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LETTER TO SHAREHOLDERS

DEAR VALUED SHAREHOLDERS,

On behalf of the Board of Directors (the “**Board**”), we are pleased to present the Annual Report for Polaris Ltd. (the “**Company**” and together with its subsidiaries, the “**Group**”) for the financial year ended 31 December 2025 (“**FY2025**”).

DEVELOPMENTS IN FY2025

In 2025, Singapore’s economy grew by 4.8%¹, compared to 4.4% in 2024. The Group recorded a 7.8% rise in overall revenue, driven by the continued expansion of its pre-loved luxury goods business, which offset impact from slowdowns in the consumer electronics and green protein operating segments.

Our pre-loved luxury goods business delivered another year of strong growth in FY2025, driven by continued strength in our established markets and contributions from newer territories. At the heart of this business is our locally-embedded sourcing model, building retail sourcing networks in each market to supply our global auction house partner, connecting regional supply with worldwide demand. Our presence now spans Indonesia, Philippines, Singapore, South Africa, Korea, Thailand and Vietnam, with Malaysia to join our network in 2026.

Our consumer electronics business declined in FY2025, largely due to softer demand through our corporate sales channel. We are conscious that our current portfolio is weighted toward a single flagship brand, and while this has served the business well, we recognise the importance of broadening our brand and product mix to build greater resilience and capture a wider range of growth opportunities. Encouragingly, we saw improved gross margins in the second half of FY2025, reflecting our ongoing focus on improving the profit margin profile of this segment — a direction we intend to pursue further.

Our green protein business is undergoing a strategic repositioning, transitioning toward a locally-focused model in Indonesia that broadens our waste management inputs and develops our fertiliser offering as a complementary revenue stream. We believe this refined approach better suits the operational realities of the business.

FINANCIAL REVIEW

For FY2025, the Group recorded revenue of S\$25.3 million, up 7.8% from S\$23.5 million in FY2024. This growth was primarily driven by the continued expansion of the pre-loved luxury goods segment, which recorded a 26.5% increase in turnover, rising from S\$14.1 million in FY2024 to S\$17.9 million in FY2025, supported by strong performance in established markets and the addition of Vietnam as a new territory during the year.

Meanwhile, the consumer electronics segment declined 12.0%, with turnover falling from S\$8.5 million in FY2024 to S\$7.4 million in FY2025, due to softer-than-expected demand for newly released products. The customer services segment ceased operations in the last quarter of FY2024 and did not contribute revenue in FY2025. The green protein segment remained at a minimal level of activity as the business undergoes strategic repositioning.

The Group reported a net loss of S\$1.4 million in FY2025, representing an improvement from the net loss of S\$2.1 million recorded in FY2024 — a reduction of 30.4%. This improvement was primarily attributable to narrowing losses across multiple segments, most notably in the pre-loved luxury goods segment, where losses reduced from S\$0.7 million to S\$0.5 million on the back of higher gross profit, and in the corporate segment where losses reduced from S\$0.7 million to S\$0.6 million. The consumer electronics segment returned a small profit in FY2025, driven by a higher contribution from higher-margin products. The green protein segment also recorded a reduced loss of S\$0.3 million compared to S\$0.4 million in FY2024.

Cash and bank balances increased from S\$0.8 million as of 31 December 2024 to S\$0.9 million as of 31 December 2025. This was primarily due to proceeds from the sale of property units during the year, which generated net investing cash inflows of S\$3.2 million, and enabled the Group to repay S\$1.7 million in loans and borrowings. The Group’s total borrowings reduced from S\$2.2 million as at 31 December 2024 to S\$0.5 million as at 31 December 2025. The Group did not take out any new loans in FY2025.

SUSTAINABILITY

Building on our previous years’ efforts, we continue to assess the environmental, social, and governance (“**ESG**”) matters relevant to our Group, reinforcing our commitment as responsible corporate citizens. Our focus remains on aligning business practices with sustainability objectives while making a positive impact on both the planet and our communities.

Our pre-loved luxury goods business remains an inherently sustainable model — extending the lifecycle of quality goods and reducing waste across our seven-market network. As our geographic footprint grows, so too does the positive environmental impact of this business. In our green protein business, our transition toward a locally-focused model in Indonesia meaningfully reduces the shipping and logistics-related emissions previously associated with the business, reflecting our broader commitment to minimising our carbon footprint.

¹ Ministry of Trade and Industry Singapore. “Singapore’s GDP Grew by 5.7% in the Fourth Quarter of 2025 and by 4.8% in 2025.

LETTER TO SHAREHOLDERS

We focus on establishing a strong, reliable foundation for ISSB-aligned disclosures while ensuring the accuracy, relevance, and decision-usefulness of the information for our stakeholders, and we look forward to working alongside our employees, shareholders, and business partners to drive sustainable progress.

LOOKING AHEAD

The Group remains committed to sustainability and the circular economy, focusing on growing businesses that create a positive environmental impact while supporting the transition of existing industries toward more sustainable practices. Our pre-loved luxury goods business continues to be the cornerstone of this strategy and, in FY2025, contributed approximately 70% of total Group revenue, reflecting the ongoing shift toward sustainable business models.

As artificial intelligence continues to reshape industries globally, we see measured opportunity in applying these tools to strengthen our operations – from authentication to customer service – in ways that can improve efficiency and accuracy as we scale. At the same time, we believe the fundamental nature of this business remains resilient; the ability to source authentic, physical goods of limited supply through trusted local networks is not easily replicated. We remain focused on strengthening our sourcing capabilities across our markets, and approach the period ahead with cautious optimism.

For our consumer electronics business, we do not anticipate significant shifts in the competitive landscape over the next twelve months. We will continue to address the concentration of our current product portfolio by diversifying our brand offering and prioritising higher-margin products, with the objective of improving the overall profitability of this segment.

In our green protein business, our focus for the year ahead is on expanding beyond palm kernel waste to incorporate a broader range of local organic waste streams in Indonesia – converting materials that would otherwise decompose and release methane into valuable protein and fertiliser through the black soldier fly cycle. By serving local rather than international markets, we eliminate the complexity and cost of international shipping logistics, create a more circular business model, and address a real waste management challenge in Indonesia. We believe this repositioning represents both a sounder operational footing and a genuinely positive environmental contribution.

WORDS OF APPRECIATION

We wish to express our deepest gratitude to our shareholders for your continued trust. We also thank our management team and staff for their dedication and hard work throughout the past year. Finally, we extend our appreciation to our fellow Board members for their invaluable counsel, and to our business partners, customers, and service professionals for their continued support and partnership.

Together, we look forward to the next chapter of Polaris' journey.

Sugiono Wiyono Sugialam
Executive Director

Dian Stefani Sugialam
Chief Executive Officer



BOARD OF DIRECTORS

Mr Sugiono Wiyono Sugialam

Executive Director

Date of Appointment as Director: 25 February 2021

Date of Last Re-election: 28 April 2023

Board Committees Served:

Member of Nominating Committee

Mr Sugiono joined the Board of Directors as an Executive Director of the Company on 25 February 2021. Previously, Mr Sugiono had served as a Non-Executive Director of the Company from 2011 to 2016 and Chairman of the Board from 2021 to 2024.

Mr Sugiono brings extensive experience across the technology, telecommunications, lifestyle goods, retail and distribution sectors. Since commencing his career in 1985, he has successfully led numerous initial public offerings and corporate transactions within the industries in which he remains actively engaged.

Mr Sugiono is actively involved in a number of prominent investment funds across Southeast Asia, with a particular focus on digital and technology start-ups and platforms. In parallel, he continues to pursue his interests in active-lifestyle and sustainability-driven businesses.

Mr Sugiono holds a Bachelor's Degree in Economics from the University of Surabaya, Indonesia.

Mr Chong Eng Wee

Non-Executive Chairman and Independent Director

Date of Appointment as Director: 15 March 2024

Date of Last Re-election: 30 April 2024

Board Committees Served:

Chairman of Nominating Committee

Member of Remuneration Committee

Member of Audit and Risk Management Committee

Mr Chong was appointed as an Independent Director of the Company on 15 March 2024. He is a member of the Audit and Risk Management Committee and the Remuneration Committee, and the Chairman of the Nominating Committee.

Mr Chong is the Managing Director and heads the Corporate & Capital Markets Practice at Chevalier Law LLC. He is admitted as an Advocate and Solicitor in Singapore, a Solicitor of the High Court of Hong Kong, a Lawyer of the Supreme Court of New South Wales, Australia, and a Barrister and Solicitor of the High Court of New Zealand.

Prior to founding his own firm, he was a Partner and Head of Corporate at Kennedys Legal Solutions Pte. Ltd., a joint law venture between Kennedys Singapore LLP and Legal Solutions LLC, the Deputy Head of both the Capital Markets and the International China (South East Asia) practices at RHTLaw Taylor Wessing LLP and the representative for the Shanghai representative office of another joint law venture firm, Duane Morris & Selvam LLP in Singapore.

His areas of practice include capital markets, mergers and acquisitions, private equity, funds, China ("PRC"), private wealth, corporate and commercial contracts, regulatory compliance, and corporate governance. He has advised issuers, issue managers, underwriters and placement agents, private equity funds, multinational corporations, high net-worth individuals and small and medium enterprises on transactions, including initial public offerings ("IPO"), pre-IPO investment, dual listings, reverse takeovers, public takeovers, rights and warrants issues, placement, local and cross border acquisitions and disposals of shares and assets, downstream investment by private equity funds, joint ventures, and corporate restructuring. He has advised clients on variable capital companies, the establishment of family offices and their tax incentives and applications to the Monetary Authority of Singapore pertaining to capital market service licenses and registered fund management companies.

He has also acted on various cross-border transactions involving PRC elements and frequently advises issuers on regulatory compliance and corporate governance issues. He was ranked as Singapore's Top 40 Most Influential Lawyers aged 40 and under by Singapore Business Review (2015).

Currently, he is a Non-Executive and Lead Independent Director of Willas-Array Electronics (Holdings) Limited, listed on both SGX-ST Mainboard (Stock Code: BDR) and the Mainboard of Hong Kong Stock Exchange (Stock Code: 00854), since August 2023, the Non-Executive and Independent Chairman of Heatec Jietong Holdings Limited, a SGX-ST Catalyst listed company (Stock Code: 50R) since April 2018, a Non-Executive and Lead Independent Director of Accrelist Limited, a SGX-ST Catalyst listed company since July 2024, a Non-Executive and Independent Director of AJJ Medtech Holdings Limited, a SGX-ST Catalyst listed company (Stock Code: 584) since June 2020, a Non-Executive and Independent Director of Eindec Corporation Limited, a SGX-ST Catalyst listed company (Stock Code: 42Z) since July 2025, a Non-Executive and Independent Director of Aoxin Q & M Dental Group Limited, a SGX-ST Catalyst listed company (Stock Code: 1D4) since December 2025 and a Non-Executive and Independent Director of Quantum Healthcare Limited, a SGX-ST Catalyst listed company (Stock Code: V8Y) since March 2026.

He is also the Company Secretary of LHN Limited, listed on SGX-ST Mainboard (Stock Code: 410) since April 2020, Shanghai Turbo Enterprises Ltd., a SGX-ST Mainboard listed company (Stock Code: AWM) since October 2022, LHT Holdings Limited, listed on SGX-ST Mainboard (Stock Code: BEI) since May 2025 and Coliwoo Holdings Limited, a SGX-ST Mainboard listed company (Stock Code: W8W) since November 2025. He was previously the joint company secretary and company secretary, as the case may be, of 3 SGX-ST Mainboard-listed companies: Hanwell Holdings Limited (Singapore Stock Code: DM0), Intraco Limited (Singapore Stock Code: I06), and Tat Seng Packaging Group Ltd (Singapore Stock Code: T12) between March 2012 and October 2012, China Vanadium Titano-Magnetite Mining Company Limited, a company listed on Mainboard of the Hong Kong Stock Exchange (Stock Code: 893) from December 2019 to March 2025, Sincap Group Limited, a SGX-ST Catalyst listed company (Stock Code: 5UN) from November 2021 to August 2025 and GS Holdings Limited, a SGX-ST Catalyst listed company (Stock Code: 43A) from March 2025 to December 2025.

BOARD OF DIRECTORS

Mr Tay Boon Zhuan

Non-Executive Independent Director

Date of Appointment as Director: 15 March 2024

Date of Last Re-election: 30 April 2024

Board Committees Served:

Chairman of Audit and Risk Management Committee

Chairman of Remuneration Committee

Member of Nominating Committee

Mr Tay was appointed as an Independent Director to the Board on 15 March 2024. Mr Tay has garnered extensive experience across various financial leadership roles. He currently serves as the Chief Financial Officer (“**CFO**”) of Optimal AI Limited, an enterprise AI firm that provides digital transformation solutions to businesses. In addition, he leverages his expertise as the Director of a business advisory firm, offering clients comprehensive solutions encompassing corporate setup, company secretarial services, outsourced accounting, tax compliance, and payroll and human resource management.

Mr Tay is also an Independent Director of Jubilee Industries Holdings Ltd., Fuji Offset Plates Manufacturing Ltd. and Sen Yue Holdings Limited, all listed on the SGX-ST.

Previously, Mr Tay served as Senior Finance Director at a leading educational technology company, held the CFO position at two SGX-listed companies, and led the internal audit function for a major New York Stock Exchange-listed diesel engine manufacturer in China. He also spent 11 years honing his skills at a Big 4 accounting firm and two other leading professional services firms, specialising in accounting, payroll, business advisory, and assurance services.

Mr Tay graduated from Nanyang Technological University with a Bachelor of Accountancy (First Class Honours). He is a Fellow Chartered Accountant of Singapore from the Institute of Singapore Chartered Accountants and also holds an ASEAN CPA certification.

Mr Soennerstedt Carl Johan Pontus

Non-Executive Non-Independent Director

Date of Appointment as Director: 5 May 2016

Date of Last Re-election: 29 April 2025

Board Committees Served:

Member of Audit and Risk Management Committee

Member of Remuneration Committee

With effect from 15 August 2024, Mr Soennerstedt stepped down as the Chief Executive Officer (“**CEO**”) of the Company and was re-designated as a Non-Executive Non-Independent Director of the Company. Previously, he served as Executive Director and CEO from 1 March 2018, after having spent two years as an Independent Non-Executive Director and Non-Executive Chairman.

Between 2014 and 2017, Mr Soennerstedt set up and ran PT Bayon Management, a company engaged in internet consulting and investments in Indonesia. Consulting engagements included online media, law, music, and payments, as well as the discovery and evaluation of investment targets.

Leading up to Bayon, Mr Soennerstedt was CEO at PT Skybee Tbk, an Indonesian holding company with technology, telecommunications, and media subsidiaries. He held liaison positions, engaging with SoftBank and SoftBank Ventures Korea to support their investment efforts in Indonesia, and served on the investment committee of Indonesian incubator and venture capital firm Ideosource.

Between 2007 and 2012, Mr Soennerstedt identified Indonesia as a key growth opportunity for Yahoo!, coordinated the company’s market entry, and then served as Country Manager at PT Yahoo Indonesia. Under his leadership, Yahoo! attracted top-tier talent and established itself as one of the most highly trafficked and effectively monetised internet platforms in Indonesia. Today, alumni of Yahoo! Indonesia are widely recognised across the market as successful entrepreneurs and as senior leaders within both local and international organisations.

Prior to Yahoo!, Mr Soennerstedt spent eight years in the mobile phone industry in Asia. From 1999 to 2001, he served as Director of Consumer Products for Ericsson’s mobile phone business in Vietnam. He then moved to Singapore with Sony Ericsson, first in a regional sales role covering Indonesia and then as Head of Business Development for APAC EM. In this role, Mr Soennerstedt established and managed the company’s operations across several markets, including Pakistan, Bangladesh, Sri Lanka, Cambodia and Vietnam. Under his management, the operations in these emerging markets transformed from being a marginal business to one turning over several hundred million dollars per year. He was recognised for his contributions to the company’s overall performance and growth by winning the company’s global best market unit performance award twice.

Mr Soennerstedt previously served as a mine clearance diver in the Royal Swedish Navy. He holds a degree in International Economics from the American University of Paris.

CORPORATE PROFILE

Polaris Ltd. (“**Polaris**” or the “**Company**”, together with its subsidiaries, the “**Group**”) is a Singapore-based investment holding company listed on the Catalist Board of the SGX-ST. Polaris is active in pre-loved luxury goods re-commerce, consumer electronics corporate sales, and Black Soldier Fly (“**BSF**”) green protein operations.

The Group is organised into business units based on its products and services.

The pre-loved luxury goods segment imports and exports pre-loved luxury goods and premium lifestyle products on a wholesale and/or retail basis.

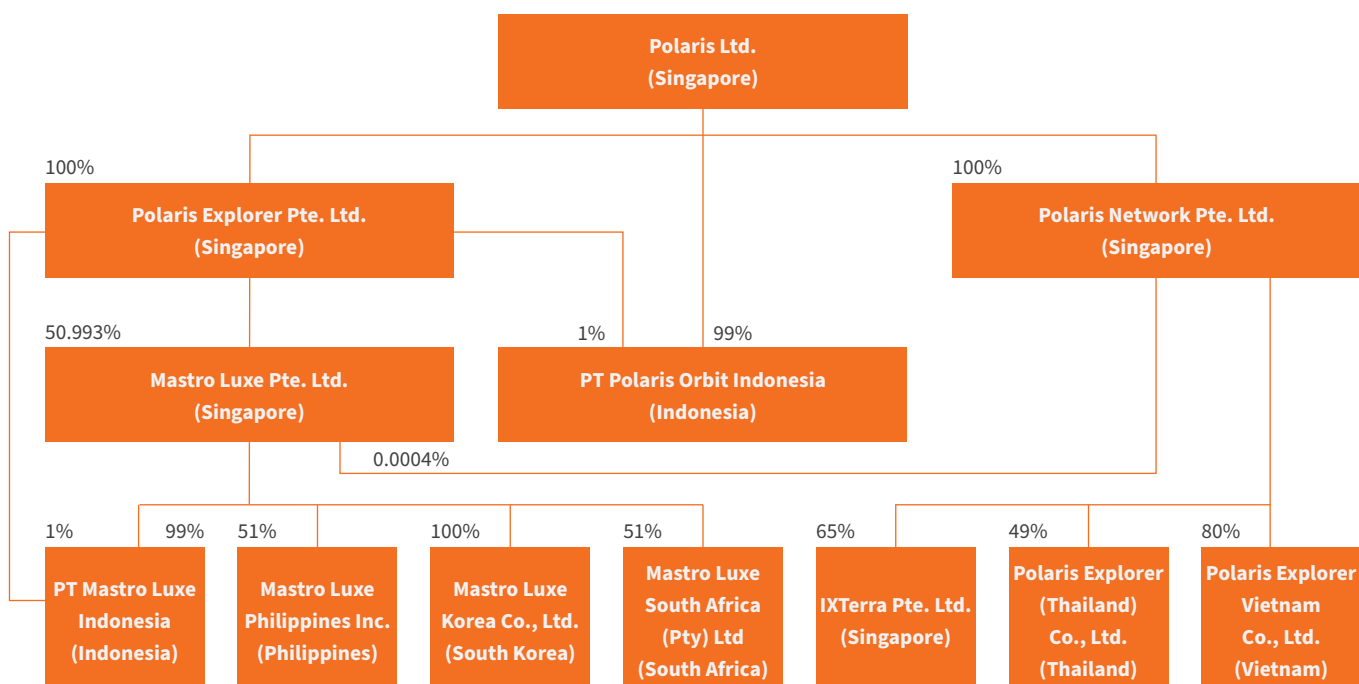
The consumer electronics segment engages in corporate sales of telecommunications, IT and consumer electronics products, primarily in Singapore. This segment offers a wide range of electronic products and services from reputable brands, including Apple.

The green protein segment manages facilities for BSF cultivation, develops related products and engages in the buying and selling of green protein products.

The corporate segment provides Group-level corporate services, treasury functions and investment in marketable securities. It is also involved in strategic investments and joint ventures to synergise and complement the Group’s existing offerings, such as the entry into the pre-loved luxury goods business.

Polaris is embarking on a path and mission to develop and pursue sustainability-related businesses aligned with the circular economy. Our pre-loved luxury goods re-commerce business and the green protein business are aligned with this mission.

CORPORATE STRUCTURE



Corporate Structure as at the date of this report.
For further information, please refer to the Notes to the Financial Statements.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr Chong Eng Wee
Non-Executive Chairman and Independent Director

Mr Sugiono Wiyono Sugialam
Executive Director

Mr Tay Boon Zhuan
Non-Executive Independent Director

Mr Soennerstedt Carl Johan Pontus
Non-Executive Non-Independent Director

AUDIT AND RISK MANAGEMENT COMMITTEE

Mr Tay Boon Zhuan (Chairman)
Mr Chong Eng Wee
Mr Soennerstedt Carl Johan Pontus

NOMINATING COMMITTEE

Mr Chong Eng Wee (Chairman)
Mr Tay Boon Zhuan
Mr Sugiono Wiyono Sugialam

REMUNERATION COMMITTEE

Mr Tay Boon Zhuan (Chairman)
Mr Chong Eng Wee
Mr Soennerstedt Carl Johan Pontus

COMPANY SECRETARY

Ms Yang Lin

REGISTERED OFFICE

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INDEPENDENT AUDITOR

Moore Stephens LLP
10 Anson Road
#29-15 International Plaza
Singapore 079903
Partner-in-charge: Mr Christopher Bruce Johnson
(Appointed since the financial year ended 31 December 2024)

CORPORATE GOVERNANCE REPORT

The board of directors (the “**Board**” or “**Directors**”) of Polaris Ltd. (the “**Company**” and together with its subsidiaries, the “**Group**”) is fully committed to maintaining high standards of corporate governance and recognises the importance of good corporate governance and ensuring high standards of accountability to shareholders.

This report outlines the Company’s corporate governance practices and processes that were in place for the financial year ended 31 December 2025 (“**FY2025**”), with specific reference to the principles and provisions of the Code of Corporate Governance 2018 (last amended 11 January 2023) (the “**Code**”), the accompanying Practice Guidance (14 December 2023) (the “**Guide**”) issued by the Monetary Authority of Singapore, and the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) Listing Manual Section B: Rules of Catalist (the “**Catalist Rules**”), where applicable.

The Board is pleased to confirm that the Company has adhered to the Code, the Guide and the Catalist Rules except where otherwise stated and explained herein. Where there has been a variation from the provisions of the Code, the reason(s) for the variation and an explanation of how the Company’s alternative corporate governance practices are consistent with the aim and philosophy of the relevant principle and/or provision of the Code have been included. The Board considers that the alternative corporate governance practices are sufficient to achieve the Code’s underlying objective.

(A) BOARD MATTERS

The Board’s Conduct of Affairs

Principle 1: The company is headed by an effective Board which is collectively responsible and works with Management for the long-term success of the company.

Provision 1.1

The Board’s primary role is to protect and enhance long-term shareholder value. The Board sets the overall strategy for the Group and supervises the management of the Company, which comprises the Executive Directors and key management personnel (the “**Management**”). To fulfil this role, the Board sets the Group’s strategic direction, establishes goals for the Management and monitors the achievement of these goals, thereby taking responsibility for the overall success and corporate governance of the Group.

In addition to its statutory duties, the Board’s principal functions are to:

- a. establish the overall business direction of the Group, with specific emphasis on business expansion and synergies, and ensure that the necessary financial and human resources are in place;
- b. review Management performance;
- c. oversee the processes of evaluating the adequacy of internal controls, risk management, financial reporting and compliance, including safeguarding shareholders’ interests and the Company’s assets;
- d. approve major investment and divestment proposals, material acquisitions and disposals of assets, major corporate policies on key operations, the annual budget, the release of the Group’s interim and full-year financial statements, and interested person transactions of a material nature;
- e. identify the key stakeholder groups and recognise that their perceptions affect the Company’s reputation;
- f. assume corporate governance practices directly or through the respective Board Committees (as defined below); and
- g. consider sustainability issues, including but not limited to environmental and social factors, as part of its strategic formulation.

All Directors exercise due diligence and independent judgment and are obliged to act in good faith as fiduciaries and consider at all times the best interests of the Company.

Our Directors are fiduciaries who act objectively in the best interests of the Company and hold Management accountable for performance. The Board puts in place a code of conduct and ethics, sets an appropriate tone and standard of conduct at the top, and ensures proper accountability within the Company. Directors facing conflicts of interest recuse themselves from discussions and decisions involving the issues of conflict.

CORPORATE GOVERNANCE REPORT

Provision 1.3

The Company has adopted a set of Approving Authority & Limit Guidelines (the “**Guidelines**”), which set out the level of authorisation required for specified transactions, including those which require Board approval. Under the Guidelines, new investments, divestments, and entry into banking facilities with financial institutions, amongst other matters, require the approval of the Board.

Provision 1.4

To assist the Board in executing its responsibilities, the Board has delegated specific functions to the Audit and Risk Management Committee (“**ARMC**”), the Nominating Committee (“**NC**”) and the Remuneration Committee (“**RC**”) (together, the “**Board Committees**”, and each a “**Board Committee**”). These Board Committees operate within clearly defined terms of reference and operating procedures, which are reviewed on a regular basis to ensure their continued relevance. The effectiveness of each Board Committee is also constantly monitored. Minutes of Board Committee meetings are available to all Board members.

Provision 1.5

The Board currently holds at least two (2) scheduled meetings each year. In addition, it holds additional meetings at such other times as may be necessary to address specific significant matters that may arise. Important matters concerning the Group are also put up to the Board for its decision by way of written resolutions. The Company’s constitution (the “**Constitution**”) contains provisions for Board meetings to be held via telephone or videoconference.

A record of the Directors’ attendance at meetings of the Board and Board Committees for FY2025, as well as the number of such meetings, is set out as follows:

	Board	ARMC	NC	RC
No. of meetings held	2	2	1	1
No. of meetings attended by respective Directors				
Sugiono Wiyono Sugialam	2	2*	1	1*
Soennerstedt Carl Johan Pontus	2	2	1*	1
Chong Eng Wee	2	2	1	1
Tay Boon Zhuan	2	2	1	1

* *By invitation*

Provision 1.6 and Provision 1.2

The Directors are updated regularly on changes and amendments to the Catalist Rules, the Group’s policies (on risk management, corporate governance and insider trading), the relevant regulatory requirements, financial reporting standards and the relevant laws and regulations to facilitate the effective discharge of their fiduciary duties as Board or Board Committee members.

News releases issued by SGX-ST and the Accounting and Corporate Regulatory Authority (“**ACRA**”) that are relevant to the Directors are circulated to the Board by Management. The Company Secretary and the Sponsor would inform the Directors of upcoming conferences and seminars relevant to their roles as Directors of the Company. Such conferences and seminars, as well as other training courses, will be arranged and funded by the Company for all Directors. The external auditor will also, on an annual basis, update the ARMC and the Board on new and revised financial reporting standards that are applicable to the Company and/or the Group.

It is the Company’s policy that any newly appointed Directors will receive appropriate training on corporate governance if required. The Group has implemented an orientation programme for new Directors to familiarise them with the Group’s core businesses and corporate governance practices. The orientation programme also covers the Group’s history, mission and values. In addition, the Management regularly updates the Directors on the Group’s business activities and operations during Board meetings. Directors will also be given opportunities to visit the Group’s operational facilities and meet the Management team so as to gain a better understanding of the Group’s businesses.

CORPORATE GOVERNANCE REPORT

A formal letter of appointment is furnished to every newly-appointed director upon their appointment and sets out, amongst other matters, their roles, obligations, duties and responsibilities as a member of the Board.

In addition, as required under the Catalist Rules, a new director who has no prior experience as a director of a company listed on the SGX-ST must undergo training as prescribed by the SGX-ST, including mandatory training on his or her roles and responsibilities as a director. Such training will be completed within one year of the appointment.

There were no new appointments of directors in FY2025.

The Board is provided with complete and adequate information in a timely manner prior to Board meetings and is kept informed of ongoing developments within the Group. Board papers are generally made available to Directors in a timely manner before Board and Board Committee meetings and would include financial management reports, reports on the performance of the Group, papers pertaining to matters requiring the Board's decision, and updates on key outstanding issues, strategic plans and developments in the Group. This is to ensure that the Directors are properly briefed on matters to be considered at Board and Board Committee meetings in order to enable them to make informed decisions and discharge their duties and responsibilities.

The Company has an ongoing budget for the Directors to attend appropriate courses, seminars and conferences so that they stay abreast of relevant business developments and changes in applicable rules and regulations, and to develop and maintain their skills and knowledge at the Company's expense. These include programmes run by the Singapore Institute of Directors ("SID") and other training institutions.

Courses, conferences and seminars attended by some of the Directors include:

Course Name	Course Organiser	Attendees
Transformation of Business Strategy through adoption of AI	Hong Kong Institute of Directors	Chong Eng Wee
Integrity Training for Management	Independent Commission Against Corruption of Hong Kong	Chong Eng Wee
Ethical Dilemmas in an Era of Sustainability Reporting	Institute of Singapore Chartered Accountants ("ISCA")	Tay Boon Zhuan
EP 100 Code Updates: Listed Entity and PIE Definitions and Technology-related Revisions	ISCA	Tay Boon Zhuan
Navigating Developments in Accounting Standards	ISCA	Tay Boon Zhuan

Provision 1.7

The Directors have separate and independent access to the Company Secretary at all times to clarify any enquiries they may have. The Company Secretary or his/her nominee attends all Board and Board Committee meetings and is responsible for ensuring that established procedures and all relevant requirements of the Companies Act 1967 of Singapore (the "**Companies Act**") and the Catalist Rules that are applicable to the Company are complied with. The Company Secretary assists the Chairman in preparing meeting agendas, attending Board and Board Committee meetings and preparing minutes of all Board and Board Committee proceedings. Under the direction of the Chairman, the Company Secretary, with the support of the Management staff, is responsible for ensuring accurate and timely information flow within the Board and the Board Committees and between senior management and the non-executive directors, advising the Board on all governance matters, facilitating the orientation of new employees, and assisting with professional development as may be required.

The appointment and removal of the Company Secretary are subject to the Board's approval.

The Board is informed of all material events and transactions as and when they occur. All analyst and media reports on the Group, if any, are promptly forwarded by the Management to the Directors on an ongoing basis.

CORPORATE GOVERNANCE REPORT

The Board has separate, independent and unrestricted access to the senior management of the Group at all times. Requests for information from the Board are promptly handled by senior management.

The Board seeks independent professional advice as and when necessary to enable it to discharge its responsibilities effectively. The Directors, whether acting as a group or individually, may seek and obtain legal and other independent professional advice, at the Company's expense, concerning any aspect of the Group's operations or undertakings in order to fulfil their roles and responsibilities as Directors.

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.

As at the date of this Annual Report, the Board comprises four (4) Directors, of whom one (1) is an Executive Director, two (2) are Independent Non-Executive Directors, and one (1) is a Non-Independent Non-Executive Director. A summary of the current composition of the Board and the respective Board Committees is set out as follows:

Composition of the Board		Composition of the Board Committees		
Name of Director	Designation	ARMC	NC	RC
Sugiono Wiyono Sugialam	Executive Director	-	Member	-
Chong Eng Wee	Non-Executive Chairman and Independent Director	Member	Chairman	Member
Tay Boon Zhuan	Independent Non-Executive Director	Chairman	Member	Chairman
Soennerstedt Carl Johan Pontus	Non-Independent Non-Executive Director	Member	-	Member

Provision 2.1

The NC adopts the spirit of the definition in the Code as to what constitutes an "independent" director. Accordingly, the NC considers an "independent" Director as one who is independent in conduct, character and judgment and has no relationship with the Company, its related corporations, its substantial shareholders or its officers that could interfere or be reasonably perceived to interfere with the exercise of the Director's independent business judgment in the best interests of the Company. The NC has completed its annual review of the independence of each Independent Non-Executive Director and is of the view that these Directors are independent. The Board has also reviewed and confirmed the independence of the Independent Non-Executive Directors.

The Board does not consider any Director to be independent where a relationship exists as set out in the Code that would otherwise deem such Director not to be independent.

Non-Executive Directors (including Independent Directors) do not exercise management functions in the Group. Although all the Directors have equal and shared responsibility for the performance of the Group, the role of the Non-Executive Directors (including the Independent Directors) is particularly important in ensuring that the strategies proposed by the Management are fully discussed, rigorously examined, and taken into account the long-term interests of not only the Shareholders but also that of the employees, customers, suppliers and the communities in which the Group conducts its business. Non-Executive Directors are also responsible for reviewing Management's performance in meeting agreed goals and objectives, and for monitoring the reporting of performance. The NC considers the Company's Non-Executive Directors to be of sufficient calibre and their respective views to be of sufficient weight such that no individual or a small group of individuals dominates the Board's decision-making process.

Non-Executive Directors (including Independent Directors) are scheduled to meet regularly and, as and when required, in the absence of key management personnel, to discuss concerns or matters such as the effectiveness of Management.

CORPORATE GOVERNANCE REPORT

Provision 2.2 and Provision 2.3

The Company is in compliance with Provision 2.2 of the Code, given that the Chairman of the Board is an Independent Director.

The Company has also complied with Provision 2.3 of the Code, which stipulates that non-executive directors should make up a majority of the Board and Rule 406(3)(c) of the Catalist Rules, which requires the number of independent directors to comprise at least one-third of the Company's board at any time.

Provision 2.4

The Company has in place the Board Diversity Policy, which sets out the approach to achieve diversity of the Board. Pursuant to the Board Diversity Policy, the NC will, on an annual basis and taking into consideration the changes (if any) in the nature and scope of operations as well as the regulatory environment of the Group, review the appropriateness of the size and composition of the Board. Upon such review, the NC will, where appropriate, make recommendations to the Board on changes to complement the Company's corporate strategy and ensure an appropriate composition of Board members with suitably diverse backgrounds to meet the Group's operational and business requirements. The Board is also committed to maintaining an inclusive and non-discriminatory organisational culture and to fostering fairness, equality and respect (regardless of gender, age or beliefs) at the workplace.

The Board is of the view that gender is an important aspect of diversity and will strive to ensure that female candidates are included for consideration in the selection of potential Board appointees. In this regard, the Board strives to have at least one female Board member.

The Company will continually assess and institute targets when the need arises.

The Board recognises the importance of an appropriate balance and diversity of skills, experience, gender, age, knowledge and professional qualifications in building an effective Board. For this purpose, the NC regularly reviews the Board's collective skills matrix.

The current Board comprises persons who, as a group, have the necessary core competencies in areas such as accounting, finance, business and management, industry knowledge, strategic planning, legal, corporate governance, regulatory compliance and customer-based experience and knowledge to lead and guide the Company. The Board's diverse experience enables the exchange of ideas and views. The profiles of our Board members are set out under the section entitled "**Board of Directors**" of this Annual Report.

The Board had set a target in FY2024 to introduce female representation on the Board by 2025. As at the date of this report, the current Board composition does not meet the targets set under the Board Diversity Policy. The Company is in the process of identifying a suitable female director candidate. In assessing potential candidates, the Company will consider, among others, academic background, relevant work experience, skill sets and the value the candidate can contribute to the Group. Any further progress made towards the implementation of the Board Diversity Policy will be disclosed in the Company's Corporate Governance Report, as appropriate.

Core Competencies	Number of Directors	Proportion of the Board (%)
- Accounting or finance	1	25
- Business management	4	100
- Legal or corporate governance	2	50
- Relevant industry knowledge or experience	3	75
- Strategic planning experience	4	100
- Customer-based experience or knowledge	3	75
Gender		
- Male	4	100
- Female	-	-

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Core Competencies	Number of Directors	Proportion of the Board (%)
Age Group		
- 40 to 49	2	50
- 50 to 59	1	25
- 60 to 69	1	25
Independence		
- Independent directors	2	50
- Non-Independent directors	2	50
Directors' Citizenship		
- Singapore citizen	2	50
- Others	2	50

The Non-Executive Directors met at least once in FY2025 without Management present to discuss matters such as internal controls, board processes, and succession plans.

Chairman and Chief Executive Officer (“CEO”)

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 and Provision 3.2

The Board adopts the Code's recommendation to appoint separate persons as Chairman and CEO. The Board is chaired by Mr Chong Eng Wee (“**Mr Chong**”), an Independent Director and Non-Executive Chairman of the Company, while Ms Dian Stefani Sugialam (“**Ms Dian**”) is the Company's Chief Executive Officer (“**CEO**”). The roles of the Chairman and the CEO have been clearly separated, each having its own areas of responsibility.

The Chairman of the Board is not an immediate family member of the CEO and is unrelated to the CEO. Ms Dian is the daughter of Mr Sugiono Wiyono Sugialam (“**Mr Sugiono**”), the Company's Executive Director and a substantial shareholder.

The Independent Non-Executive Chairman is responsible, amongst other things, for ensuring the quality and timeliness of the flow of information between the Management and the Board, ensuring the Company's compliance with the Code, and promoting high standards of corporate governance. The Chairman is consulted on the Group's strategic direction and on the formulation of policies, ensuring the smooth running of the Board. The Chairman performs a significant leadership role by providing clear oversight and guidance to Management on strategy and by driving the transformation and development of the Group's businesses.

The Chairman is also responsible for effectively representing the Board to shareholders, ensuring that Board meetings are held when necessary, setting the Board meeting agenda with the assistance of the Company Secretary, acting as a facilitator at Board meetings, and maintaining regular dialogue with Management on all significant operational matters. At annual general meetings and other shareholders' meetings, the Chairman ensures constructive dialogue amongst shareholders, the Board and the Management.

The CEO's responsibilities include executing strategic business plans and overseeing day-to-day business operations, with the support of the Executive Director and Management.

The Board is of the view that there are sufficient safeguards and checks to ensure that the Board's decision-making process is independent and based on collective decisions, without any individual exercising significant power or influence. Further, the ARMC, RC and NC are chaired by Independent Non-Executive Directors.

Provision 3.3

The NC is of the view that the appointment of a Lead Independent Director is not necessary, given that the Independent Non-Executive Chairman is not part of the Management and is independent.

CORPORATE GOVERNANCE REPORT

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 and Provision 4.2

The NC is regulated by a set of written terms of reference and comprises three (3) members, of whom the majority, including the Chairman, are Independent Non-Executive Directors. The NC meets at least once a year. As at the date of this Annual Report, the members of the NC are as follows:

1. Chong Eng Wee (Chairman, Independent Non-Executive Director)
2. Tay Boon Zhuan (Member, Independent Non-Executive Director)
3. Sugiono Wiyono Sugialam (Member, Executive Director)

The NC is responsible for:

- a. Reviewing the structure, size and composition of the Board and the Board Committees;
- b. Reviewing the succession plans for the Board Chairman, the Directors, the CEO and members of senior management;
- c. The development of a transparent process for evaluating the performance of the Board, the Board Committees and the Directors, including assessing whether the Directors are able to commit enough time to discharge their responsibilities and the maximum number of listed company board representations which a Director may hold;
- d. Reviewing the training and professional development programmes for the Directors;
- e. The appointment and re-appointment of all directors (including alternate directors, if any); and
- f. Reviewing and confirming the independence of each Director.

Provision 4.3

The NC is also responsible for identifying and recommending new candidates to the Board. In doing so, the NC will consider the competencies and attributes of the candidate, which include:

- a. academic and professional qualifications;
- b. industry experience;
- c. number of other directorships;
- d. relevant experience as a director; and
- e. ability and adequacy in carrying out required tasks.

The NC leads the process for board appointments and makes recommendations to the Board. The integrated process of appointment includes:

- a. developing a framework for the desired competencies and diversity of the Board;
- b. assessing the current competencies and diversity of the Board;
- c. developing and ascertaining the desired profiles of new directors;
- d. initiating searches for new directors via personal networks and external searches, if necessary;
- e. shortlisting and interviewing potential candidates;
- f. recommending appointments and retirements to the Board; and
- g. election at the general meeting.

New Directors are appointed by way of a Board resolution and are subject to re-election at the next annual general meeting (“AGM”).

In accordance with the Company’s Constitution, one-third, or if their number is not a multiple of three (3), the number nearest to one-third of the Directors are required to retire from office by rotation at each AGM (provided that no Director holding office as managing director shall be subject to retirement by rotation or be taken into account in determining the number of Directors to retire). Newly appointed Directors will hold office only until the next AGM following their appointments, and they shall be eligible for re-election.

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Such Directors are not taken into account when determining the number of Directors who are to retire by rotation at that meeting. In any case, pursuant to Rule 720(4) of the Catalist Rules, all Directors must submit themselves for re-nomination and re-appointment at least once every three (3) years.

In making recommendations for the selection, appointment, or re-appointment of Directors, the NC evaluates the Board's composition in light of the need for progressive renewal. The NC also considers the Director's competencies, commitment, contributions and performance, such as his/her attendance at meetings of the Board or Board Committees and, where applicable, his or her preparedness, participation, candour and any other special contributions.

Each member of the NC is required to abstain from reviewing and approving his or her own re-election.

The NC has recommended to the Board that Mr Sugiono (the “**Retiring Director**”) be nominated for re-election at the forthcoming AGM in accordance with the Company's Constitution. Mr Sugiono has given his consent to continue in office.

In making the recommendations, the NC considered the Retiring Director's overall contributions and performance, both past and anticipated.

Mr Sugiono will, upon his re-election as a Director, remain as the Company's Executive Director and a member of NC. Mr Sugiono does not have any relationship, including any immediate family relationship, with any other Directors, the Company, or its substantial shareholders (as defined in the Code).

Key information on the Directors who held office at any time during the financial year up to the date of this Annual Report, including their respective appointment dates and other listed company directorships held in the preceding three (3) years, is disclosed in the table below:

Name of Director	Date of First Appointment	Date of Last Re-election	Directorships in Other Listed Companies (Present and Preceding Three Years)	Other Principal Commitments
Sugiono Wiyono Sugialam	25 February 2021	28 April 2023	<p><u>Present</u></p> <ul style="list-style-type: none"> PT Trikonsel Oke Tbk <p><u>Past three years</u></p> <p>Nil</p>	<ul style="list-style-type: none"> Escomindo Pte. Ltd., Director Freshwave Technologies Pte. Ltd., Director Mastro Luxe Pte. Ltd., Director Nutrition Technologies Research Pte. Ltd., Director PT Globe Kita Terang Tbk, President Director PT Herbal Globe Natural, President Director PT Okeshop, President Director PT Trio Distribusi, President Director Sentara Bio-Innovation Pte. Ltd., Director
Soennerstedt Carl Johan Pontus	5 May 2016	29 April 2025	Nil	Nil

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Name of Director	Date of First Appointment	Date of Last Re-election	Directorships in Other Listed Companies (Present and Preceding Three Years)	Other Principal Commitments
Tay Boon Zhuan	15 March 2024	30 April 2024	<p><i>Present</i></p> <ul style="list-style-type: none"> • Sen Yue Holdings Limited • Jubilee Industries Holdings Ltd. • Fuji Offset Plates Manufacturing Ltd. <p><i>Past three years</i></p> <ul style="list-style-type: none"> • Sincap Group Limited 	<ul style="list-style-type: none"> • Elev8te Business Services Pte. Ltd., Director • Oceangate and Tree Pte. Ltd., Director
Chong Eng Wee	15 March 2024	30 April 2024	<p><i>Present</i></p> <ul style="list-style-type: none"> • Accrelist Ltd. • AJJ Medtech Holdings Limited • Aoxin Q & M Dental Group Limited • Eindec Corporation Limited • Heatec Jietong Holdings Limited • Willas-Array Electronics (Holdings) Limited • Quantum Healthcare Limited <p><i>Past three years</i></p> <ul style="list-style-type: none"> • China Yuanbang Property Holdings Limited • GS Holdings Limited 	<ul style="list-style-type: none"> • Chevalier Law LLC Managing Director • Nixon Peabody CWL Partner • Chevalier CS Pte. Ltd., Director • Coronet Ventures (Singapore) Pte. Ltd., Director • Lucky Sesa Pte. Ltd., Director

Pursuant to Rule 720(5) of the Catalist Rules, the information as required under Appendix 7F to the Catalist Rules in respect of the Retiring Director is set out on pages 29 to 32 of the Annual Report.

Provision 4.4

The NC reviews, on an annual basis, the declarations of independence made by the Company's Independent Non-Executive Directors in accordance with the Code's definition of independence. The NC has reviewed the independence of each Director for FY2025 and is of the view that the Independent Directors are independent as defined in the Code and are able to exercise judgment on the corporate affairs of the Group independently of the Management.

None of the Independent Directors has served on the Board for more than nine years, which is the limit that SGX-ST has introduced on the tenure of independent directors of listed companies.

The NC monitors and annually determines whether each Director who has multiple board representations and other principal commitments devotes sufficient time and attention to the affairs of the Company and adequately carries out his/her duties as a Director of the Company. The NC takes into account the results of the assessment of the individual Director's effectiveness and his/her actual conduct on the Board in making this determination.

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Provision 4.5

Currently, the NC and the Board have not determined the maximum number of listed company board representations that a Director may hold, as the NC and the Board are of the view that the work aptitude, capacity, and resources of each Director vary, and a one-size-fits-all approach might not be appropriate. The NC and the Board will continue to observe and review the requirement to determine the maximum number of listed company board representations as and when necessary.

As at the date of this Annual Report, the Company does not have any alternate directors.

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 and Provision 5.2

The NC adopts a formal system to evaluate the Board as a whole and its Board Committees each year. A performance evaluation of the Board and each Board Committee is carried out. The assessment parameters include an evaluation of the size and composition of the Board and its Board Committees, access to information, accountability, the performance of the Board and its Board Committees in discharging their principal responsibilities, and the Directors' standard of conduct. Following a formal written performance evaluation of the Board and the Board Committees, the NC and the Board are of the view that the Board and the Board Committees operate effectively, and each Director is duly contributing to the effectiveness of the Board and the Board Committees through active participation in meetings. In addition, the NC will assess the individual Directors' performance by completing an Individual Director Self-Assessment Form, 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 annual performance evaluation exercise provides an opportunity to obtain constructive feedback from each Director on whether the Board's procedures and processes have enabled him/her to discharge his/her duties effectively, and to propose changes that can enhance the Board's effectiveness as a whole. The collated findings are reported, and recommendations are made to the Board for its consideration, with a view to implementing improvements to help the Board discharge its duties more effectively.

The NC is of the view that the Board has met its performance objectives for FY2025. No external facilitator was used in the evaluation process, as the Board believes the quality and objectivity of the current process and the evaluations implemented are sufficient and adequate.

The NC conducts an annual evaluation of individual Directors' performance and/or when the re-election or re-appointment of any Director is being considered. The NC Chairman undertakes the assessment of each Director's performance.

The criteria for assessment include, but are not limited to, the particular Director's attendance record at meetings of the Board and Board Committees, commitment of time, intensity of participation at meetings, quality of discussions, knowledge and abilities, engagement with Management, maintenance of independence, and any special contributions. For FY2025, the NC, in concurrence with the NC Chairman, is satisfied that each Director is contributing to the Board's overall effectiveness.

(B) 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 6.1 and Provision 6.2

The RC, regulated by a set of written terms of reference, comprises three (3) members, all of whom are Non-Executive Directors, of whom the majority, including the RC Chairman, are independent. The members of the RC are as follows:

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1. Tay Boon Zhuan (Chairman, Independent Non-Executive Director)
2. Chong Eng Wee (Member, Independent Non-Executive Director)
3. Soennerstedt Carl Johan Pontus (Member, Non-Independent Non-Executive Director)

The principal function of the RC is to ensure that a formal and transparent procedure is in place to fix the remuneration packages of directors and key management personnel of the Group.

Provision 6.3 and Provision 6.4

Under its terms of reference, the RC is responsible for reviewing and recommending a remuneration framework for the Board and the Company's key management personnel. The RC also reviews and recommends to the Board the specific remuneration packages for each Director as well as the Company's key management personnel. The aim is to build a capable and committed management team through competitive compensation, focused management, and progressive policies that will attract, motivate, and retain a pool of talented executives to meet the Company's current and future growth needs. In discharging their duties, the members have access to advice from the human resources department and external advisors as and when necessary.

To ensure that remuneration packages are competitive and sufficient to attract, retain, and motivate the Directors and key management personnel, the RC also considers industry practices and norms in the compensation review. The RC reviews all aspects of remuneration, including but not limited to director's fees, salaries, allowances, bonuses, options, benefits-in-kind and termination terms in respect of each director and key management personnel, to ensure that they are fair.

No independent consultant was engaged to advise on the remuneration of any of the Directors in FY2025. The RC will seek external expert advice should such a need arise in the future.

The RC reviews the service contracts of the Company's Executive Directors and key management personnel. Executive Directors are paid a fixed salary under the terms of their respective service contracts. In addition, any bonuses payable will be based on the Company's results and financial position, as well as the Executive Director's performance. There are no onerous compensation commitments on the part of the Company in the event of an early termination of the services of any Executive Director or key management personnel.

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, Provision 7.2 and Provision 7.3

The remuneration policy for Executive Directors is structured to link remuneration to corporate and individual performance.

Our Executive Directors' remuneration consists of a salary, bonuses and other benefits. A proportion of the remuneration for the Executive Directors is linked to performance in the form of a performance bonus. Executive Directors also receive incentives if their respective business units achieve performance targets. In addition, sustainability targets have also been included as one of the performance targets in determining the performance bonus. These performance targets are set at the beginning of the financial year. In setting the performance targets, due regard is given to the Group's financial and commercial health and business needs. Executive Directors do not receive directors' fees.

The Group has also entered into employment letters with all key management personnel. Their compensation consists of a salary, a bonus, and performance awards that are dependent on the Group's performance.

The Company does not have any long-term incentive schemes in place involving the offer of shares or the grant of options. In evaluating long-term incentives, the RC takes into consideration the costs and benefits of such schemes.

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Non-Executive Directors are remunerated under a framework of fixed fees for serving on the Board and Board Committees, taking into account factors such as their effort, time spent and responsibilities. Fees for Non-Executive Directors are subject to the approval of shareholders at the Company's annual general meetings.

In setting remuneration packages, the Company considers remuneration and employment conditions within the same industry and comparable companies, as well as the Group's relative performance and the performance of the individuals concerned.

The Company does not implement contractual provisions that allow it to reclaim or claw back performance bonuses paid in prior years for its Executive Directors and key management personnel, as it is of the view that such provisions, which are punitive in nature, would not enhance their performance. Moreover, they owe fiduciary duties to the Company, and the Company should be able to avail itself of remedies against the Executive Directors in the event of a breach of fiduciary duties. In any event, the respective letters of employment give the Company the right to pursue appropriate action against Executive Directors and key management personnel for violation of Company policies and other fraudulent acts.

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 Provision 8.3

The breakdown of remuneration (in %) of the Directors (including the CEO) of the Company for FY2025 is set out below:

Directors' and CEO's Remuneration					
Name	Remuneration (S\$)	Salary (%)	Bonus (%)	Directors' Fees (%)	Total (%)
Sugiono Wiyono Sugialam	146,656	100	-	-	100
Soennerstedt Carl Johan Pontus	32,000	-	-	100	100
Chong Eng Wee	48,000	-	-	100	100
Tay Boon Zhuan	44,000	-	-	100	100
Dian Stefani Sugialam	98,733	100	-	-	100

Proposed directors' fees of up to S\$130,000 to be paid to the Directors for the financial year ending 31 December 2026 will be put up for shareholders' approval at the forthcoming AGM (FY2025: S\$130,000).

Given the size and nature of the Group's business, the Group identified two (2) key management personnel (neither of whom is a Director or the CEO of the Company) in FY2025. A breakdown of the remuneration of each of the Group's key management personnel in bands of S\$250,000 for FY2025 is set out below:

Name of Key Management Personnel	Designation	Breakdown of Remuneration in Percentage			
		Salary	Bonus	Other Benefits	Total
Below S\$250,000					
Rusran	Group Chief Commercial Officer	100%	-	-	100%
Tessy Natasha Mizutani	Group Financial Controller	100%	-	-	100%

Salary comprises basic salary, payment for leave not taken, annual wage supplement and the Company's contribution towards the Singapore Central Provident Fund ("CPF") where applicable. Variable bonus is paid based on the Company's and the individual's performance. Other benefits comprise transport allowances and benefits-in-kind.

The aggregate remuneration paid to the two (2) key management personnel for FY2025 was approximately S\$171,279.

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Provision 8.2

In FY2025, save for Mr Sugiono and Ms Dian, the Group did not have any employees who are substantial shareholders of the Company or are immediate family members (defined in the Catalist Rules as the spouse, child, adopted child, step-child, sibling or parent) of a Director, the CEO or a substantial shareholder of the Company, and whose annual remuneration exceeded S\$100,000 during the year.

There were no termination, retirement and/or post-employment benefits granted to the Directors, the CEO and/or key management personnel of the Company for FY2025.

There is presently no share scheme or share option scheme on unissued shares of the Company or its subsidiaries.

(C) ACCOUNTABILITY AND AUDIT

Risk Management and Internal Controls

Principle 9: The Board is responsible for the governance of risk and ensures that Management maintains a sound system of risk management and internal controls to safeguard the interests of the company and its shareholders.

Provision 9.1

The Board, with the assistance of the ARMC, is responsible for risk governance by ensuring the adequacy and effectiveness of the Group's risk management and internal control systems to safeguard shareholders' interests and the Group's assets.

The ARMC monitors and assists the Board in determining the nature and extent of the significant risks the Company is willing to take to achieve its strategic objectives and value creation.

The details on the ARMC can be found on pages 20 to 22 of the Annual Report.

The Board, assisted by the ARMC, will:

- a. ensure that the Management maintains a sound system of risk management and internal controls to safeguard shareholders' interests and the Group's assets;
- b. determine the nature and extent of the significant risks, and the level of risk tolerance, which the Board is willing to take in achieving its strategic objectives;
- c. provide oversight in the design, implementation and monitoring of the risk management framework and system of internal controls (including financial, operational, compliance and information technology controls), including ensuring that Management puts in place action plans to mitigate the risks identified where possible;
- d. review the adequacy and effectiveness of the risk management and internal controls systems annually; and
- e. set and instil the appropriate risk-awareness culture throughout the Company for effective risk governance.

Provision 9.2

The Company's internal auditor reviews the effectiveness of the Company's material internal controls, including financial, operational, compliance and information technology controls and risk management systems, at least annually to ensure that they are adequate. The findings of the internal auditor's review and the external auditor's review, as part of their statutory audit, are presented to the ARMC. Any instances of material non-compliance or failures in the internal controls and risk management systems, along with recommendations for improvement, are reported to the ARMC. The ARMC also reviews the effectiveness of the remedial or follow-up actions taken by Management based on recommendations from the internal auditor and/or external auditor in this respect.

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The Board recognises that it is responsible for developing and establishing a sound and adequate system of risk management and internal controls to safeguard shareholders' investments and the Group's businesses and assets, while Management is responsible for implementing the internal control procedures in a timely and appropriate manner. The role of the internal auditor is to assist the ARMC in ensuring that the internal controls are effective and functioning as intended, to undertake investigations as directed by the ARMC, and to conduct regular in-depth audits of high-risk areas.

The Board notes that the system of risk management and internal controls implemented by Management provides reasonable, but not absolute, assurance that the Group will not be significantly affected by any reasonably foreseeable event. However, the Board also notes that no system of risk management and internal controls can provide absolute assurance in this regard or against poor judgment in decision-making, human error, losses, fraud, or other irregularities.

The Board has received written assurance from the CEO and the Group Financial Controller that:

- (i) the financial records have been properly maintained, and the financial statements for FY2025 give a true and fair view in all material respects of the Company's operations and finances; and
- (ii) the Group's risk management and internal control systems are adequate and operating effectively in all material respects, given the Group's current business operations.

Based on the risk management processes and policy framework as well as the internal controls system established and maintained by the Group, reviews performed by the various Board Committees and key management personnel, work performed by the external auditor and internal auditor, and the assurance from the CEO and the Group Financial Controller as abovementioned, the Board, with the concurrence of the ARMC, is of the opinion that the Group's internal controls and risk management systems are adequate and effective in addressing the financial, operational, compliance and information technology risks of the Group as at 31 December 2025.

Audit Committee

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

Provision 10.2

The ARMC is regulated by a set of written terms of reference and comprises three (3) members, all of whom are Non-Executive Directors and the majority of whom, including the ARMC Chairman, are independent. The members of the ARMC are as follows:

1. Tay Boon Zhuan (Chairman, Independent Non-Executive Director)
2. Chong Eng Wee (Member, Independent Non-Executive Director)
3. Soennerstedt Carl Johan Pontus (Member, Non-Independent Non-Executive Director)

The Board considers that Mr Tay, who has extensive and practical accounting and auditing knowledge and experience, is well qualified to chair the ARMC. The members of the ARMC collectively have financial management expertise or experience and are qualified to discharge the ARMC's responsibilities objectively.

Provision 10.3

None of the members of the ARMC (i) is a former partner or director of the Company's existing auditing firm or audit corporation within the previous two (2) years and (ii) holds any financial interest in the auditing firm or auditing corporation.

Provision 10.1

The ARMC has full access to and the full co-operation of Management. It also has the discretion to invite any Director or Executive Officer to attend its meetings. The ARMC also has the power to conduct or authorise investigations into any matters within its terms of reference.

CORPORATE GOVERNANCE REPORT

The ARMC meets periodically to perform the following functions:

- a. review the audit plans of the external auditor of the Company;
- b. review the external auditor's evaluation of the adequacy of the Company's system of internal accounting controls, their letter to Management and Management's response;
- c. review the interim and annual financial statements, balance sheet and profit and loss accounts before submission to the Board for approval, focusing particularly on changes in accounting policies and practices, major risk areas, significant adjustments resulting from the audit, and compliance with applicable accounting standards, the Catalist Rules and any other relevant statutory or regulatory requirements;
- d. review the assurances from the CEO and the Group Financial Controller on the financial records and financial statements;
- e. review the Group's internal control procedures and the adequacy thereof;
- f. ensure co-ordination between the external auditor and Management, review the assistance given by Management to the auditors, and discuss any problems and concerns arising from the interim and final audits and any other matters which the auditors may wish to discuss (in the absence of Management, where necessary);
- g. review and discuss with the external auditor any instance of suspected fraud or irregularity, or suspected infringement of any relevant laws, rules or regulations, which has or is likely to have a material impact on the Group's operating results or financial position and Management's response;
- h. review the cost-effectiveness, independence and objectivity of the external auditor;
- i. recommend to the Board the external auditor to be nominated, approve the compensation of the external auditor, and review the scope and results of the audit;
- j. review interested person transactions (if any) falling within the scope of Chapter 9 of the Catalist Rules;
- k. review potential conflicts of interest, if any;
- l. undertake such other reviews and projects as may be requested by the Board, and report to the Board its findings from time to time on matters arising and requiring the attention of the ARMC;
- m. undertake generally such other functions and duties as may be required by applicable legislation, regulations or the Catalist Rules or by such amendments as may be made thereto from time to time;
- n. meet with the external auditor, Management, and any other person(s) considered appropriate in separate executive sessions to discuss any matters which the ARMC believes should be discussed privately, and establish a practice to meet with the external auditor without the presence of Management at least once annually;
- o. review the nature and extent of all non-audit services provided by the Group's external auditor, if any, and determine if such services would affect the independence of the external auditor;
- p. review and report to the Board at least annually the adequacy and effectiveness of the Company's internal controls, including financial, operational, compliance and information technology controls;
- q. review the significant financial reporting issues and judgments so as to ensure the integrity of the financial statements of the Company and any announcements relating to the Company's financial performance;
- r. make recommendations to the Board on the proposals to the shareholders on the appointment, re-appointment and removal of the external auditor, and approve the remuneration and terms of engagement of the external auditor; and
- s. review the effectiveness, independence, scope and results of the external audit and the Company's internal audit function.

Apart from the duties listed above, the ARMC is also given the task of commissioning investigations where there is suspected fraud, irregularity, failure of internal controls or infringement of any law, rule or regulation which has or is likely to have a material impact on the Company's operating results or financial position, and to review the findings from such investigations. The ARMC has full access to and the co-operation of Management, and has the full discretion to invite any Director or Executive Officer to attend its meetings. The ARMC has sufficient resources to discharge its functions properly.

The external auditor has unrestricted access to the ARMC.

The ARMC is responsible for reviewing audit reports from the internal and external auditors and assisting the Board in overseeing the formulation, updating, and maintenance of an adequate and effective system of risk management and internal controls.

The ARMC is kept updated, at least annually, on any changes to accounting and financial reporting standards through training conducted by external professionals or the external auditor. The ARMC will discuss any such changes with Management and the external auditor to assess their impact on the financial statements.

CORPORATE GOVERNANCE REPORT

In the review of the financial statements for FY2025, the ARMC discussed with Management and the external auditor the significant issues and assumptions that affected the financial statements. The ARMC concluded that the Group's accounting treatment and estimates with respect to each of the significant issues and assumptions were appropriate. The key audit matters included in the Independent Auditor's Report for FY2025 were discussed with Management and the Company's external auditor, Moore Stephens LLP (the "EA"), and reviewed by the ARMC.

Provision 10.4

Currently, the Group has outsourced its internal audit function to In.Corp Business Advisory Pte. Ltd. (formerly known as Ardent Business Advisory Pte. Ltd.) (the "IA" or "In.Corp"), which reports directly to the ARMC. The IA has an administrative reporting function to Management regarding the planning, co-ordination, management, and implementation of the internal audit work cycle. The work undertaken by the IA is carried out in accordance with the standards set by internationally recognised professional bodies, including the Standards for the Professional Practice of Internal Auditing set by the Institute of Internal Auditors. The IA will report their audit findings and recommendations directly to the ARMC. The IA has unfettered access to all of the Group's documents, records, properties and personnel, including the ARMC.

In.Corp was established in 2008 by a team of qualified Chartered Accountants of Singapore. Their services include audit, tax, accounting, business advisory, outsourcing, corporate recovery, risk and governance, company incorporation, and IT infrastructure and solutions. In.Corp is also a member of Kreston International, a global network of independent accounting firms.

In.Corp's engagement team is led by a director, Ms Ruby Rouben, with over 16 years of experience in audit and advisory services. She leads the Risk Assurance practice at In.Corp and has extensive experience in a broad range of assurance and advisory services, including corporate governance, enterprise risk management, internal audit, and sustainability reporting. Prior to In.Corp, she has been involved in internal and external audits and started her career in one of the Big Four auditing firms. She is a Chartered Accountant, Certified Internal Auditor, and a member of the Institute of Singapore Chartered Accountants ("ISCA"), the Institute of Internal Auditors Singapore ("IIA") and the Information Systems Audit and Control Association ("ISACA"). The second engagement team member is a Senior Manager in the Risk Assurance practice at In.Corp. She has 9 years of experience in the audit profession and has been involved in various internal audits of publicly listed companies, government ministries, statutory boards, and private sector organisations. She is a Certified Internal Auditor and a member of IIA. The team is accordingly made up of qualified and experienced professionals and adheres to the International Professional Practices Framework issued by the IIA.

For FY2025, the ARMC has reviewed and approved the internal audit plan and the scope of the audit, the IA's reports, and the follow-up actions proposed and implemented by the Management, and has noted that the necessary co-operation required from the Management has been provided to enable the IA to perform its function effectively. In addition, the experience of the IA (including its assigned engagement personnel) has been reviewed, and the ARMC is satisfied that the IA is adequately qualified (given, *inter alia*, its adherence to standards set by internationally recognised professional bodies) and resourced, and has the appropriate standing in the Company to discharge its duties effectively and independently. As such, the ARMC is of the view that the Company's internal audit function is independent, effective and adequately resourced for FY2025.

The IA has prepared and submitted the internal audit report (the "IA Report") to the ARMC. The IA Report covers an internal audit of the Company's procurement and payment process. The IA has confirmed to the ARMC that (i) following the internal audit conducted by the IA in connection with the IA Report; and (ii) save for certain areas of improvement which have been highlighted to the Company in the IA Report and which have been duly noted and addressed by Management, the IA did not identify any significant deficiencies in the Company's system of internal controls and measures, and the IA has assessed the foregoing to be acceptable.

Based on the internal audit reports and the management controls in place, the ARMC is of the opinion that the internal control systems (including financial, operational, compliance, and information technology controls) provide reasonable assurance that the Group's assets are safeguarded, proper accounting records are maintained, and the financial statements are reliable. In the course of their statutory audit, the Company's External Auditor will highlight any material internal control weaknesses that have come to their attention in carrying out their audit, which is primarily designed to enable them to express their opinion on the financial statements. Any material internal control weaknesses noted during the audit, along with the corresponding recommendations, are reported by the External Auditor to the ARMC.

CORPORATE GOVERNANCE REPORT

The ARMC recognises its responsibility to establish and maintain, on an ongoing basis, an effective internal audit function that is adequately resourced and independent of the activities it audits.

Provision 10.5

The ARMC will meet with the external auditor and with the internal auditor, in each case without the presence of Management, as and when necessary and at least annually, to review the adequacy of the audit arrangements, with an emphasis on the scope and quality of their audit as well as the independence, objectivity and observations of the external auditor.

In FY2025, the ARMC met with the EA and the IA once in the absence of Management.

Appointment of Auditors

The Company and certain of the Group's Singapore-incorporated subsidiaries, namely, Polaris Explorer Pte. Ltd., Polaris Network Pte. Ltd., Mastro Luxe Pte. Ltd. (formerly known as Marque Luxury Pte. Ltd.) and a subsidiary incorporated in the Philippines, Mastro Luxe Philippines Inc. (formerly known as Connetic-Enterprises Inc.), are audited by Moore Stephens LLP.

The Group's subsidiaries based in Indonesia, being PT Mastro Luxe Indonesia and PT. Polaris Orbit Indonesia were audited by Gideon Adi & Rekan.

The Group's other subsidiaries, namely, Mastro Luxe Korea Co., Ltd (formerly known as Marque Luxury Korea Co., Ltd., based in South Korea), Mastro Luxe (South Africa) Pty Ltd (based in South Africa), Polaris Explorer (Thailand) Co., Ltd. (based in Thailand), Polaris Vietnam Co., Ltd. (based in Vietnam) and IXTerra Pte. Ltd. (based in Singapore), were not audited as at the date of this Annual Report, as they are considered to be insignificant components to the Group for FY2025 but were nonetheless reviewed by the Company's EA for group consolidation purposes.

The ARMC has conducted an annual review of the EA's performance and, in doing so, has taken into consideration the Audit Quality Indicators Disclosure Framework published by the ACRA as a reference. The ARMC also undertook a review of the independence and objectivity of the EA through discussions with the EA and is satisfied that Moore Stephens LLP has demonstrated the appropriate qualifications and expertise and is independent of the Company. There were no non-audit services provided by the EA in FY2025. The aggregate amount of audit fees paid or payable to the EA for FY2025 was S\$140,000.

Accordingly, the ARMC has recommended to the Board the re-appointment of Moore Stephens LLP as the EA of the Company at the forthcoming AGM. In appointing the audit firms for the Group, the Board and the ARMC are satisfied and confirm that the Group has complied with Rule 712 and Rule 715 of the Catalist Rules.

Whistle-Blowing Policy

The Company has established a whistle-blowing process and implemented a whistle-blowing policy for the Group. Details of the whistle-blowing policy and arrangements have been made available to all employees in the Polaris Employee Handbook as well as via internal e-mails and bulletin boards. The policy serves to encourage and provide a channel for staff to report, in good faith and without fear of reprisals, concerns about possible improprieties in financial reporting, bullying behaviour, and other matters within the Group. Any concerns or feedback can be reported to the ARMC Chairman. Feedback will then be forwarded to the Non-Executive Chairman and the members of the ARMC, who will assess whether action or review is required.

The Group's whistle-blowing policy has a well-defined process that ensures issues or concerns raised are independently investigated and that appropriate follow-up action is taken. Whistle-blowers may reach out to the ARMC via e-mail at whistleblow@wearepolaris.com, which is published on its website. The ARMC will assess whether action or review is required, and it is responsible for investigating and coordinating corrective action. All information received will be treated confidentially, and the identity and interests of all whistle-blowers will be protected. Anonymous disclosures will be accepted, and requests for anonymity will be honoured.

CORPORATE GOVERNANCE REPORT

The Company will not retaliate against a whistle-blower and seeks to ensure that the whistle-blower is protected from retaliation in all its forms, including, but not limited to, adverse employment actions (such as termination, a decrease in compensation, or poor work assignments) and threats of physical harm. Any whistle-blower who believes they are being retaliated against can contact ARMC immediately.

No whistle-blowing letter or complaint was received in FY2025.

(D) 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

The Company does not practice selective disclosure. In line with the Company's continuous disclosure obligations under the Catalyst Rules and the Companies Act, the Board's policy is that all shareholders should be informed, equally and on a timely basis, of all major developments that impact the Group via the Singapore Exchange Network (the "SGXNET").

Accountability to shareholders is demonstrated through the presentation of the Group's unaudited financial statements announcements, audited financial statements in annual reports, sustainability reports, and all announcements on the Group's businesses and operations. In presenting the Group's financial results to shareholders, the Board aims to provide a balanced and understandable assessment of the Company's performance, position and prospects.

The Board views the annual general meeting as the principal forum for dialogue with shareholders. Shareholders are informed of the rules governing general meetings, including voting procedures.

All resolutions at the Company's general meetings are put to a vote by way of a poll. All votes cast, for or against, and the respective percentages in respect of each resolution are tallied and disclosed at the meeting, and an announcement with the detailed results, showing the numbers of votes cast for and against each resolution and the respective percentages, will be released via SGXNET after the general meetings.

Provision 11.2

Resolutions to be passed at general meetings are always separate and distinct in terms of the issues they address. The Company ensures that sufficient explanations for all resolutions are included in the notice of the annual general meeting. Separate resolutions on each distinct issue are tabled at general meetings. "Bundling" of resolutions is kept to a minimum and is used only when the resolutions are interdependent to form a single significant proposal. If there is a bundled resolution, the Company will explain the reason(s) for the bundled resolution and its implication(s) for shareholders in an explanatory note appended to the notice of meeting.

Provision 11.3

At general meetings, shareholders are given the opportunity to communicate their views, ask questions about the proposed resolutions, and ask the Directors or Management questions regarding the Company and its operations. The Chairman of the Board and the respective Chairmen of the ARMC, NC, and RC are normally present and available to answer shareholders' questions at general meetings. The external auditor is also present to address shareholders' queries on the conduct of the audit and the preparation and content of the Independent Auditors' Report.

All Directors attended the annual general meeting for FY2024 held on 29 April 2025.

CORPORATE GOVERNANCE REPORT

Provision 11.4

A shareholder who is not a “relevant intermediary” may appoint up to two (2) proxies during his absence to attend, speak and vote on his behalf at general meetings. Shareholders who are “relevant intermediaries”, such as banks, capital markets services licence holders which provide custodial services for securities and the CPF Board, are allowed to appoint more than two (2) proxies to attend, speak and vote at general meetings, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such shareholder. This will enable indirect investors, including CPF investors, to be appointed as proxies to participate in shareholders’ meetings.

The Company’s Constitution does not expressly allow for other methods of voting in absentia at general meetings of shareholders, such as voting via mail, e-mail, or fax.

Provision 11.5

Minutes of general meetings, including key comments and queries from shareholders relating to the agenda of the meetings, and responses from the Board and Management, will be published on SGXNET and the Company’s website within one (1) month of the relevant meeting.

Provision 11.6

The Group does not have a formal dividend policy at present. The form, frequency and amount of dividends declared each year, if any, will take into consideration the Group’s profit, cash position, positive cash flow generated from operations, projected capital requirements for business growth and other factors as the Board may deem appropriate. No dividends were declared or recommended for FY2025, as the Group did not have profits available for dividend declaration. The Board continues to monitor the Company’s financial position and will propose dividends at the appropriate time in the best interests of shareholders.

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, Provision 12.2 and Provision 12.3

The Board welcomes the views of shareholders on matters affecting the Group, whether at general meetings or on an adhoc basis. At general meetings, shareholders will be given the opportunity to express their views and ask Directors or the Management questions regarding the Group.

Shareholders are informed of general meetings through announcements released via the SGXNET. Additionally, annual reports are prepared and issued to all shareholders within the required period. Notices of general meetings are advertised in a Singapore newspaper and on SGXNET. The annual general meeting is held within four (4) months after the close of the financial year, other than on occasions where approval for an extension of time is sought from the relevant authorities.

Shareholders are encouraged to attend the Company’s general meetings to ensure a high level of accountability and to stay informed of the Group’s strategies and growth plans. Notice of the general meeting is issued to shareholders, together with explanatory notes and, if applicable, a circular on items of special business (if necessary), providing at least 14 or 21 days’ notice in writing as the case may be (exclusive both of the day on which the notice is served or deemed to be served and of the day for the holding of the meeting). The Board welcomes questions from shareholders who wish to raise issues or concerns, whether informally or formally, before or during the general meetings.

The Company’s forthcoming AGM will be held on 28 April 2026, notice of which is set out on pages 148 to 154 of this Annual Report.

CORPORATE GOVERNANCE REPORT

Each item of special business included in the notice of the general meeting will be accompanied by an explanation of the effects of the proposed resolution. Separate resolutions are proposed for each substantially separate issue at general meetings.

The Company does not practice selective disclosure. Price-sensitive information is first publicly released through the SGXNET before the Company meets with any investors or analysts. In line with the continuous disclosure obligations of the Company pursuant to the Catalist Rules and the Companies Act, the Board's policy is that all shareholders should be equally and promptly informed of all major developments that will impact the Company or the Group. Information is communicated to shareholders on a timely basis through the SGXNET and/or the press. Where there is inadvertent disclosure made to a selected group, the Company will make the same disclosure publicly via SGXNET as soon as practicable.

Shareholders can access financial information, corporate announcements, press releases, annual reports (including sustainability reports), and the Group's profile via the Company's website at <https://www.wearepolaris.sg>. The website also includes a dedicated "Investor Relations" section to further enhance communication with investors and other stakeholders. It also sets out an e-mail address through which shareholders may contact the Company with questions, and through which the Company may respond.

The Company has an investor relations policy in place that sets out the process and mechanisms for engaging its shareholders, including the channel for shareholders to pose questions and the means by which the Company may respond.

Through the investor relations (IR) personnel, the Company communicates and engages with shareholders, analysts and other stakeholders to provide balanced, consistent, clear and pertinent information on a regular basis, as well as to attend to their queries or concerns and to keep the investors public apprised of the Group's corporate developments and financial performance.

To facilitate effective communication, shareholders and investors may direct their queries to the Company's dedicated IR personnel at ir@wearepolaris.com, the email address set out on the Company's website. The Company maintains established procedures to ensure all stakeholder inquiries are acknowledged and addressed as soon as practicable.

CORPORATE GOVERNANCE REPORT

(E) MANAGING STAKEHOLDERS RELATIONSHIPS

Engagement with Stakeholders

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

Provision 13.1

The Company has a materiality assessment process to identify key stakeholders who directly influence the Group's business and operations. Key stakeholders include, without limitation, customers, employees, shareholders and investors, suppliers, business partners, government bodies and regulators. The Company continuously seeks to improve communication with its stakeholders via various engagement platforms and communication channels.

Provision 13.2

Key stakeholder concerns and the Company's strategies for managing stakeholder relationships are reported in the Company's Sustainability Report for the financial year ended 31 December 2025 (the "**Sustainability Report 2025**") on pages 33 to 63 of this Annual Report.

In defining the Company's sustainability reporting content, the Company will apply the principles of the Global Reporting Initiative ("**GRI**") by considering the Group's activities, impact and substantive expectations and interests of its stakeholders. The Company observes principles of materiality, stakeholder inclusiveness, sustainability index and completeness, as well as principles of balance, comparability, accuracy, timeliness, clarity, and reliability.

The Group is currently not materially exposed to climate-related risks or opportunities due to the nature of its business, and we will monitor any emerging climate-related risks or opportunities as the Group's business evolves.

Sustainability Report 2025 has been prepared in accordance with Rules 711A, 711B and Practice Note 7F of the Catalist Rules and aligned with the climate-related requirements of IFRS Sustainability Disclosure Standards ("**IFRS SDS**"). In line with GRI's emphasis on materiality, the Sustainability Report 2025 will highlight the key economic, environmental, social, and governance-related initiatives carried out over the 12-month period from 1 January 2025 to 31 December 2025.

Provision 13.3

Stakeholders can also access the Sustainability Report 2025 and other relevant information, such as financial information, corporate announcements, annual reports, and the Group's profile, via the Company's website at <https://www.wearepolaris.sg>.

CORPORATE GOVERNANCE REPORT

(F) DEALINGS IN COMPANY'S SECURITIES

Pursuant to Rule 1204(19) of the Catalist Rules, the Company has adopted internal practices in relation to dealings in the Company's securities that are applicable to all its officers. The Company and its officers are not allowed to deal in the Company's securities on short-term considerations and in circumstances where they are in possession of unpublished price-sensitive information of the Group. Moreover, the Company and its officers are not allowed to deal in the Company's securities during the period commencing two (2) weeks before the announcement of the Company's financial statements for each of the first three quarters of its financial year and one (1) month before the announcement of the Company's full-year financial statements (if the Company announces its quarterly financial statements, whether required by the SGX-ST or otherwise), or one (1) month before the announcement of the Company's half year and full year financial statements (if the Company does not announce its quarterly financial statements).

Directors and officers are required to observe the insider trading provisions under the Securities and Futures Act 2001 of Singapore at all times, even when dealing in the Company's securities within the permitted trading periods.

The Directors of the Company are required to report all dealings in the Company's securities to the Company Secretary.

(G) INTERESTED PERSON TRANSACTIONS

The Company has established procedures to ensure that all transactions with interested persons are reported to the ARMC in a timely manner and carried out on normal commercial terms that would not be prejudicial to the interests of the Company and its minority shareholders.

There were no interested person transactions during FY2025 requiring disclosure pursuant to the Catalist Rules.

The Company does not have any existing general mandate from shareholders for interested person transactions pursuant to Rule 920 of the Catalist Rules.

(H) MATERIAL CONTRACTS

Save for (i) the service agreement entered into between Ms Dian and the Company and (ii) the service agreement entered into between Mr Sugiono and the Company, both of which are still subsisting as at the end of FY2025, there were no material contracts entered into by the Company and/or its subsidiaries involving the interests of the CEO, a director or a controlling shareholder, which were either still subsisting at the end of FY2025 or if not then subsisting, entered into since the end of the previous financial year.

(I) USE OF PROCEEDS

There were no outstanding proceeds raised from IPO or any offerings pursuant to Chapter 8 of the Catalist Rules at the end of FY2025, and no such proceeds have been raised since the end of the previous financial year.

(J) NON-SPONSOR FEES

The Company's sponsor, Evolve Capital Advisory Private Limited, has not rendered any non-sponsorship services to the Company for FY2025. Accordingly, no non-sponsor fees were paid to the Sponsor for FY2025.

CORPORATE GOVERNANCE REPORT

APPENDIX 7F TO THE CATALIST RULES: ADDITIONAL INFORMATION REQUIRED PURSUANT TO RULE 720(5) IN RELATION TO A DIRECTOR SEEKING RE-ELECTION

The following additional information on the Retiring Director, who is seeking re-election as a Director of the Company at the forthcoming AGM, is to be read in conjunction with his profile in this Annual Report.

	Sugiono Wiyono Sugialam
Date of Appointment	25 February 2021
Date of Last Re-Appointment	28 April 2023
Age	64
Country of principal residence	Indonesia
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	The re-election of Mr Sugiono Wiyono Sugialam (" Mr Sugiono ") as Executive Director of the Company was recommended by the NC, and the Board has accepted the recommendation after an assessment of his performance, past experiences and overall contributions since his appointment as a Director of the Company.
Whether appointment is executive, and if so, the area of responsibility	Executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Executive Director Member of the NC
Academic qualifications	Bachelor's Degree in Economics from the University of Surabaya
Working experience and occupation(s) during the past 10 years	President Director of PT Trikonsel Oke Tbk since 1996 President Director of PT Globe Kita Terang Tbk (formerly known as PT Global Teleshop Tbk) since 2019 Member of the Advisory Board of Sneaker Con Digital Inc from 2018 to 2021 Co-Founder of Liberica Coffee and Kopiku Indonesia since 2011
Shareholding interest in the listed issuer and its subsidiaries	Mr Sugiono has a direct interest of 326,003,652 ordinary shares and a deemed interest of 10,469,189,374 ordinary shares in the Company by virtue of his shareholdings in Tres Maria Capital Ltd and PT SL Trio
Any relationship (including immediate family relationships) with any existing director, existing executive director, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	Mr Sugiono is a substantial shareholder of the Company and is the father of Ms Dian Stefani Sugialam, the CEO of the Company
Conflict of interest (including any competing business)	Nil
Undertaking (in the format set out in Appendix 7H) under Rule 720(1) has been submitted to the listed issuer	Yes
<i>Other Principal Commitments* Including Directorships#</i>	
* "Principal Commitments" has the same meaning as defined in the Code.	
# These fields are not applicable for announcements of appointments pursuant to Listing Rule 704(8)	
Past (for the last 5 years)	

CORPORATE GOVERNANCE REPORT

	Sugiono Wiyono Sugialam
Present	<p>President Director of PT Trikonsel Oke Tbk</p> <p>President Director of PT Globe Kita Terang Tbk (formerly known as PT Global Teleshop Tbk)</p> <p>President Director of PT Trio Distribusi</p> <p>President Director of PT Okeshop</p> <p>President Director of PT Herbal Globe Natural</p> <p>Director of Escomindo Pte. Ltd.</p> <p>Director of Freshwave Technology Pte. Ltd.</p> <p>Director of Mastro Luxe Pte. Ltd.</p> <p>Director of Nutrition Technologies Research Pte. Ltd.</p> <p>Director of Sentara Bio-Innovation Pte. Ltd.</p>
(a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	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?	Yes. Compulsory winding up of Trikonsel Pte. Ltd. and Trikonsel Singapore Pte. Ltd. (both in 2017), as part of the restructuring of PT Trikonsel Oke Tbk.
(c) Whether there is any unsatisfied judgment against him?	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
(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

CORPORATE GOVERNANCE REPORT

	Sugiono Wiyono Sugialam
(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?	<p>Yes. Two (2) actions (HC/S 908/2021 and HC/S 909/2021) were commenced against Mr Sugiono, certain key officers of Trikonsel Oke Tbk, and various financial institutions that acted as joint global coordinators, joint lead managers and bookrunners in connection with bonds issued by Trikonsel Pte. Ltd. and guaranteed by Trikonsel Oke Tbk. The claims concern statements made in the financial statements and offering circulars in connection with the bonds. Following settlements with certain defendants, Mr Sugiono and two (2) other officers remained as defendants in the proceedings. In interlocutory proceedings, the Singapore High Court dismissed the plaintiffs' attempts to further amend their pleadings to introduce additional causes of action sounding in fraud and conspiracy.</p> <p>Mr Sugiono has been informed by his legal counsel that applications to strike out the plaintiffs' writs of summons and statements of claim in both actions have been granted on 8 December 2025, and that the claims against the relevant defendant have been dismissed with costs pursuant to Order 18 Rule 19(1)(a), (b) and/or (c) of the Rules of Court 2014 and/or the inherent jurisdiction of the Court.</p>
(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
(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
(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

CORPORATE GOVERNANCE REPORT

	Sugiono Wiyono Sugialam
<p>(j) Whether he has ever, to his knowledge, been concerned with the management of conduct, in Singapore or elsewhere, of the affairs of:-</p> <p>(i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or</p> <p>(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</p> <p>(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</p> <p>(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?</p>	No
<p>(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?</p>	No
<p><i>Any prior experience as a director of a listed company?</i></p>	
<p>If yes, please provide details of prior experience. If no, please state if the director has attended or will be attending training on the roles and responsibilities of a director of a listed issuer as prescribed by the Exchange. Please provide details of relevant experience and the Nominating Committee's reasons for not requiring the director to undergo training as prescribed by the Exchange (if applicable).</p>	<p>Not applicable.</p> <p>Mr Sugiono is nominated for re-election to the Board.</p>

SUSTAINABILITY REPORT 2025

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This document has been reviewed by the Company’s sponsor, Evolve Capital Advisory Private Limited (the “**Sponsor**”). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the “**Exchange**”), and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.

The contact person for the Sponsor is Mr Jerry Chua (Tel: (65) 6241 6626), at 160 Robinson Road, #20-01/02, SBF Center, Singapore 068914.

SUSTAINABILITY REPORT

CHAIRMAN'S MESSAGE AND BOARD STATEMENT ON SUSTAINABILITY

Polaris Ltd. (“**Polaris**” or the “**Company**”, and together with its subsidiaries, the “**Group**”) is pleased to present the 9th Sustainability Report (the “**Report**” or the “**Sustainability Report**”). The Report captures Polaris’ sustainability efforts, performance and strategies over the financial year from 1 January 2025 to 31 December 2025 (“**FY2025**”). The Board acknowledges its responsibility to maintain the credibility of this Report. We believe that the Report comprehensively covers all relevant factors influencing the Group’s ability to create value and faithfully represents the Group’s overall performance.

As part of the Group’s commitment to good governance practices and transparency, we ensure that our performance reporting is holistic and balanced. This is communicated through the Sustainability Report, which also includes discussions on sustainability and an outlook to give our stakeholders insight into our future orientation across the short-, medium-, and long-term perspectives.

To address climate change impacts, we have embarked on a progressive journey to adopt the International Financial Reporting Standards (“**IFRS**”) General Requirements for Disclosure of Sustainability-related Financial Information (“**IFRS S1**”) and Climate-related Disclosures (“**IFRS S2**”) issued by the International Sustainability Standards Board (“**ISSB**”) as the primary framework for climate-related disclosures in this Report. They provide a comprehensive framework for sustainability disclosures focused on the needs of investors and the financial market. The IFRS S1 and IFRS S2 build on the recommendations from the Task Force on Climate-related Financial Disclosures. They aim to establish a comprehensive global framework for sustainability-related financial disclosures that address the needs of capital markets and the demand for consistent, comparable and verifiable information on exposure to and management of sustainability-related risks and opportunities. The Global Reporting Initiative (“**GRI**”) Standards also remain an important reference in shaping our overall reporting approach.

In FY2025, we reviewed our material topics and retained them due to their continued relevance to our business. We will adopt a phased approach, including progressing to scenario analysis to understand better the potential impacts of climate change on our business while meeting evolving regulatory expectations, such as the transition to the Sustainability Disclosure Standard IFRS S2 for climate-related disclosures.

The Board is committed to sustainable business practices to enhance stakeholder trust and the Group’s value. The Board, which is assisted by the Polaris Sustainability Committee (“**PSC**”), has identified the material Environmental, Social and Governance (“**ESG**”) factors and has overseen the identification, monitoring, and management of risks and opportunities relating to ESG issues material to our business. The PSC is chaired by the Group’s Chief Executive Officer and comprises designated senior executives. With support from the management, the PSC identified the types of relevant ESG topics caused by the Group’s day-to-day operations and assessed and determined the ESG topics to be disclosed in this Report based on the materiality, impact and influence on stakeholder values, as well as the achievement of the Group’s strategic objectives. The Board has given directions and advice concerning those material issues.

The Board also evaluates and considers ESG risks and opportunities relevant to the Group when formulating the Group’s overall business strategy, objectives and performance measurements. All Board members have completed the sustainability training course as required under Rule 720(6) of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalyst (“**Catalist Rules**”). The Board will continue to dedicate leadership and maintain a high standard of sustainability governance to drive continuous and long-term growth for all its stakeholders.

On behalf of the Board, I would like to express my deepest gratitude to our management and staff for their resilience and commitment, and to extend our sincere appreciation to all stakeholders for their unwavering support in helping Polaris establish its role as a trusted partner in building a more resilient and sustainable economy. We look forward to continued collaboration as we work together towards a more sustainable and resilient future, and to seizing opportunities in new business areas to deliver greater value for our shareholders.

Yours faithfully,

For and on behalf of the Board

Mr Chong Eng Wee

Non-Executive Chairman and Independent Director

SUSTAINABILITY REPORT

ABOUT THIS SUSTAINABILITY REPORT

The Report provides information about Polaris' key sustainability topics, management policies and the sustainability performance of the Group's operations.

Unless otherwise specified, this Report encompasses the sustainability performance and practices of the significant subsidiaries' operations of the Group in FY2025. The Group remains committed to progressively enhancing its sustainability reporting and will include the ESG performance of its overseas operations in future reports, where the ESG data is sufficiently robust and relevant to provide a more holistic view of the Group's overall sustainability performance.

SUSTAINABILITY REPORTING FRAMEWORK & REPORTING PRINCIPLES

This Report has been prepared with reference to the GRI Standards 2021 and is aligned with the climate-related requirements of IFRS Sustainability Disclosure Standards ("**IFRS SDS**"), as well as Rule 711A, Rule 711B and Practice Note 7F (Sustainability Reporting Guide) of the Catalist Rules. We have adopted the GRI standards, an internationally recognised sustainability reporting framework that represents the global best practice in ESG reporting, to facilitate comprehensive, consistent and comparable disclosure of our ESG performance. The GRI Content Index and corresponding references are provided on pages 61 to 63 of the Annual Report 2025 ("**AR2025**"). The information presented in this Report has been derived from primary internal records and supporting documentation to ensure accuracy and reliability. The Board oversees the management and monitoring of the Group's strategic direction, policies and material ESG factors.

Given the nature of the Group's business, certain topics contemplated under the GRI Standards and the IFRS SDS may not be entirely relevant to the Group's operations and activities at this juncture, including climate-related disclosures under IFRS S1 and IFRS S2 issued by ISSB. Notwithstanding this, none of the primary components of a sustainability report, as prescribed under Rule 711B and paragraph 4.1 of Practice Note 7F of the Catalist Rules, have been excluded from this Report. In line with the Singapore Exchange Regulation's announcement on the phased implementation of mandatory ISSB-aligned climate-related disclosures, non-STI issuers with a market capitalisation below S\$1 billion are required to comply with IFRS S2 for financial years on or after 1 January 2030 ("**FYC2030**"). Accordingly, the Group has deferred its ISSB gap analysis but remains committed to progressively enhancing its disclosures with a view to achieving full alignment with ISSB requirements by the applicable mandatory compliance date.

The Board has reviewed and approved the contents of this Report, including the identification of material ESG topics.

RESTATEMENTS

There have been no significant changes in the Group's size, structure, ownership, activities, products, services, market, value chain, or sector of operation compared to the reporting period for FY2025. This Report does not contain any restatement.

SUSTAINABILITY REPORT

ASSURANCE

Polaris is bound by Rule 711B(3) of the Catalist Rules, which requires the issuer's sustainability reporting process to be subject to internal review. Internal reviews of the sustainability reporting process are incorporated into the Group's internal audit review cycle. The internal auditors conducted an internal control review of the Company's sustainability reporting process in FY2022, with a primary focus on data and information collection procedures. A follow-up review of the sustainability reporting process was carried out in FY2023 by the internal auditors. The internal review of the sustainability reporting process is conducted on a risk-based approach. While a dedicated internal audit review was not included in the Group's FY2025 internal audit plan, management has undertaken an internal review of the sustainability reporting process for FY2025, taking into consideration the established framework and the outcomes of prior internal audit reviews.

The Group will continue to assess the appropriateness of obtaining external assurance for its future sustainability reports, taking into consideration prevailing market practices and regulatory developments. The Group's sustainability data collection processes continue to follow the framework established and reviewed by the internal auditors in FY2023, supporting the integrity and reliability of the data presented in this Report.

AVAILABILITY & FEEDBACK

As part of the Group's environmental sustainability efforts, physical copies of the AR2025, including this Report, will not be distributed. The AR2025 and this Report are available on the Company's corporate website at <https://wearepolaris.sg> and on SGXNet.

We welcome feedback from our stakeholders to support the continuous improvement of our sustainability practices. Stakeholders may submit any questions, comments, suggestions or feedback relating to this Report to ir@wearepolaris.com.

PRIVACY AND DATA SECURITY

Ensuring the security and confidentiality of customer information is of paramount importance to Polaris. The Group is committed to safeguarding its customers' personal data and has implemented a formal Personal Data Protection Policy, supported by appropriate measures. The Group complies with the Personal Data Protection Act 2012 of Singapore ("PDPA") and conducts periodic reviews of its data protection policies and processes to ensure ongoing compliance with applicable regulatory requirements.

In FY2025, there were no substantiated complaints concerning breaches of customer privacy, nor were there any reported incidents of theft, loss or leakage of customer data.

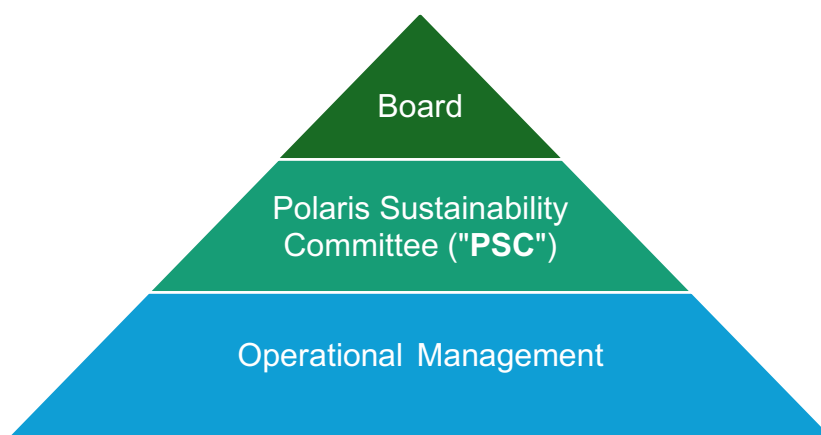
Further details of the Group's Personal Data Protection Policy are available on the Company's corporate website at www.wearepolaris.sg.

SUSTAINABILITY REPORT

SUSTAINABILITY REPORTING GOVERNANCE STRUCTURE

Sustainability is integrated into the Group's business and embedded across various roles and functions. At Polaris, our commitment is anchored in upholding integrity and accountability, with a strong emphasis on sustainable business practices.

Polaris' sustainability governance and reporting structure is as depicted below:



As the Company's highest governing body, the Board is responsible for setting the Group's sustainability direction, ambitions and targets. The Board also oversees the formulation and implementation of strategies and solutions to address material sustainability issues, including associated risks and opportunities.

The Board delegates the overall management and monitoring of the Group's sustainability factors and issues to the PSC, which is chaired by the Group's Chief Executive Officer and comprises designated senior executives. The PSC provides overall direction for the preparation of this Report. In this regard, the PSC's responsibilities include, amongst other things, reviewing, assessing and determining the sustainability context, material ESG topics, report content and topic boundaries, as well as the scope and prioritisation of issues, having regard to the risks and opportunities faced by the Group. The PSC also takes into consideration formal and informal feedback received throughout the year from a range of internal and external stakeholders in determining the material topics to be disclosed in this Report.

The operational management teams of the Group's subsidiaries are responsible for executing and implementing the sustainability initiatives mandated by the PSC.

Polaris remains committed to maintaining an effective operational response to sustainability risks through a clear linkage between performance measurement and corporate strategy. Within its Singapore-based operations, the Group continues to track material ESG Key Performance Indicators ("**KPIs**"), with a focus on reducing printed paper usage, water consumption and electricity usage.

In FY2025, the Group's Singapore operations recorded reductions across all tracked ESG KPIs. While these improvements were partially influenced by the strategic sale of property units during the year, the reduction in resource consumption exceeded the corresponding change in localised revenue, resulting in an improved "ESG-load per revenue" ratio. This reflects both operational efficiency gains and ongoing conservation efforts.

SUSTAINABILITY REPORT

A key milestone in FY2025 was the establishment of a baseline for electricity consumption across the Group’s international operations. While Polaris has historically implemented modest incentive mechanisms linked to ESG targets, the Group is currently focused on benchmarking these newly established baselines, both in Singapore and internationally, to refine its long-term incentive frameworks. No specific ESG-linked financial incentives were disbursed in FY2025 as the Group transitions its measurement systems to align with its evolving business model. The Group intends to utilise these FY2025 baselines to progressively extend its KPI and target framework to its overseas operations, supporting a more comprehensive and data-driven approach to managing its global sustainability footprint.

Sustainability-related considerations are integral to the Board’s evaluation of the Group’s strategies, action plans, annual budgets and performance objectives, including oversight of significant capital expenditures, acquisitions and divestitures. The effective communication of the Group’s sustainability strategies, priorities, and targets to both internal and external stakeholders remains a key focus.

Recognising the significance of ESG factors, the Board actively oversees their management and integration into strategic decision-making and provides guidance on governance and risk management processes to address climate-related risks and opportunities (“**CRROs**”). Sustainability remains an integral component of the Group’s overarching strategy, supporting the creation of long-term value.

STAKEHOLDERS ENGAGEMENT

At Polaris, our sustainability strategy is developed through ongoing engagement with stakeholders to identify issues that are material to both our stakeholders and the Group. Stakeholders are identified based on their importance, responsibility, dependency, and proximity to the Group’s operations. We regard stakeholder engagement as a continuous process rather than a one-off exercise. The Group uses both formal and informal channels of communication to understand the needs and expectations of its key stakeholders on an ongoing basis and to incorporate this feedback into its corporate strategies, thereby supporting mutually beneficial relationships. Stakeholders are defined as groups that have an impact on, or may be impacted by, the Group’s business. Through regular engagement, the Group identifies and reviews the material issues most relevant and significant to both the Group and its stakeholders.

The Group continuously seeks to improve communication with its stakeholders and considers their feedback in shaping its business strategy. This facilitates stronger stakeholder relationships and ensures that the Group remains focused on ESG topics that are most relevant and significant. In FY2025, the Group continued its stakeholder engagement efforts, focusing on sustainability matters, and incorporated stakeholder input into the review and assessment of its material ESG topics. As a result of such engagement, the Group has identified the key areas of interest and concern of its stakeholders, which are set out below.

Stakeholders	Key Concerns of Stakeholders	Communication Channels	Our Strategies
Employees	<ul style="list-style-type: none"> • Diversity and equal opportunity • Training and career development • Employment benefits • Employee health and safety 	<ul style="list-style-type: none"> • Performance evaluation system, • Reporting systems • Meetings and dialogue • Training courses, workshops and conferences 	<ul style="list-style-type: none"> • Manage work environment • Review employment benefits • Implement appropriate health and safety measures • Polaris Labour and Human Rights Policy developed
Suppliers	<ul style="list-style-type: none"> • Compliance with the terms and conditions of prevailing purchasing policies and procedures • Appropriate costs 	<ul style="list-style-type: none"> • Quotations • Requests for proposals • Email correspondence • Teleconferences 	<ul style="list-style-type: none"> • Establish policies and practices that ensure fair selection and procurement processes, ethical business

SUSTAINABILITY REPORT

Stakeholders	Key Concerns of Stakeholders	Communication Channels	Our Strategies
			practices, and performance of contractual obligations
Business Partners & Resellers / Distributors	<ul style="list-style-type: none"> Partnerships for business growth and opportunities Timely delivery Quality assurance After-sales support Strong collaboration Good customer experience 	<ul style="list-style-type: none"> Frequent discussions Shop visits when necessary Email correspondence Virtual meetings 	<ul style="list-style-type: none"> Work with reputable partners and meet their service expectations through regular internal reviews and audits Source for potential collaboration opportunities with more partners Proactive sales planning Providing sales / marketing support
Customers	<ul style="list-style-type: none"> Product / service quality Safety of products Provision of correct product information Transparent communication Customer health and safety 	<ul style="list-style-type: none"> Call centres Social media communications Email correspondence Customer satisfaction surveys conducted by external organisations 	<ul style="list-style-type: none"> Provide accurate product information Source for and respond to customer feedback and queries Implement appropriate health and safety measures
Shareholders & Investors	<ul style="list-style-type: none"> Transparency Timely communication of information regarding the Company's progress and project status Profitability 	<ul style="list-style-type: none"> Annual general meetings Announcements on SGXNET and the company website serve as additional channels for disseminating information Email correspondence 	<ul style="list-style-type: none"> Engaging Stakeholders at general meetings and through emails Communication through announcements on SGXNET and the corporate website
Government & Regulators	<ul style="list-style-type: none"> Adherence to applicable laws and regulations Environmental compliance Reporting of any service issues as required by regulators 	<ul style="list-style-type: none"> Discussions with relevant agencies and departments 	<ul style="list-style-type: none"> Comply with applicable laws and regulations Putting in place policies and procedures to ensure compliance

SUSTAINABILITY REPORT

SUMMARY OF SUSTAINABILITY PERFORMANCE

Sustainability performance disclosures in accordance with the GRI Standards support transparent and consistent communication of the Group's sustainability efforts. This enables stakeholders to assess the Group's sustainability performance, identify areas for improvement, and make informed decisions in relation to engagement and investment. Adherence to the GRI Standards also supports the Group in strengthening stakeholder trust, managing sustainability-related risks and opportunities, and delivering long-term value for society and shareholders. The Group's key sustainability achievements are outlined below.

The Group remains committed to progressively enhancing its sustainability reporting. In FY2025, the Group expanded its disclosures to include ESG performance of its overseas operations, where such data was considered relevant and available, to provide a more holistic view of the Group's overall sustainability performance.

Performance Metrics	Measurement Unit	FY2023*	FY2024*	FY2025
Environmental Factors				
Petrol / Diesel consumption	Litre	9,032	7,044	0
Electricity consumption	kWh	26,638	33,992	49,635
Scope 1 GHG emission – Mobile combustion	kgCO₂e	26,191	19,295	0
Scope 2 GHG emission – Electricity consumption	kgCO₂e	11,103	14,005	27,284
Total GHG emission	kgCO₂e	37,294	33,300	27,284
Total GHG emission intensity by revenue⁽¹⁾	kgCO₂e / S\$1,000 revenue earned	3.261	3.849	1.078
Social Factors				
Total Employees	Headcount	32	9	130
Full-time permanent	Headcount	31	8	73
Part-time permanent	Headcount	1	1	0
Temporary	Headcount	1	1	57
Local Employees	Headcount	31	9	127
Others	Headcount	1	0	3
By gender - Male	Headcount (%)	25 (78%)	6 (67%)	66 (51%)
By gender - Female	Headcount (%)	7 (22%)	3 (33%)	64 (49%)
New hires	Headcount	8	1	49
By gender - Male	Headcount (%)	7 (23%)	1 (5%)	18 (26%)
By gender - Female	Headcount (%)	1 (3%)	-	31 (45%)
Overall new hire rate⁽²⁾	%	26%	5%	71%
Average training hours per employee	Hours	4.1	1.0	2.1
Employee Turnover	Headcount	4	23	28

SUSTAINABILITY REPORT

Performance Metrics	Measurement Unit	FY2023*	FY2024*	FY2025
By gender - Male	Headcount (%)	2 (7%)	20 (125%)	13 (19%)
By gender - Female	Headcount (%)	2 (7%)	3 (67%)	15 (22%)
Employee overall turnover rate⁽³⁾	%	13%	112%	40%
Workers who are not employees	Number	0	0	0
Governance Factors				
Board composition				
By gender - Male	Headcount (%)	3 (60%)	4 (100%)	4 (100%)
By gender - Female	Headcount (%)	2 (40%)	0	0
Number of reported anti-corruption cases	Number	0	0	0
Number of reported whistle-blowing cases	Number	0	0	0

* The Group tracked and reported sustainability performance data of FY2023 and FY2024 for Singapore operations only.

Notes:

- (1) Revenue generated by the Group's Singapore operations in FY2023, FY2024 and FY2025 was approximately S\$11,437,000, S\$8,651,000 and S\$7,485,000, respectively. The Group's consolidated revenue for FY2023, FY2024 and FY2025 was approximately S\$22,119,000, S\$23,499,000 and S\$25,320,000, respectively.
- (2) The new hire rate is calculated as the total number of new hires divided by the average number of employees during the respective financial year, but it does not account for employee turnover.
- (3) The turnover rate is calculated as total turnover divided by the average number of employees during the respective financial year.

SUSTAINABILITY REPORT

STRATEGIC APPROACH TO SUSTAINABILITY MANAGEMENT

Polaris has progressively advanced its sustainability agenda over the years. The Group recognises the importance of creating positive outcomes for the environment, employees and stakeholders across the value chain, while delivering sustainable financial performance.

In FY2025, the Group reviewed the four (4) main aspects and non-financial topics for reporting disclosure. Management has identified and determined that the following topics are relevant to the sustainability of the Group's economic performance and business operations.

TOPICS	MATERIAL ISSUES	MISSIONS
Environment	GHG Emissions and Energy	Lower carbon footprint and reduced energy cost
Social	Diversity and Equal Opportunity	Creating an inclusive and non-discriminatory environment
	Employment, Talent Attraction and Retention	Increase Company morale, lower turnover rate, reduce hiring costs and create employee satisfaction
	Training and Education	Increase productivity, grow and nurture employees, encourage innovative problem-solving and strengthen skills and knowledge
	Occupational Health and Safety	Ensure a safe workplace
	Customer Health and Safety	Improve health and safety practices and build stronger brand equity and value
	Marketing and Labelling	Ensure compliance with strategies for brand and market differentiation, promote fair and responsible marketing to avoid any deceptive, untruthful, or discriminatory claims
Governance	Anti-corruption	Uphold and adhere to the Group's zero-tolerance policy towards fraud, corruption and unethical conduct
	Whistle-blowing	Mitigate business risks and fraud prevention
	Risk Management and Internal Controls	Effective risk-taking and risk management are aligned with the organisation's business objectives
	Board Diversity	Holistic guidance to the Company
Economic	Economic Performance	Enhance shareholders' value
	Procurement Practices	To continuously support local suppliers

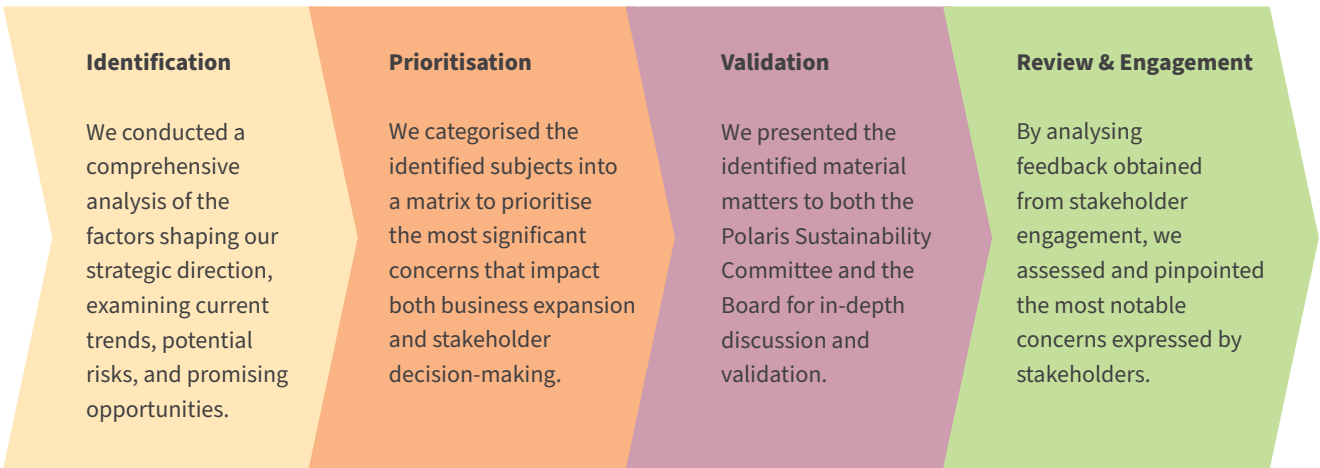
The Group's economic performance remains a key consideration for its employees and shareholders. Please refer to the section entitled "Financial Statements" in the Group's AR2025 for a detailed analysis and discussion of its financial performance. In FY2025, the Group received government grant income from the Singapore government, primarily aimed at providing financial assistance. Such grants included the Progressive Wage Credit Scheme, the Senior Employment Credit and the CPF Transition Offset.

SUSTAINABILITY REPORT

MATERIALITY ASSESSMENT PROCESS AND METHODOLOGY

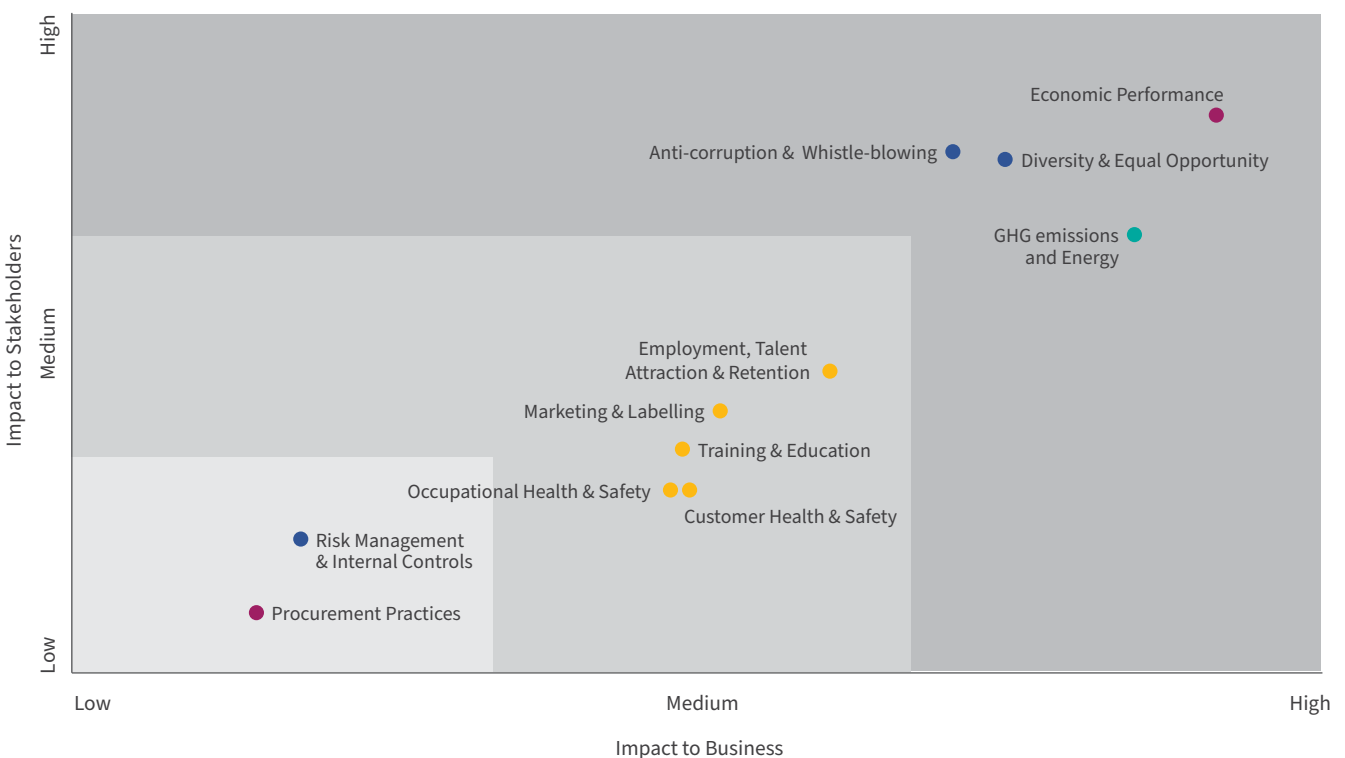
To identify material ESG topics and focus areas, the Group evaluated its overall risk environment and identified the actual and potential impacts on its stakeholders. The significance of these impacts was assessed in light of the key concerns raised by internal and external stakeholders through the Group’s stakeholder engagement process.

With the support of the Group’s sustainability reporting consultant, the Group has undertaken the following four (4) key steps to identify and present the relevant material topics in this Report:



The Group’s business model and value chain did not undergo any material changes in FY2025. With references to the relevant disclosure topics set out in the Sustainability Accounting Standards Board (“**SASB**”) Industry Standards on Consumer Goods, the PSC, Management and the Board reviewed and endorsed the material topics identified above, confirming their continued relevance and applicability for the current reporting period.

These topics were subsequently mapped onto a materiality matrix and are presented in the table below.



SUSTAINABILITY REPORT

Impact identified under GRI			Risk and opportunity identified under IFRS SDS that could reasonably be expected to affect the Group's prospects	
Material Topics	Summary of key impacts	Summary of management approach	Risks	Opportunities
ENVIRONMENT				
GHG Emissions and Energy	<ul style="list-style-type: none"> Office and retail shop energy use contributes to greenhouse gas ("GHG") emissions, affecting climate change and sustainability. 	<ul style="list-style-type: none"> Monitor electricity consumption regularly. Replace lights with Light Emitting Diodes ("LEDs") and install energy-efficient air conditioners. Source suppliers using green or reusable materials. 	<ul style="list-style-type: none"> Rising electricity tariffs increase operational costs. Fluctuating raw material prices due to global sustainability policies. Carbon tax policies raise compliance costs. 	<ul style="list-style-type: none"> Invest in energy-saving technologies (e.g., smart thermostats) and renewable energy (e.g., solar panels) to reduce costs. Innovation in materials use and waste reduction efforts. Embrace sustainability initiatives to cut carbon emissions and enhance efficiency.
SOCIAL				
Diversity and Equal Opportunity	<ul style="list-style-type: none"> A positive culture of diversity and inclusion improves employee well-being and prevents discrimination. 	<ul style="list-style-type: none"> To maintain at least 1 female at the Board level. To ensure zero racial discrimination cases. To achieve a more balanced gender ratio at the employee level. To ensure age balance in the workplace. 	<ul style="list-style-type: none"> Low employee retention and challenges in recruiting the right talent. 	<ul style="list-style-type: none"> A diverse workforce offers a competitive advantage with various skills and experiences. Reduced employment costs through training and retaining staff.

SUSTAINABILITY REPORT

Impact identified under GRI			Risk and opportunity identified under IFRS SDS that could reasonably be expected to affect the Group's prospects	
Material Topics	Summary of key impacts	Summary of management approach	Risks	Opportunities
Talent Attraction and Retention	<ul style="list-style-type: none"> The Group's business requires continuous skills and knowledge upgrades. Retaining top talent is crucial to business success and client satisfaction. 	<ul style="list-style-type: none"> Constant communication, including exit interviews, is needed to understand what employees value and expect from their workplace. Cultivate a supportive and inclusive Group culture that values teamwork, respect, diversity, and open communication. Invest in manager training and development to ensure they have the skills to lead, motivate, and support their teams effectively. Review remuneration packages to attract and retain talent. 	<ul style="list-style-type: none"> Increased turnover costs, decreased productivity during the transition, and potential issues with team morale. Investing in development programmes may deplete resources without guaranteed retention. 	<ul style="list-style-type: none"> Effective talent development programmes help retain and attract top industry talent.
Occupational Health and Safety	<ul style="list-style-type: none"> Ensuring employee health and safety is crucial for a productive workforce. A safe working environment reduces accident risks and enhances well-being. 	<ul style="list-style-type: none"> To achieve zero breach cases of non-compliance with the Occupational Health and Safety regulations. To achieve zero work-related injuries and reduce the lost time incident rate. 	<ul style="list-style-type: none"> Accidents and injuries lead to penalties, reputational damage, and financial impact from higher insurance and legal issues. 	<ul style="list-style-type: none"> A strong safety reputation attracts customers and subcontractors, boosting partnerships.
Marketing and Labelling	<ul style="list-style-type: none"> Adequate information about the positive and negative environmental and social impacts of products and services is crucial to help customers make purchasing choices. 	<ul style="list-style-type: none"> To achieve zero incidences of non-compliance concerning product and service information and labelling. 	<ul style="list-style-type: none"> Non-compliance concerning product and service information and labelling leads to fines, penalties, reputational damage, and loss of sales. 	<ul style="list-style-type: none"> Fair and transparent marketing and labelling practices boost customers' confidence in making informed purchasing choices, thereby increasing revenue.

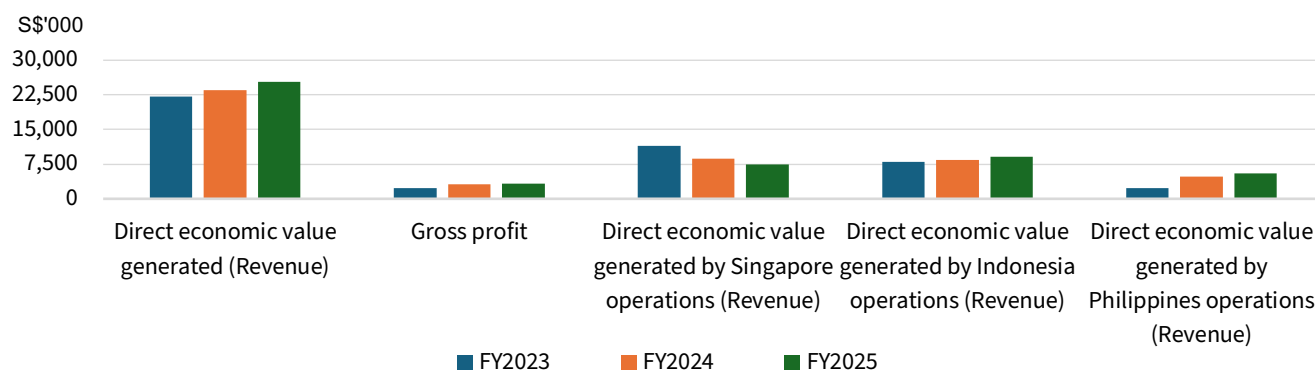
SUSTAINABILITY REPORT

GOVERNANCE			
Anti-corruption	<ul style="list-style-type: none"> Corruption and dishonest practices could compromise product/service quality and lead to non-compliance with laws. 	<ul style="list-style-type: none"> To promote awareness amongst internal stakeholders on the Group's Anti-Bribery and Anti-Corruption policy. 	<ul style="list-style-type: none"> Bribery and corruption within the Group and the supply chain pose legal, regulatory, and reputational risks.
Whistle-blowing	<ul style="list-style-type: none"> A transparent whistle-blowing mechanism ensures accountability and deters misconduct. 	<ul style="list-style-type: none"> Encourage and educate relevant stakeholders on the availability of whistle-blowing channels. 	<ul style="list-style-type: none"> Unethical scandals can damage a reputation and erode trust. A strong whistle-blowing policy enhances reputation and builds trust with shareholders.
ECONOMIC			
Financial Performance	<ul style="list-style-type: none"> Ensuring financial stability is crucial for sustaining operations. Managing cost pressures while prioritising sustainable materials and energy-efficient solutions. 	<ul style="list-style-type: none"> Generate revenue and achieve net profit. 	<ul style="list-style-type: none"> Insufficient profit to sustain working capital and liquidity. Revenue and gross profit margin are too low to cover overhead costs.
Procurement	<ul style="list-style-type: none"> Partnering with responsible suppliers ensures the use of quality materials and aligns with ESG commitments. Optimising procurement strategies helps control costs while integrating eco-friendly materials and processes. 	<ul style="list-style-type: none"> Robust suppliers' selection and management, regular monitoring of costs and quality, and the use of clear and enforceable contracts. 	<ul style="list-style-type: none"> Supplier Risk: Using unreliable suppliers may lead to delays, poor quality, subpar after-sales service, and increased costs. Cost Overruns: Unexpected material cost increases may reduce profit margins.
			<ul style="list-style-type: none"> Enhance competitiveness, develop green and circular business segments, and boost resilience. Implement fundraising strategies to improve liquidity. Quality improvement: Selecting reliable suppliers and monitoring performance ensures consistently high-quality materials and products.

SUSTAINABILITY REPORT

ECONOMIC PERFORMANCE

Financial Highlights



Performance Indicators	FY2023 (S\$'000)	FY2024 (S\$'000)	FY2025 (S\$'000)
Direct economic value generated (Revenue)	22,119	23,499	25,320
Gross profit	2,272	3,079	3,322
Operating expenses	5,018	5,384	6,067
Income tax expenses/(credit)	(17)	(25)	(5)
Direct economic value generated by Singapore operations (Revenue)	11,437	8,651	7,485
Direct economic value generated by Indonesia operations (Revenue)	8,034	8,437	9,164
Direct economic value generated by Philippines operations (Revenue)	2,245	4,876	5,452

Economic performance provides a fundamental indication of how the Group generates and distributes value for its stakeholders. Several components of the economic value generated and distributed also contribute to the Group's broader economic profile. This topic has been identified as highly material to both the Group and its stakeholders, as any positive or adverse developments may have implications across the stakeholder spectrum, including suppliers, upstream business enablers, operational support functions, customers, shareholders and investors.

Details of the Group's economic performance are set out in the audited financial statements on pages 75 to 144 of AR2025. The Group remains committed to acting in the best interests of its shareholders and stakeholders, while seeking to enhance its economic performance on a sustainable basis.

Procurement Governance

Polaris adopts a fair and transparent procurement framework and engages suppliers who conduct their business in an ethical manner.

Given the breadth of products procured across the Group's business segments and the diversity of its supplier base, the Group has established structured procurement processes to ensure sound corporate governance and compliance with applicable anti-bribery and anti-corruption laws and regulations. The Group's multi-tiered approval process requires each level of review to consider, among other factors, suppliers' capabilities, consistency, product quality, reliability and pricing, thereby supporting procurement decisions aligned with the Group's ethical standards.

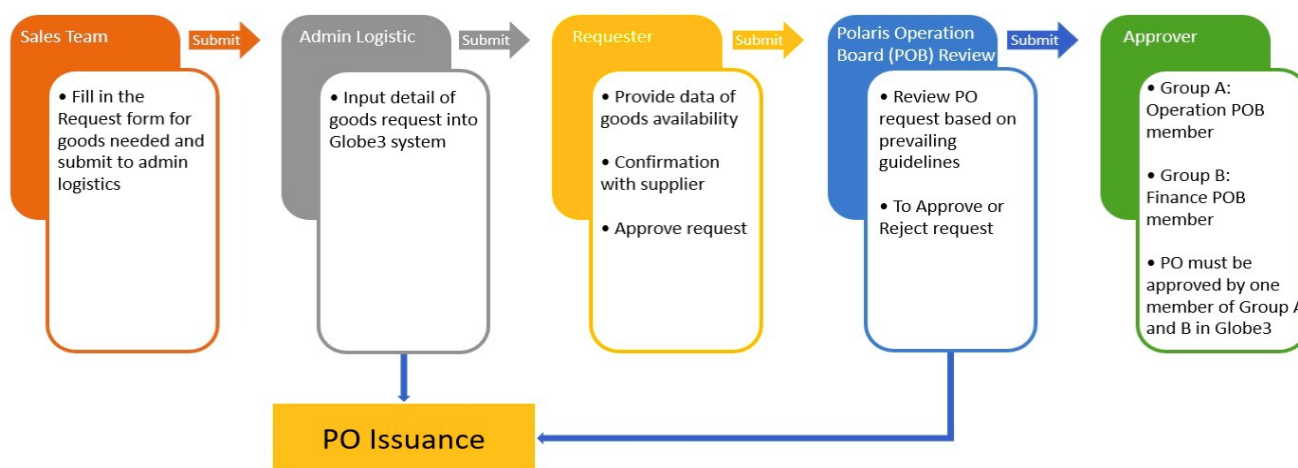
The Group's procures products and supplies from established brands represented by its business units, including Apple, as well as other suppliers of computer accessories, lifestyle goods and audio devices.

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For the Group’s pre-loved luxury goods business segment, which operates predominantly outside of Singapore, total purchased inventories amounted to approximately S\$15.1 million in FY2025 (FY2024: S\$11.6 million), of which substantially all (FY2024: 99%) were sourced from the reuse and repurposing of goods.

To uphold a fair business environment, the Group maintains a zero-tolerance approach towards corruption in all its forms, including bribery, unfair competition, conflicts of interest, fraud, embezzlement and unlawful kickbacks. Senior management sets the tone from the top and promotes a workplace culture of integrity and accountability. The Group’s Human Resources function oversees the implementation of its anti-corruption policy and ensures that relevant employee-related regulatory requirements are communicated and adhered to. Key expectations are also set out in the employee’s letter of appointment. Please refer to the section entitled “Governance – Anti-Corruption” on page 60 of AR2025 for further details.

All procurement transactions are processed through the Group’s Enterprise Resource Planning system, which incorporates a multi-tiered approval structure (as illustrated below) before purchase orders (“POs”) are approved and issued. This framework supports appropriate checks and balances, mitigates potential conflicts of interest and helps ensure that procurement is conducted at appropriate and up-to-date pricing.



As part of its supply chain management practices, the Group ensures that packaging from delivered goods is appropriately sorted and disposed of in an environmentally responsible manner.

Material Topic	Performance Indicator	Target for FY2025	FY2025 Performance	Target Achievement
Economic Performance	Revenue growth and profit margin	Not disclosed	Positive growth	Achieved
Procurement	Rate of reuse and repurposing of goods for the pre-loved luxury goods segment	99%	100%	Achieved

Moving forward, the Group has established the following perpetual targets in relation to its economic considerations.

Material Topics	Perpetual targets
Economic Performance	The Group has established specific revenue growth and profit margin targets aligned with its strategic vision; however, these financial projections are not publicly disclosed to avoid constituting earnings guidance while maintaining compliance with regulatory requirements
Procurement	To maintain 99% reuse and repurpose of goods for the pre-loved luxury goods segment

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ENVIRONMENT

Climate-related Disclosures

The Group recognises that climate change presents both physical risks (including those arising from the increased frequency and severity of extreme weather events) and transition-related risks (including economic, technological and regulatory challenges associated with the transition to a greener economy) to its operations. In line with the Singapore Exchange’s announcement on the phased implementation of mandatory ISSB-aligned climate-related disclosures, the Group is required to comply with IFRS S2 for the financial year commencing on or after FYC2030. Accordingly, the Group has deferred its ISSB gap analysis. Notwithstanding this, the Group remains committed to progressively enhancing its climate-related disclosures with a view to aligning with the ISSB requirements by the applicable mandatory compliance date.

Governance

The Board has overall oversight of the Group’s sustainability strategy, including the review of climate-related risks and opportunities, related disclosures and initiatives undertaken to enhance climate resilience. The PSC is responsible for supporting the Board in developing relevant goals, plans, and performance metrics, as well as managing and monitoring the Group’s climate-related sustainability performance.

The PSC has been established to assist and report to the Board in fulfilling its responsibilities to identify, evaluate, assess, monitor and manage climate-related risks and opportunities. Please refer to the PSC Structure on page 37 of AR2025 for further details.

Strategy

The Group has identified climate-related risks and opportunities that may have a potential impact on its operations. These were initially identified and assessed by the PSC during the 2024 risk assessment exercise and subsequently reviewed in FY2025.

The identified physical and transition risks have been assessed across two time horizons: 2030 (medium-term) and 2050 (long-term), aligned with Singapore’s national decarbonisation goals.

The following sets out the Group’s climate-change scenario analysis, through which the Group has identified and assessed its CRROs:

Scenario	Net Zero 2050 Scenario	Current Policies Scenario
Description	<ul style="list-style-type: none"> Net Zero 2050 is an ambitious scenario that limits global warming to 1.5 °C through stringent climate policies and innovation, reaching net zero CO₂ emissions around 2050. 	<ul style="list-style-type: none"> Current policies assume that only those currently implemented are preserved, leading to significant physical risks.
Rationale	<ul style="list-style-type: none"> Evaluating the transitional impacts within an economy transitioning to a low-carbon world, reflecting the measures required to limit global warming to below 1.5 °C. 	<ul style="list-style-type: none"> Evaluating the physical risks under a high-emission scenario, consistent with a future where policy changes to reduce emissions are limited.
Underlying model	<ul style="list-style-type: none"> This model considers factors such as greenhouse gas emissions and policy developments, which serve as a foundation for the Group to analyse how different climate scenarios may impact its business operations and strategy across short-, medium-, and long-term time horizons. 	<ul style="list-style-type: none"> This model considers factors such as the increased frequency of extreme weather events and rising mean temperatures. Climate models and scientific assessments play a key role in shaping the narrative of such scenarios.

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Scenario	Net Zero 2050 Scenario	Current Policies Scenario
Assumptions	<ul style="list-style-type: none"> This scenario assumes that ambitious climate policies are introduced immediately. Carbon dioxide removal (“CDR”) is used to accelerate decarbonisation, but is kept to a minimum and broadly in line with sustainable levels of bioenergy production. Net CO₂ emissions reach zero around 2050, giving at least a 50% chance of limiting global warming to below 1.5°C by the end of the century, with no or low overshoot (<0.1°C) of 1.5°C in earlier years. Physical risks are relatively low, but transition risks are high. 	<ul style="list-style-type: none"> This scenario assumes that emissions grow until 2080, leading to about 3°C of warming and severe physical risks. This includes irreversible changes, such as higher sea-level rise. This scenario can help central banks and supervisors consider the long-term physical risks to the economy and financial system if we continue on our current path to a “hot house world”.

Climate-related scenario analysis to assess the resilience of the Group’s strategy will be progressively incorporated at a later stage, in line with the requirements of IFRS S2 under the ISSB framework.

The tables below summarise the Group’s identified climate-related risks, their assessed likelihood of occurrence, potential impact on the business and the corresponding risk ratings.

Type of Climate Risk	Description	Risk Priority	Likelihood	Overall Impact	Risk Rating
Physical (Chronic and acute)	Rising mean temperatures	Short to medium-term	4	3	12
	Rising sea level	Medium to long-term	3	3	9
Transition	Technology	Medium to long-term	2	4	8
	Policy/Legal	Short to medium-term	5	2	10
	Reputation	Short to medium-term	4	2	8
	Market	Short to medium-term	3	2	6

Physical risk

Chronic and acute physical risks, including rising mean temperatures and sea levels, are expected to have an increasing impact on the Group’s businesses over the medium to long term. For example, a rise in ambient temperatures may lead to increased energy consumption due to higher air-conditioning use required to maintain operational comfort levels. In addition, rising sea levels may elevate the risk of physical damage to assets and increase business adaptation costs, including compliance with evolving environmental policies. To mitigate these risks, the Group has implemented measures such as optimising air-conditioning usage, upgrading to energy-efficient lighting and equipment, encouraging energy-saving practices among employees, and exploring the use of renewable energy sources where feasible.

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Transition risk

The Group anticipates that climate-related laws and regulations will become increasingly stringent. These may include enhanced emissions reporting requirements, more robust policy measures to reduce GHG emissions, and the introduction or escalation of carbon pricing mechanisms. Such developments may expose the Group to increased compliance obligations and operating costs. To mitigate these risks, the Group conducts internal training to ensure that employees remain informed of evolving regulatory requirements and are equipped with the relevant knowledge and capabilities.

Opportunities

Heightened awareness of climate change among stakeholders may drive demand for products and services with lower environmental impact. The transition towards a lower carbon business model, including the adoption of cleaner technologies and renewable energy sources, presents opportunities for the Group. The Group's pre-loved and circular-economy business segments, which support the reuse and repurposing of goods, may further enhance its ability to capture such opportunities. These initiatives may also support the Group's longer-term ambition to reduce emissions and work towards carbon neutrality by 2050.

Science-based target

The PSC has considered alignment with the goals of the Paris Agreement, including limiting global temperature increase to 1.5°C above pre-industrial levels. The Group will continue to explore opportunities to reduce emissions and strengthen its resilience to climate-related risks.

Risk Management

The Group adopts a structured approach to risk management, comprising the identification, assessment, and mitigation of risks, followed by implementation, monitoring and periodic review. Both the likelihood and potential impact of identified risks are considered as part of this process.

The Group acknowledges the presence of ESG-related risks, as identified in risk assessments conducted by the PSC in FY2024, which remain relevant in FY2025. Climate-related risks, in particular, may impact the Group's financial performance, operational efficiency, strategic positioning, reputation and long-term prospects.

The PSC oversees the implementation of measures to manage climate-related risks and ensures that the Group remains informed of relevant developments, including physical and transition risks, as well as broader climate-related trends affecting its operations.

Metrics and targets

The Group reports Scope 1 and Scope 2 emissions in accordance with the GHG Protocol, adopting the operational control approach to ensure consistency and accountability.

In line with Singapore's climate targets and the objectives of the Paris Agreement, the Group has adopted a structured, phased approach to emissions reduction. The Group targets achieving net zero Scope 1 and Scope 2 emissions by 2050, with an interim target of reducing emissions intensity by at least 20% by 2030, using FY2025's total GHG emissions intensity (kgCO₂e / S\$1,000 of revenue earned) as the baseline. This target is supported by initiatives such as improving energy efficiency, adopting sustainable building practices and exploring the use of lower-carbon materials. Progress against these targets is monitored on an annual basis to ensure alignment with the Group's sustainability objectives.

Sustainability considerations are embedded in the Group's decision-making processes to support long-term value creation. ESG KPIs will continue to be reviewed and refined for integration into the Group's strategy and reporting frameworks, ensuring responsible growth and resilience in an evolving regulatory landscape.

The Group will continue to review its operational processes to reduce resource consumption, minimise wastage and lower emissions intensity.

SUSTAINABILITY REPORT

Energy and GHG Emission

Greenhouse gas emissions are a key indicator of environmental impact and are categorised into three scopes under the widely used GHG Protocol. This classification allows companies to devise comprehensive strategies for emissions reduction and sustainability. Scope 1 focuses on emissions under direct control, while Scope 2 involves influencing emissions through energy choices. Scope 3 entails collaboration with suppliers to address emissions across the value chain. This holistic approach enables informed decision-making and targeted actions to combat climate change effectively. The Group remains committed to Scope 1 and Scope 2 emissions reporting for FY2025.

The Group's energy consumption primarily comes from electricity used for office and retail business operations. The Group seeks to improve energy efficiency to reduce both operating costs and its carbon footprint.

Scope 1 emissions

Scope 1 emissions, integral to our environmental impact assessment, primarily stem from direct GHG emissions from petrol- and diesel-powered vehicles in the Group's operations.

The Group's total energy consumption for FY2023 to FY2025 is as shown below:

Scope 1 Emissions	FY2023*	FY2024*	FY2025
Petrol / Diesel (litres)	9,032	7,044	0
Petrol / Diesel (kgCO ₂ e)	26,191	19,295	0
Total Scope 1 emissions (kgCO ₂ e)	26,191	19,295	0
Scope 1 emission intensity (kgCO ₂ e / S\$1,000 of revenue earned)	2.290	2.230	0

* The Group tracked and reported sustainability performance data of FY2023 and FY2024 for Singapore operations only.

The Group did not operate vehicles in its operations in FY2025. Instead, it engaged third-party logistics ("3PL") service providers for delivery, courier and transportation services across the markets in which it operates.

Scope 2 emissions

Scope 2 GHG emissions comprise indirect emissions associated with the consumption of purchased energy sources. These emissions primarily result from electricity generation and the procurement of water from external sources. While these emissions are generated from external sources, they are attributable to the Group's energy consumption and are therefore considered within the Group's operational boundary.

Scope 2 Emissions	FY2023*	FY2024*	FY2025
Electricity (kWh)	26,638	33,992	49,635
Electricity (kg CO ₂ e)	11,103	14,005	27,284
Total Scope 2 Emissions (kg CO ₂ e)	11,103	14,005	27,284
Scope 2 emission intensity (kgCO ₂ e / S\$1,000 of revenue earned)	0.971	1.619	1.078

* The Group tracked and reported sustainability performance data of FY2023 and FY2024 for Singapore operations only.

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The Group's emissions are calculated based on the emission factors set out below:

Item	Emission Factor	Unit	Source
Electricity Grid Emission Factor in Singapore	0.402	kgCO ₂ /kWh	Energy Market Authority, Singapore
Electricity Grid Emission Factor in other countries	0.5251 to 0.9201	kgCO ₂ /kWh	Institute for Global Environmental Strategies List of Grid Emission Factors v11.7
CO ₂ Emission Factor for diesel consumption	3196.749	KgCO ₂ /tonne	Singapore Emission Factors Registry

The Group's electricity usage in Indonesia in FY2025 was not reported, as such consumption is managed and provided by landlords.

Scope 3 emissions

Scope 3 emissions refer to other indirect emissions across the Group's value chain, including upstream and downstream activities. At present, the Group does not track or disclose Scope 3 GHG emissions, taking into account current resource constraints and the level of stakeholder demand. The Group will continue to assess the feasibility of incorporating Scope 3 disclosures in future reporting periods.

A comparison of the Group's energy consumption and GHG emissions is presented below.

GHG Emissions

Performance Indicator	FY2023*	FY2024*	FY2025
Scope 1 emissions (kgCO ₂ e)	26,191	19,295	0
Scope 2 emissions (kgCO ₂ e)	11,103	14,005	27,284
Total GHG emissions (kgCO ₂ e)	37,294	33,300	27,284
GHG emissions intensity (kgCO ₂ e / S\$1,000 of revenue earned)	3.261	3.849	1.078

* The Group tracked and reported sustainability performance data of FY2023 and FY2024 for Singapore operations only.

In FY2025, the Group did not incur any diesel consumption. While electricity consumption increased by 46%, total GHG emissions decreased to approximately 27,000 kgCO₂e. This was primarily due to the absence of direct fuel consumption in its operations in FY2025, as the Group engaged 3PL vendors for delivery, courier, and transportation in the markets it operates in. The inclusion of the Group's overseas markets operations resulted in an increase in Scope 2 emissions in FY2025; however, total GHG emission intensity has been significantly reduced to 1.078 kgCO₂e / S\$1,000 of revenue earned as a result of the increase in revenue.

As part of its efforts to enhance energy efficiency, the Group has replaced all office lighting in Singapore with LED lighting. The Group also utilises air-conditioning systems aligned with energy-efficiency best practices.

The Group's climate-related targets will be reviewed and updated in line with its broader, evolving sustainability goals.

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Water Usage and Sources

Water is one of the most critical resources on Earth, essential for sustaining life and supporting numerous industries, including trading and services. As trader and service centres rely on water for various purposes, it is vital to recognise and address their interactions with water as a shared resource. The Group delves into the significance of water settings, explores its diverse applications and highlights the importance of responsible water management and conservation to ensure sustainable use. The Group also conducts regular inspections for leaks and monitors monthly water consumption, promptly rectifying any identified issues.

Water Usage and Sources	FY2023*	FY2024*	FY2025
Water (m ³)	94	100	45
Rain harvesting water (m ³)	-	-	-
Recycle water (m ³)	-	-	-
Total (m ³)	94	100	45
Water consumption intensity (m ³ / S\$1,000 of revenue earned by Singapore operations)	0.008 [#]	0.012	0.006

* The Group tracked and reported sustainability performance data of FY2023 and FY2024 for Singapore operations only.

[#]In FY2023, water consumption intensity is calculated per square metre of office area.

The Group's water usage in FY2025 in countries other than Singapore was not reported, as such consumption is generally managed and provided by landlords.

Waste Minimisation

The Group recognises that managing waste-related impacts has become of utmost importance due to the alarming levels of waste generation, which present significant environmental and health challenges. Given the nature of the Group's operations, including its focus on reuse and circular business models, waste generation is relatively limited. Notwithstanding, the Group has in place a waste management system to mitigate its adverse effects on ecosystems, human health, and the environment.

Material Topic	Performance Indicator	FY2025 Target	FY2025 Performance	Target Achievement
GHG Emissions and Energy	Electricity (kWh)	Reduce electricity consumption by 20% from the FY2023 baseline.	Please see the explanation below.	Achieved
	Water (m ³)	Reduce water usage by 30% relative to the FY2023 baseline.	52.1% reduction from FY2023 baseline	Achieved
	Petrol / Diesel (litres)	Maintain or decrease fuel usage from the FY2023 baseline.	Nil	Achieved

In FY2025, the Group achieved all GHG emissions and energy reduction targets established for its Singapore operations. With electricity consumption data now available for its international operations in FY2025, the Group intends to recalibrate and expand its targets in FY2026 to incorporate its overseas footprint.

Moving forward, the Group has established the following short-term, medium-term, and long-term targets in relation to its environmental considerations.

Material Topic	FY2026 Target	Medium-term targets (by 2030)	Long-term targets (by 2050)
GHG Emissions and Energy	Reduce GHG emissions intensity (kgCO ₂ e / S\$1,000 of revenue earned) by using FY2025 as baseline	Reduce GHG emissions intensity (kgCO ₂ e / S\$1,000 of revenue earned) by 20% using FY2025 as baseline	Achieve Net Zero for Scope 1 and 2 emissions by 2050.

SUSTAINABILITY REPORT

SOCIAL

Diversity and Equal Opportunity

The Group recognises the inherent value of a diverse and inclusive workforce, where its people can offer different perspectives and ideas to better contribute to the business. It is, therefore, the Group's belief that creating a diverse workplace environment is essential to building and sustaining our competitive advantage. Such diversity fosters innovative thinking and helps tackle business challenges through different perspectives, enhancing our team's capacity for breadth of input, risk awareness and responsiveness to change.

The Group's employment practices align with the Tripartite Guidelines on Fair Employment Practices by the Tripartite Alliance for Fair and Progressive Employment Practices ("TAFEP") in Singapore. The Group is committed to maintaining a fair, merit-based and inclusive environment. Its human resource policies emphasise diversity, inclusivity and collaboration, while supporting employees in achieving their full potential and pursuing meaningful career development.

As at 31 December 2025, the Group's workforce comprised 73 full-time permanent employees and 57 temporary employees engaged on probationary or fixed-term contracts. The Group did not employ part-time staff during FY2025. None of the Group's employees is covered by collective bargaining agreements.

The Group recognises the valuable contribution of its employees and provides competitive remuneration and performance-based incentives. Full-time permanent employees are eligible for a range of benefits, including work injury compensation insurance, group personal accident insurance, medical and healthcare benefits and hospitalisation leave.

A breakdown of the employee diversity is set out below.

Year	Total	Age Group			Gender		Nationality	
		<30	30-50	>50	Male	Female	Local	Foreigner
2023*	32	10	17	5	25	7	31	1
2024*	9	1	5	3	6	3	9	0
2025	130	42	80	8	66	64	127	3

* The Group tracked and reported sustainability performance data of FY2023 and FY2024 for Singapore operations only.

The above headcount figures are based on full-time, permanent, and temporary employees as at the end of each reporting period. For further details on our Board diversity, please refer to the Corporate Governance Report section on pages 11 and 12 of AR2025.

Talent Attraction and Retention

The Group recognises that its people are critical to the success of its business and is committed to attracting, developing and retaining talent. The Group seeks to achieve this through competitive remuneration structures, career development opportunities and a supportive work environment that promotes both professional growth and employee well-being..

New Employee Hires

The demographics of the new hires are shown below:

Disclosure	FY2023*	FY2024*	FY2025
Gender			
Male	7	1	18
Female	1	0	31
Age Group			
Below 30	4	1	20
30 to 50	4	0	28
Above 50	0	0	1

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Disclosure	FY2023*	FY2024*	FY2025
Nationality			
Singaporean/PR	8	1	0
Indonesian	NA	NA	25
Filipino	NA	NA	9
Thai	NA	NA	10
Vietnamese	NA	NA	5
South Korean	NA	NA	0

* The Group tracked and reported sustainability performance data of FY2023 and FY2024 for Singapore operations only.

Employee Turnover

The demographics of employee turnover are shown below:

Disclosure	FY2023*	FY2024*	FY2025
Gender			
Male	2	20	13
Female	4	3	15
Age Group			
Below 30	1	9	13
30 to 50	3	12	15
Above 50	0	2	0
Nationality			
Singaporean/PR	4	22	0
Indonesian	NA	NA	13
Filipino	NA	NA	10
Thai	NA	NA	3
Vietnamese	NA	NA	1
South Korean	NA	NA	1
Others	0	1	0
Employee overall turnover rate	13%	112%	40%

* The Group tracked and reported sustainability performance data of FY2023 and FY2024 for Singapore operations only.

The employee turnover rate for FY2025 is shown in the table below:

Material Topic	Performance Indicator	FY2025 Target	FY2025 Performance	Target Achievement
Talent Attraction and Retention	Employee turnover rate	Less than 20%	40%	Not achieved

The employee turnover rate in FY2025 primarily reflects the Group's strategic expansion into the retail-intensive pre-loved luxury goods segment, which contributed more than 70% of total revenue. This segment typically experiences higher workforce mobility than the Group's legacy corporate sales and service operations. As the Group's expands its retail footprint across new and established markets, it remains focused on strengthening employee engagement and retention initiatives. These include enhancements to onboarding processes, training programmes, and workforce development strategies, with the aim of building a resilient workforce to support the long-term growth of its circular-economy business.

Parental Leave

The Group supports pro-family policies and complies with applicable local regulations and human resources practices in the countries in which it operates. Information on parental leave metrics for FY2025 is set out in the table below.

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Parental Leave Records	FY2025	
	Male	Female
Total number of employees who were entitled to parental leave	4	5
Total number of employees who took parental leave	1	3
Total number of employees who returned to work in the reporting period after parental leave ended	1	2
Total number of employees who returned to work after parental leave ended, who were still employed 12 months after their return to work	1	1
Return to work rate of employees who took parental leave	100%	100%
Retention rate of employees who took parental leave	100%	50%

Moving forward, the Group aims to continue improving its work environment to remain competitive with its industry peers, retain its talent, and set the targets outlined in the table below.

Material Topic	Performance Indicator	FY2026 Target	Medium to long-term target (by 2050)
Talent Attraction and Retention	Employee turnover rate	Less than 25%	Less than 20%

Training and Education

The Group promotes continuous self-development and aims to provide all its employees with equal opportunities for training and upgrading. The Group believes that learning and training opportunities are important, and that self-development is a continuous, lifelong process that equips employees with the competencies needed to meet current and future business needs. Training opportunities include workshops, seminars, conferences, in-house company training and on-the-job training. The average training hours per employee in FY2025 were 2.1 (FY2024: 1.0).

In FY2025, female employees recorded an average of 3.3 training hours, while male employees averaged 1.0 hour. Training activities focused on operational procedures, product knowledge, and systems. The higher average for female staff reflects their predominant roles within the Group's expanding pre-loved retail business, which requires specialised technical and product expertise.

To encourage further learning and career development, the Group conducts annual performance appraisals for its employees as part of its performance management system. This ensures that employees are on track in their career development and allows us to assess and align their training needs with business objectives. Performance reviews were not conducted for some employees due to factors such as new hires not yet eligible for review, timing differences between review cycles and start dates, and operational constraints in retail and production environments. In some cases, performance feedback was provided informally but not captured as part of formal review processes.

All new employees are also required to attend an onboarding programme that aims to induct them into the organisational culture and integrate them into the organisation.

The Group has implemented a Labour and Human Rights Policy, which stipulates that all employees and on-site workers are required, without exception, in their personal capacity and in the conduct of business, to:

- Respect and promote the principles set out in Polaris' internal code of conduct;
- Comply with all applicable laws and regulations; and
- Respect and promote labour and human rights, as further described in the policy, which is based on accepted international laws and practices, such as the International Labour Organisation Conventions.

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In addition, all Polaris employees must ensure that they respect labour and human rights in all business relationships, including dealings with suppliers, subcontractors, customers and other partners.

Material Topic	Performance Indicator	FY2025 Target	FY2025 Performance	Target Achievement
Training and Education	Percentage of employees who attend skill development training	10%	32%	Achieved

Moving forward, the Group aims to continue providing employees with opportunities to attend relevant skill development training courses and to set the targets in the table below.

Material Topic	Performance Indicator	Perpetual Target
Training and Education	Percentage of employees who attended skill development training	10%
	Average training hours per employee	2 hours

Occupational Health and Safety

Ensuring the well-being of our employees remains a top priority for the Group. The Group is dedicated to maintaining a safe and healthy workplace environment, continuously enhancing its standards to meet evolving needs. Committed to compliance with Singapore's Workplace Safety and Health Act 2006, the Group has developed comprehensive safety protocols tailored to its premises. These internal guidelines aim to minimise the risk of workplace incidents and hazards. Oversight of health and safety matters lies with the Group's Human Resources department, which conducts regular risk assessments to identify and mitigate potential risks across our business operations.

The Group's safety and risk management protocols undergo periodic reviews to ensure their efficacy and alignment with industry best practices. In the event of workplace accidents, its employees promptly report incidents, triggering thorough investigations by the Group's Human Resource team. Recommendations for corrective actions are then diligently implemented to prevent the recurrence of such incidents. Moreover, the Group's open feedback channels empower employees to communicate directly with their supervisors, highlighting any concerns regarding potential safety hazards or health risks in the workplace. Through this collaborative approach, the Group strive to foster a culture of safety awareness and proactive risk management, promoting the well-being and security of its workforce.

The following presents a comparison of the Group's Occupational Health and Safety performance against its target.

Material Topic	Performance Indicator	Perpetual Target	Target Achievement
Occupational Health and Safety	Number of fatalities as a result of work-related injury	Zero cases of fatalities resulted from work-related injuries	Achieved
	Number of high-consequence work-related injuries	Zero cases of high-consequence injuries	Achieved
	Number of recordable work-related injuries	Zero cases of recordable work-related injuries	Achieved
	Number of fatalities as a result of work-related ill health	Zero cases of Fatalities resulted from work-related ill health	Achieved
	Number of recordable work-related illnesses	Zero cases of recordable work-related illness	Achieved

SUSTAINABILITY REPORT

Local Community

The Group encourages employee participation in community and environmental initiatives, including volunteering, supporting community initiatives, and making charitable donations. The Group is grateful to do its part in serving and contributing to society, thereby improving others' lives. In FY2025, the Group made donations to a local Mosque near its Jakarta office during Eid al-Adha.

Customer Health and Safety

The Group's commitment to delivering quality and safe products to our customers is integral to its core values and long-term business sustainability. The Group prioritise stringent quality control measures to ensure that the products we distribute meet the highest safety and reliability standards. As part of its quality assurance process, the Group evaluate its suppliers to verify compliance with regulatory standards across various aspects of product manufacturing, safety and labelling.

Marketing and Labelling

The Group recognises that fair marketing practices and being transparent can build trust and loyalty among its customers, partners and suppliers. The Group maintain procedures for sourcing pre-owned luxury items from customers, including seller verification, ownership validation, and transaction documentation to ensure legitimacy and traceability.

As the Group deals with finished goods and does not manufacture products, detailed substance-level information is not always available. However, brand, material type (e.g., leather, metal), and product specifications are identified during authentication where applicable.

The Group does not produce or modify products and does not provide end-user instructions, as items are resold to a principal buyer rather than directly to consumers. Disposal instructions are not provided, as the Group does not act as the final distributor to end users. However, the business model supports product reuse, contributing positively to waste reduction and circular economy practices.

The Group has procedures covering, among others, product authentication (anti-counterfeit control), condition grading and disclosure, secure handling and logistics (including export procedures), and compliance with cross-border shipment regulations.

In FY2025, there were no incidents of non-compliance relating to product and service information or labelling.

Supplier Social Assessment

The Group's supplier evaluation process involves assessments of their manufacturing practices, adherence to safety protocols and product labelling accuracy. The Group places paramount importance on selecting suppliers who demonstrate a commitment to quality and uphold the same stringent standards that it holds itself to. By partnering with suppliers prioritising quality and safety, the Group can confidently deliver products that meet or exceed its customers' expectations while maintaining its reputation for excellence in product quality and safety standards. This commitment underscores the Group's dedication to consumer trust and satisfaction while ensuring the long-term sustainability of its business practices.

Supplier Environment Assessment

In FY2025, the Group incorporated environmental considerations into its supplier onboarding process. As part of its commitment to responsible sourcing, new suppliers are screened to ensure they meet basic environmental compliance standards alongside traditional performance metrics. This initial step allows the Group to identify partners who align with its core values of transparency and responsibility. In FY2025, 100% of the 125 new suppliers were screened through this process. The Group remain committed to monitoring these relationships as it continues to mature its supply chain over the coming years.

Material Topic	Performance Indicator	Perpetual Target	Target Achievement
Customer Health and Safety	Number of non-compliances with the health and safety impacts of products	Zero cases of non-compliance with the health and safety impacts of products	Achieved
Marketing and Labelling	Incident of non-compliance concerning product and service information and labelling	Zero incidents of non-compliance concerning product and service information and labelling	Achieved

SUSTAINABILITY REPORT

GOVERNANCE

Anti-Corruption

The Group takes a strong stance against corruption and malpractice in the Group and adheres to a zero-tolerance policy on fraud and unethical conduct (including corruption and bribery).

The Group, having considered and assessed the risks related to fraud, corruption and bribery in respect of its entire operations, has formulated policies to detect, prevent, and provide appropriate avenues to raise concerns on any instances of fraud, corruption or bribery involving employees, shareholders, directors, consultants, vendors, contractors, and/or any other parties with a business relationship with the Company. In accordance with such policies, employees must declare any potential conflict of interest that may arise in the discharge of their duties and must not offer, solicit, or accept, directly or indirectly, any bribes, gifts, or improper payments. Any unsolicited gifts must be declined by our employees and handled in accordance with the Group's policy.

A whistle-blowing process is in place and supported, whereby any concerns or incidents of actual or potential fraud, corruption, or bribery may be raised in confidence to the Chairman of the Board, who may direct them to the Audit and Risk Management Committee of the Company. In the event of reported corruption incidents, an investigation committee commissioned by the Audit and Risk Management Committee may, where required, conduct independent investigations in an appropriate and timely manner. Mitigation and preventive measures will be implemented to improve existing internal controls and policies to prevent recurrence. The investigation committee shall have free and unrestricted access to examine all files, records and premises of the Group. The objective of the whistle-blowing process is to ensure that independent investigations into such matters are conducted and that appropriate follow-up measures are taken.

The Group appreciates the importance of educating its employees on anti-corruption-related matters. The Group's anti-corruption policies and procedures have been communicated to all its Directors, key management personnel, employees and business partners through its policy statements and, where appropriate, the employee handbook.

There were no reported incidents of corruption or public legal cases regarding corruption brought against the Group or any of its employees during the reporting period.

In FY2025, the Group reported zero bribery and corruption cases and will continue striving to maintain zero cases as an ongoing target.

Material Topic	Performance Indicator	Perpetual Target	Target Achievement
Anti-corruption	Number of reported anti-corruption cases	Zero cases of reported anti-corruption	Achieved

Whistle-blowing Policy

The Group, with the Audit and Risk Management Committee's advice, has established a whistle-blowing process and formulated the Group's Whistle-blowing Policy. For more information on the whistle-blowing process, please refer to our Whistle-blowing Policy as described in the Corporate Governance Report section on pages 23 and 24 of AR2025.

In FY2025, the Group reported zero whistle-blowing incidents and remains committed to maintaining this as an ongoing target.

Material Topic	Performance Indicator	Perpetual Target	Target Achievement
Whistle-blowing	Number of reported whistle-blowing cases	Zero cases of reported whistle-blowing	Achieved

Risk Management and Internal Controls

The Company's internal auditors conduct an annual review of the effectiveness of the Company's material internal controls (including financial, operational, compliance and information technology controls) and risk management policies to ensure their adequacy.

Board Diversity

The Board recognises that board diversity is an important element that will better support the Company's achievement of its strategic objectives for sustainable development by enhancing the Board's decision-making through varied perspectives, skills, experiences, genders, ages, knowledge, and professional qualifications. Further details on the breakdown of our Board of Directors by gender and age, please refer to the Corporate Governance Report section on pages 11 and 12 of AR2025.

SUSTAINABILITY REPORT

GRI CONTENT INDEX

Statement of use	Polaris Ltd. has reported the information cited in this GRI content index for FY2025 with reference to the GRI Standards.
GRI 1 used	GRI 1: Foundation 2021

GRI Standard	Disclosure	Location / Reason for omission
General disclosures		
GRI 2: General Disclosures 2021	2-1 Organisational details	Page 5
	2-2 Entities included in the organisation's sustainability reporting	Page 35
	2-3 Reporting period, frequency and contact point	Pages 35 and 36
	2-4 Restatements of information	Page 35
	2-5 External assurance	Page 36
	2-6 Activities, value chain and other business relationships	Page 5
	2-7 Employees	Pages 55 to 58
	2-8 Workers who are not employees	Not applicable
	2-9 Governance structure and composition	Pages 10 and 37
	2-10 Nomination and selection of the highest governance body	Page 13
	2-11 Chair of the highest governance body	Page 12
	2-12 Role of the highest governance body in overseeing the management of impacts	Page 7
	2-13 Delegation of responsibility for managing impacts	Page 8
	2-14 Role of the highest governance body in sustainability reporting	Page 37
	2-15 Conflicts of interest	Page 7
	2-16 Communication of critical concerns	Pages 12, 23, 38 and 39
	2-17 Collective knowledge of the highest governance body	Page 11
	2-18 Evaluation of the performance of the highest governance body	Pages 15 and 16
	2-19 Remuneration policies	Page 17
	2-20 Process to determine remuneration	Page 18
	2-21 Annual total compensation ratio	Page 18
	2-22 Statement on sustainable development strategy	Pages 34 and 42
	2-23 Policy commitments	Page 34
	2-24 Embedding policy commitments	Page 34

SUSTAINABILITY REPORT

GRI Standard	Disclosure	Location / Reason for omission
	2-25 Processes to remediate negative impacts	Pages 38 and 39
	2-26 Mechanisms for seeking advice and raising concerns	Pages 38 and 39
	2-27 Compliance with laws and regulations	Page 34
	2-28 Memberships in associations	Not applicable
	2-29 Approach to stakeholder engagement	Pages 38 and 39
	2-30 Collective bargaining agreements	Page 55
GRI 3: Material Topics 2021	3-1 Process to determine material topics	Page 43
	3-2 List of material topics	Pages 44 to 46
	3-3 Management of material topic	Pages 44 to 46
GRI 201: Economic Performance 2016	201-1 Direct economic value generated and distributed	Page 47
	201-4 Financial assistance received from government	Page 42
GRI 203: Indirect Economic Impacts 2016	203-2 Significant indirect economic impacts	Pages 47 and 48
GRI 205: Anti-corruption 2016	205-1 Operations assessed for risks related to corruption	Page 60
	205-2 Communication and training about anti-corruption policies and procedures	Page 60
	205-3 Confirmed incidents of corruption and actions taken	Page 60
GRI 302: Energy 2016	302-1 Energy consumption within the organisation	Pages 52 and 53
	302-3 Energy intensity	Page 52
GRI 303: Water and Effluents 2018	303-5 Water consumption	Page 54
GRI 305: Emissions 2016	305-1 Direct (Scope 1) GHG emissions	Pages 52 and 53
	305-2 Indirect (Scope 2) GHG emissions	Pages 52 and 53
	305-4 GHG emissions intensity	Page 53
GRI 306: Waste 2020	306-3 Waste generated	Page 54
GRI 308: Supplier Environmental Assessment 2016	308-1 New suppliers that were screened using environmental criteria	Page 59
GRI 401: Employment 2016	401-1 New employee hires and employee turnover	Pages 55 and 56
	401-2 Benefits provided to full-time employees that are not provided to temporary or part-time employees	Page 55
	401-3 Parental leave	Page 57

SUSTAINABILITY REPORT

GRI Standard	Disclosure	Location / Reason for omission
GRI 403: Occupational Health and Safety 2018	403-1 Occupational health and safety management system	Page 58
	403-4 Worker participation, consultation, and communication on occupational health and safety	Page 58
	403-5 Worker training on occupational health and safety	Page 58
	403-6 Promotion of worker health	Page 58
	403-8 Workers covered by an occupational health and safety management system	Page 58
	403-9 Work-related injuries	Page 58
	403-10 Work-related ill health	Page 58
GRI 404: Training and Education 2016	404-1 Average hours of training per year per employee	Pages 57 and 58
	404-2 Programs for upgrading employee skills and transition assistance programs	Pages 57 and 58
	404-3 Percentage of employees receiving regular performance and career development reviews	Pages 57 and 58
GRI 405: Diversity and Equal Opportunity 2016	405-1 Diversity of governance bodies and employees	Pages 11, 12 and 55
GRI 414: Supplier Social Assessment 2016	414-1 New suppliers that were screened using social criteria	Page 59
GRI 413: Local Communities 2016	413-1 Operations with local community engagement, impact assessments, and development programs	Page 59
GRI 416: Customer Health and Safety 2016	416-1 Assessment of the health and safety impacts of product and service categories	Page 59
	416-2 Incidents of non-compliance concerning the health and safety impacts of products and services	Page 59
GRI 417-1: Marketing and Labeling 2016	417-1 Requirements for product and service information and labeling	Page 59
	417-2 Incidents of non-compliance concerning product and service information and labeling	Page 59
GRI 418: Customer Privacy 2016	418-1 Substantiated complaints concerning breaches of customer privacy and losses of customer data	Page 36

DIRECTORS' STATEMENT

For the Financial Year ended 31 December 2025

The directors present their statement to the members, together with the audited consolidated financial statements of Polaris Ltd. (the “**Company**”) and its subsidiaries (collectively, the “**Group**”) for the financial year ended 31 December 2025, and the statement of financial position of the Company as at 31 December 2025.

In the opinion of the directors,

- (a) the consolidated financial statements of the Group and the statement of financial position of the Company are properly drawn up so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 December 2025 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the year then ended; and
- (b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

1 Directors

The directors of the Company in office at the date of this statement are:

Sugiono Wiyono Sugialam	<i>(Executive Director)</i>
Soennerstedt Carl Johan Pontus	<i>(Non-Independent Non-Executive Director)</i>
Chong Eng Wee	<i>(Independent Non-Executive Director and Chairman)</i>
Tay Boon Zhuan	<i>(Independent Non-Executive Director)</i>

2 Arrangements to Enable Directors to Acquire Shares or Debentures

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose objects are, or one of whose objects is, to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

DIRECTORS' STATEMENT

For the Financial Year ended 31 December 2025

3 Directors' Interests in Shares or Debentures

According to the register of directors' shareholdings kept by the Company under section 164 of the Companies Act 1967, the directors of the Company who held office at the end of the financial year ("FY") had no interests in the shares or debentures of the Company and its related corporations except as stated below.

<u>Name of director(s)</u>	<u>Direct interest</u>		<u>Deemed interest</u>	
	At the beginning of FY	At the end of FY	At the beginning of FY	At the end of FY
	<i>No. of ordinary shares '000</i>		<i>No. of ordinary shares '000</i>	
<u>Polaris Ltd.</u> Sugiono Wiyono Sugialam	326,004	326,004	10,469,189	10,469,189

There was no change in any of the above-mentioned interests between the end of the financial year and 21 January 2026.

Except as disclosed in this statement, no director who held office at the end of the financial year had interests in shares or debentures of the Company and its related corporations, either at the beginning of the financial year or at the end of the financial year.

4 Share Options

There were no share options granted during the financial year to subscribe for unissued shares of the Company and/or its subsidiaries.

There were no shares issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company and/or its subsidiaries.

There were no unissued shares of the Company and/or its subsidiaries under option at the end of the financial year.

5 Audit and Risk Management Committee

The Audit and Risk Management Committee ("ARMC") comprises the following directors at the date of this statement:

Tay Boon Zhuan (Chairman)
Chong Eng Wee
Soennerstedt Carl Johan Pontus

DIRECTORS' STATEMENT

For the Financial Year ended 31 December 2025

5 Audit and Risk Management Committee (cont'd)

The ARMC carried out its functions in accordance with Section 201B(5) of the Companies Act 1967, the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited ("SGX-ST") and the Code of Corporate Governance and assists the Board of Directors in the execution of its corporate governance responsibilities within its established terms of reference.

The duties of the ARMC, amongst other things, include:

- (a) review the audit plan of the external auditors of the Company;
- (b) review the external auditors' evaluation of the adequacy of the Company's system of internal accounting controls to the extent of their scope as laid out in their audit plan, their letter to Management and Management's response;
- (c) review the interim and annual financial statements, balance sheet and profit and loss accounts before submission to the Board for approval, focusing particularly on changes in accounting policies and practices, major risk areas, significant adjustments resulting from the audit, and compliance with applicable accounting standards, the Catalist Rules and any other relevant statutory or regulatory requirements;
- (d) review the assurances from the CEO and the Group Financial Controller on the financial records and financial statements;
- (e) review the Group's internal control procedures and the adequacy thereof;
- (f) ensure co-ordination between the external auditors and Management, review the assistance given by Management to the auditors, and discuss any problems and concerns arising from the interim and final audits and any other matters which the auditors may wish to discuss (in the absence of Management, where necessary);
- (g) review and discuss with the external auditors any instance of suspected fraud or irregularity, or suspected infringement of any relevant laws, rules or regulations, which has or is likely to have a material impact on the Group's operating results or financial position, and Management's response;
- (h) review the cost effectiveness, independence and objectivity of the external auditors;
- (i) recommend to the Board the external auditors to be nominated, approve the compensation of the external auditors, and review the scope and results of the audit;
- (j) review interested person transactions (if any) falling within the scope of Chapter 9 of the Catalist Rules;
- (k) review potential conflicts of interest, if any;

DIRECTORS' STATEMENT

For the Financial Year ended 31 December 2025

5 Audit and Risk Management Committee (cont'd)

- (l) undertake such other reviews and projects as may be requested by the Board, and report to the Board its findings from time to time on matters arising and requiring the attention of the ARMC;
- (m) undertake generally such other functions and duties as may be required by applicable legislation, regulations or the Catalist Rules, or by such amendments as may be made thereto from time to time;
- (n) meet with the external auditors, Management and any other person(s) considered appropriate in separate executive sessions to discuss any matters which the ARMC believes should be discussed privately, and establish a practice to meet with the external auditors without the presence of Management at least once annually;
- (o) review the nature and extent of all non-audit services provided by the Group's external auditors, if any, and determine if such services would affect the independence of the external auditors;
- (p) review and report to the Board at least annually the adequacy and effectiveness of the Company's internal controls, including financial, operational, compliance and information technology controls;
- (q) review the significant financial reporting issues and judgements so as to ensure the integrity of the financial statements of the Company and any announcements relating to the Company's financial performance;
- (r) make recommendations to the Board on the proposals to the shareholders on the appointment, re-appointment and removal of the external auditors, and approve the remuneration and terms of engagement of the external auditors; and
- (s) review the effectiveness, independence, scope and results of the external audit and the Company's internal audit function.

The ARMC has undertaken a review of the nature and extent of non-audit services provided by the external auditors and is satisfied that no non-audit services were rendered that would affect the independence and objectivity of the external auditors.

The ARMC has recommended to the Board of Directors that Moore Stephens LLP be nominated for re-appointment as auditors at the forthcoming Annual General Meeting of the Company.

DIRECTORS' STATEMENT

For the Financial Year ended 31 December 2025

5 Audit and Risk Management Committee (cont'd)

Further details regarding the ARMC are disclosed in the Corporate Governance Report included in the Company's Annual Report.

6 Independent Auditors

The auditors, Moore Stephens LLP, public accountants and chartered accountants, have expressed their willingness to accept re-appointment as auditors.

On behalf of the Board of Directors,

.....
Soennerstedt Carl Johan Pontus
Non-Independent Non-Executive Director

.....
Sugiono Wiyono Sugialam
Executive Director

Singapore
13 April 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Polaris Ltd. (Incorporated in Singapore)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Polaris Ltd. (the “**Company**”) and its subsidiaries (collectively 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 2025, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows of the Group for the year then ended, and notes to the financial statements, including a summary of material accounting policy information.

In our opinion, the accompanying consolidated 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 Companies Act 1967 (the “**Act**”) and Singapore Financial Reporting Standards (International) (“**SFRS(I)s**”) so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 December 2025 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the 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 Group in accordance with the Accounting and Corporate Regulatory Authority (“**ACRA**”) Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities (“**ACRA Code**”) as applicable to audits of financial statements of public interest entities, together with the ethical requirements that are relevant to audits of the financial statements of public interest entities in Singapore. 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.

INDEPENDENT AUDITOR'S REPORT

To the Members of Polaris Ltd. (Incorporated in Singapore)

Key Audit Matters

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

Key Audit Matter	How our audit addressed the key audit matter
<p data-bbox="146 510 751 542">Loss allowance for trade and other receivables</p> <p data-bbox="146 577 639 609">We refer to Notes 3(n), 4(b)(i) and 16(a).</p> <p data-bbox="146 645 751 810">As at 31 December 2025, the carrying amount of the Group's trade and other receivables amounted to S\$1,329,000 and S\$702,000, respectively, after expected credit loss allowances of S\$766,000 had been recognised.</p> <p data-bbox="146 846 751 1317">The Group determines the expected credit loss ("ECL") of trade and other receivables by making debtor-specific assessments of expected impairment losses for overdue trade and other receivables and uses a provision matrix for the remaining trade and other receivables that is based on the Group's historical observed default rates and customers' ability to pay, adjusted with forward-looking information. The assessment of the correlation between historical observed default rates, forecast economic conditions and expected credit losses requires the management to exercise significant judgement. Accordingly, we determined this as a key audit matter.</p>	<p data-bbox="774 510 948 542">Our response</p> <p data-bbox="774 577 1426 676">We obtained an understanding of the credit policy of the Group and evaluated the process for monitoring of trade and other receivables.</p> <p data-bbox="774 712 1426 913">We reviewed the Group's control over the receivables collection processes, analysed the ageing of trade and other receivables and reviewed the Group's loss allowance against trade and other receivables and its disclosures about the degree of estimation involved in arriving at the expected credit loss.</p> <p data-bbox="774 949 1426 1182">We have checked the supportable information that is available and relevant to management's estimation of expected credit loss, which includes both qualitative and quantitative information and analysis, based on the Group's and the Company's historical experience and informed credit assessment, including forward-looking information.</p> <p data-bbox="774 1218 938 1249">Our findings</p> <p data-bbox="774 1285 1426 1384">Based on our audit procedures, we found management's assessment of the ECL to be reasonable and the disclosures to be appropriate.</p>

INDEPENDENT AUDITOR'S REPORT

To the Members of Polaris Ltd. (Incorporated in Singapore)

Key Audit Matters (cont'd)

Key Audit Matter	How our audit addressed the key audit matter
<p>Loss allowance for inventories</p> <p>We refer to Notes 3(s), 4(b)(ii) and 18.</p> <p>As at 31 December 2025, the carrying amount of the Group's inventories amounted to S\$543,000 after an allowance for obsolete stocks of S\$50,000.</p> <p>Inventories are stated at the lower of cost and net realisable value. Reviews are made periodically by management for excess inventories, obsolescence and decline in net realisable value below cost. This assessment requires the exercise of significant judgement as the allowances are made based on historical obsolescence and slow-moving history. Key factors considered include the nature of the inventory, its ageing, shelf life and turnover rate.</p>	<p>Our response</p> <p>We designed and performed the following key procedures, amongst others:</p> <ol style="list-style-type: none">i. We checked and analysed the ageing of the inventories and reviewed the historical trend on whether there were significant inventories written off or reversal of the allowances for inventories obsolescence.ii. We evaluated management's process in determining the write-down of inventory, taking into consideration inventory ageing, physical condition of the inventories and past and expected future sales.iii. We evaluated and tested management's assessment of inventories to state them at the lower of cost and net realisable value. <p>Our findings</p> <p>Based on our audit procedures, we found the estimates used by management in deriving the write-down for inventory obsolescence to be within a reasonable range.</p>

Other information

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon.

INDEPENDENT AUDITOR'S REPORT

To the Members of Polaris Ltd. (Incorporated in Singapore)

Other information (cont'd)

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

In connection with our audit of the financial statements, our responsibility is to read the other information 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 the provisions of the Act and 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 Responsibility 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 it 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 that of one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

INDEPENDENT AUDITOR'S REPORT

To the Members of Polaris Ltd. (Incorporated in Singapore)

Auditor's Responsibility for the Audit of the Financial Statements (cont'd)

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also: (cont'd)

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit, significant audit findings and 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.

Based on the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

INDEPENDENT AUDITOR'S REPORT

To the Members of Polaris Ltd. (Incorporated in Singapore)

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company and by those subsidiary corporations incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditor's report is Mr. Christopher Bruce Johnson.

Moore Stephens LLP
Public Accountants and

Chartered Accountants

Singapore

13 April 2026

CONSOLIDATED STATEMENT OF **COMPREHENSIVE INCOME**

For the Financial Year ended 31 December 2025

	<u>Note</u>	Group	
		<u>2025</u> S\$'000	<u>2024</u> S\$'000
Revenue	5	25,320	23,499
Cost of sales		(21,998)	(20,420)
Gross profit		<u>3,322</u>	<u>3,079</u>
Other items of income:			
Other income	6	1,298	208
Other items of expense:			
Marketing and distribution		(770)	(672)
Administrative expenses		(3,937)	(3,995)
Finance costs	7	(122)	(115)
Other expenses	8	(518)	(437)
Impairment loss on other receivables	16	(720)	-
Impairment loss on intangible asset	17	-	(165)
Loss before income tax	9	<u>(1,447)</u>	<u>(2,097)</u>
Income tax credit	10	5	25
Loss for the year		<u>(1,442)</u>	<u>(2,072)</u>
Attributable to:			
Equity holders of the Company		(1,054)	(1,882)
Non-controlling interests	24	(388)	(190)
Total loss for the year		<u>(1,442)</u>	<u>(2,072)</u>
Other comprehensive loss, net of tax:			
<i>Items that may be reclassified subsequently to profit or loss:</i>			
Exchange differences on translation		(125)	(86)
Other comprehensive loss for the year		<u>(125)</u>	<u>(86)</u>
Total comprehensive loss for the year		<u>(1,567)</u>	<u>(2,158)</u>
Attributable to:			
Equity holders of the Company		(1,047)	(1,968)
Non-controlling interests	24	(520)	(190)
Total comprehensive loss for the year		<u>(1,567)</u>	<u>(2,158)</u>
Loss per share attributable to equity holders of the Company:			
Basic and diluted (cents per share)	11	<u>(0.006)</u>	<u>(0.011)</u>

The accompanying notes form an integral part of these financial statements

STATEMENTS OF FINANCIAL POSITION

As at 31 December 2025

	<u>Note</u>	Group		Company	
		<u>2025</u> S\$'000	<u>2024</u> S\$'000	<u>2025</u> S\$'000	<u>2024</u> S\$'000
ASSETS					
Non-Current Assets					
Property, plant and equipment	12	1,058	3,332	839	3,058
Investments in subsidiaries	13	-	-	71	71
Deferred tax assets	15	62	48	-	-
		<u>1,120</u>	<u>3,380</u>	<u>910</u>	<u>3,129</u>
Current Assets					
Trade and other receivables	16	2,031	2,651	2	75
Intangible asset	17	-	-	-	-
Inventories	18	543	736	-	-
Prepayments		177	148	4	8
Cash and bank balances	19	924	801	121	25
		<u>3,675</u>	<u>4,336</u>	<u>127</u>	<u>108</u>
Total Assets		<u>4,795</u>	<u>7,716</u>	<u>1,037</u>	<u>3,237</u>

The accompanying notes form an integral part of these financial statements

STATEMENTS OF FINANCIAL POSITION

As at 31 December 2025

(cont'd)

	Note	Group		Company	
		2025 S\$'000	2024 S\$'000	2025 S\$'000	2024 S\$'000
LIABILITIES AND EQUITY					
Current Liabilities					
Loans and borrowings	20	81	441	81	441
Trade and other payables	21	821	640	130	215
Other liabilities	22	446	410	210	177
Tax payable		10	27	-	-
		<u>1,358</u>	<u>1,518</u>	<u>421</u>	<u>833</u>
Non-Current Liabilities					
Loans and borrowings	20	420	1,790	420	1,790
Retirement benefit liabilities		245	171	-	-
		<u>665</u>	<u>1,961</u>	<u>420</u>	<u>1,790</u>
Total Liabilities		<u>2,023</u>	<u>3,479</u>	<u>841</u>	<u>2,623</u>
Equity Attributable to Equity Holders of the Company					
Share capital	23(a)	4,491	4,491	4,491	4,491
Foreign currency translation reserve	23(b)	(636)	(643)	-	-
Retained earnings/(accumulated losses)		551	1,605	(4,295)	(3,877)
		<u>4,406</u>	<u>5,453</u>	<u>196</u>	<u>614</u>
Non-controlling interests	24	(1,634)	(1,216)	-	-
Total Equity		<u>2,772</u>	<u>4,237</u>	<u>196</u>	<u>614</u>
Total Liabilities and Equity		<u>4,795</u>	<u>7,716</u>	<u>1,037</u>	<u>3,237</u>

The accompanying notes form an integral part of these financial statements

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the Financial Year ended 31 December 2025

	Attributable to equity holders of the Company					
	Share capital S\$'000	Foreign currency translation reserve S\$'000	Retained earnings S\$'000	Total S\$'000	Non- controlling interests S\$'000	Total S\$'000
Group						
Balance at 1 January 2025	4,491	(643)	1,605	5,453	(1,216)	4,237
Loss for the year	-	-	(1,054)	(1,054)	(388)	(1,442)
Other comprehensive loss	-	7	-	7	(132)	(125)
Total comprehensive loss for the year	-	7	(1,054)	(1,047)	(520)	(1,567)
Recognition of non-controlling interests during the year (Note 24)	-	-	-	-	102	102
Balance at 31 December 2025	4,491	(636)	551	4,406	(1,634)	2,772

The accompanying notes form an integral part of these financial statements

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the Financial Year ended 31 December 2025

	←	Attributable to equity holders of the Company				→
	Share capital S\$'000	Foreign currency translation reserve S\$'000	(Accumulated losses)/retained earnings S\$'000	Non- controlling interests S\$'000	Total S\$'000	Total S\$'000
Group						
Balance at 1 January 2024	402,747	(557)	(394,769)	(1,026)	7,421	6,395
Loss for the year	-	-	(1,882)	(190)	(1,882)	(2,072)
Other comprehensive loss	-	(86)	-	-	(86)	(86)
Total comprehensive loss for the year	-	(86)	(1,882)	(190)	(1,968)	(2,158)
Capital reduction (Note 23)	(398,256)	-	398,256	-	-	-
Balance at 31 December 2024	4,491	(643)	1,605	(1,216)	5,453	4,237

The accompanying notes form an integral part of these financial statements

CONSOLIDATED STATEMENT OF CASH FLOWS

For the Financial Year ended 31 December 2025

	Group	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Cash Flows from Operating Activities		
Loss before income tax	(1,447)	(2,097)
Adjustments for:		
Depreciation of property, plant and equipment	258	472
Impairment loss on other receivables	720	-
Impairment loss on intangible assets	-	165
Finance costs	122	115
Reversal of write-down on inventories	-	(18)
Inventories written down	97	-
Expected credit losses on receivables	5	7
Bad debt write-off	11	64
Gain from disposal of fixed asset	(1,178)	-
Unrealised exchange gain	10	(101)
Operating cash flows before changes in working capital	<u>(1,402)</u>	<u>(1,393)</u>
Changes in working capital:		
Inventories	96	668
Trade and other receivables	(116)	(241)
Prepayments	(29)	189
Trade and other payables	181	(75)
Other liabilities	110	(135)
Cash flows used in operations	<u>(1,160)</u>	<u>(987)</u>
Finance cost paid	(122)	(88)
Income taxes paid	(26)	-
Net cash flows used in operating activities	<u>(1,308)</u>	<u>(1,075)</u>
Cash Flows from Investing Activities		
Purchase of property, plant and equipment	(144)	(62)
Proceeds from disposal of fixed asset	3,305	-
Net cash flows generated from/(used in) investing activities	<u>3,161</u>	<u>(62)</u>
Cash Flows from Financing Activities		
Repayments of bank loans	(1,730)	(429)
Principal payment of lease liabilities	-	(47)
Net cash flows used in financing activities	<u>(1,730)</u>	<u>(476)</u>
Net increase/(decrease) in cash and cash equivalents	123	(1,613)
Cash and cash equivalents at the beginning of the year	<u>801</u>	<u>2,414</u>
Cash and cash equivalents at the end of the year (Note 19)	<u>924</u>	<u>801</u>

The accompanying notes form an integral part of these financial statements

CONSOLIDATED STATEMENT OF CASH FLOWS

For the Financial Year ended 31 December 2025

(cont'd)

The reconciliation of movements in liabilities to cash flows from financing activities is presented below.

	1 January S\$'000	Cash Flow (Repayments) S\$'000	31 December S\$'000
Group			
<u>2025</u>			
Bank loans	2,231	(1,730)	501
<u>2024</u>			
Bank loans	2,660	(429)	2,231
Lease liabilities	47	(47)	-
	<u>2,707</u>	<u>(476)</u>	<u>2,231</u>

The accompanying notes form an integral part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

These notes form an integral part of the financial statements and should be read in conjunction with them.

1 General

Polaris Ltd. (the “**Company**”) is a public limited liability company incorporated and domiciled in Singapore and is listed on the Catalist of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”). The Company’s registered office and principal place of business is at 81 Ubi Avenue 4, #03-13, UB. One, Singapore 408830.

The principal activity of the Company is that of investment holding. The principal activities of the subsidiaries are set out in Note 13.

The consolidated financial statements of the Group and the statement of financial position of the Company for the financial year ended 31 December 2025 were approved and authorised for issue in accordance with a resolution of the directors on the date of the Directors’ Statement.

2 Application of Singapore Financial Reporting Standards (International) (“SFRS(I)s”)

(a) Application of New and Revised Standards and Interpretations

The accounting policies adopted are consistent with those of the previous financial year, except that in the current year, the Group has adopted all the new and revised SFRS(I)s issued that are relevant to its operations and effective for annual periods beginning on 1 January 2025. The adoption of these new and revised SFRS(I)s has had no material financial impact on the financial performance and financial position of the Group and the Company.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

2 Application of Singapore Financial Reporting Standards (International) (“SFRS(I)s”) (cont’d)

(b) New and Revised Standards Issued but Not Yet Effective

As at the date of these financial statements, the Group has not adopted the following standards that have been issued but are not yet effective:

Description	Effective Date (Annual periods beginning on or after)
Amendments to SFRS(I) 9 and SFRS(I) 7: Amendments to the Classification and Measurement of Financial Instruments	1 January 2026
Amendments to SFRS(I) 9 and SFRS(I) 7: Contracts Referencing Nature-dependent Electricity	1 January 2026
Annual Improvements to SFRS(I)s – Volume 11	1 January 2026
SFRS(I) 18: Presentation and Disclosure in Financial Statements	1 January 2027
SFRS(I) 19: Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to SFRS(I) 10 and SFRS(I) 1-28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred indefinitely, early application is still permitted

SFRS(I) 18: Presentation and Disclosure in Financial Statements

This standard will replace SFRS(I) 1-1, *Presentation of Financial Statements*. Whilst many of the requirements will remain consistent, the new standard will have impacts on the presentation of the Consolidated Statement of Comprehensive Income and consequential impacts on the Consolidated Statement of Cash Flows. It will also require the disclosure of the non-FRS management performance measures and may impact the level of aggregation and disaggregation throughout the primary financial statements and the notes.

An entity is required to apply SFRS(I) 18 for annual reporting periods beginning on or after 1 January 2027. Earlier application is permitted. SFRS(I) 18 requires retrospective application with specific transition provisions.

Other than the above, the directors do not expect any material impact from the application of these standards.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies

(a) Basis of Preparation

The consolidated financial statements of the Group and the statement of financial position of the Company have been prepared in accordance with the provisions of the Companies Act 1967 (the “Act”) and Singapore Financial Reporting Standards (International) (“SFRS(I”). The financial statements have been prepared on the historical cost basis, except as disclosed in the accounting policies below.

(b) Group Accounting

i. Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above. When the Company has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally.

Goodwill on acquisitions of subsidiaries and businesses, represents the excess of the sum of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previously-held equity interest in the acquiree over the fair value of the fair value of the investee’s identifiable net assets acquired. Goodwill on acquisitions of subsidiaries is initially measured at cost. Following initial recognition, goodwill is measured at cost less any accumulated impairment loss. Gains and losses on the disposal of subsidiaries include the carrying amount of goodwill relating to the entity sold.

The Group applies the acquisition method to account for business combinations when the acquired set of activities and assets meets the definition of a business and control is transferred to the Group. In determining whether an integrated set of activities and assets is a business, the Group assesses whether the set of assets and activities acquired includes, at a minimum, an input and substantive process that together significantly contribute to the ability to create output. A business can exist without including all of the inputs and processes needed to create output. The Group has an option to apply a ‘fair value concentration test’ that permits a simplified assessment of whether an acquired set of activities and assets is not a business. The concentration test can be applied on a transaction-by-transaction basis. The optional concentration test is met if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar identifiable assets. If the test is met, the set of activities and assets is determined not to be a business and no further assessment is needed. If the test is not met, or if the Group elects not to apply the test, a detailed assessment must be performed applying the normal requirements in SFRS(I) 3.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(b) Group Accounting (cont'd)

i. Subsidiaries (cont'd)

The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measurement are recognised in profit or loss.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability are recognised in profit or loss. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

If the total of consideration transferred, non-controlling interest recognised and previously-held interest measured is less than the fair value of the net assets of the subsidiary acquired, as in the case of a bargain purchase, the difference is recognised directly in the income statement.

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment indicator of the transferred assets. When necessary, amounts reported by subsidiaries have been adjusted to conform with the Group's accounting policies.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(b) Group Accounting (cont'd)

i. Subsidiaries (cont'd)

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions – that is, as transactions with the owners in their capacity as owners. The difference between the fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals of interests in subsidiaries to non-controlling interests without loss of control are also recorded in equity.

When the Group loses control of a subsidiary, it:

- derecognises the assets (including any goodwill) and liabilities of the subsidiary at their carrying amounts at the date when control is lost;
- derecognises the carrying amount of any non-controlling interest (including any components of other comprehensive income attributable to them);
- recognises the fair value of the consideration received;
- recognises the fair value of any investment retained in the former subsidiary at its fair value;
- re-classifies the Group's share of components previously recognised in other comprehensive income to profit or loss or accumulated losses, as appropriate; and
- recognises any resulting difference in profit or loss.

ii. Joint operation

A joint operation is a joint arrangement in which the parties that have joint control of the arrangement have rights to the assets and obligations for the liabilities, relating to the arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The Group recognises, in relation to its interest in a joint operation:

- its assets, including its share of any assets held jointly;
- its liabilities, including its share of any liabilities incurred jointly;
- its revenue from the sale of its share of the output arising from the joint operation;
- its share of the revenue from the sale of the output by the joint operation; and
- its expenses, including its share of any expenses incurred jointly.

The Group accounts for the assets, liabilities, revenues and expenses relating to its interest in a joint operation in accordance with the accounting policies applicable to those assets, liabilities, revenues and expenses.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(b) Group Accounting (cont'd)

ii. Joint operation (cont'd)

When the Group enters into a transaction involving a sale or contribution of assets with a joint operation, the Group recognises gains and losses resulting from such a transaction only to the extent of the interests held by the other parties to the joint operation. The Group recognises the full amount of any loss when the sale or contribution of assets provides evidence of a reduction in the net realisable value, or an impairment loss, of those assets.

When the Group enters into a transaction involving the purchase of assets from a joint operation, the Group does not recognise its share of the gains and losses until it resells the assets to a third party, except for losses that are evidence of a reduction in net realisable value or an impairment loss on those assets.

(c) Investments in Subsidiaries

Investments in subsidiaries are carried at cost less accumulated impairment losses in the statement of financial position of the Company.

On disposal of investments in subsidiaries, the difference between the net disposal proceeds and the carrying amount of the investments is recognised in profit or loss.

(d) Intangible Assets

Intangible assets acquired separately are measured initially at cost. Intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets with finite useful lives are amortised over the estimated useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and method are reviewed at least once at each financial year-end.

Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates.

The amortisation expense on intangible assets with finite lives is recognised in profit or loss in the expense category consistent with the function of the intangible asset.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the intangible asset and are recognised in profit or loss when the intangible asset is derecognised.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(e) 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 good or service to the customer, which is when the customer obtains control of the good 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.

i. Pre-loved luxury goods sales

Revenue from the pre-loved luxury goods sales is recognised when control of the products has transferred, which is when the goods are delivered to the customer, the customer has full discretion over the manner of distribution and price to sell the goods, and there is no unfulfilled obligation that could affect the customer's acceptance of the goods. Delivery occurs when the goods have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the goods in accordance with the sales contract, the acceptance provisions have lapsed, or the Group has the objective evidence that all criteria for acceptance have been satisfied. A receivable is recognised when the goods are delivered, as this represents the point in time at which the right to consideration is unconditional, since only the passage of time is required before the payment is due.

ii. Consumer electronics sales

The Group sells electronics and related products. Revenue from the retail sale of electronics (including mobile handsets and accessories) and related products is recognised when control of the goods has transferred, being at the point at which the customer purchases the goods at the retail outlet. Payment of the transaction price is due immediately at the point the customer purchases the goods.

iii. Customer services

The Group provides after-market services to end consumers for equipment repairs and technical services. Revenue from customer services is recognised at a point in time when the services are rendered. Payment of the transaction price is due immediately at the point the customer acknowledges the completion of the services.

iv. Green protein sales

The Group operates in the green protein business, engaging in the cultivation and sale of black soldier fly (*Hermetia Illucens*) (“**BSF**”) larvae (“**BSFL**”) and its derivative products. Revenue is recognised when control of the goods has transferred, being at the point at which the customer's goods are delivered to the customer. Payment of the transaction price is due immediately at the point the customer purchases the goods.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(f) Government Grants

Grants from the government are recognised as receivable at their fair value when there is reasonable assurance that the Group will comply with the conditions attached to them and that the grants will be received. Government grants receivable are recognised as income over the periods necessary to match them with the related costs which they are intended to compensate, on a systematic basis. Government grants relating to expenses are shown separately under other income.

(g) Leases

i. When the Group is the lessee

At the inception of the contract, the Group assesses if the contract contains a lease. A contract contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Reassessment is only required when the terms and conditions of the contract are changed.

The Group recognises right-of-use assets and lease liabilities at the date on which the underlying assets become 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 dates, plus any initial direct costs incurred and an estimate of restoration costs, less any lease incentives 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.

Right-of-use assets are subsequently depreciated using the straight-line method from the commencement dates to the earlier of the end of the useful lives of the right-of-use assets or the end of the lease terms. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use assets are periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the corresponding lease liabilities. The Group presents its right-of-use assets (except for those that meet the definition of an investment property) in "Property, plant and equipment" and lease liabilities in "Loans and borrowings" in the consolidated statement of financial position.

The initial measurement of lease liabilities 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 uses its incremental borrowing rate.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(g) Leases (cont'd)

i. When the Group is the lessee (cont'd)

Lease payments included in the measurement of the lease liability comprise the following:

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

Lease liabilities are measured at amortised cost, and are 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 the lease extension and termination options;
- There is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee; or
- There is a modification to the lease term.

When lease liabilities are remeasured, corresponding adjustments are made against the right-of-use assets. If the carrying amounts of the right-of-use assets have been reduced to zero, the adjustments are recorded in profit or loss. The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have lease terms of 12 months or less, as well as leases of low-value assets, except in the case of sub-lease arrangements. Lease payments relating to these leases are expensed to profit or loss on a straight-line basis over the lease term.

Variable lease payments that are based on an index or a rate are included in the measurement of the corresponding right-of-use assets and lease liabilities. Other variable lease payments are recognised in profit or loss when incurred.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(g) Leases (cont'd)

ii. When the Group is the lessor

Each lease in which the Group acts as a lessor is classified as either an operating or a finance lease at lease inception. Leases that transfer substantially all of the risks and rewards incidental to ownership of the underlying assets are classified as finance leases. Other leases are classified as operating leases.

Lessor - operating leases

Leases of investment properties where the Group retains substantially all risks and rewards incidental to ownership are classified as operating leases. Rental income from operating leases (net of any incentives given to the lessees) is recognised in income on a straight-line basis over the lease term. Initial direct costs incurred by the Group in negotiating and arranging operating leases are added to the carrying amount of the leased assets 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.

(h) Foreign Currencies

i. Functional and presentation currency

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

For the purposes of the consolidated financial statements, the results and financial position of each entity in the Group are expressed in Singapore Dollars (“S\$”), which is the functional currency of the Company and the presentation currency for the consolidated financial statements.

All values are rounded to the nearest thousand (S\$'000) except when otherwise indicated.

ii. Transactions and balances

In preparing the financial statements of each individual entity, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions.

At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Currency translation 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.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(h) Foreign Currencies (cont'd)

ii. *Transactions and balances (cont'd)*

Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

iii. *Translation of the Group entities' financial statements*

The results and financial position of all the Group entities that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities are translated at the closing exchange rates at the reporting date;
- income and expenses are translated at average exchange rates (unless the average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated using the exchange rates at the dates of the transactions); and
- all resulting currency translation differences are recognised in other comprehensive income and accumulated in the foreign currency translation reserve.

On the disposal of a foreign operation (i.e. a disposal of the Group's entire interest in a foreign operation, or a disposal involving loss of control over a subsidiary that includes a foreign operation, or a partial disposal of an interest in a joint arrangement or an associate that includes a foreign operation of which the retained interest becomes a financial asset), all of the exchange differences accumulated in equity in respect of that operation attributable to the owners of the Company are reclassified to profit or loss.

In addition, in relation to a partial disposal of a subsidiary that includes a foreign operation that does not result in the Group losing control over the subsidiary, the proportionate share of accumulated exchange differences is re-attributed to non-controlling interests and is recognised in profit or loss. For all other partial disposals (i.e. partial disposals of associates or joint arrangements that do not result in the Group losing significant influence or joint control), the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

Fair value adjustments to identifiable assets acquired and liabilities assumed through the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the rate of exchange prevailing at the end of each reporting period. Exchange differences arising are recognised in other comprehensive income.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(i) Borrowing Costs

All borrowing costs are recognised in profit or loss in the period in which they are incurred.

(j) Employee Benefits

Employee benefits are recognised as an expense in profit or loss, unless the cost qualifies to be recognised as an asset.

i. 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.

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

ii. Employee leave entitlement

Employee entitlements to annual leave are recognised as a liability when they accrue to employees. A provision for the estimated liability for annual leave is recognised for services rendered by employees up to the reporting date.

(k) Income Tax

Income tax expense represents the sum of the tax currently payable and deferred tax.

i. Current tax

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 end of the reporting date. The Group periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations are subject to interpretation. It establishes provisions, where appropriate, on the basis of amounts expected to be paid to the tax authorities.

ii. Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(k) Income Tax (cont'd)

ii. *Deferred tax* (cont'd)

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

Such deferred tax assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. In assessing the recoverability of deferred tax assets, the Group uses the same forecast assumptions used elsewhere in the financial statements, which reflect the potential impact of climate-related development on the business.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

The Group recognises a previously unrecognised deferred tax asset to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(k) Income Tax (cont'd)

iii. Current and deferred tax for the period

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively. Where the current and deferred tax arises from the initial accounting for a business combination, the tax effect is taken into account in the accounting for the business combination.

(l) Property, Plant and Equipment

i. Measurement

All items of property, plant and equipment are initially recognised at cost and subsequently carried at cost less accumulated depreciation and accumulated impairment losses.

The cost includes its purchase price and any costs 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. Dismantlement, removal or restoration costs are included as part of the cost if the obligation for dismantlement, removal or restoration is incurred as a consequence of acquiring or using the property, plant and equipment.

ii. Depreciation

Depreciation is recognised so as to write off the cost less their residual values over their useful lives, using the straight-line method.

The following useful lives are used in the calculation of depreciation:

Commercial properties	30 years
Furniture, fixtures and renovation	3 to 5 years
Office equipment and computers	3 to 5 years
Retail outlet	3 years
Leasehold property	3 years
Motor vehicles	2 years

The carrying amounts of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The residual value, useful life and depreciation method are reviewed at each financial year and adjusted as appropriate at each reporting date. The effects of any revision are recognised in profit or loss when the changes arise.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(l) Property, Plant and Equipment (cont'd)

iii. Subsequent expenditure

Subsequent expenditure related to property, plant and equipment that has 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 Group and the cost can be measured reliably. All other repair and maintenance expenses are recognised in profit or loss when incurred.

iv. Disposal

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal.

The gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

(m) Impairment of Non-Financial Assets

Other non-financial assets

Non-financial assets are tested for impairment whenever there is any indication that these assets may be impaired.

At the end of each reporting period, the Group reviews the carrying amounts of its non-financial assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any), on an individual asset.

Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units; otherwise, they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(m) Impairment of Non-Financial Assets (cont'd)

Other non-financial assets (cont'd)

The difference between the carrying amount and recoverable amount is recognised as an impairment loss in profit or loss.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

(n) Financial Assets

Classification

i. Debt instruments

Financial assets that are debt instruments comprise mainly of cash and cash equivalents, trade and other receivables and investments in debt securities. The Group classifies these assets into categories based on the Group's business model for managing them and their contractual cash flow characteristics.

- Financial Assets measured at Amortised Cost (“AC”) comprise of assets that are held within a business model whose objective is to hold those assets for collection of contractual cash flows, and those contractual cash flows represent solely payments of principal and interest.
- Financial Assets measured at Fair Value through Other Comprehensive Income (“FVOCI”) comprise of assets that are held within a business model whose objective is achieved by both collecting contractual cash flows and selling those assets, and those contractual cash flows represent solely payments of principal and interest.
- Financial Assets measured at Fair Value through Profit and Loss (“FVPL”) comprise of assets that do not qualify for AC and FVOCI. Assets that would otherwise qualify for AC or FVOCI may also be designated as FVPL upon initial recognition, if such designation eliminates or significantly reduces a measurement or recognition inconsistency that arises from measuring assets and liabilities on an inconsistent basis.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(n) Financial Assets (cont'd)

Classification (cont'd)

ii. Equity instruments

Financial assets that are equity instruments comprise mainly of investments in equity securities. The Group classifies these assets as FVPL, except for those that the Group has designated as FVOCI. The FVOCI designation is irrevocable and is not permitted for held-for-trading financial assets and financial assets that represent contingent consideration in a business combination.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition, it is part of a portfolio of identified financial instruments that the Group manages together and has evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument).

Initial measurement

Trade receivables that do not contain a significant financing component are initially recognised at their transaction price. Other financial assets are initially recognised at fair value, plus, for financial assets that are not at FVPL, transaction costs that are directly attributable to their acquisition.

Transaction costs of financial assets at FVPL are expensed in profit and loss.

Subsequent measurement

i. Debt instruments

Amortised Cost

These assets are subsequently measured at amortised cost using the effective interest method unless they are part of a designated hedging relationship. Impairment losses and reversals, interest income, and foreign exchange gains and losses (except where designated as a hedging instrument) on such assets are recognised in profit and loss. Interest income is based on the effective interest method, which allocates interest income over the life of the financial asset based on an effective interest rate that discounts estimated future cash receipts to its gross carrying amount.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(n) Financial Assets (cont'd)

Classification (cont'd)

Subsequent measurement (cont'd)

i. Debt instruments (cont'd)

FVOCI

These assets are subsequently measured at fair value. Impairment losses and reversals, interest income based on the effective interest method, and foreign exchange gains and losses (except where designated as a hedging instrument) on such assets are recognised in profit and loss. Any remaining fair value movements are recorded in OCI.

FVPL

These assets are subsequently measured at fair value. All fair value movements are recorded in profit and loss.

ii. Equity instruments

Subsequent to initial recognition, all equity investments are measured at fair value. Changes in the fair value of FVPL equity investments are recognised in profit and loss, while changes in the fair value of FVOCI equity investments are recognised in other comprehensive income. All dividend income is recognised in profit and loss, except for dividends from FVOCI equity investments that clearly represent a recovery of the cost of investment.

Impairment

At each reporting date, the Group assesses expected credit losses (“ECL”) on the following financial instruments:

- Financial assets that are debt instruments measured at AC and FVOCI;
- Contract assets (as defined in SFRS(I) 15); and
- Financial guarantee contracts.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(n) Financial Assets (cont'd)

Impairment (cont'd)

ECL is a probability-weighted estimate of credit losses. Credit losses are measured at the present value of all shortfalls between the cash flows due to the Group in accordance with contractual terms, and the cash flows that the Group actually expects to receive. ECL is discounted at the effective interest rate of the financial asset. The Group records allowances on financial assets based on either the:

- 12-month ECL – representing the ECL that results from default events that are possible within the 12 months after the reporting date (or the expected life of the instrument if shorter); or
- Lifetime ECL – representing the ECL that results from all possible default events over the expected life of the contract.

Simplified approach – Trade receivables

For all trade receivables, the Group adopts a simplified approach whereby an allowance for lifetime ECL is assessed upon initial recognition. The Group estimates lifetime ECL using a provision matrix based on historical credit loss experience, adjusted for various factors including debtor-specific factors, forward-looking information such as industry and economic forecasts, and others as appropriate.

General approach – All other financial instruments on which ECL assessment is required

For all other financial instruments on which ECL is assessed, an allowance for 12-month ECL is recorded upon initial recognition. The allowance is increased to lifetime ECL if the credit risk at each reporting date has increased significantly as compared to the credit risk at initial recognition. In assessing whether the credit risk of a financial instrument has increased significantly since initial recognition, the Group considers all reasonable and supportable information that is relevant and available without undue cost or effort, including both historical credit experience and forward-looking information and climate-related risks.

The Group regards the following as events of default:

- Events that make it unlikely for the borrower to repay in full unless the Group undertakes actions to recover the asset (e.g. by exercising rights over collateral or other credit enhancements); or
- The financial instrument has become overdue in excess of 1 year.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(n) Financial Assets (cont'd)

Impairment (cont'd)

Credit-impaired financial instruments

At each reporting date, the Group assesses whether a financial instrument on which ECL assessment is required has become credit-impaired. This is the case when one or more events have occurred that are considered to be detrimental to the estimated future cash flows of the instrument. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- significant financial difficulty of the borrower;
- a breach of contract, such as a default or past due event (e.g. being more than 90 days past due);
- other lenders granting concessions (such as loan restructurings) to the borrower due to economic or contractual reasons, that would not have been considered in the absence of the borrower's financial difficulty;
- increasing likelihood that the borrower will enter bankruptcy or other financial re-organisation; and
- the disappearance of an active market for the borrower's securities due to financial difficulties.

For credit-impaired financial assets, interest income is determined by applying the effective interest rate to the net carrying amount of the financial asset (after deduction of the ECL allowance).

Write-off policy

The Group writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery, such as when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit and loss.

Recognition and derecognition

Financial assets are recognised when, and only when, the Group becomes a party to its contractual provisions. All regular way purchases and sales of financial assets are recognised on trade-date, which is the date on which the Group commits to purchase or sell the asset.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(n) Financial Assets (cont'd)

Recognition and derecognition (cont'd)

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset that is a debt instrument, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit and loss. In addition, for a financial asset that is a debt instrument at FVOCI, the cumulative gain or loss previously accumulated in the fair value adjustment reserve is reclassified to profit and loss.

On derecognition of an equity investment at FVPL, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit and loss. For equity investments at FVOCI, this difference is instead recognised directly in equity as part of accumulated losses. Cumulative gains and losses previously accumulated in equity are also transferred directly to accumulated losses upon derecognition of FVOCI equity investments.

(o) Offsetting of Financial Assets and Financial Liabilities

Financial assets and financial liabilities are offset and the net amount is presented in the combined statement of financial position, when and only when there is a currently enforceable legal right to set off the recognised amounts, and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

(p) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(p) Provisions (cont'd)

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

(q) Financial Liabilities

i. Financial liabilities

The Group recognises financial liabilities on its statement of financial position when, and only when, the entity becomes a party to the contractual provisions of the instruments.

Financial liabilities are recognised initially at fair value plus transaction costs that are directly attributable to the acquisition or issue of the financial liability. All financial liabilities are subsequently measured at amortised cost using the effective interest method.

Borrowings are initially recognised at fair value (net of transaction costs) and subsequently carried at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings using the effective interest method.

A financial liability is classified as non-current if the Group has the right to defer settlement for at least twelve months after the reporting period. This right must exist and be substantive as of the reporting date.

ii. Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled, or have expired. The difference between the carrying amount of a financial liability that has been derecognised and the consideration paid and payable (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(r) Related Parties

A related party is defined as follows:

A related party is a person or entity that is related to the entity that is preparing its financial statements (in this Standard referred to as the “reporting entity”).

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

(s) Inventories

Inventories are stated at the lower of cost and net realisable value. The cost of finished goods comprises direct costs that have been incurred in bringing the inventories to their present location and condition. Cost is calculated using the weighted average method for mobile handsets, accessories, consumer electronics and related products, green protein and its derivative products and first-in-first-out (“FIFO”) for lifestyle products. Net realisable value represents the estimated selling price less all estimated costs of completion and costs necessary to make the sale. Allowance for stock obsolescence is made for obsolete and slow-moving inventories.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

3 Material Accounting Policies (cont'd)

(t) Cash and Cash Equivalents

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

(u) Share Capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are charged to equity, net of any tax effects.

(v) Segment Reporting

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

4 Critical Accounting Judgements and Key Sources of Estimation Uncertainty

The preparation of financial statements and the application of the Group's accounting policies, which are set out in Note 3 above, requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the end of each reporting period. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Uncertainty about these estimates and assumptions could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

(a) Critical Judgements in Applying the Accounting Policies

i. Impairment of investments in subsidiaries

Management reviews the Company's investments in subsidiaries at each reporting date to determine whether there is any indication that the investment may be impaired. To determine whether there is objective evidence of impairment, management considers factors such as the subsidiaries' financial performance and financial position and the overall economic environment. If any indicator exists, an impairment assessment will be performed accordingly.

The carrying amount of the Company's investments in subsidiaries and the allowance for impairment loss are disclosed in Note 13.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

4 Critical Accounting Judgements and Key Sources of Estimation Uncertainty (cont'd)

(b) Key Sources of Estimation Uncertainty

i. Loss allowance for trade and other receivables

The Group measures the loss allowance for trade receivables at an amount equal to lifetime expected credit losses (“ECLs”). The ECLs on trade receivables are estimated using a provision matrix, which involves grouping receivables based on characteristics which have historically influenced asset recoverability, such as credit ratings, customer-industry group and customer geography, and applying a historic provision rate which is based on days past due for groupings of various customer segments that have similar loss patterns. In devising such a provision matrix, the Group uses its historical credit loss experience with forward-looking information (adjusted as necessary to reflect current conditions and forecast economic conditions) to estimate the lifetime expected credit losses on the trade receivables and contract assets. At every reporting date, the historical default rates are updated, and the impact of forward-looking information is re-analysed.

The Group measures the loss allowance for other receivables at an amount equal to 12-month ECL. The allowance is increased to lifetime ECL if the credit risk at each reporting date has increased significantly as compared to the credit risk at initial recognition. In assessing whether the credit risk of a financial instrument has increased significantly since initial recognition, the Group considers all reasonable and supportable information that is relevant and available without undue cost or effort, including both historical credit experience and forward-looking information and climate-related risks.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and forecast economic conditions. The Group’s historical credit loss experience and forecast of economic conditions may also not be representative of customers’ actual default in the future. Information about the ECLs on the Group’s trade and other receivables and the carrying amounts of the Group’s trade and other receivables are disclosed in Notes 16.

ii. Loss allowance for inventory obsolescence

Reviews are made periodically by management in respect of inventories for excess inventories, obsolescence and decline in net realisable value below cost. Allowances are recorded against the inventories for any such declines based on historical obsolescence and slow-moving experiences.

Information about the inventory obsolescence is disclosed in Note 18.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

5 Revenue from Contracts with Customers

The Group's revenue is disaggregated by principal geographical areas, major product and services lines and timing of revenue recognition.

	Group	
	<u>2025</u>	<u>2024</u>
	S\$'000	S\$'000
Principal geographical market		
<u>Pre-loved luxury goods sales</u>		
- Singapore	161	221
- Indonesia	9,105	7,493
- Philippines	5,452	4,876
- South Korea	1,523	1,321
- South Africa	75	81
- Thailand	1,220	133
- Vietnam	330	-
	17,866	14,125
<u>Consumer electronics sales</u>		
- Singapore	7,324	7,699
- Indonesia	43	758
- Vietnam	71	-
	7,438	8,457
<u>Customer services</u>		
- Singapore	-	731
<u>Green protein sales</u>		
- Indonesia	16	186
	25,320	23,499
Major product or service lines and timing of revenue recognition		
Pre-loved luxury goods sales	17,866	14,125
Consumer electronics sales	7,438	8,457
Customer services	-	731
Green protein sales	16	186
At a point of time	25,320	23,499

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

6 Other Income

	Group	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Government grants	14	81
Reversal of write-down on inventories	-	18
Gain on disposal of fixed assets	1,178	-
Other miscellaneous income	106	109
	<u>1,298</u>	<u>208</u>

7 Finance Costs

	Group	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Interest expense:		
- Bank loans	48	88
- Bank charges	16	23
- Others	58	4
	<u>122</u>	<u>115</u>

8 Other Expenses

	Group	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Depreciation of property, plant and equipment	258	472
Net foreign exchange loss/(gain)	163	(105)
Inventories written off	97	6
Other miscellaneous expenses	-	64
	<u>518</u>	<u>437</u>

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

9 Loss before Income Tax

The following items have been included in arriving at loss before income tax:

	Group	
	<u>2025</u>	<u>2024</u>
	S\$'000	S\$'000
Audit fees:		
- Company's auditors	140	142
- Other auditor – non-network firm	8	28
Bad debt write-off	11	64
Impairment on trade receivables	5	7
Employee benefits expenses (Note 25)	2,288	2,386
Impairment loss on other receivables	720	-
Impairment on intangible assets	-	165
	<hr/>	<hr/>

10 Income Tax

	Group	
	<u>2025</u>	<u>2024</u>
	S\$'000	S\$'000
Income tax expense/(credit) attributable to loss is made of:		
- Current year	8	-
- Under provision in respect of prior year	1	3
Deferred tax – current year (Note 15)	(14)	(28)
	<hr/>	<hr/>
	<u>(5)</u>	<u>(25)</u>

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

10 Income Tax (cont'd)

The reconciliation between the income tax and the product of accounting loss multiplied by the applicable corporate tax rate for the financial year is as follows:

	Group	
	<u>2025</u>	<u>2024</u>
	S\$'000	S\$'000
Loss before income tax	(1,447)	(2,097)
Income tax at the applicable tax rate of 17%	(246)	(356)
Adjustments:		
Difference in foreign tax rate	(37)	(21)
Non-deductible expenses	288	361
Non-taxable income	(7)	(67)
Deferred tax assets not recognised	3	57
Under provision of income tax in prior year	15	3
Utilisation of previously unrecognised tax losses	(21)	(2)
	<u>(5)</u>	<u>(25)</u>

At the reporting date, the Group has unutilised tax losses of approximately S\$1,665,000 (2024: S\$1,753,000) which can be carried forward and used to offset against future taxable income of those entities in the Group in which the losses arose, subject to the agreement of the tax authorities and compliance with the relevant provisions of the tax legislation of the respective countries in which they operate. The unutilised tax losses have no expiry dates.

The deferred tax assets arising from these unutilised tax losses of approximately S\$283,000 (2024: S\$298,000) have not been recognised in accordance with the Group's accounting policy stated in Note 3(k).

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

11 Loss per Share

Basic loss per share is calculated by dividing the loss for the year attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the financial year.

The following tables reflect the loss and share data used in the computation of basic loss per share for the financial years ended 31 December:

	Group	
	<u>2025</u>	<u>2024</u>
Loss for the year attributable to equity holders of the Company used in the computation of basic loss per share (S\$'000)	<u>(1,054)</u>	<u>(1,882)</u>
Weighted average number of ordinary shares for basic loss per share computation (No. of shares '000)	<u>17,053,170</u>	<u>17,053,170</u>

There is no dilution of loss per share as there were no potential dilutive ordinary shares outstanding at the end of the financial years ended 31 December 2025 and 2024.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

12 Property, Plant and Equipment

Group Cost	Commercial properties	Furniture, fixtures and renovation	Office equipment and computers	Retail outlet (Note 27) (Right-of-use)	Leasehold property (Note 27) (Right-of-use)	Motor vehicles (Note 27) (Right-of-use)	Total
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Balance at 1 January 2024	4,907	1,487	921	40	13	72	7,440
Additions	-	13	47	-	2	-	62
Disposals	-	-	(44)	-	-	-	(44)
Currency alignment	-	(12)	(3)	(4)	-	-	(19)
Balance at 31 December 2024	4,907	1,488	921	36	15	72	7,439
Additions	-	95	49	-	-	-	144
Disposals	(3,412)	-	-	-	-	-	(3,412)
Currency alignment	-	(25)	(21)	(1)	(1)	-	(48)
Balance at 31 December 2025	1,495	1,558	949	35	14	72	4,123

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

12 Property, Plant and Equipment (cont'd)

Group (cont'd)	Commercial properties	Furniture, fixtures and renovation	Office equipment and computers	Retail outlet (Note 27)	Leasehold property (Note 27)	Motor vehicles (Note 27)	Total
	S\$'000	S\$'000	S\$'000	(Right-of-use) S\$'000	(Right-of-use) S\$'000	(Right-of-use) S\$'000	S\$'000
<u>Accumulated depreciation</u>							
Balance at 1 January 2024	1,685	1,204	733	8	3	54	3,687
Depreciation	164	180	85	18	7	18	472
Disposals	-	-	(44)	-	-	-	(44)
Currency alignment	-	(6)	(2)	-	-	-	(8)
Balance at 31 December 2024	1,849	1,378	772	26	10	72	4,107
Depreciation	92	90	63	10	3	-	258
Disposals	(1,285)	-	-	-	-	-	(1,285)
Currency alignment	-	(8)	(6)	(1)	-	-	(15)
Balance at 31 December 2025	656	1,460	829	35	13	72	3,065
<u>Carrying amount</u>							
At 31 December 2024	3,058	110	149	10	5	-	3,332
At 31 December 2025	839	98	120	-	1	-	1,058

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

12 Property, Plant and Equipment (cont'd)

Company	<u>Commercial properties</u> S\$'000	<u>Furniture, fixtures and renovation</u> S\$'000	<u>Office equipment and computers</u> S\$'000	<u>Total</u> S\$'000
<u>Cost</u>				
Balance at 1 January 2024/31 December 2024/1 January 2025	4,907	972	380	6,259
Disposal	(3,412)	-	-	(3,412)
Balance at 31 December 2025	<u>1,495</u>	<u>972</u>	<u>380</u>	<u>2,847</u>
<u>Accumulated depreciation</u>				
Balance at 1 January 2024	1,685	972	380	3,037
Depreciation	164	-	-	164
Balance at 31 December 2024	<u>1,849</u>	<u>972</u>	<u>380</u>	<u>3,201</u>
Depreciation	92	-	-	92
Disposal	(1,285)	-	-	(1,285)
Balance at 31 December 2025	<u>656</u>	<u>972</u>	<u>380</u>	<u>2,008</u>
<u>Carrying amount</u>				
At 31 December 2024	<u>3,058</u>	-	-	<u>3,058</u>
At 31 December 2025	<u>839</u>	-	-	<u>839</u>

The Group's/Company's commercial properties with a carrying amount of S\$839,000 (2024: S\$3,058,000) are mortgaged to secure the Group's/Company's bank loans (Note 20) as at 31 December 2025 and 31 December 2024.

The Group's right-of-use assets acquired under leasing arrangements are presented separately as "Retail outlet, Leasehold property and Motor vehicles". Details of such leased assets are disclosed in Note 27.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

13 Investments in Subsidiaries

	Company	
	2025 S\$'000	2024 S\$'000
Unquoted shares, at cost	2,856	2,856
Less: Allowance for impairment	(2,785)	(2,785)
	71	71
Movements in allowance account:		
At 1 January	(2,785)	(2,446)
Addition	-	(339)
At 31 December	(2,785)	(2,785)

Impairment loss of subsidiaries

In the year ended 31 December 2024, allowance for impairment loss has been recognised for the Company's investments in certain subsidiaries as these subsidiaries have been incurring losses.

(a) Composition of the Group

The Group has the following investments in subsidiaries:

<u>Name and principal place of business</u>	<u>Principal activities</u>	Group effective proportion of ownership interest	
		<u>2025</u> %	<u>2024</u> %
<u>Held by the Company</u>			
Polaris Network Pte. Ltd. ⁽¹⁾ Singapore	Retailer of mobile handsets and services and consumer electronics	100	100
Polaris Explorer Pte. Ltd. ⁽¹⁾ Singapore	Investment holding company and regional mobile handset distributor	100	100
PT Polaris Orbit Indonesia ⁽⁷⁾ Indonesia	Digital advertising, produces and sells natural and organic ingredients for the food and health industry	100	100
<u>Held through</u>			
<u>Polaris Explorer Pte. Ltd.</u> Mastro Luxe Pte. Ltd. ⁽¹⁾ Singapore	Wholesale and retail of premium lifestyle products	51	51

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

13 Investments in Subsidiaries (cont'd)

(a) Composition of the Group (cont'd)

The Group has the following investments in subsidiaries: (cont'd)

<u>Name and principal place of business</u>	<u>Principal activities</u>	<u>Group effective proportion of ownership interest</u>	
		<u>2025</u> %	<u>2024</u> %
Held through <u>Polaris Network Pte. Ltd.</u> Ixterra Pte Ltd. ⁽²⁾ Singapore	Retail sale of biological assets and products	65	65
Polaris Explorer Thailand Co., Ltd ⁽³⁾⁽⁴⁾ Thailand	Trading of pre-loved products, including luxury goods and consumer electronics, as well as trading and provision of animal-related goods and services	49	49
Polaris Explorer Vietnam Co., Ltd. ⁽³⁾⁽⁵⁾ Vietnam	Wholesale and retail of premium lifestyle products	80	-
Held through <u>Mastro Luxe Pte. Ltd.</u> ("MLS sub-group") PT Mastro Luxe Indonesia ⁽⁷⁾ Indonesia	Wholesale and retail of premium lifestyle products	51	51
Mastro Luxe South Africa (Pty) Ltd ⁽²⁾ South Africa	Wholesale and retail of premium lifestyle products	26 ⁽⁶⁾	26 ⁽⁶⁾
Mastro Luxe Philippines Inc. ⁽³⁾ Philippines	Wholesale and retail of premium lifestyle products	26 ⁽⁶⁾	26 ⁽⁶⁾
Mastro Luxe Korea Co., Ltd ⁽³⁾ South Korea	Wholesale and retail of premium lifestyle products	51	51

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

13 Investments in Subsidiaries (cont'd)

(a) Composition of the Group (cont'd)

The Group has the following investments in subsidiaries: (cont'd)

- (1) Audited by Moore Stephens LLP, Singapore.
- (2) As at 31 December 2025, these subsidiaries have not been audited as they are considered to be insignificant components to the Group for FY2025, but were reviewed by Moore Stephens LLP for Group consolidation purposes.
- (3) As at 31 December 2025, these subsidiaries were audited by Moore Stephens LLP for Group consolidation purposes.
- (4) The subsidiary was incorporated in the previous financial year. Polaris Network Pte. Ltd. holds an issued and paid-up share capital of 19,600 ordinary shares amounting to S\$39,416 fully paid in cash. During the year, paid-up share capital was increased by S\$76,674, with no change to the Group's effective proportion of ownership interest.
- (5) The subsidiary was incorporated during the current financial year. Polaris Network Pte. Ltd. holds an issued and paid-up share capital amounting to VND1,453,600,000 fully paid in cash.
- (6) These subsidiaries are held by non-wholly owned intermediate holding companies. Management has control over these entities through its control over the intermediate holding companies.
- (7) Audited by Gideon Adi & Rekan, Indonesia.

(b) Interest in subsidiaries with material non-controlling interest ("NCI")

The Group has the following subsidiaries that have NCI that are considered material to the Group:

<u>Name and principal place of business</u>	<u>Proportion of ownership interest held by NCI</u>	<u>Loss allocated to NCI during the reporting period</u> S\$'000	<u>Other comprehensive income/ (losses) allocated</u> S\$'000	<u>Accumulated NCI at the end of reporting period</u> S\$'000
<u>2025</u>				
Mastro Luxe Pte. Ltd. and its subsidiaries ("MLS sub-group") Singapore	49%	(271)	(132)	(1,656)
Other subsidiaries with immaterial non-controlling interests		(117)	-	22
		<u>(388)</u>	<u>(132)</u>	<u>(1,634)</u>

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

13 Investments in Subsidiaries (cont'd)

(b) Interest in subsidiaries with material non-controlling interest ("NCI") (cont'd)

The Group has the following subsidiaries that have NCI that are considered material to the Group: (cont'd)

<u>Name and principal place of business</u>	<u>Proportion of ownership interest held by NCI</u>	<u>Loss allocated to NCI during the reporting period</u> S\$'000	<u>Other comprehensive income/ (losses) allocated</u> S\$'000	<u>Accumulated NCI at the end of reporting period</u> S\$'000
<u>2024</u>				
Mastro Luxe Pte. Ltd. and its subsidiaries ("MLS sub-group")				
Singapore	49%	(172)	-	(1,241)
Other subsidiaries with immaterial non-controlling interests		(18)	-	25
		<u>(190)</u>	<u>-</u>	<u>(1,216)</u>

(c) Summarised financial information about subsidiaries with material NCI of the MLS sub-group

Summarised statement of comprehensive income

	MLS sub-group	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Revenue	16,174	13,908
Loss before income tax	(671)	(549)
Income tax income	7	17
Loss after income tax	(664)	(532)
Other comprehensive income/(loss)	(123)	10
Total comprehensive loss	<u>(787)</u>	<u>(522)</u>

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

13 Investments in Subsidiaries (cont'd)

- (c) Summarised financial information about subsidiaries with material NCI of MLS sub-group (cont'd)

Summarised statement of financial position

	MLS sub-group	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000
<u>Current</u>		
Assets	1,774	1,720
Liabilities	(5,100)	(4,432)
Net current liabilities	<u>(3,326)</u>	<u>(2,712)</u>
<u>Non-current</u>		
Assets	138	105
Liabilities	(238)	(150)
Net non-current assets	<u>(100)</u>	<u>(45)</u>
Net liabilities	<u>(3,426)</u>	<u>(2,757)</u>

14 Joint Arrangements and Activities

During the previous financial year, the Group entered into joint operations arrangements. The details are as follows:

<u>Name and principal place of business</u>	<u>Principal activities</u>	<u>Group effective proportion of ownership interest</u>	
		<u>2025</u> %	<u>2024</u> %
Project Sneama Japan	License to operate Sneakercon events in Japan	50	50
Project 3T Indonesia	Buying and selling of second-hand fashion luxury goods	-	50 ⁽¹⁾

- (1) Project 3T in Indonesia, which involved the buying and selling of second-hand fashion luxury goods, ceased operations on 30 September 2024 following the completion of its business activities. Up to the date of cessation, the Group recognised its share of assets, liabilities, revenues and expenses in relation to this joint operation in accordance with its 50% ownership interest.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

15 Deferred Tax Assets

Group	
2025	2024
S\$'000	S\$'000

The movements in the deferred income tax account are as follows:

Balance at the beginning of the year	48	20
Credited to profit or loss (Note 10)	14	28
Balance at the end of the year	62	48

16 Trade and Other Receivables

	Group		Company	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
	S\$'000	S\$'000	S\$'000	S\$'000
Trade receivables (a)	1,329	1,409	-	-
Other receivables (a)	200	749	1	1
GST receivables	65	53	-	-
Amounts due from subsidiaries (net of allowance) (b)	-	-	-	72
Amount due from a joint operation*	340	360	-	-
Refundable deposits	97	80	1	2
	2,031	2,651	2	75

* The amount due from a joint operation is interest-free, unsecured and repayable on demand, and no collateral is held.

(a) Trade and other receivables

Trade and other receivables from third parties are non-interest bearing. Generally, the trade receivables' credit period ranges from 1 to 90 days (2024: 1 to 90 days).

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

16 Trade and Other Receivables (cont'd)

(a) Trade and other receivables (cont'd)

Movement in expected credit loss allowance:

	Group	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Trade receivables, gross	1,375	1,450
Less: Allowance for impairment		
At 1 January	(41)	(34)
Addition	(5)	(7)
At 31 December	(46)	(41)
	1,329	1,409

Loss allowance for trade and other receivables is measured at an amount equal to lifetime expected credit losses (“ECL”) as disclosed in the accounting policy Note 3(n). There has been no change in the estimation techniques or significant assumptions made during the current reporting period. None of the trade and other receivables that have been written off is subject to enforcement activities.

The Group’s credit risk exposure in relation to trade receivables is set out in the provision matrix as presented below. The Group’s provision for loss allowance is based on past due as the Group’s historical credit loss experience does not show significantly different loss patterns for different customer segments.

	← Trade receivables →					Total
	past due (days)					
	Current	< 30 days	31 to 60 days	61 to 90 days	> 90 days	
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	
Group						
<u>2025</u>						
Expected credit loss rate	*	*	*	*	*	*
Trade receivables						
- gross carrying amount at default	1,291	38	-	-	46	1,375
Specific ECL allowance	-	-	-	-	(46)	(46)
	1,291	38	-	-	-	1,329

* Insignificant ECL rate

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

16 Trade and Other Receivables (cont'd)

(a) Trade and other receivables (cont'd)

The Group's credit risk exposure in relation to trade receivables is set out in the provision matrix as presented below. The Group's provision for loss allowance is based on past due as the Group's historical credit loss experience does not show significantly different loss patterns for different customer segments. (cont'd)

	Trade receivables past due (days)					Total S\$'000	
	←	< 30 days	31 to 60 days	61 to 90 days	> 90 days		→
	Current S\$'000	S\$'000	S\$'000	S\$'000	S\$'000		S\$'000
Group							
<u>2024</u>							
Expected credit loss rate	*	*	*	*	*	*	
Trade receivables							
- gross carrying amount at default	1,389	11	-	-	50	1,450	
Specific ECL allowance	-	-	-	-	(41)	(41)	
	<u>1,389</u>	<u>11</u>	<u>-</u>	<u>-</u>	<u>9</u>	<u>1,409</u>	

* Insignificant ECL rate

(b) Amounts due from subsidiaries

	Company	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Amounts due from subsidiaries	11,500	10,973
Less: Allowance for impairment		
At 1 January	(10,901)	(8,588)
Addition	(599)	(2,313)
At 31 December	(11,500)	(10,901)
	<u>-</u>	<u>72</u>

Amounts due from subsidiaries are non-trade, unsecured, non-interest bearing, and are to be settled in cash on demand.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

16 Trade and Other Receivables (cont'd)

(c) Impairment loss on refundable deposits and the amount due from a joint operation

For the purpose of impairment assessment, the refundable deposits and amount due from a joint operation are considered to have a low credit risk as they are not due for payment at the end of the reporting period and there has been no significant increase in the risk of default on the receivables since initial recognition. Accordingly, for the purpose of impairment assessment for these receivables, the loss allowance is measured at an amount equal to 12-month ECL, which reflects the low credit risk of the exposures. There has been no change in the estimation techniques or significant assumptions made during the current reporting period in assessing the loss allowance for these financial assets.

17 Intangible asset

	Group	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000
<i>License with definite useful life</i>		
<u>Cost</u>		
Balance at 1 January/31 December	165	165
<u>Accumulated amortisation</u>		
Balance at 1 January/ 31 December	-	-
<u>Impairment loss</u>		
Balance at 1 January	165	-
Addition	-	165
Balance at 31 December	165	165
Carrying amount at 31 December	-	-

The license is acquired through a joint operation arrangement under Project Sneama Japan (Note 14).

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

18 Inventories

	Group	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000
<u>Statement of financial position</u>		
Finished goods, at cost or net realisable value	543	736
<u>Statement of income</u>		
Inventories recognised as an expense in cost of sales (Including allowance for stock obsolescence)	21,998	20,420

Certain inventories previously written down have been written back when they were successfully sold at prices above their carrying amounts (Refer Note 6).

The inventories above are stated net of an allowance for obsolete stocks of S\$50,000 (2024: S\$Nil).

The movement in allowance for obsolete stocks is as follows:

	Group	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000
As at beginning of the year	-	-
Allowance for obsolete stocks	50	-
	<u>50</u>	<u>-</u>

19 Cash and Bank Balances

	Group		Company	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Cash on hand and at bank	924	801	121	25

Cash at bank earns interest at floating rates based on the daily bank deposit rates.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

20 Loans and Borrowings

	<u>Maturity</u>	Group		Company	
		<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
		S\$'000	S\$'000	S\$'000	S\$'000
<u>Current</u>					
Loan I	2032	59	85	59	85
Loan II	2034	-	97	-	97
Enterprise loan	2026	22	259	22	259
		81	441	81	441
<u>Non-current</u>					
Loan I	2032	420	721	420	721
Loan II	2034	-	1,047	-	1,047
Enterprise loan	2026	-	22	-	22
		420	1,790	420	1,790
Total		501	2,231	501	2,231

Loan I

This loan is secured by a first mortgage over the Group's commercial properties (Note 12) and bears interest at 2.25% (2024: 2.25%) below the Bank's Commercial Financing Rate ("BCFR") for the current financial year ended 31 December 2025 and thereafter. Currently, BCFR is at 6.25% (2024: 6.25%) per annum. As at the end of the financial year, there is no breach of loan covenants. Subsequent to the financial year, one of the commercial properties was sold (Note 31).

Loan II

This loan was secured by a first mortgage over the Group's commercial properties (Note 12) and bears interest at 1.58% (2024: 1.58%) below the Bank's Commercial Financing Rate ("BCFR") for the current financial year ended 31 December 2025 (2024: 6.25%). The loan was repaid during the year.

Enterprise loan

The Enterprise Loan is repayable in 60 instalments, which bears interest at 2.50% per annum. As at the end of the financial year, there is no breach of loan covenants.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

21 Trade and Other Payables

	Group		Company	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Trade payables (a)	190	195	-	-
Other payables	483	283	130	215
GST payables	56	67	-	-
Amount due to joint operation	92	95	-	-
	<u>821</u>	<u>640</u>	<u>130</u>	<u>215</u>

(a) Trade payables

These amounts are non-interest bearing. Trade payables are normally settled on 30 days terms (2024: 30 days terms).

22 Other Liabilities

	Group		Company	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Accrued operating expenses	446	410	210	177

23 Share Capital and Reserves

(a) Share Capital

	Group and Company			
	2025		2024	
	No. of ordinary shares '000	Amount S\$'000	No. of ordinary shares '000	Amount S\$'000
<u>Issued and fully paid</u>				
Balance at end of year	<u>17,053,170</u>	<u>4,491</u>	<u>17,053,170</u>	<u>4,491</u>

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions. The ordinary shares have no par value.

On 21 June 2024, the Company announced the completion of the proposed capital reduction, whereby the Company's issued and fully paid-up share capital with effect therefrom was reduced to S\$4,490,541, comprising 17,053,169,818 ordinary shares.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

23 Share Capital and Reserves (cont'd)

(b) Foreign Currency Translation Reserve

	Group	
	<u>2025</u>	<u>2024</u>
	S\$'000	S\$'000
At 1 January	(643)	(557)
Exchange differences on translation	7	(86)
At 31 December	<u>(636)</u>	<u>(643)</u>

The foreign currency translation reserve represents exchange differences arising from the translation of the financial statements of Group entities' operations whose functional currencies are different from that of the Group's presentation currency.

24 Non-controlling Interests

	Group	
	<u>2025</u>	<u>2024</u>
	S\$'000	S\$'000
At 1 January	(1,216)	(1,026)
Share of results of subsidiaries	(388)	(190)
Share of other comprehensive income of subsidiaries	(132)	-
Recognition of non-controlling interests (a)	102	-
At 31 December	<u>(1,634)</u>	<u>(1,216)</u>

- (a) During the year, the Group has recognised the non-controlling interests arising from the incorporation of Polaris Explorer Vietnam Co., Ltd. and the increase in paid-up share capital in Polaris Explorer Thailand Co., Ltd, resulting in no change to the Group's effective proportion of ownership interest (Note 13).

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

25 Employee Benefits

	Group	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Employee benefits (including directors):		
- Salaries and bonuses	2,087	2,132
- Central Provident Fund contributions	84	122
- Defined benefits plans	86	46
- Other short-term benefits	31	86
	<u>2,288</u>	<u>2,386</u>

26 Related Party Transactions

In addition to the related party information disclosed elsewhere in the financial statements, the following transactions between the Group and related parties took place at terms agreed between the parties during the financial year:

Compensation of Key Management Personnel

	Group	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Directors' fees	124	88
Short-term employee benefits	368	338
Central Provident Fund contributions	25	16
Other short-term benefits	24	39
	<u>541</u>	<u>481</u>
Comprise amounts paid/payable to:		
Directors of the Company	271	432
Other key management personnel	270	49
	<u>541</u>	<u>481</u>

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

27 Lease Liabilities

The Group as a lessee

(a) Nature of the Group's leasing activities

The Group has entered into leases in respect of its retail outlets. The Group's obligations under the leases are secured by security deposits placed with the lessors. The Group is prohibited from selling, pledging or sub-leasing the underlying leased assets, and is required to maintain the assets in good condition.

(b) Carrying amount of right-of-use assets classified within Property, Plant and Equipment

	Group	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Retail outlets	-	10
Leasehold property	1	5
	<hr/>	<hr/>
	1	15

The information about the additions to right-of-use assets during the current financial year is disclosed in Note 12.

(c) Amounts recognised in profit or loss

	Group	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Depreciation charge for the year:		
- Retail outlets	10	18
- Leasehold property	3	7
- Motor vehicles	-	18
	<hr/>	<hr/>

(d) Other disclosures

	Group	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Total cash outflow for leases	-	47
	<hr/>	<hr/>

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

28 Financial Instruments

The Group is exposed to financial risks arising from its operations. The key financial risks include credit risk, liquidity risk, interest rate risk, foreign currency risk and market risk.

Financial risk management is carried out by management under policies approved by the Board of Directors of the Company. The Board of Directors is responsible for setting the objectives and underlying principles of financial risk management of the Group.

(a) Credit Risk

Credit risk refers to the risk that the counterparty will default on its contractual obligations, resulting in a loss to the Group. The Group's exposure to credit risk arises primarily from trade and other receivables, refundable deposits, amounts due from a joint operation, amounts due from subsidiaries, and cash and bank balances. For other financial assets (including cash and bank balances), the Group minimises credit risk by dealing exclusively with high credit rating counterparties.

The Group has adopted a policy of only dealing with creditworthy counterparties. The Group performs ongoing credit evaluations of its counterparties' financial condition and generally does not require collateral.

The Group considers the probability of default upon initial recognition of the asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

The Group has determined the default event for a financial asset to be when internal and/or external information indicates that the financial asset is unlikely to be received, including the default of contractual payments due for more than one year or significant difficulty with the counterparty.

The credit risk concentration profile of the Group's trade receivables at the reporting date is as follows:

	Group	
	<u>2025</u>	<u>2024</u>
	S\$'000	S\$'000
Trade receivables by country:		
- Singapore	378	556
- Indonesia	326	362
- Korea	54	59
- South Africa	8	1
- Philippines	369	325
- Thailand	54	106
- Vietnam	140	-
	1,329	1,409

The Group's largest customer accounted for 74% (2024: 63%) of the trade receivables as at 31 December 2025.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

28 Financial Instruments (cont'd)

(a) Credit Risk (cont'd)

The Group does not hold any collateral or other credit enhancements to cover its credit risk associated with its financial assets.

Trade and other receivables

As disclosed in Note 3(n), the Group uses a provision matrix to measure the lifetime expected credit loss allowance for trade receivables. In measuring the expected credit losses, trade receivables, other receivables and contract assets are grouped based on their shared credit risk characteristics and numbers of days past due. The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

Further details on the loss allowance of the Group's credit risk exposure in relation to the trade and other receivables are disclosed in Note 16.

Cash and bank balances

The cash and bank balances are entered into with bank and financial institution counterparties, which the Group considers to have low credit risk based on external credit agency ratings.

Impairment on cash and bank balances has been measured on the 12-month expected loss basis and reflects the short maturities of the exposures. The Group considers that its cash and bank balances have low credit risk based on the external credit ratings of the counterparties. The Group uses a similar approach for assessment of ECLs for cash and bank balances to that used for debt investments. The amount of the allowance on cash and bank balances was insignificant.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

28 Financial Instruments (cont'd)

(a) Credit Risk (cont'd)

Credit risk grading guideline

The Group's management has established the Group's internal credit risk grading for the different exposures according to their degree of default risk. The internal credit risk grading that is used to report the Group's credit risk exposure to key management personnel for credit risk management purposes is as follows:

Internal rating grades	Definition	Basis of recognition of expected credit loss ("ECL")
i. Performing	The counterparty has a low risk of default and does not have any past-due amounts.	12-month ECL
ii. Under-performing	There has been a significant increase in credit risk since initial recognition (i.e. interest and/or principal repayment are more than 30 days past due).	Lifetime ECL (not credit-impaired)
iii. Non-performing	There is evidence indicating that the asset is credit-impaired (i.e. interest and/or principal repayments are more than one year past due).	Lifetime ECL (credit impaired)
iv. Write-off	There is evidence indicating that there is no reasonable expectation of recovery as the debtor is in severe financial difficulty.	Asset is written off

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

28 Financial Instruments (cont'd)

(a) Credit Risk (cont'd)

Credit risk exposure and significant credit risk concentration

The credit quality of the Group's and the Company's financial assets, as well as maximum exposure to credit risk by credit risk rating grades, is presented as follows:

	Internal credit rating	ECL	Gross carrying amount S\$'000	Loss allowance S\$'000	Net carrying amount S\$'000
Group					
<u>2025</u>					
Trade receivables	Note A	Lifetime ECL (Simplified)	1,375	(46)	1,329
Other receivables	Note A	Lifetime ECL (Simplified)	920	(720)	200
Amount due from a joint operation	Note B	12-month ECL (General)	340	-	340
<u>2024</u>					
Trade receivables	Note A	Lifetime ECL (Simplified)	1,450	(41)	1,409
Other receivables	Note A	Lifetime ECL (Simplified)	749	-	749
Amount due from a joint operation	Note B	12-month ECL (General)	360	-	360
Company					
<u>2025</u>					
Other receivables (Note 16(b))	Non- performing	Lifetime ECL (credit impaired)	599	(599)	-
<u>2024</u>					
Other receivables (Note 16(b))	Non- performing	Lifetime ECL (credit impaired)	10,973	(10,901)	72

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

28 Financial Instruments (cont'd)

(a) Credit Risk (cont'd)

Credit risk exposure and significant credit risk concentration (cont'd)

Note A – The Group has applied the simplified approach to measure the loss allowance at lifetime ECL for trade and other receivables. The details of the loss allowance for these financial assets are disclosed in Notes 16(a).

Note B – The Group have applied the general approach in SFRS(I) 9 to measure the loss allowance at 12-month ECL.

(b) Liquidity Risk

Liquidity risk is the risk that the Group and the Company will encounter difficulty in meeting financial obligations due to a shortage of funds. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group's and the Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by credit facilities.

To manage liquidity risk, the Group monitors its net operating cash flow, maintains a level of cash and bank balances and secured committed funding facilities from financial institutions. In assessing the adequacy of these facilities, the Group reviews working capital and capital expenditure requirements continually so as to mitigate the effects of fluctuations in the cash flows. When a potential shortfall in cash is anticipated, the Group will finance the shortfall by way of borrowings, share placements and/or issue of convertible securities in a timely manner. The Group places its surplus funds with reputable banks.

The Group will continue to review, formulate and implement a liquidity risk management policy and maintain sufficient liquid financial assets and stand-by credit facilities with three different banks.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

28 Financial Instruments (cont'd)

(b) Liquidity Risk (cont'd)

Analysis of financial instruments by remaining contractual maturities

The table below summarises the maturity profile of the Group's and the Company's financial liabilities at the end of the reporting period based on contractual undiscounted repayment obligations.

	<u>One</u> <u>year or less</u> S\$'000	<u>One to</u> <u>five years</u> S\$'000	<u>Over</u> <u>five years</u> S\$'000	<u>Contractual</u> <u>cash flow</u> S\$'000	<u>Carrying</u> <u>amount</u> S\$'000
Group					
2025					
<u>Financial liabilities</u>					
Trade and other payables ⁽¹⁾	765	-	-	765	765
Other liabilities	446	-	-	446	446
Loans and borrowings (excluding lease liabilities)	99	308	170	577	501
Total					
undiscounted financial liabilities	<u>1,310</u>	<u>308</u>	<u>170</u>	<u>1,788</u>	<u>1,712</u>
2024					
<u>Financial liabilities</u>					
Trade and other payables ⁽¹⁾	573	-	-	573	573
Other liabilities	410	-	-	410	410
Loans and borrowings (excluding lease liabilities)	519	1,048	1,009	2,576	2,231
Total					
undiscounted financial liabilities	<u>1,502</u>	<u>1,048</u>	<u>1,009</u>	<u>3,559</u>	<u>3,214</u>

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

28 Financial Instruments (cont'd)

(b) Liquidity Risk (cont'd)

Analysis of financial instruments by remaining contractual maturities (cont'd)

	<u>One</u> <u>year or less</u> S\$'000	<u>One to</u> <u>five years</u> S\$'000	<u>Over</u> <u>five years</u> S\$'000	<u>Contractual</u> <u>cash flow</u> S\$'000	<u>Carrying</u> <u>amount</u> S\$'000
Company					
2025					
<u>Financial liabilities</u>					
Trade and other payables ⁽¹⁾	130	-	-	130	130
Other liabilities	210	-	-	210	210
Loans and borrowings	99	308	170	577	501
Total					
undiscounted financial liabilities	<u>439</u>	<u>308</u>	<u>170</u>	<u>917</u>	<u>841</u>
2024					
<u>Financial liabilities</u>					
Trade and other payables ⁽¹⁾	215	-	-	215	215
Other liabilities	177	-	-	177	177
Loans and borrowings	519	1,048	1,009	2,576	2,231
Total					
undiscounted financial liabilities	<u>911</u>	<u>1,048</u>	<u>1,009</u>	<u>2,968</u>	<u>2,623</u>

⁽¹⁾ Amount excludes GST payables.

(c) Interest Rate Risk

The Group is exposed to interest rate risk primarily on its existing interest-bearing financial instruments. Financial instruments issued at variable rates expose the Group to cash flow interest rate risk. Financial instruments issued at fixed rates expose the Group to fair value interest rate risk. The interest rate that the Group will be able to obtain on its financial instruments will depend on market conditions at that time, and may differ from the rates the Group has secured currently.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

28 Financial Instruments (cont'd)

(c) Interest Rate Risk (cont'd)

The interest rates and repayment terms of interest-bearing financial instruments are disclosed in the respective notes to the financial statements. The interest rate profile of the Group's financial instruments as at the end of the reporting period was as follows:

	Group	
	<u>2025</u>	<u>2024</u>
	S\$'000	S\$'000
<u>Financial assets</u>		
Non-interest bearing	3,655	3,399
<u>Financial liabilities</u>		
Fixed rate	501	2,231
Non-interest bearing	1,211	983
	<u>1,712</u>	<u>3,214</u>

(d) Foreign Currency Risk

The Group has transactional currency exposures arising from sales or purchases denominated in foreign currencies; consequently, it is exposed to exchange rate fluctuations. The foreign currencies in which these transactions are denominated are mainly United States Dollars ("USD").

To manage the aforementioned foreign currency risk, the Group maintains a natural hedge, whenever possible, by depositing foreign currency proceeds from sales into foreign currency bank accounts, which are primarily used for payments of purchases in the same currency denomination.

	Group	
	<u>2025</u>	<u>2024</u>
	USD	USD
	S\$'000	S\$'000
<u>Financial assets</u>		
Cash and bank balances	97	30

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

28 Financial Instruments (cont'd)

(d) Foreign Currency Risk (cont'd)

If the following currency strengthens by 5% (2024: 5%) against S\$ at the reporting date, with all other variables being held constant, the effect arising from the net financial assets position will be as follows:

	Group	
	Decrease	
	in loss before tax	
	<u>2025</u>	<u>2024</u>
	S\$'000	S\$'000
USD	5	2

A 5% weakening of S\$ against the above currency would have had the equal but opposite effect on the above currency to the amount shown above, on the basis that all other variables remain constant.

The Company has not disclosed its exposure to foreign currency risk, as the Company's risk exposure is not significant.

(e) Fair Value

The Group has established a control framework with respect to the measurement of fair values. This framework includes the finance team that reports directly to the Group's key management and has overall responsibility for all significant fair value measurements, including Level 3 fair values.

The finance team regularly reviews significantly unobservable inputs and valuation adjustments. If third-party confirmation, such as broker quotes or pricing services, is used to measure fair value, then the finance team assesses and documents the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of SFRS(I)s, including the level in the fair value hierarchy, the resulting fair value estimate should be classified.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

28 Financial Instruments (cont'd)

(e) Fair Value (cont'd)

Significant valuation issues are reported to the Company's Audit and Risk Management Committee.

Fair Value Hierarchy

The financial instruments that are measured subsequent to initial recognition at fair value are required to disclose fair value measurements by level of the following fair value measurement hierarchy:

- i. Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities;
- ii. Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- iii. Level 3 - Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Fair value measurements that use inputs of different hierarchy levels are categorised in their entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The fair values of financial assets and financial liabilities with a maturity of less than one year, which are primarily cash and bank balances, trade and other receivables, trade and other payables, and short-term loans and borrowings, are assumed to approximate their carrying amounts because of the short-term maturity of these financial instruments.

The fair values of long-term loans and borrowings are calculated based on discounted expected future principal and interest cash flows. The discount rates used are based on market rates for similar instruments at the reporting date. The carrying amounts of these financial assets and financial liabilities are assumed to approximate their respective fair values. The Group does not anticipate that the carrying amounts recorded at the reporting date would be significantly different from the values that would eventually be received or settled.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

29 Capital Management

Capital includes debt and equity items as disclosed in the table below.

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholders' value.

The Group manages its capital structure and makes adjustments to it in light of changes in economic conditions. No changes were made in the objectives, policies or processes during the financial years ended 31 December 2025 and 2024.

The Group monitors capital using a gearing ratio, which is net debt divided by equity. The Group will continue to review, formulate and implement policies to keep the gearing ratio below 50%. The Group includes within net debt, loans and borrowings, trade and other payables less cash and bank balances.

	Group	
	<u>2025</u>	<u>2024</u>
	S\$'000	S\$'000
Loans and borrowings	501	2,231
Trade and other payables	765	573
Less: Cash and bank balances	(924)	(801)
Net debt	<u>342</u>	<u>2,003</u>
Equity attributable to the equity holders of the Company	<u>4,406</u>	<u>5,453</u>
Net-debt-to-equity ratio	<u>7.8%</u>	<u>36.7%</u>

30 Segment Information

For management purposes, the Group is organised into business units based on its products and services, and has the following reportable operating segments:

- i. The pre-loved luxury goods segment engages in the business of importing and exporting pre-loved luxury goods and premium lifestyle products on a wholesale and/or retail basis.
- ii. The consumer electronics segment engages in the corporate sale of telecommunication, IT, educational robotics and consumer electronics products in Singapore. This segment offers a wide range of electronic products and services from reputable brands such as Apple.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

30 Segment Information (cont'd)

For management purposes, the Group is organised into business units based on their products and services, and has the following reportable operating segments: (cont'd)

- iii. The customer services segment provides after-market services to end consumers for equipment repairs, refurbishments and technical services in Singapore.
- iv. The green protein business engages in the cultivation and sales of black soldier fly (*Hermetia Illucens*) (“BSF”) larvae (“BSFL”) and its derivative products.
- v. The corporate segment provides Group-level corporate services, treasury functions and investment in marketable securities. It is also involved in strategic investment and joint venture opportunities to synergise and complement the Group’s existing offerings, such as the entry into the pre-loved luxury goods business.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss, which, in certain respects, as explained in the table below, is measured differently from operating profit or loss in the consolidated financial statements. Group financing (including finance costs) and income taxes are managed on a group basis and are not allocated to operating segments.

The accounting policies of the reportable operating segments are the same as described in Note 3(v). Transfer prices between operating segments are on an arm’s length basis in a manner similar to transactions with third parties.

(a) Segment Revenues and Results

The following is an analysis of the Group’s revenue and results by reportable operating segment:

	Segment revenue		Segment profit/(loss)	
	2025	2024	2025	2024
	S\$'000	S\$'000	S\$'000	S\$'000
Pre-loved luxury goods sales	17,866	14,125	(548)	(674)
Consumer electronics sales	7,438	8,457	53	44
Customer services	-	731	-	144
Green protein sales	16	186	(269)	(436)
Corporate	-	-	(567)	(720)
	<u>25,320</u>	<u>23,499</u>	<u>(1,331)</u>	<u>(1,642)</u>
Other income			1,298	208
Other expenses			(1,308)	(571)
Finance costs			(106)	(92)
Loss before income tax			<u>(1,447)</u>	<u>(2,097)</u>

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

30 Segment Information (cont'd)

(a) Segment Revenues and Results (cont'd)

Revenue reported above represents revenue generated from external customers. There were no inter-segment sales.

Segment profit/(loss) represents the profit/(loss) earned by each reportable operating segment prior to interest income and finance costs.

(b) Reconciliation

	Group	
	<u>2025</u>	<u>2024</u>
	S\$'000	S\$'000
Segment assets		
Pre-loved luxury goods sales	2,592	1,950
Consumer electronic sales	1,166	2,021
Customer services	-	161
Green protein sales	123	365
Corporate	914	3,219
Total segment assets	<u>4,795</u>	<u>7,716</u>
Consolidated total assets	<u>4,795</u>	<u>7,716</u>
Segment liabilities		
Pre-loved luxury goods sales	743	618
Consumer electronic sales	330	102
Customer services	-	-
Green protein sales	82	65
Corporate	367	463
Total segment liabilities	<u>1,522</u>	<u>1,248</u>
Unallocated: Loans and borrowings (excluding lease liabilities)	<u>501</u>	<u>2,231</u>
Consolidated total liabilities	<u>2,023</u>	<u>3,479</u>

For the purposes of monitoring segment performance and allocating resources between each reportable operating segment:

- all assets are allocated to reportable segments; and
- all liabilities are allocated to reportable segments other than loans and borrowings.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

30 Segment Information (cont'd)

(c) Other Segment Information

	Depreciation		Additions to non-current assets	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Pre-loved luxury goods sales	53	60	142	43
Consumer electronics sales	1	2	-	17
Customer services	-	-	-	-
Green protein sales	112	86	2	2
Corporate	92	324	-	-
	<u>258</u>	<u>472</u>	<u>144</u>	<u>62</u>

	Cost of sales		Employee benefits expense	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Pre-loved luxury goods sales	15,278	12,773	1,485	895
Consumer electronics sales	6,649	7,240	299	220
Customer services	-	18	-	483
Green protein sales	71	264	46	157
Corporate	-	125	458	631
	<u>21,998</u>	<u>20,420</u>	<u>2,288</u>	<u>2,386</u>

(d) Geographical Information

Revenue and non-current assets information based on the geographical location of customers and assets, respectively, is as follows:

	Revenue		Non-current assets	
	<u>2025</u> S\$'000	<u>2024</u> S\$'000	<u>2025</u> S\$'000	<u>2024</u> S\$'000
Singapore	7,485	8,651	840	3,138
Indonesia	9,164	8,437	202	212
Philippines	5,452	4,876	14	19
Korea	1,523	1,321	1	11
South Africa	75	81	-	-
Thailand	1,291	133	49	-
Vietnam	330	-	14	-
	<u>25,320</u>	<u>23,499</u>	<u>1,120</u>	<u>3,380</u>

Non-current assets information presented above consists of property, plant and equipment and other financial assets as presented in the consolidated statement of financial position.

NOTES TO THE FINANCIAL STATEMENTS

For the Financial Year ended 31 December 2025

30 Segment Information (cont'd)

Information about major customers

Revenues from 3 major customers amount to S\$20,355,144 (2024: S\$16,436,583), arising from sales by the consumer electronics sales segment and pre-loved luxury goods sales.

31 Events Occurring After The Reporting Period

On 20 February 2026, the Company issued an Option to Purchase to Nan Kai Textiles (Private) Limited. (the “**Purchaser**”) for the sale of its property located at 81 Ubi Avenue 4 #03-12 UB. One Singapore 408830 (the “**Property**”).

On 26 February 2026, the Purchaser exercised the Option to Purchase. The total sale consideration is S\$900,000, and the Company received 5% of the Sale Price in accordance with the terms of the agreement. The remaining 95% of the Sale Price will be settled upon completion of the transaction, expected to take place on 20 April 2026.

The Property is mortgaged to a financial institution as security for bank loans (Note 20).

STATISTICS OF SHAREHOLDINGS

As at 18 March 2026

Issued and fully paid-up capital	: \$4,490,541.42
No. of shares issued	: 17,053,169,818 Ordinary shares
Class of shares	: Ordinary shares
Voting rights	: One vote per Ordinary share
Treasury shares and subsidiary holdings	: Nil

DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	%	No. of Shares	%
1 - 99	314	3.06	4,437	0.00
100 - 1,000	6,713	65.35	2,119,681	0.01
1,001 - 10,000	823	8.01	2,909,847	0.02
10,001 - 1,000,000	2,198	21.40	418,841,234	2.46
1,000,001 and above	224	2.18	16,629,294,619	97.51
Total	10,272	100.00	17,053,169,818	100.00

TWENTY LARGEST SHAREHOLDERS

No.	Name of Shareholder	No. of Shares	%
1	CITIBANK NOMINEES SINGAPORE PTE LTD	10,829,777,091	63.51
2	RAFFLES NOMINEES (PTE.) LIMITED	4,457,648,946	26.14
3	DBS NOMINEES (PRIVATE) LIMITED	284,356,116	1.67
4	ONG KOK WAH	70,000,000	0.41
5	LIU KEVIN YI FENG	60,000,000	0.35
6	PHILLIP SECURITIES PTE LTD	48,704,848	0.29
7	CGS INTERNATIONAL SECURITIES SINGAPORE PTE. LTD.	43,731,815	0.26
8	LEE JESSIE	41,308,170	0.24
9	ANG CHIN SAN	28,431,000	0.17
10	UNITED OVERSEAS BANK NOMINEES (PRIVATE) LIMITED	25,806,420	0.15
11	OCBC NOMINEES SINGAPORE PRIVATE LIMITED	23,820,900	0.14
12	ZENG HANG CHENG	21,000,000	0.12
13	TOH GUAN HENG	18,193,100	0.11
14	RAVINDRAN GOVINDAN	17,620,700	0.10
15	OCBC SECURITIES PRIVATE LIMITED	17,052,750	0.10
16	TEO NGEE HUA	16,000,443	0.09
17	KHOO KAY LENG	15,092,900	0.09
18	LIM WOEI MING MICHAEL	15,000,000	0.09
19	LAW PENG KWEE	13,972,000	0.08
20	LIN YONG SHENG DESMOND	13,922,500	0.08
Total		16,061,439,699	94.19

STATISTICS OF SHAREHOLDINGS

As at 18 March 2026

SUBSTANTIAL SHAREHOLDERS

Substantial Shareholders of the Company (as recorded in the Register of Substantial Shareholders) as at 18 March 2026.

Name of Substantial Shareholder	Direct Interest		Deemed Interest		Total Interest	
	No. of Shares	%	No. of Shares	%	No. of Shares	%
Sugiono Wiyono Sugialam	326,003,652	1.91	10,469,189,374 ⁽¹⁾	61.39	10,795,193,026	63.30
Tres Maria Capital Ltd	3,867,140,015 ⁽²⁾	22.68	4,065,786,837 ⁽³⁾	23.84	7,932,926,852	46.52
PT SL Trio	2,536,262,522	14.87	-	-	2,536,262,522	14.87
Standard Chartered Private Equity Limited ⁽⁴⁾	-	-	4,065,786,837 ⁽³⁾	23.84	4,065,786,837	23.84
Standard Chartered Asia Limited ⁽⁵⁾	-	-	4,065,786,837 ⁽³⁾	23.84	4,065,786,837	23.84
Standard Chartered MB Holdings B.V. ⁽⁶⁾	-	-	4,065,786,837 ⁽³⁾	23.84	4,065,786,837	23.84
Standard Chartered Holdings (International) B.V. ⁽⁷⁾	-	-	4,065,786,837 ⁽³⁾	23.84	4,065,786,837	23.84
SCMB Overseas Limited ⁽⁸⁾	-	-	4,065,786,837 ⁽³⁾	23.84	4,065,786,837	23.84
Standard Chartered Bank ⁽⁹⁾	-	-	4,065,786,837 ⁽³⁾	23.84	4,065,786,837	23.84
Standard Chartered Holdings Limited ⁽¹⁰⁾	-	-	4,065,786,837 ⁽³⁾	23.84	4,065,786,837	23.84
Standard Chartered PLC ⁽¹⁰⁾	-	-	4,065,786,837 ⁽³⁾	23.84	4,065,786,837	23.84
Augusta Investments Zero Pte. Ltd. ⁽¹¹⁾	4,406,850,233	25.84	-	-	4,406,850,233	25.84
Augusta AB Holdco Pte. Ltd. ^(11,12)	-	-	4,406,850,233	25.84	4,406,850,233	25.84
Augusta Fundco Pte. Ltd. ^(12,13)	-	-	4,406,850,233	25.84	4,406,850,233	25.84
Augusta Fund 1, LP ^(13,14)	-	-	4,406,850,233	25.84	4,406,850,233	25.84
Augusta GP Pte. Ltd. ⁽¹⁴⁾	-	-	4,406,850,233	25.84	4,406,850,233	25.84
Affirma Capital Managers (Singapore) Pte. Ltd. ^(14,15)	-	-	4,406,850,233	25.84	4,406,850,233	25.84
Affirma Capital (Singapore) Pte. Ltd. ^(14,15,16)	-	-	4,406,850,233	25.84	4,406,850,233	25.84
Affirma Capital Limited ⁽¹⁶⁾	-	-	4,406,850,233	25.84	4,406,850,233	25.84

STATISTICS OF SHAREHOLDINGS

As at 18 March 2026

Notes:

- (1) This represents Mr Sugiono Wiyono Sugialam's deemed interest of :-
 - (a) 7,932,926,852 shares held by Tres Maria Capital Ltd. by virtue of his 100% shareholdings in Tres Maria Capital Ltd; and
 - (b) 2,536,262,522 shares held by PT SL Trio by virtue of his majority shareholdings in PT SL Trio.
- (2) Tres Maria Capital Ltd's direct interest of 3,867,140,015 shares is registered in the name of DBSN Service Pte. Ltd..
- (3) On 6 August 2014, Tres Maria Capital Ltd and Standard Chartered Private Equity Limited entered into a security agreement over shares (the "**Deed**") whereby, *inter alia*, Tres Maria Capital Ltd agreed to charge in favour of Standard Chartered Private Equity Limited by way of first mortgage, 4,236,318,535 shares in the capital of Polaris Ltd.

On 15 October 2014, pursuant to the provisions of the Deed, a notice of the mortgage and assignment has been issued by the relevant parties for the purposes of creating the charge over the shares.

On 27 May 2015, Tres Maria Capital Ltd and Standard Chartered Private Equity Limited entered into a Deed of Partial Release, pursuant to which, *inter alia*, Standard Chartered Private Equity Limited agreed to release its security over, and reassign, 170,531,698 Shares ("**Released Shares**"), and Tres Maria Capital Ltd agreed to transfer the Released Shares to Standard Chartered Private Equity Limited immediately following the release and reassignment.
- (4) Standard Chartered Private Equity Limited is a wholly owned subsidiary of Standard Chartered Asia Limited.
- (5) Standard Chartered Asia Limited is a 99.9% owned subsidiary of Standard Chartered MB Holdings B.V..
- (6) Standard Chartered MB Holdings B.V. is a wholly owned subsidiary of Standard Chartered Holdings (International) B.V..
- (7) Standard Chartered Holdings (International) B.V. is a wholly owned subsidiary of SCMB Overseas Limited.
- (8) SCMB Overseas Limited is a wholly owned subsidiary of Standard Chartered Bank.
- (9) Standard Chartered Bank is a wholly owned subsidiary of Standard Chartered Holdings Limited.
- (10) Standard Chartered Holdings Limited is a wholly owned subsidiary of Standard Chartered PLC.
- (11) Augusta Investments Zero Pte. Ltd. is a wholly owned subsidiary of Augusta AB Holdco Pte. Ltd..
- (12) Augusta AB Holdco Pte. Ltd. is a wholly owned subsidiary of Augusta Fundco Pte. Ltd..
- (13) Augusta Fundco Pte. Ltd. is a wholly owned subsidiary of Augusta Fund 1, LP.
- (14) Augusta GP Pte. Ltd. is the general partner of Augusta Fund 1, LP. and a wholly owned subsidiary of Affirma Capital (Singapore) Pte. Ltd..
- (15) Affirma Capital Managers (Singapore) Pte. Ltd. is the fund manager of Augusta Fund 1, LP and a wholly owned subsidiary of Affirma Capital (Singapore) Pte. Ltd..
- (16) Affirma Capital (Singapore) Pte. Ltd. is a wholly owned subsidiary of Affirma Capital Limited.

FREE FLOAT

As at 18 March 2026, approximately 10.86% of the issued ordinary shares of the Company are held in the hands of the public (on the basis of information available to the Company).

Accordingly, the Company has complied with Rule 723 of the Catalist Rules that an issuer must ensure that at least 10% of the total number of issued shares (excluding preference shares, convertible equity securities and treasury shares) in a class that is listed is at all times held by the public.

RULE 1204(7)

A statement (as at the 21st day after the end of the financial year) showing the direct and deemed interests of each Director of the Company in the Company's shares and convertible securities has been disclosed in the Directors' Statement on pages 64 to 68 of this annual report, and the word "debentures" as stated therein should be read to include all convertible securities.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“**AGM**”) of Polaris Ltd. (the “**Company**”) will be held at 11 Eunos Road 8, #09-01, Lifelong Learning Institute, Training Room 1-1, Singapore 408601, on Tuesday, 28 April 2026 at 2:00 p.m., for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Audited Financial Statements for the financial year ended 31 December 2025, together with the Directors’ Statement and Auditors’ Report thereon. **(Resolution 1)**
2. To re-elect Mr Sugiono Wiyono Sugialam, who is retiring pursuant to Regulation 86 of the Company’s Constitution and who, being eligible, offered himself for re-election.
(See Explanatory Note (i)) **(Resolution 2)**
3. To re-appoint Messrs Moore Stephens LLP as the Auditors of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Directors to fix their remuneration. **(Resolution 3)**
4. To transact any other ordinary business which may properly be transacted at an annual general meeting.

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without modifications:

5. To approve the payment of Directors’ fees of up to S\$130,000 for the financial year ending 31 December 2026 (FY2025: S\$130,000), to be paid quarterly in arrears.
(See Explanatory Note (ii)) **(Resolution 4)**
6. **GENERAL MANDATE TO ISSUE SHARES OR CONVERTIBLE SECURITIES** **(Resolution 5)**

That pursuant to Section 161 of the Companies Act 1967 (“**Companies Act**”) and Rule 806 of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual (Section B: Rules of Catalist) (“**Catalist Rules**”) and notwithstanding the provisions of the Constitution of the Company, authority be and is hereby given to the Directors of the Company (the “**Directors**”) to:

- (a) (i) allot and issue shares in the capital of the Company (“**Shares**”), whether by way of rights, bonus or otherwise; and/or
- (ii) make or grant offers, agreements or options (collectively, “**Instruments**”) that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

- (b) (notwithstanding that the authority conferred by this Ordinary Resolution may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by the Directors while this Ordinary Resolution was in force,

provided that:

NOTICE OF ANNUAL GENERAL MEETING

- (i) the aggregate number of Shares to be issued pursuant to this Ordinary Resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Ordinary Resolution) does not exceed 100% of the total number of issued shares in the capital of the Company excluding treasury shares and subsidiary holdings (as calculated in accordance with sub-paragraph (ii) below), of which the aggregate number of Shares to be issued other than on a *pro-rata* basis to shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Ordinary Resolution) does not exceed 50% of the total number of issued shares in the capital of the Company excluding treasury shares and subsidiary holdings (as calculated in accordance with sub-paragraph (ii) below);
- (ii) (subject to such calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (i) above, the percentage of issued shares shall be based on the total number of issued shares in the capital of the Company excluding treasury shares and subsidiary holdings at the time of passing of this Ordinary Resolution, after adjusting for:
 - (1) new Shares arising from the conversion or exercise of any convertible securities;
 - (2) (where applicable) new Shares arising from the exercise of share options or vesting of share awards which are outstanding or subsisting at the time of passing of this Resolution, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and
 - (3) any subsequent bonus issue, consolidation or subdivision of Shares;any adjustments made in accordance with (b)(ii)(1) or (b)(ii)(2) above 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 this Resolution is passed;
- (iii) 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 the Constitution for the time being of the Company; and
- (iv) unless revoked or varied by the Company in a general meeting, the authority conferred by this Resolution shall continue in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier.

(See Explanatory Note (iii))

BY ORDER OF THE BOARD

Sugiono Wiyono Sugialam
Executive Director

Date: 13 April 2026
Singapore

NOTICE OF ANNUAL GENERAL MEETING

Explanatory Notes:

On Ordinary Business

- (i) Mr Sugiono Wiyono Sugialam (“**Mr Sugiono**”) will, upon re-election as a Director of the Company, remain as an Executive Director of the Company and a member of the Nominating Committee.

Mr Sugiono is a substantial shareholder of the Company.

Detailed information about Mr Sugiono can be found under “Board of Directors” and “Corporate Governance Statement” in the FY2025 Annual Report.

On Special Business

Statement Pursuant to Regulation 57(3) of the Company’s Constitution

The effect of the resolutions under the heading “Special Business” in this Notice of AGM is as follows: -

- (ii) The Ordinary Resolution 4 proposed in item 5 above is to approve the payment of Directors’ fees for the financial year ending 31 December 2026.
- (iii) The Ordinary Resolution 5 proposed in item 6 above, if passed, is to empower the Directors to issue shares in the capital of the Company and/or instruments (as defined above). The aggregate number of shares to be issued pursuant to this Resolution 5 (including shares to be issued in pursuance of instruments made or granted) shall not exceed one hundred per cent. (100%) of the total number of issued shares, excluding treasury shares and subsidiary holdings of the Company, with a sub-limit of fifty per cent. (50%) for shares issued other than on a *pro-rata* basis to all shareholders (including shares to be issued in pursuance of instruments made or granted pursuant to this Resolution). For the purpose of determining the aggregate number of shares that may be issued, the percentage of the total number of issued shares, excluding treasury shares and subsidiary holdings of the Company, will be calculated based on the total number of issued shares excluding treasury shares and subsidiary holdings of the Company at the time of the passing of this Resolution 5, after adjusting for (i) new shares arising from the conversion or exercise of any convertible securities; (ii) new shares arising from the exercise of share options or vesting of share awards outstanding or subsisting at the time of the passing of this Resolution 5, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and (iii) any subsequent bonus issue, consolidation or subdivision of shares.

NOTICE OF ANNUAL GENERAL MEETING

IMPORTANT NOTICE FOR SHAREHOLDERS:

1. The Company's AGM is being convened and will be held in a wholly physical format at 11 Eunos Road 8, #09-01, Lifelong Learning Institute, Training Room 1-1, Singapore 408601, on Tuesday, 28 April 2026 at 2:00 p.m. **There will be no option for members to participate in the AGM virtually.**

The Annual Report, Notice of AGM, the accompanying proxy form and the request form for a printed copy of the FY2025 Annual Report ("**Request Form**") will be made available on the Company's website at <https://www.wearepolaris.sg> and on the SGXNet at <https://www.sgx.com/securities/company-announcements>. A member will need an internet browser and a PDF reader to view these documents. Printed copies of this Notice of AGM, the accompanying proxy form and the Request Form will be sent to members via post.

Printed copies of the FY2025 Annual Report will **NOT** be sent to members. A member who wishes to obtain a printed copy of the Annual Report should submit a completed Request Form or request the same via email to ir@wearepolaris.com no later than 2:00 p.m. on 20 April 2026 and provide his/her/its full name as per CDP/CPF/SRS records, NRIC/Passport Number/Company Registration Number, mailing address and the manner in which shares are held (e.g. via CDP, CPF, SRS, and/or physical script(s)) in the email. Failing this, the request will not be processed.

2. Members (including Central Provident Fund ("**CPF**") Investment Scheme members ("**CPF Investors**") and/or Supplementary Retirement Scheme investors ("**SRS Investors**") may participate in the AGM by:
 - a. attending the AGM in person;
 - b. raising questions at the AGM or submitting questions in advance of the AGM; and/or
 - c. voting at the AGM (i) themselves personally; or (ii) through their duly appointed proxy(ies).

CPF Investors and SRS Investors who wish to appoint the Chairman of the AGM (and not third-party proxy(ies)) as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 2:00 p.m. on 17 April 2026, being seven (7) working days prior to the date of the AGM.

Please bring along your NRIC/passport so as to enable the Company to verify your identity. Members are requested to arrive early to facilitate the registration process.

3. Members are encouraged to submit questions relating to the resolution to be tabled for approval at the AGM in advance, in the following manner:
 - (a) if submitted by post, to the Company's office at 81 Ubi Avenue 4 #03-13 UB. One Singapore 408830, attention to Polaris AGM; or
 - (b) if submitted electronically, by email to ir@wearepolaris.com.

All questions for the AGM must be submitted by 2:00 p.m. on 20 April 2026.

After the cut-off time for the submission of questions, any subsequent clarifications sought or follow-up questions will be addressed at the AGM.

Members will need to identify themselves when posing questions by email or by post by providing the following details:

- the member's full name (for individuals)/company name (for corporations) as it appears on his/her/its CDP/CPF/SRS share records;
- the member's NRIC/Passport/UEN number;
- the member's contact number and email address; and
- the manner in which the member holds his/her/its Shares in the Company (e.g. via CDP, CPF, SRS and/or physical script(s)).

The Company will endeavour to address all substantial and relevant questions submitted in advance of the AGM by publishing the responses to such questions on SGXNet and the Company's website at <https://www.wearepolaris.sg/investor-relations/>, by 2:00 p.m. on 23 April 2026 (being not less than forty-eight (48) hours prior to the closing date and time for the lodgment of the proxy forms).

Where substantial relevant questions submitted by Shareholders are unable to be addressed prior to the AGM, the Company will address them during the AGM. The Company shall only address relevant and substantial questions (as may be determined by the Company in its sole discretion) received. The Company will publish the minutes of the AGM on SGXNet and the Company's website at <https://www.wearepolaris.sg/investor-relations/> within one (1) month from the date of the AGM. The minutes would include the responses to the substantial and relevant questions addressed at the AGM.

4. A member who is not a Relevant Intermediary (as defined in Section 181 of the Companies Act) is entitled to appoint not more than two (2) proxies to attend, speak and vote on his/her/its behalf at the AGM. A member of the Company, which is a corporation, is entitled to appoint its authorised representative or proxy to vote on its behalf. Where such a member appoints two (2) proxies, the proportion of his/her/its shareholding to be represented by each proxy shall be specified. If no proportion is specified, the Company shall be entitled to treat the first-named proxy as representing the entire number of shares entered against his/her/its name in the Depository Register and any second-named proxy as an alternate to the first-named.

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 a 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 form of a proxy.

"**Relevant Intermediary**" has the meaning prescribed to it in Section 181 of the Companies Act:

- a. a banking corporation licensed under the Banking Act 1970 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;

NOTICE OF ANNUAL GENERAL MEETING

- b. a person holding a capital markets services licence holder to provide custodial services under the Securities and Futures Act 2001 and who holds shares in that capacity; or
- c. the CPF Board established by the CPF Act 1953, 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 CPF, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with the subsidiary legislation.

A member can appoint the Chairman of the AGM as his/her/its proxy, **but** this is **not mandatory**.

If a member wishes to appoint the Chairman of the AGM as a proxy, such member (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstentions from voting on each resolution in the instrument appointing the Chairman of the AGM as a proxy. If no specific direction is given as to voting or abstentions from voting in respect of a resolution in the form of proxy, the appointment of the Chairman of the AGM as a proxy for that resolution will be treated as invalid.

5. A proxy need not be a member of the Company.
6. The instrument appointing proxy/proxies, together with the power of attorney or other authority under which it is signed (if applicable) or a notarially certified copy thereof, must be deposited:
 - a) if sent personally or by post, be received by the Company's Share Registrar, Boardroom Corporate Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632, attention to Polaris AGM; or
 - b) if submitted electronically, be received by the Company's Share Registrar, Boardroom Corporate Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632, via email at polaris@boardroomlimited.com (e.g. a clear scanned signed form in PDF),

in either case, by 2:00 p.m. on **25 April 2026** (being not less than seventy-two (72) hours before the time appointed for holding the AGM) (or at any adjournment thereof) and in default, the instrument of proxy shall not be treated as valid.

Members of the Company are encouraged to submit completed proxy forms electronically via email.

7. The instrument appointing a proxy or proxies must be under the hand of the appointor or on his/her 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 common seal or under the hand of its attorney or duly authorised officer, failing which the instrument of proxy may be treated as invalid. Where the instrument appointing a proxy or proxies is executed by an attorney on behalf of the appointor, the letter or the power of attorney or a duly certified true copy thereof must be lodged with this proxy form, failing which the instrument of proxy may be treated as invalid.
8. The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed, 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 (such as in the case where the appointor submits more than one instrument appointing a proxy or proxies).
9. In the case of a member whose shares are entered against his/her/its name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), the Company may reject any instrument of proxy lodged if such member, being the appointor, is not shown to have any shares entered against his/her/its name in the Depository Register as at seventy-two (72) hours before the time set for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

Personal data privacy:

"**Personal data**" in this Notice of AGM has the same meaning as "personal data" in the Personal Data Protection Act 2012, which includes your name, address and NRIC/Passport number.

Where a member of the Company submits an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, 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 (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"); (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Photographic, sound and/or video recordings of the AGM may be made by the Company for record-keeping and to ensure the accuracy of the minutes to be prepared in respect of the AGM. Accordingly, the personal data of a member of the Company (such as his name, his presence at the AGM, any questions he may raise, or any motions he may propose/second) may be recorded by the Company for such purpose.

PROXY FORM

PROXY FORM – ANNUAL GENERAL MEETING

(Please see notes overleaf before completing this Form)



POLARIS LTD.

(Incorporated in the Republic of Singapore)
(Company Registration No.: 198404341D)

IMPORTANT:

- For investors who have used their Central Provident Fund (“CPF”) and/or Supplementary Retirement Scheme (“SRS”) monies to buy shares in the Company, this proxy form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them.
- CPF and/or SRS investors are requested to contact their respective Agent Banks at least seven (7) working days before the AGM to specify voting instructions and to ensure that their votes are submitted.

I/We* _____ (Name) _____ (NRIC / Passport / Company Registration Number*)

of _____ (Address)

being a *member/members of **Polaris Ltd.** (the “**Company**”), hereby appoint

NAME	ADDRESS	NRIC or Passport No.	Proportion of Shareholdings	
			No. of Shares	%

*and/or

NAME	ADDRESS	NRIC or Passport No.	Proportion of Shareholdings	
			No. of Shares	%

or failing him/her/them*, the Chairman of the Annual General Meeting of the Company (the “**AGM**”) as my/our* proxy(ies) to attend, speak and vote for me/us* on my/our* behalf at the AGM to be held at 11 Eunos Road 8, #09-01, Lifelong Learning Institute, Training Room 1-1, Singapore 408601 on Tuesday, 28 April 2026, at 2:00 p.m. and at any adjournment thereof. I/We* direct my/our* proxy(ies) to vote for or against or abstain from voting on the resolutions to be proposed at the AGM as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the AGM and at any adjournment thereof, the proxy will vote or abstain from voting at his/her discretion.

All resolutions put to the vote at the AGM shall be decided by way of poll.

(If you wish your proxy to cast all your votes “For” or “Against” a resolution, please tick (✓) in the “For” or “Against” box provided. Alternatively, please indicate the number of votes as appropriate. If you wish your proxy to abstain from voting on a resolution, please tick (✓) in the “Abstain” box provided. Alternatively, please indicate the number of shares that your proxy is directed to abstain from voting in the “Abstain” box in respect of that resolution. In any other case, the proxy/proxies may vote or abstain as the proxy/proxies deem(s) fit on the resolution if no voting instruction is specified, and on any other matter arising at the AGM and at any adjournment thereof.)

No.	ORDINARY RESOLUTIONS	For	Against	Abstain
Ordinary Business				
1.	Adoption of the Audited Financial Statements for the financial year ended 31 December 2025, together with the Directors’ Statement and Auditors’ Report			
2.	Re-election of Mr Sugiono Wiyono Sugialam as a Director of the Company			
3.	Re-appointment of Messrs Moore Stephens LLP as Auditor of the Company and to authorise the Directors to fix their remuneration			
Special Business				
4.	Approval of the payment of Directors’ fees of up to S\$130,000 for the financial year ending 31 December 2026, to be paid quarterly in arrears			
5.	Authority for Directors to allot and issue shares and convertible securities			

* Delete as appropriate.

Dated this _____ day of _____ 2026

Signature(s) of Member(s)
or Common Seal of Corporate Shareholder

Total Number of Shares in:	No. of shares
(a) CDP Register	
(b) Register of Members	

IMPORTANT: PLEASE READ NOTES OVERLEAF BEFORE COMPLETING THIS PROXY FORM



PROXY FORM

NOTES TO PROXY FORM:

1. A member should insert the total number of shares held. If the member has shares entered against his/her/its name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), he/she/it should insert that number of shares. If the member has shares registered in his/her/its name in the Register of Members of the Company, he/she/it should insert that number of shares. If the member has shares entered against his/her/its name in the Depository Register and shares registered in his/her/its name in the Register of Members of the Company, he/she/it should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by the member of the Company.
2. A member who is not a Relevant Intermediary (as defined in Section 181 of the Companies Act 1967) is entitled to appoint not more than two (2) proxies to attend, speak and vote on his/her/its behalf at the AGM. A member of the Company, which is a corporation, is entitled to appoint its authorised representative or proxy to vote on its behalf. Where such a member appoints two (2) proxies, the proportion of his/her/its shareholding to be represented by each proxy shall be specified. If no proportion is specified, the Company shall be entitled to treat the first-named proxy as representing the entire number of shares entered against his/her/its name in the Depository Register and any second-named proxy as an alternate to the first-named.
3. 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 a 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 form of a proxy.

“**Relevant Intermediary**” has the meaning prescribed to it in Section 181 of the Companies Act 1967:

- a. a banking corporation licensed under the Banking Act 1970, 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;
- b. a person holding a capital markets services licence holder to provide custodial services under the Securities and Futures Act 2001 and who holds shares in that capacity; or
- c. the CPF Board established by the CPF Act 1953, 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 CPF, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with the subsidiary legislation.

The proxy need not be a member of the Company. Please note that if any of your shareholdings are not specified in the list provided by the Relevant Intermediary to the Company, the Company has the sole discretion to disallow the participation of the said proxy at the AGM.

A member can appoint the Chairman of the AGM as his/her/its proxy, **but** this is **not mandatory**.

If a member wishes to appoint the Chairman of the AGM as a proxy, such member (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstentions from voting on each resolution in the instrument appointing the Chairman of the AGM as a proxy. If no specific direction is given as to voting or abstentions from voting in respect of a resolution in the form of a proxy, the appointment of the Chairman of the AGM as a proxy for that resolution will be treated as invalid.

4. The instrument appointing a proxy or proxies must be executed under the hand of the appointor or of his/her/its 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 or under the hand of an officer or attorney duly authorised. 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, failing which the instrument of proxy may be treated as invalid.
5. The instrument appointing a proxy or proxies, together with the power of attorney or other authority under which it is signed (if applicable) or a notarially certified copy thereof, must be deposited in the following manner:
 - a. if sent personally or by post, be received by the Company's Share Registrar, Boardroom Corporate Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632, attention to Polaris AGM; or
 - b. if submitted electronically, be received by the Company's Share Registrar, Boardroom Corporate Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632, via email at polaris@boardroomlimited.com (e.g. a clear scanned signed form in PDF),

in either case, **by 2:00 p.m. on 25 April 2026** (being not less than seventy-two (72) hours before the time appointed for holding the AGM) and in default, the instrument of proxy shall not be treated as valid.

Members of the Company are strongly encouraged to submit completed proxy forms electronically via email.

6. Please indicate with a tick [✓] in the spaces provided whether you wish your vote(s) to be for or against the Resolution(s) or to abstain from voting. In the absence of specific directions, the proxy/proxies will vote or abstain as he/she/they may think fit, as he/she/they will on any other matter arising at the meeting.
7. 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.
8. Completion and return of the Proxy Form by a member will not prevent him/her/it from attending, speaking and voting at the AGM if he/she/it so wishes. The appointment of the proxy(ies) for the AGM will be deemed to be revoked if the member attends the AGM in person, and in such an event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the AGM.
9. An investor who buys shares using CPF monies (“**CPF Investor**”) and/or SRS monies (“**SRS Investor**”) (as may be applicable) should not make use of this Proxy Form and should instead approach their respective Relevant Intermediary as soon as possible to specify voting instructions. CPF Investors / SRS Investors who wish to vote should approach their respective CPF Agent Bank / SRS Operator at least seven (7) working days before the AGM (i.e. by 17 April 2026) to ensure that their votes are submitted.
10. In the case of members of the Company whose shares are entered against their names in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if such members are not shown to have shares entered against their names in the Depository Register seventy-two (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 AGM dated 13 April 2026.



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