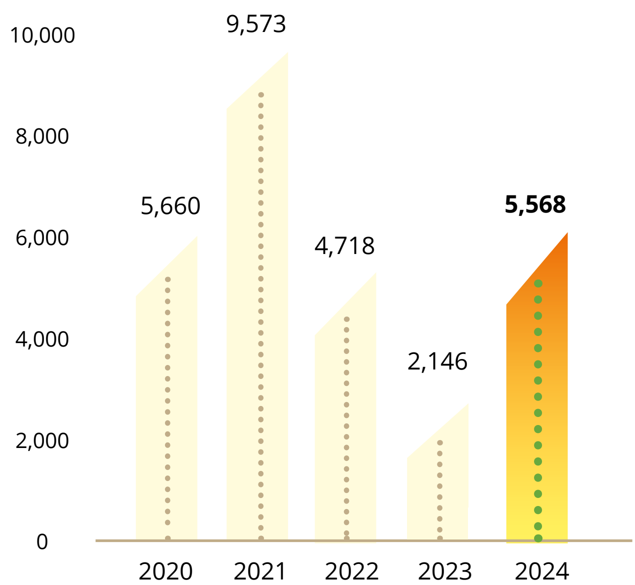
GROUP REVENUE

S$'000



GROUP PROFIT BEFORE TAX

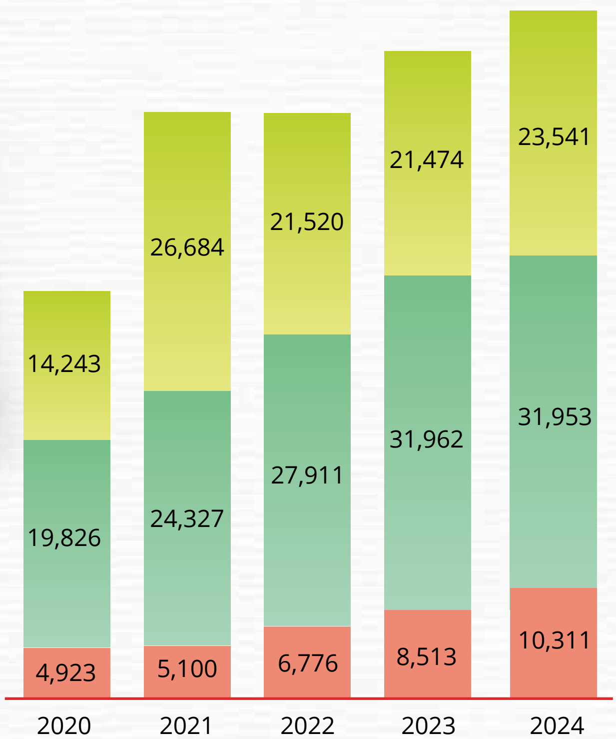
S$'000



REVENUE BY BUSINESS SEGMENT

S$'000

FRANCHISE BUSINESS	23,541
F&B OPERATIONS BUSINESS	31,953
FOOD COURT BUSINESS	10,311



FINANCIAL HIGHLIGHTS

FINANCIAL POSITION

	2020	2021	2022	2023	2024
	S$'000	S$'000	S$'000	S$'000	**S$'000**
Total assets	29,927	31,825	29,493	47,518	**54,350**
Total liabilities	21,701	15,435	24,449	30,149	**34,869**
Equity attributable to owners of the Company	7,887	15,853	4,803	17,404	**19,550**
Cash and cash equivalents	9,804	13,601	4,659	17,202	**21,293**

CASH FLOWS

	2020	2021	2022	2023	2024
Net cash provided by operating activities	10,535	15,634	11,627	12,901	**17,494**
Net cash used in investing activities	(1,586)	(1,709)	(1,057)	(2,467)	**(2,312)**
Net cash used in financing activities	(5,800)	(10,128)	(19,512)	2,109	**(11,092)**

PER SHARE INFORMATION

	2020	2021	2022	2023	2024
Earnings per share (cents)	1.39	2.51	1.21	0.33	**1.12**
Net asset value per share (cents)	2.22	4.47	1.35	4.09	**4.58**

BOARD OF DIRECTORS

Mr. Seah Boon Lock

Founder, Executive Chairman and Executive Director

Mr. Seah Qin Quan

CEO and Executive Director

Mr. Seah Boon Lock has more than 30 years of entrepreneurial experience in the F&B industry. He is responsible for the overall strategic direction and expansion plans for the growth and development of our Group.

In around 1987, Mr. Seah Boon Lock ventured out on his own to operate a duck rice stall at a coffee shop in Yishun, under the name of "Yu Kee Duck Rice". On 13 December 1995, together with our Chief Administrative Officer Ms. Wee Lay Teng, Mr. Seah Boon Lock registered a partnership under the name Yew Kee Duck and Noodle House and, on 22 July 2002, incorporated our subsidiary, Yew Kee Duck and Noodle House, then known as Yu Kee Duck and Noodle House. Since the inception of our Group, Mr. Seah Boon Lock, together with our Chief Administrative Officer, Ms. Wee Lay Teng, has overseen the growth and development of our Group to reach our current operational scale of 47 Food Outlets, four (4) food courts, and 30 CHICHA San Chen tea shops in Singapore.

Mr. Seah Qin Quan serves as Group CEO for our organization, overseeing the operations of each department. He joined our Group as an Executive Director in 2015 and has brought extensive experience in the food and beverage industry.

Mr. Seah Qin Quan is a graduate of Republic Polytechnic, where he earned a Diploma in Civil Aviation in 2013. He then went on to pursue a career in the food industry, where he built a strong reputation as a visionary entrepreneur.

Mr. Seah Qin Quan has a strong vision for the future of Singaporean cuisine. His ultimate goal is to make braised duck rice a signature dish that represents the rich culinary heritage of Singapore. Mr. Seah Qin Quan has been able to make significant progress toward achieving his vision. He has launched several successful ventures that have helped to promote and preserve traditional Singaporean cuisine.

My Kampung is a distinctive food court model that was created in 2017 to meet the rising demand for halal food options in Singapore.

Mr. Seah Qin Quan recognized the opportunity to provide a space that would serve the best of Singaporean cuisine that is halal-certified.

PastaGo, on the other hand, was founded to target a younger audience with its fresh pasta offerings. The brand has been successful in attracting a new generation of customers who appreciate quality, authenticity, and innovation.

In addition to his business ventures, Mr. Seah Qin Quan is also actively involved in preserving Singapore's hawker heritage culture. He has participated in various hawker programs and initiatives, working towards keeping the traditional hawker food culture alive. In recognition of his contributions, Yew Kew Duck Rice was awarded the Hawker Heritage Award.

Mr. Seah Qin Quan's leadership and vision have been instrumental in driving our Group's success. With his expertise, we have been able to expand our business and reach new heights of excellence in the food and beverage industry.

BOARD OF DIRECTORS

Mr. James Wong

Lead Independent Director

Mr. James Wong was the Group Financial Controller of Bonvest Holdings from June 1980 to October 1989, overseeing financial and corporate matters. Mr. James Wong was then Executive Director of his own general trading business, Santisco Pte. Ltd., from March 1991 to July 2000. He joined F&B firm Super Group Ltd. at first as General Manager of corporate finance from October 1997 and was appointed as an Executive Director of Super Group Ltd. in August 1999, a position which he held until September 2020, where he oversaw finance and corporate matters.

Mr. James Wong is currently a Financial Consultant at Fundamental Foods Pte Ltd, a role he has held since November 2020. He obtained a Bachelor of Commerce in Accountancy from Nanyang University in 1979.

Mr. Ng Hong Whee

Independent Director

Mr. Ng Hong Whee was the Chief Executive Officer and Executive Chairman of Sincap Group Limited, a company listed on Catalist from July 2011 to July 2015, and redesignated as the President of China operations of the Sincap Group Limited until November 2015.

Mr. Ng Hong Whee was an Independent Director of Spackman Entertainment Group from June 2014 to July 2022. He was the Business Development and Financial Director of Southern Angels Pte. Ltd., a manufacturer of surimi in Indonesia from 2004 to July 2011.

Mr. Ng Hong Whee is currently an Independent Director of LS 2 Holdings Limited, a company listed on SGX-Catalist. He was served as Non-Executive and Non-Independent Director of Imperium Crown Limited (formerly known as Communication Design International Limited) from May 2014 to October 2015, a company listed on the Catalist Board of the SGX-ST.

Mr. Ng Hong Whee joined Tan Kian Tin & Co. (a Certified Public Accounting firm) as an Audit Supervisor in October 1999, and was gradually promoted to an audit manager in 2001, a position he held until February 2012 and continued as a consultant until April 2012. Prior to this, he worked as an audit trainee and was gradually promoted to an audit senior in Ng Lee & Associates (a Certified Public Accounting firm).

Mr. Douglas Koh

Independent Director

Mr. Douglas Koh was a practising lawyer for more than 20 years specialising in equity capital markets and corporate governance. His former firms include Virtus Law LLP, CNPLaw LLP (formerly known as Colin Ng & Partners LLP), Harry Elias Partnership LLP and Drew & Napier LLC.

Prior to returning to Singapore to be a lawyer, Mr. Douglas Koh was working with an internet services company and a manufacturing company in the People's Republic of China.

Mr. Douglas Koh graduated from the National University of Singapore in 1992 with a Bachelor of Laws and is admitted as an advocate and solicitor of the Supreme Court of Singapore. Mr. Douglas Koh is currently an Independent Director of Asiatic Group (Holdings) Limited, a company listed on SGX-Catalist. Mr. Douglas Koh was also an Independent Director of Mainboard-listed LCT Holdings Limited from December 2019 until its delisting in December 2020 and Mainboard-listed New Silkroutes Group Limited (formerly known as Digiland International Limited) from November 2013 to March 2015.

SENIOR MANAGEMENT

Ms. Wee Lay Teng

Chief Administrative Officer

Mr. Eric Seow

Chief Operating Officer

Ms. Wee Lay Teng has more than 30 years of entrepreneurial experience in the F&B industry. She is responsible for the overall administration of our Group, including human resources, operations and marketing matters.

On 13 December 1995, together with our founder, Executive Chairman and Executive Director, Mr. Seah Boon Lock, Ms. Wee Lay Teng registered a partnership under the name Yew Kee Duck and Noodle House and, on 22 July 2002, incorporated our subsidiary, Yew Kee Duck and Noodle House, then known as Yu Kee Duck and Noodle House. Since inception of our Group, Ms. Wee Lay Teng, together with our founder, Executive Chairman and Executive Director, Mr. Seah Boon Lock, has overseen the growth and development of our Group to reach our current operational scale of 47 Food Outlets, four (4) food courts, and 30 CHICHA San Chen tea shops in Singapore.

Ms. Wee Lay Teng obtained her GCE O-Level certificate from Upper Thomson Secondary School in 1983 and a Diploma in Typewriting, Bookkeeping and Office Practice from the Singapore Institute of Commerce in July 1984. Prior to joining our Group, Ms. Wee Lay Teng was a general administrative personnel at import and export company United Agency Pte. Ltd. from 1986 to 1993 where she was responsible for general administrative duties.

Mr. Eric Seow is responsible for the operations and development of our Group, and has more than 20 years of experience in the F&B industry. Mr. Eric Seow joined our Group in November 2018 as head of operations.

Prior to joining our Group, Mr. Eric Seow was an Operations Manager of its food court division at Koufu Pte. Ltd from August 2011 to October 2018, overseeing its food court operations both locally and overseas in Macau and leading a team of three (3) area managers responsible for 21 food courts.

Mr. Eric Seow graduated from Ngee Ann Polytechnic in 1994 with a Diploma in Electrical Engineering and began his career with in December 1997 with Provision Management & Supplies as a sales supervisor, leading a team of salesmen and running 90 provision shops. From January 2001 to July 2011, Mr. Eric Seow ran his own business under the business name Hong Leong Restaurant under which he operated two (2) coffeeshops.

SENIOR MANAGEMENT

Mr. Benjamin Zhu

Group Financial Controller

Mr. Benjamin Zhu is responsible for the overall financial management and reporting and internal control matters of our Group and has more than 20 years of audit and finance experience.

Prior to joining our Group in April 2022, Mr. Benjamin Zhu was a Finance Manager at CSFG (Singapore) Pte Ltd from January 2020 to March 2022, a firm dealing in investments in bonds and structured financial products, where he was responsible for the overall Financial Management and reporting and internal control matters of the firm. From April 2018 to January 2020, Mr. Benjamin Zhu was a Finance Manager at commodities trading firm Shandong Hi-Speed (Singapore) Pte Ltd, where he oversaw the overall financial management and reporting and internal control matters of the firm.

Mr. Benjamin Zhu began his career as a financial analyst with Shanghai Fuhua Glass Co., Ltd in July 1998, overseeing costing and quotation of products. In December 2002, Mr. Benjamin Zhu joined accounting and advisory firm RSM Chio Lim LLP as an audit assistant, and was gradually promoted to an audit senior manager in 2010, a role which he held until June 2013. Between August 2013 and April 2018, he was a finance and risk control manager for Singapore Long Sing International Pte Ltd, a commodities trading firm where he was responsible for the overall financial management and reporting and internal control matters of the firm.

Mr. Benjamin Zhu graduated from Fudan University in 1998 with a Bachelor of Economics in Accounting and was admitted as a fellow of the Association of Chartered Certified Accountants (United Kingdom) in 2011 and qualified as a chartered accountant of Singapore with the Institute of Singapore Chartered Accountants in 2013.

Ms. Seah Kun Miao

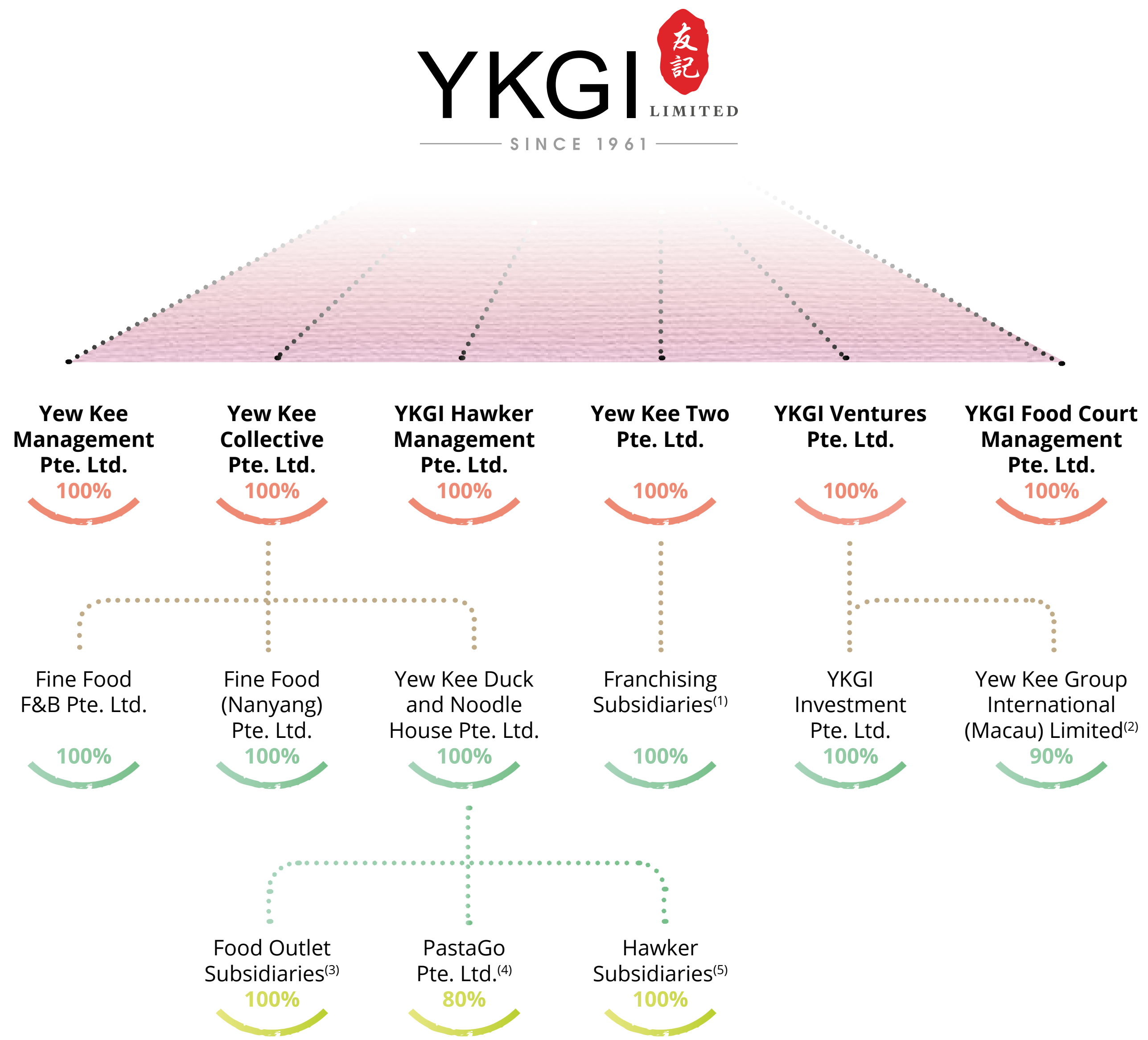
Chief Marketing Officer

Ms. Seah Kun Miao oversees brand management, integrated marketing campaigns, new product launches and business growth channels, among others, for our Group. Ms. Seah Kun Miao spearheaded the initiative to secure the Master Franchise Agreement with Fang Yuan, to operate our CHICHA San Chen tea shops, on behalf of our Group.

Prior to joining our Group as a Marketing Manager in January 2018, Ms. Seah Kun Miao was an ad strategist with Kobe Global Technologies Pte Ltd, an influencer marketing agency, where she developed creative strategies, liaised with influencers and clients and conducted research and copywriting, among others.

Ms. Seah Kun Miao graduated from Nanyang Polytechnic with a Diploma in Marketing in 2014 and was awarded a higher Diploma in Hotel and Hospitality Management by the Business and Hotel Management School in Lucerne, Switzerland ("**BHMS**") in 2015. Ms. Seah Kun Miao also holds a Bachelor of Arts in Hotel and Hospitality Management from BHMS in conjunction with Robert Gordon University, which she obtained in 2016.

GROUP STRUCTURE



Notes:

(1) All the franchising subsidiary corporations had been struck off as at 31 December 2024 except for EASTCC Pte. Ltd., WSCC Pte. Ltd. and NTUCC Pte. Ltd. All of these entities have ceased operations since the financial year ended 31 December 2023.

(2) The remaining 10.0% of Yew Kee Group International (Macau) is held by Hachioji Trading Limited, an unrelated third party.

(3) The Food Outlet subsidiaries are: Yew Kee Three, Ubi 179 Food House, 108 Sembawang, Punggol WP83, 102CR Food, YK Food (One), YK Food (Two), YK Food (Three), YK Food (Four), YK Food (Five) and Yew Kee Bakery.

(4) The remaining 20.0% of PastaGo is held by Mr. Lim Ang Kuan, Edwin, an unrelated third party.

(5) The Hawker subsidiaries comprise SM30 Simei, 207 (Duck Rice), 10 (XO Noodle), 480 Local Delight, Admiralty Local Delight, 51 Hougang, 2 Bukit Panjang and Ying's Traditional Food.

(6) The chart above shows YKGI's Group Structure as at 31 December 2024.

SUSTAINABILITY REPORT 2024

SUSTAINABILITY REPORT

MESSAGE FROM THE BOARD

DEAR STAKEHOLDERS

On behalf of the Board of Directors (the "**Board**"), I am pleased to present YKGI Limited's ("**YKGI**" or the "**Company**", and together with its subsidiaries, the "**Group**") third annual Sustainability Report (the "**Report**") for the financial year ended 31 December 2024 ("**FY2024**"). We are committed to ensuring that sustainability issues are thoroughly addressed within our business operations. The Board has considered sustainability in our business strategy, determined material ESG factors, and oversees their management.

Sustainability reporting continues to grow in importance, driven by stakeholder expectations and the increasing availability of data on economic, environmental, social, and governance ("**EESG**") issues. These factors are becoming essential in shaping business strategies, enhancing reputations, and securing long-term success by attracting both talent and investment. As a Group, we remain steadfast in our commitment to not only meet these expectations but to exceed them through meaningful action and transparent communication.

Building on our previous year's adoption of the Task Force for Climate-related Financial Disclosures ("**TCFD**") framework, FY2024 marks the second year of this pivotal journey. Over the past year, we have deepened our climate-related analyses, conducted our first round of scenario planning, and taken measurable steps to align our business strategies with global sustainability imperatives. These initiatives are detailed in the Report, alongside updates to our road map toward fully meeting the TCFD recommendations. We remain committed to achieving this goal by FY2025, with a continued focus on phased, impactful progress.

The challenges posed by climate change, including heat-related risks to workers, unstable crop yields, and growing water scarcity in key production regions, remain significant for the Food and Beverage ("**F&B**") industry. In response, YKGI is intensifying its efforts to build resilience and adapt dynamically to this increasingly volatile landscape. By focusing on innovation, resource efficiency, and partnerships across our value chain, we aim to mitigate risks while creating new opportunities for growth.

The collective effort of our stakeholders—including employees, customers, and suppliers—has been vital in driving our progress. Together with the guidance of the Board and Senior Management, we are well-positioned to navigate the evolving complexities of sustainability and unlock the potential for long-term value creation. Thank you for your continued trust and collaboration as we move forward on this important journey.

MR. SEAH BOON LOCK
Founder and Executive Chairman

SUSTAINABILITY REPORT

ABOUT THIS REPORT

REPORTING SCOPE AND BOUNDARY

This Report covers the full scope of YKGI's operations, with a focus on our three key business segments of F&B Operations, Franchise, and Food Court from 1 January 2024 to 31 December 2024. We have included one new CHICHA San Chen outlet in Macau which commenced operation on 1 October 2024. Please refer to page 18 of the complete Group Structure as of 31 December 2024.

REPORTING FRAMEWORK

This Report has been prepared with reference to the Global Reporting Initiative ("**GRI**") Standards and the Task Force for Climate-related Financial Disclosures ("**TCFD**") framework. We have used the GRI Standards as it provides comprehensive guidance for preparing sustainability reports that are accurate, reliable, comparable across time, and decision-useful for our stakeholders. Meanwhile, our use of the TCFD framework commenced this year in line with the Singapore Exchange Securities Trading Limited's ("**SGX-ST**" or "**SGX**") mandatory climate reporting rules for companies in the food industry. We have adopted a phased approach to climate reporting and will become progressively more compliant with the TCFD recommendations over the ensuing reporting periods. The GRI and TCFD Content Indexes can be found at the end of this report.

This Report adheres to the SGX-ST Rules 711A and 711B, as well as the guidelines outlined in Practice Note 7F of Listing Manual Section B: Rules of the Catalist of the SGX-ST on the six primary components of a sustainability report on a "comply or explain" basis. Additionally, this Report also references the United Nations Sustainable Development Goals ("**UNSDGs**") where relevant to our business.

ASSURANCE

This report has not been externally assured. However, our internal auditors, BDO LLP has reviewed our sustainability reporting policies, processes, and controls. We have addressed their recommendations to ensure data accuracy. The information and data presented herein has been reported in good faith and to the best of our knowledge, with their accuracy ensured by internal monitoring and verification processes. Nevertheless, as we progress in our sustainability management and reporting capabilities, we will consider obtaining external assurance for future sustainability reports.

FEEDBACK

We value the feedback of our stakeholders and recognise that their views can aid us in improving our sustainability performance. Should you have comments or suggestions on this Report or any of our sustainability practices, initiatives, or goals, please contact us at info@ykgi.com.sg or marketing@ykgi.com.sg.

SUSTAINABILITY REPORT

ORGANISATIONAL PROFILE

OUR VALUE CHAIN

YKGI's value chain forms the foundation of our core operations and business success, built on essential relationships that drive our growth. Upstream, we work closely with carefully vetted suppliers selected by our procurement team. This ensures that we secure high-quality, cost-effective ingredients and products for our F&B offerings. Downstream, our customers' loyalty and patronage play a pivotal role in fuelling our progress.

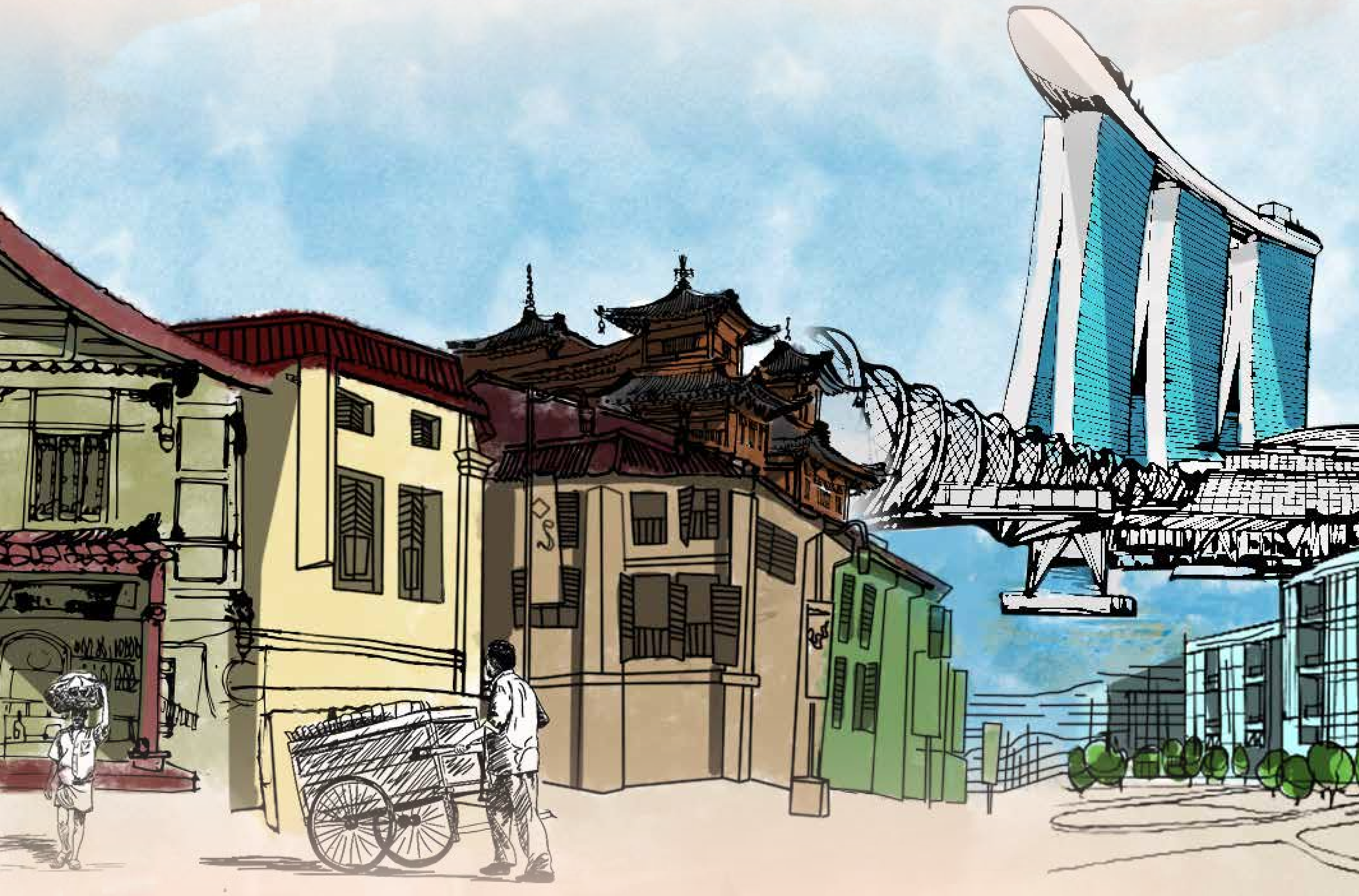
Supporting these efforts are strategic partnerships with banks, legal and professional entities, and internal and external auditors. We also collaborate closely with our SGX Catalist Board Sponsor. These partnerships help ensure operational efficiency, uphold transparency and integrity, and reinforce our commitment to sustainability. Above all, they safeguard stakeholder interests.

Mission

To relentlessly fulfil ever-changing demands. At the same time to tantalise the taste buds of our customers and placing a lasting smile on their faces.

Vision

To be Asia's leading food and beverage group with the most diversified portfolio of brands and concepts.



SUSTAINABILITY APPROACH

STAKEHOLDER ENGAGEMENT

At YKGI, we recognise the importance of engaging with our stakeholders to better understand their concerns. This engagement helps ensure that their input plays a crucial role in shaping our sustainability goals and initiatives. Our key stakeholders include those whose interests are significantly impacted by our activities, as well as those whose actions can influence our operations.

Through ongoing engagement, we aim to build transparency and trust. We also strive to foster collaboration in addressing the EESG challenges faced not only by our group but also by the broader F&B industry.

The following table highlights our key stakeholders, the engagement platforms we use to interact with them, as well as their main issues of concern:

Stakeholder	Engagement Platforms	Issues of Concern
Employees and Workers	• Regular dialogues • Briefings • Team bonding events • Service appraisal and staff recognition	• Employee retention and wellbeing • Occupational health and safety • Promoting human rights and inclusion
Consumers	• Daily interactions at stores • Customer surveys/reviews • Advertisement and media campaigns • Online interactions	• Quality of customer service • Consistency of food quality
Suppliers	• Calls and email correspondence • Supplier evaluation • Supplier management	• Maintenance of food standards • Consistency and quality of suppliers' products • Resilience of supply networks to disruption
Business Partners	• Daily interactions at stores • Review of customer feedback • Interactions through traditional and digital media	• Depth of customer service training • Rigor of food safety systems
Communities	• Periodic employee volunteerism • Periodic community sponsorships	• Extent of employee's outreach and involvement
Government and Regulators	• Monthly spot checks by internal quality control officers across all outlets and the Central Kitchen • Periodic training and seminars to raise awareness of regulatory requirements and to ensure compliance	• Maintenance of quality and hygiene standards • Robustness of quality control regimes
Shareholders and Financiers	• Annual reports • Annual general meeting • Corporate website and communications	• Financial performance and the future direction of the Company • Operational efficiency and corporate strategy

SUSTAINABILITY REPORT

SUSTAINABILITY APPROACH

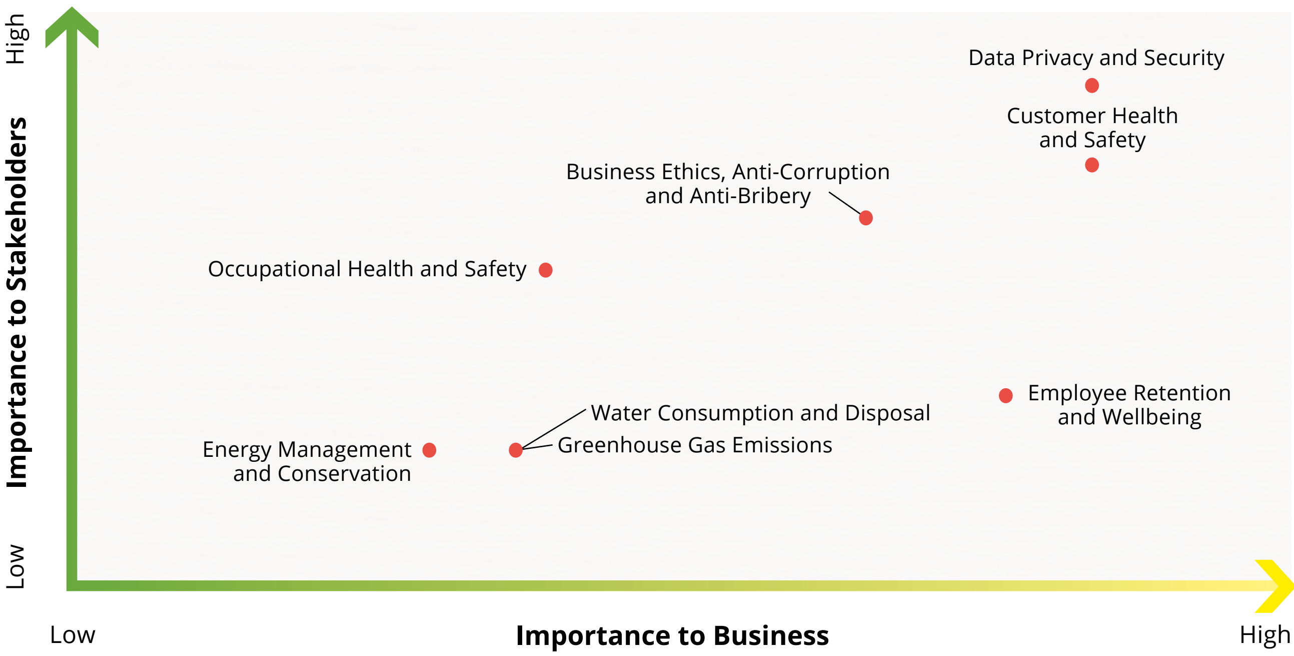
MATERIALITY ASSESSMENT

To determine our material topics, we began by reviewing key issues identified by peers within the F&B industry. We also considered topics highlighted by Morgan Stanley Capital International ("**MSCI**") and the Sustainability Accounting Standards Board ("**SASB**"). In FY2024, we have considered the material topics from FY2023 and determined that they are still relevant to the Group.

Next, we conducted an internal prioritisation process. Representatives from various stakeholder groups participated by assessing and ranking potential topics based on their importance to both our stakeholders and our business.

The findings of this process are presented in the Group's Materiality Matrix below:

Materiality Matrix



Following careful consideration of stakeholders' feedback, the perspectives of the Group's management and Board of Directors, and the UNSDGs, we have revised our materiality assessment. Customer Satisfaction and Retention, Corporate Governance, Product Nutrition and Quality, and Promoting Human Rights and Inclusion are no longer considered material topics. Our refined material topics now focus on the following key topics:

Material Topic	Impact	Management Approach	UNSDG Mapping
Data Privacy and Security	Inadequate data privacy measures risks compromising customer trust and integrity, potentially damaging our reputation and undermining social and governance sustainability. Conversely, implementing robust protocols enhances trust, promotes a sustainable environment, and contributes positively to social and governance factors.	Adopting a proactive and comprehensive management approach that includes continuous assessments, employee training, and technological advancements to ensure robust data privacy and security aligned with sustainability goals. The Group has also put in place a personal data protection policy to protect personal data and confidential information.	

SUSTAINABILITY REPORT

SUSTAINABILITY APPROACH

Material Topic	Impact	Management Approach	UNSDG Mapping
Customer Health and Safety	Potential negative impacts include health risks, legal consequences, loss of trust, and reputational damage. However, prioritising safety foster transparency and recovery.	We ensure customer well-being through quality control, adherence to regulations, employee training, crisis response, and transparent communication. Negative impacts are managed through quality assurance, nutritional transparency, and consumer engagement.	3 GOOD HEALTH AND WELL-BEING
Business Ethics, Anti-Corruption and Anti-Bribery	Potential negative impacts encompass reputational damage and legal issues, while positive aspects involve having an ethical reputation, improved employee morale, and positive differentiation from market competitors.	We maintain ethics through a code of conduct, training, whistleblowing protection, and transparency. Positive impacts are facilitated through stakeholder engagement and a commitment to continuous improvement.	16 PEACE, JUSTICE AND STRONG INSTITUTIONS
Employee Retention and Wellbeing	Negative effects are staff turnover and legal risks. However, proactive action can enhance awareness and lead to better human resources policies, bolstering our competitiveness.	We foster employee satisfaction via feedback, recognition, wellness programmes, and career growth. Positive impacts that have been accrued include wellness initiatives, flexible work options, and a healthy work environment.	3 GOOD HEALTH AND WELL-BEING
Occupational Health and Safety	Issues include injuries and legal consequences, but proactive efforts can lead to a safety-first culture and safer work environment.	Incident reporting and investigations, emergency plans, and regular inspections ensure safety. Positive impacts are facilitated through conducting comprehensive training, safety leadership, and hazard identification.	8 DECENT WORK AND ECONOMIC GROWTH
Water Consumption and Disposal	Challenges involve brand damage, but positive impacts include improved water efficiency and having an environmentally friendly reputation.	Proactive measures include water audits, efficiency, and recycling programmes. Positive impacts involve waste reduction and community engagement.	6 CLEAN WATER AND SANITATION
Greenhouse Gas Emissions	Negative impacts include environmental harm and reputational damage. However, addressing this issue effectively can lead to fuel and energy sustainability, and the possibility of cost savings.	Emission inventory, energy efficiency, sustainable practices, and transparent reporting can result in a lower emissions footprint. Positive impacts involve energy efficiency and innovation.	13 CLIMATE ACTION
Energy Management and Conservation	Drawbacks include higher operational costs and resource depletion, although these can serve as a catalyst for cost savings and innovation.	Energy audits, monitoring, and operational changes can improve energy efficiency. Positive impacts are facilitated by adopting greater LED lighting and having more energy efficient equipment.	7 AFFORDABLE AND CLEAN ENERGY

SUSTAINABILITY REPORT

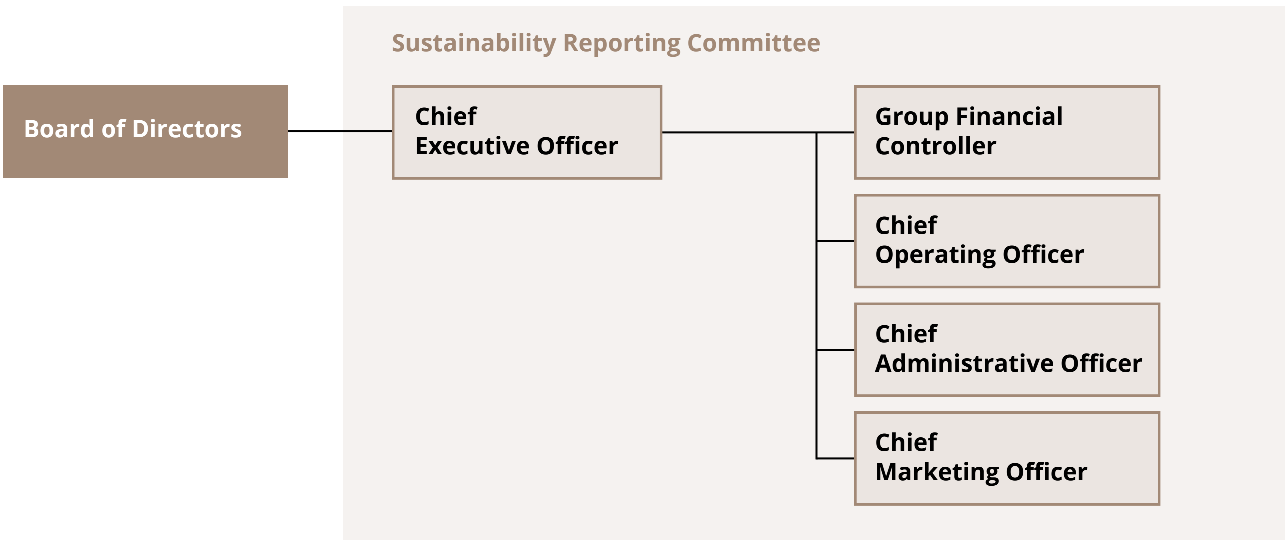
SUSTAINABILITY APPROACH

SUSTAINABILITY GOVERNANCE

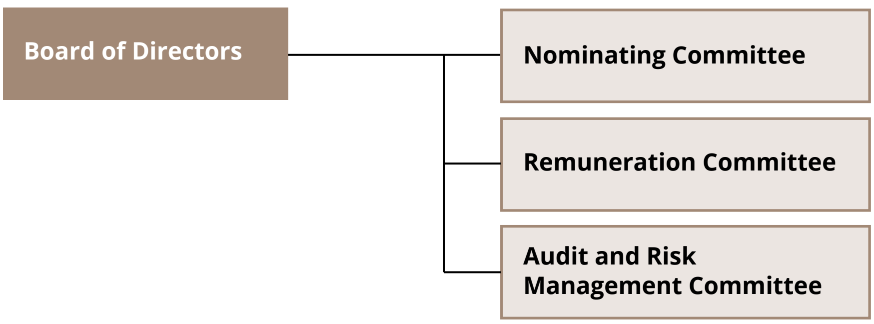
To effectively manage our material topics and achieve sustainability goals, YKGI is committed to integrating sustainability within our governance structure. The Board of Directors holds ultimate responsibility for overseeing the Group's sustainability governance, including climate-related matters. They ensure that our sustainability and climate strategies align with our objectives and provide guidance on achieving these goals. Additionally, all Board members have completed the mandatory sustainability training required for directors of listed companies by SGX.

Supporting the Board is the Sustainability Reporting Committee ("**SRC**"), comprising senior management executives and led by our Chief Executive Officer ("**CEO**"). The SRC is responsible for implementing the Group's sustainability strategy. In collaboration with the Board, the SRC develops YKGI's sustainability approach, establishes relevant goals and metrics, and evaluates the significance of sustainability issues to the Group.

To ensure alignment and accountability, the SRC formally updates the Board on its progress and initiatives at least once a year. YKGI's sustainability governance structure and the committees under the Board of Directors is illustrated in the diagram below:



Supported by Heads of Department
(Finance, Production, Operations, Marketing, Information Technology, Procurement, and Human Resources)



For more detailed information on the Board, its composition, nomination, and remuneration policies, please refer to the Corporate Governance section of our Annual Report for FY2024.

BUSINESS ETHICS AND ANTI-CORRUPTION

We recognise that strong corporate governance and high business ethics are essential for protecting our reputation and safeguarding stakeholder interests, especially in the areas of upholding integrity and addressing issues like corruption and bribery. To reinforce our commitment, we have established the following policies: (1) Board-Level Oversight and Guidance on Responsible Business Conduct, and (2) Code of Conduct and Whistleblowing Policy.

BOARD-LEVEL OVERSIGHT AND ADVICE ON RESPONSIBLE BUSINESS CONDUCT

Anti-corruption policies and procedures have been communicated to, and related training conducted for, all governance body members, permanent and temporary staff (including senior and middle management), and business partners.

During business operations, employees and stakeholders may encounter situations that standard communication channels or existing responsible business conduct policies cannot adequately address. In such cases, they can seek assistance from Mr. Wong Fook Sung ("**Mr. James Wong**" or "**Mr. Wong"**), the Group's Lead Independent Director and Chairman of the Audit and Risk Management Committee ("**ARMC**"). As the designated point of contact for implementing the Group's responsible business policies, Mr. Wong is readily available to provide advice and support whenever needed. Mr. Wong can be contacted at AC@YKGI.COM.SG.

CODE OF CONDUCT AND WHISTLEBLOWING POLICY

In FY2024, YKGI remains committed to the highest standards of ethical conduct and business integrity. We foster a culture of responsibility, ensuring all employees adhere to laws, regulations, and our Code of Conduct (the "**Code**"). This Code defines the ethical and professional standards expected across the Group and reinforces our zero-tolerance policy against malpractice, misconduct, or legal violations. These principles are clearly communicated to all employees and governance members.

Critical concerns are communicated to the highest governance body, the Board of Directors, through formal channels to ensure timely and transparent decision-making. These processes include:

- **Regular Reporting**: Senior management presents periodic updates during board meetings, supported by detailed reports outlining critical concerns, potential impacts, and mitigation strategies.
- **Incident Escalation Protocols**: Urgent or unforeseen issues are escalated through a predefined chain of command, ensuring prompt board notification, often via direct communication from the CEO or relevant committees (e.g., Risk Management or SRC).
- **Dedicated Committees**: Issues related to sustainability, ethics, or compliance are first reviewed by specialised board committees before presentation to the full board.
- **Stakeholder Feedback**: Concerns raised by employees, customers, or regulatory bodies are summarised and communicated to the board through stakeholder engagement reviews or annual strategy discussions.

Our Whistleblowing Policy plays a vital role in supporting ethical business practices. It provides employees and stakeholders with a secure and confidential channel to report any instances of professional or legal misconduct without fear of retaliation. Reports can be submitted to AC@YKGI.COM.SG, which directs all concerns to our ARMC Chairman.

BUSINESS ETHICS AND ANTI-CORRUPTION

All reports received are thoroughly and independently investigated by the ARMC. When misconduct is confirmed, the ARMC works closely with the Board to enforce appropriate disciplinary actions. Additionally, corrective measures are implemented to enhance internal controls and strengthen risk management systems.

CONFLICTS OF INTEREST

YKGI is committed to upholding the highest standards of integrity and transparency in corporate governance. To prevent conflicts of interest and ensure objective decision-making, we have established a Conflict of Interest ("**COI**") Policy that defines conflicts, outlines acceptable practices, and sets clear procedures for disclosure and mitigation.

Our COI policy provides a structured framework for identifying, disclosing, and addressing potential conflicts. It ensures that all employees, directors, and key stakeholders act in the Company's best interests while maintaining compliance with regulatory requirements. Key areas of the COI policy include:

- We adhere to the SGX Listing Rules and Corporate Governance Code to ensure compliance with all relevant regulations;
- Directors' disclosure on direct or indirect interests, including personal, financial, or professional relationships that could create a conflict with the Group's objectives;
- Robust mechanisms such as periodic reviews, self-declaration forms, and continuous monitoring of relationships and transactions; Directors facing an actual or potential conflict of interest must abstain from participating in discussions or voting on related matters. For significant conflicts, the Board of Directors may engage independent third-party advisors to assess the situation and provide objective recommendations; and
- Regular training sessions are conducted to educate employees and directors on identifying and managing conflicts of interest.

By implementing these measures, YKGI reinforces its commitment to ethical business practices, ensuring that all decisions are made in the best interests of the company and its stakeholders.

We are pleased to report that no incidents of corruption or professional misconduct were reported during FY2024, and we did not receive any whistleblowing reports during this period. As we move into FY2025, we remain committed to maintaining our strong track record of ethical conduct and will continue to review our responsible business and whistleblowing policies to ensure they evolve in line with emerging best practices and industry standards.

ENERGY MANAGEMENT AND CONSERVATION

At YKGI, we recognise the vital connection between our environmental impact and energy consumption. As part of our sustainability commitment, we are dedicated to improving energy efficiency and minimising our reliance on non-renewable energy sources whenever possible. Currently, our primary energy sources are fossil fuels and electricity purchased from Singapore's grid. These energy sources power various operations, including cooking appliances, vehicles, refrigeration, and air conditioning systems.

Our energy management approach is based on a detailed understanding of our energy usage, which we track through an annual review of energy bills. This process enables us to monitor consumption patterns and identify opportunities for enhancing energy efficiency. Key actions we have taken to enhance our energy conservation efforts include:

- Educating employees and workers on the importance of energy conservation.
- Promoting the practice of turning off lights and equipment when not in use.
- Optimising heating and cooling systems to maximise energy efficiency.
- Conducting regular maintenance on appliances to ensure they are functioning at peak efficiency.
- Investing in energy-efficient appliances and technologies, such as LED lighting and energy-saving kitchen equipment, to further reduce our energy footprint.

By continually refining our energy management approach, we aim to reduce our environmental impact and contribute to a more sustainable future.

ENERGY CONSUMPTION STATISTICS

The following table displays YKGI's energy consumption by type of power source and total energy consumed for FY2023 and FY2024.

In FY2024, the company observed a significant reduction in overall energy consumption, with a 26.3% decrease compared to FY2023, falling from 397,322.6 GJ to 292,904.1 GJ. Similarly, our energy intensity reduced from 6,413.70 GJ/million SGD to 4,451.09 GJ/million SGD (30.6%). This overall decrease was primarily driven by a dramatic 44.8% reduction in LPG consumption, attributable to the central kitchen's shift from LPG gas heating to electric stoves for food processing in the second half of 2023.

	FY2023[1]	FY2024
Type of Power Source	**Energy consumption in Gigajoules (GJ)**	
Gas (LPG)	211,820.5	116,851.3
Gas (Town Gas)	18,257.2	18,733.5
Gasoline	127.5	123.9
Diesel	709.6	749.8
Purchased Electricity	166,407.7	156,445.6
Total Energy Consumed	397,322.6	292,904.1

While the majority of energy sources showed a decline, Gas (Town Gas) consumption saw a slight increase of 2.6%, and Diesel consumption also rose by 5.6%. Gasoline consumption decreased marginally by 2.8%, and purchased electricity fell by 6.0%.

Using FY2022 as our baseline year, our energy management and conservation targets focus primarily on improving our energy intensity. Our goal is to achieve a 1-3% reduction over the next two years, a 15% reduction by 2030, and a 30% reduction by 2050.

We are pleased to have achieved both our short-term and medium-term goals. Moving forward, we aim to maintain or further reduce our FY2024 energy consumption levels in pursuit of our long-term 2050 target.

To maintain and expand on these improvements, we will continue moving away from fossil fuel-powered cooking equipment and increase our use of energy-efficient, electricity-powered alternatives. While our current energy supply comes entirely from third-party vendors using non-renewable energy sources, we are exploring the transition to renewable energy.

[1] FY2023 energy consumption has been restated to incorporate tenant water and electricity usage, resulting in more accurate figures.

GREENHOUSE GAS EMISSIONS

Managing greenhouse gas ("**GHG**") emissions is a critical element of our environmental performance, especially as global climate change brings significant risks such as reduced crop yields, supply chain disruptions, and increased water stress. YKGI is dedicated to actively monitoring, managing, and reducing our GHG emissions, to manage our impact on the environment. We take this responsibility seriously and ensure compliance with the Carbon Pricing Act, overseen by Singapore's National Environment Agency ("**NEA**"), by transparently reporting our emissions and implementing effective management practices.

GHG EMISSIONS STATISTICS

The following table displays YKGI's GHG emissions by activity type for FY2023 and FY2024. Our emission figures were computed using the methodologies of the GHG Protocol established by the World Resources Institute and the World Business Council for Sustainable Development. We will be working towards including Scope 3 GHG emissions in future sustainability reports.

	FY2023[2]	FY2024[3]
Emissions Type	**Amount of GHG emissions in tonnes of CO_2 equivalent (tCO_2e)**	
Scope 1[4]	10,618.73	8,269.23
Scope 2[5]	1,904.44[6]	1,793.95
Total Emissions	**12,523.17**	**10,063.18**

Following our energy reduction efforts, we also achieved a significant decrease in GHG emissions. Between FY2023 and FY2024, total emissions fell by 19.6%, and emissions intensity decreased from 202.15 tCO_2e/million SGD to 152.92 tCO_2e/million SGD (24.4% reduction). This reduction was driven by a 22.1% decrease in Scope 1 emissions (from 10,618.73 tCO_2e to 8,269.23 tCO_2e) and a 5.8% decrease in Scope 2 emissions (from 1,904.44 tCO_2e to 1,793.95 tCO_2e).

We remain committed to reducing our Scope 1 and Scope 2 emissions, as well as overall emissions intensity, with the goal of achieving measurable reductions by 2030. We plan to set specific and measurable GHG emissions targets once we have improved our climate management capabilities and developed a more detailed emissions inventory, which will include Scope 3 emissions.

In the meantime, we are focusing on actions to reduce our carbon footprint. These include enhancing energy efficiency, adopting sustainable packaging, assessing our supply chain, optimising transportation and operational processes, and collaborating with industry partners. Additionally, we are committed to raising consumer awareness and maintaining transparent reporting.

2 FY2023 emissions have been restated to reflect revised FY2023 energy consumption figures
3 FY2024 emissions include our new Macau business
4 Source: NEA Reckonable Emissions Calculator tool
5 Sources: Energy Market Authority ("**EMA**") Singapore: 0.412 $kgCO_2$/kWh https://www.ema.gov.sg/resources/singapore-energy-statistics/chapter2; CEM Macau 2023 Sustainability Report: 0.608 $kgCO_2$/kWh https://www.cem-macau.com/uploads/CEM_Sustainability_Report_2023_EN_FINAL_compressed_3ef6e99027.pdf
6 Scope 2 emissions for FY2023 have been restated to reflect the updated emission factor from EMA

WATER CONSUMPTION AND DISPOSAL

MONITORING AND MANAGING WATER CONSUMPTION

Water is vital in the F&B industry, both as an essential ingredient in our products and for cleaning purposes during production. Given the expected impacts of climate change, including unpredictable weather patterns and potential water supply challenges, we understand the need to manage water use efficiently.

At YKGI, we are committed to reducing our environmental footprint related to water. We closely monitor both our water consumption and the effluents produced by our operations. All of our water is sourced from the Public Utilities Board ("**PUB**") in Singapore. Our water usage is metered, and we track it through monthly bills from PUB. This data allows us to observe usage patterns and identify opportunities for improvement. Based on these insights, we are implementing strategies aimed at reducing our water consumption. The table below outlines our total water withdrawal, total consumption, and water intensity for FY2023 and FY2024.

Water-related Metrics	FY2023[7]	FY2024
Total Water Withdrawal (ML)	61.56	58.63
Total Water Discharged (ML)	3.52	4.15
Total Water Consumption (ML)	58.04	54.49
Water Intensity (ML/million SGD revenue)	0.99	0.90
Trade Effluent Discharged (ML)	3.52	4.15

In FY2024, we successfully reduced total water withdrawal by 4.76%, bringing it down from 61.56 ML to 58.63 ML. Similarly, total water consumption also decreased, falling by 6.12% from 58.04 ML to 54.49 ML. However, there was an increase in total water discharge, which rose by 17.9% from 3.52 ML to 4.15 ML. Water intensity decreased from 0.99 ML/million SGD to 0.90 ML/million SGD (9% reduction).

We recognise the importance of ensuring a sustainable water usage and strengthening water resilience in our operations. This is especially crucial given the potential challenges that climate change may bring to global water resources. To support this, we have taken proactive steps. These include monitoring our water usage closely, adopting water-efficient technologies where possible, and promoting water conservation practices with our employees and suppliers.

MONITORING AND MANAGING EFFLUENTS

As part of our operations, we generate wastewater in the form of trade effluents. We are committed to managing these effluents in an environmentally responsible manner and ensuring compliance with the regulations set by the PUB, particularly the Sewerage and Drainage (Trade Effluent) Regulations. Although we do not treat our trade effluents before disposal, we have obtained the confirmation from PUB that our effluents meet the required minimum standards for safe discharge into the public sewerage system.

Moving forward, we will continue to manage and dispose of our trade effluents safely, strictly adhering to all legal requirements.

[7] FY2023 water consumption figures have been restated to incorporate tenant water usage, resulting in more accurate figures

EMPLOYEES

At YKGI, we recognise that our employees are integral to our success. A motivated and engaged workforce is made of employees that feel valued, respected, and supported. To create such an environment, we are committed to fostering a workplace that is inclusive, fair, and supportive. We ensure that employees are treated equitably, receive appropriate benefits, and maintain a healthy work-life balance.

As an equal opportunity employer, we base our hiring decisions on merit and the suitability of candidates for the role, without regard to background or personal attributes. To further support our employees, we provide access to a Whistleblowing platform for reporting concerns related to discrimination or human rights violations. Any reports received are thoroughly investigated by our ARMC, and actions are taken as necessary.

In terms of benefits, all full-time employees are entitled to annual leave, sick leave, and parental leave. They also benefit from reimbursement for select healthcare expenses, workplace health and safety insurance, and Central Provident Fund ("**CPF**") contributions[8] to support their retirement savings.

To cultivate a positive work environment, we organise initiatives such as employee birthday celebrations, staff appreciation dinners, and team-building activities. Additionally, we offer flexible work options and encourage regular breaks, helping our employees manage their workloads while prioritising their physical and mental well-being.

OUR EMPLOYMENT PROFILE[9]

Between FY2023 and FY2024, our workforce composition saw a slight shift, reflecting our commitment to supporting the local workforce. Local employee numbers increased by 15.7%, aligning with government policies aimed at strengthening the local workforce and reducing reliance on foreign labour. Foreign employee numbers remained relatively stable, reducing slightly by 0.5%.

Our workforce grew across all age groups in FY2024. The most significant increase was seen in employees under 30, with a 20.3% rise. The 30-50 age group also grew by 4.1%, while the number of employees over 50 increased slightly by 0.7%. Looking at gender, the number of male employees increased by 18.4% while female employees increased by 7.4%.

	FY2023	FY2024
Breakdown of Employees by Country-source		
Local Employees	413	478
Foreign Employees	180	179
Breakdown of Employees by Gender		
Male	185	219
Female	408	438
Breakdown of Employees by Age Group		
<30	276	332
30 to 50	169	176
>50	148	149
Total No. of Employees	593	657

8 For Singaporean employees only
9 Based on employee profile as of 31 December 2024

EMPLOYEES

BREAKDOWN OF RESIGNATIONS, NEW HIRES, AND EMPLOYEE TURNOVER RATES

Workforce trends between FY2023 and FY2024 show a slight 3.8% increase in total resignations. Resignations among younger employees (under 30) increased by 20% of total resignations, and those in the 30-50 year age bracket increased by 23.8% of total resignations. Overall employee turnover rate decreased slightly from 35.4% to 33.2%.

FY2024 saw a significant 21.2% increase in new hires, resulting in a 79.3% new hire rate (FY2023: 72.5%). This growth was widespread across genders and was particularly pronounced among younger employees, who now represent 66.6% of the total new hire population.

	FY2023	FY2024
No. of Resignations during the year by Gender		
Male	78	72
Female	132	146
Breakdown of Employees by Age Group		
<30	75	90
30 to 50	63	78
>50	72	50
Total No. of Resignations during the year	**210**	**218**

	FY2023	FY2024
No. of New Hires during the year by Gender		
Male	142	165
Female	288	356
No. of New Hires during the year by Age Group		
<30	251	347
30 to 50	102	108
>50	77	66
Total No. of New Hires during the year	**430**	**521**

	FY2023	FY2024
Employee Turnover Rate by Gender		
Male	35.4%	32.9%
Female	33.6%	33.3%
Employee Turnover Rate by Age Group		
<30	24.23%	27.1%
30 to 50	42.42%	44.3%
>50	46.45%	33.6%
Overall Employee Turnover Rate	**34.3%**	**33.2%**

	FY2023	FY2024
Employee New Hire Rate by Gender		
Male	76.8%	75.3%
Female	70.6%	81.3%
Employee New Hire Rate by Age Group		
<30	90.9%	104.5%
30 to 50	60.4%	61.4%
>50	52.0%	44.3%
Overall New Hire Rate	**72.5%**	**79.3%**

The Group's overall employee turnover rate reflects industry norms within the F&B sector. However, we recognise the importance of maintaining a stable workforce to ensure long-term success. Retaining expertise and knowledge, as well as fostering employee development, are key to achieving this goal. To support this, we will continue refining our employee management strategies, offering competitive remuneration packages and flexible work arrangements.

After careful consideration, we have chosen not to establish specific quantitative targets for employee turnover in FY2024 and beyond. This decision is based on the fact that turnover is largely influenced by external factors beyond the Group's control. Should the situation change, we will reassess the need for concrete targets.

OCCUPATIONAL HEALTH AND SAFETY

OCCUPATIONAL HEALTH AND SAFETY MANAGEMENT SYSTEM

We recognise our responsibility to provide a safe and healthy work environment for our employees. To meet this commitment, we have implemented an Occupational Health and Safety Management System ("**OHSMS**"), which outlines the policies, procedures, and practices governing worker and workplace safety. To ensure its ongoing relevance and effectiveness, we regularly review and update the OHSMS, ensuring it complies with the latest health and safety regulations and aligns with industry best practices. Key measures within our OHSMS to ensure the safety of our workforce include:

- On-the-job training for all new employees, supplemented by third-party safety courses to educate them on occupational health and safety practices. All employees in our F&B operations must also attend a mandatory Workplace Safety and Health course.
- Standard Operating Procedures ("**SOPs**") are available to all workers for reference.
- Personal protective equipment ("**PPE**") is provided to employees whose roles require it.
- Annual enterprise risk reassessments are conducted to identify potential hazards and implement mitigation measures.
- Regular operation meetings are held to update employees on workplace health and safety matters, share incident reports, and conduct monthly safety talks for store managers.
- Emergency preparedness and response procedures are in place to ensure prompt action during emergencies, including internal and external notifications, and follow-up protocols.
- Store supervisors are primarily responsible for ensuring compliance with health and safety regulations in our F&B outlets and CHICHA San Chen tea shops, with additional oversight from area managers.
- Employees who suffer work-related injuries are eligible for reimbursement of their medical expenses, including outpatient consultations.

While we have implemented comprehensive safety measures, we recognise that safety also relies on each employee's personal responsibility. We consistently highlight the importance of following safety protocols and encourage all employees to take them seriously.

Our open communication culture fosters a safe environment where employees are encouraged to report any hazardous situations they may encounter. The Human Resources department oversees the implementation of our OHSMS and will investigate any reported violations. Affected workers receive appropriate care, and if necessary, concerns can be escalated to the Chairman of the ARMC, with full assurance of protection from retaliation.

OCCUPATIONAL HEALTH AND SAFETY

STATISTICS OF YKGI'S OCCUPATIONAL HEALTH AND SAFETY MANAGEMENT SYSTEM

Employment-related Metrics	FY2023	FY2024
No. of recordable work-related injuries	1	1
Percentage of employees covered by YKGI's occupational health and safety management system	100%	100%

We prioritise workplace safety and injury prevention, especially given the potential for common injuries like burns, cuts, and falls at our operations.

We proactively mitigate these risks through several measures: ergonomic workstations and layouts designed to minimise strain; regular equipment maintenance; staff training on identifying and reporting malfunctioning equipment; and routine safety inspections. Our commitment to workplace health is further reinforced by regular inspections of kitchens, food preparation areas, and service counters to identify hazards. We strictly adhere to food hygiene and workplace safety regulations, including the Workplace Safety and Health Act ("**WSHA**") and NEA standards. Mandatory use of PPE, such as gloves, non-slip footwear, and heat-resistant gear, is enforced to minimise risks.

In FY2024, we recorded one minor cut incident. To prevent similar incidents, we are reinforcing employee training on safety awareness, ensuring proper use of personal protective equipment ("**PPE**"), and optimising work schedules to minimise fatigue. These measures aim to create a safer working environment for all.

We are dedicated to continuously strengthening our OHSMS and target to achieve zero work-related injuries.

CUSTOMER HEALTH AND SAFETY

The health and safety of our customers is our highest priority. We are committed to providing nutritious food products that meet the highest food safety standards in Singapore. At YKGI, we ensure that all our food products undergo comprehensive health and safety assessments. Additionally, we regularly review our operations to ensure full compliance with food safety regulations established by the Singapore Food Agency ("**SFA**").

In the event of non-compliance, our Hygiene and Quality Control Officer ("**HQCO**") conducts a thorough investigation. The HQCO educates the involved staff on proper food handling procedures and ensures that corrective actions are implemented. Store Managers are responsible for ensuring these actions are fully executed within 24 hours, and they are required to keep the HQCO, and the Chief Operating Officer if necessary, informed of the progress in restoring compliance with customer health and safety standards.

During FY2024, we received four warning letters from the relevant authority for hygiene lapses. These included an instance where five cockroaches were found during a stall inspection, resulting in a $400 fine. In comparison, in FY2023 we faced a $700 fine and two non-monetary sanctions due to violations of food health and safety regulations. As an F&B company, we understand that even the smallest lapse in food safety can have serious consequences and erode the trust our customers place in us. To ensure continuous compliance with all food health and safety standards, our Quality Control ("**QC**") Manager will carry out monthly audits at each of our outlets, focusing on food quality and hygiene.

We are committed to enhancing our customer health and safety record. Our goal is to eliminate significant non-compliance incidents in the future—specifically those that result in fines of at least $1,000 or lead to the suspension of operations at any outlet.

DATA PRIVACY AND SECURITY

We occasionally need to collect and process personal data as part of our business operations, primarily from our employees and customers. Recognising the sensitive nature of this information, we understand that poor data management practices could lead to security breaches, which may harm our customers and employees, erode trust, damage our reputation, and expose us to legal risks. As a result, YKGI is committed to upholding the highest standards of data management and safeguarding all personal data entrusted to us.

To ensure compliance with our personal data protection policy, our approach to data protection includes continuous risk assessments, employee training, and robust technological measures. When collecting, processing, and storing data related to our employees, clients, and suppliers—including data handled by third-party vendors for our CHICHA San Chen tea stores—we fully comply with the Personal Data Protection Act 2012 ("**PDPA**") of Singapore. Access to this information is restricted to managerial-level employees and supervisors and is granted only for authorised purposes. Furthermore, personal data collected on paper forms is securely stored in designated areas within our office buildings.

Key aspects of our personal data protection policy include:

- The appointment of a Data Protection Officer ("**DPO**") to oversee and organise our data protection efforts, including the development, implementation, and revision of related policies. The DPO is also responsible for addressing inquiries or complaints regarding data protection.
- Strict control over who can access personal data and how it is transmitted.
- The enforcement of disciplinary actions for any violations of our data protection policy.
- The secure disposal of personal data once it is no longer necessary for the purpose it was collected.
- Establishing justifiable reasons for processing personal data.
- Collaborating with external cybersecurity experts to conduct stress tests on our systems and enhancing security based on their recommendations.

In FY2024, we had one confirmed data breach. On 11 June 2024, we were informed by its vendor, via email, of a data breach affecting the CHICHA San Chen membership database. The vendor has since patched the server vulnerability. Please refer to the SGX announcements for more details.[10]

This incident highlights a significant vulnerability in the vendor's security protocols and underscores the critical importance of robust cybersecurity measures. The Group is committed to ensuring the protection of member data. We will work closely with the vendor to ensure ongoing compliance with industry best practices and regulatory requirements for data security. We aim to ensure no further data breaches occur in the future.

[10] Please refer to the link for further details: https://links.sgx.com/1.0.0/corporate-announcements/9AB16F97QLI0B2NO/4822d6fa4ccf6f376581131e620f7d18a64cd7175712b6700385a4e9b6e36306 and https://links.sgx.com/1.0.0/corporate-announcements/RWG81UDB7N6J3HMZ/903f9e123a7e13a13e9d08272b2707d43410adbcb248b0da32415d7c2a61cbe7

SUSTAINABILITY REPORT

TCFD REPORT

As an F&B business, YKGI recognises the significant risks climate change poses to the industry. We understand the importance of addressing these impacts and strengthening the resilience of our operations. This will help us manage climate-related disruptions effectively. To achieve this, we are following the guidance of the TCFD. In time, we aim to fully implement TCFD's recommendations in alignment with the climate reporting requirements set by SGX.

GOVERNANCE

The Board of Directors provides oversight of all sustainability-related matters across the Group, including climate risks and opportunities. The SRC, led by our CEO, is responsible for addressing climate-related challenges and opportunities, ensuring alignment with the Group's strategic objectives. Under the Board's guidance, the SRC establishes climate-related goals, integrates these considerations into strategic planning and daily decision-making, and reports progress to the Board at least twice a year.

The SRC also plays a critical role in climate-related disclosures, aligning with the TCFD framework. The SRC ensures that climate risks and opportunities are incorporated into the Company's broader ESG framework, overseeing sustainability targets and long-term climate strategies. The committee also ensures that climate-related reporting remains transparent and comprehensive, reinforcing the company's commitment to effective disclosure practices as per TCFD guidelines.

STRATEGY

Our climate strategy prioritises resilience across various warming scenarios, including a 2°C or lower pathway, emphasising carbon footprint reduction, operational resilience, and regulatory alignment. These strategic initiatives demonstrate our commitment to proactively managing climate risks while capitalising on opportunities for long-term business sustainability and resilience.

In the short term (0-3 years), we will enhance energy efficiency and explore renewable energy adoption. We will also strengthen climate risk management within our operations, including improvements to water and waste management, and assess the financial implications of carbon pricing and energy cost fluctuations.

Over the medium term (3-10 years), we will diversify our supply chain strategies to mitigate climate-related disruptions, invest in low-carbon technologies, and integrate sustainability into procurement processes. We will also align our business strategy with evolving regulatory requirements and consumer sustainability preferences.

Our long-term goal (10+ years) is to achieve net-zero emissions by 2050 through continued investment in clean energy and carbon reduction initiatives. We will foster innovation and stakeholder collaboration to drive sustainability advancements and maintain adaptability through scenario analysis and ongoing policy reviews.

TCFD REPORT

CLIMATE-RELATED RISKS

Name of Risk	Description of Risk	Scope of Risk (by sector and/or geography)	Timeframe (short/ medium/ long)	Risk Management and Mitigation
Carbon Tax	The increased actions by government to reduce GHG emissions through carbon taxing could result in increased electricity prices and LPG prices.	Operation (Central Kitchen and outlets) in Singapore and Macau	Medium	YKGI will continue tracking and monitoring its energy consumption and shall implement energy efficient measures where possible to reduce its energy consumption.
Food Waste Management	Government regulations aim to reduce environmental expenses linked to waste transportation and incineration by mandating the segregation of food waste for treatment. Consequently, owners and operations of commercial and industrial facilities generating substantial food waste must comply with these regulations. YKGI's outlets in shopping malls will also be affected indirectly, incurring additional operational costs for both the outlets and central kitchen as they work to meet these requirements.	Outlets in Singapore and Macau	Short to medium	YKGI will comply with regulatory requirements when notified by regulators and/or building management.
Packaging requirements for takeaway food and beverage	Increased actions by governments to regulate plastic packaging materials and increasing requirements to switch to biodegradable packaging, resulting in greater operational costs.	Outlets in Singapore and Macau	Short to medium	YKGI is committed to progressively replacing all takeaway carrier bags to biodegradable material in the coming years.

TCFD REPORT

CLIMATE-RELATED OPPORTUNITIES

Type of Opportunity	Description of Opportunity	Scope of Opportunity (by sector and/or geography)	Timeframe (short/ medium/ long)	Management Approach
Energy Efficiency	Adopting energy-efficient equipment and processes practices - such as LED lighting, solar rooftops and leasing of electric vehicles for deliveries - can reduce operating costs and carbon emissions	Operation (Central Kitchen/cold room and outlets) in Singapore and Macau	Medium	YKGI shall actively track market trends for energy-efficient equipment.
Resilience	YKGI can seek new opportunities to increase its sources of raw materials.	Central Kitchen in Singapore	Short to medium	YKGI shall diversify its sources of duck and tea leaves and build partnerships with different suppliers and encourage suppliers to improve the resilience of their supply chains.

RISK MANAGEMENT

The SRC conducted a thorough assessment of potential climate-related risks and opportunities, identifying and evaluating various factors impacting our operations. These risks and opportunities were then ranked according to potential financial impact and likelihood of occurrence. The resulting prioritised list was subsequently tabled to the Board of Directors for review and approval, ensuring that our climate strategy aligns with the Company's overall strategic direction and governance framework. Furthermore, these identified climate-related risks and opportunities are integrated into our Enterprise Risk Management ("**ERM**") framework, allowing for a comprehensive and holistic approach to risk management across the organisation.

METRICS AND TARGETS

As an F&B business, we are exposed to climate-related risks, including food supply disruptions due to extreme weather events and rising energy and water costs. Given Singapore’s vulnerability to increasing temperatures and water scarcity, our sustainability strategy prioritises energy efficiency and water conservation. We have also identified carbon taxes as a financial risk and climate-friendly menus as an opportunity to drive sustainability in our offerings.

To ensure accountability and assess the effectiveness of our climate-related initiatives, we have established the following key metrics:

- Energy Consumption: Total energy usage, categorised by source, and energy intensity ratios.
- Scope 1 GHG Emissions: Direct emissions from our business operations, including cooking equipment, refrigeration, air conditioning, and company-owned vehicles running on diesel or gasoline.
- Scope 2 GHG Emissions: Indirect emissions from purchased electricity sourced from Singapore’s national grid for operational needs.

For further details on these metrics and their performance, refer to the "Energy Management and Conservation" and "Greenhouse Gas Emissions" sections of this report.

As we continue evaluating the relationship between our business operations and GHG emissions, we have yet to set specific reduction targets for Scope 1 and Scope 2 emissions. However, we are committed to developing specific, measurable, achievable, realistic, and time-bound ("**SMART**") targets as we enhance our understanding of emissions impacts and reduction pathways.

GRI CONTENT INDEX

Statement of Use	YKGI Limited has reported with reference to the GRI Standards for the period from 1 January to 31 December 2024.
GRI 1 used	GRI 1: Foundation 2021

GRI Standard	Disclosure	Page Reference
GENERAL DISCLOSURE		
GRI 2: General Disclosures 2021	**The organisation and its reporting practices**	
	2-1 Organisational details	21
	2-2 Entities included in the organisation's sustainability reporting	21
	2-3 Reporting period, frequency and contact point	21
	2-4 Restatements of information	29-31
	2-5 External assurance	Nil
	Activities and Workers	
	2-6 Activities, value chain and other business relationships	22
	2-7 Employees	32
	2-8 Workers who are not employees	Nil
	Governance	
	2-9 Governance structure and composition	26
	2-10 Nomination and selection of the highest governance body	
	2-11 Chair of the highest governance body	
	2-12 Role of the highest governance body in overseeing the management of impacts	
	2-13 Delegation of responsibility for managing impacts	26
	2-14 Role of the highest governance body in sustainability reporting	26
	2-15 Conflicts of interest	28
	2-16 Communication of critical concerns	27
	2-17 Collective knowledge of the highest governance body	26
	2-18 Evaluation of the performance of the highest governance body	
	2-19 Remuneration policies	
	2-20 Process to determine remuneration	
	2-21 Annual total compensation ratio	

GRI CONTENT INDEX

GRI Standard	Disclosure	Page Reference
	Strategy, policies and practices	
	2-22 Statement on sustainable development strategy	20
	2-23 Policy commitments	27-28
	2-24 Embedding policy commitments	27-28
	2-25 Processes to remediate negative impacts	27-28
	2-26 Mechanisms for seeking advice and raising concerns	27
	2-27 Compliance with laws and regulations	No incidents
	2-28 Membership associations	NA
	Stakeholder engagement	
	2-29 Approach to stakeholder engagement	
	2-30 Collective bargaining agreements	Nil
MATERIAL TOPICS		
GRI 3: Material Topics 2021	3-1 Process to determine material topics	23
	3-2 List of material topics	24-25
	3-3 Management of material topics	27-28
Business Ethics, Anti-Corruption, and Anti-Bribery		
GRI 205: Anti-Corruption 2016	205-2 Communications and training about anti-corruption policies and procedures	27-28
	205-3 Confirmed incidents of corruption and actions taken	28
Energy Management and Conservation		
GRI 302: Energy 2016	3-3 Management of material topics	29
	302-1 Energy consumption within the organisation	29
	302-3 Energy intensity	29
	302-4 Reduction of energy consumption	29
Water Consumption and Disposal		
GRI 303: Water and Effluents 2018	3-3 Management of material topics	31
	303-2 Management of water discharge-related impacts	31
	303-3 Water withdrawal	31
	303-4 Water discharge	31
	303-5 Water consumption	31
Greenhouse Gas Emissions		
GRI 305: Emissions 2016	3-3 Management of material topics	30
	305-1 Direct (Scope 1) GHG emissions	30
	305-2 Energy indirect (Scope 2) GHG emissions	30
	305-4 GHG emissions intensity	30
	305-5 Reduction of GHG emissions	30

GRI CONTENT INDEX

GRI Standard	Disclosure	Page Reference
Employment Retention and Wellbeing		
GRI 401: Employment 2016	3-3 Management of material topics	32-33
	401-1 New employee hires and employee turnover	33
	401-2 Benefits provided to full-time employees that are not provided to temporary or part-time employees	32
Occupational Health and Safety		
GRI 403: Occupational Health and Safety 2018	3-3 Management of material topics	34-35
	403-1 Occupational health and safety management systems	34-35
	403-2 Hazard identification, risk assessment, and incident investigation	34-35
	403-3 Occupational health services	34
	404-4 Worker participation, consultation, and communication on occupational health and safety	34
	403-5 Worker training on occupational health and safety	34
	403-6 Promotion of worker health	34-35
	403-7 Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	34-35
	403-8 Workers covered by an occupational health and safety management system	34
	403-9 Work-related injuries	35
Customer Health and Safety		
GRI 416: Customer Health and Safety 2016	3-3 Management of material topics	35
	416-1 Assessment of health and safety impacts of product and service categories	35
	416-2 Incidents of non-compliance concerning the health and safety impacts of products and services	35
Data Privacy and Security		
GRI 418: Customer Privacy 2016	3-3 Management of material topics	36
	418-1 Substantiated complaints concerning breaches of customer privacy and losses of customer data	36

TCFD CONTENT INDEX

TCFD PILLARS	RECOMMENDED DISCLOSURES	Page
Governance		
Disclose the organisation's governance around climate-related risks and opportunities	Describe the board's oversight of climate-related risks and opportunities.	37
	Describe management's role in assessing and managing climate-related risks and opportunities.	37
Strategy		
Disclose the organisation's governance around climate-related risks and opportunities.	Describe the climate-related risks and opportunities the organisation has identified over the short, medium and long term.	38-39
	Describe the impact of climate-related risks and opportunities on the organisation's businesses, strategy and financial planning.	38-39
	Describe the resilience of the organisation's strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario.	37
Risk Management		
Disclose how the organisation identifies, assesses, and manages climate-related risks	Describe the organisation's processes for identifying and assessing climate-related risks.	39
	Describe the organisation's processes for managing climate-related risks.	39
	Describe how processes for identifying, assessing and managing climate-related risks are integrated into the organisation's overall risk management.	39
Metrics and Targets		
Disclose the metrics and targets used to assess and manage relevant climate-related risks and opportunities where such information is material	Disclose the metrics used the organisation to assess climate-related risks and opportunities in line with its strategy and risk management process.	39
	Disclose Scope 1, Scope 2 and if appropriate, Scope 3 greenhouse gas (GHG) emissions and the related risks.	39
	Describe the targets used by the organisation to manage climate-related risks and opportunities and performance against targets.	39

FINANCIAL CONTENTS

INTRODUCTION

The Board of Directors (the "**Board**" or "**Directors**") of YKGI Limited (the "**Company**") and its subsidiaries (the "**Group**") is committed in upholding high standards of corporate governance and practices throughout the Group, as a fundamental part of its responsibilities to protect shareholders' interests, enhance shareholders' value and the financial performance of the Group.

This report describes the Group's corporate governance practices and structures that were in place during the financial year ended 31 December 2024 ("**FY2024**") with specific reference made to the principles and provisions of the Code of Corporate Governance 2018 (the "**Code**") pursuant to Rule 710 of the SGX-ST Listing Manual Section B: Rules of Catalist (the "**Catalist Rules**").

The Board is pleased to report that since the Company's IPO up to the date of this report, the Company has adhered to all principles and provisions set out in the Code pursuant to Rule 710 of the Catalist Rules as set out in this report. Where there are deviations from the Code, appropriate explanations are to be provided.

BOARD MATTERS

The Board as at the date of this Annual Report comprises the following members:

		Board Committee Membership		
Name of Director	**Designation**	**ARMC**	**NC**	**RC**
Mr. Seah Boon Lock	Executive Chairman and Executive Director	–	–	–
Mr. Seah Qin Quan	Chief Executive Officer ("**CEO**") and Executive Director	–	–	–
Mr. Wong Fook Sung ("**Mr. James Wong**")	Lead Independent Director	Chairman	Member	Member
Mr. Ng Hong Whee	Independent Director	Member	Chairman	Member
Mr. Koh Kew Siong ("**Mr. Douglas Koh**")	Independent Director	Member	Member	Chairman

The profiles of each Director are presented under the "Board of Directors" section of the Annual Report.

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.

Provision 1.1 of the Code: Directors' duties and responsibilities

The Board is entrusted with the responsibility for the overall management of the Company.

The principal functions of the Board, in addition to carrying out its statutory responsibilities, *inter alia*, are as follows:

- overseeing the Company's business and its performance and is collectively responsible for the long-term success of the Company.

- overall responsible for establishing and maintaining a framework of good corporate governance in the Group, including the risk management system and internal control to safeguard shareholders' interests and the Group's assets and to take into account the interest of key stakeholder groups in its decision making.

- provides their independent judgement, diversified knowledge and experience to bear on issues of strategy, performance, resources and standards of conduct and ethics.

- regularly reviews the Group's strategic business plans, the assessment of key risks by Management and the operational and financial performance of the Group to enable the Group to meet its objectives.

- responsible for shaping the Company's strategic direction and has decided to integrate sustainability components into all the Company's business and operations. This integration involves the consideration of Economic, Environmental, Social and Governance ("**EESG**") factors in the Company's business and operations. The Board will work alongside the Management to advance sustainability efforts within the Company.

All Directors recognise that they must discharge their duties and responsibilities as fiduciaries in the interests of the Company. The Board is accountable to the shareholders of the Company and is responsible for the governance of the business. All Directors are required to avoid situations where their own personal or business interests may conflict or appear to be in conflict with the interests of the Company.

Where a Director has a conflict of interest in the matter discussed, or it appears that the Director might have a conflict of interest in relation the matter discussed, the Director must immediately declare his personal or business interest at the Board meeting or send a written notice to the Company containing details of his personal or business interest in the matter and the actual or potential conflict of interest.

Any Director facing a conflict of interest in the matter discussed will recuse himself from the discussions and abstain from participating in any Board decisions and voting on resolutions regarding the matter and refrain from exercising any influence over other members of the Board, unless the Board is of the opinion that his presence and participation is necessary to enhance the efficacy of such discussions.

Provision 1.2 of the Code: Induction, training and development

A formal letter is provided to each Director upon their appointment, setting out their relevant duties and obligations, to acquaint them with their responsibilities as Directors of the Company.

The Company conducts an orientation programme for new Directors and they are briefed by the Management to familiarise themselves with the Group's business and governance policies and practices. The orientation programme aims to provide the new directors with an understanding of the Group's businesses to enable them to assimilate into their new roles and to get acquainted with Management, thereby facilitating Board interaction and independent access to the Management.

To keep abreast with developments in relevant sectors and to ensure that the Directors are kept informed of relevant new laws, regulations and changing commercial risks that will affect the Group, the Company encourages its Directors to attend relevant instructional or training courses at the Company's expense. In particular, the Board is regularly kept informed and updated on courses and seminars offered by the Singapore Institute of Directors ("**SID**") which are relevant to the training and professional development of the Directors. The Directors are also briefed on the new requirements of the SGX-ST, Companies Act 1967 and other regulatory requirements from time to time by the Company Secretary, the Auditor and the Sponsor.

As stipulated under Rule 406(3)(a) of the Catalist Rules, Directors who are appointed and who have no prior experience as directors of a listed company in Singapore, will have to attend the Listed Entity Director ("**LED**") courses organised by the SID within one (1) year of his appointment. There was no new director appointed during FY2024.

All Directors have completed sustainability training as prescribed by the Exchange under Rule 720(6) of the Catalist Rules as at the date of this annual report.

Provision 1.3 of the Code: Matters requiring Board's approval

Notwithstanding that the daily operations and management of the Company is delegated to the Executive Directors, the Board has put in place internal guidelines on matters which require Board's approval, including but not limited to the followings:

- the appointment of Directors, the Company Secretary and the Sponsor;
- any major transactions such as, inter alia, capital funding, acquisitions and disposals of assets;
- release of the Group's financial results announcements and convening of shareholders' meeting, circulars to shareholders and related announcements through SGXNet;
- alterations to the share capital of the Company;
- approving interested person transactions exceeding a certain threshold;
- any material regulatory matters and litigation cases; and
- compliance matters associated with the Catalist Rules, Securities and Futures Act or other relevant laws and regulations.

Clear directions have been disseminated to the Management that reserved matters must be approved by the Board.

Provision 1.4 of the Code: Board Committees

The Board objectively discharges its duties and responsibilities at all times and makes decisions in the interests of the Group. The Board has delegated specific responsibilities to the various committees established by the Board, namely the Audit and Risk Management Committee ("**ARMC**"), the Nominating Committee ("**NC**") and the Remuneration Committee ("**RC**") (collectively known as the "**Board Committees**"). Each Board Committee has the authority to examine issues relevant to their terms of references and to make fair, proper and appropriate recommendations to the Board when required. The ultimate responsibility for the final decision on all matters, however, lies with the entire Board.

Provision 1.5 of the Code: Board and Board Committees Meeting

The Board meets regularly on a biannual basis and ad-hoc Board Committee and/or Board meetings are convened as and when required. In between Board meetings, any important matter will be tabled for the Board's approval by way of circulating resolutions in writing.

The Constitution of the Company allows Directors to participate in Board meetings via electronic means. The Directors are free to discuss any information or view as presented by any member of the Board and Management.

When necessary or appropriate, members of the Board exchange views outside of the formal Board meetings. Each Board member is expected to objectively discharge his duties and responsibilities at all times as fiduciaries in the best interests of the Company.

The attendance record of each Director at meetings of the Board and Board Committees held during FY2024 is disclosed below:-

	Board Meeting		ARMC Meeting		NC Meeting		RC Meeting	
Name of Director	**No. of Held**	**No. of Attended**	**No. of Held**	**No. of Attended**	**No. of Held**	**No. of Attended**	**No. of Held**	**No. of Attended**
Seah Boon Lock	2	2	2	2*	1	1*	2	2*
Seah Qin Quan	2	2	2	2*	1	1*	2	2*
James Wong	2	2	2	2	1	1	2	2
Ng Hong Whee	2	2	2	2	1	1	2	2
Douglas Koh	2	2	2	2	1	1	2	2

** By way of invitation.*

The Company's Constitution allows for meetings to be held through telephone and/or video conference. The Company Secretary or its representative also attend the Board and Board Committee meetings.

Provision 1.6 of the Code: Access to information

The Company recognises that the flow of relevant, complete and accurate information on a timely basis is critical for the Board to discharge its duties effectively. The Management provides the Board with key information that is complete, adequate and in advance to enable the Directors to make timely decisions, effectively discharge their duties and make a balanced and informed assessment of the performance, position and prospects of the Company.

The Management provides members of the Board with quarterly management accounts, as well as relevant background and explanatory information relating to the matters that would be discussed in the Board meetings, prior to the scheduled meetings. All Directors are also furnished with timely updates on the financial position and any material development of the Group as and when necessary. Any additional materials or information requested by the Directors are promptly furnished. If necessary, management staff who are able to explain and provide insights to the matters to be discussed are invited to present to the Board and answer any queries that the Directors may have.

Provision 1.7 of the Code: Access to Management and Company Secretary

The Directors are updated regularly on corporate governance requirements, changes in listing rules and regulations, and the performance of the Group. The Directors have separate and independent access to Management, including the CEO, the Group Financial Controller ("**GFC**") and other key management personnel ("**KMP**") as well as the Group's internal and external auditors, and Company Secretary at all times.

The Company Secretary and/or her representative attends all Board and Board Committees meetings and ensures the Board procedures and the performance of the Group's compliance obligations pursuant to the relevant statutes and regulations are followed. Under the direction of the Executive Chairman ("**Chairman**") and CEO, the Company Secretary ensures good information flows within the Board and Board Committees and between senior management and Non-Executive Directors, as well as facilitating orientation and assisting with professional development if required. The appointment and removal of the Company Secretary are subject to the approval of the Board as a whole.

The Directors, either individually or as a whole, have direct access to the Group's independent professional advisors, if necessary, to enable each Director to discharge his responsibility effectively. Any cost of obtaining professional advice will be borne by the Company.

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.

Provision 2.1 of the Code: Director's independence

As at the date of this Annual Report, the Board consists of five (5) directors, of whom one (1) is Chairman cum Executive Director, one (1) CEO cum Executive Director and three (3) Independent Directors ("**ID**"). With more than half of the Board made up of Independent Directors, including independence from the substantial shareholders of the Company, the Board is capable of exercising independent and objective judgement on corporate affairs of the Group. It also ensures that key issues and strategies are critically reviewed, constructively challenged, fully discussed and thoroughly examined, taking into consideration the long-term interests of the Group and its stakeholders. No individual or small group of individuals dominates the Board's decision making.

The independence of each director is assessed and reviewed annually by the NC. In the review and deliberation of the independence of the three (3) IDs, the NC has considered the guidelines for independence set out in Provision 2.1 of the Code as well as the Catalist Rules, including whether a director has business relationships with the Group, its substantial shareholders or its officer and if so, whether such relationships could interfere, or be reasonably perceived to interfere, with the exercise of the directors' independence business judgement in the interests of the Group.

Each Independent Director is required to complete an annual declaration to confirm his/her independence based on the applicable Catalist Rules and the guidelines as set out in the Code. The Directors must also confirm whether they consider themselves independent despite not having any relationship identified under the applicable Catalist Rules and the Code.

For the year under review, the NC has assessed and is satisfied that all the three (3) Independent Directors are independent.

The Board recognises that Independent Directors may over time develop significant insights in the Group's business and operations and can continue to provide noteworthy and valuable contribution objectively to the Board as a whole. The independence of the Independent Directors must be based on the substance of their professionalism, integrity, and objectivity, and not merely based on form; such as the number of years which they have served on the Board. Nevertheless, when there are directors who have served beyond nine years from the date of their first appointment, the Board will rigorously review their continuing contributions and independence and decide if they should continue with the appointment.

As at the date of this Annual Report, none of the IDs has served on the Board beyond nine (9) years from their respective date of appointment.

Provision 2.2 of the Code: Independent Directors make up a majority of the Board where the Chairman is not independent.

As the Chairman of the Board is part of the Management and therefore not independent, the Independent Directors comprise more than half of the Board. Accordingly, the Board is of the view that no individual or group is able to dominate the Board's decision-making process.

Provision 2.3 of the Code: Non-Executive Directors make up a majority of the Board

The Company has complied with the relevant provisions as majority of the Board members are non-executives.

Provision 2.4 of the Code: Board size and diversity

The profiles of the Directors and key information are set out on pages 14 to 17 of this Annual Report.

The NC is responsible for examining the size and composition of the Board and Board Committees. Having considered the scope and nature of the Group's businesses, the requirements of the business and the need to avoid undue disruptions from changes to the composition of the Board and Board Committees, the Board, in concurrence with the NC, considers that a board size of five (5) members are appropriate.

The Board believes that its current board size and the existing composition of the Board Committees effectively serve the Group. It provides diversity and allows for informed and constructive discussion and effective decision making at the Board meetings. The Board will, however, continue to review opportunities to refresh the Board with a view to expanding the skills, experience and diversity of the Board as a whole.

In reviewing Board composition and succession planning, the NC considers the benefits of all aspects of diversity, including diversity of background, experience, gender, age and other relevant factors. These differences will be considered in determining the optimum composition of the Board and when possible, should be balanced appropriately.

The Group's Board Diversity Policy endorses the principle that its Board should have a balance of skills, knowledge, experience and diversity of perspectives appropriate to its business so as to mitigate against groupthink and to ensure that the Group has the opportunity to benefit from all available talents. In reviewing Board composition and succession planning, the NC considers the benefits of all aspects of diversity, including diversity of background, experience, gender, age and other relevant factors. These differences will be considered in determining the optimum composition of the Board and when possible, should be balanced appropriately.

The current Board composition reflects the Company's commitment to Board diversity. The NC conducts its annual review of the composition of the Board, which comprises members from different backgrounds whose core competencies, qualifications, skills and experiences, meet with the requirements of the Group at the point in time. Each Director has been appointed on the strength of his calibre, experience and stature and is expected to bring a valuable range of experience and expertise to contribute to the development of the Group's strategy and the performance of its business.

Although there is currently no female Director appointed to the Board, the Board endeavors to search for and identify suitable female candidates to join. The search has taken longer than anticipated and the Board hopes to have a female Board member on board in the future. As the NC has assessed the current level of diversity on the Board to be satisfactory, the Company generally does not set concrete timeline for achieving board diversity targets. Instead, the Company takes the approach that maintaining a satisfactory level of diversity as an ongoing process. The NC will continue to review its targets for diversity from time to time and may recommend changes or additional targets to achieve greater diversity. Additionally, the NC will assess the effectiveness of the Board Diversity Policy and propose appropriate revisions to the Board for consideration and approval. It will also continue its identification and evaluation of suitable candidates to ensure that there is diversity to the Board.

Provision 2.5 of the Code: Meeting of Non-Executive Directors without Management

The Independent Directors, led by the Lead Independent Director ("**LID**"), meet amongst themselves at least once a year without the presence of the Management to discuss and evaluate the performance of the Management as well as the remuneration of the executive directors. The feedback and views expressed by the Independent Directors were communicated by the LID to the Board and/or the Chairman, as appropriate.

During FY2024, the IDs met once in the absence of Management.

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.

Provision 3.1 of the Code: Separation of the roles of the Chairman and the Chief Executive Officer

The roles of the Chairman of the Board and the CEO are separate to ensure clear distinction of responsibilities, appropriate balance of power and increased accountability. Mr. Seah Boon Lock serves as the Chairman of the Group, whereas Mr. Seah Qin Quan is the Group's CEO. Mr. Seah Qin Quan reports to the Board led by the Chairman. The Chairman is the father of the CEO.

All major proposals and decisions made by the Chairman and CEO are discussed and reviewed by the ARMC. Their performance and appointment are reviewed periodically by the NC and the packages are reviewed periodically by the RC. As the ARMC, NC and RC consist of all Independent Directors, the Board believes that there are sufficient strong and independent elements and adequate safeguards in place.

Provision 3.2 of the Code: Division of responsibilities between the Chairman and CEO

The Group's Chairman, Mr. Seah Boon Lock, plays an instrumental role in developing the business of the Group and provides the Group with strong leadership and vision. He leads the Board in its review of the Group's strategies for sustainable growth, ensures the diversity of the Board, and provides guidance in the Group's transformation efforts.

In addition to setting of business strategies for the Group and monitoring of the translation of the Board's decisions and directions into executive action, he is to ensure that each member of the Board and the Management works well together with integrity and competency. As the Chairman, he with the assistance of the Company Secretary, schedules Board meetings as and when required and prepares the agenda for Board meetings and ensure sufficient allocation of time for thorough discussion of each agenda item, in particular strategic issues. He promotes an open environment for debate and ensures that Independent Directors are able to speak freely and contribute effectively.

In addition, he sets guidelines and exercises control over the quality, quantity, accurateness and timeliness of information flow between the Board and the Management. He plays a pivotal role in fostering constructive dialogue among stakeholders and provides close oversight, guidance and advice to the CEO and the Management. He also takes a leading role in ensuring the Group's drive to achieve and maintain a high standard of corporate governance and sustainability practices with the full support of the Board, the Company Secretary and the Management.

As the Group's CEO, Mr. Seah Qin Quan manages the members of the Management team and is responsible for implementing and reviewing the business directions and strategies for the Group as endorsed by the Board, and for operational performance and organisational excellence.

Provision 3.3 of the Code: Lead Independent Director

Taking cognisance that the Chairman of the Board is an Executive Director and thus not independent, the Board has designated a LID who serves as a sounding board for the Chairman and as an intermediary between the non-executive Independent Directors and the Chairman. The current LID is Mr. James Wong. The role of the LID is to co-ordinate and to lead the Independent Directors to provide a non-executive perspective and contribute to a balance of viewpoints on the Board. All Independent Directors, led by the LID, meet at least once annually without the presence of Executive Directors and Management to discuss matters of significance which are thereon reported to the Chairman accordingly.

He is available to shareholders and stakeholders should they have concerns which cannot be resolved or are inappropriate or inadequate to raise through the normal communication channels with the Chairman or the Management.

There was no query or any matters which requires the LID's attention received in FY2024.

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.

Provision 4.1 of the Code: Role of the NC

Provision 4.2 of the Code: Composition of NC

The NC comprises the following three (3) members, all of whom including the Chairman, are IDs and the LID is one of the members of the NC:-

- Mr. Ng Hong Whee (Chairman)
- Mr. James Wong (Member)
- Mr. Douglas Koh (Member)

The written terms of reference of the NC have been approved and adopted, and including but not limited to the following:-

● having oversight on the controls and safeguards to prevent a recurrence of the non-compliances with the regulatory requirements;

● determining annually, and as and when circumstances require, whether or not a Director is independent, in accordance with the rules;

● reviewing the composition of the Board to ensure the committee comprises an appropriate mix of skills, experience, core competencies and knowledge of our Group that the Board requires to function competently and efficiently. All Directors should be required to submit themselves for re-nomination and re-election at regular intervals and at least every three (3) years;

● deciding how the Board's performance is to be evaluated and propose objective performance criteria, subject to the approval by the Board, which address how the Board has enhanced long term shareholders' value. The Board will also implement a process to be proposed by the Nominating Committee for assessing the effectiveness of the Board as a whole and for assessing the contribution of each individual Director to the effectiveness of the Board (if applicable);

● reviewing succession plans for the Directors; and

● reviewing and approving the employment of persons related to the Directors or Substantial Shareholders and the proposed terms of their employment.

The NC is responsible for identifying and nominating candidates for the Board, determining annually, whether a Director is independent in accordance with the guidelines set out in the Code, filling board vacancies as well as to put in place plans for succession.

Provision 4.3 of the Code: Director appointment and re-nomination

Process for Selection and Appointment of New Directors

The NC is responsible for identifying candidates and reviewing all nominations for the appointments of new directors in the following order: (i) determining the desirable competencies for the appointment, and after consultation with the Management, (ii) assessing the suitability of the candidates and conducting an open dialogue to ensure that each candidate is aware of his/her role and obligations, and (iii) submitting a final shortlist for recommendation to the Board.

The search and nomination process for new directors, led by the NC, is as follows:

- The NC evaluates the balance, skills, knowledge and experience of the existing Board and the requirements of the Group. In light of such evaluation, the NC determines the role and key attributes that an incoming director should have.

- After endorsement by the Board of the key attributes required, the NC taps on the networking resources of the existing Directors and seeks recommendations from them in relation to the potential candidates, and goes through a shortlisting process. If candidates identified from this process are not suitable, executive recruitment agencies are appointed to aid in the search process.

- The NC meets with the shortlisted candidate(s) to assess suitability and to ensure that the candidate(s) is/are aware of the expectations and the level of commitment required.

- The NC recommends the most suitable candidate to the Board for appointment as Director.

Process for Re-Appointment of Directors

The role of the NC also includes the responsibility of reviewing the re-nomination of directors who retire by rotation, taking into consideration the director's integrity, independent mindedness, contribution and performance (such as attendance, participation, preparedness and candour) and any other factors as may be determined by the NC.

Pursuant to Regulation 99 of the Constitution of the Company, one-third of the Board are to retire from office by rotation and be subject to re-appointment at the Company's Annual General Meeting ("**AGM**"). In addition, Regulation 103 of the Constitution of the Company stipulates that a director newly appointed by the Board during the financial year must retire and submit himself/herself for re-appointment at the next AGM following his/her appointment. Thereafter, the director is subject to be re-appointed at least once every three (3) years at the Company's AGM.

Retiring Director is eligible to offer themselves for re-election. Each member of the NC abstains from voting on any resolutions and making any recommendations and/or participating in any deliberations of the NC in respect of the assessment of his/her own performance or re-nomination as Director.

At the forthcoming AGM of the Company, the following directors will be retiring pursuant to Regulation 99 of the Company's Constitution:-

1. Mr. Seah Qin Quan
2. Mr. Ng Hong Whee

Accordingly, the NC had recommended the aforesaid re-election of two (2) Directors and the Board had accepted the NC's recommendation. In recommending the re-election of these two (2) Directors, the NC has considered the Directors' overall contributions and performance. The details of the Directors seeking for re-election as required under Appendix 7F of the Catalist Rules are set out on pages 72 to 77 of this Annual Report.

Provision 4.4 of the Code: Circumstances affecting director's independence

As described under Provision 2.1 above, the Company has put in place a process to ensure the continuous monitoring of the independence of the Directors. Each Independent Director is required annually to confirm his/her independence. Further, the NC determines annually, and as and when circumstances require, whether a Director is independent, taking into consideration the disclosures by the Directors of any relationships with the Company, its related corporations, its substantial shareholders or its officers and the checklist completed by each Independent Director. Having made its review, the NC is of the view that all Independent Directors have satisfied the criteria for independence.

During FY2024, there was no alternate director on the Board.

Provision 4.5 of the Code: Multiple directorships

The NC ensures that new directors are aware of their duties and obligations. For re-nomination and re-appointment of directors, the NC takes into consideration the competing time commitments faced by directors and their ability to devote appropriate time and attention to the Group.

Each Director is required to confirm annually to the NC as to whether he or she has any issue with competing time commitments which may impact his/her ability to provide sufficient time and attention to his/her duties as a Director of the Company. Based on the Directors' annual confirmation and the Directors' commitments and contributions to the Company, which are also evident in their level of attendance and participation at Board and Board Committee meetings, the NC and the Board are satisfied that all the Directors were able to and have been adequately carrying out their fiduciary duties as Directors of the Company in FY2024. The NC concluded that there is no need to impose a limit on the number of board representations at this stage.

Board Performance

Principle 5: The Board undertakes a formal annual assessment of its effectiveness as a whole, and that of each of its board committees and individual directors.

Provision 5.1 of the Code: Performance criteria and process for evaluation of the effectiveness of the Board

Provision 5.2 of the Code: Disclosure of assessment of the Board, Board Committees and each Director

Board Evaluation Process

The Board, through the NC, has used its best effort to ensure that directors appointed to the Board and the Board Committees, whether individually or collectively, possess the background, experience and the relevant skills set which are critical to the Group's business. It has also ensured that each director, with his/her special contributions, brings to the Board an independent and objective perspective to enable sound, balanced and well-considered decisions to be made.

Based on the recommendations by the NC, the Board has established processes and objective performance criteria for evaluating the effectiveness of the Board as a whole and its Board Committees and for assessing the contribution by the Chairman and individual Directors to the effectiveness of the Board.

Each Director is required to complete assessment forms to evaluate the Board, Board Committees and individual Directors, which takes into consideration factors such as commitment of time for meetings, level of participation and contribution at such meetings and the technical knowledge of the Directors. The evaluation of individual Directors aims to assess whether each Director continues to contribute effectively and demonstrate commitment to the role, including commitment of time for Board and Board Committee meetings, and any other duties.

The results of the Board's and Directors' evaluations would be collated by the Company Secretary who will provide the summary observations to the Chairman of the NC and the Board Chairman for their review and consideration. The Board Chairman will act on the results of the performance evaluation and the recommendation of the NC, and where appropriate, in consultation with the NC, new members may be appointed or in the case of resignation, new directors may be sought.

Following the review of the assessment of the Board, its committees and individual directors, including the Executive Chairman for FY2024, both the NC and the Board are of the view that the Board and its committees have operated effectively and each Director has contributed to the overall effectiveness of the Board in FY2024.

The NC will consider the performance of each individual Director, the Board Committees and the Board for every financial year going forward. For avoidance of doubt, each member of the NC will abstain from voting on any resolution in respect of the assessment of his/her performance or renomination as Director.

The NC is responsible for assessing the effectiveness of the Board, the Board Committees and each individual Director. All NC members have abstained from voting or review process of any matters in connection with the assessment of his/her own performance.

There was no external consultant involved in the evaluation process for each individual Director, Board and Board Committees for FY2024. Where relevant and when the need arises, the NC will consider such engagement.

Board Evaluation Criteria

Part of the evaluation process is through the review of the appraisal and evaluation forms, which considered the assessment of the following key performance criteria:

- Board size and composition of the Board
- Board independence
- Board processes
- Board information and accountability
- Board performance in discharging principal functions
- Board Committee performance
- Board time commitment
- Board diversity
- Overall contribution

The primary objective of the board evaluation exercise is to create a platform for the Board and its Board Committees' members to provide constructive feedback on the board procedures and processes and the changes which should be made to enhance the effectiveness of the Board and its Board Committees.

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.

Provision 6.2 of the Code: Composition of RC

RC Composition and Role

The RC comprises the following three (3) members, all of whom including the Chairman, are IDs:

- Mr. Douglas Koh (Chairman)
- Mr. James Wong (Member)
- Mr. Ng Hong Whee (Member)

The RC is responsible for ensuring a formal and transparent procedure for developing policies on director and executive remuneration, and for determining the remuneration packages of individual Directors and KMP.

The written terms of reference of the RC have been approved and adopted, including but not limited to, the followings:-

- reviewing and approving the new employment of related employees and the proposed terms of their employment, and reviewing and recommending to the Board, for endorsement, the specific remuneration packages for each of the Directors and Executive Officers;

- proposing for adoption by the Board, measurable, appropriate and meaningful performance targets for assessing the performance of the key management personnel, individual Directors and of the Board as a whole;

- ensuring that the remuneration policies and systems of our Group, as approved by the Board, support our Group's objectives and strategies, and are consistently being administered and being adhered to within our Group;

- reviewing our Group's obligations arising in the event of termination of service contracts entered into between our Group and its Directors or Executive Officers, as the case may be, to ensure that the service contracts contain fair and reasonable termination clauses which are not overly generous;

- if necessary, seeking expert advice within and/or outside our Group on remuneration matters, to ensure that existing relationships, if any, between our Group and its appointed remuneration consultants will not affect the independence and objectivity of the remuneration consultants;

- providing effective supervision and administration of our Group's share option scheme, and/or other equity-based plans and benefits-in-kind;

- reporting to the Board on its proceedings after each meeting on all matters within its duties and responsibilities; and

- holding a meeting of the Remuneration Committee at least once a year to coincide with key dates within the financial reporting and audit cycle.

Provision 6.1 of the Code: Role of the RC

Provision 6.3 of the Code: RC to consider and ensure all aspect of remuneration are fair

The RC reviews the reasonableness of the contracts of service of Executive Directors and KMP to ensure that their compensations commensurate with the responsibilities and risks involved in being a Director and that their remuneration packages are comparable within the industry and include a performance-related element with appropriate and meaningful measures of assessing performance.

The Independent Directors are entitled Directors' fees in accordance with their contributions, taking into account factors such as effort and time spent and their responsibilities. The Directors' fees are recommended by the RC and endorsed by the Board, and subject to shareholders' approval at the annual general meeting. Except as disclosed in this Annual Report, the Independent Directors did not entitle any other remunerations from the Company.

The Executive Directors have each entered into a service agreement with the Company ("**Service Agreements**"), under which the terms of their employment are stipulated, including a monthly base salary, annual performance bonus and benefits commensurate with the position. The Executive Directors are not entitled to Directors' fees and there are no post-retirement and severance benefits except the common practice of giving notice or salary in lieu of notice in the event of termination. The Service Agreements is valid for five (5) years and subject to a renewal upon its validity lapsed.

All recommendations made by the RC on remuneration of directors and key executives will be submitted for endorsement by the Board. None of the RC is involved in setting his remuneration package. Each RC member shall abstain from reviewing, deliberating and voting on any resolution in respect of his remuneration package or that of any employees who are related to him.

Provision 6.4 of the Code: Expert advice on remuneration

The RC has explicit authority within its terms of reference to seek appropriate expert advice in the field of executive compensation outside the Company on remuneration matters where necessary. There being no specific necessity, the RC did not seek the service of an external remuneration consultant to advise on remuneration matters in FY2024.

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.

Provision 7.1 and 7.3 of the Code: Remuneration of Executive Directors and key management personnel are appropriately structured to link rewards to performance.

The annual reviews of the compensation are carried out by the RC to ensure that the remuneration of the Executive Directors and KMP commensurate with their performance and that of the Company, giving due regard to the financial and commercial health and business needs of the Group. The performance of the CEO (together with other KMP) is reviewed periodically by the RC and the Board. In structuring the compensation framework, the RC also takes into consideration the risk policies of the Group, the need for the compensation to be symmetric with the risk outcomes and the time horizon of risks.

Executive Directors do not receive directors' fees but are remunerated as members of Management. The remuneration packages of the Executive Directors and the KMP is linked to the performance of the Group as a whole, as well as the individual performance. This is to align the remuneration with the interests of shareholders and link rewards to corporate and individual performance to promote the long-term sustainability of the Group.

Service contracts for Executive Directors, are for a fixed appointment period and do not contain onerous removal clauses.

The Company advocates a performance-based remuneration system that is flexible and responsive to the market, and the performance of the Group's business units and individual employees. In designing the compensation structure, the Company seeks to ensure that the level and mix of remuneration is transparent, competitive, relevant and appropriate in finding a balance between the current and longer-term objectives of the Company so as to be able to attract, retain and motivate talents without being excessive, and thereby maximise value for shareholders.

The Company has in place Performance Incentive Schemes ("**Schemes**") such as the Yew Kee Employee Share Option Scheme ("**ESOS**") and Yew Kee Performance Share Plan ("**PSP**"). These Schemes serves to motivate eligible participants towards better performance through the award of shares to align themselves with the performance of the Company.

Provision 7.2 of the Code: Remuneration of Non-Executive Directors

Non-Executive Directors have no service agreements (except for the letter of appointment) with the Company and their terms in office are specified in the Constitution. When reviewing the structure and level of directors' fee for the Non-Executive Directors, the RC takes into consideration the Directors' respective roles and responsibilities in the Board and its Board Committees and the frequency of Board and Board Committee meetings.

Each of the Non-Executive Directors receives a base director's fee.

The structure of the fees payable to the Non-Executive Directors of the Company for FY2024 is disclosed under Principle 8 below.

The RC is mindful that the remuneration for Non-Executive Directors should not be excessive so as not to compromise or reasonably be perceived to compromise their independence. No director is involved in deciding his/her own remuneration.

Save for Directors' fees, which are subject to shareholders' approval, the IDs do not receive any other remuneration from the Company. The Directors' fees are proposed by the RC and it is appropriate and not excessive, taking into consideration the level of contributions by the directors and factors such as effort and time spent for serving on the Board and Board Committees, as well as the responsibilities and obligations of the directors. Directors' fees are recommended by the Board for approval by the shareholders at the AGM of the Company.

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.

Provision 8.1 and 8.3 of the Code: Remuneration disclosures of Directors and key management personnel

Provision 8.2 of the Code: Remuneration of employee who are substantial shareholders, immediate family members of Executive Director or substantial shareholder

The compensation packages for employees including the Executive Directors and the KMP comprise a fixed component (in the form of a basic salary) and a variable component (normally consists of cash-based annual bonus) and benefits-in-kind, where applicable, considering amongst other factors, the individual's performance, the performance of the Group and industry practices.

When determining the fixed and variable components, the individual performance is taken into consideration and remuneration recommendations are reviewed by the RC in the light of any annual guidance from the National Wages Council, competitive market practices and information gathered from market surveys. This is further reviewed along with the Group's performance, taking into consideration specific key performance indicators (involving financial and non-financial indicators) tracked over time as compared to the targets to be achieved by the Group based on its short-term and long-term objectives. The Board exercises its discretion and independent judgement in ensuring that the amount and mix of compensation are aligned with the interests of shareholders and promote the long-term success of the Group. The overall level of remuneration is not considered to be at a level which is likely to promote behaviour contrary to the Group's risk profile.

During the financial year under review, there was no termination, retirement or post-employment benefits granted to any Director or KMP.

Disclosure of Remuneration

(i) Remuneration of Directors

The breakdown of the total remuneration (in terms of exact amount and percentage) of the Directors of the Company for FY2024 is set out below:

Name of Directors	Remuneration Amount (S'000)	Fees	Salary	Bonus	Others	Total Remuneration
Mr. Seah Boon Lock	631	–	76.02%	4.92%	19.06%	100%
Mr. Seah Qin Quan	611	–	81.19%	8.40%	10.41%	100%
Mr. James Wong	36	100%	–	–	–	100%
Mr. Ng Hong Whee	36	100%	–	–	–	100%
Mr. Douglas Koh	36	100%	–	–	–	100%

- The salary and bonus amounts shown are inclusive of Employee Provident Fund contributions.
- The Directors' fees were approved by shareholders at the previous AGM held on 29 May 2023.
- Others included benefits in kind.

(ii) Remuneration of KMP

The Group has four (4) KMP who is not a Director or the CEO during FY2024. The details of the remuneration (in percentage terms) for FY2024 are set out below:

Name of KMP	Remuneration Band	Salary	Bonus	Others	Total
Ms. Wee Lay Teng	Band 2	80.34%	7.22%	12.44%	100%
Mr. Eric Seow	Band 2	94.76%	5.24%	–	100%
Mr. Benjamin Zhu	Band 1	92.28%	7.72%	–	100%
Ms. Seah Kun Miao	Band 2	91.73%	8.27%	–	100%

- Ms. Wee Lay Teng is the wife of the Chairman, Mr. Seah Boon Lock and the mother of the CEO, Mr. Seah Qin Quan.
- Ms. Seah Kun Miao is the daughter of the Chairman, Mr. Seah Boon Lock and the sister of the CEO, Mr. Seah Qin Quan.
- The salary and bonus amounts shown are inclusive of Employee Provident Fund contributions.
- Others included benefit in kind.
- Remuneration band:
  - "Band 1" refers to compensation of between S$0 and S$250,000 per annum.
  - "Band 2" refers to compensation of between S$250,001 and S$500,000 per annum.

(iii) Remuneration of employees who are substantial shareholders and immediate family members of Executive Director/ Chairman

Name of Substantial Shareholders	Remuneration Band	Salary	Bonus	Others	Total
Mr. Seah Boon Keng	Band 1	93.78%	6.22%	–	100%
Mr. Lim Fah Choy	Band 1	93.62%	6.38%	–	100%

- Mr. Seah Boon Keng is the brother of Chairman, Mr. Seah Boon Lock, and uncle of CEO, Mr. Seah Qin Quan. Mr. Seah Boon Keng is a Hygiene Officer of our Group.
- Mr. Lim Fah Choy is the brother-in-law of Chairman, Mr. Seah Boon Lock, and uncle of CEO, Mr. Seah Qin Quan. Mr. Lim Fah Choy is an Area Manager of our Group.
- The salary and bonus amounts shown are inclusive of Employee Provident Fund contributions.
- Remuneration band:
  - "Band 1" refers to compensation of between S$0 and S$250,000 per annum.

After careful consideration and taking into account the highly competitive business environment, commercially sensitive and confidential nature of the remuneration policies of the Company, the Board is of the view that notwithstanding the deviation from Provision 8.1 of the Code, the Company is transparent on its remuneration policies, which has been disclosed not only as part of compliance with Principle 8 but also in respect of Principle 7 of the Code. In particular, the Company has elaborated on the remuneration policy governing the remuneration of the Executive Directors and the factors taken into account for the remuneration of the Independent Directors.

In compliance with Rule 1204 (10D) of the Catalist Rule, the Company has disclosed the exact amount and the detailed breakdown of the remuneration paid to each Individual Director and the CEO, ensuring full transparency. This disclosure is made to provide shareholders and stakeholders with a clear understanding of the remuneration structure and uphold the principles of transparency.

The Company has in place Performance Incentive Schemes ("**Schemes**") such as the Yew Kee Employee Share Option Scheme ("**ESOS**") and Yew Kee Performance Share Plan ("**PSP**"). These Schemes serves to motivate eligible participants towards better performance through the award of shares to align themselves with the performance of the Company. During FY2024, no options and awards have been granted under the ESOS and PSP.

ACCOUNTABILITY AND AUDIT

Risk Management and Internal Controls

Principle 9: The Board is responsible for the governance and 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.

Provision 9.1 of the Code: Board determines the nature and extend of risks

The Board regularly reviews and improves its business and operational activities to identify areas of significant business risks as well as determine the Company's levels of risk tolerance and risk policies. In addition, the Board also regularly oversees the Management in the design, implementation and monitoring of the risk management and internal control systems to control, manage and mitigate these risks. The Management reviews the risk management and internal control systems and highlights all significant matters to the ARMC and Board from time to time.

The Board acknowledges that it is responsible for the governance of risks and the overall internal control framework but recognises no cost-effective internal control system will preclude all errors and irregularities, as a system is designed to manage rather than eliminate the risk of failure to achieve business objectives, and can provide only reasonable and not absolute assurance against the occurrence of materials errors or poor judgement in decision-making. In addition, it is essential to maintain adequate accounting records, develop and maintain an effective control environment within the Group.

The Group has implemented a system of internal controls designed to provide reasonable but not absolute assurance that assets are safeguarded, proper accounting records are maintained, operational controls are adequate and business risks are suitably managed. The Board determines the nature and extent of the significant risks which the Company is willing to take in achieving its strategic objectives and value creation. The Company's risk management framework and internal control system covers financial, operational, compliance and information technology risks and internal controls. The ARMC oversees the Management in the design, implementation and monitoring of the risk management and internal control systems, and reviews the adequacy and effectiveness of such systems at least annually.

Provision 9.2 of the Code: Assurance from the Board and KMP

The ARMC reviewed and assessed the adequacy and effectiveness of the Group's internal controls that address the Group's financial, operational, compliance and information technology risks, with the assistance of the internal and external auditors and the Management.

For the financial year under review:

(i) written assurance was received from the CEO and the GFC that the Group's financial records have been properly maintained and the financial statements give a true and fair view of the Group's operations and finances; and

(ii) written assurance was received from the CEO and the GFC that the Group's risk management and internal controls systems in place were adequate and effective to address the financial, operational, compliance and information technology risks within the current scope of the Group's business operations.

The process of reviewing and strengthening the Group's control environment is an evolving process. Management will continue to devote resources and expertise towards improving its internal policies and procedures to maintain a high level of governance and internal controls.

Through these reports, the Board aims to provide shareholders with a balanced and understandable assessment of the Group's financial performance, position and prospects.

The Management provides all members of the Board with sufficient and timely information on its financial performance and potential issues prior to all scheduled Board and Board Committees meetings.

The Company has complied with Rule 1207(4)(b)(iv) of Catalist Rules in relation to the risk management policies and processes. Based on the Group's framework of management controls in place, the internal control policies and procedures established and maintained by the Group, the reviews performed by the external auditors and internal auditors, as well as the written representation by the Management, the Board, with the concurrence of the ARMC, is of the opinion that the risk management and internal control systems of the Group, addressing the financial, operational, compliance and information technology risks are adequate and effective as at 31 December 2024 to address the risks that the Group considers relevant and material to its operations.

Audit and Risk Committee

Principle 10: The Board has an Audit and Risk Committee which discharges its duties objectively

Provision 10.1 of the Code: Role of ARMC

Provision 10.2 of the Code: Composition of ARMC

Provision 10.3 of the Code: ARMC does not comprise former partners or directors of the Company's auditing firm

The ARMC comprises the following three (3) members, all whom including the Chairman, are IDs and the LID is one of the members of the ARMC and have recent and relevant accounting or related financial expertise or experience to discharge their responsibilities:

- Mr. James Wong (Chairman)
- Mr. Ng Hong Whee (Member)
- Mr. Douglas Koh (Member)

Mr. James Wong, the Chairman of the ARMC, possesses recent and relevant accounting or related financial management knowledge, whilst the other two (2) ARMC members have regulatory, governance and industrial background. With the current composition, the Board believes that the ARMC members are appropriately qualified to discharge their responsibilities as defined under the terms of reference, which have been approved by the Board. No former partner or director of the Company's existing auditing firm is a member of the ARMC.

The ARMC is authorised by the Board and has explicit authority to investigate any matter within its terms of reference. It has direct and unrestricted access to, and the co-operation of the Management and full discretion to invite any Executive Director or KMP to attend its meetings. The ARMC has adequate resources, including access to external consultants, lawyers or other professionals as it sees fit to provide independent counsel and advice, to assist in the review or investigation on such matters within its terms of reference as it deems appropriate at the Company's expense.

The external auditors were also invited to be present at ARMC meetings, as and when required, held during the year to, inter alia, answer or clarify any matter on accounting and auditing or internal controls. The ARMC is of the opinion that the independence and objectivity of the external auditors have not been affected based on the amount of non-audit fees paid in FY2024.

The ARMC met two (2) times in FY2024. The Executive Directors and GFC were invited to attend the meetings.

The written terms of reference of the ARMC have been approved and adopted, and they include the followings:-

- having oversight on the controls and safeguards to prevent a recurrence of the non-compliances with the regulatory requirements;
- assisting the Board in the discharge of its responsibilities on financial and reporting matters;
- reviewing the relevance and consistency of accounting standards, the significant reporting issues, recommendations and judgments made by external auditors so as to ensure the integrity of the financial statements of our Group;
- reviewing the assurance from the CEO, the COO and GFC on the financial records and financial statements of our Group;
- reviewing the adequacy, effectiveness, and independence of the external audit and internal audit function of our Group;
- reviewing and reporting to the Board, at least annually, the effectiveness and adequacy of our Group's internal control and procedures (addressing financial, operational, information technology, compliance risks) and risk management systems (such review to be carried out internally or with the assistance of any competent third parties) and discussing issues and concerns, if any, prior to the incorporation of the Directors' comments in our Group's annual report;
- making recommendations to the Directors on establishing an adequate, effective and independent internal audit function (which can be in-house or outsourced to a reputable accounting/auditing firm or corporation), and ensuring that the internal audit function is adequately resourced and staffed with persons with the relevant qualifications and experience and that the internal auditors comply with the standards set by nationally or internationally recognised professional bodies;
- where applicable, ensuring that the internal audit function has unfettered access to all our Group's documents, records, properties, and personnel, including the Audit and Risk Committee, and has appropriate standing within our Group;
- reviewing our Group's financial risk areas, with a view to providing an independent oversight of our Group's financial reporting, the outcome of such review to be disclosed in the annual reports or, if the findings are material, to be immediately announced via SGXNet;
- reviewing the risk profile of our Group and the appropriate steps to be taken to mitigate and manage risks at acceptable levels determined by the Board;
- considering the appointment or re-appointment of the external auditors and internal auditors, the level of their remuneration and matters relating to resignation or dismissal of the external auditors and internal auditors;
- conducting periodic reviews and approval of foreign exchange transactions and hedging policies (if any) undertaken by our Group;
- reviewing and approving transactions falling within the scope of Chapter 9 of the Catalist Rules;

- reviewing and establishing procedures for receipt, retention and treatment of complaints received by our Group, among others, criminal offences involving our Group or our employees, questionable accounting, auditing, business, safety or other matters that impact negatively on our Group, and ensuring that arrangements are in place for the independent investigations of such matter and for appropriate follow-up;

- undertaking such other reviews and projects as may be requested by our Board of Directors and reporting to our Board its findings from time to time on matters arising and requiring the attention of our Audit and Risk Committee; and

- generally undertaking such other functions and duties as may be required by statute or the Catalist Rules, and by such amendments made thereto from time to time.

Whistleblowing Policy

The Group has put in place a whistleblowing framework, endorsed by the ARMC, which provides the mechanisms where employees may, in confidence, raise concerns or observations about possible corporate malpractices and improprieties in financial reporting or other matters directly to ac@ykgi.com.sg. Details of the whistleblowing policy, together with the dedicated whistleblowing communication channels (such as email address) have been made available to all employees. It has a well-defined process which ensures independent investigation of issues/concerns raised and appropriate follow-up action and provides assurance that employees will be protected from reprisal within the limits of the law or victimisation for whistleblowing in good faith. Anonymous reporting will also be attended to and anonymity honoured.

The whistleblowing policy and procedures are reviewed by the ARMC from time to time to ensure that they remain relevant.

The ARMC reports to the Board on such matters at the Board meetings. Should the ARMC receive reports relating to serious offences and/or criminal activities in the Group, the ARMC and the Board have access to the appropriate external advice where necessary. Where appropriate or required, a report shall be made to the relevant government authorities for further investigation or action.

The whistleblowing policy is published on the Company's website at https://www.ykgi.com/corporate-governance, and a copy of the whistleblowing policy is also disseminated to all employees of the Group. As at the date of this Annual Report, there was no complaint, concerns of issue and whistleblowing report received through the whistle-blowing channel.

Financial Reporting Matters

The ARMC reviews the financial statements, SGXNet announcements and all related disclosures to shareholders before submission to the Board for approval. In the process, the ARMC reviews the key areas of management judgement applied for adequate provisioning and disclosure, critical accounting policies and any significant changes made that would have an impact on the Group's financial performance to ensure the integrity and fairness of the financial statements.

In the review of the financial statements for FY2024, the ARMC has discussed the following significant matters impacting the financial statements with the Management and the external auditors:

Significant matters	How the ARMC reviewed these matters and what decisions were made
Revenue recognition – Sales of food and beverage	ARMC reviewed the management's accounting for the revenue recognition for sales of food and beverage and internal controls over sales and cash cycle implemented by management. As a result of the above procedures, the AC agrees with management that the accounting treatment applied is appropriate.

Internal Controls and Regulatory Compliance

The ARMC assists the Board in discharging its responsibility to safeguard the Group's assets, maintain adequate accounting records and develop and maintain effective systems of internal control, with the overall objective of ensuring that the Management creates and maintains an effective control environment. The ARMC provides a channel of communication between the Board, the Management, and the internal and external auditors on audit matters.

The ARMC also has explicit authority to investigate any matter within its terms of reference, full access to and co-operation by the Management and full discretion to invite any Director to attend its meetings, and reasonable resources to enable it to discharge its functions properly. The ARMC meets with the internal and external auditors, without the presence of the Management, at least once a year.

Any change to accounting standards and issues which has a direct impact on financial statements will be highlighted to the ARMC from time to time by the external auditors. The external auditors will work with the Management to ensure that the Group complies with the new accounting standards, if applicable.

The ARMC reviews the adequacy and effectiveness of the Group's internal controls, including financial, operational, compliance and information technology controls and risk management systems through discussion with Management and its auditors and report to the Board annually.

The ARMC reviews the assurance from the CEO and GFC on the financial records and financial statements.

External Audit

The ARMC reviews the scope and results of the audit carried out by the external auditors, Messrs. CLA Global TS Public Accounting Corporation ("**CLA Global TS**"), the cost effectiveness of the audit and the independence and objectivity of the external auditors. It always seeks to balance the maintenance of objectivity of the external auditors and their ability to provide value-for-money professional services.

The ARMC, in determining the independence and objectivity of the external auditors, reviewed all aspects of their relationships with them, including the processes, policies and safeguards adopted by the Group and external auditors relating to audit independence. The ARMC also considered the nature and volume of the provision of the non-audit services in FY2024. Save for the fees paid for audit engagement, the non-audit services provided by the Company's external auditors, CLA Global TS are immaterial and the nature of the works provided would not affect the independence of the auditors. The ARMC is of the opinion that the external auditors are independent and were adequate and effective in performing its audit.

	S$	**% of Fees**
Audit fees	305,000	79.2
Non-audit fees		
- Tax services	49,600	12.9
- Sustainability reporting	30,500	7.9
Total fees	385,100	100.0

The consolidated financial statements of the Company and its subsidiaries are audited by CLA Global TS. The ARMC and the Board are of the view that the audit firms are adequately resourced, of appropriate standing within the international affiliation, have reviewed and are satisfied that the appointment would not compromise the standard and effectiveness of the audit of the Company and that the Company has complied with Rule 712 and Rule 715 of the Catalist Rules of the SGX-ST.

In reviewing the nomination of CLA Global TS for re-appointment for the financial year ending 31 December 2025, the ARMC has considered the adequacy of the resources, experience and competence of CLA Global TS, and has taken into account the CLA Global TS's firm-wide audit quality framework, which is in line with the requirements of the Singapore Standards on Management Control 1 (Quality Management for Firms that Perform Audits and Reviews of Financial Statements, and Other Assurance and Related Service Engagements) ("**CLA Global TS AQI Framework**") at the firm level and on the audit engagement level. Consideration was also given to the experience of the engagement partner and key team members in handling the audit. The ARMC also considered the audit team's ability to work in a co-operative manner with Management whilst maintaining integrity and objectivity and its ability to deliver their services professionally and within agreed timelines.

The ARMC has recommended to the Board that the external auditors, CLA Global TS, be nominated for re-appointment as the external auditors of the Company at the forthcoming AGM of the Company to be held on 25 April 2025.

None of the ARMC members are former partners or directors of the Company's external firm within the last twelve (12) months and none of the ARMC members hold any financial interest in the external audit firm.

Provision 10.4 of the Code: Internal Audit Function

The primary role of internal audit is to assist the Board to evaluate the reliability, adequacy and effectiveness of the internal controls and risk management processes of the Group, reviewing the internal controls of the Group to ensure prompt and accurate recording of transactions and proper safeguarding of assets and reviewing that the Group to comply with the relevant laws, regulations and policies established.

The internal audit function plans its internal audit schedule in consultation with, but independent of the Management. The ARMC examines the internal audit plan, determines the scope of audit examination and approves the internal audit budget. It also oversees the implementation of the improvements required on internal control weaknesses identified and ensures that Management provides the necessary co-operation to enable the internal auditors to perform its function. In addition, the internal auditors may be involved in ad-hoc projects initiated by the Management which require the assistance or/and assurance of the internal auditors in specific areas of concerns.

The Board is overall responsible for the management of risk within the Group. It ensures that the Management maintains a sound system of risk management and internal controls to safeguard shareholders' interests and the Company's assets and determines the nature and extent of the significant risks which the Board is willing to take in achieving its strategic business objectives.

The size of the operations of the Group does not warrant the Group having an in-house internal audit function at this juncture. Messrs. BDO Advisory Pte Ltd, the Company's internal auditors report primarily to the Chairman of the ARMC and have unrestricted access to the documents, records, properties and personnel of the Company and of the Group. The main objective of the internal audit function is to assist the Group in evaluating and assessing the effectiveness of internal controls, and to highlight the areas where control weaknesses exist, if any. The Company continues to work with the internal auditors to identify other scope of work which will help to further enhance the robustness of the Company. Management has adopted a risk management framework and the Enterprise Risk Management ("**ERM**") manual. BDO facilitated an enterprise risk assessment with the Management and relevant employees to identify key risks that would impact the achievement of the Group's business objectives in FY2024. The risk assessment exercise covered pertinent risks in strategic, operational, financial, regulatory compliance and information technology areas. The effectiveness of the Group's system of internal controls are in place to address the key financial, operational, compliance and information technology risks affecting the operations are reviewed by the ARMC, together with the Board.

The Management is responsible for ensuring that the risks identified are relevant to the business environment and that controls or mitigating factors are in place. The Board reviews and approves policies and procedures for managing the identified risks. The ARMC provides independent oversight to the effectiveness of the risk management process.

In compliance with Rule 1204(10) of the Catalist Rules, the Board, with the concurrence of the ARMC, is of the opinion that the Company has a robust and effective internal control system. The system of internal controls is sufficiently adequate and effective to address the information technology controls and risk management systems, as well as the financial, operational, compliance and information technology risks based on the internal controls established and maintained by the Group and reports from the internal auditors and external auditors.

The Board notes that the system of internal controls provides reasonable but not absolute assurance that the Group will not be affected by any event that could be reasonably foreseen as it strives to achieve its business objectives. In this regard, the Board also notes that no system can provide absolute assurance against the occurrence of material errors, poor judgement in decision-making, human error, fraud or other irregularities.

The ARMC has reviewed the independence, adequacy and effectiveness of the internal audit function at least annually to ensure that it is adequately resourced and has appropriate standing within the Company. Based on the review, the ARMC was of the view that the internal audit function is independent, effective and adequately resourced.

The ARMC approves the hiring, removal, evaluation and compensation of the internal auditors, who have unfettered access to all the Company's documents, records, properties and personnel, including access to the ARMC.

Code of Conduct and Business Ethics

The Company has established a Code of Conduct and Business Ethics that sets the principles of the code of conduct and business ethics which applies to all employees of the Group. This code covers areas such as conduct in workplace, business conduct, protection of the Company's assets, confidentiality of information and conflict of interest. Directors, KMP and employees are expected to observe and uphold high standards of integrity which are in compliance with the Company's policies and the law and regulations of the countries in which it operates.

Provision 10.5 of the Code: ARMC meets the auditor without the presence of Management annually.

The ARMC shall meet external auditors and internal auditors without the presence of the Management at least once a year so that any matter can be raised directly. For FY2024, the ARMC has met with the external auditors and internal auditors without the presence of the Management. These meetings enable the auditors to raise any issues in the course of their work directly to the ARMC.

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.

Provision 11.1 of the Code: Shareholders' Rights

Provision 11.2 of the Code: Resolutions

The Board is committed to being open and transparent in the conduct of the Company's affairs, while preserving the commercial interests of the Company. The Board is mindful of its obligations to provide timely and fair disclosure of material information in accordance with the Corporate Disclosure Policy. Financial Results, annual reports and other material information are released via SGXNet. Announcements released via SGXNet are also uploaded promptly on the Company's corporate website. The Company's website: https://www.ykgi.com/announcements, contains regular up to date information and corporate profile of the Group. All shareholders and the public can access for more information of the Company through this website.

All resolutions at general meetings are voted on by poll so as to better reflect shareholders' shareholding interests and ensure greater transparency. Shareholders are briefed by the appointed polling agent on the poll voting procedures at the general meetings. The appointed scrutineer will ensure that the poll process is properly carried out and the counting of the votes is verified by the scrutineer. The poll voting results of all votes cast for, or against, or abstain, each resolution and the respective percentages are announced at the meeting and via SGXNet upon the conclusion of the general meetings.

Provision 11.3 of the Code: Attendance at General Meetings

At general meetings of the Company, shareholders are given the opportunity to communicate their views and are encouraged to ask the Directors and the Management questions regarding matters affecting the Company and the Group.

The Chairman, all the Directors (including the Chairmans of the ARMC, NC and RC) and the external auditors, Messrs. CLA Global TS Public Accounting Corporation, will endeavour to be present at the Company's AGM held on 25 April 2025 to address the shareholders' questions relating to the work of the Board and the Board Committees and the external auditors will assist the Directors in addressing any relevant queries by the shareholders relating to the conduct of the audit and the preparation and content of the auditors' report.

Provision 11.4 of the Code: Voting procedures

Shareholders are encouraged to participate at the Company's general meetings. For those who hold their shares through nominee or custodial services, they are allowed, upon prior request through their nominee, to attend the general meetings as observers without being constrained by the two-proxy rule.

All shareholders are encouraged to attend the general meetings to ensure high level of accountability and to stay informed of the Group's strategies and visions. The Constitution allows a shareholder and corporation which provide nominee or custodial services to appoint not more than two (2) proxies to attend and vote at general meetings. The Constitution contains provision for any shareholder to vote in absentia, such as via mail, electronic mail or facsimile. In order to have a valid registration of proxy, the proxy forms must be sent in advance to the place(s) as specified in the notice of the general meetings at least 72 hours before the time set for the general meetings.

Voting in absentia such as voting via mail, electronic mail or facsimile at the general meetings may only be possible following careful study to ensure that integrity of the information and authentication of the identity of shareholders through the web is not compromised.

Provision 11.5 of the Code: Minutes of general meeting

The Company Secretary shall prepare each item of special business in the notices of the shareholders' general meetings is accompanied, where appropriate, by an explanation for the proposed resolution. Separate resolutions are proposed for each distinct issue. Minutes of general meetings, which include substantial comments or queries from shareholders and responses from the Board and Management are available to shareholders upon request.

The Company will, within one (1) month after the date of the AGM, publish the minutes of the AGM on SGXNet and the Company's website, and the minutes will include the responses to the questions referred to the above.

Provision 11.6 of the Code: Dividend policy

The Company does not have a fixed dividend policy. The form, frequency and amount of dividends will depend on the Company's earnings, operational and capital requirements, cash flow and financial conditions, as well as general business conditions and other factors which the Board may deem appropriate. The Board endeavours to maintain a balance between meeting shareholders' expectations and prudent capital management. The Board will review the dividend payment from time to time and any dividend declaration will be communicated to shareholders via announcement through SGXNet.

The Board has recommended a final dividend (one-tier tax exempt) of S$0.0036 per ordinary share for FY2024 which is subject to the Shareholders' approval at the forthcoming AGM of the Company.

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.

Provision 12.1 of the Code: Communication with shareholders

The Board is mindful of the obligation to provide regular, effective and fair communication with Shareholders. The Company believes that prompt disclosure of pertinent information and high standard of disclosure are the keys to raise the level of corporate governance. For all announcements (including financial performance reporting) made to the public via SGXNet and the annual reports issued to Shareholders, the Board is cognisant of its responsibility to present a fair assessment of the Group's current performance, position and its future prospects.

Information is disseminated to Shareholders on a timely basis through:

- announcements and/or press release released through SGXNET;
- annual report and circulars prepared and issued to all Shareholders; and
- the official website of the Company (https://ykgi.com.sg/)

The Board takes adequate steps to ensure compliance with legislative and statutory requirements, and observes obligations of continuing disclosure under the Catalist Rules. The Management reviews and provides relevant compliance reports for the Board's approval. For issues relating to the Group's business development, the Board also provides the Shareholders with periodic updates and reports through announcements where necessary. The Group's financial results and annual reports are announced or issued within the period specified under the Catalist Rules.

Provision 12.2 and 12.3 of the Code: Investor relations policy

Disclosure of Information on Timely Basis

The Group is firmly committed to corporate governance and transparency by disclosing to its stakeholders, including its shareholders, as much relevant information as is possible, in a timely, fair and transparent manner as well as to hearing its shareholders' views and addressing their concerns. By supplying shareholders with reliable and timely information, the Company is able to strengthen the relationship with its shareholders based on trust and accessibility.

Investor Relations Practices

The Company has an Investor Relations ("**IR**") policy outlining the principles and practices adopted in the course of its investor relations activities, including communication with shareholders and the investment community.

The IR Policy reflects avenues for communication between shareholders and the Company, including shareholders' meetings, the Company's annual report and sustainability report, the information available on the Company's website, results announcements, meetings with analysts and media, and describes how shareholders may contact the Company should they have questions. The policy thus allows for an ongoing exchange of views with shareholders, thereby promoting regular, effective and fair communication.

MANAGING STAKEHOLDERS RELATIONSHIPS

Engagement with Stakeholders

Principle 13: The Board adopts an inclusive approach by considering and balancing the needs and interests of materials stakeholders, as part of its overall responsibility to ensure that the best interests of the Company are served.

Provision 13.1 and 13.2 of the Code: Relationships with stakeholders

The Group has identified key stakeholders as those who are impacted by the Group's business and operation activities, and have a significant impact on the Group's sustainability. Such stakeholders include employees, shareholders, workers, its consumers, its suppliers and business partners, communities, government and regulators, and its financiers. The Company engages its stakeholders through various channels to ensure that business interests of the Group are balanced against the needs and interests of its stakeholders.

The Group's policies including the Board Diversity Policy, the IR Policy and Whistleblowing Policy facilitate the Group's engagement with its key stakeholders. In addition, the Company is present its sustainability report which reported is sustainability performance in accordance with the SGX Sustainability Report Guide, with reference to the Global Reporting Initiate ("**GRI**") reporting framework and has aligned its climate-related disclosure with the Task Force on Climate-related Financial Disclosure ("**TCFD**") in managing material economic, environmental, social and governance ("**EESG**"). Please refer to the Company's Sustainability Report for FY2024 set out on pages 19 to 43 of this Annual Report for further details.

Stakeholders may contact the Company through '**Contact Us**' in the Company's corporate website: https://www.ykgi.com/ cont/contact-us.

Provision 13.3 of the Code: Communication with stakeholders

Corporate Website

The Company does not practice selective disclosure of material information. All material information on the performance and development of the Group and of the Company is disclosed in a timely, accurate and comprehensive manner through SGXNet, press releases and the Company's corporate website – https://www.ykgi.com/.

The comprehensive website, which is updated regularly, contains various information on the Group and the Company which serves as an important resource for investors and all stakeholders. It has a dedicated "Investor Relations" link which features the annual report, financial results, and related information.

ADDITIONAL INFORMATION REQUIRED BY THE CATALIST RULES OF THE SGX-ST

1. DEALING IN SECURITIES

In compliance with Rule 1204(19) of the Catalist Rules, the Company imposes a trading embargo on its Directors and employees of the Company from trading in its securities for the period of one (1) month prior to the announcement of the half-year and full-year financial results, or when they are in possession of unpublished material price-sensitive information.

An internal memorandum was circulated informing all persons covered by the policy that they are prohibited from dealing in the securities of the Company during the ‘closed window’ period until after the release of the results. The Company’s internal memorandum includes the clause whereby an officer of the Company is prohibited from dealing in the Company’s securities on short-term considerations.

All Directors are required to seek Board’s approval before trading in the Company’s shares and are also required to notify the Company Secretary of any change in his/her interest in the Company’s shares within two business days of the change.

In view of the policy in place, the Board is of the opinion that the Company has complied with the recommended best practices on dealings in securities under Rule 1204(19) of the Catalist Rules.

In addition, directors, key management personnel and connected persons are expected to observe insider trading laws at all times even when dealing in securities within the permitted trading period. They are also refrained from dealing in the Company’s shares on short-term considerations.

2. NON-SPONSORSHIP FEES

With reference to Rule 1204(21) of the Catalist Rules, no non-sponsor fees were paid to the Company’s Sponsor, RHT Capital, in FY2024.

3. INTERESTED PERSON TRANSACTIONS (“IPTS”)

The ARMC reviewed the Group’s IPTs to ensure that the transactions were executed at normal commercial terms and did not prejudice the interests of the Group and its minority shareholders.

The Company has not obtained a general mandate from shareholders for IPTs. Save from the IPTs disclosed in the Offer Document of the Company, there is no additional IPTs of S$100,000 and above, and the ARMC is satisfied that there were no material contracts of the Company and its subsidiaries involving the interest of the CEO, any Director or controlling shareholder (and their respective associate) subsisted at the end of the financial year. In the event that a member of the ARMC is involved in any IPTs, he or she will abstain from reviewing that particular transaction.

4. USE OF IPO PROCEEDS

The Group raised net proceeds of S$12.0 million. As of the date of this Annual Report, the balance of net proceeds as follows:

	Allocation of net proceeds S$'000	Amount utilised as at the Date of this Annual Report S$'000	Balance as at the Date of this Annual Report S$'000
Expansion of our business (including opening new outlets in Singapore and overseas, expanding into more market segments, strengthening our supply chain capabilities, expanding our franchising and sub-franchising operations and undertaking strategic acquisitions and joint venture partnerships)	10,000	1,535[1]	8,465
Working Capital	2,035	2,035	–
Total	**12,035**	**3,570**	**8,465**

Notes:

(1) The amount of approximately S$1,535,000 was utilised for payment to contractors, landlords and suppliers relating to the Renovation, deposit and equipment of new outlets.

(2) The breakdown of the utilisation of net proceeds used for general working capital purposes were as follows:

Summary of Expenses	S$'000
Purchases from suppliers	942
Staff Cost	1,093
Total	**2,035**

5. MATERIAL CONTRACTS

There were no material contracts entered into by the Company or its subsidiaries involving the interests of its Chairman, CEO, any Directors or controlling shareholders which are either still subsisting as at the end of financial year or if not then subsisting, entered into since the end of the previous financial year.

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Pursuant to Rule 720(5) of the Catalist Rules, the information relating to the Retiring Directors who are seeking re-election at the forthcoming AGM of the Company, as set out in Appendix 7F is set out below:

Details	**Name of Director**	
	Mr. Seah Qin Quan	**Mr. Ng Hong Whee**
Date of Appointment	8 August 2022	25 January 2023
Date of last re-appointment (if applicable)	29 May 2023	29 May 2023
Age	32	57
Country of principal residence	Singapore	Singapore
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	The re-election of Mr. Seah Qin Quan ("**Mr. Seah**") was recommended by the NC and the Board has accepted the recommendation, after taking into consideration, Mr. Seah's experience, and overall contribution since he was appointed as a Director of the Company.	The re-election of Mr. Ng Hong Whee ("**Mr. Ng**") was recommended by the NC and the Board has accepted the recommendation, after taking into consideration, Mr. Ng's qualifications, experience, and overall contribution since he was appointed as a Director of the Company. The Board considers Mr. Ng to be independent for the purpose of Rule 704(7) of the Catalist Rules.
Whether appointment is executive, and if so, the area of responsibility	Executive, responsible for directing and controlling the operations of the Group.	Non-Executive.
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Chief Executive Officer and Executive Director	Independent Director, Chairman of Nominating Committee, a member of the Audit and Risk Management Committee and Remuneration Committee
Professional qualifications	• Diploma in Civil Aviation from Republic Polytechnic	• GCE O Level passes in English and Chinese
Working experience and occupation(s) during the past 10 years	Please refer to page 14 of this Annual Report	Please refer to page 15 of this Annual Report
Shareholding interest in the listed issuer and its subsidiaries	Nil	Nil
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	Son of Mr. Seah Boon Lock, Executive Chairman and Executive Director and Ms. Wee Lay Teng, Chief Administrative Officer Brother of Ms. Seah Kun Miao, Chief Marketing Officer	Nil
Conflict of interest (including any competing business)	Nil	Nil

CORPORATE GOVERNANCE REPORT

<table>
<tr><th rowspan="2">Details</th><th colspan="2">Name of Director</th></tr>
<tr><th>Mr. Seah Qin Quan</th><th>Mr. Ng Hong Whee</th></tr>
<tr><td>Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer</td><td>Yes</td><td>Yes</td></tr>
<tr><td>Other Principal Commitments* including Directorships*</td><td></td><td></td></tr>
<tr><td></td><td><u>Past (for the last 5 years)</u>
● Tampines Hub Delight Pte. Ltd.
● Tong Fong Fatt YK Pte. Ltd.
● Feng’s Kampung Food Pte. Ltd.
● Joo Koon Eating House Pte. Ltd.
● Yu Kee Food House Pte. Ltd.
● Marina Square (610) Pte. Ltd.
● YTP (Yew Tee) Pte. Ltd.
● J9 Holdings Pte. Ltd.
● YKGI Hawker Management Pte. Ltd.
● SG Watch Market Pte. Ltd.

<u>Present:</u>
● YK Food (Five) Pte. Ltd.
● Yew Kee Bakery Pte. Ltd.
● YK Food (Four) Pte. Ltd.
● YK Food (Three) Pte. Ltd.
● YK Food (Two) Pte. Ltd.
● YK Food (One) Pte. Ltd.
● PastaGo Pte. Ltd.
● 102CR Food Pte. Ltd.
● Yew Kee Management Pte. Ltd.
● Yew Kee Two Pte. Ltd.
● 2 Bukit Panjang Pte. Ltd.
● 51 Hougang Pte. Ltd.
● Admiralty Local Delight Pte. Ltd.
● 480 Local Delight Pte. Ltd.
● 10 (XO Noodle) Pte. Ltd.
● 207 (Duck Rice) Pte. Ltd.
● 108 Sembawang Pte. Ltd.
● SM30 Simei Pte. Ltd.
● Ubi 179 Food House Pte. Ltd.
● Yew Kee Three Pte. Ltd.
● Fine Food (Nanyang) Pte. Ltd.
● Fine Food F&B Pte. Ltd.
● Ying’s Traditional Food Pte. Ltd.
● Yew Kee Collective Pte. Ltd.
● Punggol WP83 Pte. Ltd.
● Yew Kee Duck & Noodle House Pte. Ltd.
● YKGI Ventures Pte. Ltd.
● YKGI Investment Pte. Ltd.
● YKGI Food Court Management Pte. Ltd.
● Seah & Family Pte. Ltd.</td><td><u>Past (for the last 5 years)</u>
● Spackman Entertainment Group Ltd.
● WGP Holdings Pte. Ltd.

<u>Present:</u>
● NHW Pte. Ltd.
● LS 2 Holdings Limited
● WGP Global Pte. Ltd.
● Lavoisier Chemical Industry Digital Technology Pte. Ltd.</td></tr>
</table>

Details		Name of Director	
		Mr. Seah Qin Quan	**Mr. Ng Hong Whee**
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?	No	No
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?	No	No
c.	Whether there is any unsatisfied judgment against him?	No	No
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?	No	No

Details		Name of Director	
		Mr. Seah Qin Quan	Mr. Ng Hong Whee
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
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
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
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

Details	Name of Director	
	Mr. Seah Qin Quan	Mr. Ng Hong Whee
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
j. Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of: -		
i. any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	The Company's subsidiaries have been issued warnings and been sanctioned by the NEA and the Singapore Food Agency, after it was set up in April 2019 and took over food safety and food-related functions from the NEA, for various offences committed in the ordinary course of business. Details of the breaches involving IRAS investigations, MOM Matters as well as NEA and Singapore Food Agency infringement are set out in page 225 to 230 in the Company's offer document dated 26 January 2023.	On September 2020, Spackman Entertainment Group Limited ("**Spackman**"), during the period when Mr. Ng was the Independent Director, was issued Notice of Compliance by the SGX Regco. Spackman was concluded with potential breaches of (i) Catalist Rule 719(1) and (ii) Catalist Rule 1010(5). For more information, please refer to the Spackman's announcements dated 3 Sep 2020, 20 Oct 2020, 12 Jan 2021, 16 Apr 2021, 18 Aug 2021, 4 Oct 2021, 2 Dec 2022, 26 May 2022 and 16 Jun 2022.
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	No	No
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	No	No

Details	Name of Director	
	Mr. Seah Qin Quan	Mr. Ng Hong Whee
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, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No	No
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?	No	No

DIRECTORS' STATEMENT

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

The directors present their statement to the members together with the audited financial statements of YKGI Limited (the "Company") and its subsidiary corporations (the "Group") for the financial year ended 31 December 2024 and the statement of financial position of the Company as at 31 December 2024.

In the opinion of the directors,

(a) the statement of financial position of the Company and the financial statements of the Group as set out on pages 87 to 144 are drawn up so as to give a true and fair view of the financial position of the Company and the Group as at 31 December 2024 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 Group and 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:

Mr. Seah Boon Lock
Mr. Seah Qin Quan
Mr. Wong Fook Sung ("Mr. James Wong")
Mr. Koh Kew Siong ("Mr. Douglas Koh")
Mr. Ng Hong Whee

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, other than as disclosed under "Performance Share Plan" and "Share Options" in this statement.

Directors' interests in shares or debentures

(a) According to the register of directors' shareholdings, 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 a director is deemed to have an interest**	
	At 31.12.2024	**At 01.01.2024**	**At 31.12.2024**	**At 01.01.2024**
The Company				
(No. of ordinary shares)				
Mr. Seah Boon Lock	–	–	336,337,700	336,337,700

Directors' interests in shares or debentures (continued)

(a) According to the register of directors' shareholdings, 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: (continued)

	Holdings registered in name of director		Holdings in which a director is deemed to have an interest	
	At 31.12.2024	At 01.01.2024	At 31.12.2024	At 01.01.2024
Immediate and Ultimate Company – Seah & Family Pte Ltd				
(No. of ordinary shares)				
Mr. Seah Boon Lock	70	70	–	–
Mr. Seah Qin Quan	10	10	–	–

(b) Mr. Seah Boon Lock, who by virtue of his interest of not less than 20% of the issued capital of Seah & Family Pte. Ltd., is deemed to have an interest in the share capital of all subsidiary corporations of the Company at the beginning and at the end of the financial year.

The directors' interest in the ordinary shares of the Company as at 21 January 2025 were the same as those as at 31 December 2024.

Performance share plan

The Yew Kee Performance Share Plan (the "Yew Kee PSP") was approved by the Company's shareholders at an Extraordinary General Meeting held on 23 December 2022.

The Yew Kee PSP will provide eligible participants ("PSP Participants") with an opportunity to participate in the equity of the Company and to motivate them towards better performance through increased dedication and loyalty. The Yew Kee PSP forms an integral and important component of the Group's compensation plan and is designed primarily to reward and retain employees whose services are vital to the growth and performance of the Company and/or the Group. Under the Yew Kee PSP, the award of fully-paid shares, free of charge (the "Award") are granted to the Group employees including Group Executive Directors and Group Non-Executive Directors who in the opinion of the Remuneration Committee ("RC"), have contributed or will contribute to the success and development of the Group.

Employees who are controlling shareholders or associates of controlling shareholders, and who are also Group Executives shall be eligible to participate in the Yew Kee PSP at the absolute discretion of the RC if their participation and the terms of each grant of Award and the actual number of Shares to be granted to them have been approved by the independent shareholders at a general meeting in separate resolutions for each such person, and in respect of each such person, in separate resolutions for each of (a) his participation, and (b) the terms of each grant of Award and the actual number of shares to be granted to him, provided always that it shall not be necessary to obtain the approval of the independent shareholders of the Company for the participation in the Yew Kee PSP of a controlling shareholder or an associate of a controlling shareholder who is, at the relevant time, already a PSP Participant.

Performance share plan (continued)

The Award will be determined at the absolute discretion of the RC which will oversee and administer the Yew Kee PSP, provided that no member of the RC shall participate in any deliberation or decision in respect of Awards granted or to be granted to him/her. In considering the grant of an Award to a participant, the RC shall take into account (where applicable) criteria such as the rank, scope of responsibilities, performance, years of services and potential for future development of the PSP Participant. The length of the vesting period in respect of each Award will be determined by the RC on a case-by-case basis taking into consideration the length of service of the participant and the need to retain the participant so as to encourage him/her to continue serving the Group for a further period even after having satisfied the performance target. No minimum vesting periods are prescribed under the Yew Kee PSP. The criteria and terms of the Awards will be applied consistently to all participants including the controlling shareholders and their associates.

The aggregate number of shares over which the RC may grant under the Yew Kee PSP on any date, when aggregated any other share-based incentive scheme, shall not exceed 15% of the issued share capital of the Company (excluding treasury shares and subsidiary holdings) from time to time. There were no Award granted to controlling shareholders of the Company or their associates (as defined in the SGX-ST Listing Manual Section B: Rules of Catalist) and no participant has received 5% or more of the total number of shares available under the Yew Kee PSP during the financial year ended 31 December 2024. There were no Awards granted during the financial year ended 31 December 2024.

Share options

The Yew Kee Employee Share Option Scheme (the "Yew Kee ESOS") was approved by the Company's shareholders at an Extraordinary General Meeting held on 23 December 2022.

The Yew Kee ESOS will provide eligible participants ("ESOS Participants") with an opportunity to participate in the equity of the Company and to motivate them towards better performance through increased dedication and loyalty. The Yew Kee ESOS is primarily a share incentive scheme. It recognises the fact that the services of ESOS Participants are important to the success and continued well-being of the Group. Implementation of the Yew Kee ESOS will enable the Company to give recognition to the contributions made by such ESOS Participants. Under the Yew Kee ESOS, the award of options (the "Options") are granted to the Group employees including Group Executive Directors and Group Non-Executive Directors who in the opinion of the RC, have contributed or will contribute to the success and development of the Group.

Employees who are controlling shareholders or associates of controlling shareholders, and who are also Group Executives shall be eligible to participate in the Yew Kee ESOS at the absolute discretion of the RC if their participation and the terms of each grant of Option and the actual number of shares to be granted to them have been approved by the independent shareholders at a general meeting in separate resolutions for each such person, and in respect of each such person, in separate resolutions for each of (a) his participation, and (b) the terms of each grant of Option and the actual number of shares to be granted to him, provided always that it shall not be necessary to obtain the approval of the independent shareholders of the Company for the participation in the Yew Kee ESOS of a controlling shareholder or an associate of a controlling shareholder who is, at the relevant time, already a ESOS Participant.

The RC may, subject to the rules of the Yew Kee ESOS, offer to grant Option to such grantees as it may select in its absolute discretion at any time during the period when the Yew Kee ESOS is in force, except that no Option shall be granted during the period of 30 days immediately preceding the date of announcement of the Company's interim and/or final results (whichever the case may be).

The aggregate number of Shares over which the RC may grant Options on any date, when added to the number of shares issued and issuable or transferred and to be transferred in respect of all Options granted under the Yew Kee ESOS and the number of shares issued and issuable or transferred and to be transferred in respect of all options or awards granted under any other share option schemes or share schemes of the Company, including the Yew Kee PSP, shall not exceed 15% of the total number of issued shares (excluding shares held by the Company as treasury shares) on the day immediately preceding the offer date of the Options.

Share options (continued)

The aggregate number of Yew Kee ESOS Shares which may be issued or transferred to ESOS Participants who are controlling shareholders and their associates shall not exceed 25% of the shares available under the Yew Kee ESOS.

The number of Shares which may be issued or transferred pursuant to Options under the Yew Kee ESOS to each Participant who is a controlling shareholder or his associate shall not exceed 10% of the shares available under the Yew Kee ESOS.

Subject to the rules of the Yew Kee ESOS in relation to adjustments, the exercise price for each share in respect of which an Option is exercisable shall be determined by the RC at its absolute discretion, and shall be fixed by the RC at the market price; or a price which is set at a discount to the market price, the quantum of such discount to be determined by the RC in its absolute discretion, provided that the maximum discount which may be given in respect of any Option shall not exceed 20% of the market price in respect of that Option, or such other percentage as may be prescribed by the Catalist Rules.

In making any determination on whether to give a discount and the quantum of such discount as set out above, the RC shall take into consideration such criteria as the RC may, at its absolute discretion, deem appropriate, including but not limited to: (a) the performance of the Group, as the case may be, taking into account financial parameters such as net profit after tax, return on equity and earnings growth; (b) the years of service and individual performance of the eligible Participant; (c) the contribution of the eligible Participant to the success and development of the Company and/or the Group; and (d) the prevailing market conditions.

Options granted with the exercise price set at market price shall only be exercisable, in whole or in part (provided that an Option may be exercised in part only in respect of 100 Shares or any multiple thereof), by a Participant at any time, after the first anniversary of the offer date of that Option, provided always that the Options shall be exercised before the tenth anniversary of the relevant offer date or such earlier date as may be determined by the RC, failing which all unexercised Options shall immediately lapse and become null and void and a Participant shall have no claim against the Company.

Options granted with the exercise price set at a discount to market price shall only be exercisable, in whole or in part (provided that an Option may be exercised in part only in respect of 100 Shares or any multiple thereof), at any time, by a Participant after the second anniversary from the offer date of that Option, provided always that the Options shall be exercised before the tenth anniversary of the relevant offer date and fifth anniversary from the relevant offer date (in the case of a Participant who is a non-executive Director), or such earlier date as may be determined by the RC, failing which all unexercised Options shall immediately lapse and become null and void and a Participant shall have no claim against the Company.

There were no options granted during the financial year to subscribe for unissued shares of the Company or its subsidiary corporations.

No shares have been issued during the financial year by virtue of the exercise of any option to take up unissued shares of the Company or its subsidiary corporations.

There were no unissued shares of the Company or its subsidiary corporations under option at the end of the financial year.

Audit and risk management committee

The members of the Audit and Risk Management Committee at the date of this statement are set out as follows:

Mr. James Wong (Chairman)
Mr. Douglas Koh (Member)
Mr. Ng Hong Whee (Member)

All members of the Audit and Risk Management Committee were independent and non-executive directors.

Audit and risk management committee (continued)

The Audit and Risk Management Committee carried out its function in accordance with Section 201B(5) of the Singapore Companies Act 1967. It undertakes to perform, inter alia, the following:

(i) the scope and the results on internal audit procedures with the internal auditor;

(ii) the adequacy, effectiveness, independence, scope and results of the internal audit function in the overall context of the company's risk management system;

(iii) the audit plan and results of the Company's independent auditor and any recommendations on internal accounting controls arising from the statutory audit; and

(iv) the statement of financial position of the Company and the consolidated financial statements of the Group for the financial year ended 31 December 2024 before their submission to the Board of Directors (the "Board").

The Audit and Risk Management Committee has recommended to the Board that the independent auditor, CLA Global TS Public Accounting Corporation, be nominated for re-appointment at the forthcoming Annual General Meeting of the Company.

Independent auditor

The independent auditor, CLA Global TS Public Accounting Corporation, has expressed its willingness to accept re-appointment.

On behalf of the directors

Seah Boon Lock
Director

Seah Qin Quan
Director

7 April 2025

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of YKGI Limited (the "Company") and its subsidiary corporations (the "Group"), which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 31 December 2024, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows of the Group for the financial year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 87 to 144.

In our opinion, the accompanying financial statements of the Group and the statement of financial position of the Company are properly drawn up in accordance with the provisions of the Singapore Companies Act 1967 of Singapore (the "Act") and Singapore Financial Reporting Standards (International) ("SFRS(I)s") so as to give a true and fair view of consolidated financial position of the Group and the financial position of the Company as at 31 December 2024 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.

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 are independent of the Company in accordance with the Accounting and Corporate Regulatory Authority ("ACRA") *Code of Professional Conduct and Ethics Applicable to 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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matter

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 2024. 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.

Revenue recognition – Sales of food and beverages

Refer to Note 2.2(a) and Note 4 to the financial statements

Area of focus

The Group derives revenue primarily from sale of food and beverages, which is recognised at the point in time when the customer accepts the ordered food and beverages and control is transferred to the customer. For orders placed through online food delivery applications, revenue is recognised at the point in time when the food and beverages are delivered to the customer, as this is when control is transferred.

The Group offers customers a membership program where its customers can earn membership points from qualified purchases. The membership points can be redeemed for discount vouchers and other products related to the Group's branding. Additionally, the Group may provide customers with discount vouchers and free vouchers for complimentary drinks and other products upon reaching a certain amount of spending threshold. These vouchers are distributed for free of charge by the Group through various promotional and advertising activities. The discount vouchers, free vouchers and membership points are issued concurrently with a revenue transaction and are considered as a separate performance obligation arising from transaction with customers.

Key Audit Matter (continued)

Revenue recognition – Sales of food and beverages (continued)

Refer to Note 2.2(a) and Note 4 to the financial statements

Area of focus (continued)

The Group estimates the value of the future redemption obligation based on the estimated value of the products for which the discount vouchers and free vouchers for complimentary drinks and other products are expected to be redeemed and recognises the estimated fair value as a contract liability in the statements of financial position. For membership points, the Group estimates the value of the future redemption obligation based on the estimated value of the products for which the membership points are expected to be redeemed, considering historical redemption patterns, including an estimate of the breakage for points that are not expected to be redeemed.

We focus on this area as a key audit matter as there is presumed fraud risk with regards to revenue recognition and revenue being one of the key performance indicators of the Group, represents the most significant item on the Group's financial statements. In addition, due to the magnitude and the characteristics of the Group's industry, the recording of the Group's revenue from sales of food and beverages involves high volume of individual transactions derived from sales to multiple customers such that we have incurred significant time and resources in carrying out our work in this area.

How our audit addressed the key audit matter

Our procedures performed in relation to the Group's sales of food and beverages included the following:

- Reviewed management's assessment on the application of SFRS(I) 15 *Revenue from Contracts with Customers* and considered the appropriateness of the Group's revenue recognition accounting policies;
- Tested the design and implementation of the Group's relevant key controls over the revenue recognition;
- Performed test of controls, which included testing the operating effectiveness of key controls over the sale' of food and beverages;
- Performed analytical procedures and identified any unusual fluctuations and trends to identify areas where there is a higher risk of misstatement;
- Reviewed management journal entries posted to revenue to detect any indications of fraud for evidence of fraud, if any;
- Performed test of details and cut-off procedures which included inspection of corresponding daily sales reports and bank advice, on a sampling basis;
- Assessed the key assumptions used in management's computation of the estimated redemption obligation under contract liabilities and tested the accuracy of the computation; and
- Reviewed the completeness and appropriateness of corresponding disclosures made in the financial statements.

Other Information

Management is responsible for the other information. The other information comprises the Directors' statement and other sections of the annual report, which we obtained prior to the date of this auditor's 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 and will not express any form of assurance conclusion thereon.

Other Information (continued)

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.

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 SFRS(I)s, 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 Company'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.

Auditor's Responsibilities for the Audit of the Financial Statements (continued)

- 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 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.

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 financial year 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 director on the audit resulting in this independent auditor's report is Meriana Ang Mei Ling.

CLA Global TS Public Accounting Corporation
Public Accountants and Chartered Accountants

Singapore

7 April 2025

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

	Note	2024 $'000	2023 $'000
Revenue	4	65,805	61,949
Other income	5	1,254	979
Expenses			
Purchases and related costs		(15,886)	(15,801)
Changes in inventories		122	154
Employee benefits	6	(17,301)	(16,411)
Depreciation of property, plant and equipment	15	(9,497)	(9,506)
Other expenses	7	(17,525)	(17,934)
Finance costs	8	(1,404)	(1,284)
Total expenses		(61,491)	(60,782)
Profit before income tax		5,568	2,146
Income tax expense	9	(822)	(672)
Net profit		4,746	1,474
Other comprehensive income:			
Item that may be reclassified subsequently to profit or loss:			
- Gains from currency translations differences arising from consolidation		*	–
Total comprehensive income for the financial year		4,746	1,474
Net profit and total comprehensive income attributable to:			
Equity holders of the Company		4,779	1,368
Non-controlling interests	24	(33)	106
		4,746	1,474
Earnings per share ("EPS") for net profit attributable to equity holders of the Company (Cents per share)			
Basic and diluted EPS	10	1.12	0.33

* Amount less than $1,000

The accompanying notes form an integral part of these financial statements

STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2024

	Note	The Group 2024 $'000	The Group 2023 $'000	The Company 2024 $'000	The Company 2023 $'000
ASSETS					
Current assets					
Cash and bank balances	11	21,293	17,202	5,862	5,487
Trade and other receivables	12	4,286	4,813	8,746	8,684
Inventories	13	1,021	899	–	–
		26,600	22,914	14,608	14,171
Non-current assets					
Investments in subsidiary corporations	14	–	–	2,731	2,761
Property, plant and equipment	15	27,340	24,249	–	–
Intangible assets	18	108	132	–	–
Deferred tax assets	19	302	223	–	–
		27,750	24,604	2,731	2,761
Total assets		54,350	47,518	17,339	16,932
LIABILITIES					
Current liabilities					
Trade and other payables	20	6,326	5,496	130	147
Contract liabilities	4(b)	40	–	–	–
Bank borrowings	21	2,232	2,498	–	–
Lease liabilities	16(h)	7,588	5,956	–	–
Current income tax liabilities		1,249	610	3	–
		17,435	14,560	133	147
Non-current liabilities					
Lease liabilities	16(h)	15,761	14,428	–	–
Deferred tax liabilities	19	48	47	–	–
Provisions	22	1,625	1,114	–	–
		17,434	15,589	–	–
Total liabilities		34,869	30,149	133	147
Net assets		19,481	17,369	17,206	16,785
EQUITY					
Capital and reserves attributable to equity holders of the Company					
Share capital	23	15,505	15,505	15,505	15,505
Translation reserve		*	–	–	–
Retained profits #		4,045	1,899	1,701	1,280
		19,550	17,404	17,206	16,785
Non-controlling interests	24	(69)	(35)	–	–
Total equity		19,481	17,369	17,206	16,785

* Amount less than $1,000

\# Retained profits of the Group are distributable.

The accompanying notes form an integral part of these financial statements

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

		Attributable to equity holders of the Company					
	Note	Share capital	Foreign exchange translation reserves	Retained profits	Total	Non-controlling interests	Total equity
		$'000	$'000	$'000	$'000	$'000	$'000
2024							
Beginning of financial year		15,505	–	1,899	17,404	(35)	17,369
Total comprehensive income for the financial year		–	*	4,779	4,779	(33)	4,746
Incorporation of subsidiary corporations	24	–	–	–	–	1	1
Acquisition of non-controlling interest of subsidiary corporations	24	–	–	2	2	(2)	*
Dividends paid	26	–	–	(2,635)	(2,635)	–	(2,635)
End of financial year		15,505	*	4,045	19,550	(69)	19,481
2023							
Beginning of financial year		2,159	–	2,644	4,803	241	5,044
Total comprehensive income for the financial year		–	–	1,368	1,368	106	1,474
Incorporation of subsidiary corporations	24	–	–	–	–	3	3
Issuance of new ordinary shares	24	14,000	–	–	14,000	–	14,000
Share issuance expenses	23	(654)	–	–	(654)	–	(654)
Acquisition of non-controlling interest of subsidiary corporations		–	–	55	55	(385)	(330)
Dividends paid	26	–	–	(2,168)	(2,168)	–	(2,168)
End of financial year		15,505	–	1,899	17,404	(35)	17,369

* Amount less than $1,000

The accompanying notes form an integral part of these financial statements

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

	Note	2024 $'000	2023 $'000
Cash flows from operating activities			
Net profit		4,746	1,474
Adjustments for:			
- Amortisation of intangible assets	7	24	24
- Depreciation of property, plant and equipment	15	9,497	9,506
- Gain on termination of leases	5	–	(5)
- Loss on disposal of property, plant and equipment	5	22	18
- Interest income	5	(116)	(87)
- Interest expense	8	1,404	1,284
- Income tax expense	9	822	672
- Unrealised exchange gain, nets		(1)	–
		16,398	12,886
Changes in working capital:			
- Inventories		(122)	(154)
- Trade and other receivables		527	1,568
- Trade and other payables		830	(352)
- Contract liabilities		40	–
- Provisions		82	(131)
Cash generated from operations		17,755	13,817
Income tax paid		(261)	(916)
Net cash generated from operating activities		17,494	12,901
Cash flows from investing activities			
Interest received		116	87
Proceeds from disposal of property, plant and equipment		287	68
Additions to property, plant and equipment	B	(2,715)	(2,292)
Acquisition of non-controlling interests of subsidiary corporations	24	*	(330)
Net cash used in investing activities		(2,312)	(2,467)
Cash flows from financing activities			
Proceeds from issuance of shares	23	–	14,000
Share issuance expenses	23	–	(654)
Proceed from issuance of ordinary shares to non-controlling interests	23	1	3
Dividends paid to equity holders of the Company	26	(2,635)	(2,168)
Proceeds from borrowings		–	388
Repayments of borrowings		(266)	(1,555)
Principal repayment of lease liabilities		(6,788)	(6,621)
Interest paid		(1,404)	(1,284)
Net cash (used in)/generated from financing activities		(11,092)	2,109
Net increase in cash and bank balances		4,090	12,543
Cash and bank balances			
Beginning of the financial year		17,202	4,659
Effects of currency translation on cash and cash equivalent		1	–
End of the financial year	11	21,293	17,202

The accompanying notes form an integral part of these financial statements

A. Reconciliation of liabilities arising from financing activities

	1 January 2024	Proceeds from borrowings	Principal and interest payments	Non-cash changes: Interest expense	Non-cash changes: Additions	Non-cash changes: Lease modification	31 December 2024
	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Bank borrowings	2,498	–	(390)	124	–	–	2,232
Lease liabilities	20,384	–	(8,068)	1,280	6,722	3,031	23,349

	1 January 2023	Proceeds from borrowings	Principal and interest payments	Non-cash changes: Interest expense	Non-cash changes: Additions	Non-cash changes: Lease termination	31 December 2023
	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Bank borrowings	3,665	388	(1,722)	167	–	–	2,498
Lease liabilities	13,266	–	(7,738)	1,117	13,868	(129)	20,384

B. Reconciliation of additions to property, plant and equipment to cash flows

	The Group 2024	The Group 2023
	$'000	$'000
Total additions as per Note 15 to the financial statements	12,897	16,528
Less: Acquired under lease arrangements	(9,753)	(13,868)
Less: Movement in provision for reinstatement (Note 22)	(429)	(368)
Cash outflows for additions to property, plant and equipment	2,715	2,292

The accompanying notes form an integral part of these financial statements

1. General information

YKGI Limited (the "Company") is incorporated and domiciled in Singapore. The address of its registered office is at 36 Robinson Road, #20-01 City House, Singapore 068877. The Company is listed on the Catalist, the sponsor-supervised listing platform of the Singapore Securities Trading Limited ("SGX-ST") since 6 February 2023.

The principal activity of the Company is that of an investment holding. The principal activities of the subsidiary corporations are disclosed in Note 14 to the financial statements.

2. Material accounting policies

2.1 Basis of preparation

The financial statements have been prepared in accordance with the Singapore Financial Reporting Standards (International) ("SFRS(I)s") under the historical cost convention, except as disclosed in the accounting policies below.

The preparation of these financial statements in conformity with SFRS(I)s 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 to the financial statements.

The financial statements are presented in Singapore Dollar ("SGD or $") and all values are rounded to the nearest thousand ("$'000") except when otherwise indicated.

Interpretation and amendments to published standards effective in 2024

On 1 January 2024, the Group has adopted the new or amended SFRS(I) and Interpretations of SFRS(I) ("INT SFRS(I)") that are mandatory for application for the financial year. Changes to the Group's accounting policies have been made as required, in accordance with the transitional provisions in the respective SFRS(I) and INT SFRS(I).

The adoption of these new or amended SFRS(I) and INT SFRS(I) did not result in substantial changes to the Group's accounting policies and had no material effect on the amounts reported for the current or prior financial years.

2.2 Revenue recognition

Revenue is measured based on the consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Revenue is recognised when the Group satisfies a performance obligation by transferring a promised goods or service to the customer, which is when the customer obtains control of the goods or service. A performance obligation may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied performance obligation.

(a) Revenue from sales of food and beverages

Revenue is recognised at the point in time when the customer accepts the ordered food and beverages and the control over the food and beverages is transferred to the customer. For orders from online food delivery applications, revenue is recognised at the point in time when the goods are delivered to the customer, which is the point of time that the control over the food and beverages is transferred to the customer.

2. Material accounting policies (continued)

2.2 Revenue recognition (continued)

(a) Revenue from sales of food and beverages (continued)

Discount vouchers and free vouchers for complimentary drinks and other products

The Group occasionally offers its customers discount vouchers and free vouchers for complimentary drinks and other products. The discount vouchers and free vouchers for complimentary drinks and other products can be obtained through three channels: (i) as a reward for qualified purchases when the customers reach certain amount of spending; (ii) through the redemption of membership points accumulated from the membership programs of the Group; (iii) distributed for free of charge by the Group through various promotional and advertising activities.

As the discount vouchers and free vouchers for complimentary drinks and other products obtained through channels (i) and (ii) are issued concurrent with a revenue transaction, the Group estimates the value of the future redemption obligation based on the estimated value of the products for which the discount vouchers and free vouchers for complimentary drinks and other products are expected to be redeemed, and recognises the estimated fair value in the statements of financial position as contract liability. Subsequently, contract liability is recognised as revenue at the point in time when the customer redeems the discount vouchers and free vouchers for complimentary drinks and other products in future purchases, or when the Group is legally released from its obligation based on the expiration date of the discount vouchers and free vouchers.

For discount vouchers obtained through channel (iii) for which the granting of such discount vouchers does not occur concurrently with a revenue transaction, the discount vouchers are not accounted for when such vouchers are granted and can only be applied to future purchases of certain specified products of the Group. The Group recognises as a reduction in revenue when the customers apply the discount vouchers in future purchases.

Membership program

The Group offers customers a membership program where customers can earn membership points from qualified purchases. The membership points can be used to redeem discount vouchers and other products related to the brandings of the Group.

Customers membership points earned through qualified purchases are considered as a separate performance obligation arising from transactions with customers. The Group estimates the value of the future redemption obligation based on the estimated value of the products for which the membership points are expected to be redeemed based on historical redemption patterns, including an estimate of the breakage for points that will not be redeemed.

(b) Rental income

Rental income receivable under operating leases is recognised in profit or loss in equal instalments over the periods covered by the lease term. Contingent rentals are recognised as income in the accounting period in which they are earned.

2. Material accounting policies (continued)

2.2 Revenue recognition (continued)

(c) Management services

Revenue from provision of management services includes the upkeep of vacant stalls and allocation of such stalls to food court tenants, application for and renewal of licences, collection of takings from the daily sales of food court tenants, collection of management and cleaning fees, managing arrears, addressing complaints from food court tenants and customers and the cleaning, maintenance and repair of the food court are recognised over time on a straight-line basis over the terms of the service agreements when the Group satisfies the performance obligation according to the service agreements.

(d) Interest income

Interest income is recognised using the effective interest method.

2.3 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 as an offset against the related cost. Government grants with no direct expenses are presented separately as other income. Government grants relating to assets are deducted against the carrying amount of the assets.

2.4 Group accounting

(a) Subsidiary corporations

(i) Consolidation

Subsidiary corporations 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. Subsidiary corporations are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date on that control ceases.

In preparing the 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 subsidiary corporations have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests comprise the portion of a subsidiary corporation’s net results of operations and its net assets, which is attributable to the interests that are not owned directly or indirectly by the equity holders of the Company. They are shown separately in the statement of comprehensive income, statement of changes in equity, and statement of financial position. Total comprehensive income is attributed to the non-controlling interests based on their respective interests in a subsidiary corporation, even if this results in the non-controlling interests having a deficit balance.

2. Material accounting policies (continued)

2.4 Group accounting (continued)

(a) Subsidiary corporations (continued)

(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 corporation 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 corporation 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.

(iii) Business combinations involving entities under common control

The financial statements comprise the financial statements of the Company and its subsidiary corporations as at the reporting date. The financial statements of the subsidiary corporations used in the preparation of the financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied for like transactions and events in similar circumstances.

Intragroup balances and transactions, including income, expenses and dividends, are eliminated in full. Profits and losses resulting from intragroup transactions that are recognised in assets, such as inventory and plant and equipment, are eliminated in full.

Business combinations involving entities under common control are accounted for by applying the pooling of interest method.

The financial statements of the Group were prepared by applying the pooling of interest method as the restructuring exercise is a legal reorganisation of entities under common control. Under this method, the Company has been treated as the holding company of the subsidiary corporations for the financial years presented rather than from the completion of the Restructuring Exercise. Accordingly, the results of the Group include the results of the subsidiary corporations for the entire periods under review. Such manner of presentation reflects the economic substance of the companies, which were under common control throughout the relevant period, as a single economic enterprise, although the legal parent-subsidiary relationships were not established.

2. Material accounting policies (continued)

2.4 Group accounting (continued)

(a) Subsidiary corporations (continued)

(iii) Business combinations involving entities under common control (continued)

Pursuant to this:

- Assets and liabilities are brought into the financial statements at their existing carrying amounts from the perspective of the controlling party;
- The statements of comprehensive income include the results of the acquired entities since the earliest date the entities are under common control;
- No adjustments are made to reflect the fair values on the date of combination or recognise any new assets or liabilities;
- No additional goodwill is recognised as a result of the combination;
- The cost of investment is recorded at the aggregate of the nominal value of the equity shares issued; and
- On consolidation, any difference between the cost of investment and the nominal value of the share capital of the merged subsidiary corporations are reflected within the equity of the Group as merger reserve.

(iv) Disposals

When a change in the Group's ownership interest in a subsidiary corporation result in a loss of control over the subsidiary corporation, the assets and liabilities of the subsidiary corporation 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 subsidiary corporations" for the accounting policy on investments in subsidiary corporations in the separate financial statements of the Company.

(b) Transactions with non-controlling interests

Changes in the Group's ownership interest in a subsidiary corporation that do not result in a loss of control over the subsidiary corporation 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.

2. Material accounting policies (continued)

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) *Components 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*

Depreciation is calculated using the straight-line method to allocate depreciable amounts over their estimated useful lives as follows:

	Useful lives
Cold room and equipment	3 - 5 years
Computers	3 years
Furniture and fittings	3 years
Leasehold property	50 years
Motor vehicles	5 years
Office equipment	3 years
Renovation	3 years
Drink and food outlets	3 - 8 years

The residual values estimated useful lives and depreciation method of property, plant and equipment are reviewed, and adjusted as appropriate, at each reporting date. The effects of any revision are recognised in profit or loss when the changes arise.

Fully depreciated property, plant and equipment are retained in the financial statements until they are no longer in use.

(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.

2.6 Borrowing costs

Borrowing costs are recognised in profit or loss using the effective interest method.

2. Material accounting policies (continued)

2.7 Impairment of non-financial assets

Property, plant and equipment (including right-of-use assets)
Intangible assets

Property, plant and equipment (including right-of-use assets) and intangible assets 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 units ("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.

An impairment loss for an asset is reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. 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 accumulated depreciation) had no impairment loss been recognised for the asset in prior years.

A reversal of impairment loss for an asset is recognised in profit or loss.

2.8 Inventories

Inventories are carried at the lower of cost and net realisable value. Cost is determined using the weighted average method. 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.

2.9 Financial assets

(a) Classification and measurement

The Group classifies its financial assets at amortised cost. The classification depends on the Group's business model for managing the financial assets as well as the contractual terms of the cash flows of the financial assets.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

The Group reclassifies debt instruments when and only when its business model for managing those assets changes.

<u>At initial recognition</u>

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not a fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction cost of financial assets carried at fair value through profit or loss are expensed in profit or loss.

2. Material accounting policies (continued)

2.9 Financial assets (continued)

(a) Classification and measurement (continued)

At subsequent measurement

Debt instrument – At amortised cost

Debt instruments mainly comprise of cash and cash equivalents and trade and other receivables.

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the contractual cash flow characteristics of the asset.

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 recognised or impaired. Interest income from these financial assets is included in interest income using the effective interest rate method.

(b) Impairment

The Group assesses on a forward-looking basis the expected credit losses associated with its debt financial assets carried at amortised cost. 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 the SFRS(I) 9 - *Financial Instruments*, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

For cash and bank deposits and other receivables, the general 3 stage approach is applied. Credit loss allowance is based on 12-month expected credit loss if there is no significant increase in credit risk since initial recognition of the assets. If there is a significant increase in credit risk since initial recognition, lifetime expected credit loss will be calculated and recognised.

(c) Recognition and derecognition

Regular way 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.

2.10 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the statements of financial position when there is a legally enforceable right to offset and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

2. Material accounting policies (continued)

2.11 Borrowings

Borrowings are presented as current liabilities unless, at the end of the reporting period, the Group has right to defer settlement for at least 12 months after the reporting date, in which case they are presented as non-current liabilities.

Borrowings are initially recognised at fair values (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.

2.12 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.

2.13 Leases

(a) 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.

  The right-of-use asset is 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 are presented within “property, plant and equipment”.

- Lease liabilities

  The initial measurement of lease liability is measured at the present value of the lease payments discounted using the implicit rate 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.

2. Material accounting policies (continued)

2.13 Lease*s (continued)*

(a) When the Group is the lessee (continued)

- Lease liabilities (continued)

  Lease payments include the following:

  - Fixed payment (including in-substance fixed payments), less any lease incentives receivables;
  - Variable lease payment that are based on an index or rate, initially measured using the index or rate as at the commencement date;
  - Amount expected to be payable under residual value guarantees;
  - The exercise price of a purchase option if 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 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 price of the lease and non-lease component. The Group has elected to not separate lease and non-lease component for property leases and account these as one single lease component.

  Lease liability is measured at amortised cost using the effective interest method. Lease liability 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 modification in the scope or the consideration of the lease that was not part of the original term.

  Lease liability is remeasured with a corresponding adjustment to the right-of-use assets, 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 recognised 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. 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.

2. Material accounting policies (continued)

2.13 Leas*es (continued)*

(b) When the Group is the lessor:

The Group subleases food outlets under licensing agreements to non-related parties.

Lessor – sublease

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 assets arising from the head lease, rather than the underlying asset.

The sublease under licensing agreements is assessed as an operating lease, the Group recognises lease income from the sublease in profit or loss within "Revenue". The right-of-use asset relating to the head lease is not derecognised.

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.

2.14 Income taxes

Current income tax for current and prior periods is recognised at the amount 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 reporting 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 provides a better prediction of the resolution of the uncertainty.

Deferred income 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 income tax arises from the initial recognition of 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 income 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 income tax is measured:

(i) at the tax rates that are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled, based on tax rates and tax laws that have been enacted or substantially enacted by the reporting date; and

(ii) based on the tax consequence that will follow from the manner in which the Group expects, at the reporting 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 income taxes are recognised as income or expenses in profit or loss.

2. Material accounting policies (continued)

2.15 Employee compensation

Employee benefits are recognised as an expense, unless the cost qualifies to be capitalised as an asset.

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.

Employees leave entitlement

Employee entitlements to annual 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 reporting date.

Profit sharing and bonus plans

The Group recognises a liability and an expense for bonuses and profit-sharing, based on a formula that takes into consideration the profit attributable to the Company's shareholders after certain adjustments. The Group recognises an accrual when it is contractually obliged to pay or when there is a past practice that has created a constructive obligation to pay.

2.16 Currency translation

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 of the Group are presented in Singapore Dollar ("$"), which is the functional currency of the Company.

Transactions in a currency other than the Singapore Dollar ("foreign currency") are translated into the Singapore Dollar 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 reporting date are recognised in profit or loss. 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.

2.17 Cash and bank balances

For the purpose of presentation in the statement of cash flows, cash and bank balances include cash on hand and deposits with financial institutions which are subject to an insignificant risk of change in value.

2.18 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are deducted against the share capital account.

2.19 Dividends to the Company's shareholders

Dividends to the Company's shareholders are recognised when the dividends are approved for payment.

2. Material accounting policies (continued)

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. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of the expenditure expected to be required to settle the obligation using a pre-tax discount rate that reflects the current market assessment of the time value of money and the risk specific to the obligation.

Changes in the estimated timing or amount of the expenditure or discount rate are recognised in profit or loss when the changes arise.

Provisions for asset dismantlement, removal or restoration 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 amounts have been reliably estimated.

The Group recognises the estimated cost of dismantlement, removal or restoration of items of property, plant and equipment arising from the acquisition or use of assets. This provision is estimated based on the best estimate of the expenditure required to settle the obligation, taking into consideration time value of money.

Changes in the estimated timing or amount of the expenditure or discount rate for asset dismantlement, removal and restoration costs are adjusted against the cost of the related property, plant and equipment, unless the decrease in the liability exceeds the carrying amount of the asset or the asset has reached the end of its useful life. In such cases, the excess of the decrease over the carrying amount of the asset or the change in the liability is recognised in profit or loss immediately.

2.21 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the executive committee whose members are responsible for allocating resources and assessing performance of the operating segments.

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.

Impairment of property, plant and equipment (including right-of-use assets)

The Group reviews its property, plant and equipment (including right-of-use assets) for indications of impairment at each reporting period. In the event potential impairment indicators are identified, the Group uses projections of future cash flows to determine the recoverable amounts from the assets based on management's assignment of a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Management has assessed that there is no indication that the Group's property, plant and equipment and right-of-use assets may be impaired. The carrying amount of property, plant and equipment is disclosed in Note 15 to the financial statements.

3. Critical accounting estimates, assumptions and judgements (continued)

Determining the lease term of contracts with renewal options – The Group as lessee

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised.

The Group has several lease contracts that include extension options. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise the renewal. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew.

As at 31 December 2024, the Group's lease liabilities, which are measured with reference to an estimate of the lease term, amounted to $23,349,000, of which $8,163,000 arose from extension options. Extension options are 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 leases of leasehold property and drink and food outlets, the following factors are considered to be most relevant:

- If any leasehold improvements are expected to have a significant remaining value, the Group typically includes the extension option in lease liabilities;
- If the drink and food outlets are located in strategic locations that will contribute to the continued profitability of the segment, the Group typically includes the extension option in lease liabilities;
- For Otherwise, the Group considers other factors including its historical lease periods for similar assets, costs required to obtain replacement assets, and business disruptions.

The assessment of reasonable certainty to exercise extension options is only revised if a significant change in circumstances occurs which affects this assessment, and that is within the control of the lessee. During the current financial year, the financial effect of revising lease terms to reflect the effect of exercising extension options was an increase in recognised lease liabilities and right-of-use assets of $350,000.

4. Revenue

(a) Disaggregation of revenue from contracts with customers

	The Group	
	2024	**2023**
	$'000	**$'000**
Revenue from contracts with customers:		
(i) Sales of food and beverages – Point in time		
- F&B operation business	31,953	31,962
- Franchise business	23,541	21,474
- Food court business	3,920	3,553
	59,414	56,989
(ii) Management services - Over time		
- Food court business	2,573	1,989
	61,987	58,978
Rental income (Note 17)	3,818	2,971
	65,805	61,949

(b) Contract liabilities

	The Group	
	2024	**2023**
	$'000	**$'000**
Revenue from contracts with customers:		
Sales of food and beverages – Point in time	40	–

The contract liabilities balance relates to the value of the future redemption obligation based on the estimated value of the products for which the membership points, discount vouchers and/or free vouchers are expected to be redeemed based on historical redemption patterns, including an estimate of the breakage for points and vouchers that will not be redeemed.

The aggregate amount of transaction price allocated to the unsatisfied (or partially unsatisfied) performance obligation as at 31 December 2024 is $40,000 (31 December and 1 January 2023: $Nil) which the Group expects to recognise over the next 12 months.

5. Other income

	The Group	
	2024	2023
	$'000	$'000
Government grants [1]	814	595
Rental concession income	–	36
Loss on disposal of property, plant and equipment	(22)	(18)
Gain on termination of leases	–	5
Interest income – Bank balances	116	87
Sponsorship		
- Listing exercise	–	53
- Company events	96	61
Others	250	160
	1,254	979

[1] Included in the government grants were Wages Subsidies Scheme, Special Government Credit and Spring Government Grant.

6. Employee benefits

	The Group	
	2024	2023
	$'000	$'000
Salaries and wages	14,810	14,074
Employer's contribution to defined contribution plans including the Central Provident Fund	1,386	1,315
Other short-term benefits	1,105	1,022
	17,301	16,411

Key management's remuneration is disclosed in Note 25(b) to the financial statements.

7. Other expenses

	The Group	
	2024	2023
	$'000	$'000
Amortisation of intangible assets (Note 18)	24	24
Advertising and promotion	192	255
Cleaning fees	1,761	1,495
Fees paid/payable to auditor of the Company:		
- Audit services	305	291
- Non-audit services	80	17
Franchise and royalty fees	517	446
Foreign worker levies	861	863
Initial Public Offering ("IPO") and related expenses	–	1,243
License fees	1,086	1,116
Lease expenses – variable rental and short-term leases (Note 16(d))	2,404	1,997
Repair and maintenance	1,191	1,510
Transaction and service charges	3,773	3,470
Utilities	2,151	2,163
Others	3,180	3,044
Total other expenses	17,525	17,934

8. Finance costs

	The Group	
	2024	2023
	$'000	$'000
Interest expenses		
- Bank borrowings	124	167
- Lease liabilities (Note 16(c))	1,280	1,117
	1,404	1,284

9. Income taxes

	The Group	
	2024	2023
	$'000	$'000
Tax expense/(credit) attributable to profit is made up of:		
Profit for the financial year:		
- Current income tax	1,118	498
- Deferred income tax (Note 19)	(78)	(71)
	1,040	427
- (Over)/under provision of current income tax in prior financial years	(218)	245
	822	672

The income tax on the Group's profit before income tax differs from the theoretical amount that would arise using the Singapore standard rate of income tax as follows:

	The Group	
	2024	2023
	$'000	$'000
Profit before income tax	5,568	2,146
Tax calculated at tax rate of 17% (2023: 17%)	947	365
Effects of:		
- income not subject to tax	(6)	(42)
- expenses not deductible for tax purposes	439	434
- stepped income exemption and rebates	(428)	(386)
- (over)/under provision of current income tax	(218)	245
- others	88	56
	822	672

10. Earnings per share

Basic earnings per share have been calculated based on the net profit attributable to equity holders of the Company and weighted average number of outstanding during the financial year.

	The Group	
	2024	2023
Net profit attributable to equity holders of the Company ($'000)	4,779	1,368
Weighted average number of ordinary shares outstanding for basic and diluted earnings per share ('000)	425,000	418,096
Basic and diluted earnings per share ($ cents per share)	1.12	0.33

The fully diluted earnings per share and basic earnings per share are the same because there is no dilutive potential ordinary share.

11. Cash and bank balances

	The Group		The Company	
	2024	2023	2024	2023
	$'000	$'000	$'000	$'000
Cash on hand	113	123	–	–
Bank balances	21,180	17,079	5,862	5,487
	21,293	17,202	5,862	5,487

12. Trade and other receivables

	The Group		The Company	
	2024	2023	2024	2023
	$'000	$'000	$'000	$'000
Trade receivables				
- Non-related parties	309	281	–	–
Non-trade receivables				
- Non-related parties	–	23	–	–
- Subsidiary corporations	–	–	6,945	6,074
	–	23	6,945	6,074
Refundable security deposits	3,083	3,563	–	–
Prepayments	894	946	1	10
Dividends receivable from subsidiary corporations	–	–	1,800	2,600
	4,286	4,813	8,746	8,684

Non-trade receivables from subsidiary corporations are unsecured, interest-free and repayable on demand.

Included in the prepayments as at 31 December 2024 was an advance payment to a supplier for the purchase of raw materials amounted to $595,000 (2023: $399,000).

13. Inventories

	The Group	
	2024	2023
	$'000	$'000
Raw materials and consumables	1,021	899

The costs of inventories recognised as an expense during the financial year ended 31 December 2024 amounted to $15,764,000 (2023: $15,647,000).

14. Investments in subsidiary corporations

	The Company	
	2024	2023
	$'000	$'000
Equity investments at cost		
Beginning of the financial year	2,761	2,451
Additions	–	310
Strike off	(30)	–
End of the financial year	2,731	2,761

2024

During the financial year ended 31 December 2024, the Group has carried out an internal restructuring exercise to merge all the CHI CHA SAN CHEN franchise business operated by its 30 franchise subsidiary corporations into Yew Kee Two Pte. Ltd. As part of this process, the Group has also struck off its 30 franchise subsidiary corporations previously held under Yew Kee Two Pte. Ltd. with an aggregate cost of investments of $30,000.

On 26 January 2024, the Group through its wholly owned subsidiary corporation, YKGI Ventures Pte. Ltd. acquired the remaining 30% shares of YKGI Investment Pte. Ltd. (previously known as Oriental Kopi (Singapore) Pte. Ltd.) from the other shareholder, Oriental Coffee International Sdn. Bhd. for a consideration of $1. Following the completion of the shares acquisition, YKGI Investment Pte Ltd. became an indirect wholly owned subsidiary corporation of the Group.

2023

On 20 June 2023 and 25 September 2023, the Company established two wholly owned subsidiary corporations, YKGI Ventures Pte. Ltd. and YKGI Food Court Management Pte. Ltd., by way of issuance and allotment of 300,000 and 10,000 ordinary shares for a total cash consideration of $300,000 and $10,000 respectively as initial capital contribution.

On 15 August 2023, the Company through its wholly owned subsidiary corporation, YKGI Ventures Pte. Ltd. established a subsidiary corporation, Oriental Kopi (Singapore) Pte. Ltd. with 70% of shareholding, by way of issuance and allotment of 7,000 ordinary shares for a cash consideration of $7,000 as initial capital contribution.

On 18 September 2023, the Company through its wholly-owned subsidiary corporation, Yew Kee Collective Pte. Ltd. acquired the remaining 100,000 shares of Fine Food F&B Pte. Ltd. ("FFF&B") and 40,000 shares of Fine Food (Nanyang) Pte. Ltd. ("FFNY"), representing 50% and 20% of the total issued and paid-up share capital of FFF&B and FFNY respectively for a total consideration of S$330,000. Subsequent to the completion of the acquisition, FFF&B and FFNY become wholly owned subsidiary corporations of the Group.

On 28 December 2023, the Company, through its wholly owned subsidiary corporation, YKGI Ventures Pte. Ltd., established a subsidiary corporation, Yew Kee Group International (Macau) Limited with 90% of shareholding for capital contribution of approximately $6,264 (equivalent to Macanese Patacas ("MOP") 36,000).

14. Investments in subsidiary corporations (continued)

The Group has the following subsidiary corporations as at 31 December 2024 and 2023:

Name of subsidiary corporations	Principal activities	Country of business/ incorporation	Proportion of ordinary shares held by parent and the Group		Proportion of ordinary shares held by non-controlling interests	
			2024	2023	2024	2023
			%	%	%	%
Held by the Company						
Yew Kee Management Pte. Ltd.[a]	Manufacture of cooked-food preparations (e.g frozen dinners); Food caterers	Singapore	100	100	–	–
Yew Kee Collective Pte. Ltd.[a]	Letting and operating of self-owned or leased food courts, coffee shops and canteens (with mainly rental income); Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers)	Singapore	100	100	–	–
YKGI Hawker Management Pte. Ltd.[a]	Letting and operating of self-owned or leased food courts, coffee shops and canteens (with mainly rental income); Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers)	Singapore	100	100	–	–
Yew Kee Two Pte. Ltd.[a]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	100	100	–	–
YKGI Ventures Pte. Ltd.[a]	Other holding companies	Singapore	100	100	–	–
YKGI Food Court Management Pte. Ltd.[a]	Letting and operating of self-owned or leased food courts, coffee shops and canteens (with mainly rental income); Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers)	Singapore	100	100	–	–

14. Investments in subsidiary corporations (continued)

The Group has the following subsidiary corporations as at 31 December 2024 and 2023: (continued)

Name of subsidiary corporations	Principal activities	Country of business/ incorporation	Proportion of ordinary shares held by parent and the Group		Proportion of ordinary shares held by non-controlling interests	
			2024	2023	2024	2023
			%	%	%	%
Held by Yew Kee Collective Pte. Ltd						
Fine Food F&B Pte. Ltd.[(a)]	Letting and operating of self-owned or leased food courts, coffee shops and canteens (with mainly rental income); Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers)	Singapore	100	100	–	–
Fine Food (Nanyang) Pte. Ltd.[(a)]	Letting and operating of self-owned or leased food courts, coffee shops and canteens (with mainly rental income); Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers)	Singapore	100	100	–	–
Yew Kee Duck and Noodle House Pte. Ltd.[(a)]	Letting and operating of self-owned or leased food courts, coffee shops and canteens (with mainly rental income); Food caterers	Singapore	100	100	–	–
Held by YKGI Ventures Pte. Ltd.						
YKGI Investment Pte. Ltd.[(a)]	Restaurants; Cafes	Singapore	100	70	–	30
Yew Kee Group International (Macau) Limited[(c)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Macau	90	90	10	10
Held by Yew Kee Duck and Noodle House Pte. Ltd. – Food Outlet						
Yew Kee Three Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	100	100	–	–

14. Investments in subsidiary corporations (continued)

The Group has the following subsidiary corporations as at 31 December 2024 and 2023: (continued)

Name of subsidiary corporations	Principal activities	Country of business/ incorporation	Proportion of ordinary shares held by parent and the Group		Proportion of ordinary shares held by non-controlling interests	
			2024	2023	2024	2023
			%	%	%	%
Held by Yew Kee Duck and Noodle House Pte. Ltd. – Food Outlet (continued)						
Ubi 179 Food House Pte. Ltd.[(a)]	Cafes – coffee shops (including eating house); Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers	Singapore	100	100	–	–
108 Sembawang Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers) – cooked food retailing; Wholesale of food, beverages and tobacco (including dried or canned) – cooked food wholesaling	Singapore	100	100	–	–
Punggol WP83 Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	100	100	–	–
102CR Food Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Wholesale of food, beverages and tobacco (including dried or canned)	Singapore	100	100	–	–
YK Food (One) Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Wholesale of food, beverages and tobacco (including dried or canned)	Singapore	100	100	–	–

14. Investments in subsidiary corporations (continued)

The Group has the following subsidiary corporations as at 31 December 2024 and 2023: (continued)

Name of subsidiary corporations	Principal activities	Country of business/ incorporation	Proportion of ordinary shares held by parent and the Group		Proportion of ordinary shares held by non-controlling interests	
			2024	**2023**	**2024**	**2023**
			%	**%**	**%**	**%**
Held by Yew Kee Duck and Noodle House Pte. Ltd. – Food Outlet (continued)						
YK Food (Two) Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Wholesale of food, beverages and tobacco (including dried or canned)	Singapore	100	100	–	–
YK Food (Three) Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Wholesale of food, beverages and tobacco (including dried or canned)	Singapore	100	100	–	–
YK Food (Four) Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Wholesale of food, beverages and tobacco (including dried or canned)	Singapore	100	100	–	–
YK Food (Five) Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Wholesale of food, beverages and tobacco (including dried or canned)	Singapore	100	100	–	–
Yew Kee Bakery Pte. Ltd.[(a)]	Retail sale of confectionary and bakery products (not manufactured on site) and manufacture of bakery products	Singapore	100	100	–	–

14. Investments in subsidiary corporations (continued)

The Group has the following subsidiary corporations as at 31 December 2024 and 2023: (continued)

Name of subsidiary corporations	Principal activities	Country of business/ incorporation	Proportion of ordinary shares held by parent and the Group		Proportion of ordinary shares held by non-controlling interests	
			2024	2023	2024	2023
			%	%	%	%
Held by Yew Kee Duck and Noodle House Pte. Ltd. – Food Outlet (continued)						
207 (Duck Rice) Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers) – cooked food retailing; Wholesale of food, beverages and tobacco (including dried or canned) – cooked food wholesaling	Singapore	100	100	–	–
10 (XO Noodle) Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers) – cooked food retailing; Wholesale of food, beverages and tobacco (including dried or canned) – cooked food wholesaling	Singapore	100	100	–	–
SM30 Simei Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers) – cooked food retailing; Wholesale of food, beverages and tobacco (including dried or canned) – cooked food wholesaling	Singapore	100	100	–	–
Admiralty Local Delight Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers) – cooked food retailing; Wholesale of food, beverages and tobacco (including dried or canned) – cooked food wholesaling	Singapore	100	100	–	–
480 Local Delight Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	100	100	–	–

14. Investments in subsidiary corporations (continued)

The Group has the following subsidiary corporations as at 31 December 2024 and 2023: (continued)

Name of subsidiary corporations	Principal activities	Country of business/ incorporation	Proportion of ordinary shares held by parent and the Group		Proportion of ordinary shares held by non-controlling interests	
			2024	2023	2024	2023
			%	%	%	%
Held by Yew Kee Duck and Noodle House Pte. Ltd. – Food Outlet (continued)						
51 Hougang Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	100	100	–	–
2 Bukit Panjang Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	100	100	–	–
Ying's Traditional Food Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	100	100	–	–
PastaGo Pte. Ltd.[(a)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	80	80	20	20
Held by Yew Kee Two Pte. Ltd. – Franchising						
313CC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
JEMCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
PASCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–

14. Investments in subsidiary corporations (continued)

The Group has the following subsidiary corporations as at 31 December 2024 and 2023: (continued)

Name of subsidiary corporations	Principal activities	Country of business/ incorporation	Proportion of ordinary shares held by parent and the Group		Proportion of ordinary shares held by non-controlling interests	
			2024	2023	2024	2023
			%	%	%	%
Held by Yew Kee Two Pte. Ltd. – Franchising (continued)						
AMKCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
CTRCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
WSCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	100	100	–	–
TPCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
PLQCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
CWPCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
MSQCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–

14. Investments in subsidiary corporations (continued)

The Group has the following subsidiary corporations as at 31 December 2024 and 2023: (continued)

Name of subsidiary corporations	Principal activities	Country of business/ incorporation	Proportion of ordinary shares held by parent and the Group		Proportion of ordinary shares held by non-controlling interests	
			2024	2023	2024	2023
			%	%	%	%
Held by Yew Kee Two Pte. Ltd. – Franchising (continued)						
WLPCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
NTUCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	100	100	–	–
WPTCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
HGMCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
STARCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
JEWCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
TAKACC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–

14. Investments in subsidiary corporations (continued)

The Group has the following subsidiary corporations as at 31 December 2024 and 2023: (continued)

Name of subsidiary corporations	Principal activities	Country of business/ incorporation	Proportion of ordinary shares held by parent and the Group		Proportion of ordinary shares held by non-controlling interests	
			2024	2023	2024	2023
			%	%	%	%
Held by Yew Kee Two Pte. Ltd. – Franchising (continued)						
CACC Pte. Ltd.(b)	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
SUNCC Pte. Ltd.(b)	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
NUSCC Pte. Ltd.(b)	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
JPCC Pte. Ltd.(b)	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
NOVCC Pte. Ltd.(b)	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
HILLCC Pte. Ltd.(b)	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
NEXCC Pte. Ltd.(b)	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–

14. Investments in subsidiary corporations (continued)

The Group has the following subsidiary corporations as at 31 December 2024 and 2023: (continued)

Name of subsidiary corporations	Principal activities	Country of business/ incorporation	Proportion of ordinary shares held by parent and the Group		Proportion of ordinary shares held by non-controlling interests	
			2024	2023	2024	2023
			%	%	%	%
Held by Yew Kee Two Pte. Ltd. – Franchising (continued)						
YISCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
LOTCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
EASTCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	100	100	–	–
KWMCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
CNPCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–
CPOCC Pte. Ltd.[(b)]	Stalls selling cooked food and prepared drinks (including stalls at food courts and mobile food hawkers); Food caterers	Singapore	–	100	–	–

(a) Audited by CLA Global TS Public Accounting Corporation (“CLA Global TS”).

(b) All the franchising subsidiary corporations had been struck off as at 31 December 2024 except for EASTCC Pte. Ltd., WSCC Pte. Ltd. and NTUCC Pte. Ltd. All of these entities have ceased operations since the financial year ended 31 December 2023. These entities were audited by CLA Global TS for consolidation purposes in the financial year ended 31 December 2023.

(c) Exempted from audit under the laws of the country of incorporation and audited by CLA Global TS for consolidated purpose.

15. Property, plant and equipment

The Group	Cold room and equipment $'000	Computers $'000	Furniture and fittings $'000	Leasehold property $'000	Motor vehicles $'000	Office equipment $'000	Renovation $'000	Drink and food outlets $'000	Total $'000
2024									
Cost									
Beginning of the financial year	4,561	141	900	1,665	1,539	93	7,958	37,191	54,048
Additions	179	141	471	17	452	–	1,544	10,093	12,897
Reclassification	–	–	–	324	–	–	–	(324)	–
Disposals/Write-offs	(16)	–	(11)	–	(365)	–	(37)	(739)	(1,168)
End of the financial year	4,724	282	1,360	2,006	1,626	93	9,465	46,221	65,777
Accumulated depreciation									
Beginning of the financial year	3,853	113	859	607	527	83	6,020	17,737	29,799
Depreciation charge	406	46	72	43	367	10	1,314	7,239	9,497
Reclassification	–	–	–	46	–	–	–	(46)	–
Disposals/Write-offs	(14)	–	(4)	–	(69)	–	(33)	(739)	(859)
End of the financial year	4,245	159	927	696	825	93	7,301	24,191	38,437
Net book value									
End of the financial year	479	123	433	1,310	801	–	2,164	22,030	27,340

15. Property, plant and equipment (continued)

The Group	Cold room and equipment $'000	Computers $'000	Furniture and fittings $'000	Leasehold property $'000	Motor vehicles $'000	Office equipment $'000	Renovation $'000	Drink and food outlets $'000	Total $'000
2023									
Cost									
Beginning of the financial year	4,620	135	929	1,665	839	93	6,379	29,130	43,790
Additions	273	6	35	–	700	–	1,695	13,819	16,528
Reclassification	–	–	(64)	–	–	–	64	–	–
Disposals/Write-offs	(332)	–	–	–	–	–	(180)	(5,196)	(5,708)
Lease termination	–	–	–	–	–	–	–	(562)	(562)
End of the financial year	4,561	141	900	1,665	1,539	93	7,958	37,191	54,048
Accumulated depreciation									
Beginning of the financial year	3,493	100	910	574	266	61	4,777	16,172	26,353
Depreciation charge	665	13	10	33	261	22	1,362	7,140	9,506
Reclassification	–	–	(61)	–	–	–	61	–	–
Disposals/Write-offs	(305)	–	–	–	–	–	(180)	(5,137)	(5,622)
Lease termination	–	–	–	–	–	–	–	(438)	(438)
End of the financial year	3,853	113	859	607	527	83	6,020	17,737	29,799
Net book value									
End of the financial year	708	28	41	1,058	1,012	10	1,938	19,454	24,249

(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 16(a) to the financial statements.

(b) As at 31 December 2024, leasehold property of the Group with carrying amount $1,024,000 (2023: $1,058,000) is pledged as collateral for the Group's bank borrowing (Note 21).

16. Leases – The Group as a lessee

Nature of the Group's leasing activities

Leasehold property

The Group had acquired the right of use of a 50-year leasehold property, which is used as the central kitchen to procure, process and prepare key ingredients and products for supply to the food outlets operating under the Group's brands and certain third party food outlets. There are no future lease payments for the leasehold property.

Apart from the leasehold property, the Group had entered into lease agreement for the land on which leasehold property situated and is required to make annual lease payments for the land. Typically, the lease is non-cancellable. The lease contains an option to extend the lease for a further term, for which the related lease payments had been included in lease liabilities as the Group is reasonably certain to exercise these extension option. The extension option is exercised by the Group and not by the lessor upon request.

Drink and food outlets

The Group leases drink and food outlets for sales of food and beverages. There are restrictions or covenants imposed by the leases to sublet the leased premise to another party. Unless permitted by the owner, the right-of-use asset can only be used by the lessee. Typically, the leases are non-cancellable. All leases include extension options, with certain lease payments for these periods already accounted for in lease liabilities where the Group is reasonably certain to exercise the option. The extension option is exercised by the Group and not by the lessor upon request.

Motor vehicles

The Group acquires motor vehicles under lease arrangements to support the operations and as transportation of certain key management personnel. The Group's obligations under these leases are secured by the lessor's title to the leased motor vehicles and guarantee by a director of the Company. There are no externally imposed covenants on these lease arrangements.

(a) Carrying amounts

ROU assets included within property, plant and equipment

	The Group	
	2024	**2023**
	$'000	**$'000**
Drink and food outlets	22,030	19,454
Leasehold property	1,310	1,058
Motor vehicles	716	856
	24,056	21,368

16. Leases – The Group as a lessee (continued)

(b) Depreciation charge during the financial year

	The Group	
	2024	2023
	$'000	$'000
Drink and food outlets	7,239	7,140
Leasehold property	43	33
Motor vehicles	296	177
	7,578	7,348

(c) Interest expense

	The Group	
	2024	2023
	$'000	$'000
Interest expenses on lease liabilities (Note 8)	1,280	1,117

(d) Lease expense not capitalised in lease liabilities

	The Group	
	2024	2023
	$'000	$'000
Variable lease payments which do not depend on an index or rate	1,803	1,685
Short-term leases	601	312
Total (Note 7)	2,404	1,997

(e) Total cash outflow for all leases in the respective financial years ended 31 December 2024 was $10,472,000 (2023: $9,735,000).

(f) Additions of ROU assets in the respective financial year ended 31 December 2024 were $10,562,000 (2023: $14,519,000).

(g) Future cash outflow which are not capitalised in lease liabilities

(i) Variable lease payments

The leases for certain drink and food outlets contain variable lease payments that are based on percentage of sales generated by the stalls, on top of fixed payments. The Group negotiates variable lease payments for a variety of reasons, including minimising the fixed costs base for newly established stalls. Such variable lease payments are recognised to profit or loss when incurred and amounted to $1,803,000 for the financial year ended 31 December 2024 (2023: $1,685,000) (Note 16(d)).

16. Leases – The Group as a lessee (continued)

(g) Future cash outflow which are not capitalised in lease liabilities (continued)

(ii) Extension options

The leases for drink and food outlets contain extension periods, for which the related lease payments had not been included in lease liabilities as the Group is not reasonably certain to exercise these extension option. The Group negotiates extension options to optimise operational flexibility in terms of managing the assets used in the Group's operations. The majority of the extension options are exercisable by the Group and not by the lessor.

(h) Lease liabilities

	The Group	
	2024	**2023**
	$'000	**$'000**
Current	7,588	5,956
Non-current	15,761	14,428
Total lease liabilities	23,349	20,384

17. Leases – The Group as a lessor

Nature of the Group's leasing activities – The Group as an intermediate lessor

Sub-leases – classified as operating leases

The Group acts as an intermediate lessor under arrangements in which it subleases out food stalls to third parties for monthly lease payments under licensing agreements. Accordingly, the Group continues to have the right to control the use of these leased assets and the sub-leases are classified as operating leases.

Income from sub-leasing the food stalls recognised during the financial year ended 31 December 2024 was $3,818,000 (2023: $2,971,000) (Note 4), which are based on percentage of sales generated by the stalls, on top of fixed payments.

Maturity analysis of lease payments – The Group as a lessor

The table below only discloses the undiscounted minimum fixed lease payments to be received by the Group for its sub-leases under licensing agreements after the reporting date as follows:

	The Group	
	2024	**2023**
	$'000	**$'000**
Less than one year	1,755	1,634
One to two years	934	1,534
Two to three years	130	418
Three to four years	–	25
Total undiscounted lease payments	2,819	3,611

18. Intangible assets

	The Group	
	2024	2023
	$'000	$'000
Franchise rights		
Cost		
Beginning and end of the financial year	246	246
Accumulated amortisation		
Beginning of the financial year	114	90
Amortisation charge (Note 7)	24	24
End of the financial year	138	114
Carrying amount		
End of the financial year	108	132

19. Deferred income tax

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current income tax assets against current income tax liabilities and when the deferred income taxes relate to the same taxation authority. The amounts, determined after appropriate offsetting, are shown on the statements of financial position as follows:

	The Group	
	2024	2023
	$'000	$'000
Net deferred tax assets	302	223
Net deferred tax liabilities	(48)	(47)
	254	176

The movement in the net deferred income tax account is as follows:

	The Group	
	2024	2023
	$'000	$'000
Beginning of the financial year	176	105
Tax credited to profit or loss (Note 9)	78	71
End of the financial year	254	176

19. Deferred income tax (continued)

The movement in deferred income tax assets and liabilities (prior to offsetting of balances within the same tax jurisdiction) is as follows:

The Group

2024	Provisions $'000	Lease liabilities $'000	Total $'000
Deferred tax assets			
Beginning of the financial year	200	3,305	3,505
Tax credited to profit or loss	88	488	576
End of the financial year	288	3,793	4,081

	Accelerated tax depreciation $'000	ROU assets $'000	Total $'000
Deferred tax liabilities			
Beginning of the financial year	(24)	(3,305)	(3,329)
Tax charged to profit or loss	(63)	(435)	(498)
End of the financial year	(87)	(3,740)	(3,827)

2023	Provisions $'000	Lease liabilities $'000	Total $'000
Deferred tax assets			
Beginning of the financial year	150	2,220	2,370
Tax credited to profit or loss	50	1,085	1,135
End of the financial year	200	3,305	3,505

	Accelerated tax depreciation $'000	ROU assets $'000	Total $'000
Deferred tax liabilities			
Beginning of the financial year	(58)	(2,207)	(2,265)
Tax (charged)/credited to profit or loss	34	(1,098)	(1,064)
End of the financial year	(24)	(3,305)	(3,329)

Deferred income 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 concluded that the deferred tax assets will be recoverable based on the estimated future taxable income of the subsidiary corporations based on the approved business forecast for the subsidiary corporations.

20. Trade and other payables

	The Group		The Company	
	2024	2023	2024	2023
	$'000	$'000	$'000	$'000
Trade payables				
- Non-related parties	1,630	1,148	–	–
Non-trade payables				
- Non-related parties	998	1,119	50	46
- Related parties	50	–	–	–
- Subsidiary corporations	–	–	6	33
	1,048	1,119	56	79
Goods and services tax payable	538	351	–	–
Accrued expenses	2,797	2,597	74	68
Deposit from tenants	313	281	–	–
	6,326	5,496	130	147

Non-trade payables to related parties and subsidiary corporations are unsecured, interest-free and repayable on demand.

21. Bank borrowings

	The Group	
	2024	2023
	$'000	$'000
Current		
Bank borrowings	2,232	2,498

The exposure of borrowings of the Group to interest rate changes and the contractual repricing dates at the reporting date are as follows:

	The Group	
	2024	2023
	$'000	$'000
Within six months	2,232	2,498

The bank borrowings were secured by mortgage over a leasehold property of the Group (Note 15(b)) and corporate guarantee by the Company (Note 28(b)(iv).

22. Provisions

	The Group	
	2024	2023
	$'000	$'000
Non-current		
Provision for reinstatement costs	1,625	1,114

Provision for reinstatement costs is based on the present value of costs to be incurred to remove leasehold improvements from leased properties upon expiry of tenancy agreements. The estimate is based on quotations from external contractors. The unexpired lease terms are ranging from 3 to 8 years. The impact of discounting on the provision is assessed to be insignificant.

Movement of provision for reinstatement costs are as follows:

	The Group	
	2024	2023
	$'000	$'000
Beginning of the financial year	1,114	877
Additional:		
Capitalisation as ROU assets	429	368
Expensed off to profit or loss	100	117
	529	485
Reversal	(18)	(248)
End of the financial year	1,625	1,114

23. Share capital

	The Group and the Company			
	2024		2023	
Issued and fully paid	No. of ordinary shares	Amount $'000	No. of ordinary shares	Amount $'000
Beginning of financial year	425,000,000	15,505	355,000,000	2,159
Issuance of new shares[i]	–	–	70,000,000	14,000
Share issuance expenses[ii]	–	–	–	(654)
End of financial year	425,000,000	15,505	425,000,000	15,505

All issued ordinary shares are fully paid. There is no par value for these ordinary shares.

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the respective companies. The newly issued shares rank pari passu in all respects with the previously issued shares.

23. Share capital (continued)

(i) On 26 January 2023, the Company launched its IPO whereby 82,750,000 Placement Shares comprising 53,750,000 new ordinary shares of the Company and 29,000,000 vendor shares at S$0.20 each were offered by way of placement (the "Placement"). The gross proceeds raised from the Placement amounted to $10,750,000 and $5,800,000 for the Company and the vendor respectively.

At the same time but separate from the Placement, the Cornerstone Investors entered into the Cornerstone Subscription Agreement and subscribed for 16,250,000 new ordinary shares of the Company at $0.20 each at a total consideration of $3,250,000.

(ii) Pursuant to the Company's listing on 6 February 2023, IPO expenses net of Grant for Equity market Singapore (GEMS) amounted to $1,897,000 of which S$654,000 has been capitalised against share capital while the remaining amount of $1,243,000 has been included in other expenses in the consolidated statement of comprehensive income

24. Non-controlling interests

	The Group	
	2024	**2023**
	$'000	**$'000**
Beginning of the financial year	(35)	241
Net (loss)/profit attributable to non-controlling interests	(33)	106
Acquisition of non-controlling interest of subsidiary corporations	(2)	(385)
Contribution from non-controlling interests of new subsidiary corporations	1	3
End of the financial year	(69)	(35)
Analysed as:		
- Pastago Pte. Ltd.	(63)	(37)
- YKGI Investment Pte. Ltd.	–	2
- Yew Kee Group International (Macau) Limited	(6)	*
	(69)	(35)

* Amount less than $1,000

The summarised financial information by each subsidiary corporation that has non-controlling interests is not material to the Group, accordingly no disclosures are made.

Transactions with non-controlling interest with no change in control

2024

On 26 January 2024, the Company through its wholly-owned subsidiary corporation, YKGI Ventures Pte. Ltd, acquired the remaining 3,000 shares of YKGI Investment Pte. Ltd. (previous known as "Oriental Kopi (Singapore) Pte. Ltd."), representing 30% of the total issued and paid-up share capital of YKGI Investment Pte. Ltd. for a total consideration of S$1. Subsequent to the completion of the acquisition, YKGI Investment became wholly owned subsidiary corporation of the Group.

24. Non-controlling interests (continued)

2023

On 18 September 2023, the Company through its wholly-owned subsidiary corporation, Yew Kee Collective Pte. Ltd. acquired the remaining 100,000 shares of Fine Food F&B Pte. Ltd. ("FFF&B") and 40,000 shares of Fine Food (Nanyang) Pte. Ltd. ("FFNY"), representing 50% and 20% of the total issued and paid-up share capital of FFF&B and FFNY respectively for a total consideration of S$330,000. Subsequent to the completion of the acquisition, FFF&B and FFNY become wholly owned subsidiary corporations of the Group.

The following summaries the effect of the changes in the Group's ownership interest in the following subsidiary corporations on the equity attributable to owners of the Company:

2024	YKGI Investment $'000
Carrying amount of non-controlling interest acquired	2
Consideration paid for the acquisition on non-controlling interests	*
Increase in equity attributable to equity holders of the Company	2

* Amount less than $1,000

2023	FFF&B $'000	FFNY $'000	Total $'000
Carrying amount of non-controlling interest acquired	271	114	385
Consideration paid for the acquisition on non-controlling interests	(230)	(100)	(330)
Increase in equity attributable to equity holders of the Company	41	14	55

25. Related party transactions

In addition to the 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 purchase of goof and services

There are no sales and purchase transactions between the Group and related parties.

Outstanding balances at the reporting date arising from related parties are disclosed in Note 12 and Note 20 to the financial statements.

25. Related party transactions (continued)

(b) Key management personnel compensation, representing remuneration of the directors and other key managements of the Company.

	The Group	
	2024	2023
	$'000	$'000
Salaries and bonuses	2,141	2,108
Employer's contribution to the Central Provident Fund	162	149
Other short-term benefits	234	95
	2,537	2,352

Included in other short-term benefits is lease payment of $227,000 (2023: $95,000) relating to motor vehicles provided by the Group to the key management personnel.

26. Dividends

	The Group	
	2024	2023
	$'000	$'000
Final one tier exempt dividends declared in respect of the previous financial year of 0.26 cents per share (2023: 0.51 cents per share)	1,105	2,168
Interim one tier exempt dividends declared in respect of the current financial year 0.36 cents per share (2023: $Nil)	1,530	–
	2,635	2,168

At the Annual General Meeting on 25 April 2025, a final dividend of 0.36 cents per share amounting to a total of $1,530,000 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 2025.

27. Capital commitments

Capital expenditures contracted for at the reporting date but not recognised in the financial statements are as follows:

	The Group	
	2024	2023
	$'000	$'000
Property, plant and equipment	–	288

28. Financial risk management

Financial risk factors

The Group's activities expose it to market risk (including currency risk, price risk and interest rate risk), credit risk, liquidity risk and capital risk. The directors are responsible for setting the objectives and underlying principles of financial risk management for the Group. This includes establishing policies such as authority levels, oversight responsibilities, risk identification and measurement and exposure limits.

The finance personnel measure actual exposures against the limits set and prepare regular reports for the review of the management team and the directors. The information presented is based on information received by key management.

(a) Market risk

(i) Currency risk

Foreign currency risk arises from transactions denominated in currencies other than the functional currency of the Group. The Group primarily operates in Singapore and has an insignificant operation in Macau. As a result, the Group does not have significant exposure to currency risk. The Group's revenue and expenses are predominantly denominated in Singapore Dollar.

The Group does not use any hedging instruments to manage foreign currency risk due to the minimal exposure. The group regularly monitors its foreign currency positions to manage any potential exposure arising from its operations.

(ii) Cash flow and Interest rate risk

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. As the Group has no significant interest-bearing assets, the Group's income is substantially independent of changes in market interest rates.

The Group obtains financing through bank facilities and seeks to minimise its interest rate exposure by obtaining the most favourable interest rates available.

The Group has borrowings at variable rates on which effective hedges have not been entered into. If the interest rates increase/decrease by 0.5% in the respective financial years ended 31 December 2024 and 2023 with all other variables including tax rate being held constant, the impact to the net profit of the Group as a result of changes in interest rate on these borrowings is not significant.

(b) Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligation, resulting in financial loss to the Group. The major classes of the financial assets of the Group are cash and cash equivalents and trade and other receivables.

For trade receivables, the Group adopts the policy of dealing only with creditworthy customers to mitigate credit risk. For other financial assets, the Group adopts the policy of dealing only with high credit quality counterparties.

28. Financial risk management (continued)

Financial risk factors (continued)

(b) Credit risk (continued)

The Group does not have significant credit risk as customers under food operations business and franchise business generally settle all transactions in cash, using credit cards issued by reputable financial institutions or digital payment gateways from reputable institutions. For food court management business, the Group does not generally extend credit terms as the Group's food court management team will tally the daily takings collected in respect of each food court tenant and deduct the monthly rent payable by the food court tenant from the daily takings at the end of each month before disbursing the daily takings to such tenant. However, where the daily takings are insufficient to cover the monthly rent payable for a particular month, such food court tenants will be required to pay the difference to the Group.

As the Group does 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 statements of financial position.

As the Group and the Company do not hold collateral, the maximum exposure to credit risk to each class of financial instruments is the carrying amount of that class of instruments presented on the statement of financial position, except as follows:

	The Company	
	2024	**2023**
	$'000	**$'000**
Corporate guarantees provided to banks on a subsidiary corporation's loan	2,232	2,498

The Group has put in place credit control policies and procedures to manage the credit exposure and management periodically evaluates the creditworthiness of the customers. Due to the nature of the Group's business, the Group has no concentration of credit risk except for receivables from delivery sales which had been deposited to the Group's vendors.

(i) Impairment of trade receivables

Loss allowance for trade receivables is measured at an amount equal to lifetime expected credit losses ("ECL") via provision matrix as these items do not have a significant financing component. Trade receivables have been grouped based on shared credit risk characteristics and the days past due to measure the ECL by reference to the Group's historical observed default rates, customers' ability to pay and adjusted with forward-looking information.

Trade receivables are written-off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group, and a failure to make contractual payments past due based on historical loss rates for each category of customers and adjust to reflect current and forward-looking information. Where receivables have been written off, the Group continues to engage in enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognised in profit or loss.

28. Financial risk management (continued)

Financial risk factors (continued)

(b) Credit risk (continued)

(i) Impairment of trade receivables (continued)

To measure the expected credit losses, these receivables have been grouped based on shared credit risk characteristics and days past due. In calculating the expected credit loss rates, the Company considers historical loss rates for each category of customers and adjust to reflect current and forward-looking information affecting the ability of the customers to settle the liability.

In determining the ECL of trade receivables, these receivables have been grouped based on shared credit risk characteristics and days past due. In calculating the expected credit loss rates, the Company considers historical loss rates for each category of customers. Based on management's evaluation, no loss allowance for trade receivables is recognised for the financial years ended 31 December 2024 and 2023.

(ii) Cash and bank balances

As at 31 December 2024, the Group and the Company held cash and bank balances of \$21,293,000 and \$5,862,000 (2023: \$17,202,000 and \$5,487,000) respectively with banks with high credit ratings respectively and are considered to have low credit risk. The cash balances are measured on 12-months expected credit losses and subject to immaterial credit loss.

(iii) Other financial assets at amortised cost

Other financial assets at amortised cost include refundable security deposits placed with landlords of the Group's leased drink and food outlets, non-trade receivables in relation to payments made on behalf of subsidiary corporations and dividends receivable from subsidiary corporations. For these financial assets, the Group and the Company have applied 12-month ECL to measure the loss allowance and based on assessment of qualitative and quantitative factors that are indicative of the risk of default, these exposures are considered to have low credit risk.

(iv) Financial guarantee contracts

The Company has issued financial guarantees to a bank for a borrowing of a subsidiary corporation amounting to \$2,232,000 (2023: \$2,498,000) (Note 21). This guarantee is subject to the impairment requirements to SFRS(I)9. The Company has assessed that its subsidiary corporation has strong financial capacity to meet the contractual cash flow obligations in the near future and hence, does not expect significant credit losses arising from this guarantee.

28. Financial risk management (continued)

Financial risk factors (continued)

(c) Liquidity risk

Prudent liquidity risk management includes maintaining sufficient cash and the availability of funding using a mix of long term and short-term financing, not limited to obtaining overdraft facilities, investing in fixed assets and properties held for investments, and managing the maturity profile of its borrowings, payables, and other liabilities. At the reporting date, assets held by the Group for managing liquidity risk included the cash at bank as disclosed in Note 11 to the financial statements.

The table below analyses non-derivative financial liabilities of the Group and the Company based on remaining period from the reporting date to the contractual maturity date. The amount disclosed in the table below are the contractual undiscounted cash flows.

	Within 1 year $'000	Within 2 and 5 years $'000	Over 5 years $'000
The Group			
2024			
Trade and other payables	5,788	–	–
Lease liabilities	8,437	16,330	1,681
Bank borrowings	2,232	–	–
2023			
Trade and other payables	5,145	–	–
Lease liabilities	6,944	14,209	2,116
Bank borrowings	2,498	–	–
The Company			
2024			
Trade and other payables	130	–	–
Financial guarantee contract	2,232	–	–
2023			
Trade and other payables	147	–	–
Financial guarantee contract	2,498	–	–

28. Financial risk management (continued)

Financial risk factors (continued)

(d) Capital risk

The Group manages the capital to ensure that the Group is able to continue as going concern and maintain an optimal capital structure so as to maximise shareholders' value.

The Group constantly reviews the capital structure to ensure the Group is able to service any debt obligations (include principal repayment and interests) based on its operating cash flows. The capital structure of the Group consists of equity attributable to owners of the Company. The Group's overall strategy remains unchanged from 31 December 2023.

As at 31 December 2024 and 2023, the Group is not exposed to any externally imposed capital requirements.

(e) Fair value measurements

The carrying amount less loss allowance of trade receivables and payables are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated based on quoted market prices or dealer quotes for similar instruments by discounting the future contractual cash flows at the current market interest rate that is available for the Group for similar financial instruments.

(f) Financial instruments by category

The carrying amounts of the different categories of financial instruments are as follows:

	The Group		**The Company**	
	2024	**2023**	**2024**	**2023**
	$'000	**$'000**	**$'000**	**$'000**
Financial assets, at amortised cost				
- Cash and bank balances	21,293	17,202	5,862	5,487
- Trade and other receivables	3,392	3,867	8,745	8,674
	24,685	21,069	14,607	14,161
Financial liabilities, at amortised cost				
- Trade and other payables	5,788	5,145	130	147
- Borrowings	2,232	2,498	–	–
- Lease liabilities	23,349	20,384	–	–
	31,369	28,027	130	147

29. Segment information

The Board of Directors is the Group's chief operating body for making decisions. Management has determined the operating segments based on the reports reviewed by the Board of Directors that are used to make strategic decisions, allocate resources and assess performance.

The Board of Directors considers the business from a business segment perspective as the Group operates in Singapore only. For management purposes, the Group is organised into business units based on their products and services and the Group has four reportable segments as follows:

(i) *Food Court Business*

The Group manages four food courts located across Singapore under the My Kampung and Fine Food brands. Under this business segment, the Group leases the food courts and in turn sub-leases stalls to individual food court tenants ("Food Court Tenants") and sells beverages to the customers. The food court management services provided by the Group include the upkeep of vacant stalls and allocation of such stalls to Food Court Tenants, application for and renewal of licences, collection of takings from the daily sales of Food Court Tenants, collection of management and cleaning fees from Food Court Tenants, managing arrears, addressing complaints from Food Court Tenants and customers and the cleaning, maintenance and repair of the food courts.

(ii) *F&B Operations*

The F&B operations is primarily involved in the operations of food outlets and hawker stalls under the flagship brand, Yew Kee Duck Rice and a diverse portfolio of other non-halal and halal brands such as XO Minced Meat Noodles, My Kampung Chicken Rice, PastaGo and Victoria Bakery. The operations of the Group's food outlets and hawker stalls are supported by the central kitchen which procures, processes and prepares key ingredients and products for supply to the food outlets operating under the Group's brands and certain third-party food outlets.

(iii) *Franchising and Sub-franchising ("Franchise Business")*

The Group's business segment of franchising and sub-franchising is in relation to operations of outlets under the "CHICHA San Chen" brand in Singapore for a term of ten years from 14 January 2019 pursuant to a master franchise agreement entered into between our subsidiary corporation, Yew Kee Two Pte. Ltd. and Fang Yuan F&B International Co., Ltd on 14 January 2019 as well as in Macau for a term of 8 years from 26 April 2024 pursuant to a master franchise agreement entered between the Company's subsidiary corporation, Yew Kee Group International (Macau) Limited and Fang Yuan F&B International Co., Ltd on 26 April 2024 ("Master Franchise Agreement").

The Master Franchise Agreements are renewable by negotiation between the parties thereto based on criteria prescribed therein. In consideration of the franchise and licence granted by the franchisor, the Group had paid a one-off initial franchise fee in full which was capitalised as an intangible asset, and the Group is required to pay a monthly royalty fee based on a percentage of our actual net sales before tax of the stores operated under such franchise and licence in a given month. In accordance with the terms of the Master Franchise Agreement, the Group may enter into sub-franchise agreements with third parties pursuant to which such parties will pay the Group a sub-franchise fee in consideration for the right to operate a CHICHA San Chen tea shop in Singapore. The Group has not entered into any sub-franchise agreements with third parties for the financial years ended 31 December 2024 and 2023.

29. Segment information (continued)

(iv) Other segment

Other segment includes investment holding and the Group level corporate service and treasury functions. These are not included within the reportable operating segment. The results of these operations are included in the "other segment" column.

The segment information provided to the Board of Directors for the reportable segment and the reconciliation to the Group's net profit are as follows:

	Food Court Business $'000	F&B Operations $'000	Franchise Business $'000	Other segment $'000	Total $'000
The Group					
2024					
Revenue	10,311	31,953	23,541	–	65,805
Segment profit/(loss)	2,335	3,260	4,290	(2,913)	6,972
Other income	120	1,027	107	–	1,254
Finance costs	(209)	(544)	(493)	(158)	(1,404)
Profit/(loss) before income tax	2,126	2,716	3,797	(3,071)	5,568
Income tax expense					(822)
Net profit					4,746
Expenses					
- Purchase and related costs	1,034	9,996	4,856	–	15,886
- Employee benefits	881	9,106	5,166	2,148	17,301
- Depreciation of property, plant and equipment	1,745	3,367	4,046	339	9,497
Segment assets	10,625	25,708	15,992	2,025	54,350
Addition to:					
- Property, plant and equipment (excluded ROU assets)	851	727	757	–	2,335
Segment liabilities	6,821	13,047	11,333	3,668	34,869

29. Segment information (continued)

(iv) Other segment (continued)

The segment information provided to the Board of Directors for the reportable segment and the reconciliation to the Group's net profit are as follows: (continued)

	Food Court Business $'000	F&B Operations $'000	Franchise Business $'000	Other segment $'000	Total $'000
The Group					
2023					
Revenue	8,513	31,962	21,474	–	61,949
Segment profit/(loss)	769	3,876	2,877	(4,092)	3,430
Other income	103	805	71	–	979
Finance costs	(294)	(432)	(462)	(96)	(1,284)
Profit/(loss) before income tax	475	3,444	2,415	(4,188)	2,146
Income tax expense					(672)
Net profit					1,474
Expenses					
- Purchase and related costs	959	10,407	4,435	–	15,801
- Employee benefits	1,206	8,565	4,538	2,102	16,411
- Depreciation of property, plant and equipment	1,885	2,683	4,719	219	9,506
Segment assets	2,585	28,073	14,668	2,192	47,518
Addition to:					
- Property, plant and equipment (excluded ROU assets)	1,143	571	295	–	2,009
Segment liabilities	1,558	15,156	10,040	3,395	30,149

Revenue reported above represents revenue generated from external customers. There were no inter-segment sales in the financial years ended 31 December 2024 and 2023. The breakdown of revenue by major products and services is disclosed in Note 4 to the financial statements.

Segment profit represents the profit earned by each segment after deducting direct expenses without allocation of central administration costs, interest income, finance costs and income tax expense.

Segment assets represent the amounts reported with respect to total assets are measured in a manner consistent with that of the financial statements. These assets are allocated based on the operations of the segment. All assets are allocated to each of the reportable segment including other segment.

29. Segment information (continued)

(iv) Other segment (continued)

Segment liabilities represent the amounts provided with respect to total liabilities are measured in a manner consistent with that of the financial statements. These liabilities are allocated based on the operations of the segment. All liabilities are allocated to each of the reportable segment including other segment.

The Group operates in Singapore and Macau, with operation in Macau being insignificant. As a result, the Group's revenue is primarily derived from external customers in Singapore and its non-current assets are mainly located in Singapore. The revenue and non-current assets from Macau operations are not material to the Group. Additionally, there were no customers that accounted for 10% or more of the Group's total revenue.

30. 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) 1-21: *Lack of Exchangeability* (effective for annual periods beginning on or after 1 January 2025)

The SFRS(I) 1-21 is amended to add requirements to help entities to determine whether a currency is exchangeable into another currency, and the spot exchange rate to use when it is not. Prior to these amendments, SFRS(I) 1-21 set out the exchange rate to use when exchangeability is temporarily lacking, but not what to do when lack of exchangeability is not temporary.

The Group does not expect any significant impact arising from applying these amendments.

Amendments to SFRS(I) 9 and SFRS(I) 7: *Amend Amendments to the Classification and Measurement of Financial Instruments* (effective for annual periods beginning on or after 1 January 2026)

The SFRS(I) 1-21 is SFRS(I) 9 and SFRS(I) 7 are amended to respond to recent questions arising in practice, and to include new requirements not only for financial institutions but also for corporate entities. These amendments:

- clarify the timing of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled through an electronic cash transfer system;

- clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest (SPPI) criterion;

- add new disclosures for certain instruments with contractual terms that can change cash flows (such as some financial instruments with features linked to the achievement of environment, social and governance targets); and

- update the disclosures for equity instruments designated at fair value through other comprehensive income (FVOCI).

The Group does not expect any significant impact arising from applying these amendments.

30. New or revised accounting standards and interpretations (continued)

SFRS(I)18: *Presentation and Disclosure in Financial Statements* (effective for annual periods beginning on or after 1 January 2027)

SFRS(I) 18 replaces SFRS(I) 1-1 Presentation of Financial Statements, introducing new requirements that will help to achieve comparability of the financial performance of similar entities and provide more relevant information and transparency to users. Even though IFRS 18 will not impact the recognition or measurement of items in the financial statements, its impacts on presentation and disclosure are expected to be pervasive, in particular those related to the statement of financial performance (comprising of the statement of profit or loss and other comprehensive income) and providing management-defined performance measures within the financial statements.

Management is currently assessing the detailed implications of applying the new standard on the group's consolidated financial statements. From the high level preliminary assessment performed, the following potential impacts have been identified:

- Although the adoption of SFRS(I) 18 will have no impact on the group's net profit, the group expects that grouping items of income and expenses in the statement of profit or loss into the new categories will impact how operating profit is calculated and reported. From the high-level impact assessment that the group has performed, the following items might potentially impact operating profit:

    - Foreign exchange differences currently aggregated in the line item'other income and other gains/(losses) – net' in operating profit might need to be disaggregated, with some foreign exchange gains or losses presented below operating profit.

    - SFRS(I) 18 has specific requirements on the category in which derivative gains or losses are recognised – which is the same category as the income and expenses affected by the risk that the derivative is used to manage. Although the group currently recognises some gains or losses in operating profit and others in finance costs, there might be a change to where these gains or losses are recognised, and the group is currently evaluating the need for change.

- The line items presented on the primary financial statements might change as a result of the application of the concept of 'useful structured summary' and the enhanced principles on aggregation and disaggregation. In addition, since goodwill will be required to be separately presented in the statements of financial position, the group will disaggregate goodwill and other intangible assets and present them separately in the statements of financial position.

- The group does not expect there to be a significant change in the information that is currently disclosed in the notes because the requirement to disclose material information remains unchanged; however, the way in which the information is grouped might change as a result of the aggregation/disaggregation principles. In addition, there will be significant new disclosures required for:

    - Management-defined performance measures;

    - A break-down of the nature of expenses for line items presented by function in the operating category of the statement of profit or loss – this break-down is only required for certain nature expenses; and

    - For the first annual period of application of SFRS(I) 18 and the amounts previously presented applying SFRS(I) 1-1.

- From a cash flow statement perspective, there will be changes to how interest received and interest paid are presented. Interest paid will be presented as financing cash flows and interest received as investing cash flows, which is a change from current presentation as part of operating cash flows.

The Group will apply the new standard from its mandatory effective date of 1 January 2027. Retrospective application is required, and so the comparative information for the financial year ending 31 December 2026 will be restated in accordance with SFRS(I) 18

30. New or revised accounting standards and interpretations (continued)

SFRS(I) 19: *Subsidiaries without Public Accountability* (effective for annual periods beginning on or after 1 January 2027)

SFRS(I) 19 allows for certain eligible subsidiaries of parent entities that report under SFRS(I) Accounting Standards to apply reduced disclosure requirements. This new standard works alongside other SFRS(I). An eligible subsidiary applies the requirements in other SFRS(I) except for the disclosure requirements; and it applies instead the reduced disclosure requirements in SFRS(I) 19.

SFRS(I) 19 is a voluntary standard for eligible subsidiaries. A subsidiary is eligible if:

- it does not have public accountability; and

- it has an ultimate or intermediate parent that produces consolidated financial statements available for public use that comply with SFRS(I)

The Group does not expect this standard to have an impact on its operations or financial statements.

31. Authorisation of financial statements

These financial statements were authorised for issued in accordance with a resolution of Board of Directors of YKGI Limited on 7 April 2025.

STATISTICS OF SHAREHOLDINGS

AS AT 17 MARCH 2025

Class of shares	-	Ordinary shares
Total number of issued shares (excluding treasury shares and subsidiary holdings	-	425,000,000 (with voting rights)
Voting rights	-	One (1) vote per ordinary
Total number of treasury shares and percentage	-	Nil
Total number of subsidiary holdings and percentage	-	Nil

DISTRIBUTION OF SHAREHOLDINGS

SIZE OF SHAREHOLDINGS	NO. OF SHAREHOLDERS	%	NO. OF SHARES	%
1 - 99	0	0.00	0	0.00
100 – 1,000	18	6.59	7,900	0.00
1,001 – 10,000	40	14.65	283,400	0.07
10,001 – 1,000,000	204	74.73	42,240,200	9.94
1,000,001 AND ABOVE	11	4.03	382,468,500	89.99
TOTAL	**273**	**100.00**	**425,000,000**	**100.00**

TWENTY LARGEST SHAREHOLDERS

NO.	NAME	NO. OF SHARES	%
1	SEAH & FAMILY PTE. LTD.	326,000,000	76.71
2	KGI SECURITIES (SINGAPORE) PTE. LTD	22,679,400	5.34
3	TEO KEE BOCK	11,888,200	2.80
4	DBS NOMINEES (PRIVATE) LIMITED	9,031,000	2.12
5	CITIBANK NOMINEES SINGAPORE PTE LTD	2,500,000	0.59
6	LEE BENG CHYE	2,000,000	0.47
7	LER SIEW HUA	2,000,000	0.47
8	SEAH HOCK THIAM	2,000,000	0.47
9	LAW SER WEE	1,905,900	0.45
10	ONG YEK SIANG	1,326,000	0.31
11	ANG HAO YAO (HONG HAOYAO)	1,138,000	0.27
12	CHUA KIAN MENG	1,000,000	0.24
13	GAN THIAM POH	1,000,000	0.24
14	KHOO LAM LOONG	1,000,000	0.24
15	LIM KIM LUN	1,000,000	0.24
16	NG SIEW WAN	1,000,000	0.24
17	TAN CHOO KIAT	1,000,000	0.24
18	TOH CHONG BENG	1,000,000	0.24
19	WONG SIEW ENG	1,000,000	0.24
20	ONG PANG AIK	897,200	0.21
	TOTAL	**391,365,700**	**92.13**

STATISTICS OF SHAREHOLDINGS

AS AT 17 MARCH 2025

SUBSTANTIAL SHAREHOLDERS

(As shown in the Register of Substantial Shareholders as at 17 March 2025)

	Direct Interest		Deemed Interest	
Name of Shareholders	**No. of Shares Held**	**%**	**No. of Shares Held**	**%**
Seah & Family Pte. Ltd. (1)	336,337,700	79.14	–	–
Mr. Seah Boon Lock (2)	–	–	336,337,700	79.14

Notes:

(1) Seah & Family is an investment holding company incorporated in Singapore on 8 August 2022. Mr. Seah Boon Lock, Mr. Seah Qin Quan, Ms. Seah Kun Miao and Ms. Wee Lay Teng are the shareholders of Seah & Family, with Mr. Seah Boon Lock holding 70.0% of the shareholding in Seah & Family and Mr. Seah Qin Quan, Ms. Seah Kun Miao and Ms. Wee Lay Teng each holding 10.0% of the shareholding in Seah & Family.

(2) Mr. Seah Boon Lock is deemed interested in all the Shares held by Seah & Family Pte. Ltd.

PERCENTAGE OF SHAREHOLDING IN PUBLIC'S HANDS

As at 17 March 2025, 20.86% of the Company's shares are held in the hands of public. Accordingly, the Company has complied with Rule 723 of the Listing Manual Section B: Catalist Rules of the SGX-ST which requires 10% of the equity securities (excluding preference shares and convertible equity securities) in a class that is listed to be in the hands of the public.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting ("**AGM**") of YKGI Limited ("**Company**") will be convened and held at Octagon Room, Orchid Country Club, 1 Orchid Club Road, Singapore 769162 on Friday, 25 April 2025 at 2.00 p.m. for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Audited Financial Statements and the Directors' Statement of the Company and the Group for the financial year ended 31 December 2024 together with the Independent Auditors' Report thereon. **(Resolution 1)**

2. To declare a final dividend (one-tier tax exempt) of 0.36 Singapore cents per ordinary share for the financial year ended 31 December 2024. **(Resolution 2)**

3. To approve the payment of Directors' fees of S$108,000 for the financial year ending 31 December 2025, payable monthly in arrears. **(Resolution 3)**

4. To approve the payment of Directors' fees of S$108,000 for the financial year ending 31 December 2026, payable monthly in arrears. **(Resolution 4)**

5. To re-elect the following Directors who will be retiring pursuant to Regulation 99 of the Constitution of the Company:

   (a) Mr. Seah Qin Quan **(Resolution 5)**

   (b) Mr. Ng Hong Whee **(Resolution 6)**

   [See Explanatory Note (i)]

6. To re-appoint Messrs CLA Global TS Public Accounting Corporation as the Independent Auditor of the Company and to authorise the Directors of the Company to fix their remuneration. **(Resolution 7)**

7. To transact any other ordinary business which may properly be transacted at an AGM.

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions (with or without any modifications) as Ordinary Resolutions:

8. **Authority to issue shares in the capital of the Company pursuant to Section 161 of the Companies Act 1967 of Singapore ("Companies Act") and Rule 806 of the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual – Section B: Rules of Catalist ("Catalist Rules")**

   THAT the Directors be and are hereby authorised pursuant to the provisions of Section 161 of the Companies Act and Rule 806 of the Catalist Rules to:

   (a) (i) allot and issue shares in the capital of the Company ("**Shares**") 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) options, 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 may deem fit; and

   (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of the Instruments made or granted by the Directors while this Resolution was in force.

PROVIDED ALWAYS 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 one hundred percent (100%) 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 existing shareholders of the Company 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) or such other limit as may be prescribed by the Catalist Rules as at the date of this Resolution in force;

(2) (subject to the manner of calculation and adjustments as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) that may be issued under sub-paragraph (a), the percentage of the total 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;

(b) new Shares arising from exercising share options or vesting of share awards, provided that the share options or share awards (as the case may be) were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and

(c) any subsequent bonus issue, consolidation or subdivision of Shares;

adjustments in accordance with sub paragraphs 8(2)(a) or 8(2)(b) are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of the resolution approving the mandate;

(3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST), and all applicable legal requirements under the Companies Act and the Constitution for the time being of the Company; and

(4) the authority conferred by this Resolution shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the Company's next AGM or the date by which the next AGM of the Company is required by law to be held, whichever is earlier.

[See Explanatory Note (ii)] **(Resolution 8)**

9. **Authority to issue shares under the Yew Kee Employee Share Option Scheme**

That pursuant to Section 161 of the Companies Act and the provisions of the Yew Kee Employee Share Option Scheme ("**Yew Kee ESOS**"), the Directors of the Company be authorised and empowered to offer and grant share options under the Yew Kee ESOS and to issue from time to time such number of Shares as may be required to be issued pursuant to the exercise of share options granted by the Company under the Yew Kee ESOS, whether granted during the subsistence of this authority or otherwise, provided always that the aggregate number of additional ordinary shares to be issued pursuant to the Yew Kee ESOS shall not exceed fifteen per centum (15.0%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) from time to time and that such authority shall, unless revoked or varied by the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier.

[See Explanatory Note (iii)] **(Resolution 9)**

10. **Authority to issue shares under the Yew Kee Performance Share Plan**

That pursuant to Section 161 of the Companies Act and the provisions of the Yew Kee Performance Share Plan ("**Yew Kee PSP**"), the Directors of the Company be authorised and empowered to offer and grant share awards under the Yew Kee PSP and to issue from time to time such number of Shares as may be required to be issued pursuant to the vesting of share awards under the Yew Kee PSP, whether granted during the subsistence of this authority or otherwise, provided always that the aggregate number of additional ordinary shares to be issued pursuant to the Yew Kee PSP shall not exceed fifteen per centum (15.0%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, 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 earlier.

[See Explanatory Note (iv)] **(Resolution 10)**

11. **Renewal of Share Buyback Mandate**

(a) For the purposes of Section 76C and 76E of the Companies Act 1967 and the Catalist Rules, the Directors of the Company be authorised and empowered generally and unconditionally to purchase or otherwise acquire issued ordinary shares in the capital of the Company ("**Shares**"), not exceeding in aggregate the Maximum Limit (as hereinafter defined), at such price or price(s) as may be determined by the Directors of the Company from time to time up to the Maximum Price (as hereafter defined), and such purchases and acquisitions of the Shares may be effected by way of:–

(i) On-market purchases ("**Market Purchases**") transacted on the SGX-ST through the ready market trading system or through one or more duly licensed stockbrokers appointed by the Company for the purpose; and/or

(ii) Off-market purchases ("**Off-Market Purchases**") effected otherwise than on the SGX-ST in accordance with an equal access scheme(s), as may be determined or formulated by the Directors of the Company from time to time as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act and the Catalist Rules;

and otherwise in accordance with all other laws and regulations, including but not limited to, the provisions of the Companies Act, the Constitution of the Company and the Catalist Rules as may for the time being, be applicable ("**Share Buyback Mandate**");

(b) any Share that is purchased or otherwise acquired by the Company pursuant to the Share Buyback Mandate shall, at the discretion of the Directors of the Company, either be cancelled or held in treasury and dealt with in accordance with the Companies Act;

(c) unless varied or revoked by the Company in general meeting, the authority conferred on the Directors of the Company pursuant to the Share Buyback Mandate may be exercised by the Directors at any time and from time to time during the Relevant Period (as hereinafter defined) and expiring on the earliest of:

(i) the date on which the next AGM is held or required by law to be held;

(ii) the date on which the Share Buybacks are carried out to the full extent mandated; or

(iii) the date on which the authority contained in the Share Buyback Mandate is varied or revoked by the Shareholders in a general meeting.

(d) for the purposes of this Resolution:

"**Average Closing Price**" means the average of the closing market prices of a Share over the last five days on which the SGX-ST is open for trading in securities ("**Market Days**") and which transactions in the Shares were recorded, immediately preceding the day of the Market Purchase, or as the case may be, the Day of the Making of the offer pursuant to the Off-Market Purchases, and deemed to be adjusted for any corporate action that occurs during the relevant five-day period and the day on which the purchases are made;

"**Day of the Making of the offer**" means the day on which the Company announces its intention to make an offer for the purchase of Shares from Shareholders pursuant to the Off-Market Purchases, stating the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchases;

"**Maximum Limit**" means ten percent (10%) of the total issued Shares of the Company (excluding treasury shares and subsidiary holdings) as at the date of the passing of this ordinary resolution, unless the Company has effected a reduction of the share capital of the Company (other than a reduction by virtue of a share buyback) in accordance with the applicable provisions of the Companies Act, at any time during the Relevant Period (as hereinafter defined) in which event the issued Shares of the Company shall be taken to be the total number of the issued Shares as altered by such capital reduction (excluding treasury shares and subsidiary holdings);

"**Maximum Price**" in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, stamp duties, applicable goods and services tax and other related expenses) which shall not exceed: (i) in the case of a Market Purchases, 105% of the Average Closing Price of the Shares; and (ii) in the case of an Off-Market Purchases, pursuant to an equal access scheme, 120% of the Average Closing Price; and

"**Relevant Period**" means the period commencing from the date of passing this ordinary resolution and expiring on the earliest of the date on which the next AGM of the Company is held or required by law to be held, the date on which the Share Buybacks are carried out to the full extent of the Share Buyback Mandate or date the Share Buyback Mandate is revoked or varied by the Shareholders in a general meeting;

(e) the number of Shares which may in aggregate be purchased or acquired by the Company during the Relevant Period shall be subject to the Maximum Limit;

(f) the Directors of the Company and/or any of them be and are hereby authorised to deal with the Shares purchased by the Company, pursuant to the Share Buyback Mandate in any manner as they think fit, which is permitted under the Companies Act; and

(g) the Directors of the Company and/or any of them be and are hereby authorised, empowered to complete and do and execute all such things and acts (including without limitation, to execute all such documents as may be required and to approve any amendments, alterations or modifications to any documents), as they and/or he may consider desirable, expedient or necessary to give effect to the transactions contemplated by this ordinary resolution.

[See Explanatory Note (v)] **(Resolution 11)**

By Order of the Board

Cheok Hui Yee
Kong Wei Fung
Company Secretaries

9 April 2025

Explanatory Notes

(i) Mr. Seah Qin Quan will, upon re-election as a Director of the Company, remain as the Chief Executive Officer and Executive Director of the Company. Mr. Seah is the son of Mr. Seah Boon Lock, the Executive Chairman and Executive Director of the Company. Please refer to pages 72 to 77 of the Company's Annual Report for the detailed information required pursuant to Rule 720(5) of the Catalist Rules.

Mr. Ng Hong Whee will, upon re-election as a Director of the Company, remains as the Chairman of the Nominating Committee and a member of the Audit and Risk Management Committee and Remuneration Committee respectively and will be considered independent for the purpose of Rule 704(7) of the Catalist Rules. Please refer to pages 72 to 77 of the Company's Annual Report for the detailed information required pursuant to Rule 720(5) of the Catalist Rules.

(ii) Ordinary Resolution 8 above, if passed, will empower the Directors of the Company from the date of this AGM until the date 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 or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to allot and issue ordinary shares, make or grant Instruments convertible into shares and to issue shares pursuant to such Instruments. The aggregate number of shares (including Shares to be made in pursuance of Instruments made or granted pursuant to this Resolution) which the Directors may allot and issue, shall not exceed, in total, one hundred percent (100%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings), of which the total number of Shares issued other than on a pro rata basis to existing shareholders of the Company, shall not exceed fifty percent (50%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings).

For determining the aggregate number of Shares that may be issued, the percentage of total issued Shares will be calculated based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time Resolution 8 is passed after adjusting for new Shares arising from the conversion or exercise of any convertible securities, the exercise of share options or vesting of share awards outstanding or subsisting at the time when Resolution 8 is passed and any subsequent consolidation or subdivision of Shares.

(iii) Ordinary Resolution 9 above, if passed, will empower the Directors of the Company, from the date of this AGM until the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to allot and issue Shares pursuant to the exercise of share options granted or to be granted under the Yew Kee ESOS provided that the aggregate additional Shares to be allotted and issued pursuant to the Yew Kee ESOS and Yew Kee PSP do not exceed in total (for the entire duration of the Yew Kee ESOS and Yew Kee PSP) fifteen per centum (15.0%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) from time to time.

(iv) Ordinary Resolution 10 above, if passed, will empower the Directors of the Company, from the date of this AGM until the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to allot and issue Shares pursuant to the vesting of share awards under the Yew Kee PSP provided that the aggregate additional Shares to be allotted and issued pursuant to the Yew Kee PSP and Yew Kee ESOS do not exceed in total (for the entire duration of the Yew Kee PSP and Yew Kee ESOS) fifteen per centum (15.0%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) from time to time.

(v) Ordinary Resolution 11 above, if passed, will empower the Directors of the Company, from the date of this AGM until 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, to repurchase ordinary shares of the Company by way of On-Market Purchases or Off-Market Purchases of up to 10% of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the Maximum Price as defined in the Appendix to the Annual Report in relation to the proposed renewal of Share Buyback Mandate dated 9 April 2025 (the "**Appendix**"). The rationale for, the authority and limitation on, the sources of funds to be used for the purchase or acquisition including the amount of financing and the financial effects of the purchase or acquisition of ordinary shares by the Company pursuant to the Share Buyback Mandate on the audited consolidated financial statements of the Group (as defined in the Appendix) for the financial year ended 31 December 2024 are set out in greater detail in the Appendix.

Notes relating to conduct of Meeting:

1. The members of the Company are invited to **attend physically** at the AGM. **There will be no option for the members to participate virtually**. This Notice of AGM, Proxy Form, Request Form (to request for printed copy of the Annual Report), Appendix and the Annual Report 2024 will be sent to member by electronic means via publication on the Company's website at URL: https://ykgi.com.sg/ and is also made available on SGXNET at https://www.sgx.com/securities/company-announcements. Printed copies of this Notice of AGM, Proxy Form and the Request Form will also be sent by post to members. Members who wish to receive a printed copy of the Annual Report and the Appendix are required to complete the Request Form and return it to the Company by 16 April 2025:

   (i) via email to ir@ykgi.com.sg; or

   (ii) via post to the Company's address at 32 Woodlands Terrace, Singapore 738452.

2. Please bring along your NRIC/passport so as to enable the Company to verify your identity at the AGM.

Voting by proxy

3. A member who is unable to attend the AGM and wishes to appoint proxy(ies) to attend, speak and vote at the AGM on his/her/its behalf should complete, sign and return the instrument of proxy in accordance with the instructions printed thereon.

4. A proxy need not to be a member of the Company.

5. In relation to the appointment of proxy(ies) to attend, speak and vote on his/her/its behalf at the AGM, a member (whether individual or corporate) appointing his/her/its proxy(ies) should give specific instructions as to his/her/its manner of voting, or abstentions from voting, in respect of a resolution in the instrument of proxy. If no specific instruction as to voting are given, or in the event of any other matter arising at the AGM and at any adjournment thereof, the proxy(ies) will vote or abstain from voting at his/her/their discretion.

6. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal, executed as a deed in accordance with the Companies Act 1967 or under the hand of an attorney or an officer duly authorised, or in some other manner approved by the Directors. Where the instrument appointing a proxy or proxies 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 with the instrument of proxy.

7. The instrument appointing a proxy, together with the letter or power of attorney or other authority under which it is signed or a duly certified copy thereof (if applicable), must be submitted either:

   (a) if send personally or by post, the proxy form must be lodged at the Company's registered office at 36 Robinson Road, City House #20-01, Singapore 068877; or

   (b) if by email, the proxy form must be received at shareregistry@incorp.asia;

   in either case, by **no later than 22 April 2025, 2.00 p.m., being seventy-two (72) hours before the time appointed for holding the Meeting**.

   A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

   A member can appoint the Chairman of the Meeting as his/her/its proxy, but this is not mandatory.

   The proxy must bring along his/her NRIC/passport so as to enable the Company to verify his/her identity at the AGM.

8. (a) A member who is not a relevant intermediary* is entitled to appoint not more than two (2) proxies to attend, speak and vote at the AGM. Where such member appoints two (2) proxies, he/she should specify the proportion of his/her shareholding (expressed as a percentage of the whole) to be presented by each proxy in the instrument appointing a proxy or proxies.

   (b) 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. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument appointing a proxy or proxies.

   *"**Relevant Intermediary**" has the meaning ascribed to it in Section 181 of the Companies Act 1967.

   (a) a banking corporation licensed under the Banking Act 1970 of Singapore or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or

   (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 of Singapore and who holds shares in that capacity; or

   (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953 of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

9. For investors who holds shares under the Supplementary Retirement Scheme ("**SRS Investor**") may attend and cast his vote(s) at the AGM in person. If they are unable to attend the AGM but would like to vote, they may inform their respective SRS Operators to appoint the Chairman of the Meeting to act as their proxy at least seven (7) working days before the AGM, in which case, the relevant SRS Investors shall be precluded from attending the AGM.

10. The Company shall be entitled to reject the instrument appointing a proxy or proxies 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 instrument.

Submission of questions prior to the AGM

11. Shareholders may submit questions relating to the resolutions to be tabled for approval at the AGM or in advance of the AGM no later than 2.00 p.m. on 16 April 2025:

    (a) by email to ir@ykgi.com.sg; or

    (b) in physical copy by depositing the same at the registered office of the Company at 36 Robinson Road, City House #20-01, Singapore 068877.

    Shareholders submitting questions are required to state: (a) their full name; and (b) their identification/registration number, and (c) the manner in which his/her/its shares in the Company are held (e.g. via CDP, SRS and/or scrip), failing which the Company shall be entitled to regard the submission as invalid and not respond to the questions submitted.

    All questions submitted in advance of the AGM must be received by the Company by the time and date stated above to be treated as valid.

12. The Company will endeavour to address all relevant and substantial questions (as may be determined by the Company in its sole discretion) relating to the resolutions to be tabled and for approval at the AGM prior to or at the AGM. The responses to these questions will be published on or before 19 April 2025 via SGXNet and the Company's website or if answered during the AGM, will be included in the minutes of the AGM which shall be published on the SGXNet and the Company's website within one month after the date of AGM.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, and/or submitting any questions to the Company in advance of the AGM in accordance with this Notice, a member of the Company (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 purpose of the processing and administration by the Company (or its agents or service providers) of proxies and representatives appointed for the AGM of the Company(including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the AGM of the Company (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 and (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.

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YKGI LIMITED

(Company Registration No. 202227645Z)
(Incorporated in the Republic of Singapore)

PROXY FORM
ANNUAL GENERAL MEETING
(Please see notes overleaf before completing this Form)

IMPORTANT:
1. Relevant intermediaries (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 AGM.
2. An investor who holds shares under the Supplementary Retirement Scheme ("**SRS Investor**") may attend and cast his vote(s) at the Meeting in person. If they are unable to attend the Meeting but would like to vote, may inform their respective SRS Operators to appoint the Chairman of the Meeting to act as their proxy at least seven (7) working days before the Meeting, in which case, the relevant SRS Investors shall be precluded from attending the Meeting.
3. This Proxy Form is not valid for use by SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

Personal Data Privacy:
By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 9 April 2025.

I/We*, ____________________ (Name)

NRIC No./Passport No./Company Registration No.* ____________________

of ____________________ (Address)

being a member/members* of **YKGI LIMITED** ("**Company**"), hereby appoint:

Name	**NRIC/Passport No.**	**Proportion of Shareholdings**	
		No. of Shares	**%**
Address			

and/or*

Name	**NRIC/Passport No.**	**Proportion of Shareholdings**	
		No. of Shares	**%**
Address			

or failing *him/her/them, the Chairman of the Annual General Meeting (the "**AGM**" or "**Meeting**") or such other person the Chairman may designate, as my/our* proxy/proxies to vote for me/us* on my/our* behalf at the Meeting of the Company, to be held at Octagon Room, Orchid Country Club, 1 Orchid Club Road, Singapore 769162 on Friday, 25 April 2025 at 2.00 p.m. 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, the proxy/proxies will vote or abstain from voting at *his/their discretion, as *he/they will on any other matters arising at the Meeting.

No.	Resolutions relating to:	No. of Votes 'For'**	No. of Votes 'Against'**	No. of Votes 'Abstain'**
Ordinary Business				
1	To receive and adopt the Audited Financial Statements and the Directors' Statement of the Company and the Group for the financial year ended 31 December 2024 together with the Independent Auditors' Report thereon			
2	To declare a final dividend (one-tier tax exempt) of 0.36 Singapore cents per ordinary share for the financial year ended 31 December 2024			
3	To approve the payment of Directors' fees of S$108,000 for the financial year ending 31 December 2025, payable monthly in arrears			
4	To approve the payment of Directors' fees of S$108,000 for the financial year ending 31 December 2026, payable monthly in arrears			
5	To re-elect Mr. Seah Qin Quan as a Director			
6	To re-elect Mr. Ng Hong Whee as a Director			
7	To re-appoint Messrs CLA Global TS Public Accounting Corporation as auditors of the Company and to authorise the Directors to fix their remuneration			
Special Business				
8	Authority to allot and issue shares			
9	Authority to allot and issue shares under the Yew Kee Employee Share Option			
10	Authority to allot and issue shares under the Yew Kee Performance Share Plan			
11	Renewal of Share Buyback Mandate			

* Delete where inapplicable
** If you wish to exercise all your votes 'For', 'Against' or 'Abstain from Voting', please tick (✓) within the box provided. Alternatively, please indicate the number of votes as appropriate. If you mark the abstain box for a particular resolution, you are directing your proxy not to vote on that resolution on a poll and your votes will not be counted in computing the required majority on a poll.

Dated this __________ day of __________ 2025

Total number of Shares in:	No. of Shares
(a) CDP Register	
(b) Register of Members	

____
Signature(s) of Shareholder(s)
and/or, Common Seal of Corporate Shareholder

IMPORTANT: PLEASE READ NOTES OVERLEAF

Notes:

1. A member who is unable to attend the AGM and wishes to appoint proxy(ies) to attend, speak and vote at the AGM on his/her/its behalf should complete, sign and return the instrument of proxy in accordance with the instructions printed thereon.

2. A proxy need not to be a member of the Company.

3. 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 shall be deemed to relate to all the Shares held by you.

4. In relation to the appointment of proxy(ies) to attend, speak and vote on his/her/its behalf at the AGM, a member (whether individual or corporate) appointing his/her/its proxy(ies) should give specific instructions as to his/her/its manner of voting, or abstentions from voting, in respect of a resolution in the instrument of proxy. If no specific instruction as to voting are given, or in the event of any other matter arising at the AGM and at any adjournment thereof, the proxy(ies) will vote or abstain from voting at his/her/their discretion.

5. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal, executed as a deed in accordance with the Companies Act 1967 or under the hand of an attorney or an officer duly authorised, or in some other manner approved by the Directors. Where the instrument appointing a proxy or proxies 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 with the instrument of proxy.

6. The instrument appointing a proxy, together with the letter or power of attorney or other authority under which it is signed or a duly certified copy thereof (if applicable), must be submitted either:

   (a) if send personally or by post, the proxy form must be lodged at the Company's registered office at 36 Robinson Road, City House #20-01, Singapore 068877; or

   (b) if by email, the proxy form must be received at shareregistry@incorp.asia;

   In either case, **by no later than 22 April 2025, 2.00 p.m., being seventy-two (72) hours before the time appointed for holding the Meeting**.

   A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

   A member can appoint the Chairman of the Meeting as his/her/its proxy, but this is not mandatory.

   The proxy must bring along his/her NRIC/passport so as to enable the Company to verify his/her identity at the AGM.

7. (a) A member who is not a relevant intermediary* is entitled to appoint not more than two (2) proxies to attend, speak and vote at the AGM. Where such member appoints two (2) proxies, he/she should specify the proportion of his/her shareholding (expressed as a percentage of the whole) to be presented by each proxy in the instrument appointing a proxy or proxies.

   (b) 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. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument appointing a proxy or proxies.

   *"**Relevant Intermediary**" has the meaning ascribed to it in Section 181 of the Companies Act 1967.

   (a) a banking corporation licensed under the Banking Act 1970 of Singapore or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or

   (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 of Singapore and who holds shares in that capacity; or

   (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953 of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

8. SRS investors who are unable to attend the Meeting but would like to vote, should approach their respective SRS Operators to submit their votes at least 7 working days before the AGM. SRS Investors should contact their respective SRS Operators for any queries they may have with regard to the appointment of proxy for the AGM.

General:

The Company shall be entitled to reject the instrument appointing a proxy or proxies 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 instrument appointing a proxy or proxies. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have Shares entered against his 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.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 9 April 2025.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Seah Boon Lock
(Executive Chairman and Executive Director)

Seah Qin Quan
(Chief Executive Officer and Executive Director)

Wong Fook Sung (James Wong)
(Lead Independent Director)

Ng Hong Whee
(Independent Director)

Koh Kew Siong (Douglas Koh)
(Independent Director)

AUDIT AND RISK MANAGEMENT COMMITTEE

Wong Fook Sung *(Chairman)*
Ng Hong Whee
Koh Kew Siong

NOMINATING COMMITTEE

Ng Hong Whee *(Chairman)*
Wong Fook Sung
Koh Kew Siong

REMUNERATION COMMITTEE

Koh Kew Siong *(Chairman)*
Wong Fook Sung
Ng Hong Whee

COMPANY SECRETARY

Ms. Cheok Hui Yee (ACS, ACG)
Ms. Kong Wei Fung (ACS, ACG)
(appointed with effect from 1 October 2024)

REGISTERED OFFICE

36 Robinson Road,
#20-01 City House,
Singapore 068877

SHARE REGISTRAR

IN.CORP CORPORATE SERVICES PTE. LTD.
36 Robinson Road,
#20-01 City House,
Singapore 068877

CONTINUING SPONSOR

RHT CAPITAL PTE. LTD.
36 Robinson Road
#10-06 City House
Singapore 068877

INDEPENDENT AUDITOR

CLA GLOBAL TS PUBLIC ACCOUNTING CORPORATION
80 Robinson Road
#25-00
Singapore 068898

Director-in-charge:
Ms. Meriana Ang Mei Ling
(appointed since financial year ended 31 December 2022)

YKGI LImited

(Incorporated in the Republic of Singapore on 8 August 2022)
(Company Registration No: 202227645Z)