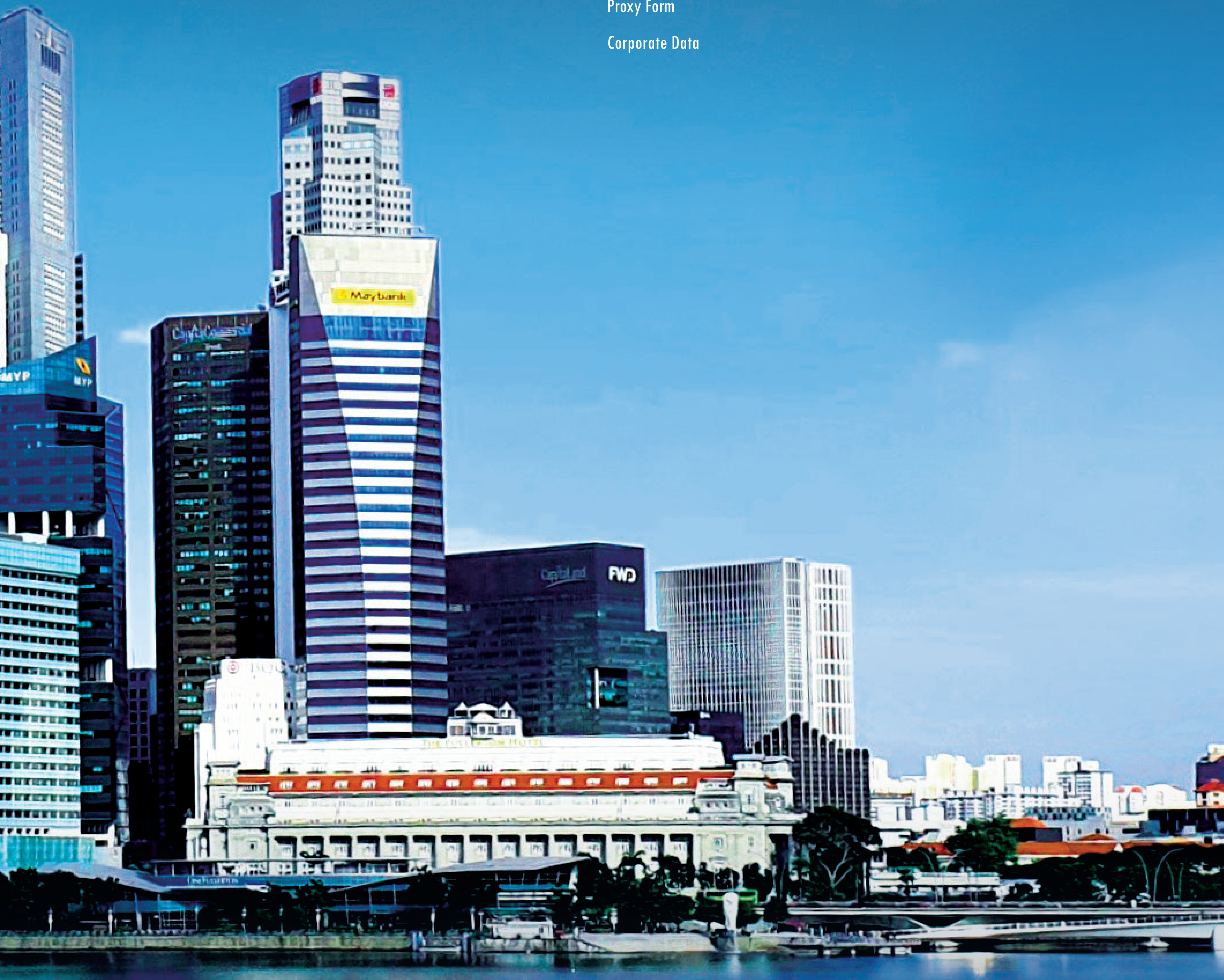
MediNex

ANNUAL REPORT 2022

DIVERSIFYING Capabilities
EXPLORING Opportunities

CONTENTS



This annual report has been prepared by Medinex Limited (the "Company") and reviewed by the Company's sponsor, Novus Corporate Finance Pte. Ltd. (the "Sponsor"), in compliance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalist.

This annual report has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this annual report, including the correctness of any of the statements or opinions made, or reports contained in this annual report.

The contact person for the Sponsor is Mr. Pong Chen Yih, Chief Operating Officer, at 7 Temasek Boulevard, #18-03B Suntec Tower 1, Singapore 038987, telephone (65) 6950 2188

OUR VISION

To be the preferred multidisciplinary business support platform for entrepreneurs and corporations in Singapore and the region.

OUR MISSION

To provide one-stop solutions for entrepreneurs and corporations to start-up, grow and transform their businesses.

CORPORATE PROFILE

Medinex Limited ("Medinex" or the "Company", and together with our subsidiaries, the "Group") is a Singapore-based medical support services provider, specialising in providing professional support services to medical clinics.

Our scope of medical support services includes overseeing the setting up of clinics, facilitating applications for relevant clinic licences, providing business support services such as accounting, tax agent services, human resource management services and corporate secretarial services. We also provide X-rays, pre-employment check-ups, health screenings services, and pharmaceutical services to our clients, assisting them in procuring medical and pharmaceutical products.

As an ancillary service, we provide business support services such as accounting and tax agent services, and corporate services to companies outside of the healthcare industry.

Medinex has been accredited as an Accredited Training Organisation (ATO) for the attainment of the Chartered Accountant (Singapore) designation.

MEDICAL & HEALTHCARE SERVICES

- Provide health screening packages, diagnostic and x-ray services, pre-employment check-ups and medical reviews for employment pass, student pass and work permit, vaccination services, customized healthcare plans for organisations' needs, and comprehensive healthcare at a general practice level.

MEDICAL SUPPORT SERVICES

- Provide customised and value-added support services to clients in primary and secondary healthcare sectors comprising general practitioners and specialists
- Provide turnkey solutions as well as detailed and strategic advice to general practitioners and specialists on establishing clinic facilities

PHARMACEUTICAL SERVICES

- Procure medical and pharmaceutical products for customers in Singapore
- Such medical and pharmaceutical products are obtained from authorised distributors in Singapore

BUSINESS SUPPORT SERVICES

- Provide a spectrum of business support services to assist clients to benefit from operational and cost efficiencies generated from economies of scale
- Serve clients over a variety of industries, including but not limited to food and beverage, retail, education and beauty

"FY2022 ...the focus was on expanding the revenue streams…..and the result is encouraging."

Tan Lee Meng, Chairman

"We have embarked on the journey to digitalize our processes, digitalization will continue to be our priority in the new financial year."

Jessie Low, CEO

CHAIRMAN & CEO MESSAGE

Dear Shareholders,

It is our pleasure to present to you our annual report for the financial year from 1 April 2021 to 31 March 2022 ("FY2022").

FY2022 has been an eventful year for Medinex. The focus was on expanding the revenue streams from diverse and non-traditional sources to increase the operating income and the result has been encouraging. Overall, we have achieved an increase of 11% in the total revenue for FY2022 as compared to the previous financial year.

MEDINEX'S STRATEGIC INITIATIVES SUMMARY

Expansion of Core Business Services

One of the new revenue streams comes from the setting up of the Medinex Specialist Centre (MSC) at the Farrer Park Connexion which operates a Call Center to provide the Call Support Services for anesthetists, a place for anesthetists and doctors to network and for conducting of training events. It also offers Clinic Set-Up Support, IT, Marketing & Branding and Human Resource Support Services.

In addition, we tapped on our strengths in finance and tax advisory to provide due diligence to companies that are fast growing and looking into expansion both locally and overseas.

Apart from these new streams of services, we obtained the accreditation as the management consultants to support our clients in the financial management, Human Resource and Service Excellence related projects with fundings provided by Enterprise Singapore.

All these were made possible due to the proactive and diligent engagement the team has established with the clients. Provision of out-sourced Branding and Marketing Solutions for Small and Medium Enterprises ("SMEs") has become another emergent revenue stream as more of our clients are considering repositioning themselves with their gradually intensifying competitive business arenas.

As we partner with them to grow their businesses through re-branding and moving up the value chain, we envisage proportionate growth in service offerings, goodwill, and revenue.

Digitalization of Business Processes

Digitalization of business processes to improve our effectiveness and efficiency was another focus for FY2022. Having embarked on this journey, we have successfully set up an in-house IT platform to facilitate a more effective cross-border collaborations with our overseas team. On the client's front, we kick-started the use of digital signature for signing of annual general meeting documents and obtaining of tax approval. Clients are now able to download their accounting and tax reports through a secured online portal round the clock to enable them make timely business decisions. This effort of digitalization will continue to be our priority in the new financial year.

Strategic Acquisition

The Group has successfully acquired Carlin Management Services Pte. Ltd., a company that specializes in providing accounting and corporate secretarial services for the smaller SME businesses, since 1st April 2022. This acquisition is a pivotal move towards achieving our 5-year business goals, providing the Group the opportunity to bring its business support services to the new customer segments such as the logistics which experienced a spike in the growth rate especially during the COVID-19 period.

BUSINESS OUTLOOK FOR FY2023

On 13th October 2021, the Prime Minister of Singapore announced the opening of 11 Vaccinated Travel Lanes, effectively transforming the nation's earlier more stringent Safe Management Measures to a 'Living with COVID' strategy, and thus defined a watershed moment in the nation's battle with the pandemic, and for a better outlook. Since then, travels to many countries have been re-established and overseas visitors have slowly but surely been returning to Singapore. This has spurred on the recovery of several directly and indirectly related business sectors, including the transportation and travel industry, food and beverage industry, and entertainment industry.

Since the end of February 2022, the conflict between Russia and Ukraine has had an immense and deep impact upon many facades of the global economy and societies. Already the conflict has brought about disruptions in supply of raw materials, especially oil and vital commodities, and hence a rise in business costs in many sectors – this will inevitably invoke responsive measures to contain the operational challenges in many businesses. We will continue to monitor the impact of the conflict on our clients' businesses and provide services in response to their needs.

On 24 March 2022, the Civil Aviation Authority of Singapore announced that Singapore will reopen its borders on 1 April 2022 and the growth prospects remain strong given the continued global economic recovery. As we move into the post-COVID-19 era with many of the countries' borders opening, and with more returning patients, the Group expects more new clinic set-ups, hence greater demand for the healthcare support services. Our newly established presence at Farrer Park Connexion will give an added advantage to reach out to these new doctors.

Medinex will continue to strengthen our team in providing the core medical support services for our existing and new clients. We will continue the efforts to develop the new stream of services and to digitalize the service delivery processes in achieving our vision as the preferred One-Stop Support Platform.

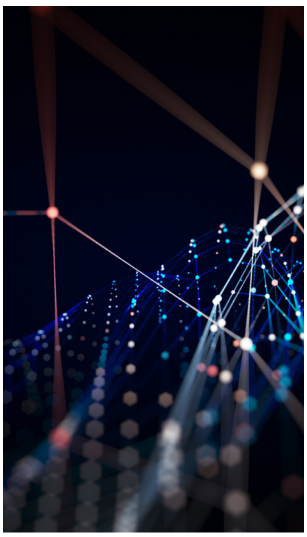
In addition, to pursue long term and sustainable growth, the Group will continue to explore opportunities for expansion through acquisitions and strategic alliances apart from the organic growth in the existing business. The Group will continue to strengthen its IT capability to digitalize some of the processes so that we can provide better service delivery while adopting a more prudent manpower strategy.

APPRECIATION

On behalf of the Board of Directors, we would like to thank our shareholders and associates for partnering us in FY2022. We would also like to appreciate all our employees for standing by us to provide excellent service to our clients and partners while we emerge slowly but surely out of this pandemic. As we continue to stand strong with one another, we trust that we will grow stronger in the coming years.

MEDINEX'S STRATEGIC INITIATIVES SUMMARY

- Expansion of Core Business Services
- Digitalization of Business Processes
- Strategic Acquisition



BOARD OF DIRECTORS

TAN LEE MENG
Non-Executive Chairman

JESSIE LOW MUI CHOO
Executive Director and
Chief Executive Officer

LIM TAI TOON
Lead Independent Non-Executive Director

Mr. Tan Lee Meng was appointed as Non-Executive Chairman on 22 May 2017. He was re-elected on 30 April 2019 and 28 July 2021. He is also a member of the Audit, Remuneration and Nominating Committee.

Mr. Tan has more than 20 years of experience in business development, incubating and investing in companies, and project management. He started his career in 1994, assisting his family in establishing construction and property-related businesses in Malaysia. In 1994, he was appointed as director of Asia Progress International Pte Ltd which participated in the Masterplan for Information Technology in Education to roll out the information technology training for teachers from the Ministry of Education in 1996.

In 2000, he set up LinksTech Holding Pte Ltd to provide strategic investments in information technology companies. Since then, he has been providing investment and consultancy services to individuals and companies on their investments and merger and acquisition exercises and serves as a director overseeing the investments of his own companies.

Mr. Tan was previously an Independent Director of BRC Asia Limited and Hisaka Holdings Ltd (now known as Regal International Group Ltd.), and a Non-Executive Director of See Hup Seng Limited (now known as SHS Holdings Ltd) and Sibercert Pte Ltd (a subsidiary of PSB Corporation).

Mr. Tan graduated from Oklahoma City University in 1993 with a Bachelor of Science (Summa cum Laude) and obtained a Master of Business Administration (Investment and Finance) from the University of Hull.

Ms. Jessie Low Mui Choo was appointed as Executive Director and Chief Executive Officer on 1 June 2017 and re-elected on 25 August 2020.
Ms. Low is responsible for the overall management, strategic planning and business development of the Group.

Ms. Low commenced her career in Ernst & Young LLP (then known as Ernst & Young) as an audit assistant in 1990. She joined Huan Long Court Chinese Restaurant Pte Ltd as an assistant accountant in 1994 before heading the internal audit department of Pan Malayan Holdings Limited in 1995.

In 1996, she founded El-Shaddai Consultants as a sole proprietorship and provided business and system planning advisory services until 2002. She later incorporated JK Corporate Services Pte. Ltd. to undertake the business of El-Shaddai Consultants in 2003. In 2005, she registered Ark Assurance (formerly known as Jessie Karun & Associates) to provide audit and accounting services and her Registered Public Accountant's registration is under Ark Assurance. In 2014, Ms. Low practised as Principal Partner at Ark Alliance LLP until 2017 when she was appointed as the Chief Executive Officer of the Company.

Ms. Low holds a Master of Business Administration from the University of Adelaide. She is an Accredited Tax Practitioner (Income Tax & GST), a Registered Public Accountant, a Fellow of the Institute of Singapore Chartered Accountant ("ISCA"), a Member of the Association of Chartered Certified Accountants ("ACCA") and an ASEAN Chartered Professional Accountant.

Mr. Lim Tai Toon was appointed as Lead Independent Non-Executive Director on 14 November 2018 and re-elected on 30 April 2019. He is also the Chairman of the Audit Committee and a member of the Remuneration and Nominating Committee.

Mr. Lim began his career with the Singapore Armed Forces ("SAF") in 1979 for 14 years where he held various senior positions, including the post of Army Budget Controller. After leaving the SAF, Mr. Lim has worked for several companies listed on the SGX-ST, serving as Head, Corporate Affairs of Ipco International Limited from 1994 to 1995, Chairman and Managing Director of Startech Electronics Limited (currently known as Incredible Holdings Ltd.) from 2003 to 2006 and Executive Director of Eastgate Technology Ltd from 2006 to 2009.

Mr. Lim was Executive Director of Ark Capital Pte. Ltd., which was Financial Advisor to Renewable Energy Asia Group Ltd. in 2010. He is currently Chairman and Executive Director of Ark Lanka Holdings (Private) Limited and Food Studio (Private) Limited and Chairman and Chief Executive Officer of Food Studio Holdings Pte. Ltd.. Mr. Lim was also a nominee for WestLB AG as creditor of First Engineering Limited in 2008 to 2009 and Independent Director of AfroAsia Shipping Company (Private) Limited from 2011 to 2013.

Mr. Lim is currently also an Independent Director of Medtecs International Corporation Limited, a company listed on the SGX-ST and Taiwan Stock Exchange as Taiwan Depository Receipt, as Lead Independent Director and Chairman of the Audit Committee.

Mr. Lim graduated from the National University of Singapore with a Degree of Bachelor of Accountancy in 1985 and obtained a Master of Business Administration from Brunel University and Master of Business Information Technology from Curtin University of Technology in 1994 and 2004 respectively.

BOARD OF DIRECTORS

YE BINLIN
Independent Non-Executive Director

Mr. Ye Binlin was appointed as the Independent Non-Executive Director on 1 September 2020 and re-elected on 28 July 2021. He is also the Chairman of the Remuneration Committee and a member of the Nominating and Audit Committee.

Mr. Ye started his career as an accountant in various companies in the shipping industry in China since his graduation in 1988. He became the Chief Financial Officer and Chief Accountant for the COSCO group of companies for approximately 13 years from 2001 to 2014.

He then moved on to take on more consultant and advisor roles in some companies from 2016 onwards. From 2017 to 2018, he was appointed as the Executive Director and Chief Financial Officer of AnAn International Limited (formerly known as CEFC International Limited), a company listed on the Mainboard of SGX-ST. He is currently the Executive Director of Oceanis Shipping Pte. Ltd. and a Director of Sunway Holdings Pte. Ltd.

Mr. Ye graduated from Shanghai Maritime University (formerly known as Shanghai Maritime College) with a Bachelor's degree in Economics.

VEN SREENIVASAN
Independent Non-Executive Director

Mr. Venkata Subramanian s/o Sreenivasan ("Ven Sreenivasan") was appointed as the Independent Non-Executive Director on 23 August 2021. He is also the Chairman of the Nominating Committee and a member of the Remuneration and Audit Committee.

Mr. Sreenivasan began his career in 1987 with the government service as an economist/industry analyst at the National Productivity Board, a unit of the Ministry of Trade & Industry. From 1993 to 2017, for a period of nearly 25 years, he was the Senior Correspondent and News Editor for the Business Times ("BT") specializing in coverage of economic, corporate and financial markets, including breaking news, interviews, features and analysis. He also produced major featured columns which include The Business Times' Raffles Conversation series and Hock Lock Siew. He also contributed to the Editorial/Leader columns and was BT's main aviation correspondent from 2000, covering the sector which included policies and players (airports, airlines and authorities). In addition, he completed a stint as BT's Malaysia-based correspondent in 1996 and was also BT's motoring columnist during the 1997-2000 period.

He was considered one of the leading writers in the newsroom and was responsible for newsroom management and editorial oversight, managing and overseeing corporate/financial news team of 40 journalists at the financial daily. He also wrote columns on markets, companies and aviation at the same time.

From 2017 to present, he has been appointed as Executive Editor, SPH Radio & Associate Editor, Straits Times of Singapore Press Holdings. He helped establish MoneyFM 89.3, Singapore's first and only financial radio station and coached the team presenters and producers. He has been instrumental with programming and content, sourcing of guests and market experts and maintain oversight on quality and accuracy of content. He also assisted the Straits Times Business team, providing guidance and oversight on stories and providing story tips.

He produces a weekly column where a wide range of topics ranging from economics, business, corporate and financial markets are covered.

He holds a Degree in Economics & Political Science from Brandon University and a Masters Degree of Arts from the University of Manitoba. In addition, he holds a Graduate Diploma in Financial Management from the Singapore Institute of Management.

KEY MANAGEMENT

LEE KIM HUNG
Chief Operating Officer

Mr. Lee Kim Hung is the Chief Operating Officer of the Group. He is responsible for developing and executing of long-term strategies of the Group. He also heads the operations of Nex Healthcare Pte. Ltd., a 100% owned subsidiary of Medinex, ensuring effective controls and alignments of the business strategies.

Mr. Lee started his career in 1993 with the SAF, where he held various positions including Programme Manager and Manager for Strategic Plans and Policies in the Army Department of Training, until he left in 2010. From 2010 to 2011, he was Senior Manager, Business Development & Plans at ST Kinetics Pte. Ltd. (now known as Innosparks Pte. Ltd.).

From 2011 to 2013, he was Chief Executive Officer of the Singapore Badminton Association. Since 2013, he has been involved in the healthcare business, being Chief Operating Officer and thereafter Chief Executive Officer of Northeast Health International Pte. Ltd.

Mr. Lee holds a Master of Business Administration from Nanyang Technological University and a Masters of Science from the University of Central Florida. He obtained his Bachelors of Engineering (First Class Honours in Aeronautical Engineering) from the University of London in 1993. He was awarded the SAF Merit Scholarship by the SAF in 1990.

LIEW WEI CHUN
Chief Financial Officer
(Appointed since 25 May 2022)

Mr. Liew Wei Chun is the Chief Financial Officer of the Group. He has 20 years of experience in corporate accounting and is responsible for all accounting, financial and taxation matters of the Group. He started his career as a tax advisor in Deloitte & Touche. He then joined as a group finance manager at PT Malindo Feedmill TBK and assisted the company to be the first Malaysia company listed on the Jakarta Stock Exchange. Mr. Liew joined Asian Agri Group as the Financial Controller in 2006 and was in charge of the entire finance spectrum for its upstream and downstream businesses.

In 2009, he joined as a Senior Finance Manager in Jurong Port Pte Ltd and managed over US$500 million worth of merger & acquisitions and joint venture activities, due diligence exercises and corporate finance. He then joined the start-up power generation company, Pacificlight Power Pte Ltd. as their finance manager in 2012. From 2015 to 2018, he was the Chief Financial Officer in PGS (East Asia) Pte Ltd where he managed regional finance roles in Asia. Prior to joining the Company, he was previously the Chief Financial Officer of Silkroad Nickel Limited from 2018 to 2020.

Mr. Liew graduated from the University of Putra Malaysia with a Bachelor of Science (Human Development) and obtained a Master of Accountancy from Charles Sturt University. He is also a member of the Malaysian Institute of Accountants and a member of CPA Australia.

LOW SIAM KIANG
Chief Integration Officer
(Financial Controller up till 9 June 2022)

Ms. Low Siam Kiang was previously the Financial Controller of the Group and has been re-designated as the Chief Integration Officer of the Group with effect from 9 June 2022*. Prior to the re-designation, she was responsible for overseeing the Group's finance team from 2017 to 2022.

Ms. Low is currently a Director of the Group's subsidiaries, Medinex Corporate Services Pte. Ltd., Medinex Healthcare Pte. Ltd., AccTax Management Consultancy Pte. Ltd. ("AccTax"), Medinex Professional Services Pte Ltd ("MPS"), Medinex Advisory Pte. Ltd. ("Medinex Advisory"), Ark Leadership & Learning Pte. Ltd. ("ARK LL") and Sen Med Holdings Pte. Ltd. ("Sen Med").

With more than 20 years of experience in accounting and finance, she started her career with PFS Pte. Ltd., an entity in Prima group of companies. She joined Medinex in 2010 and has been overseeing the finance and accounting functions of the Group since, up till her re-designation on 9 June 2022.

Ms. Low is an Accredited Tax Practitioner (Income Tax), a Chartered Accountant of ISCA and an Affiliate Member of ACCA.

* *Following the re-designation, Ms. Low will no longer be a key management personnel of the Group.*

KEY MANAGEMENT

CHAI YEE HOI
Chief Tax Officer

VALERIE LOW
Chief Business Development Officer

Mr. Chai Yee Hoi is the Chief Tax Officer overseeing the Business Support Services of the Group. He is responsible for servicing of the corporate clients and providing tax advisory. He is also the Director for AccTax, a 100% owned subsidiary of Medinex.

Mr. Chai started his career with Inland Revenue Department of the Ministry of Finance in 1986. He worked with various audit firms and small medium enterprises over the years. In 1993, he joined the Inland Revenue Authority of Singapore (IRAS), where he led a team of tax audit officers to perform audits of organizations in various industries. He subsequently joined Ernst & Young LLP as Goods and Services Tax ("GST") Manager in 2000. In 2005, he was GST Consultant at Robin Chia & Co., where he provided GST consultancy services to various companies and conducted seminars and workshops on GST and related matters in Singapore and Malaysia. Mr. Chai founded GST Academy and AccTax in 2006.

Mr. Chai is an Accredited Tax Advisor (Income Tax & GST), a non-practising Member of the ISCA and a Fellow of ACCA of the United Kingdom.

Ms. Valerie Low is the Chief Business Development Officer of the Group. She heads the Business Development function of the Group, focusing on clients' engagement, business expansions and diversifications. She is also the Managing Director of Ark LL, a wholly owned subsidiary of Medinex where she is responsible for the operations of Ark LL. Ms. Low has more than 20 years of experience in human resource consultation and training across different industries such as Healthcare, Banking & Finance, Logistics and Service.

She was the Vice President in United Overseas Bank Limited (UOB) before heading a regional team in FedEx Corporation, a Fortune 100 company, focusing on Talent and Management Development. Ms. Low founded Ark LL in 2014 to provide consultation in leadership and organization development. She has facilitated projects and training in Singapore and various parts of Asia.

Ms. Low holds a Master of Arts in Education and Human Development from the George Washington University, a Graduate Diploma in Human Resource Management from the Singapore Institute of Management, and a Bachelor of Arts in Social Work from the National University of Singapore. She is also a certified Strengths Performance Coach with Gallup University and a recognized management consultant with Enterprise Singapore.

GROUP STRUCTURE

Medinex Limited

- AccTax Management Consultancy Pte. Ltd. — 100% —
- Ark Leadership & Learning Pte. Ltd. — 100% —
- Medinex Advisory Pte. Ltd. — 100% —
- Medinex Corporate Services Pte. Ltd. — 100% —
- Medinex Corporate Services Sdn. Bhd. — 100% —
- Medinex HealthcarePte. Ltd. — 100% —
- Medinex Professional Services Pte. Ltd. — 100% —
- Nex Healthcare Pte. Ltd. — 100% —
- Sen Med Holdings Pte. Ltd. — 55% —
  - Express Medical Pte. Ltd. — 100% —
  - The Family Clinic @ Towner Pte. Ltd. — 100% —
  - X-Ray + Medical Screening Pte. Ltd — 100% —

PERFORMANCE REVIEW

FINANCIAL REVIEW

The Group achieved an increase in revenue of approximately S$1.21 million or approximately 11.20% for financial year ended 31 March (“**FY**”) FY2022 as compared to FY2021. Our subsidiary, Nex Healthcare Pte. Ltd., which is primarily involved in providing pharmaceutical services and medical support services, recorded an increase in revenue of S$0.21 million arising mainly from the higher demand in pharmaceutical products. Another subsidiary, Sen Med Holdings Pte. Ltd. (“**SMH**”), has recorded an increase in revenue by S$0.19 million arising from the increase in demand for health screening services and general medical services attributed by the opening of the Singapore border which allowed the entry of new foreign workers. Ark Leadership & Learning Pte. Ltd., another subsidiary of the Company has also recorded an increase in revenue of S$0.14 million due to the implementation of human resources and marketing projects for customers under the Enterprise Development Grant (“**EDG**”). The main increase in revenue of S$0.67 million mainly arose from professional services in accounting, taxation and corporate secretarial provided by Medinex Healthcare Pte Ltd, Medinex Advisory Pte Ltd (“**Medinex Advisory**”), Medinex Corporate Services Pte Ltd and Acctax Management Consultancy Pte. Ltd..

Other income, which comprised mainly of fixed deposits interest, government grants, fair value gain on financial asset at fair value through profit or loss (“**FVTPL**”) and rental income, decreased by approximately S$0.90 million in FY2022 as compared to FY2021. The decrease was mainly due to (a) the decrease in fair value gain on investment in financial asset at FVTPL of approximately S$0.89 million, and (b) the decrease in government grants and rental rebate of an aggregate amount of approximately S$0.54 million as a result of the reduction in government grants and rental rebate, (c) the decrease in interest income from fixed deposit approximately S$0.01 million and partially offset by (i) increase in gain on derecognition of financial asset of approximately S$0.47 million, and (ii) increase in referral fee of approximately S$0.05 million.

Inventories and consumables used and changes in inventories increased by approximately S$0.30 million due to the increase in demand for medical services and pharmaceutical products.

Amortisation and depreciation expenses decreased by approximately S$0.04 million in FY2022 as compared to FY2021 due to a decrease in depreciation of right-of-use assets and amortisation of intangible assets of approximately S$0.08 million and partially offset by the increase in depreciation charges of fixed assets of S$0.04 million.

Employee benefits expense increased by approximately S$0.20 million, or approximately 4.74% from FY2021 to FY2022 as a result of the recruitment of additional manpower in Malaysia to expand the Malaysia team as part of the long-term strategy in respect of cost saving measures.

Loss allowance on trade receivables decreased by approximately S$0.05 million or 18.43% due to lower impairment provisions in FY2022 as compared to FY2021.

Finance costs increased by approximately S$0.01 million or approximately 19.39% due to additional loan in current financial year.

Share of results of joint ventures net of tax decreased by approximately S$0.01 million due to losses recorded in Zenmedic Pte Ltd and J-Connect Pte Ltd ("**J-Connect**").

FINANCIAL POSITION

The Group is in a healthy financial position, with net assets attributable to owners of the company of approximately S$17.25 million and net cash balance (including fixed deposits) of approximately S$6.34 million as at 31 March 2022.

Total assets have decreased from approximately S$23.43 million as at 31 March 2021 to approximately S$22.98 million as at 31 March 2022. This decrease was primarily due to (a) decrease in intangible assets (which relates to customer relationships) by approximately S$0.41 million, (b) decrease in right-of-use assets of approximately S$0.58 million, (c) decrease in the Group’s investment in joint ventures by approximately S$0.11 million, (d) decrease in trade and other receivables by approximately S$0.07 million, (e) decrease in inventories by approximately S$0.08 million, (f) decrease in cash and bank balances including fixed deposits by approximately S$0.32 million and partially offset by the (i) increase in plant and equipment of approximately S$0.12 million, (ii) increase in financial assets at FVTPL by approximately S$1.25 million, (iii) increase in contract assets by approximately S$0.05 million, and (iv) increase in prepayments by approximately S$0.29 million.

The liabilities have decreased from approximately S$6.50 million as at 31 March 2021 to approximately S$5.50 million as at 31 March 2022. The decrease was primarily due to (a) decrease in lease liabilities of approximately S$0.61 million, (b) decrease in bank borrowings of approximately S$0.24 million, (c) decrease in trade and other payables of approximately S$0.17 million and (d) decrease in contract liabilities by S$0.03 million which were partially offset by the increase in provisions of approximately S$0.01 million and the increase in income tax payable of approximately S$0.04 million.

Equity attributable to owners of the parent has increased from approximately S$16.66 million as at 31 March 2021 to approximately S$17.25 million as at 31 March 2022 mainly due to the increase in retained earnings of approximately S$0.60 million.

CASH FLOW

The Group recorded net cash generated from operating activities of approximately S$2.85 million in FY2022, mainly due to operating cash flow before changes in working capital of approximately S$3.49 million, and adjusted for net working capital outflow of approximately S$0.30 million and income tax paid of approximately S$0.33 million. Our net working capital outflow was mainly due to increase in (a) trade and other receivables of approximately S$0.14 million, and (b) contract assets and contract liabilities of approximately S$0.07 million, which were partially offset by decrease in (a) prepayments of approximately S$0.01 million, (b) inventories of approximately S$0.08 million and (c) trade and other payables of approximately S$0.17 million.

Net cash used in investing activities of approximately S$0.02 million in FY2022 was mainly due to (a) the investment of financial asset at FVTPL of approximately S$0.68 million, (b) purchase of plant and equipment and intangible assets of an aggregate amount of approximately S$0.23 million, (c) advance payment for acquisition of subsidiary of approximately S$0.30 million, and (d) advances to joint venture of approximately S$0.03 million, which were partially offset by (a) dividend income from joint venture and financial asset at FVTPL as well as interest received of an aggregate amount of approximately S$0.36 million, and (b) disposal of financial assets at FVTPL of approximately S$0.86 million.

Net cash used in financing activities amounted to approximately S$3.16 million, mainly due to (a) dividend paid to shareholders of the Company and non-controlling interests of SMH of approximately S$2.34 million, (b) repayment of principal portion of lease liabilities and its interest portion of an aggregate of approximately S$0.52 million, (c) repayment of bank borrowings and its interest portion of an aggregate of approximately S$2.79 million, which were partially offset by an increase in bank borrowings of approximately S$2.50 million.

Overall, the Group recorded a net decrease in cash and cash equivalents of approximately S$0.32 million in FY2022 mainly due to advance payment for the acquisition of new subsidiary, investment in financial assets at FVTPL, payment of dividends and repayment of bank borrowings.

SUSTAINABILITY REPORT

MESSAGE FROM EXECUTIVE DIRECTOR AND CEO

Dear Stakeholders,

I am pleased to present the Sustainability Report (the "**Report**") of Medinex Limited ("**Medinex**" or the "**Company**", and together with our subsidiaries, the "**Group**"). This Report provides information on the sustainability of our business and practices during the financial year ended 31 March 2022 ("**FY2022**").

Healthcare needs in Singapore are expected to increase due to demographical changes from an aging population. The ongoing COVID-19 pandemic has further underlined the importance of an effective national healthcare ecosystem. The Group's services are able to meet these challenges as we provide crucial expertise in the setting up and continuing operations of healthcare services, contributing to the accessibility and provision of healthcare and medical services across Singapore.

High product and service quality is a core focus for the Group. We ensure that all our pharmaceutical products comply with laws and regulations and are approved by the Health Sciences Authority. To serve our clients better, the Group strives to anticipate changes in the healthcare sector and constantly improve our operating efficiency.

The Group assists clients in requirements such as licenses and permits and installation of Information Technology ("**IT**") applications. The Group aims to be a solutions provider for emergent healthcare technologies to clinics and provide options for upgrading existing IT infrastructure to include automation and data security facilities.

The Group is attentive to the sustainability practices within our business operations. We incorporate sustainability criteria when performing supplier assessments on medical and pharmaceutical suppliers. There is a strong emphasis on maintaining continual employee development, employee health and safety.

On behalf of the Board of Directors (the "**Board**"), I would like to express my gratitude to our clients, business partners and shareholders for their unwavering support. We look forward to your continual support as we strive to develop a more sustainable environment and healthcare ecosystem for all.

Jessie Low Mui Choo
Executive Director and Chief Executive Officer ("**CEO**")

ORGANISATION PROFILE

Headquartered in Singapore, Medinex Limited was listed on the Catalist Board of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") on 7 December 2018.

The Group is a provider of medical support services, specialising in providing professional support services to medical clinics ("**Medical Support Services**"). This includes overseeing the setting up of clinics, facilitating applications for relevant clinic licences and providing business support services such as accounting and tax agent services, human resource management services as well as corporate secretarial services. Medinex also provides pharmaceutical services to its clients, assisting them in procuring medical and pharmaceutical products ("**Pharmaceutical Services**"). As an ancillary service, we provide business support services to companies outside of the healthcare industry ("**Business Support Services**") and also medical & healthcare services ("**Medical & Healthcare Services**") in the areas of health screening, diagnostic and x-ray services, pre-employment check-ups and medical reviews.

MEDICAL & HEALTHCARE SERVICES
• Provide health screening packages, diagnostic and x-ray services, pre-employment check-ups and medical reviews for employment pass, student pass and work permit, vaccination services, customized healthcare plans for organisations' needs, and comprehensive healthcare at a general practice level.
MEDICAL SUPPORT SERVICES
• Provide customised and value-added support services to clients in primary and secondary healthcare sectors comprising general practitioners and specialists • Provide turnkey solutions as well as detailed and strategic advice to general practitioners and specialists on establishing clinic facilities
BUSINESS SUPPORT SERVICES
• Provide a spectrum of business support services to assist clients to benefit from operational and cost efficiencies generated from economies of scale • Serve clients over a variety of industries, including but not limited to food and beverage, retail, education and beauty
PHARMACEUTICAL SERVICES
• Procure medical and pharmaceutical products for clients in Singapore • Such medical and pharmaceutical products are obtained from authorised distributors in Singapore

REPORTING PRACTICE

Reporting Principles & Statement of Use:

The Group's sustainability report has been produced in accordance with the Global Reporting Initiatives ("**GRI**") Standards: Core option. The GRI Standards were selected as it represents the global best practices for reporting on economic, environmental and social topics. The Board of Directors has reviewed and approved the reported information, including the material topics.

The following principles have been applied to determine relevant topics that define the report content and ensure quality of information: a) GRI principles for defining report content: Stakeholder Inclusiveness, Sustainability Context, Materiality and Completeness; b) GRI principles for defining report quality: Accuracy, Balance, Clarity, Comparability, Reliability and Timeliness. The Report also incorporates the primary components of describing sustainability practices as set out in Rule 711B and Practice Note 7F of the Catalist Rules on a "Comply or Explain" basis.

Reporting Scope:

The report covers the Group's operations in Singapore including the operations under the operating segments Medical Support Services, Pharmaceutical Services, and Business Support Services. The report covers our performance from 1 April 2021 to 31 March 2022 ("**FY2022**").

Restatements:

There are no restatements of information made from previous reporting periods.

Assurance:

Internal controls and verification mechanisms have been established by management to ensure the accuracy and reliability of narratives and data. We have also considered the recommendations of an external Environmental, Social and Governance ("**ESG**") consultant for the selection of material topics as well as compliance with GRI Standards and SGX-ST Listing Rules. The Board of Directors has therefore assessed that external assurance is not required for the Report. The Group will continue to assess the need to further enhance the credibility of our sustainability report through internal review or external assurance.

Availability & Feedback:

This Report is available on SGXNet and online at: https://www.medinex.com.sg.

Detailed section and page references in line with the GRI Standards can be found in the GRI Standards Content Index section.

STAKEHOLDER ENGAGEMENT AND MATERIALITY ASSESSMENT

The Group understands that stakeholder engagement is the key to sustainable growth. Our material topics are identified through our engagement with stakeholders via various engagement platforms and are based on the significance of their impact in relation to the key issues of concerns raised by our internal and external stakeholders. We determine the material topics based on their materiality to our business and our stakeholders. Our stakeholders are groups that have a material impact on or are materially impacted by our operations.

The following table summarises our key stakeholders, engagement platforms, their key concerns and how the Group has responded to those concerns.

Stakeholders	Engagement platforms	Issues of concern	Our responses	Refer to section(s)
Customers	• Feedback	• Service quality and productivity • Product quality and safety	• Respond promptly to customer feedback	Focus 3: Service and Product Quality
Employees	• Performance appraisal system • Notice boards in office and email bulletins • Regular briefings	• Remuneration and benefits • COVID-19 Safety • Safe and positive workplace environment • Learning and development opportunities	• Provide fair employee remuneration and benefits • Provide meaningful feedback through performance appraisals • Provide regular training and updates on COVID-19 safety measures	Focus 4: Human Capital
Suppliers	• Supplier evaluation	• Product safety compliance	• Engage and evaluate suppliers on product safety and certifications	Focus 3: Service and Product Quality
Government and regulators	• SGX announcements • Annual reports • Ongoing dialogues	• Compliance with applicable rules and regulations	• Ensure full compliance with all applicable local laws and regulations including COVID-19 safety regulations	Focus 1: Governance and Ethics
Shareholders and investors	• SGX announcements • Annual reports • Investor relations	• Economic performance • Anti-corruption	• Provide informative corporate communication and reports	Focus 1: Governance and Ethics Focus 2: Economic Performance

The Group's materiality assessment is conducted based on the information obtained from a stakeholder engagement exercise and took into consideration the recommendations of an external consultant. The following steps were taken to identify and present the relevant material topics in this Report:

1. Identification: Selection of potential based on the risks and opportunities to the sector.

2. Prioritisation: Material factors are prioritised based on their alignment with the concerns of internal and external stakeholders including whether they are aligned with key organisational values, policies, operational management systems, goals and targets.

3. Review: Review the relevance of previously identified material factors.

4. Validation: Validate selected material factors in the Sustainability Report with the Board.

SUSTAINABILITY REPORT

Our materiality assessment informs us on the material topics to include in the sustainability report. From the results of our materiality assessment, we determined the following material topics and prioritized them in this Report according to the respective focus areas.

Focus Area	Material Topics	Applicable Segment
Focus 1: Governance and Ethics	GRI 205: Anti-corruption	Applicable across the Group
	GRI 418: Customer Privacy	Medical Support Services & Business Support Services
	GRI 419: Socio-economic Compliance	Applicable across the Group
Focus 2: Economic Performance	GRI 201: Economic Performance	Applicable across the Group
	GRI 203: Indirect Economic Impacts	Applicable across the Group
Focus 3: Service and Product Quality	GRI 416: Customer Health and Safety	Pharmaceutical Services
	GRI 417: Marketing and Labelling	
Focus 4: Human Capital	GRI 401: Employment	Applicable across the Group
	GRI 403: Occupational Health and Safety	
	GRI 404: Training and Education	
	GRI 405: Diversity and Equal Opportunity	
Focus 5: Our Environment	GRI 302: Energy	
	GRI 307: Environmental Compliance	

SUSTAINABILITY STRATEGY OVERVIEW

Our Mission

To provide one-stop solutions for entrepreneurs and corporations to start-up, grow and transform their businesses.

Our Vision

To be the preferred multidisciplinary business support platform for entrepreneurs and corporations in Singapore and the region.

Sustainability Philosophy

We aim to incorporate sustainable practices in our operations and the services that we provide to our clients. We believe that technology integration is critical to enabling enduring ESG practices in Medinex and our clients.

We assist our clients with their compliance requirements and comply strictly with local laws and regulations in our operations. This includes the Personal Data Protection Act ("**PDPA**") to ensure that there is no incident of regulatory breach and PDPA non-compliance in our services.

The Group strives to achieve sustainable practices across social and environmental areas. Human capital is key to our continued success and we focus on providing learning and upskilling opportunities for employee development. At the same time, we aim to leverage on the expertise and experience from the age and gender diversity within the Group. The environment is a key focus area as the Group recognizes that reductions in energy consumption can present opportunities for our clients to reduce operating costs.

ESG Performance Highlights

Zero non-compliant incidents with the health and safety of pharmaceutical products

No incidents of non-compliance with environmental laws and other relevant laws

Incorporated digital capabilities to improve business process efficiency

Contribution to the United Nations Sustainable Development Goals

The Group contributes to the United Nations Sustainable Development Goals ("**UN SDGs**") through our daily operations, strategy development and collaboration with our stakeholders. The attainment of the UN SDGs is a continuing global effort and forms part of the Group's long-term focus on sustainability. The following table highlights the Group's contributions to the attainment of the relevant UN SDGs.

SUSTAINABILITY REPORT

SUSTAINABLE DEVELOPMENT GOALS

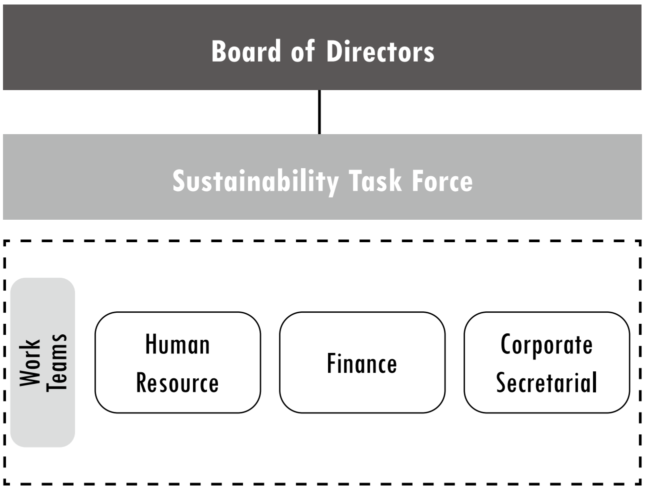
UN SDGs	The Group's Contribution	Read more in the following sections
3 GOOD HEALTH AND WELL-BEING	Facilitate access to quality healthcare as well as medical and pharmaceutical products.	Focus 3: Service and Product Quality
5 GENDER EQUALITY	Ensure access to career advancement and fair remuneration regardless of gender.	Focus 4: Human Capital
8 DECENT WORK AND ECONOMIC GROWTH	Provide productive employment and jobs with equal pay for equal work.	Focus 4: Human Capital
9 INDUSTRY, INNOVATION AND INFRASTRUCTURE	Explore the adoption of leading-edge technologies for delivering quality healthcare.	Focus 3: Service and Product Quality
12 RESPONSIBLE CONSUMPTION AND PRODUCTION	Wherever possible, promote responsible consumption of energy and environmental-friendly practices.	Focus 5: Our Environment
16 PEACE, JUSTICE AND STRONG INSTITUTIONS	Comply fully with all socioeconomic and environmental laws and regulations and promote strong corporate governance practices.	Focus 1: Governance and Ethics

SUSTAINABILITY REPORT

FOCUS 1: GOVERNANCE AND ETHICS

Governance and Statement of the Board

The Board and senior management provide strategic direction and consider sustainability issues as part of our strategic formulation. To implement our sustainability efforts, a Sustainability Task Force (the "Task Force") has been established to oversee the sustainability performance of the Group. It is chaired by the Chief Financial Officer and the Human Resource Director, who are key management personnel.



The Board approves the material ESG factors identified by the Task Force, and ensures that the factors identified are managed and monitored.

Please refer to the Corporate Governance Report in the Annual Report for more information on the Group's corporate governance practices, precautionary measures and risk management structure.

Corporate Compliance
GRI 419-1

The laws and regulations that are applicable to the Group include, among others, the Code of Corporate Governance 2018, Listing Rules of the SGX-ST and the Securities and Futures Act.

Review of new regulations and updates to existing regulations are regularly conducted by our employees, our secretarial firm and our auditors. Updates are disseminated to relevant staff and processes are in place to monitor the activities and associated performance on a regular basis.

Additionally, updates on relevant legal, accounting and regulatory developments are typically provided to Directors by email, or by way of briefings and presentations. The Company Secretary also circulates articles, reports and press releases issued by the SGX-ST and the Accounting and Corporate Regulatory Authority which are relevant to the Directors.

There were no instances of non-compliance with laws and regulations in the social or economic areas.

Risk Management

The Group adopts a precautionary approach in strategic decision making by implementing a comprehensive risk management framework. We have integrated the process for identifying, assessing and managing material ESG related risks into our organization's enterprise risk management ("**ERM**") framework.

Ethics and Integrity

Anti-corruption
GRI 205-1, 205-2, 205-3

The Group's anti-corruption policy is strictly implemented in the course of business. Our anti-corruption policy includes managing Conflict of Interest and gift acceptance, and all employees informed and educated on the Group's anti-corruption policy and zero tolerance against corruption. We also conduct anti-money laundering trainings for staff as a refresher.

There was no reported incident of corruption in FY2022.

The Group has also put in place a whistle-blowing policy, details of which can be found under the Corporate Governance Report set out from pages 20 to 33 of the Annual Report.

Customer Privacy
GRI 418-1

The Group and our suppliers comply strictly with the regulations under PDPA to ensure customer privacy for our clients. Where data collection and management are involved in our services, we treat all data as personal data and bind ourselves to stringent obligations to minimise accidental exposure of personal data and boost clients' confidence in our commitment towards securing data.

In FY2022, there were no substantiated complaints concerning breaches of customer privacy and losses of customer data due to our mismanagement.

Governance and Ethics Targets

Segment	FY2022 Targets	Status	FY2022 Performance
Medical Support Services	**Zero** breaches of PDPA	✓Met	Achieved zero breaches of PDPA
Business Support Services			
Segment	**FY2023 Targets**		
Group-wide	• **Zero** incidents of non-compliance with SGX-ST listing rules or CG Code • **Zero** reported corruption/whistle blowing report • **Zero** data privacy breach		

FOCUS 2: ECONOMIC PERFORMANCE

GRI 201-1, 201-4

At Medinex, we strive to achieve excellent economic performance in conjunction with sustainable ESG performance. In FY2022, we have received various government grants such as the Job Support Scheme, Wage Credit Scheme, Jobs Growth Incentive and Senior Employment Credit to retain our employees and ensure business continuity during COVID-19.

The Group's strong economic performance signals that we are able to provide direct economic value to our stakeholders such as salaries and employee benefits as well as the Group's capacity to support and implement sustainable practices. We aim to impact the community positively through our business and operations.

Details of our financial performance can be found in the financial statements of the Annual Report, which have been prepared in accordance with Singapore Financial Reporting Standards (International) and the provisions of the Companies Act 1967 of Singapore.

Economic Targets

Segment	FY2022 Targets	Status	FY2022 Performance
Group-wide	**Zero** negative impact on local communities	✓Met	Zero negative impact on the local community have been identified.
Segment	**FY2023 Targets**		
Group-wide	• Find ways to explore and integrate technology into services and products		

FOCUS 3: SERVICE AND PRODUCT QUALITY

Indirect Economic Impact

GRI 203-2

The Group aims to improve the efficiency and productivity of our clients by providing critical business support services and encouraging the adoption of IT. Through our services, we enhance the operating efficiency and improve business strategies and operations, enabling our clients to grow their business effortlessly.

Medical Support Services

The Group endeavours to increase productivity and operational efficiency for our clients through our medical support services which include turnkey solutions and strategic advice. With the implementation of PDPA and the emphasis on data protection, we seek to minimise our clients' risks and reduce challenges when securing customer data where applicable.

Business Support Services

Apart from companies in the healthcare industry, our Business Support Services are available to companies outside the healthcare industry. We focus on areas such as business modelling, human resource management, employee training, implementing accounting and taxation measures and growth strategies to help our clients expand their business with an all-rounded approach.

Pharmaceutical Services

The Group endeavours to build a strong foundation in the development of a sustainable healthcare ecosystem in Singapore by integrating sustainability considerations when assessing suppliers of medical and pharmaceutical products for our clients. While the shift to a truly sustainable healthcare system will not happen overnight, we are committed to the long journey. We continue to implement sustainable procurement practices while ensuring that end users receive the healthcare products that they required.

Managing Our Pharmaceutical Supply Chain

GRI 416-1, 416-2, 417-1, 417-2, 419-1

Medinex is committed to making the quality and safety of our procured pharmaceutical products our topmost priority. We place utmost importance in procuring from licensed and reputational pharmaceutical suppliers to ensure consumer product safety along our supply chain for all procured products. We evaluate our suppliers on a regular basis to ensure that they meet regulatory standards in product safety and labelling. We only engage suppliers who strictly comply with local regulations regarding product information and labelling, including information on product contents and instructions for safe use. The Drug Facts labels on the pharmaceutical products of our suppliers are approved by the Health Sciences Authority ("**HSA**") and are truthful and comprehensible.

While COVID-19 has brought about disruption to the global supply chain, the Group was able to maintain a resilient supply chain to ensure that the delivery of pharmaceutical products was timely.

In FY2022, the Group had no reported incidents of non-compliance regarding product health and safety, as well as product information and labelling.

The Group operates in strict compliance with socioeconomic laws and regulations that are applicable to our business. We keep ourselves abreast of the industrial and national regulations and standards to ensure that we stay current on compliance regulations. In FY2022, there were no incidents of non-compliance with laws and regulations in the social and economic areas.

Service and Product Quality Targets

Segment	FY2022 Targets	Status	FY2022 Performance
Pharmaceutical Services	**Zero** breaches in product health and safety	✓Met	Achieved zero breaches of product health and safety
Segment	**FY2023 Targets**		
Pharmaceutical Services	● **Zero** breaches in product health and safety ● Ensure that all suppliers of pharmaceutical products are licensed and certified		

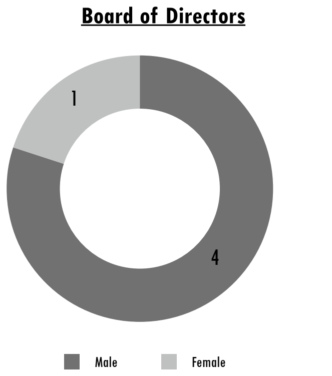
FOCUS 4: HUMAN CAPITAL

The Group endeavours to create an inclusive workplace environment, committed to mutual respect, fairness and equality for all our staff and workers.

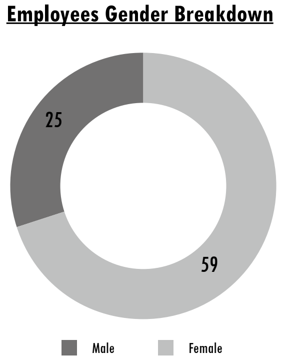
Workforce Diversity
GRI 401-1, 405-1

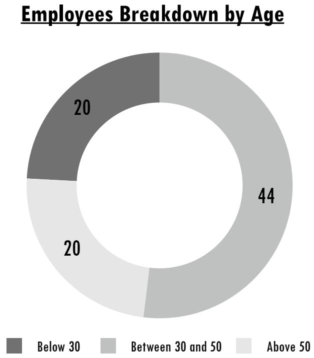
We advocate fair employment and endeavour to achieve a balanced and diversified workforce. As at 31 March 2022, the Group had a total strength of 84 employees, of which 8 were new hires during the reporting period. We also strive to leverage on the breadth of experience within the Board to guide the organisation to greater growth.

Breakdown of Board of Directors



Breakdown of Employees





Employee Retention
GRI 401-2, 401-3, 404-1, 404-3, 405-2

The Group recognises the valuable contribution of all employees. All employees are assessed regularly for their performance and remunerated fairly based on their experience, qualifications and performance, regardless of age or gender. We endeavour to create more opportunities to train and develop our employees based on their individual performance -appraisals to ensure that they continue to enhance and refine their existing skills and develop newer ones in support of the Group's mission and goals. 100% of our employees received regular performance appraisals and career development reviews in FY2022.

We recognise the importance of continuous development for our employees. In FY2022, our staff went through a total of 244 hours of training for continuous development and learning, amounting to 2.9 hours of training per employee.

We prioritise the welfare of our employees by granting a range of employee benefits such as medical insurance, healthcare and birthday leave. In FY2022, all eligible employees are entitled to parental leave and 1 employee took parental leave.

Occupational Health and Safety
GRI 403-1, 403-2, 403-3, 403-4, 403-7

In FY2022, the COVID-19 pandemic continued to impact the economy greatly. During these unsettling times, we stay committed to our stakeholders and make the utmost effort to adhere to local COVID-19 regulations and measures.

Our Group has formalised measures to protect our employees from COVID-19 transmission. We prioritise the safety of our employees by embracing 'work from home' arrangements to the furthest extent possible and educating all staff on the implemented safety measures such as practising safe distancing and wearing a face mask. To provide support for the community's efforts to combat COVID-19 transmission, we provided free masks to our employees in FY2022.

COVID-19 Support
GRI 203-2, 403-4, 403-7

As Singapore slowly eases COVID-19 restrictions, around 50% of our employees are back to work from office, adhering to the government's requirements for safe management measures at the workplace.

Even as the world is adjusting to living with COVID-19, some of our clients still have their businesses and cash flow affected by COVID-19 and we stay committed to supporting them to tide through these bad times by advising them on cost-cutting strategies and providing discounted services when necessary. The Group believes that assisting our clients through this difficult period will allow us to build solid partnerships with them in the long term.

With COVID-19 restrictions easing, we plan to physically meet up with our clients, on top of using virtual online engagement platforms to build up relationships and strengthen our business ties. We will continue to support our clients and employees during this difficult period.

Human Capital Targets

Segment	FY2022 Targets	Status	FY2022 Performance
Group-wide	Implement a training programme for employee development	✓Met	We have implemented 10 training programs for employee upskilling and knowledge strengthening.
	Zero incidents of non-compliance with COVID-19 laws and regulations	✓Met	There were zero incidents of non-compliance with COVID-19 laws and regulations
Segment	**FY2023 Targets**		
Group-wide	• To provide training programs to all employees • **Zero** incidents of non-compliance with COVID-19 laws and regulations • No material breach of employment laws		

FOCUS 5: OUR ENVIRONMENT

The Group is committed to the preservation of the environment. Over the past year, we have implemented electronic signing of documents, cloud data storage system and engaged in energy conservation initiatives to effectively reduce our carbon footprint.

Energy Management
GRI 302-4, 302-5

The Group is committed to achieving our environmental objectives and targets to ensure that we are operating sustainably. We strive to reduce energy consumption through measures such as increasing our energy efficiency and using light-emitting diodes ("**LED**") lights that are more environmentally friendly than conventional fluorescent lights.

We will continue to monitor our energy consumption to effectively reduce our energy usage and intensity in the near future.

Environmental Compliance
GRI 307-1

The Group takes extra precautions in ensuring strict compliance with local environmental regulations during daily operations. We ensure that our operations have no adverse impact on the environment.

There was no incident of non-compliance with environmental laws and regulations in FY2022.

SGX-ST Five Primary Components Index

S/N	Primary Component	Section Reference
1	Material ESG Factors	• Stakeholder Engagement and Materiality Assessment
2	Policies, Practices and Performance	• Message from Executive Director and CEO • Sustainability Strategy Overview • Focus 1 to 5
3	Board Statement	Governance and Statement of the Board
4	Targets	• Governance and Ethics Targets • Economic Targets • Service and Product Quality Targets • Human Capital Targets
5	Sustainability Reporting Framework	Reporting Practice

SUSTAINABILITY REPORT

GRI STANDARDS CONTENT INDEX

GRI Standard	Disclosure	Section Reference
GRI 102: General Disclosures	102-1 Name of the organisation	Message from Executive Director and CEO
	102-2 Activities, brands, products, and services	Organisation Profile
	102-3 Location of headquarters	Organisation Profile
	102-4 Location of operations	Organisation Profile
	102-5 Ownership and legal form	Annual Report 2022
	102-6 Markets served	Organisation Profile
	102-7 Scale of the organisation	Organisation Profile
	102-8 Information on employees and other workers	Focus 4: Human Capital
	102-9 Supply chain	Focus 3: Service and Product Quality
	102-10 Significant changes to the organisation and its supply chain	Annual Report 2022
	102-11 Precautionary Principle or approach	Annual Report 2022
	102-13 Membership of associations	Not applicable. No reportable associations
	102-14 Statement from senior decision-maker	Message from Executive Director and CEO
	102-15 Key impacts, risks, and opportunities	Message from Executive Director and CEO, Our Sustainability Story
	102-16 Values, principles, standards, and norms of behavior	Ethics and Integrity
	102-18 Governance structure	Annual Report 2022
	102-40 List of stakeholder groups	Stakeholder Engagement and Materiality Assessment
	102-41 Collective bargaining agreements	Not applicable. No collective bargaining agreements.
	102-42 Identifying and selecting stakeholders	Stakeholder Engagement and Materiality Assessment
	102-43 Approach to stakeholder engagement	Stakeholder Engagement and Materiality Assessment
	102-44 Key topics and concerns raised	Stakeholder Engagement and Materiality Assessment
	102-45 Entities included in the consolidated financial statements	Annual Report 2022
	102-46 Defining report content and topic boundaries	Reporting Practice
	102-47 List of material topics	Reporting Practice
	102-48 Restatements of information	Reporting Practice
	102-49 Changes in reporting	Reporting Practice
	102-50 Reporting period	Reporting Practice
	102-51 Date of most recent report	6 July 2021
	102-52 Reporting cycle	Reporting Practice
	102-53 Contact point for questions regarding the report	Reporting Practice
	102-54 Claims of reporting in accordance with the GRI standards	Reporting Practice
	102-55 GRI content index	GRI Standards Content Index
	102-56 External assurance	Reporting Practice
GRI 201-1: Economic Performance	201-1 Direct economic value generated and distributed	Focus 2: Economic Performance
	201-4 Financial assistance received from government	Focus 2: Economic Performance

GRI Standard	Disclosure	Section Reference
GRI 203: Indirect Economic Impacts	203-2 Significant indirect economic impacts	Business Support Services, COVID-19 Support
GRI 205: Anti-corruption	205-1 Operations assessed for risks related to corruption	Anti-corruption
	205-2 Communication and training about anti-corruption policies and procedures	Anti-corruption
	205-3 Confirmed incidents of corruption and actions taken	Anti-corruption
GRI 302: Energy	302-4 Reductions of energy consumption	Energy Management
	302-5 Reductions in energy requirements of products and services	Energy Management
GRI 307: Environmental Compliance	307-1 Non-compliance with environmental laws and regulations	Environmental Compliance
GRI 401: Employment	401-1 New employee hires and employee turnover	Workplace Diversity
	401-2 Benefits provided to full time employees that are not provided to temporary or part-time employees	Employee Retention
	401-3 Parental leave	Employee Retention
GRI 403: Occupational Health and Safety	403-1 Occupational health and safety management system	Occupational Health and Safety
	403-2 Hazard identification, risk assessment, and incident investigation	Occupational Health and Safety
	403-3 Occupational health services	Occupational Health and Safety
	403-4 Worker participation, consultation, and communication on occupational health and safety	COVID-19 Support
	403-7 Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	COVID-19 Support
GRI 404: Training and Education	404-1 Average hours of training per year per employee	Employee Retention
	404-3 Percentage of employees receiving regular performance and career development reviews	Employee Retention
GRI 405: Diversity and Equal Opportunity	405-1 Diversity of governance bodies and employees	Workforce Diversity
	405-2 Ratio of basic salary and remuneration of women to men	Employee Retention
GRI 416: Customer Health and Safety	416-1 Assessment of the health and safety impacts of product and service categories	Managing Our Pharmaceutical Supply Chain
	416-2 Incidents of non-compliance concerning the health and safety impacts of products and services	Managing Our Pharmaceutical Supply Chain
GRI 417: Marketing and Labelling	417-1 Requirements for product and service information and labelling	Managing Our Pharmaceutical Supply Chain
	417-2 Incidents of non-compliance concerning product and service information and labelling	Managing Our Pharmaceutical Supply Chain
GRI 418: Customer Privacy	418-1 Substantiated complaints concerning breaches of customer privacy and losses of customer data	Customer Privacy
GRI 419: Socioeconomic Compliance	419-1 Non-compliance with laws and regulations in the social and economic area	Corporate Compliance & Managing Our Pharmaceutical Supply Chain

CORPORATE GOVERNANCE REPORT

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022

Medinex Limited ("**Medinex**" or the "**Company**") and its subsidiaries (the "**Group**") are committed to maintaining a high standard of corporate governance to ensure greater transparency, to protect shareholders' interests and enhance shareholders' value.

The Group adopts practices based on the Code of Corporate Governance 2018 (the "**Code**") issued on 6 August 2018.

This report describes the Group's corporate governance practices that were in place for the financial year from 1 April 2021 to 31 March 2022 ("**FY2022**"), with specific reference made to the principles and provisions as set out in the Code and SGX-ST Listing Manual Section B: Rules of the Catalist (the "**Catalist Listing Manual**"), where applicable.

While it is always the objective of the Group to ensure all the provisions in the Code are followed strictly, where there are areas of the current practices which deviate from the Code, appropriate explanations are provided accordingly.

(A) BOARD MATTERS

The Board's Conduct of Its 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 primary function of the Board of Directors (the "**Board**") is to provide effective leadership and direction and works with Management to enhance the long-term value of the Group to its shareholders and other stakeholders.

The Board sets the tone for the Group in respect of ethics, values and desired organisational culture, and also ensures proper accountability within the Group.

The Board has the overall responsibility for reviewing the strategic and performance objectives, financial plans and performance reviews, key operational initiatives, major funding and investment proposals and corporate governance practices.

In addition, the principal duties of the Board include:

- Approve the corporate direction and strategy of the Group and monitor the performance of the Management;
- Review the adequacy and integrity of the Group's internal controls, risk management systems, and financial information reporting system;
- Approve the nomination and appointment of key managerial personnel;
- Approve the annual budget, major funding proposals and investment proposals, and ensuring the necessary financial and human resources are in place for the Group to meet its objectives;
- Identify the key stakeholder groups and recognise that their perceptions affect the Group's reputation;
- Review the financial performance and necessary reporting compliance;
- Set company values and standards (including ethical standards) and ensure that obligations to shareholders and other stakeholders are understood and met;
- Assume responsibility for corporate governance; and
- Consider sustainability issues, e.g. environmental and social factors, as part of its strategic formulation.

Directors are required to promptly disclose any conflict or potentially conflict of interest, whether directly or indirectly, in relation to any matters, transactions or proposed transactions with the Group as soon as is practicable after the relevant facts have come to their knowledge. Any Director who has a conflict of interest which is likely to impact his independence or conflict with a subject under discussion by the Board is required to immediately declare his interest to the Board and recuse himself from participating in any discussion and voting on the subject matter.

[Provision 1.2]
Directors are constantly kept abreast of developments in regulatory, legal, and accounting frameworks that are of relevance to the Group through participation in the relevant training courses, seminars and workshops.

The Company does a yearly review of the training and development of all its Directors. Board members are encouraged to attend seminars and receive training in connection with their duties as directors in areas such as accounting and legal knowledge, particularly on latest developments to relevant laws, regulations, accounting standards and changing commercial risks to enable them to make well-informed decisions and to ensure that the directors are competent in carrying out their expected roles and responsibilities.

The Board ensures that incoming new Directors are familiar with the Group's businesses and corporate governance practices upon their appointment, to facilitate the effective discharge of their duties. Upon appointment, the incoming new Director receives a formal letter of appointment setting out his/her duties. All newly appointed Directors will undergo an orientation programme where the Director would be briefed on the Group's strategic direction, governance practices, business and organisation structure as well as the expected duties of a director of a listed company.

To get a better understanding of the Group's business, the Directors had met with the key management personnel of the Group.

The Company's new director, Mr. Venkata Subramanian s/o Sreenivasan, appointed on 23 August 2021, had attended the relevant programmes under the Listed Entity Director Programme organised by Singapore Institute of Directors ("**SID**") prior to his appointment as the Company's director.

Mr. Ye Binlin has attended the sustainability training course conducted by Singapore Environment Council. The rest of the Directors have enrolled and will be attending similar sustainability training courses during the financial year ending 31 March 2023.

The Directors are encouraged to attend the relevant courses and programmes from the SID to be acquainted with the role and responsibilities of a Director in the context of a listed company.

In addition to the above, the external and internal auditors of the Group, regularly brief the audit committee members at the latter's meetings on the developments in accounting and governance standards, cybersecurity matters and changes in the code of corporate governance and listing rules. Furthermore, the CEO and Management update the Board at board meetings on business and strategic developments and the current environment of the industry, whenever necessary.

[Provision 1.3]
The Board has delegated the day-to-day operations to the Management while reserving key matters for Board approval. Key functions of the Board include approving consolidated financial statements for the Group, conflict of interest checks for directors, disposal of assets, strategic planning and material acquisitions, share issuances, dividends, and other matters which require the Board's approval.

The Board's approval is required for transactions or matters such as major investments, corporate restructuring, mergers and acquisitions, material acquisitions or disposal of assets, the release of the Group's financial results announcements, interested person transactions of a material nature and declaration of dividends.

Clear directions have been imposed on Management that such matters must be approved by the Board. Apart from the reserved matters stated above, the Board also approves transactions exceeding certain threshold limits, while delegating authority for transactions below those limits to Management so as to optimise operational efficiency.

While key matters relating to the Group's objectives, strategies and policies require the Board's direction and approval, the Management is responsible for overseeing the day-to-day management and business operation of the Group and implementing the Board-approved strategic policies.

[Provision 1.4]
The Board has delegated certain functions to various board committees, namely the Audit Committee ("**AC**"), Nominating Committee ("**NC**"), and Remuneration Committee ("**RC**") (collectively, the "**Board Committees**"). Each of the various Board Committees has its own written terms of reference and whose actions are reported to and monitored by the Board. The Board accepts that while these various Board Committees have the authority to examine particular issues and will report back to the Board with their decisions and/or recommendations, the ultimate responsibility on all matters lies with the Board.

The composition of the Board Committees are as follows:-

Board Committees / Designation	AC	NC	RC
Chairman	Mr. Lim Tai Toon	Mr. Venkata Subramanian s/o Sreenivasan	Mr. Ye Binlin
Member	Mr. Tan Lee Meng	Mr. Tan Lee Meng	Mr. Tan Lee Meng
Member	Mr. Venkata Subramanian s/o Sreenivasan	Mr. Lim Tai Toon	Mr. Lim Tai Toon
Member	Mr. Ye Binlin	Mr. Ye Binlin	Mr. Venkata Subramanian s/o Sreenivasan

[Provision 1.5]
The Board convenes scheduled meetings and additional meetings as and when necessary. Directors who are unable to attend Board meetings physically are allowed to attend the meetings via video or telephone conferencing or by means of a similar communication equipment. The Board and Board committees also make decisions by way of circular resolutions.

The Directors' attendance at the Board meetings, Board Committee meetings and general meetings of the Company held in FY2022 are set out below:

	Board	AC	NC	RC	AGM / EGM
No. of meetings held in FY2022	2	2	1	1	1
Name of Directors		**No. of meetings attended**			
Mr. Tan Lee Meng	2	2	1	1	1
Ms. Jessie Low Mui Choo	2	2*	1*	1*	1
Mr. Lim Tai Toon	2	2	1	1	1
Mr. Ye Binlin	2	2	1	1	1
Mr. Wee Yiap Fook San#	0	0	0	0	1
Mr. Venkata Subramanian s/o Sreenivasan##	1	1	–	–	–

Notes:-

* Executive Director was invited to sit in the AC, NC and RC meetings.

\# Ceased as Independent Non-executive Director, Chairman of RC and a member of the AC and NC on 28 July 2021.

\#\# Appointed as Independent Non-executive Director, Chairman of NC and a member of the AC and RC on 23 August 2021.

In cases where a Director has multiple Board representations, the NC assesses whether such Director has been adequately carrying out his/her duties as a Director of the Company. To address competing time commitments when Directors serve on multiple Boards, the Board will set a maximum limit of directorships that a Director may hold concurrently for listed companies. Although some of the Directors have multiple Board representations, the NC has considered and is satisfied that each of them is able to and has adequately carried out his/her duties as a Director of the Company for FY2022, given that each of them does not currently hold more than two (2) directorships in listed companies (including the Company) and there were sufficient time and effort taken to discharge their duties in the best interests of the Group. The considerations in assessing the capacity of Directors include expected and/or competing time commitments of Directors, such as whether or not the commitment is in a full-time or part-time employment capacity, geographical location of the Directors, size and composition of the Board. *[Provision 4.5]*

Each Director's listed company board directorships and principal commitments can be found in the Board of Directors Profile section of the Annual Report. *[Provision 4.5]*

[Provision 1.6]
Management recognises the importance of ensuring the flow of information to the Directors on an ongoing basis to enable them to make informed decisions to discharge their duties and responsibilities. All Board and Board Committee papers are distributed to Directors in advance to allow sufficient time for Directors to prepare for the meetings.

Management's proposals to the Board for approval provide background and explanatory information such as facts, resources needed, risk analysis and mitigation strategies, financial impact, regulatory implications, expected outcomes, conclusions and recommendations.

[Provision 1.7]
The Board has at all times separate and independent access to the Management through electronic mail, telephone and face-to-face meetings and may request for any additional information at any time to enable them to make informed decisions. Key management personnel of the Group, the Company's auditors and external consultants are invited to attend Board and Board Committee meetings to update and provide independent professional advice on specific issues, if required.

Should Directors, whether as a group or individually, require professional advice, the Group, upon direction by the Board, shall appoint a professional adviser selected by the Group or the individual, approved by the Chairman, to render the advice. The cost of such service shall be borne by the Group.

Directors have access to the Company Secretary. The Company Secretary's responsibilities include among others, assisting in ensuring that the Board's procedures are observed and that the Company's Constitution, relevant rules and regulations, including requirements of the Securities and Futures Act, Companies Act and Catalist Listing Manual, are complied with.

The Company Secretary and/or her representative attend and prepare minutes for all Board and Board Committee meetings. The Company Secretary assists the Chairman of the Board, the Chairman of the respective Board Committees and Management in the development of the agendas for their meetings. The appointment and the removal of the Company Secretary are subject to the Board's approval as a whole.

Board Composition and Guidance

Principle 2: The Board has an appropriate level of independence and diversity of thought and background in its composition to enable it to make decisions in the best interests of the company.

[Provision 2.1]
The NC is tasked to determine on an annual basis and as and when the circumstances require, whether or not a director is independent in conduct, character and judgement, and whether he/she has any 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 judgement in the best interests of the Company.

For the purpose of determining each Independent Director's independence, every Independent Director has provided a declaration on their independence for acting as a director of the Company based on the requirements under the Code, which is deliberated upon by the NC and the Board.

The NC determines the independence of each Director based on the definition of independence set out in the Code and Catalist Listing Manual. For FY2022, the NC and Board are of the view that the independent element on the Board is maintained and are satisfied with the independent status of the following Independent Directors:-

- Mr. Lim Tai Toon
- Mr. Venkata Subramanian s/o Sreenivasan
- Mr. Ye Binlin

None of the Independent Directors has served on the Board beyond nine years since the date of their first appointment.

[Provisions 2.2&2.3]
The Board has five (5) members and comprises the following:

Name of Director	Designation
Mr. Tan Lee Meng	Non-executive Chairman
Ms. Jessie Low Mui Choo	Executive Director and Chief Executive Officer
Mr. Lim Tai Toon	Lead Independent Non-executive Director
Mr. Venkata Subramanian s/o Sreenivasan	Independent Non-executive Director
Mr. Ye Binlin	Independent Non-executive Director

A majority of three out of five directors on the Board are Independent Non-executive Directors.

[Provision 2.4]
The Company recognises that board diversity is an essential element contributing to its sustainable development and strategic success. The Company believes that board diversity augments decision-making and a diverse board is more effective in dealing with organisational changes and less likely to suffer from groupthink.

The Group has in place a Board Diversity Policy which endorses the principle that its Board should have a balance of skill, knowledge, experience and diversity of perspectives appropriate to the Group's business to promote the inclusion of different perspectives and ideas, and mitigate against groupthink.

The NC reviews the size and composition of the Board and Board Committees, and the skills and core competencies of its members to ensure an appropriate balance and diversity of skills, experience, gender, age and knowledge of the Company. The Board considers that its Directors possess the necessary competencies and knowledge to lead and govern the Group effectively.

The Board encourages active participation and engagement among the Directors for dynamic and stimulating exchanges of views and opinions at Board and Board Committee meetings. The Directors make decisions using their collective wisdom and exercise their individual opinions whilst at all times acting in the best interests of the Group. No individual or group of Directors within the Board is supposed to dominate or is able to dominate the discussion process and decision-making. Where necessary, the Non-executive Directors (i) constructively challenge and help develop proposals on strategy, (ii) review the performance of the Management in meeting agreed goals and objectives and monitor the reporting performance, and (iii) meet and discuss the Group's affairs without the presence of Management.

The NC has reviewed the composition of the Board and the Board Committees during the course of FY2022 and is of the view that the current Board and Board Committees are of an appropriate size and comprise of directors with appropriate balance and mix of skills, knowledge, experience, gender and age after taking into consideration the size of the current business operations of the Group.

The objective of the NC is to review and assess the Board composition and assess how to further strengthen the current skillsets of the Directors for more diversity of perspectives appropriate to the Group's business.

[Provision 2.5]
During the year, the Non-Executive Directors and Independent Non-executive Directors communicate among themselves without the presence of Management as and when the need arises. The Chairman of such meetings then provides feedback to the Board and/or Management, as appropriate. The Company also benefits from Management's ready access to its Directors for guidance and exchange of views, both within and outside the formal environment of the Board and Board Committee meetings.

Chairman and Chief Executive Officer

Principle 3: There is a clear division of responsibilities between the leadership of the Board and Management, and no one individual has unfettered powers of decision-making.

[Provision 3.1]
The Chairman and the Chief Executive Officer ("**CEO**") positions are held by separate individuals, who are not related to each other. This is so that an appropriate balance of power and authority, with clear division of responsibilities, increased accountability and greater capacity of the Board for independent decision making, can be attained. This segregation of roles also facilitates a healthy, open exchange of views and opinions between the Board and Management in their deliberation of the business, strategic plans and key activities of the Company.

[Provision 3.2]
The Chairman bears the primary responsibility for the workings of the Board, ensuring its effective function, sets its agenda and ensures that adequate time is available for discussion of all agenda items, in particular, strategic issues. He promotes a culture of openness and debate at the Board. He also ensures that the Board meetings are held whenever necessary; the Directors receive accurate, clear and timely information, encourages constructive relations between Management and the Board, as well as between Executive, Non-executive and Independent Directors, and facilitates the effective contribution of Non-executive and Independent Directors; and ensures effective communication with shareholders. The Chairman also plays an instrumental role in charting directions and strategies and providing the Group with strong leadership and vision. He is responsible for promoting high standards of corporate governance.

The CEO is primarily responsible for the day-to-day management of the operations and performance of the Group; and reports to the Board on the Group's operations and performance. She has overall responsibility for the organisational effectiveness and the implementation of policies and decisions of the Board. The CEO works closely with the Chairman on formulating the Group's operational strategies and matters to be tabled at the Board level.

The presence of a strong and independent element, together with the active participation of the Independent Directors ensures the proper functioning of the Board and good checks and balances. Their performance and appointment to the Board is reviewed by the NC and their remuneration packages are reviewed by the RC periodically. As such, the Board believes that there are adequate safety measures in place against an uneven concentration of power and authority, and the Chairman and CEO do not have unfettered powers of decisions.

[Provision 3.3]
Mr. Lim Tai Toon, the Lead Independent Non-executive Director, is available to shareholders where they have concerns and for which contact through the normal channels of the Chairman, the CEO or the Financial Controller has failed to resolve or is inappropriate or inadequate.

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 4.2]
The NC comprises the following four (4) members, three (3) of whom are Independent Non-executive Directors:-

Mr. Venkata Subramanian s/o Sreenivasan	Independent Non-executive Director	Chairman
Mr. Tan Lee Meng	Non-executive Chairman	Member
Mr. Lim Tai Toon	Lead Independent Non-executive Director	Member
Mr. Ye Binlin	Independent Non-executive Director	Member

The NC is guided by the terms of reference approved by the Board and sets out the duties and responsibilities of this committee.

[Provision 4.1 & 4.3]
The NC's principal functions are to:

- review and approve any new employment of related persons to directors and proposed terms of their employment;
- review of board succession plans for directors, in particular the appointment and/or replacement of the Chairman, the CEO and key management personnel;
- development of a process and criteria for evaluation of the performance of the Board, the Board Committees and Directors;
- review of training and professional development programs for the Board and the Directors;
- recommend to the Board, on Board appointments, including re-nominations of existing Directors for re-election in accordance with the Company's Constitution, taking into account the Director's contribution and performance;
- review the adequacy of the size of the Board, taking into consideration the scope and nature of operations of the Company. The Board must comprise members with an appropriate balance and diversity of skills, experience, gender and knowledge of the Company;
- assess whether a Director is able to and has adequately carried out his duties as a director of the Company in particular where the director concerned has multiple Board representations;
- determination on an annual basis, whether a director is independent, bearing in mind the relevant provisions of the Code and all other salient factors; and
- review the appointment and re-appointment of Directors (including alternate Director, if any).

The NC has put in place a formal process for the selection of new directors to increase transparency of the nomination process in identifying and evaluating nominees for directors. The search and nomination process for new directors involves a review of the existing size and composition of the Board. In such reviews, the NC endeavours to ensure that the size of the Board is adequate and not unwieldy to interfere with efficiency in decision-making; and the composition of the Board is appropriately diverse with views and opinions for discussion and decision-making. The NC considers factors such as the ability of the potential candidate to contribute to discussions, deliberations and activities of the Board. In addition, the relevant experience, qualification, competence and attributes of the prospective candidates are evaluated in considering their appointment to the Board. In doing so, where necessary and appropriate, the NC may rely on its networking contacts and/or recommendations from fellow Board members to assist with identifying and short listing of candidates. Subsequent to the interview of the shortlisted candidates, NC would recommend the selected candidate to the Board for consideration and approval.

The Company's Constitution provides that one-third of the directors (or, if their number is not a multiple of three, the number nearest to but not less than one third) shall retire from office and are subject to re-election at every annual general meeting ("AGM"). All Directors are required to retire from office at least once in every three years. Newly appointed directors must also submit themselves for election at the next AGM immediately following their appointment. The shareholders approve the election and re-election of Board members at the AGM.

The NC is responsible for re-election of directors. In its deliberations on the re-election of existing Directors, the NC would assess the performance (including his/her contribution and performance as an Independent Director, if applicable) of the Director in accordance with the performance criteria set by the Board and also consider the current needs of the Board. Subject to the NC's satisfactory assessment, the NC would recommend the proposed election or re-election of the Director to the Board for its consideration and approval. Directors subject to retirement pursuant to the Company's Constitution will give his/her consent to seek for re-election and whom being eligible, will be recommended by the Board for re-election at the forthcoming AGM of the Company.

Pursuant to the Company's constitution, Mr. Lim Tai Toon, Ms. Jessie Low Mui Choo and Mr. Venkata Subramanian s/o Sreenivasan will retire as Directors of the Company at the forthcoming AGM. The NC has assessed and is satisfied that Mr. Lim Tai Toon, Ms. Jessie Low Mui Choo and Mr. Venkata Subramanian s/o Sreenivasan are properly qualified for re-election by virtue of their skills, experiences and their contributions of guidance and time to the Board's deliberations. As such, the NC has recommended to the Board that Mr. Lim Tai Toon, Ms. Jessie Low Mui Choo and Mr. Venkata Subramanian s/o Sreenivasan, who are due to retire in accordance with the Company's Constitution, be nominated for re-election at the forthcoming AGM.

Mr. Lim Tai Toon will, upon re-election as a Director, remain as Chairman of the AC and a member of the RC and NC. He will be considered independent for the purpose of Rule 704(7) of the Catalist Listing Manual.

Ms. Jessie Low Mui Choo will, upon re-election as a Director, remain as the Executive Director and Chief Executive Officer of the Company.

Mr. Venkata Subramanian s/o Sreenivasan will, upon re-election as a Director, remain as Chairman of the NC and a member of the AC and RC. He will be considered independent for the purpose of Rule 704(7) of the Catalist Listing Manual.

Mr. Lim Tai Toon, Ms. Jessie Low Mui Choo and Mr. Venkata Subramanian s/o Sreenivasan had abstained from voting on any resolution and making any recommendation and/or participating in respect of matters in which each has an interest.

The Company currently does not have any alternate director.

[Provision 4.4]
On an annual basis, the Directors are each required to provide information on their current shareholding interests, areas of conflicts (if any), directorship in other companies; and declare their independence (for Independent Directors) and time commitment towards discharging of their responsibilities.

The NC determines annually, and as and when circumstances require, based on a Director's Independence Checklist ("**Checklist**") completed, if a director is independent, having regard to the circumstances or independence criteria set forth in provision 2.1 of the Code. The NC determined that, during the course of FY2022, there was no Director whose relationships with the Company, its related corporations, its substantial shareholders or its officers, if any, affect their independence as an independent director of the Company. The Board is in accord with the NC's determination.

In determining whether a director is able to and had been adequately carrying out his/her duties as a Director of the Group, the NC also takes into account the results of the assessment of individual director, and the respective directors' actual conduct on the Board, in making this determination.

Presently, none of the Independent Directors has served for more than nine years.

[Provision 4.5]
For new directors, the NC will ensure that they are aware of their duties and obligations. As Mr. Venkata Subramanian s/o Sreenivasan is a new director, the NC ensured that he attended all the relevant programmes under the Listed Entity Director Programme organized by SID and that he understands the nature of business and operations of the Company.

Each Director's listed company board directorships and principal commitments can be found in the Board of Directors Profile section of the Annual Report. At present, it is of the view of the NC that no director holds a significant number of such directorships and commitments such that it affects the director's ability to diligently discharge his or her duties as the director of the Company.

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.

[Provisions 5.1 & 5.2]
The NC has developed a process for performance evaluation of the Board, the Board's Committees and individual Directors and conducts annual assessment on the performance of the Board as a whole, the Board Committees and individual directors and takes into account each Director's contribution and devotion of time and attention given to the Company.

This process is conducted using a questionnaire designed to assess the performance of the Board and the Board Committees. Individual Directors are assessed on self-evaluation basis. The responses received from the questionnaires are then tabulated and collated before giving to the Chairman of the NC for his review and discussion at the NC meeting. The conclusion of the assessment derived from the consolidated results and recommendations are then presented to the Board for its review and adoption, if deemed necessary.

The Board reviews the evaluation conducted by the NC based on the consolidated results received from the Directors and recommendations put forward by the Directors for improvement of performance and effectiveness of the Board, the Board Committees and individual Directors. Following the review, the Board is of the view that the Board, the Board Committees and individual Directors performed consistently well and operated effectively for FY2022.
The NC proposes performance criteria for the Board and the Board Committee which include, among others, Independent Directors to be more involved and participate more often in management meetings to enable the Management team to have more opportunities to leverage on the Directors' experience and knowledge to further improve the current business and operation of the Group.

The Directors, led by the NC, assessed the performance of the Chairman of the Board for FY2022 at the Board meeting and provided the feedback to the Chairman of the Board.

There was no external consultant involved in the Board's evaluation process in FY2022.

[Provision 1.4]
The NC had performed the following activities for FY2022:-

- reviewed the proposed terms of reference of the NC;
- developed the process for performance evaluation of the Board, the Board's Committees and individual Directors;
- reviewed the re-election of Directors, and making recommendation to the Board for their approval;
- reviewed the independence of the Independent Directors;
- reviewed the structure, size and composition of the Board;
- reviewed the succession plans for the Board and Key Management Personnel; and
- reviewed the training and professional development programs for the Directors.

(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 6.2]
The RC comprises the following four (4) members, all of whom are Non-executive Directors and three (3) of whom are Independent Non-executive Directors:

Mr. Ye Binlin	Independent Non-executive Director	Chairman
Mr. Tan Lee Meng	Non-executive Chairman	Member
Mr. Lim Tai Toon	Lead Independent Non-executive Director	Member
Mr. Venkata Subramanian s/o Sreenivasan	Independent Non-executive Director	Member

[Provision 6.1]
The RC is responsible for ensuring 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 member of the RC is involved in deliberations and voting on any resolution in respect of any remuneration, compensation, options, or any form of benefits to be granted to him or that of employees related to him.

The members of the RC carried out their duties in accordance with the terms of reference which include the following key terms:

- review and recommend to the Board for endorsement, a framework of remuneration for the Board and key management personnel. The framework covers all aspect of remuneration, including but not limited to, director's fees, salaries, allowances, bonuses, grant of shares, options, shares-based incentives and awards and benefits in-kind;
- review and recommend to the Board, the specific remuneration packages for each director as well as for the key management personnel;
- consult professional consultancy firms where necessary in determining remuneration packages; and
- review all aspects of remuneration of Executive Directors and key management personnel including the Company's obligations arising in the event of termination of their service contracts, to ensure the contracts contain fair and reasonable termination clauses which are not overly generous. *[Provision 6.3]*

[Provision 6.4]
The RC has access to the professional advice of external experts in the area of remuneration, where required.

No remuneration consultants were engaged by the Company in FY2022.

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]
The remuneration of the Company's Executive Director and key management personnel has been formulated to attract, retain and motivate these executives to run the Company successfully. The level and structure of remuneration are aligned with the long-term interests and risk policies of the Company.

The Company adopts a remuneration policy for employees comprising a fixed component and a variable component. The fixed component is in the form of a base salary. The variable component is in the form of a variable bonus that is linked to the performance of the Company and the individual. The remuneration policy is aligned with the interests of the shareholders and promotes long-term success of the Group.

The RC reviews the service contracts of the Company's Executive Director and key management personnel. The compensation commitments in service contracts are reviewed periodically or as and when necessary.

The Company has put in place two shares plans namely "Medinex Performance Share Plan" ("**PSP**") and "Medinex Employee Share Option Scheme" ("**ESOS**") (collectively the "**Share Plans**"). The RC oversees the administration of the Share Plans.

PSP is a compensation scheme that promotes higher performance goals and recognises exceptional achievement. PSP is based on the principle of pay-for-performance and is designed to enable the Company to reward, retain and motivate employees of the Group to achieve superior performance. The purpose of the PSP is to give the Company greater flexibility to align the interest of employees of the Group, especially key executives with the interests of shareholders.

ESOS will provide eligible participants with an opportunity to participate in the equity of the Company and to motivate them towards better performance through increased dedication and loyalty. ESOS is designed to primarily reward and retain employees whose services are vital to the Company's success.

The Share Plans were adopted on 9 November 2018 for a period of ten (10) years and will expire on 9 November 2028. Further details of the Share Plans are set out in the Company's offer document dated 30 November 2018.

[Provision 7.2]
The RC reviews the remuneration of the Non-executive Directors to ensure the remuneration of the non-executive directors of the Company is appropriate to the level of contribution, taking into account factors such as effort, time spent, and responsibilities.

Non-executive Directors receive a basic fee for their services and are eligible to participate in the Share Plans so as to better align the interests of the Non-executive Directors with the interests of shareholders. The RC ensures that the Non-executive Directors should not be over-compensated to the extent that their independence may be compromised.

The RC is of the view that it is currently not necessary to use contractual provisions to allow the Company to reclaim incentive components of remuneration from Executive Directors and key management personnel in exceptional cases of misstatement of financial results or misconduct resulting in financial loss to the Company.

[Provision 7.3]
The RC takes into consideration the need to ensure the remuneration is appropriate to attract, retain and motivate the directors to provide good stewardship of the Company and key management personnel to successfully manage the Company for the long-term.

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]
The remuneration of Directors, CEO and key management personnel (who are not Directors or the CEO) of the Group for FY2022, is set out below:-

Directors' Remuneration

Directors	Fees ($'000)	Salary[(1)] ($'000)	Bonus[(1)] ($'000)	Other Benefits[(2)] ($'000)	Total ($'000)
Ms. Jessie Low Mui Choo	–	338	–	–	338
Mr. Tan Lee Meng	20	–	–	–	20
Mr. Lim Tai Toon	25	–	–	–	25
Mr. Ye Binlin	20	–	–	–	20
Mr. Wee Yiap Fook San*	7	–	–	–	7
Mr. Venkata Subramanian s/o Sreenivasan**	13	–	–	–	13

* Ceased as an Independent Non-executive Director, Chairman of RC and a member of the AC and NC on 28 July 2021

** Appointed as an Independent Non-executive Director, Chairman of NC and a member of the AC and RC on 23 August 2021

Notes:

(1) Salary and bonus include employer's contributions to Central Provident Fund.

(2) Other benefits refer to benefits-in-kind such as car, housing allowances, club membership etc. made available to directors as appropriate.

Key Management Personnel's Remuneration

Key Management Personnel	Fees (%)	Salary[(1)] (%)	Bonus[(1)] (%)	Total (%)
Below S$250,000				
Ms. Low Siam Kiang[(2)]	–	93.4	6.6	100.0
Mr. Liew Wei Chun[(3)]	–	83.1	16.9	100.0
Mr. Lee Kim Hung	–	92.7	7.3	100.0
Mr. Chai Yee Hoi	–	93.4	6.6	100.0
Ms. Low Mui Keow, Valerie[(4)]	–	85.2	14.8	100.0

Notes:

(1) Salary and bonus include employer's contributions to Central Provident Fund.

(2) Ms. Low Siam Kiang has, on 9 June 2022, stepped down as the Financial Controller of the Company and re-designated as the Chief Integration Officer of the Company. Upon re-designation, Ms. Low Siam Kiang is no longer a key management personnel.

(3) Mr. Liew Wei Chun was appointed as the Chief Financial Officer of the Company on 25 May 2022.

(4) Ms. Low Mui Keow, Valerie is the sister of Ms. Jessie Low Mui Choo, the Executive Director, CEO and controlling shareholder of the Company. *[Provision 8.2]*

In FY2022, there were only four (4) key management personnel (who are not Directors or CEO), as Mr. Liew Wei Chun was only promoted in the new financial year. The aggregate total remuneration for the top four (4) key management personnel (who are not Directors or CEO) is approximately S$628,000 for FY2022.

The Company did not grant any termination, retirement and post-employment benefits to the Directors, the CEO and the rest of the key management personnel during FY2022.

[Provision 8.2]
The remuneration of the employees who are immediate family of a director, the CEO and substantial shareholder of the Company is as follows:

Name	Fees (%)	Salary[1] (%)	Bonus[1] (%)	Total (%)
Between S$100,001 to S$200,000				
Mr. Karunanithi s/o Letchumanan[2]	–	100	–	100.0
Between S$200,001 to S$300,000				
Ms Low Mui Keow, Valerie[3]	–	85.2	14.8	100.0

Notes:

(1) Salary and bonus include employer's contributions to Central Provident Fund.
(2) Spouse of Ms. Jessie Low Mui Choo, the Executive Director, CEO and controlling shareholder of the Company.
(3) Sister of Ms. Jessie Low Mui Choo, the Executive Director, CEO and controlling shareholder of the Company.

For FY2022, save as disclosed in the above tables which show the breakdown of the remuneration of Mr. Karunanithi s/o Letchumanan and Ms. Low Mui Keow, Valerie, the Company and its subsidiaries do not have any other employee who is an immediate family member of a director or the CEO or a substantial shareholder and whose remuneration exceeds S$100,000.

Save for Ms. Jessie Low Mui Choo who is a substantial shareholder of the Company, there is no employee who is a substantial shareholder of the Company. Save for Mr. Karunanithi s/o Letchumanan and Ms. Low Mui Keow, Valerie who are respectively the spouse and sister of Ms. Jessie Low Mui Choo, there is no employee who is related to a substantial shareholder of the Company.

There were no awards and/or options granted under the Share Plans in FY2022. No options and shares have been granted pursuant to the ESOS and PSP respectively as at the date of this report.

[Provision 1.4]
The RC performed the following activities in FY2022:-

- reviewed the proposed terms of reference of the RC;
- reviewed the service contract of key management personnel;
- reviewed the remuneration packages for Executive Directors, key management personnel and Employees related to the Directors of the Company and recommended to the Board for approval; and
- reviewed the Directors' Fees and recommended to the Board for approval.

Directors' Fees

The fees paid/payable to Independent Directors take into account factors such as effort and time spent, and responsibilities of these Directors. In this regard, the Company will be seeking shareholders' approval at the AGM of the Company, for the payment of Directors' fees of S$84,677 for FY2022. The Directors' fees are pro-rated according to their appointment and retirement date for the year, where applicable. No Director decides his own fees.

(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.

[Provisions 9.1&9.2]
The Board is responsible for the governance of risk. It ensures that Management maintains a sound system of risk management and internal controls to safeguard shareholders' interests and the Group's assets, and determines the nature and extent of the significant risks which the Board is willing to take in achieving its strategic objectives.

The Board acknowledges that it is responsible for maintaining a sound system of internal controls and risk management, but recognises that no cost effective internal controls system and risk management will preclude all errors and irregularities. Internal controls and risk management can provide only reasonable and not absolute assurance against material misstatement, losses, human errors, fraud or other irregularities.

Management is responsible to the Board for the design, implementation, and monitoring of the Group's risk management and internal control systems and to provide the Board with a basis to determine the Group's level of risk tolerance and risk policies.

The Board received assurance from the CEO and the Financial Controller of the Company that the financial records of the Group have been properly maintained and the financial statements for FY2022 give a true and fair view of the Group's operations and finances.

The Board also received assurance from the CEO and key management personnel of the Group who are responsible, that the risk management and internal control systems of the Group were adequate and effective as at 31 March 2022.

Based on the internal controls established and maintained by the Group, work performed by the internal auditors, discussions with external auditors and reviews performed by Management and the assurances provided by the CEO, the Financial Controller and key management personnel, as stated in the aforementioned paragraph, the Board is of the view that the Group's internal controls (including financial, operational, compliance and information technology controls) and risk management systems were adequate and effective for FY2022.

The AC concurs with the Board's view that the internal controls (including financial, operational, compliance and information technology controls) and risk management systems in place of the Group were adequate and effective as at 31 March 2022.

Audit Committee

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

[Provision 10.2]
The AC comprises the following four (4) members, all of whom are Non-executive Directors and three (3) of whom are Independent Non-executive Directors:

Mr. Lim Tai Toon	Lead Independent Non-executive Director	Chairman
Mr. Tan Lee Meng	Non-executive Chairman	Member
Mr. Venkata Subramanian s/o Sreenivasan	Independent Non-executive Director	Member
Mr. Ye Binlin	Independent Non-executive Director	Member

The Chairman of the AC, Mr. Lim Tai Toon, graduated from National University of Singapore with a Degree of Bachelor of Accountancy in 1985 and obtained a Master of Business Administration from Brunel University in 1994.

Mr. Tan Lee Meng has been providing investment and consultancy services to individuals and companies on their investments and merger and acquisition exercises since 2000. He graduated from Oklahoma City University in 1993 with a Bachelor of Science (Summa cum Laude) and obtained a Master of Business Administration (Investment and Finance) from the University of Hull.

Mr. Ye Binlin graduated from Shanghai Maritime University (formerly known as Shanghai Maritime College) in 1998 with a Bachelor's degree in economics. He has since been offering finance, accounts and legal related services for various companies.

Mr. Venkata Subramanian s/o Sreenivasan graduated with a Degree of Master of Arts from University of Manitoba in 1987 and Bachelor of Arts in Economics Political Science from Brandon University in 1984. He obtained a graduate diploma in financial management from the Singapore Institute of Management in 1992. From 1993 to 2021, he had been working as an editor at Singapore Press Holdings.

Detailed profiles of the Directors can be found on pages 4 and 5 of the Annual Report.

The NC and the Board are satisfied that the members of AC have recent and relevant accounting or related financial management expertise and experience to discharge the AC's functions.

[Provision 10.3]
No former partner or director of the Company's existing auditing firm or auditing corporation is a member of the AC and none of the members of the AC holds any financial interest in the Company's external audit firm.

[Provision 10.1]
The AC is guided by the terms of reference approved by the Board. The principal duties, responsibilities and activities of the AC are to:

- assist the Board in the discharge of its responsibilities on financial reporting matters;
- review with the internal and external auditors, the audit plans, scope of work, evaluation of the system of internal accounting controls, management's letter and management's response, and results complied by the Group's internal and external auditors;
- review the half-yearly and annual financial statements and results announcements (including casting an oversight on the guaranteed profits provided to the Company and the related payments to the Company) and external auditor's report on those financial statements before submission to the Board for approval, focusing in particular, on changes in accounting policies and practices, major risk areas, significant adjustments resulting from the audit, the going concern statement, compliance with financial reporting standards as well as compliance with the Catalist Listing Manual and any other statutory or regulatory requirements;
- review significant financial reporting issues and judgements with the Financial Controller/Chief Financial Officer and the external auditors so as to ensure the integrity of the financial statements of the Group and any announcements relating to the Group's financial performance before their submission to the Board;
- reviewing the assurance from the CEO and Financial Controller/Chief Financial Officer on the financial records and financial statements;
- review the effectiveness and adequacy of the Group's internal controls and procedures, including financial, operational, compliance and information technology controls, and risk management policies and systems established by the management, and ensure coordination between the Group's internal and external auditors, and management;
- review the assistance given by the management to the auditors and discuss concern and problems, if any, arising from the audit, and any matters which the auditors may wish to discuss (in absence of the management where necessary);
- review the adequacy, effectiveness, independence, scope and results of the external audit and internal audit functions, and assessing the independence and objectivity of the external auditors;
- review and discuss with the external auditors any 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 the management's response;
- make recommendations to the Board on the proposals to shareholders on the appointment, re-appointment and removal of the external auditors, and approving the remuneration and terms of engagement of the external auditors;
- review and report to the Board at least annually the adequacy and effectiveness of the Group's internal controls and risk management systems with the Financial Controller/Chief Financial Officer and the internal and external auditors, including financial, operation, compliance and information technology controls via reviews carried out by the internal auditors;
- review the nature and extent of non-audit services provided by the external auditors;
- review any transactions falling within the scope of Chapter 9 and Chapter 10 of the Catalist Listing Manual;
- review any potential conflicts of interest;

- review and approve any hedging policies and instruments to be implemented by the Group;
- 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 AC;
- review the policy and arrangements for concerns about possible improprieties in financial reporting or other matters to be safely raised, independently investigated and appropriately followed up on, and ensure that the Company publicly discloses, and clearly communicates to employees, the existence of a whistle-blowing policy and procedures for raising such concerns; and
- generally undertake such other functions and duties as may be required by law or the Catalist Listing Manual, and by such amendments made thereto from time to time.

During the course of review of the financial statements for FY2022, the AC discussed with the Management and the external auditor on the significant issues that were brought to the AC's attention. These material issues which the external auditor assessed to be most significant in its audit of the financial statements for the year under review have been highlighted in the key audit matters section of Independent Auditor's Report.

The AC reviewed the work performed by the Management and made enquiries relevant to the key audit matters. In addition, the AC also reviewed and discussed the findings presented and related work performed by the external auditor. The AC was satisfied that these material issues have been properly addressed and appropriately adopted and disclosed in the financial statements.

The AC reviews the independence and objectivity of the external auditors through discussions with the external auditors as well as reviewing the non-audit fees awarded to them. The total fees paid in respect of audit and non-audit to the external auditors, BDO LLP for FY2022 are as stated below:

External Auditor Fee for FY2022	**S$**	**% of total audit fees**
Total audit fees	128,500	100.0%
Total non-audit fees	–	–
Total fees paid	128,500	100.0%

No non-audit services were provided by the external auditors in FY2022. The AC has reviewed and confirmed the independence and objectivity of the external auditors.

The Company and Group have complied with Rule 712 and Rule 715 of the Catalist Listing Manual in the appointment of its auditors. The AC recommends to the Board the reappointment of Messrs BDO LLP as the external auditors of the Group at the forthcoming AGM, taking into consideration the Audit Quality Indicators Disclosure Framework published by the Accounting and Corporate Regulatory Authority.

The Group has no significant foreign-incorporated subsidiaries and associated companies within the meaning of Rule 718 of the Catalist Listing Manual which their financial statements have to be consolidated for audit by BDO LLP.

[Provision 1.4]
In the course of FY2022, the AC carried out the following activities:-

- reviewed the proposed terms of reference of the AC;
- reviewed the effectiveness of the Company's internal audit function;
- reviewed the adequacy and effectiveness of the Company's internal controls systems, including financial, operational, compliance and information technology controls, and risk management system;
- received the statement of assurance from the CEO and Financial Controller/ Chief Financial Officer in respect of the integrity of the financial results and statements of the Group and the effectiveness of the Company's internal control systems, including financial, operational, compliance and information technology controls, and risk management system;
- reviewed half-yearly and full year financial statements (audited and unaudited), and recommending to the Board for approval;
- reviewed interested/related parties transactions;
- reviewed audit plan/report and assess the independence of external auditors;
- reviewed internal audit plan/report and the appointment of internal auditors;
- reviewed the nomination of external auditors for re-appointment at AGM and determined their remuneration, and made appropriate recommendations to the Board for approval;
- met with the internal and external auditors of the Company without the presence of management.

The Group recognises the importance of providing the Board with accurate and relevant information on a timely basis. Management provides the Board with management accounts, operations reviews and related explanations together with the financial statements on a half-yearly basis and as the Board may require from time to time. The AC reviews the half-yearly and full year financial statements and recommends to the Board for approval.

The Board reviews and approves the interim half year and full year results before its release. Results for the half-yearly and full year are released to shareholders within the timeframe stipulated under Rule 705 of the Catalist Listing Manual. In presenting the annual and half-yearly financial statements to shareholders, the Board aims to provide shareholders with a balanced and clear assessment of the Group's performance, position and prospects. The Board also ensures timely and full disclosure of material corporate developments to shareholders.

The Board also provides negative assurance confirmation to shareholders on the integrity of the half-yearly financial statements.

The AC also conducts reviews of all interested person transactions ("**IPT**") to ensure that all IPTs of the Company are properly documented. Accordingly, the AC is satisfied that all material IPTs for FY2022 which warrant disclosure or further discussion have been properly reviewed and announced, where applicable; and there are no improprieties in this area.

The AC is kept abreast by the Management, the Company's Sponsor, Company Secretaries and the External Auditors of changes to accounting standards, Catalist Listing Manual and other regulations which could have an impact on the Group's business and financial statements.

The Company has adopted a Whistle-Blowing Policy which is overseen and monitored by the AC and sets the framework to encourage the reporting in good faith of serious concerns or escalate serious matters on a confidential basis without fear of reprisal, dismissal, or discriminatory treatment. The Whistle-Blowing Policy provides procedures to validate concerns and for investigation to be carried out independently. An independent function has been designated to investigate whistleblowing reports in good faith. The employees of the Group are aware of the existence of the Whistle-Blowing Policy as it has been circulated to all employees of the Group. A copy of the Group's Whistle-Blowing Policy is also available on the corporate website of the Company. The person in charge of receiving whistle-blowing reports is Mr. Lim Tai Toon, the Company's Lead Independent Non-executive Director. As per the Whistle-Blowing Policy, the Group ensures that the identity of the whistleblower is kept confidential and discloses its commitment to ensure protection of the whistleblower against detrimental or unfair treatment. No whistle-blowing report was received in FY2022. *[Provision 10.1(f)]*

[Provision 10.4]
The Company has outsourced its internal audit function to RSM Risk Advisory Pte. Ltd. ("**RSM**"). The primary reporting line of the internal audit function is to the AC, which also decides on the appointment, termination and remuneration of the firm for the internal audit function. The internal audit function has unfettered access to the Company's documents, records, properties and personnel, including the AC, and has appropriate standing within the Group.

The AC is satisfied that RSM is staffed by independent, suitably qualified and experienced professionals with the relevant experience and has adequate resources to perform its function effectively. Mr. Dennis Lee, the head of the internal audit function team, is highly qualified with almost 19 years of audit, internal audit and risk management experience. RSM carries out its function in accordance with the standards set by the Standards for the Professional Practice of Internal Auditing set by The Institute of Internal Auditors.

[Provision 10.5]
The AC has met with the external auditors, and the internal auditors, without the presence of Management, once in FY2022 and obtained feedback on the competency and adequacy of the finance function to ascertain if there was any material weakness in control effectiveness in the Group's financial reporting and operational systems. Besides scheduled meetings, the internal and external auditors as well as the AC Chairman have direct and open access channels of communication.

(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]
To facilitate shareholders' ownership rights, the Company ensures that all material information is disclosed on a comprehensive, accurate and timely basis. The Company recognises that the release of timely and relevant information is central to good corporate governance and enables shareholders to make informed decisions in respect of their investments in the Company. All shareholders are entitled to attend the general meetings and are accorded the opportunity to participate effectively in the general meetings.

The Company's Constitution allows a shareholder to appoint up to two (2) proxies to attend and vote in the shareholders' place at the general meetings. Indirect investors who hold the Company's shares through a nominee company or custodian bank or through CPF/SRS agent bank may attend and vote at each general meeting. Pursuant to Section 181(1C) of the Companies Act 1967 of Singapore, a member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the general meetings, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the proxy form.

The Board welcomes the view of shareholders on matters affecting the Company, whether at shareholders' meetings or on an ad hoc basis. The Board encourages active shareholder participation in shareholders general meetings and believes that general meetings are an opportune forum and suitable platform for shareholders and the Board and Management of the Company to engage in active exchange of ideas.

The Company sends its Annual Report and Notice of general meetings to all shareholders (save as directed under the provisions of the COVID-19 ((Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the "**Order 2020**")). The Notice will nevertheless be made available on SGXNet and the Company's website.

The Company conducts a poll voting for all proposed resolutions at general meetings for greater transparency in the voting process. The total number of votes cast for or against the resolutions will also be announced after the meetings via SGXNet.

The Company Secretaries or their representative prepare minutes of general meetings which capture the essence of comments and queries from shareholders and responses to them from the Board and Management.

In view of the COVID-19 pandemic, the last two AGMs of the Company on 25 August 2020 and 28 July 2021 were held by electronic means pursuant to the Order 2020. Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the AGM can be electronically accessed via live audio-visual webcast or live audio-only feed), submission of questions to the Chairman of the AGM in advance of the AGM, addressing of substantial and relevant questions prior to or at the meetings and voting by appointing the Chairman of the AGM as proxy at the AGM, are set out in the Notice of AGM. Pursuant to Section 27(3) of the COVID-19 (Temporary Measures) Act 2020, a meeting convened, held, conducted or deferred in accordance with the alternative arrangements prescribed is deemed to satisfy the requirements relating to the convening, holding, conduct or deferral of meetings under the relevant written law or legal instrument.

The forthcoming AGM of the Company will also be held by way of electronic means pursuant to the Order 2020. Shareholders will not be able to attend the AGM in person, but they may observe the proceedings of the AGM by live audio-visual webcast or live audio-only feed. Shareholders may appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM. Shareholders may submit questions relating to the business of the meeting in advance. Please refer to the Notice of AGM of the forthcoming AGM for more information.

[Provision 11.2]
The Company provides for separate resolutions at general meetings on each distinct issue. All the resolutions at the general meetings are single item resolutions.

[Provision 11.3]
At the general meetings, shareholders have the opportunity to raise questions to the Board and Management, and clarify with them any issues they may have relating to the resolutions to be passed. Board members and Management are required to attend shareholders' meetings and are on hand to address any questions raised. The Company's external auditors are also present to address shareholders' queries on the conduct of audit and the preparation and content of the auditors' report, where necessary and appropriate. All minutes of general meetings, including the questions raised by shareholders in relation to the meeting agenda and the responses from the Board and/or Management, will be made available to shareholders upon their request. As the AGM of the Company on 28 July 2021 was held by electronic means pursuant to the Order 2020, there was no live communication between the shareholders and the Board. However shareholders could submit questions relating to the business of the meeting in advance. The Company then published its responses to those questions on SGXNet and the Company's website prior to the meeting.

All Directors attended the AGM of the Company held on 28 July 2021, save for Mr. Venkata Subramanian s/o Sreenivasan who was appointed as director of the Company on 23 August 2021.

[Provision 11.4]
The Company's Constitution allows all shareholders to appoint up to two (2) proxies to attend general meetings and vote on their behalf. As the authentication of shareholder identity information and other related security issues still remain a concern, the Group has decided, for the time being, not to implement voting in absentia by mail, email or fax.

[Provision 11.5]
Minutes of the AGM of the Company held on 28 July 2021 had been published by the Company on SGXNet and on its corporate website at http://www.medinex.com.sg/investor-relations within one (1) month after the AGM was held.

[Provision 11.6]
The Company does not have a fixed dividend policy in place. The Company may declare an annual dividend with the approval of the shareholders in a general meeting, but the amount of such dividend shall not exceed the amount recommended by the Board. The Board may also declare an interim dividend without the approval of the shareholders. For FY2022, the Company had paid an interim dividend of 0.84 Singapore cents per ordinary share and is recommending a final dividend of 0.84 Singapore cents per ordinary share to be approved by shareholders at the forthcoming AGM.

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]
The Group is committed to maintaining high standards of corporate disclosure and transparency. The Group values dialogue sessions with its shareholders. The Group believes in regular, effective, and fair communication with shareholders and is committed to hearing shareholders' views and addressing their concerns.

Material information is disclosed in an adequate, accurate, and timely manner via SGXNet and the corporate website (www.medinex.com.sg). In the event that unpublished material information is inadvertently disclosed to any selected group in the course of the Group's interactions with the investing community, a media release or announcement will be released to the public via SGXNet.

The Group's corporate website is the key resource of information for shareholders. In addition to the financial results materials, it contains a wealth of investor related information on the Group, including profiles of key management personnel, list of announcements made via SGXNet and important Company's policies such as the investor relations policy and whistle blowing policy.

All shareholders are encouraged to contact the Company with any queries or concerns. The contact details of the Company can be found easily on the corporate website. The AGM is a good platform for shareholders to engage with the Board and Management. As the Company has been convening its meetings by way of electronic means, pursuant to Order 2020, in the lead up to the meetings, the shareholders will be invited and are encouraged to ask questions on the resolutions tabled and to express their views. At the AGM, shareholders will be updated on the Group's corporate achievements and financial performance.

[Provision 12.2]
The Company has established an investor relation policy that governs regular, effective and fair communication with shareholders. A copy of the Company's investor relations policy is available on the corporate website of the Company under the "Investor Relations" section.

[Provision 12.3]
The investor relation policy sets out mechanism through which shareholders and the investment community may contact the Company's investor relations team with questions and through which the Company's investor relations team may respond to such questions.

(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 Board adopts an inclusive approach by considering and balancing the needs and interests of material stakeholders, as part of its overall responsibility to work towards sustainable growth. The Company's efforts on sustainability are focused on creating sustainable value for our key stakeholders, which include employees, lenders, investors, clients and regulators / government.

[Provision 13.2]
The Company's strategy and key areas of focus in relation to the management of stakeholder relationships during the reporting period can be found under the Sustainability Report section of the Annual Report.

[Provision 13.3]
The Company maintains a current corporate website at http://www.medinex.com.sg. Any members of public who wish to receive updates on the Company's corporate information and SGXNet announcements may visit the said corporate website and submit their request under "Contact Us".

The contact details of the investor relations teams are also available on the Company's corporate website, to enable the stakeholders to contact the Company, if required.

With the above, the Company hopes to have a good communication and engagement with all its stakeholders.

(F) OTHER CORPORATE GOVERNANCE MATTERS

Dealing In Securities
Catalist Rule 1204(19)

In line with Rule 1204(19) of the Catalist Listing Manual regarding the dealings in securities, the Company issues a half yearly circular to its directors, officers and employees reminding them of the restrictions on dealings in listed securities of the Group during the period commencing one (1) month before announcement of the Company's half year and full year results as the case may be, and ending on the date of the announcement of the relevant results. Directors, officers and employees are also directed to refrain from dealing in listed securities of the Group at any time they are in possession of unpublished price sensitive information, or on short-term considerations.

Material Contracts
Catalist Rule 1204(8)

Save for those disclosed under the section "Interested Person Transactions", there were no material contracts entered into by the Company and its subsidiaries involving the interests of its CEO, Directors or controlling shareholders which are either still subsisting at the end of FY2022 or if not then subsisting, entered into since the end of the previous financial year ended 31 March 2021.

Interested Person Transactions

The Company has established procedures to ensure that all transactions with interested persons are reported in a timely manner to the AC, and that transactions are conducted on an arm's length basis and are not prejudicial to the interests of the shareholders.

The Company does not have any prior shareholders' mandate pursuant to Catalist Rule 920. There were IPTs conducted during the financial year with the details of the IPT set out as follows:-

Name of Interested Person	Nature of relationship	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than S$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) (S$'000)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S$100,000) (S$'000)
Mr. Tan Lee Meng[(1)]	Non-executive Chairman of the Company	200	–
Ms. Jessie Low Mui Choo[(1)]	Executive Director and Chief Executive Officer of the Company	200	–
JK Group Services Pte. Ltd.[(2)]	Associate of the Executive Director and Chief Executive Officer, Ms. Jessie Low Mui Choo	137	–

Notes:-

(1) The Company, had on 8 February 2022, subscribed for 825 ordinary shares in Nuffield Dental Holdings Private Limited ("NDH") for an aggregate amount of S$200,000 in which Mr. Tan Lee Meng, the Non-executive Chairman of the Company and Ms. Jessie Low Mui Choo, the Executive Director and Chief Executive Officer of the Company, are shareholders of NDH.

(2) Rental of the entire unit at 111 North Bridge Road, #23-04 Peninsula Plaza, Singapore 179098 from JK Group Services Pte. Ltd., which is 90% owned by Mr. Karunanithi s/o Letchumanan (spouse of Ms. Jessie Low Mui Choo, the Executive Director and Chief Executive Officer of the Company) and 10% owned by Ms. Jessie Low Mui Choo.

Non-Sponsor Fees

For FY2022, there was no non-sponsor fee paid by the Company to its sponsor, Novus Corporate Finance Pte. Ltd.

Use of Proceeds

The Company refers to the net cash proceeds amounting to S$5.28 million (excluding listing expenses of approximately S$1.22 million) raised from the IPO on the Catalist Board of SGX-ST on 7 December 2018.

As at the date of this Annual Report, the status on the use of the IPO net proceeds is as follows:

Use of IPO net proceeds	Amount allocated (S$'000)	Amount utilised (S$'000)	Balance (S$'000)
Expand our Group's business operations via acquisitions, joint ventures and/or strategic partnerships	4,000.00	3,532.50[1]	467.50
Working Capital	1,316.00	786.00[2]	530.00
Total	5,316.00	4,318.50	997.50

Notes:

[1] Utilised for the following:-
- [a] acquisition of Sen Med Holdings Pte. Ltd. – S$1,732,500
- [b] acquisition of Ark Leadership & Learning Pte. Ltd. – S$600,000; and
- [c] acquisition of SKI Consultancy Pte. Ltd. and Medinex Advisory Pte. Ltd. – S$1,200,000

[2] Utilised for the payment of listing expenses of S$36,000 and the provision of the convertible loan amount of S$750,000 to Singapore Paincare Holdings Limited.

The utilisation is in accordance with the intended use as stated in the Company's offer document dated 30 November 2018.

Sustainability Reporting
Catalist Rule 711A, 711B

The Company's sustainability report is set out from pages 10 to 19 of the Annual Report.

DIRECTORS' STATEMENT

The Directors of Medinex Limited (the "Company") present their statement to the members together with the audited consolidated financial statements of the Company and its subsidiaries (the "Group") for the financial year ended 31 March 2022 and the statement of financial position of the Company as at 31 March 2022.

1. Opinion of the Directors

In the opinion of the Board of Directors,

(a) the consolidated financial statements of the Group and the statement of financial position of the Company together with the notes thereon are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 March 2022, and of the financial performance, changes in equity and cash flows of the Group for the financial 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.

2. Directors

The Directors of the Company in office at the date of this statement are as follows:

Mr. Tan Lee Meng	(Non-executive Chairman)
Ms. Jessie Low Mui Choo	(Executive Director and Chief Executive Officer)
Mr. Lim Tai Toon	(Lead Independent Non-executive Director)
Mr. Ye Binlin	(Independent Non-executive Director)
Mr. Venkata Subramanian s/o Sreenivasan	(Independent Non-executive Director) (Appointed on 23 August 2021)

3. 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 object 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.

4. Directors' interests in shares or debentures

The Directors of the Company holding office at the end of the financial year had no interests in the shares or debentures of the Company and its related corporations as recorded in the register of directors' shareholdings kept by the Company under Section 164 of the Singapore Companies Act 1967 (the "Act"), except as follows:

	Shareholdings registered in the name of Directors		**Shareholdings in which Directors are deemed to have an interest**	
	Balance at 1 April 2021	**Balance at 31 March 2022**	**Balance at 1 April 2021**	**Balance at 31 March 2022**
The Company		**Number of ordinary shares**		
Ms. Jessie Low Mui Choo	27,443,340	**27,443,340**	390,000	**390,000**
Mr. Tan Lee Meng	11,705,740	**12,122,040**	–	**–**
Mr. Ye Binlin	25,000	**25,000**	–	**–**

By virtue of Section 7 of the Act, Ms. Jessie Low Mui Choo is deemed to have interests in the shares of all subsidiary corporations of the Company at the beginning and at the end of the financial year.

In accordance with the continuing listing requirements of the Singapore Exchange Securities Trading Limited ("SGX-ST"), the Directors of the Company state that, according to the register of directors' shareholdings, the directors' interest as at 21 April 2022 in the shares of the Company have not changed from those disclosed as at 31 March 2022.

5. Share options

There were no share options granted by the Company or its subsidiary corporations during the financial year.

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

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

Employee Share Option Scheme

The Company has implemented an Employee Share Option Scheme known as the Medinex Employee Share Option Scheme ("Medinex ESOS"). The Medinex ESOS was approved and adopted by the shareholders at an Extraordinary General Meeting of the Company held on 9 November 2018. No options have been granted pursuant to the Medinex ESOS as at the date of this report.

5. Share options (Continued)

Performance Share Plan

The Company has implemented a Performance Share Plan known as the Medinex Performance Share Plan ("Medinex PSP"). The Medinex PSP was approved and adopted by the shareholders at an Extraordinary General Meeting of the Company held on 9 November 2018. No shares have been granted pursuant to the Medinex PSP as at the date of this report.

6. Audit committee

The Audit Committee of the Company is chaired by Mr. Lim Tai Toon, Lead Independent Non-Executive Director, and includes Mr. Tan Lee Meng, a Non-Executive Chairman. Mr. Ye Binlin, an Independent Non-Executive Director and Mr. Venkata Subramanian s/o Sreenivasan, an Independent Non-Executive Director. The Audit Committee has carried out its functions in accordance with Section 201B(5) of the Act, including reviewing the following, where relevant, with the Executive Directors and external auditor of the Company:

(i) assisting the Board of Directors in the discharge of its responsibilities on financial reporting matters;

(ii) reviewing with the internal and external auditors, the audit plans, scope of work, evaluation of the system of internal accounting controls, management letter and management's response, and results compiled by the Group's internal and external auditors;

(iii) reviewing the half-yearly and annual financial statements, results announcements (including casting an oversight on the guaranteed profits provided to the Company and the related payments to the Company) and external auditor's report on those financial statements before submission to the Board of Directors for approval, focusing in particular, on changes in accounting policies and practices, major risk areas, significant adjustments resulting from the audit, the going concern statement, compliance with financial reporting standards as well as compliance with the Catalist Listing Manual and any other statutory or regulatory requirements;

(iv) reviewing significant financial reporting issues and judgments with the Financial Controller and the external auditor so as to ensure the integrity of the financial statements of the Group and any announcements relating to the Group's financial performance before their submission to the Board of Directors;

(v) reviewing the assurance from the CEO and Financial Controller on the financial records and financial statements;

(vi) reviewing the effectiveness and adequacy of the Group's internal control and procedures, including financial, operational, compliance and information technology controls, and risk management policies and systems established by the management, and ensure coordination between the Group's internal and external auditors, and management;

6. Audit committee (Continued)

(vii) reviewing the assistance given by the management to the auditors and discuss concern and problems, if any, arising from the audit, and any matters which the auditors may wish to discuss (in the absence of the management where necessary);

(viii) reviewing the adequacy, effectiveness, independence, scope and results of the external audit and internal audit functions, and assessing the independence and objectivity of the external auditor;

(ix) reviewing and discussing with the external auditor any 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 the management's response;

(x) making recommendations to the Board of Directors on the proposals to shareholders on the appointment, re-appointment and removal of the external auditor, and approving the remuneration and terms of engagement of the external auditor;

(xi) reviewing and report to the Board of Directors at least annually the adequacy and effectiveness of the Group's internal controls and risk management systems with the Financial Controller and the internal and external auditor, including financial, operation, compliance and information technology controls via reviews carried out by the internal auditor;

(xii) reviewing the nature and extent of non–audit services provided by the external auditor;

(xiii) reviewing any transactions falling within the scope of Chapter 9 and Chapter 10 of the Catalist Listing Manual;

(xiv) reviewing any potential conflicts of interest;

(xv) reviewing and approve any hedging policies and instruments to be implemented by the Group;

(xvi) undertaking such other reviews and projects as may be requested by the Board of Directors and report to the Board of Directors its findings from time to time on matters arising and requiring the attention of the Audit Committee;

(xvii) reviewing the policy and arrangements for concerns about possible improprieties in financial reporting or other matters to be safely raised, independently investigated and appropriately followed up on, and ensure that the Company publicly discloses, and clearly communicates to employees, the existence of a whistle-blowing policy and procedures for raising such concerns; and

(xviii) generally undertaking such other functions and duties as may be required by law or the Catalist Listing Manual, and by such amendments made thereto from time to time.

6. Audit committee (Continued)

The Audit Committee confirmed that it has undertaken a review of all non-audit services provided by the external auditor to the Group and is satisfied that the nature and extent of such services would not affect the independence of the external auditor.

The Audit Committee has full access to and has the co-operation of the management and has been given the resources required for it to discharge its functions properly. It also has full discretion to invite any Director and Executive Officer of the Group to attend its meetings. The external auditor have unrestricted access to the Audit Committee.

The Audit Committee has recommended to the Board of Directors the nomination of BDO LLP, for re-appointment as external auditor of the Company at the forthcoming Annual General Meeting.

7. Independent auditor

The independent auditor, BDO LLP, has expressed its willingness to accept re-appointment.

On behalf of the Board of Directors,

Tan Lee Meng
Director

Jessie Low Mui Choo
Director

Singapore
5 July 2022

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Medinex Limited (the "Company") and its subsidiaries (the "Group") as set out on pages 40 to 85, which comprise:

- the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 31 March 2022;
- the consolidated statement of comprehensive income, consolidated statement of changes in equity, and consolidated statement of cash flows of the Group for the financial year then ended; and
- notes to the financial statements, including a summary of significant accounting policies.

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)") 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 March 2022 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the financial year ended on that date.

Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSA"). 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") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit 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 financial year. 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	AUDIT RESPONSE
1 Impairment assessment of goodwill	
As at 31 March 2022, the Group's goodwill amounted to $6,505,779. Under SFRS(I) 1-36 *Impairment of Assets*, the Group is required to test goodwill for impairment annually, or more frequently if there are indications that these goodwill may be impaired. For the purpose of impairment assessment, management applied the value-in-use (discounted cash flow forecasts) method to determine the recoverable amounts for the respective cash generating units to which the goodwill belong. Shortfall (if any) between the recoverable amount and the carrying amount of the respective cash generating unit would be recognised as an impairment loss. Arising from the above assessment, an impairment loss of goodwill of $339,000 was recognised during the financial year. We have determined the impairment assessment of goodwill to be a key audit matter as the impairment assessment involved significant judgements and estimates with regard to the key assumptions used in estimating the discounted future cash flows, such as the revenue growth rates and discount rates. Refer to Notes 2.5, 3.2(ii), 6, 7 and 27 to the financial statements.	We performed the following audit procedures, amongst others: • Reviewed that the cash flow projections were based on approved management forecasts and evaluated management's forecasting process by comparing previous forecasts to actual results. • Discussed with management and evaluated the reasonableness of the key assumptions and estimates made by management, including performing analytical procedures, comparing the revenue growth rates against historical performance, recent trends and market outlook caused by the COVID-19 pandemic, as appropriate and terminal growth rate against market data. • Engaged our internal valuation specialist to evaluate the reasonableness of the discount rates used. • Performed sensitivity analysis around the key assumptions and estimates, including the revenue growth rates and discount rates, used in cash flow forecasts of those cash-generating units. • Assessed the adequacy of the disclosures in the financial statements.

Key Audit Matters (Continued)

KEY AUDIT MATTER	AUDIT RESPONSE
2 Impairment assessment of investments in subsidiaries	
As at 31 March 2022, the net carrying amount of the Company's investments in subsidiaries amounted to $10,596,577. The subsidiaries are providers of medical and business support services, pharmaceutical services and medical services. At the end of the financial year, management carried out an impairment assessment in respect of subsidiaries with indicators of impairment to determine whether an impairment loss should be recognised in the financial statements. Management determined the recoverable amounts based on higher of the value-in-use calculations by estimating the discounted future cash flows to be derived from those investments and fair value less of cost of disposal. Arising from the assessment, an impairment loss of $287,000 was recognised on the investments in subsidiaries during the financial year. We focused on the recoverable amounts based on value-in-use calculation as a key audit matter owing to the significant management judgements involved in the key assumptions used in estimating the discounted future cash flows such as the revenue growth rates and discount rates. Refer to Notes 2.8, 3.2(i), 7 and 27 to the financial statements.	We performed the following audit procedures, amongst others: ● Reviewed management's assessment for indicators of impairment relating to the Company's investments in subsidiaries. ● For investment in subsidiaries with indicators of impairment, we reviewed the cash flow projections based on approved management forecasts and comparing previous forecasts against actual results in current year. ● Assessed the reasonableness of the key assumptions made by management, including performing analytical procedures, comparing the revenue growth rates against historical performance, recent trends and market outlook caused by the COVID-19 pandemic, as appropriate and terminal growth rate against market data. ● Engaged our internal valuation specialist to evaluate the reasonableness of the discount rates used. ● Performed sensitivity analysis around the key assumptions, including the revenue growth rates and discount rates, used in cash flow forecasts of those cash-generating units. ● Assessed the adequacy of the disclosures in the financial statements.

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.

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 Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company, and by those subsidiary corporations 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 Tan Boon Kai.

BDO LLP
Public Accountants and
Chartered Accountants

Singapore
5 July 2022

STATEMENTS OF FINANCIAL POSITION
AS AT 31 MARCH 2022

	Note	Group 2022 $	Group 2021 $	Company 2022 $	Company 2021 $
ASSETS					
Non-current assets					
Plant and equipment	4	**256,327**	135,026	**40,949**	50,690
Right-of-use assets	5	**865,195**	1,444,480	**–**	–
Intangible assets	6	**6,685,745**	7,097,900	**–**	–
Investments in subsidiaries	7	**–**	–	**10,596,577**	10,883,577
Investments in joint ventures	8	**207,573**	320,935	**194,725**	286,244
Financial assets at fair value through profit or loss ("FVTPL")	9	**5,572,967**	4,321,136	**5,572,187**	4,320,356
Other receivables	10	**–**	589,200	**–**	589,200
		13,587,807	13,908,677	**16,404,438**	16,130,067
Current assets					
Inventories	11	**483,624**	561,546	**–**	–
Trade and other receivables	10	**2,120,778**	2,187,952	**207,254**	208,796
Contract assets	12	**63,453**	14,885	**–**	–
Prepayments		**386,041**	99,921	**425,824**	61,122
Fixed deposits	13	**515,905**	1,550,781	**–**	1,037,953
Cash and bank balances	13	**5,823,275**	5,106,846	**3,066,583**	1,242,763
		9,393,076	9,521,931	**3,699,661**	2,550,634
Total assets		**22,980,883**	23,430,608	**20,104,099**	18,680,701
EQUITY AND LIABILITIES					
Equity					
Share capital	14	**14,163,317**	14,163,317	**14,163,317**	14,163,317
Other reserves	15	**(1,540,381)**	(1,540,381)	**408,000**	408,000
Foreign currency translation reserve		**(6,316)**	1,112	**–**	–
Retained earnings	16	**4,636,069**	4,033,248	**2,802,229**	1,868,258
Equity attributable to owners of the parent		**17,252,689**	16,657,296	**17,373,546**	16,439,575
Non-controlling interests		**223,154**	269,349	**–**	–
Total equity		**17,475,843**	16,926,645	**17,373,546**	16,439,575

STATEMENTS OF FINANCIAL POSITION

AS AT 31 MARCH 2022

		Group		Company	
	Note	2022	2021	2022	2021
		$	$	$	$
Non-current liabilities					
Trade and other payables	21	**–**	–	**1,734,571**	–
Lease liabilities	17	**418,178**	910,204	**–**	–
Bank borrowings	18	**1,778,894**	2,291,667	**–**	–
Deferred tax liabilities	19	**36,830**	43,097	**–**	–
Provisions	20	**31,524**	23,224	**–**	–
		2,265,426	3,268,192	**1,734,571**	–
Current liabilities					
Trade and other payables	21	**1,469,977**	1,637,615	**985,815**	2,230,959
Contract liabilities	12	**433,900**	459,128	**–**	–
Lease liabilities	17	**411,524**	534,054	**–**	–
Bank borrowings	18	**496,013**	218,500	**10,167**	10,167
Current income tax payable		**428,200**	386,474	**–**	–
		3,239,614	3,235,771	**995,982**	2,241,126
Total liabilities		**5,505,040**	6,503,963	**2,730,553**	2,241,126
Total equity and liabilities		**22,980,883**	23,430,608	**20,104,099**	18,680,701

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022

	Note	2022	2021
		$	$
Revenue	22	**11,993,311**	10,785,511
Other item of income			
Other income	23	**1,618,573**	2,514,792
Items of expense			
Changes in inventories		**(77,922)**	(274,859)
Inventories and consumables		**(3,348,178)**	(2,848,412)
Employee benefits expense	24	**(4,489,568)**	(4,286,627)
Depreciation and amortisation expenses	25	**(650,189)**	(693,102)
Loss allowance on receivables		**(231,232)**	(283,478)
Other expenses		**(1,459,816)**	(995,395)
Finance costs	26	**(86,263)**	(72,253)
Share of results of joint ventures, net of tax		**(2,399)**	9,934
Profit before income tax	27	**3,266,317**	3,856,111
Income tax expense	28	**(370,404)**	(302,681)
Profit for the financial year		**2,895,913**	3,553,430
Other comprehensive income			
Items that will or may be reclassified subsequently to profit or loss			
Foreign currency translation differences		**(7,428)**	1,112
Other comprehensive income for the financial year, net of tax		**(7,428)**	1,112
Total comprehensive income for the financial year		**2,888,485**	3,554,542
Profit attributable to:			
Owners of the Company		**2,807,108**	3,493,490
Non-controlling interests		**88,805**	59,940
		2,895,913	3,553,430
Profit and total comprehensive income attributable to:			
Owners of the parent		**2,799,680**	3,494,602
Non-controlling interests		**88,805**	59,940
		2,888,485	3,554,542
Earnings per share (cents)			
- Basic and diluted	29	**2.14**	2.66

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022

	Note	Share capital	Other reserves	Foreign currency translation reserve	Retained earnings	Equity attributable to owners of the parent	Non-controlling interests	Total equity
		$	$	$	$	$	$	$
Balance at 1 April 2021		**14,163,317**	**(1,540,381)**	**1,112**	**4,033,248**	**16,657,296**	**269,349**	**16,926,645**
Profit for the financial year		**–**	**–**	**–**	**2,807,108**	**2,807,108**	**88,805**	**2,895,913**
Other comprehensive income								
Foreign currency translation differences								
- foreign operation		**–**	**–**	**(7,428)**	**–**	**(7,428)**	**–**	**(7,428)**
Total comprehensive income for the financial year		**–**	**–**	**(7,428)**	**2,807,108**	**2,799,680**	**88,805**	**2,888,485**
Distributions to owners								
Dividends	30	**–**	**–**	**–**	**(2,204,287)**	**(2,204,287)**	**–**	**(2,204,287)**
Total transactions with owners		**–**	**–**	**–**	**(2,204,287)**	**(2,204,287)**	**–**	**(2,204,287)**
Transaction with non-controlling interests								
Dividend paid to non-controlling interests in subsidiaries	7	**–**	**–**	**–**	**–**	**–**	**(135,000)**	**(135,000)**
Total transaction with non-controlling interest		**–**	**–**	**–**	**–**	**–**	**(135,000)**	**(135,000)**
Balance at 31 March 2022		**14,163,317**	**(1,540,381)**	**(6,316)**	**4,636,069**	**17,252,689**	**223,154**	**17,475,843**
Balance at 1 April 2020		14,163,317	(1,540,381)	–	1,641,901	14,264,837	344,409	14,609,246
Profit for the financial year		–	–	–	3,493,490	3,493,490	59,940	3,553,430
Other comprehensive income								
Foreign currency translation differences - foreign operation		–	–	1,112	–	1,112	–	1,112
Total comprehensive income for the financial year		–	–	1,112	3,493,490	3,494,602	59,940	3,554,542
Distributions to owners								
Dividends	30	–	–	–	(1,102,143)	(1,102,143)	–	(1,102,143)
Total transactions with owners		–	–	–	(1,102,143)	(1,102,143)	–	(1,102,143)
Transaction with non-controlling interests								
Dividend paid to non-controlling interests in subsidiaries	7	–	–	–	–	–	(135,000)	(135,000)
Total transaction with non-controlling interest		–	–	–	–	–	(135,000)	(135,000)
Balance at 31 March 2021		14,163,317	(1,540,381)	1,112	4,033,248	16,657,296	269,349	16,926,645

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022

	Note	2022	2021
		$	**$**
Operating activities			
Profit before income tax		**3,266,317**	3,856,111
Adjustments for:			
Amortisation of intangible assets	6	**99,704**	101,186
Depreciation of plant and equipment	4	**72,718**	36,519
Depreciation of right-of-use assets	5	**477,767**	555,397
Loss allowance on receivables	10	**231,232**	283,478
Bad debt recovered		**–**	(2,537)
Bad debts written off	10	**2,617**	25,000
Written back of liabilities	23	**–**	(24,553)
Fair value gain on financial assets at FVTPL	23	**(387,446)**	(1,281,089)
Interest income	23	**(20,352)**	(74,159)
Interest expense	26	**86,263**	72,253
Gain on lease termination		**–**	(2,585)
Loss/(Gain) on disposal of financial asset at FVTPL	27	**34,425**	(5,381)
Gain on disposal of plant and equipment	23	**–**	(1,000)
Gain on derecognition of financial assets	10	**(471,105)**	–
Plant and equipment written off		**3,774**	1,564
Impairment loss on joint venture	8	**90,894**	12,275
Impairment loss on goodwill	6	**339,000**	–
Dividend income from financial asset at FVTPL	23	**(336,128)**	(188,941)
Rental concession	17	**–**	(122,645)
Provision for reinstatement cost no longer required	23	**(4,286)**	(9,641)
Share of results of joint venture		**2,399**	(9,934)
Operating cash flows before working capital changes		**3,487,793**	3,221,318
Working capital changes:			
Inventories		**77,922**	274,860
Trade and other receivables		**(141,235)**	(138,498)
Contract asset and contract liabilities		**(73,796)**	107,278
Prepayments		**7,371**	(13,445)
Trade and other payables		**(167,639)**	125,971
Cash generated from operations		**3,190,416**	3,577,484
Income tax paid		**(334,945)**	(536,883)
Net cash from operating activities		**2,855,471**	3,040,601

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022

	Note	2022 $	2021 $
Investing activities			
Acquisition of subsidiaries, net of cash acquired (Note A)		**–**	(120,000)
Advance payment for acquisition of a subsidiary		**(300,000)**	–
Purchase of plant and equipment	4	**(203,406)**	(80,950)
Proceeds from the disposal of plant and equipment		**–**	1,000
Additions to right-of-use assets	5	**–**	(44,713)
Additions to intangible asset	6	**(26,549)**	(6,000)
Interest received		**5,657**	19,065
Dividend income from joint venture		**20,069**	23,239
Dividend income from financial assets at FVTPL		**336,128**	188,941
Investment in joint ventures	8	**–**	(207,000)
Advances to a joint venture		**(25,000)**	–
Investment in financial asset at FVTPL	9	**(680,000)**	(3,392,613)
Disposal of financial asset at FVTPL		**856,190**	1,244,560
Net cash used in investing activities		**(16,911)**	(2,374,471)
Financing activities			
Proceeds from bank borrowings		**2,500,000**	2,500,167
Repayment of bank borrowings		**(2,735,261)**	–
Repayment of principal portion of lease liabilities	17	**(494,925)**	(419,383)
Repayment of interest portion of lease liabilities	17	**(29,393)**	(50,114)
Dividends paid to owners of the parent	30	**(2,204,287)**	(1,102,143)
Dividends paid to non-controlling interests (Note B)		**(135,000)**	(180,000)
Interest paid		**(56,870)**	(22,139)
Net cash (used in)/from financing activities		**(3,155,736)**	726,388
Net change in cash and cash equivalents		**(317,176)**	1,392,518
Cash and cash equivalents at beginning of financial year		**6,657,627**	5,264,340
Effect of foreign exchange rate changes on cash and cash equivalents		**(1,271)**	769
Cash and cash equivalents at end of financial year	13	**6,339,180**	6,657,627

Note A

In previous financial year, the Company made final repayment of the consideration payables $120,000 for the acquisition of subsidiaries which took place during the financial period from 1 January 2019 to 31 March 2020.

Note B

Included in dividend paid to non-controlling interests in previous financial year, there is a repayment of dividend of $45,000 to the non-controlling interest which declared during the financial period from 1 January 2019 to 31 March 2020.

The accompanying notes form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022

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

1. General corporate information

1.1 Domicile and activities

Medinex Limited (the "Company") is a public limited company incorporated and domiciled in Singapore. The Company was listed on the Catalist Board of the Singapore Exchange Securities Trading Limited ("SGX-ST") on 7 December 2018.

The Company's registered office and its principal place of business is located at 111 North Bridge Road #23-04 Peninsula Plaza Singapore 179098. The registration number of the Company is 200900689W. The Group's ultimate controlling party is Jessie Low Mui Choo.

The principal activity of the Company is that of an investment holding company.

The principal activities of the subsidiaries are set out in Note 7 to the financial statements.

The statement of financial position of the Company as at 31 March 2022 and the consolidated financial statements of the Company and its subsidiaries ("the Group") for the financial year ended on that date were authorised for issue in accordance with a Directors' resolution dated 5 July 2022.

2. Summary of significant accounting policies

2.1 Basis of preparation of financial statements

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

Items included in the individual financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("functional currency"). The consolidated financial statements of the Group and the statement of financial position of the Company are presented in Singapore dollar, which is the functional currency of the Company and the presentation currency of the financial statements. The financial statements are expressed in Singapore dollar ("$"), unless otherwise stated.

The preparation of financial statements in conformity with SFRS(I) requires the management to exercise judgement in the process of applying the Group's and the Company's accounting policies and requires the use of accounting estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the end of the reporting period, and the reported amounts of revenue and expenses during the financial year. Although these estimates are based on management's best knowledge of historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances, actual results may differ from those estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the financial year in which the estimate is revised if the revision affects only that financial year, or in the financial year of revision and future years if the revision affects both current and future financial years.

Critical accounting judgements and key sources of estimation uncertainty used that are significant to the financial statements are disclosed in Note 3 to the financial statements.

During the current financial year, the Group and the Company have adopted all the new and revised SFRS(I) and SFRS(I) Interpretations ("SFRS(I) INT) that are relevant to their operations and effective for the current financial year. The adoption of these new or revised SFRS(I) and SFRS(I) INT did not result in changes to the Group's and the Company's accounting policies and has no material effect on the amounts reported for the current or prior financial years.

2. Summary of significant accounting policies (Continued)

2.1 Basis of preparation of financial statements (Continued)

SFRS(I) issued but not yet effective

As at the date of authorisation of these financial statements, the following SFRS(I) were issued but not yet effective and have not been early adopted in these financial statements:

			Effective date (annual periods beginning on or after)
SFRS(I) 10 and SFRS(I) 1-28 (Amendments)	:	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	To be determined
SFRS(I) 3 (Amendments)	:	Reference to the Conceptual Framework	1 January 2022
SFRS(I) 1-16 (Amendments)	:	Property, Plant and Equipment - Proceeds before Intended Use	1 January 2022
SFRS(I) 1-37 (Amendments)	:	Onerous Contracts - Cost of Fulfilling a Contract	1 January 2022
Various	:	Annual Improvements to SFRS(I)s 2018-2020	1 January 2022
SFRS(I) 17	:	Insurance Contracts	1 January 2023
SFRS(I) 1-1 (Amendments)	:	Classification of Liabilities as Current or Non-current	1 January 2023
Various	:	Amendments to SFRS(I) 17	1 January 2023
Various	:	Amendments to SFRS(I) 1-1 and SFRS(I) Practice Statement 2: Disclosure of Accounting Policies	1 January 2023
SFRS(I) 1-8 (Amendments)	:	Definition of Accounting Estimates	1 January 2023
SFRS(I) 1-12 and SFRS(I) 1 (Amendments)	:	Deferred Tax related to Assets and Liabilities arising from a Single Transaction	1 January 2023
SFRS(I) 17 (Amendments)	:	Initial Application of SFRS(I) 17 and SFRS(I) 9 – Comparative Information	1 January 2023

Consequential amendments were also made to various standards as a result of these new or revised standards.

Management anticipates that the adoption of the above SFRS(I) in future periods, if applicable, will not have a material impact on the financial statements of the Group and the Company in the period of their initial adoption.

2.2 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries made up to the end of the reporting period. The financial statements of the subsidiaries are prepared for the same reporting date as that of the parent company.

Accounting policies of subsidiaries have been changed where necessary to align them with the policies adopted by the Group to ensure consistency.

Subsidiaries are consolidated from the date on which control is transferred to the Group up to the effective date on which that control ceases. In preparing the consolidated financial statements, 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 loss of the asset transferred.

Non-controlling interests in subsidiaries relate to the equity in subsidiaries which is not attributable directly or indirectly to the owners of the parent. They are shown separately in the consolidated statements of comprehensive income, financial position and changes in equity.

Non-controlling interests in the acquiree that are a present ownership interest and entitle its holders to a proportionate share of the equity's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity. Total comprehensive income is attributed to non-controlling interests even if this results in the non-controlling interests having deficit balance.

Changes in the Group's interest in subsidiary that do not result in a loss of control are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the parent.

2. Summary of significant accounting policies (Continued)

2.2 Basis of consolidation (Continued)

When the Group loses control of subsidiary, the profit or loss on disposal is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. Amounts previously recognised in other comprehensive income in relation to the subsidiary are accounted for (i.e. reclassified to profit or loss or transferred directly to retained earnings) in the same manner as would be required if the relevant assets or liabilities were disposed of. The fair value of any investments retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under SFRS(I) 9 *Financial Instruments* or, when applicable, the cost on initial recognition of an investment in an associate or jointly controlled entity.

2.3 Business combinations

The acquisitions of subsidiaries are accounted for using the acquisition method. The considerations transferred for the acquisitions are measured at the aggregate of the fair values, at the date of exchange, of assets given, liabilities incurred or assumed, and equity instruments issued by the Group in exchange for control of the acquiree. Acquisition-related costs are recognised in profit or loss as incurred. Consideration transferred also includes the fair value of any contingent consideration measured at the acquisition date. Subsequent changes in fair value of contingent consideration which is deemed to be an asset or liability will be recognised to profit or loss, except for contingent consideration which was classified as equity shall not be remeasured and its subsequent settlement shall be accounted for within equity.

The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under SFRS(I) 3 *Business Combinations* are recognised at their fair values at the acquisition date, except for non-current assets (or disposal groups) that are classified as held-for-sale in accordance with SFRS(I) 5 *Non-current Assets Held for Sale and Discontinued Operations*, which are recognised and measured at the lower of cost and fair value less costs to sell.

Where a business combination is achieved in stages, the Group's previously held interests in the acquired entity are remeasured to fair value at the acquisition date (i.e. the date the Group attains control) and the resulting gain or loss, if any, is recognised in profit or loss.

Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss, where such treatment would be appropriate if that interest were disposed of.

The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under SFRS(I) 3 are recognised at their fair values at the acquisition date, except that:

- deferred tax assets or liabilities and liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with SFRS(I) 1-12 *Income Taxes* and SFRS(I) 1-19 *Employee Benefits* respectively;
- liabilities or equity instruments related to the replacement by the Group of an acquiree's share-based payment awards are measured in accordance with SFRS(I) 2 *Share-based Payment*; and
- assets (or disposal groups) that are classified as held for sale in accordance with SFRS(I) 5 are measured in accordance with that standard.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see below), or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed as of the acquisition date that, if known, would have affected the amounts recognised as of that date.

The measurement period is the period from the date of acquisition to the date the Group obtains complete information about facts and circumstances that existed as of the acquisition date, and is subject to a maximum of one year.

Goodwill arising on acquisition is recognised as an asset at the acquisition date and initially measured at the excess of the sum of the consideration transferred, the amount of any non-controlling interest in the acquiree and the fair value of the acquirer's previously held equity interest (if any) in the entity over net acquisition date fair value amounts of the identifiable assets acquired and the liabilities and contingent liabilities assumed.

If, after reassessment, the net fair value of the acquiree's identifiable net assets exceeds the sum of the consideration transferred, the amount of any non-controlling interest in the acquiree and the fair value of the acquirer's previously held equity interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain.

Acquisition under common control

Business combination arising from transfers of interest in entities that are under common control are accounted for as if the acquisition had occurred at the beginning of the earliest comparative period presented or, if later, at the date that common control was established. For this purpose, comparatives are restated. The assets and liabilities acquired are recognised at the carrying amounts recognised previously and no adjustments are made to reflect the fair values or recognised any new assets or liabilities, including no goodwill is recognised as a result of the combination. The components of equity of the acquired entities are added to the same components within the Group equity. Any difference between the consideration paid for the acquisition and share capital of acquiree is recognised directly to equity as merger reserve.

2.4 Plant and equipment

Plant and equipment are initially recorded at cost. Subsequent to initial recognition, plant and equipment are stated at cost less accumulated depreciation and impairment losses, if any.

The cost of plant and equipment 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 of plant and equipment if the obligation for dismantlement, removal or restoration is incurred as a consequence of acquiring or using the plant and equipment.

2. Summary of significant accounting policies (Continued)

2.4 Plant and equipment (Continued)

Subsequent expenditure relating to the plant and equipment that has already been recognised is added to the carrying amount of the asset when it is probable that the future economic benefits, in excess of the standard of performance of the asset before the expenditure was made, will flow to the Group and the Company, and the cost can be reliably measured. Other subsequent expenditure is recognised as an expense during the financial year in which it is incurred.

An item of plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in profit or loss in the financial year the asset is derecognised.

Low value assets items which cost less than $1,000 are recognised as an expense directly in profit or loss in the financial year of acquisition.

Depreciation is calculated using the straight-line method to allocate the depreciable amounts of the plant and equipment over their estimated useful life as follows:

	Years
Computers	1 to 3
Furniture and fittings	3
Office equipment	3 to 5
Renovation	3 to 9
Motor vehicle	8
Medical equipment	3 to 5

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

The residual values, estimated useful life and depreciation method are reviewed at each financial year-end to ensure that the residual values, period of depreciation and depreciation method are consistent with previous estimates and expected pattern of consumption of the future economic benefits embodied in the items of plant and equipment.

2.5 Intangible assets

Intangible assets acquired separately are measured initially at cost. The cost of intangible assets acquired in a business combination is their fair values as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any.

The useful life of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite life are amortised on a straight-line basis over the estimated economic useful life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life 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 is 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 useful life is recognised in profit or loss.

Intangible assets with indefinite useful life or not yet available for use are tested for impairment annually or more frequently if the events or changes in circumstances indicate that the carrying amount may be impaired either at individual or at the cash-generating unit level. Such intangible assets are not amortised. The useful life of an intangible asset with an indefinite useful life is reviewed annually to determine whether the useful life assessment continues to be supportable. If not, the changes in useful life from indefinite to finite is made on prospective basis.

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

Goodwill

Goodwill arising on the acquisition of subsidiary represents the excess of the consideration transferred, the amount of any non-controlling interests in the acquiree and the acquisition date fair value of any previously held equity interest in the acquiree over the acquisition date fair value of the identifiable assets, liabilities and contingent liabilities of the subsidiary recognised at the date of acquisition.

Goodwill is initially recognised as an asset at cost and is subsequently measured at cost less any accumulated impairment losses.

For the purpose of impairment testing, goodwill is allocated to each of the Group's cash-generating units expected to benefit from the synergies of the combination. Cash-generating units to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit. An impairment loss recognised for goodwill is not reversed in a subsequent period.

On disposal of a subsidiary, the attributable amount of goodwill is included in the determination of the gain or loss on disposal.

Customer listing

Customer listing was acquired through business combinations, and measured at fair value as at the date of acquisition. Subsequently, customer listing is carried at cost less accumulated amortisation and impairment losses, if any. Amortisation is recognised in profit or loss on a straight-line basis over 3 to 9 years.

Customer listing is assessed for impairment whenever there is an indication that the intangible asset may be impaired. The useful life and amortisation method are reviewed at the end of each reporting period to ensure that the period of amortisation and amortisation method are consistent with previous estimates and the expected pattern of consumption of the future economic benefits.

Web development

Web development is stated at cost less accumulated amortisation and any accumulated impairment losses. This cost is amortised to profit or loss using the straight-line method over 5 years, which is the shorter of its estimated useful lives and periods of contractual rights.

2. Summary of significant accounting policies (Continued)

2.5 Intangible assets (Continued)

Software

Acquired software are initially capitalised at cost which includes the purchase price (net of any discounts and rebates) and other directly attributable costs of preparing the software for its intended use. Direct expenditure which enhances or extends the performance of computer software beyond its specifications and which can be reliably measured is added to the original cost of the software. Costs associated with maintaining computer software are recognised as an expense as incurred.

Software are subsequently carried at cost less accumulated amortisation and accumulated impairment losses. These costs are amortised to profit or loss using the straight-line method over their estimated useful lives of 2 years.

2.6 Subsidiaries

Subsidiaries are entities over which the Group has control. The Group controls an investee if the Group has power over the investee, exposure to variable returns from its involvement with the investee, and the ability to use its power to affect those variable returns. Control is reassessed whenever facts and circumstances indicate that there may be a change in any of these elements of control.

Investments in subsidiaries are accounted for at cost, less impairment loss, if any, in the Company's statement of financial position.

2.7 Joint venture

A joint venture is a contractual arrangement whereby two or more parties undertake an economic activity that is subject to joint control, where the strategic, financial and operating decisions relating to the activity require the unanimous consent of the parties sharing control.

Joint ventures are initially recognised in the consolidated statement of financial position at cost, and subsequently accounted for using the equity method less any impairment losses. Any premium paid for a joint venture above the fair value of the Group's share of the identifiable assets, liabilities and contingent liabilities acquired is included in the carrying amount of the investment in joint venture.

Under the equity method, the Group's share of post-acquisition profits and losses and other comprehensive income is recognised in the consolidated statement of comprehensive income. Post-acquisition changes in the Group's share of net assets of joint ventures and distributions received are adjusted against the carrying amount of the investments.

Losses of a joint venture in excess of the Group's interest in that joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment) are not recognised, unless the Group has incurred legal or constructive obligations to make good those losses or made payments on behalf of the associate or joint venture.

Where a Group entity transacts with a joint venture, unrealised profits are eliminated to the extent of the Group's interest in the joint venture. Any eliminated gain that is in excess of the carrying amount of the Group's interest in the joint venture should be recognised as deferred income. Unrealised losses are also eliminated, but only to the extent that there is no impairment.

As the dates of the joint ventures' audited financial statements used are not conterminuous with that of the Group, the Group's share of results is arrived at based on the latest available unaudited management financial statements up to the end of the reporting period. Consistent accounting policies are applied for like transactions and events in similar circumstances.

Investments in joint ventures are accounted for at cost, less impairment loss, if any, in the Company's statement of financial position.

2.8 Impairment of non-financial assets excluding goodwill

The carrying amounts of non-financial assets excluding goodwill are reviewed at the end of each reporting period to determine whether there is any indication of impairment loss and whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. If any such indication exists, or when annual impairment testing for an asset is required, the asset's recoverable amount is estimated.

An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. A cash-generating unit is the smallest identifiable asset group that generates cash flows that largely are independent from other assets and groups of assets. Impairment loss is recognised in profit or loss.

The recoverable amount of an asset or cash-generating unit is the higher of its fair value less costs to sell and its value in use. Recoverable amount is determined for individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. If this is the case, the recoverable amount is determined for the cash-generating unit to which the assets belong. The fair value less costs to sell is the amount obtainable from the sale of an asset or cash-generating unit in an arm's length transaction between knowledgeable willing parties less costs of disposal. Value in use is the present value of estimated future cash flows expected to be derived from the continuing use of an asset and from its disposal at the end of its useful life, discounted at pre-tax rate that reflects current market assessment of the time value of money and the risks specific to the asset or cash-generating unit for which the future cash flow estimates have not been adjusted.

An assessment is made at the end of each reporting period as to whether there is any indication that an impairment loss recognised in prior periods for an asset may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. An impairment loss recognised in prior periods is reversed only if there has been a change in the estimates used to determine the recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. Reversals of impairment loss are recognised in profit or loss. After such a reversal, the depreciation or amortisation is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

2.9 Inventories

Inventories are stated at the lower of cost and net realisable value.

Cost is determined on a weighted average basis and includes all costs of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

2. Summary of significant accounting policies (Continued)

2.9 Inventories (Continued)

Net realisable value is the estimated selling price at which inventories can be realised in the ordinary course of business, less estimated costs to be incurred to make the sale. Where necessary, allowance is made for obsolete, slow-moving and defective inventories to adjust the carrying value of those inventories to the lower of cost and net realisable value.

2.10 Financial assets

The Group and the Company classify their financial assets into one of the categories below, depending on the Group's and the Company's business model for managing the financial assets as well as the contractual terms of the cash flows of the financial asset. The Group and the Company shall reclassify their affected financial assets when and only when the Group and the Company change their business model for managing these financial assets. Other than financial assets in a qualifying hedging relationship, the Group's and the Company's accounting policy for each category is as follows:

Amortised cost

These assets arise principally from the provision of goods and services to customers (e.g. trade receivables), but also incorporate other types of financial assets where the objective is to hold these assets in order to collect contractual cash flows and the contractual cash flows are solely payments of principal and interest. They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue, and are subsequently carried at amortised cost using the effective interest rate method, less provision for impairment. Interest income from these financial assets is included in interest income using the effective interest rate method.

Impairment provisions for trade receivables are recognised based on the simplified approach within SFRS(I) 9 *Financial Instruments* using the lifetime expected credit losses. During this process, the probability of the non-payment of the trade receivables is assessed. This probability is then multiplied by the amount of the expected loss arising from default to determine the lifetime expected credit loss for the trade receivables. For trade receivables, which are reported net, such provisions are recorded in a separate provision account with the loss being recognised in the consolidated statement of comprehensive income. On confirmation that the trade receivable will not be collectable, the gross carrying value of the asset is written off against the associated provision.

Impairment provisions for other receivables (excluding grant receivables), fixed deposits and cash and bank balances are recognised based on a forward looking expected credit loss model. The methodology used to determine the amount of the provision is based on whether at each reporting date, there has been a significant increase in credit risk since initial recognition of the financial asset. For those where the credit risk has not increased significantly since initial recognition of the financial asset, twelve month expected credit losses along with gross interest income are recognised. For those for which credit risk has increased significantly, lifetime expected credit losses along with the gross interest income are recognised. For those that are determined to be credit impaired, lifetime expected credit losses along with interest income on a net basis are recognised.

The Group's and the Company's financial assets measured at amortised cost comprise trade and other receivables, fixed deposits and cash and bank balances in the statements of financial position.

Financial assets at fair value through other profit or loss ("FVTPL")

The Group and the Company have a number of listed and unlisted entities which are not accounted for as subsidiaries, associates or joint ventures. For equity investments that are either held for trading or irrevocable election to measure fair value changes through other comprehensive income has not been made, the fair value changes is recognised in profit or loss.

Dividends are recognised in profit or loss, unless the dividend clearly represents a recovery of part of the cost of the investment, in which case the full or partial amount of the dividend is recorded against the associated investments' carrying amount.

Purchases and sales of financial assets measured at fair value through profit or loss are recognised on settlement date with any change in fair value between trade date and settlement date being recognised in the fair value through profit or loss.

<u>Derecognition of financial assets</u>

The Group and the Company derecognise a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

2.11 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, cash and deposits with banks. Cash and cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

2.12 Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

Ordinary shares are classified as equity and recognised at the fair value of the consideration received. Incremental costs directly attributable to the issuance of new equity instruments are shown in the equity as a deduction from the proceeds.

2.13 Provisions

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

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. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed.

Changes in the estimated timing or amount of the expenditure or discount rate are recognised in profit or loss when the changes arise. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

2. Summary of significant accounting policies (Continued)

2.14 Financial liabilities

Financial liabilities are recognised on the statements of financial position when, and only when, the Group and the Company become a party to the contractual provisions of the financial instrument. The Group and the Company determine the classification of their financial liabilities at initial recognition.

Trade and other payables

Trade and other payables (excluding deferred grant income and goods and services tax payable) are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, where applicable, using the effective interest method.

Borrowing

Borrowing is initially recognised at fair value, net of transaction costs incurred. Borrowing is subsequently stated at amortised cost using the effective interest method. Any difference between the proceeds (net of transaction costs) and the redemption value is taken to profit or loss over the period of the borrowing using the effective interest method.

Borrowing which is due to be settled within 12 months after the end of the reporting period are presented as current borrowing even though the original terms were for a period longer than 12 months and an agreement to refinance, or to reschedule payments, on a long-term basis is completed after the end of the reporting period and before the financial statements are authorised for issue.

Financial guarantee contract

The Company has issued corporate guarantee to banks for banking facility of subsidiaries and the guarantee qualify as financial guarantee because the Company is required to reimburse the banks if the subsidiaries breach any repayment term.

Financial guarantee contract liability is measured initially at its fair value, net of transaction costs. Financial guarantee contract is subsequently measured at the higher of:

a) premium received on initial recognition less the cumulative amount of income recognised in accordance with the principles of SFRS(I) 15 Revenue from Contracts with Customers; and

b) the amount of loss allowance determined in accordance with SFRS(I) 9.

<u>Derecognition of financial liabilities</u>

The Group and the Company derecognise their financial liabilities when, and only when, the Group's and the Company's obligations are discharged, cancelled or they expire. The difference between the carrying amount and the consideration paid is recognised in profit or loss.

2.15 Revenue recognition

Revenue is recognised when a performance obligation is satisfied. Revenue is measured based on consideration of which the Group expects to be entitled in exchange for transferring promised good or services to a customer, excluding amounts collected on behalf of third parties (i.e. sales related taxes). The consideration promised in the contracts with customers may include fixed amounts and variable amounts, if any.

Rendering of professional services

The Group provides professional services including accounting support services, tax administration, corporate secretarial services, training service, human resource management and advisory services and business and management consultancy services, call support services and data protection officer ("DPO") services to its customers. Certain revenue contracts with customers consist of multiple professional services under one contract. The management assessed each contract and unbundled these services as distinct performance obligations. The Group allocated transaction price to each performance obligation based on its relative stand-alone selling price.

The Group recognises revenue from rendering professional service, except for corporate secretarial services, human resource management and advisory services, call support services and DPO services, at point in time upon completion of service.

The performance obligations for corporate secretarial services, human resources management services, call support sevices and data protection services are satisfied over time because the customer simultaneously receives and consumes the benefits. Revenue is recognised over time over the service contract term. Limited judgement is needed to identify when the point of control passes to customers.

The performance obligations for human resource advisory services are satisfied overtime as the advisory services are tailored made to individual customer and has no alternative use for the Group. The Group has enforceable right to payment for the performance completed to date in the event of the client cancelling the contract prior to completion for any reason other than the Group's failure to perform its obligations under the contract. Revenue is recognised based on over time by reference to the Group's progress towards the completion of the contract. The measure of progress is determined based on the manpower hours incurred to date over the total estimated total contract cost.

The customers are invoiced either on yearly basis or based on the billing terms specified in contract. Contract asset is recognised when the Group has rights to the consideration for those works performed under the contract but has not yet billed the customer. Contract assets are transferred to receivables when the rights become unconditional. A contract liability is recognised when the Group has not yet performed under the contract but has received advanced payments from the customer or advance billing to the customer. Contract liabilities are recognised as revenue as the Group fulfills its performance obligation under the contract. There is no element of financing in the revenue transactions as customers are required to pay within a credit term of 30 to 90 days.

Rendering of medical services

The Group provides medical services including health screenings and general medical services. In the rendering of these services, there are no variable considerations noted in the contract with customers. The Group recognises revenue from rendering medical services at point in time upon completion of service. Limited judgement is needed to identify when the point of control passes to customers.

The customers are invoiced on the billings terms specified in contract. For individual patients, customers do not have credit terms and are generally cash on delivery. For patients on corporate schemes, customers are required to pay within a credit term of 90 days from date of service rendered. There are no payments collected prior to services rendered.

2. Summary of significant accounting policies (Continued)

2.15 Revenue recognition (Continued)

Sale of goods

Revenue from sales of medical and pharmaceutical products are recognised at a point in time based on customer acknowledgement of delivery as control is transferred to the customer. Limited judgement is needed to identify when the point of control passes to customers. There is no element of financing in the Group's revenue transactions as customers are required to pay within a credit term of 30 to 90 days.

2.16 Grants

Grants are recognised at fair value where there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. Where the grants relate to expenditures, which are not capitalised, the fair value of grants are credited to profit or loss as and when the underlying expenses are included and recognised in profit or loss to match such related expenditures. Grants related to an asset may be presented in the statements of financial position by deducting the grant in arriving at the carrying amount of the asset. Grants which are receivable in relation to expenses to be incurred in the subsequent financial period, are included as grant receivables and deferred government grants, classified as current assets and current liabilities respectively.

2.17 Leases

As lessee

All leases are accounted for by recognising a right-of-use asset and a lease liability except for:

- leases of low value assets; and
- leases with a duration of twelve months or less.

The payments for leases of low value assets and short-term leases are recognised as an expense on a straight-line basis over the lease term.

<u>Initial measurement</u>

Lease liabilities are measured at the present value of the contractual payments due to the lessor over the lease term, with the discount rate determined by reference to the rate inherent in the lease unless this is not readily determinable, in which case the Group's incremental borrowing rate on commencement of the lease is used.

Variable lease payments are only included in the measurement of the lease liability if it is depending on an index or rate. In such cases, the initial measurement of the lease liability assumes the variable element will remain unchanged throughout the lease term. Other variable lease payments are expensed in the period to which they relate.

On initial recognition, the carrying amount of lease liabilities also includes:

- a fixed payments (including in-substance fixed payments), less any lease incentives receivable;
- amounts expected to be payable under any residual value guarantee;
- the exercise price of any purchase option granted in favour of the Group if it is reasonably certain to assess that option; and
- any penalties payable for terminating the lease, if the term of the lease has been estimated on the basis of termination option being exercised.

Right-of-use assets are initially measured at the amount of lease liabilities, reduced by any lease incentives received and increased for:

- lease payments made at or before commencement of the lease;
- initial direct costs incurred; and
- the amount of any provision recognised where the Group is contractually required to dismantle, remove or restore the leased asset.

The Group presents the right-of-use assets and lease liabilities separately from other assets and other liabilities in the consolidated statement of financial position.

<u>Subsequent measurement</u>

Right-of-use assets are subsequently measured at cost less any accumulated depreciation, any accumulated impairment loss and, if applicable, adjusted for any remeasurement of the lease liabilities. The right-of-use assets under cost model are depreciated on a straight-line basis over the shorter of either the remaining lease term or the remaining useful life of the right-of-use assets. If the lease transfers ownership of the underlying asset by the end of the lease term or if the cost of the right-of-use asset reflects that the Group will exercise the purchase option, the right-of-use assets are depreciated over the useful life of the underlying asset on the following bases:

	Years
Office and clinic premises	3 to 6
Office equipment	5
Motor vehicles	8
Medical equipment	3

The carrying amount of right-of-use assets are reviewed for impairment when events or changes in circumstances indicate that the right-of-use asset may be impaired. The accounting policy on impairment is as described in Note 2.8 to the financial statements.

Subsequent to initial measurement, lease liabilities are adjusted to reflect interest charged at a constant periodic rate over the remaining lease liabilities, lease payment made and if applicable, account for any remeasurement due to reassessment or lease modifications.

After the commencement date, interest on the lease liabilities and variable lease payments not included in the measurement of the lease liabilities are recognised in profit or loss, unless the costs are eligible for capitalisation in accordance with other applicable standards.

2. Summary of significant accounting policies (Continued)

2.17 Leases (Continued)

As lessee (Continued)

Subsequent measurement (Continued)

When the Group revises its estimate of any lease term (i.e. probability of extension or termination option being exercised), it adjusts the carrying amount of the lease liability to reflect the payments over the revised term. The carrying amount of lease liabilities is similarly revised when the variable element of the future lease payment dependent on a rate or index is revised. In both cases, an equivalent adjustment is made to the carrying amount of the right-of-use assets. If the carrying amount of the right-of-use assets is reduced to zero and there is a further reduction in the measurement of lease liabilities, the remaining amount of the remeasurement is recognised directly in profit or loss.

When the Group renegotiates the contractual terms of a lease with the lessor, the accounting treatment depends on the nature of the modification:

- If the renegotiation in one or more additional assets being leased for an amount commensurate with the standalone price for the additional right-of-use obtained, the modification is accounted for as a separate lease in accordance with the above policy;

- In all other cases where the renegotiation increases the scope of the lease (i.e. extension to the lease term, or one or more additional assets being leased), the lease liability is remeasured using the discount rate applicable on the modification date, with the right-of-use being adjusted by the same amount; and

- If the renegotiation results in a decrease in scope of the lease, both the carrying amount of the lease liability and right-of-use asset reduced by the same proportion to reflect the partial or full termination of the lease with any difference being recognised in profit or loss. The lease liability is then further adjusted to ensure its carrying amount reflects the amount of the renegotiated payments over the negotiated term, with the modified lease payments discounted at the rate applicable on the modification date. The right-of-use asset is adjusted by the same amount.

For lease contracts that convey a right to use an identified asset and require services to be provided by the lessor, the Group has elected to account for the entire contract as a lease. The Group does not allocate any amount of contractual payments to, and account separately for, any services provided by the lessor as part of the contract.

As a practical expedient, SFRS(I) 16 Leases permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement.

As lessor

In classifying a sublease, the Group as an intermediate lessor classifies the sublease as a finance or an operating lease with reference to the right-of-use asset arising from the head lease, rather than the underlying asset.

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

For contract which contains lease and non-lease components, the Group allocates the consideration based on a relative stand-alone selling price basis.

When the Group is the lessor of operating leases

Leases where the Group retains substantially all risks and rewards incidental to the ownership are classified as operating leases.

Rental income from operating leases (net of any incentives given to lessees) is recognised in profit or loss on a straight-line basis over the lease term.

2.18 Employee benefits

Defined contribution plans

Contributions to defined contribution plans are recognised as an expense in profit or loss in the same financial year as the employment that gives rise to the contributions.

Employee leave entitlements

Employee entitlements to annual leave are recognised when they accrue to employees. An accrual is made for the estimated liability for unutilised leave as a result of services rendered by employees up to the end of the reporting period.

2.19 Borrowing costs

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised as expenses in profit or loss in the financial year in which they are incurred. Borrowing costs are recognised on a time-proportion basis in profit or loss using the effective interest method.

2.20 Income tax

Income tax expense comprises current and deferred taxes. Income tax expense is recognised in profit or loss except to the extent that it relates to a business combination or items recognised directly in equity, or in other comprehensive income.

Current income tax expense is the expected tax payable on the taxable income for the financial year, using tax rates enacted or substantively enacted at the end of the reporting period, and any adjustment to income tax payable in respect of previous financial years. Taxable income differs from profit reported as profit or loss because it excluded items of income or expenses that are taxable or deductible in other years and it further excludes items of income or expenses that are not taxable or tax deductible.

Deferred tax is provided, using the balance sheet liability method, for temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax is measured using the tax rates expected to be applied to the temporary differences when they are realised or settled, based on tax rates enacted or substantively enacted at the end of the reporting period.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Deferred tax assets are reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that the related tax benefit will be realised.

2. Summary of significant accounting policies (Continued)

2.20 Income tax (Continued)

Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that future taxable profits will be available against which the temporary differences can be utilised.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

Deferred tax assets and liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same tax authority and where there is intention to settle the current tax assets and liabilities on a net basis.

Deferred tax liabilities are recognised for all taxable temporary differences associated with investments in subsidiaries, except where the timing of the reversal of the temporary difference can be controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

2.21 Foreign currencies

Items included in the individual financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("functional currency").

In preparing the financial statements, transactions in currencies other than the entity's functional currency ("foreign currencies") are recorded at the rates of exchange prevailing on the date of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are re-translated at the rates prevailing at the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are re-translated 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 re-translated.

Exchange differences arising on the settlement of monetary items and on re-translating of monetary items are recognised in profit or loss for the financial year. Exchange differences arising on the re-translation of non-monetary items carried at fair value are recognised in profit or loss for the financial year except for differences arising on the re-translation of non-monetary items in respect of which gains and losses are recognised in other comprehensive income. For such non-monetary items, any exchange component of that gain or loss is also recognised in other comprehensive income.

For the purposes of presenting consolidated financial statements, the results and financial positions of the Group's entities that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

(i) assets and liabilities are translated at the closing exchange rate at the end of the reporting period;

(ii) income and expenses are translated at average exchange rate for the financial year (unless this 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

(iii) all resulting foreign currency exchange differences are recognised in other comprehensive income and presented in the foreign currency translation account in equity. Such translation differences are recognised in profit or loss in the period in which the foreign operation is disposed of.

2.22 Dividends

Dividends are recognised when they become legally payable. Interim dividends are recorded in the financial year in which they are declared payable. Final dividends are recorded in the financial year in which the dividends are approved by shareholders.

2.23 Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenue and incur expenses (including revenue and expenses relating to transactions with other components of the Group) and whose operating results are regularly reviewed by the Group's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance.

3. Critical accounting judgements and key sources of estimation uncertainty

3.1 Critical judgements made in applying the accounting policies

In the process of applying the accounting policies, the management is of the opinion that there are no critical judgements involved that have a significant effect on the amounts recognised in the financial statements, except as disclosed in below:

(i) Revenue recognition

With the application of SFRS(I) 15 *Revenue from Contracts with Customers*, the management considered the detailed criteria for the recognition of revenue, in particular, the allocation of transaction price.

The Group has exercised significant judgement to determine the allocation of transaction price for each identified performance obligation for multiple professional services offered under one contract. Management has made their assessment of the allocation of transaction prices, including considering the individual stand-alone selling prices which may vary due to the different level of complexity of the professional services.

3. Critical accounting judgements and key sources of estimation uncertainty (Continued)

3.2 Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities and the reported amounts of revenue and expenses within the next financial year are discussed below:

(i) Impairment of investments in subsidiaries

The Company follows the guidance of SFRS(I) 1-36 *Impairment of Assets*, in determining whether investments in subsidiaries are impaired. This determination requires significant judgements and assumptions. The Company evaluates, among other factors, the duration and extent to which the recoverable amount of an investment is less than its carrying amount, the financial health and near-term business outlook of the investments, including factors such as industry and sector performance, changes in technology and operational and financing cash flows.

Investments in subsidiaries are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired. The recoverable amounts of these assets and where applicable, cash-generating units ("CGU") have been determined based on higher of value-in-use calculations or fair value less cost to disposal ("FVLCOD"). The value-in-use calculation requires the Company to estimate the future cash flows expected to arise from the CGU and a suitable discount rate in order to calculate present value. The recoverable amount is most sensitive to revenue growth rates and discount rates used for the discounted cash flow model. The Company's net carrying amount of investments in subsidiaries as at 31 March 2022 was $10,596,577 (2021: $10,883,577) and an allowance for impairment loss of $287,000 (2021: $39,296) was recognised during the financial year ended 31 March 2022 as disclosed in Note 7 to the financial statements.

(ii) Goodwill

Management determines whether goodwill is impaired at least on an annual basis and whenever there is an indication that they are impaired. The process of evaluating potential impairment of goodwill requires significant judgements and assumptions. Management estimates the recoverable amount of the CGU to which the goodwill has been allocated using the value-in-use calculations. The value-in-use calculations are based on a discounted cash flow model. The recoverable amount is most sensitive to revenue growth rates and discount rates used for the discounted cash flow model. The carrying amount of the Group's goodwill as at 31 March 2022 was $6,505,779 (2021: $6,844,779) and an allowance for impairment loss of $339,000 (2021: $Nil) was recognised during the financial year as disclosed in Note 6 to the financial statements.

(iii) Loss allowance for trade and other receivables

Trade and other receivables (Excluding grant receivables)

Management determines the expected loss based on the simplified approach arising from default for trade receivables, by categorising them based on its historical loss pattern, historical payment profile as well as credit risk profile of customers. Notwithstanding the above, the Group evaluates separately the expected credit loss on customers in financial difficulties which are credit impaired. For non-trade receivables, management considers the performance, financial capability as well as payment profile of these non-trade receivables in order to determine the appropriate stage of expected credit loss for these receivables. Probability or risk of default is then being estimated by considering the future conditions. The carrying amounts of trade and other receivables (excluding grant receivables) of the Group as at 31 March 2022 were $2,120,778 (2021: $2,727,162).

Amounts due from subsidiaries and joint venture - Company level

Management determines whether there is significant increase in credit risk of amounts due from these subsidiaries and joint venture since initial recognition. Management reviews the financial performance and results of the subsidiaries and joint venture. An allowance for impairment loss of $25,000 (2021: $Nil) was recognised for the financial year ended 31 March 2022. The amounts due from subsidiaries and joint venture as at 31 March 2022 were $200,218 (2021: $171,944) and $Nil (2021: $597,112) respectively.

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

At the end of the reporting period, management carried out an impairment assessment in respect of plant and equipment and right-of-use assets with indicators of impairment to determine whether an impairment loss should be recognised in the financial statements.

Impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost to sell and value-in-use. For the purposes of assessing impairment, assets are grouped at the lowest level for which there is separately identifiable cash flow (its cash generating unit or "CGU"). The recoverable amount of plant and equipment and right-of-use assets are determined based on value-in-use, by discounting the expected future cash flows for each CGU.

The recoverable amount is most sensitive to revenue growth rates and discount rates used for the discounted cash flow model. The management carried out an impairment review of plant and equipment and right-of-use assets and no impairment loss was recognised as at 31 March 2022 and 31 March 2021. The carrying amount of the Group's plant and equipment and right-of-use assets were $256,327 (2021: $135,026) and $865,195 (2021: $1,444,480) respectively.

3. Critical accounting judgements and key sources of estimation uncertainty (Continued)

3.2 Key sources of estimation uncertainty (Continued)

(v) Fair value measurement on unquoted equity securities

During the financial year, management derecognised the receivables from a joint venture as they received unquoted equity securities in satisfaction of the receivables.

As at the end of the reporting period, the fair values of unquoted equity securities have been determined by management, assisted by its external valuer, and are considered as level 3 recurring fair value measurements. The significant judgement and assumptions used in the valuation include revenue growth rate and discount rate and valuation discount. The sensitivity analysis is disclosed under Note 9.

The carrying amounts of the Group's and Company's unquoted equity securities as at 31 March 2022 were $1,258,000 and $1,258,000 (2021: $Nil and $Nil) respectively.

4. Plant and equipment

	Computers	Furniture and fittings	Office equipment	Renovation	Medical equipment	Motor Vehicle	Total
	$	$	$	$	$	$	$
Group							
Cost							
Balance at 1 April 2021	**74,762**	**12,185**	**21,147**	**120,131**	**6,175**	**33,292**	**267,692**
Additions	**41,492**	**5,508**	**17,076**	**139,330**	**–**	**–**	**203,406**
Written off	**(2,870)**	**(5,218)**	**–**	**(9,900)**	**–**	**–**	**(17,988)**
Balance at 31 March 2022	**113,384**	**12,475**	**38,223**	**249,561**	**6,175**	**33,292**	**453,110**
Accumulated depreciation							
Balance at 1 April 2021	**51,308**	**7,172**	**12,424**	**59,680**	**2,082**	**–**	**132,666**
Depreciation for the financial year	**21,225**	**2,493**	**5,383**	**33,875**	**2,058**	**7,684**	**72,718**
Written off	**(796)**	**(3,677)**	**–**	**(4,128)**	**–**	**–**	**(8,601)**
Balance at 31 March 2022	**71,737**	**5,988**	**17,807**	**89,427**	**4,140**	**7,684**	**196,783**
Net carrying amount							
Balance at 31 March 2022	**41,647**	**6,487**	**20,416**	**160,134**	**2,035**	**25,608**	**256,327**
Cost							
Balance at 1 April 2020	70,189	11,516	11,497	77,701	3,675	–	174,578
Additions	16,332	802	9,849	51,467	2,500	–	80,950
Written off	(11,759)	(133)	(199)	(9,037)	–	–	(21,128)
Reclassified from right-of-use asset	–	–	–	–	–	33,292	33,292
Balance at 31 March 2021	74,762	12,185	21,147	120,131	6,175	33,292	267,692
Accumulated depreciation							
Balance at 1 April 2020	51,310	4,750	8,355	50,786	510	–	115,711
Depreciation for the financial year	11,587	2,555	4,128	16,677	1,572	–	36,519
Written off	(11,589)	(133)	(59)	(7,783)	–	–	(19,564)
Balance at 31 March 2021	51,308	7,172	12,424	59,680	2,082	–	132,666
Net carrying amount							
Balance at 31 March 2021	23,454	5,013	8,723	60,451	4,093	33,292	135,026

4. Plant and equipment (Continued)

	Computers	Office equipment	Renovation	Total
	$	$	$	$
Company				
Cost				
Balance at 1 April 2021	**51,271**	**26,135**	**74,694**	**152,100**
Additions	**8,992**	**–**	**–**	**8,992**
Balance at 31 March 2022	**60,263**	**26,135**	**74,694**	**161,092**
Accumulated depreciation				
Balance at 1 April 2021	**40,134**	**19,865**	**41,411**	**101,410**
Depreciation for the financial year	**7,425**	**3,070**	**8,238**	**18,733**
Balance at 31 March 2022	**47,559**	**22,935**	**49,649**	**120,143**
Net carrying amount				
Balance at 31 March 2022	**12,704**	**3,200**	**25,045**	**40,949**
Cost				
Balance at 1 April 2020	44,611	18,229	39,928	102,768
Additions	6,660	7,906	34,766	49,332
Balance at 31 March 2021	51,271	26,135	74,694	152,100
Accumulated depreciation				
Balance at 1 April 2020	34,513	17,470	34,867	86,850
Depreciation for the financial year	5,621	2,395	6,544	14,560
Balance at 31 March 2021	40,134	19,865	41,411	101,410
Net carrying amount				
Balance at 31 March 2021	11,137	6,270	33,283	50,690

5. Right-of-use assets

	Office and clinic premises	Office equipment	Motor vehicles	Medical equipment	Total
	$	$	$	$	$
Group					
Cost					
Balance at 1 April 2021	**2,318,305**	**24,365**	**85,804**	**124,459**	**2,552,933**
Additions	**307,342**	**14,338**	**–**	**–**	**321,680**
Reclassified to plant and equipment*	**–**	**–**	**–**	**(60,959)**	**(60,959)**
Lease modifications	**(418,922)**	**(4,128)**	**–**	**–**	**(423,050)**
Lease expiration	**(192,501)**	**(7,283)**	**–**	**–**	**(199,784)**
Currency realignment	**(276)**	**–**	**–**	**–**	**(276)**
Balance at 31 March 2022	**2,013,948**	**27,292**	**85,804**	**63,500**	**2,190,544**
Accumulated depreciation					
Balance at 1 April 2021	**1,008,064**	**10,084**	**1,789**	**88,516**	**1,108,453**
Depreciation for the financial year	**427,272**	**5,802**	**10,240**	**34,453**	**477,767**
Reclassified to plant and equipment*	**–**	**–**	**–**	**(60,959)**	**(60,959)**
Lease expiration	**(192,501)**	**(7,283)**	**–**	**–**	**(199,784)**
Currency realignment	**(128)**	**–**	**–**	**–**	**(128)**
Balance at 31 March 2022	**1,242,707**	**8,603**	**12,029**	**62,010**	**1,325,349**
Net carrying amount					
Balance at 31 March 2022	**771,241**	**18,689**	**73,775**	**1,490**	**865,195**
Cost					
Balance at 1 April 2020	2,389,755	11,411	50,577	124,459	2,576,202
Additions	70,109	12,954	85,804	–	168,867
Termination of the lease contracts	(140,957)	–	–	–	(140,957)
Reclassified to plant and equipment*	–	–	(50,577)	–	(50,577)
Currency realignment	(602)	–	–	–	(602)
Balance at 31 March 2021	2,318,305	24,365	85,804	124,459	2,552,933
Accumulated depreciation					
Balance at 1 April 2020	603,031	3,642	9,603	45,182	661,458
Depreciation for the financial year	496,150	6,442	9,471	43,334	555,397
Termination of the lease contracts	(91,065)	–	–	–	(91,065)
Reclassified to plant and equipment	–	–	(17,285)	–	(17,285)
Currency realignment	(52)	–	–	–	(52)
Balance at 31 March 2021	1,008,064	10,084	1,789	88,516	1,108,453
Net carrying amount					
Balance at 31 March 2021	1,310,241	14,281	84,015	35,943	1,444,480

* Motor vehicles with a cost and carrying amount of $60,959 (2021: $50,577) and $Nil (2021: $33,292) respectively were transferred to the Group's plant and equipment during financial year ended 31 March 2021 after settlement of the final instalment of the related lease liability.

5. Right-of-use assets (Continued)

For the purpose of consolidated statement cash flows, the Group's additions to right-of-use assets during the financial year were financed as follows:

	2022	2021
	$	$
Additions of right-of-use assets	**321,680**	168,867
Less: Outstanding balance recognised as lease liabilities	**(303,481)**	(119,960)
Less: Provision for reinstatement cost made	**(18,199)**	(4,194)
Cash payments to acquire right-of-use assets	**–**	44,713

Restrictions

Motor vehicles, medical equipment and office equipment with a carrying amount of $75,265 (2021: $119,958) included above are secured over the lease liabilities of $31,186 (2021: $82,263) as at 31 March 2022. The assets will be seized and returned to lessor in the event of default by the Group.

6. Intangible assets

	Customer listing	Goodwill	Web development	Software	Total
	$	$	$	$	$
Group					
Cost					
Balance at 1 April 2021	**429,549**	**6,844,779**	**6,000**	**–**	**7,280,328**
Additions	**–**	**–**	**–**	**26,549**	**26,549**
Balance at 31 March 2022	**429,549**	**6,844,779**	**6,000**	**26,549**	**7,306,877**
Accumulated amortisation and impairment loss					
Balance at 1 April 2021	**181,628**	**–**	**800**	**–**	**182,428**
Amortisation for the financial year	**89,654**	**–**	**1,200**	**8,850**	**99,704**
Impairment loss for the financial year	**–**	**339,000**	**–**	**–**	**339,000**
Balance at 31 March 2022	**271,282**	**339,000**	**2,000**	**8,850**	**621,132**
Net carrying amount					
Balance at 31 March 2022	**158,267**	**6,505,779**	**4,000**	**17,699**	**6,685,745**
Remaining useful life at end of financial year	**0.5 – 4.6 years**	**Indefinite**	**3.3 years**	**2 years**	

6. Intangible assets (Continued)

	Customer listing $	Goodwill $	Web development $	Total $
Group				
Cost				
Balance at 1 April 2020	429,549	6,844,779	–	7,274,328
Additions	–	–	6,000	6,000
Balance at 31 March 2021	429,549	6,844,779	6,000	7,280,328
Accumulated amortisation				
Balance at 1 April 2020	81,242	–	–	81,242
Amortisation for the financial year	100,386	–	800	101,186
Balance at 31 March 2021	181,628	–	800	182,428
Net carrying amount				
Balance at 31 March 2021	247,921	6,844,779	5,200	7,097,900
Remaining useful life at end of financial year	1–5 years	Indefinite	4 years	

Amortisation expense was included in "depreciation and amortisation expenses" line item of profit or loss.

Goodwill arising from the business combination were related to the acquisition of subsidiaries that are expected to benefit from the business combination and the respective CGUs are Medinex Professional Services Pte. Ltd. ("MPS") and Jo-L Consultus Pte. Ltd. ("Jo-L"), Sen Med Holdings Pte. Ltd. and its subsidiaries ("SMH") and Medinex Advisory Pte. Ltd. and SKI Consultancy Pte. Ltd. ("SKI Group") which are determined as one CGU respectively. The carrying amount of goodwill had been allocated as follows:

	2022 $	2021 $
CGUs		
Nex Healthcare Pte. Ltd. ("Nex")	**2,390,121**	2,390,121
Acctax Management Consultancy Pte. Ltd. ("Acctax")	**335,034**	335,034
MPS and Jo-L	**913,688**	913,688
SMH	**927,614**	1,266,614
Ark Leadership & Learning Pte. Ltd. ("ALL")	**871,648**	871,648
SKI Group	**1,067,674**	1,067,674
	6,505,779	6,844,779

Impairment test of goodwill and customer listing

As at 31 March 2022, the recoverable amount of the CGU has been determined based on value-in-use calculations using management-approved discounted cash flow projections covering 5 years (2021: 5 years). Management assessed 5 years cash flows and projection to terminal year for the financial forecast of the CGU as appropriate considering the management's business plan in the near future. The key assumptions for the discounted cash flow projections are those regarding the revenue growth rates and discount rates as follows:

	Revenue growth rates		Pre-tax discount rates	
	2022	**2021**	**2022**	**2021**
Nex	**-1% to 1%**	1% to 12%	**14%**	14%
Acctax	**2% to 4%**	0% to 8%	**12%**	12%
MPS and Jo-L	**2%**	0% to 2%	**16%**	17%
SMH	**3% to 20%**	1% to 99%	**15%**	17%
ALL	**-23% to 31%**	0% to 82%	**16%**	17%
SKI Group	**2%**	2%	**15%**	17%

Terminal growth rate of 0.5% (2021: 0.5%) was applied to all CGUs in the cash flows projection to terminal year.

Revenue growth rates and terminal growth rates – The forecasted growth rates are based on management's expectations for each CGU from historical trends as well as average growth rates of the industry.

6. Intangible assets (Continued)

Impairment test of goodwill and customer listing (Continued)

Discount rates - Management estimates discount rates using pre-tax rates that reflect current market assessments of the time value of money and the risks specific to the CGU.

SMH, the operating unit in the medical services segment was facing stiff competition from local players, which resulted an adverse impact on the projected value-in-use of the operations concerned. As a result, the Group has made impairment loss of $339,000 (2021: $Nil) to the SMH CGU. The carrying amount of CGU was determined to be higher than its recoverable amount of approximately $1,785,000 based on management's review. The impairment loss was recognised in respect of goodwill in that CGU and included in "other expenses" in line item of profit or loss.

Sensitivity analysis

Following the impairment loss recognised in SMH, the recoverable amount was equal to the carrying amount. Therefore, any adverse movement in a key assumption would lead to further impairment.

As at each reporting date, based on management's assessment of the CGUs except for SMH, any reasonably possible change to the key assumptions applied is not likely to cause the recoverable amounts to be below the carrying amounts of the CGU.

7. Investments in subsidiaries

	Company	
	2022	2021
	$	$
Unquoted equity investments, at cost	**11,088,873**	11,172,873
Allowance for impairment loss	**(492,296)**	(289,296)
Balance at end of financial year	**10,596,577**	10,883,577

Movements in unquoted equity investment, at cost were as follows

	Company	
	2022	2021
	$	$
Balance at beginning of financial year	**11,172,873**	11,172,872
Additions during the financial year	**–**	1
Disposals during the financial year	**(84,000)**	–
Balance at end of financial year	**11,088,873**	11,172,873

7. Investments in subsidiaries (Continued)

Movements in allowance for impairment loss were as follows:

	Company	
	2022	2021
	$	$
Balance at beginning of financial year	**289,296**	250,000
Allowance for impairment loss written off during the financial year	**(84,000)**	–
Impairment loss during the financial year	**287,000**	39,296
Balance at end of financial year	**492,296**	289,296

Impairment on investments in subsidiaries

As at the end of the reporting period, the Company carried out a review of the investment in subsidiaries, having regard for indicators of impairment on investments in subsidiaries based on the existing performance of subsidiaries. Following the review, an additional impairment loss of $287,000 (2021: $39,296) was recognised in respect of a subsidiary (2021: two subsidiaries) for the financial year ended 31 March 2022. The recoverable amount of the impaired subsidiary was determined based on value-in-use of the subsidiary by forecasting the expected future cash flows for a period up to 5 years, using a suitable discount rate in order to calculate the present value of those cash flows. The key assumptions are disclosed in Note 6 in the financial statements.

In prior financial year, the recoverable amount of the impaired subsidiaries were determined based on their fair value less cost of disposal ("FVLCOD") as these subsidiaries had ceased business operations and have filed application for strike off. The FVLCOD of the impaired subsidiaries were assessed to be their net assets which approximated to their fair values. The fair value measurement is categorised as a Level 3 in the fair value hierarchy based on the inputs used.

On 4 May 2021, the Company's wholly owned subsidiary, SKI Consultancy Pte. Ltd., was struck off. The Company has written off the cost of investment and derecognised the allowance of impairment loss of approximately $84,000 for the financial year ended 31 March 2022.

7. Investments in subsidiaries (Continued)

The details of the subsidiaries are as follows:

Name of company	Principal place of business	Principal activities	Proportion of Ownership Interest held by the Group		Proportion of ownership interest held by non-controlling interests	
			2022	2021	2022	2021
			%	%	%	%
Held by the Company						
Medinex Corporate Services Pte. Ltd.[1]	Singapore	Business support services	**100**	100	**–**	–
Medinex Healthcare Services Pte. Ltd.[1]	Singapore	Medical support services	**100**	100	**–**	–
Nex Healthcare Pte. Ltd.[1]	Singapore	Medical support services and pharmaceutical services	**100**	100	**–**	–
Acctax Management Consultancy Private Limited[1]	Singapore	Business support services	**100**	100	**–**	–
Medinex Professional Services Pte. Ltd.[1]	Singapore	Business support services	**100**	100	**–**	–
Jo-L Consultus Pte. Ltd.[2]	Singapore	Dormant	**100**	100	**–**	–
Ark Leadership & Learning Pte. Ltd.[1]	Singapore	Human resources consultancy and learning development services	**100**	100	**–**	–
Medinex Advisory Pte. Ltd.[1]	Singapore	Business support services	**100**	100	**–**	–
SKI Consultancy Pte. Ltd.[3]	Singapore	Dormant	**–**	100	**–**	–
Sen Med Holdings Pte. Ltd.[1]	Singapore	Investment holding	**55**	55	**45**	45
Medinex Corporate Services Sdn. Bhd.[4]	Malaysia	Shared service centre	**100**	100	**–**	–
Held by the Sen Med Holdings Pte. Ltd.						
The Family Clinic @ Towner Pte. Ltd.[1]	Singapore	Operation of medical clinic and the provision of medical services	**55**	55	**45**	45
X-Ray + Medical Screening Pte. Ltd.[1]	Singapore	Operation of medical clinic, provision of medical services and medical diagnostic imaging centres	**55**	55	**45**	45
Express Medical Pte. Ltd.[1]	Singapore	Operation of medical clinic and the provision of medical services	**55**	55	**45**	45

(1) Audited by BDO LLP, Singapore
(2) Struck off on 7 April 2022
(3) Struck off on 4 May 2021
(4) Insignificant subsidiary of Medinex Limited

7. Investments in subsidiaries (Continued)

Incorporation of a subsidiary

On 15 May 2020, the Company incorporated a wholly owned subsidiary in Malaysia, namely Medinex Corporate Services Sdn. Bhd. with a total issued and paid up capital of RM 2 (which is equivalent to $0.65).

Striking off of subsidiaries

On 28 January 2021, the Company filed for application to strike off a wholly owned subsidiary in Singapore, namely SKI Consultancy Pte. Ltd. with a total issued and paid up capital of $1,000. The application of strike off was approved by Accounting and Corporate Regulatory Authority ("ACRA") on 4 May 2021.

On 12 March 2021, the Company filled for application to strike off a wholly owned subsidiary in Singapore, namely Jo-L Consultus Pte. Ltd. with a total issued and paid up capital of $100,000. The application of strike off was approved by ACRA on 7 April 2022.

Non-controlling interests

Sen Med Holdings Pte. Ltd., a 55% owned subsidiary of the Company, has material non-controlling interests ("NCI"). Summarised financial information in relation to the subsidiary that has NCI that are material to the Group, before intra-group eliminations and together with amounts attributed to NCI, is presented below:

	Sen Med Holdings Pte. Ltd. and its subsidiaries	
	2022	**2021**
	$	**$**
Revenue	**1,949,159**	1,633,724
Profit before income tax	**211,466**	142,383
Income tax expense	**13,922**	9,183
Profit after income tax	**197,544**	133,200
Profit allocated to NCI	**88,805**	59,940
Total comprehensive income allocated to NCI	**88,805**	59,940
Dividends paid to NCI	**135,000**	135,000
Cash flows generated from operating activities	**368,161**	204,931
Cash flows used in investing activities	**(6,903)**	(4,444)
Cash flows used in financing activities	**(565,787)**	(506,049)
Net cash outflows	**(204,529)**	(305,562)
Assets:		
Current assets	**700,232**	924,610
Non-current assets	**449,708**	696,391
Liabilities:		
Current liabilities	**403,692**	551,688
Non-current liabilities	**250,151**	470,760
Net assets	**496,097**	598,553
Accumulated NCI	**223,154**	269,349

8. Investments in joint ventures

	Group		Company	
	2022	**2021**	**2022**	**2021**
	$	**$**	**$**	**$**
Balance at the beginning of financial year	**320,935**	139,515	**286,244**	91,519
Additions during the financial year	**–**	207,000	**–**	207,000
Share of results, net of dividend received	**(22,468)**	(13,305)	**–**	–
Impairment loss during the financial year	**(90,894)**	(12,275)	**(91,519)**	(12,275)
Balance at the end of financial year	**207,573**	320,935	**194,725**	286,244

Movement in impairment loss on investments in joint ventures was as follows:

	Group		Company	
	2022	**2021**	**2022**	**2021**
	$	**$**	**$**	**$**
Balance at beginning of financial year	**12,275**	–	**12,275**	–
Impairment loss during the financial year	**90,894**	12,275	**91,519**	12,275
Balance at end of financial year	**103,169**	12,275	**103,794**	12,275

J-Connect Media Pte. Ltd. ("JCM") and Zenmedic Capital Pte. Ltd ("ZCPL") were dormant at 31 March 2022. The management also has intention to strike off ZCPL subsequent to end of reporting period. The Group thus carried out a review on the recoverable amount on its investment in JCM and ZCPL as at 31 March 2022.

The recoverable amount of the above joint ventures were determined based on their fair value less cost of disposal ("FVLCOD") for the financial year ended 31 March 2022. The FVLCOD of the impaired joint ventures were assessed to be their net assets which approximated their fair values. This fair value measurement is categorised as a Level 3 in the fair value hierarchy based on the inputs used. The Group's assessment resulted in the recognition of an impairment loss on cost of investment in JCM and ZCPL of $Nil and $90,894 (2021: $12,275 and $Nil) respectively during the financial year.

8. Investments in joint ventures (Continued)

The details of the joint ventures are as follows:

Name of company	Country of incorporation and principal place of business	Principal activities	Effective equity interest held by the Group	
			2022	**2021**
			%	**%**
Held by the Company				
Zenmedic Capital Pte. Ltd.	Singapore	Investment holding company	**27.8**	27.8
J-Connect Media Pte. Ltd.	Singapore	Production of corporate videos and other advertising activities	**25**	25
Healthcare Essentials Pte. Ltd.[1]	Singapore	Distribution of medical consumables	**20**	20

(1) In prior financial year, equity accounted based on the management's financial statements aligned to the Group's financial year

The financial year end of Zenmedic Capital Pte. Ltd., J-Connect Media Pte. Ltd. and Healthcare Essentials Pte Ltd are 31 March.

Incorporation of joint venture

On 3 July 2020, the Company incorporated a joint venture company, J-Connect Media Pte. Ltd. ("JCM"), with several parties with a cash consideration of $25,000, which represents 25% of shareholdings in JCM.

Acquisition of equity interests in joint ventures

On 23 December 2020, the Company acquired 10,000 ordinary shares in Healthcare Essentials Pte. Ltd. ("HEPL") at a cash consideration of $182,000, which represents 20% of shareholdings in HEPL. Goodwill arising from this acquisition which amounted to approximately $98,125 is measured as the excess of aggregate consideration transferred over the fair value of identifiable net assets acquired, and the amount forms part of carrying amount of investments in joint ventures.

The Group and the Company determine ZCPL, HEPL and JCM as joint ventures as they have joint control over the participation in the financial and operating policy decisions in these joint ventures as set out in the shareholders' agreements entered with respective parties in these entities.

Summarised financial information in relation to the Group's significant joint ventures are presented below:

Summarised statements of financial position

	HEPL	ZCPL	Total
	$	$	$
2022			
Current assets	**1,066,903**	**–**	**1,066,903**
Non-current assets	**128,559**	**–**	**128,559**
Current liabilities	**(210,950)**	**–**	**(210,950)**
Non-current liabilities	**(437,270)**	**–**	**(437,270)**
Net assets	**547,242**	**–**	**547,242**
2021			
Current assets	784,042	75,382	859,424
Non-current assets	169,931	2,423,139	2,593,070
Current liabilities	(135,872)	(38,360)	(174,232)
Non-current liabilities	(452,894)	(2,250,000)	(2,702,894)
Net assets	365,207	210,161	575,368

8. Investments in joint ventures (Continued)

Summarised statements of financial position (Continued)

The above amounts of assets and liabilities include the following:

	HEPL $	ZCPL $
2022		
Cash and cash equivalents	**339,052**	**16,688**
Current liabilities (excluding trade and other payables and provisions)	**51,119**	**–**
Non-current liabilities (excluding trade and other payables and provisions)	**437,270**	**–**
2021		
Cash and cash equivalents	246,324	32,848
Current liabilities (excluding trade and other payables and provisions)	(115,622)	(1,315)
Non-current liabilities (excluding trade and other payables and provisions)	(337,270)	–

Summarised statements of comprehensive income

	HEPL $	ZCPL $
2022		
Revenue	**797,945**	**–**
Interest income	**–**	**42,842**
Depreciation	**70,160**	**–**
Interest expense	**9,604**	**–**
Income tax expenses	**–**	**(1,238)**
Profit/(Loss) for the financial year representing total comprehensive income for the financial year	**182,035**	**(137,971)**
Dividend received from joint venture	**–**	**20,069**
2021		
Revenue	75,271	–
Interest income	–	112,500
Depreciation	16,128	–
Interest expense	(2,849)	–
Income tax expenses	–	(4,682)
(Loss)/Profit for the financial year representing total comprehensive income for the financial year	(54,168)	118,855
Dividend received from joint venture	–	23,239

The information above reflects the amounts presented in the financial statements of the joint ventures (and not the Group's share of those amounts), from the beginning of the financial year/acquisition date to end of the financial year-end adjusted for differences in accounting policies between the Group and the joint ventures.

Aggregate information of joint ventures that are not individually material

The following table summarises, in aggregate, the Group's share of loss and other comprehensive income of the Group's individually immaterial joint venture accounted for using the equity method.

	Group	
	2022 $	2021 $
The Group's share of loss before tax	**(450)**	(12,275)
The Group's share of loss after tax	**(450)**	(12,275)
The Group's share of other comprehensive income	**–**	–
The Group's share of total comprehensive income	**(450)**	(12,275)
Aggregate net carrying amount of the Group's interest in these joint ventures	**–**	450

Reconciliation of summarised financial information

Reconciliation of the summarised financial information presented, to the carrying amount of the Group's interest in joint ventures at the end of reporting period, is as follows:

	HEPL $	JCM $	ZCPL $	Total $
2022				
Proportion of Group ownership	**20%**	**25%**	**27.8%**	
Net assets/(liabilities) of the joint ventures	**547,242**	**(34,610)**	**–**	
Interest in joint ventures	**109,448**	**–**	**–**	**109,448**
Goodwill arising from acquisition	**98,125**	**–**	**–**	**98,125**
Deemed investment arising from discount on non-current receivables from a joint venture	**–**	**–**	**90,894**	**90,894**
Less: Allowance for impairment loss	**–**	**–**	**(90,894)**	**(90,894)**
Carrying value of Group's interest in joint ventures	**207,573**	**–**	**–**	**207,573**

8. Investments in joint ventures (Continued)

Reconciliation of summarised financial information (Continued)

	HEPL	JCM	ZCPL	Total
	$	$	$	$
2021				
Proportion of Group ownership	20%	25%	27.8%	
Net assets of the joint ventures	365,207	50,902	210,161	
Interest in joint ventures	73,041	12,725	58,425	144,191
Goodwill arising from acquisition	98,125	–	–	98,125
Deemed investment arising from discount on non-current receivables from a joint venture (Note 10)	–	–	90,894	90,894
Less: Allowance for impairment loss	–	(12,275)	–	(12,275)
Carrying value of Group's interest in joint ventures	171,166	450	149,319	320,935

The Group had not recognised its shares of losses of JCM amounting to $20,928 (2021: $Nil) for the financial year ended 31 March 2022 because the Group's share of losses exceeds its interest in the joint venture and the Group had no obligation in respect of those losses. The cumulative unrecognised losses with respect to this joint venture amounted to $20,928 (2021: $Nil) as at end of the reporting period.

9. Financial assets at fair value through profit or loss ("FVTPL")

	Group		Company	
	2022	2021	2022	2021
	$	$	$	$
Quoted equity investments	**4,314,967**	4,321,136	**4,314,187**	4,320,356
Unquoted equity securities	**1,258,000**	–	**1,258,000**	–
	5,572,967	4,321,136	**5,572,187**	4,320,356

	Group		Company	
	2022	2021	2022	2021
	$	$	$	$
Balance at beginning of financial year	**4,321,136**	886,613	**4,320,356**	885,833
Additions during the financial year	**1,755,000**	3,392,613	**1,755,000**	3,392,613
Disposal during the financial year	**(890,615)**	(1,239,179)	**(890,615)**	(1,239,179)
Fair value gain recognised through profit or loss	**387,446**	1,281,089	**387,446**	1,281,089
Balance at end of financial year	**5,572,967**	4,321,136	**5,572,187**	4,320,356

Fair value gain recognised through profit or loss are included in "other income" line item of the consolidated statement of comprehensive income.

Quoted equity shares

The quoted equity shares are listed in Singapore. The Group intends to hold these investments for long-term for appreciation in value as well as strategic investments purposes. The investments in listed equity securities have no fixed maturity date nor coupon rate. The fair values of these securities are based on closing quoted market prices on the last market day of the financial year.

Singapore Paincare Holdings Limited ("SPH")

On 30 July 2019, the Group and the Company entered into a convertible loan agreement with SPH and invested $750,000 in the convertible loan, which was classified as financial asset at fair value through profit or loss. The fair value of the Group's and the Company's investment in the convertible loan was valued by an independent valuation firm and the valuation technique used to derive the fair value is option valuation approach and was considered as level 3 fair value measurement. The significant judgements and assumptions to the valuation included probability of the successful rate of the initial public offering of the equity instrument.

On 12 May 2020, the Group and the Company entered into a deed of amendment to the convertible loan agreement with SPH. Pursuant to this amendment, the Group's and the Company's conversion of the convertible loan into ordinary shares of SPH was fixed at 5,681,818 ordinary shares of SPH upon conversion. On 13 July 2020, the Group and the Company converted the receivable from convertible loan into 5,681,818 ordinary shares of SPH upon the successful listing of SPH. The Group and the Company derecognised the receivable from convertible loan as there were no contractual rights and obligation to receive the cash flows. On the same day, the Group and the Company recognised the ordinary shares received as financial asset at fair value through profit and loss at $1,244,560. SPH was listed on the Catalist Board of the SGX-ST on 30 July 2020.

9. Financial assets at fair value through profit or loss ("FVTPL") (Continued)

Unquoted equity shares

Nuffield Dental Holdings Private Limited ("NDH")

The Group and the Company received 4,826 ordinary shares in NDH from its joint venture in satisfaction of the receivables from joint venture amounted to $603,895 on 18 October 2021. The Group and the Company engaged an independent valuation firm to determine the fair value of this investment in NDH on initial recognition, which was valued at $1,075,000. The Group and the Company further acquired additional 851 ordinary shares in NDH for $200,000 on 8 February 2022.

The valuation technique used to derive the fair value was the income approach and this was considered as a level 3 fair value measurement. The significant judgements and assumptions to the valuation as well as the inter-relationship between key unobservable inputs and fair value, are set out in the table below.

Financial Instrument	Valuation techniques used	Significant unobservable inputs	Rate	Relationship between key unobservable inputs and fair value
			%	
2022				
Unquoted equity securities	Discounted cash flow	Revenue growth rate	1.5% - 8%; Weighted average at 4.2%	A slight increase in the revenue growth rate used in isolation would result in an increase in the fair value.
		Discount rate	9.1	A slight increase in the discount rate used in isolation would result in a decrease in the fair value.
		Discount for Lack of Control ("DLOC")	24.2	A slight increase in the DLOC used in isolation would result in a decrease in the fair value.

For the purpose of consolidated statement cash flows, the Group's additions to financial assets at FVTPL during the financial year were financed as follows:

	2022	2021
	$	$
Additions of financial assets at FVTPL	**1,755,000**	3,392,613
Less: Derecognition of financial asset	**(603,895)**	–
Less: Gain arising from derecognition of financial asset (Note 10)	**(471,105)**	–
Cash payments to acquire financial assets at FVTPL	**680,000**	3,392,613

10. Trade and other receivables

	Group		Company	
	2022	2021	2022	2021
	$	$	$	$
Non-current assets				
Other receivables				
- joint ventures	**25,000**	589,200	**25,000**	589,200
Loss allowance on receivables	**(25,000)**	–	**(25,000)**	–
	–	589,200	**–**	589,200
Current assets				
Trade receivables				
- third parties	**2,583,532**	2,331,148	**–**	–
- subsidiaries	**–**	–	**–**	42,500
- related parties	**131,806**	96,526	**–**	–
	2,715,338	2,427,674	**–**	42,500
Loss allowance on receivables	**(697,252)**	(492,366)	**–**	–
	2,018,086	1,935,308	**–**	42,500

10. Trade and other receivables (Continued)

	Group		Company	
	2022	2021	2022	2021
	$	$	$	$
Other receivables				
- third parties	**1,557**	123,977	**1,556**	912
- subsidiaries	**–**	–	**200,218**	129,444
- joint ventures	**–**	7,912	**–**	7,912
- related parties	**1,472**	925	**–**	–
Deposits	**99,663**	69,840	**5,480**	5,480
Grant receivable in respect of Jobs Support Scheme ("JSS")	**–**	49,990	**–**	22,548
	2,120,778	2,187,952	**207,254**	208,796
	2,120,778	2,777,152	**207,254**	797,996

Trade receivables are generally on credit terms of ranging from 30 to 90 (2021: 30 to 90) days. They are recognised at their original invoice amounts which represent their fair values on initial recognition.

In the current financial year, the non-trade amount due from subsidiaries, joint ventures and related parties are unsecured, non-interest bearing and repayable on demand. In the previous financial year, non-current loans provided to a joint venture which amounted to $589,200, were expected to be settled within 3 years. The management estimated the fair value of the non-current other receivables due from a joint venture with reference to the stipulated repayment period using a discount rate based on the prevailing available market borrowing rates at 5.25% per annum at the end of the reporting period. The management assessed the fair value of the amount due from the joint venture and resulting difference between the non-current receivables and the fair values was recorded as a deemed investment (Note 8).

Subsequent to the initial recognition, the amount due from this joint venture is measured at amortised cost using the effective interest method and the unwinding of the difference is recognised as interest income in the consolidated statement of comprehensive income over the expected repayment period.

During the current financial year, the Group and the Company received 4,826 ordinary shares in NDH from its joint venture in satisfaction of the receivables from a joint venture amounted to $603,895. The Group and the Company then derecognised this financial asset because the Group and the Company no longer have contractual rights to this receivable upon receiving the ordinary shares in NDH. Gain on derecognition of financial assets of $471,105 (2021: $Nil) arising from the difference between the carrying amount of non-current receivable from a joint venture and the fair values of the 4,826 ordinary shares in NDH was recognised in the consolidated statement of comprehensive income.

The grant receivables and deferred grant income relate to JSS announced by the Singapore Government to provide wage support to employers to help them retain their local employees during this period of economic uncertainty. In determining the timing of recognition of the JSS grant income, the management evaluated the entity is impacted from April 2020 onwards following the circuit-breaker measure, hence JSS income of $82,185 (2021: $635,039) was recognised during the financial year.

The Group determined, by reference to past default experience and expected credit losses ("ECL"), which incorporate forward looking estimates. In calculating the ECL rates, the Group considers historical loss rates for each aging bracket of customers and adjust for forward looking macroeconomic data that may affect the ability of the customers to settle receivables.

The Board of Directors has taken into account information that it has available internally about these subsidiaries' past, current and expected operating performance and cash flow position. The Board of Directors assessed the risk of default is considered to be minimal as these subsidiaries are able to repay on demand. Therefore, amount due from subsidiaries has been measured based on 12-month expected credit loss model and subject to immaterial credit loss.

The Group recognises lifetime ECL for trade receivables based on individually significant customers or the ageing of customers collectively that are not individually significant. At the end of reporting period, the analysis of trade receivables and the carrying amount of allowances for impairment loss were as follows:

	ECL Weightage	Gross carrying amount	Loss allowance on receivables	Net carrying amount
		$	$	$
Group				
2022				
Other customers collectively assessed				
Not past due	**3.9%**	**1,288,577**	**(50,177)**	**1,238,400**
Past due less than 1 month	**11.4%**	**236,056**	**(26,913)**	**209,143**
Past due 1 to 2 months	**17.9%**	**204,310**	**(36,581)**	**167,729**
Past due 2 to 3 months	**12.7%**	**271,016**	**(34,353)**	**236,663**
Past due over 3 months	**65.8%**	**486,065**	**(319,914)**	**166,151**
		2,486,024	**(467,938)**	**2,018,086**
Credit impaired customers		**229,314**	**(229,314)**	**–**
		2,715,338	**(697,252)**	**2,018,086**

10. Trade and other receivables (Continued)

	ECL Weightage	Gross carrying amount	Loss allowance on receivables	Net carrying amount
		$	$	$
Group				
2021				
Other customers collectively assessed				
Not past due	2.4%	862,931	(20,426)	842,505
Past due less than 1 month	5.7%	315,965	(18,086)	297,879
Past due 1 to 2 months	5.8%	380,422	(22,076)	358,346
Past due 2 to 3 months	6.0%	225,087	(13,505)	211,582
Past due over 3 months	46.4%	419,974	(194,978)	224,996
		2,204,379	(269,071)	1,935,308
Credit impaired customers		223,295	(223,295)	–
		2,427,674	(492,366)	1,935,308
Company				
2021				
Other customers collectively assessed				
Not past due	–	42,500	–	42,500

The individually credit impaired trade receivables relate mainly to those customers who were in financial difficulties.

Movements in allowance for impairment loss on third parties trade receivables were as follows:

	Other customers collectively assessed	Credit impaired	Total
	$	$	$
2022			
Balance at beginning of the financial year	**269,071**	**223,295**	**492,366**
Allowance made during the financial year	**265,328**	**61,218**	**326,546**
Allowance for impairment loss on receivables written back	**(66,461)**	**(53,853)**	**(120,314)**
Allowance for impairment loss on receivables written off	**–**	**(1,346)**	**(1,346)**
Balance at end of financial year	**467,938**	**229,314**	**697,252**
2021			
Balance at beginning of the financial year	143,763	88,645	232,408
Allowance made during the financial year	176,195	167,588	343,783
Allowance for impairment loss on receivables written back	(50,887)	(9,418)	(60,305)
Allowance for impairment loss on receivables written off	–	(23,520)	(23,520)
Balance at end of financial year	269,071	223,295	492,366

Third party receivables written off was included in "Other expenses" line item in profit or loss amounted to $2,617 (2021: $25,000) for the financial year ended 31 March 2022 as management deemed the amount to be irrecoverable.

Movement in allowance for impairment loss on other receivables from a joint venture was as follows:

	Group and Company	
	2022	2021
	$	$
Balance at beginning of the financial year	**–**	–
Allowance made during the financial year	**25,000**	–
Balance at end of financial year	**25,000**	–

The Board of Directors took into account of the joint venture's financial position and financial performance and assessed that there is a lifetime credit impaired on the advances extended to the joint venture.

The currency profile of trade and other receivables as at the end of the reporting period is Singapore dollar.

11. Inventories

	Group	
	2022	2021
	$	$
Medical and pharmaceutical products for resale	483,624	561,546

The cost of inventories recognised as an expense in the Group's profit or loss amounted to $3,426,100 (2021: $3,123,271).

12. Contract assets and contract liabilities

	Group	
	2022	2021
	$	$
Contract assets		
Accrued revenue	**63,453**	14,885
Contract liabilities		
Deferred revenue	**319,518**	332,213
Service fee received in advance	**114,382**	126,915
	433,900	459,128

The contract assets primarily relate to the Group's rights to consideration for service rendered but not billed at the reporting date on the delivery of service. The contract assets are transferred to trade receivables when the rights become unconditional. This usually occurs when the Group invoices the customer.

The contract liabilities primarily relate to the Group's obligation to transfer delivery of service.

Contract assets of $14,885 (2021: $51,183) which were included at the beginning of the financial year were transferred to trade receivables during the financial year.

Contract liabilities are recognised as revenue over the contract service term. Revenue recognised in 2022 which was included in the contract liabilities balance at the beginning of the financial year was $350,489 (2021: $339,200).

13. Cash and cash equivalents

	Group		Company	
	2022	2021	2022	2021
	$	$	$	$
Fixed deposits	**515,905**	1,550,781	**–**	1,037,953
Cash and bank balances	**5,823,275**	5,106,846	**3,066,583**	1,242,763
	6,339,180	6,657,627	**3,066,583**	2,280,716

Fixed deposits are placed for a period of 12 months (2021: 12 months) with maturity date of 5 October 2022 (2021: 5 October 2021 and 2 January 2022) and bear effective interest rates at 0.60% (2021: 0.25% to 0.60%) per annum. These fixed deposits are included in the cash and cash equivalents in the consolidated statement of cash flows as there is no significant cost or penalty in converting the fixed deposits into cash before maturity.

13. Cash and cash equivalents (Continued)

The currency profile of cash and cash equivalents as at the end of the reporting period is as follows:

	Group		Company	
	2022	2021	2022	2021
	$	$	$	$
Singapore dollar	**6,293,222**	6,624,171	**3,066,583**	2,280,716
Ringgit Malaysia	**45,958**	33,456	**–**	–
	6,339,180	6,657,627	**3,066,583**	2,280,716

14. Share capital

	Group and Company			
	2022	2021	2022	2021
	Number of ordinary shares		$	$
Issued and fully-paid:				
Balance at beginning and end of financial year	**131,207,540**	131,207,540	**14,163,317**	14,163,317

The Company has one class of ordinary shares which carry no rights to fixed income.

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

15. Other reserves

	Group		Company	
	2022	2021	2022	2021
	$	$	$	$
Capital reserve	**(1,948,381)**	(1,948,381)	**–**	–
Share-based payment reserve	**408,000**	408,000	**408,000**	408,000
	(1,540,381)	(1,540,381)	**408,000**	408,000

Capital reserve

The capital reserve relates to the difference between the change in non-controlling interests when acquiring additional equity interests in subsidiaries and the fair value of the consideration given for the acquisition.

15. Other reserves (Continued)

Share-based payment reserve

On 1 May 2019, the Company acquired 100% equity interest of ALL at purchase consideration of $1,008,000, which $600,000 was satisfied by cash and the remaining $408,000 will be satisfied through the issuance of 1,483,636 ordinary shares of the Company. The share consideration is payable three years later upon the achievement of ALL Guaranteed Profit or upon the repayment of the shortfall of the ALL Guaranteed Profit by the vendor. The deferred shares consideration which is classified as an equity component will be reclassified to share capital upon issuance of ordinary shares.

The movement of the other reserves of the Group are presented in the consolidated statement of changes in equity.

16. Retained earnings

Movements in retained earnings of the Company were as follows:

	Company	
	2022	2021
	$	$
Balance at beginning of financial year	**1,868,258**	69,628
Total comprehensive income for the financial year	**3,138,258**	2,900,773
Dividends	**(2,204,287)**	(1,102,143)
Balance at end of financial year	**2,802,229**	1,868,258

17. Lease liabilities

	Group	
	2022	2021
	$	$
Presented in consolidated statement of financial position		
- Current	**411,524**	534,054
- Non-current	**418,178**	910,204
	829,702	1,444,258

17. Lease liabilities (Continued)

	Group	
	2022	2021
	$	$
Balance at beginning of financial year	**1,444,258**	1,915,163
Additions	**303,481**	124,154
Rental concession	**–**	(122,645)
Termination of lease contract	**–**	(52,477)
Lease modifications	**(423,050)**	–
Interest expense	**29,393**	50,114
Lease payments		
- Principal portion	**(494,925)**	(419,383)
- Interest portion	**(29,393)**	(50,114)
Currency re-alignment	**(62)**	(554)
Balance at end of financial year	**829,702**	1,444,258

The maturity analysis of lease liabilities of the Group at end of reporting period are as follows:

	Group	
	2022	2021
	$	$
Contractual undiscounted cash flows		
- Within one financial year	**410,498**	540,012
- After one financial year but within five financial years	**315,492**	618,765
- After five financial years	**131,400**	363,600
	857,390	1,522,377
Less: Future interest expense	**(27,688)**	(78,119)
Present value of lease liabilities	**829,702**	1,444,258

The Group leases a number of office and clinic premises, office equipment, motor vehicles and medical equipment with fixed payments over the lease terms.

Certain office equipment of the Group qualify as low value assets. The election of short-term leases is made by class of underlying assets with similar nature and use in the Group's operation whereas the low-value lease exemption is made on lease-by-lease basis.

As at 31 March 2022, the incremental borrowing rate applied in the lease liabilities were ranging from 3% to 4% (2021: 3% to 4.80%).

The Group's lease liabilities of $31,186 (2021: $82,263) were secured over certain motor vehicles, medical equipment and office equipment classified under right-of-use assets (Note 5).

The total cash outflow amounted to $527,016 (2021: $475,641) during the current financial year.

17. Lease liabilities (Continued)

The currency profile of lease liabilities as at the end of the reporting period are as follows:

	Group	
	2022	2021
	$	$
Singapore dollar	**790,720**	1,384,036
Ringgit Malaysia	**38,982**	60,222
	829,702	1,444,258

18. Bank borrowings

	Group		Company	
	2022	2021	2022	2021
	$	$	$	$
Non-current				
Unsecured				
Term loan I	**–**	2,291,667	**–**	–
Term loan II	**1,778,894**	–	**–**	–
	1,778,894	2,291,667	**–**	–
Current				
Unsecured				
Term loan I	**–**	208,333	**–**	–
Term loan II	**485,846**	–	**–**	–
Revolving working capital line	**10,167**	10,167	**10,167**	10,167
	496,013	218,500	**10,167**	10,167
	2,274,907	2,510,167	**10,167**	10,167

Revolving working capital line is repayable on demand, unsecured and is arranged at floating rates.

Term loan I and II are arranged at fixed rate and are repayable over 60 months. Both loans are supported by corporate guarantee provided by the Company. The carrying amount of the Group's non-current term loans approximate their fair values as the current lending rates for similar types of lending arrangement are not materially different from the rates obtained by the Group.

Term loan I was fully repaid during the financial year.

During the financial year ended 31 March 2022, the average effective interest rate of the bank loan was 2.03% (2021: 4.12%) per annum.

18. Bank borrowings (Continued)

As at the end of the reporting period, the Group and the Company have banking facilities as follows:

	Group		Company	
	2022	2021	2022	2021
	$	$	$	$
Banking facilities granted	**5,250,000**	5,750,000	**250,000**	250,000
Banking facilities utilised	**2,510,000**	2,510,000	**10,000**	10,000

The currency profile of the bank borrowings as at the end of the respective reporting periods are Singapore dollar.

19. Deferred tax liabilities

	Group	
	2022	2021
	$	$
Balance at beginning of financial year	**43,097**	59,210
Credited to profit or loss	**(6,267)**	(16,113)
Balance at end of financial year	**36,830**	43,097

Deferred tax liabilities are attributable to temporary differences arising from accelerated tax depreciation computed at Singapore's income tax rate of 17% (2021: 17%).

20. Provisions

	Group	
	2022	2021
	$	$
Provisions for reinstatement cost		
Balance at beginning of financial year	**23,224**	28,671
Provision made	**18,199**	4,194
Provision utilised	**(5,613)**	–
Reversal of provision no longer required	**(4,286)**	(9,641)
Balance at end of financial year	**31,524**	23,224

The provision for reinstatement cost is the estimated cost of dismantlement, removal or restoration of plant and equipment arising from the acquisition or use of asset, which is capitalised and included in the cost of plant and equipment and right-of-use assets.

21. Trade and other payables

	Group		Company	
	2022	2021	2022	2021
	$	$	$	$
Non-current liabilities				
Other payables				
- subsidiaries	–	–	1,734,571	–
Current liabilities				
Trade payables				
- third parties	420,625	364,981	–	–
- subsidiaries	–	–	–	115,500
	420,625	364,981	–	115,500
Other payables				
- third parties	385,492	449,934	299,961	359,025
- subsidiaries	–	–	513,748	1,526,899
- related parties	–	4,497	–	–
- director of the subsidiaries	842	78,241	–	–
Goods and services tax payable, net	154,929	163,118	5,675	9,369
Accrued expenses	498,089	486,039	166,431	184,509
Deferred grant income in respect of JSS	–	80,805	–	35,657
Refundable deposit	10,000	10,000	–	–
	1,469,977	1,637,615	985,815	2,230,959
	1,469,977	1,637,615	2,720,386	2,230,959

21. Trade and other payables (Continued)

Trade payables are unsecured, non-interest bearing and are normally settled between 30 to 60 (2021: 30 to 60) days' credit terms.

The non-trade amounts due to third parties, subsidiaries, related parties and director of the subsidiaries are unsecured, non-interest bearing and repayable on demand except for an amount of $486,737 (2021: Nil) to a subsidiary bears an interest at 2% per annum and repayable over 60 months.

Non-current non-trade amount due to a subsidiary (2021: Nil) is unsecured, bears an interest at 2% per annum and repayable over 60 months. The carrying amount of non-current non-trade amount due from a subsidiary approximate its fair value as the current lending rate for similar types of lending arrangement is not materially different from the rate obtained by the Company.

The currency profile of trade and other payables as at the end of the reporting period is as follows:

	Group		Company	
	2022	2021	2022	2021
	$	$	$	$
Singapore dollar	1,341,943	1,600,690	2,720,386	2,230,959
Ringgit Malaysia	128,034	36,925	–	–
	1,469,977	1,637,615	2,720,386	2,230,959

22. Revenue

Disaggregation of revenue

The Group has disaggregated revenue into various categories in the following table which is intended to:

(i) depict how the nature, amount, timing and uncertainty of revenue and cash flows are affected by economic data; and

(ii) enable users to understand the relationship with revenue segment information provided in Note 34 to the financial statements.

22. Revenue (Continued)

Disaggregation of revenue (Continued)

Business segment	Medical support services		Business support services		Pharmaceutical services		Medical services		Total	
	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021
	$	$	$	$	$	$	$	$	$	$
Type of good or services										
Service fee	**3,793,766**	3,473,792	**2,845,353**	2,485,524	–	–	–	–	**6,639,119**	5,959,316
Sale of medical and pharmaceutical products	–	–	–	–	**3,405,033**	3,192,471	–	–	**3,405,033**	3,192,471
Provision of medical services	–	–	–	–	–	–	**1,949,159**	1,633,724	**1,949,159**	1,633,724
	3,793,766	3,473,792	**2,845,353**	2,485,524	**3,405,033**	3,192,471	**1,949,159**	1,633,724	**11,993,311**	10,785,511
Timing of transfer of goods and services										
Point in time	**3,661,283**	3,363,561	**2,261,858**	1,729,470	**3,405,033**	3,192,471	**1,949,159**	1,633,724	**11,277,333**	9,919,226
Over time	**132,483**	110,231	**583,495**	756,054	–	–	–	–	**715,978**	866,285
	3,793,766	3,473,792	**2,845,353**	2,485,524	**3,405,033**	3,192,471	**1,949,159**	1,633,724	**11,993,311**	10,785,511

23. Other income

	Group	
	2022	2021
	$	$
Government grants		
- JSS	**82,185**	635,039
- Others	**246,777**	106,383
Fair value gain on financial assets at FVTPL	**387,446**	1,281,089
Gain on derecognition of financial assets	**471,105**	–
Gain on disposal of financial assets at FVTPL	–	5,381
Gain on disposal of plant and equipment	–	1,000
Dividend income from financial asset at FVTPL	**336,128**	188,941
Interest income	**20,352**	74,159
Bad debt recovered	–	2,537
Rental income	**2,500**	33,400
Rental concession	–	122,645
Gain on lease termination	–	2,585
Written back of liabilities	–	24,553
Provision for reinstatement reversed	**4,286**	9,641
Referral fee	**48,881**	–
Others	**18,913**	27,439
	1,618,573	2,514,792

24. Employee benefits expense

	Group	
	2022	2021
	$	$
Directors' fees		
- Directors of the Company	**84,677**	84,677
- Directors of the subsidiaries	**32,291**	32,581
Salaries, bonuses and other staff benefits	**3,957,663**	3,843,983
Contributions to defined contribution plans	**414,937**	325,386
	4,489,568	4,286,627

Included in the employee benefits expense were the remuneration of Directors of the Company and key management personnel of the Group, as set out in Note 32 to the financial statements.

25. Depreciation and amortisation expenses

	Group	
	2022	2021
	$	$
Depreciation of plant and equipment	**72,718**	36,519
Depreciation of right-of-use assets	**477,767**	555,397
Amortisation of intangible assets	**99,704**	101,186
	650,189	693,102

26. Finance costs

	Group 2022 $	Group 2021 $
Interest expense		
- lease liabilities	**29,393**	50,114
- bank borrowings	**56,870**	22,139
	86,263	72,253

27. Profit before income tax

In addition to the charges and credits disclosed elsewhere in the notes to the financial statements, the above includes the following charges:

	Group 2022 $	Group 2021 $
Other expenses		
Audit fees		
- auditor of the Company	**128,500**	128,500
Non-audit fees		
- auditor of the Company	**–**	–
Bad debts written off	**2,617**	25,000
Entertainment	**63,938**	33,974
Impairment loss on goodwill	**339,000**	–
Impairment loss on joint ventures	**90,894**	–
Insurance	**22,736**	31,759
Lease expense for low value assets	**–**	1,104
Loss on disposal of financial assets at FVTPL	**34,425**	–
Professional fees	**74,605**	93,309
Repair and maintenance	**65,199**	63,265
Secretarial cost	**165,553**	148,037
Service fee	**29,779**	1,328
Set-up costs	**–**	13,552
Sub-contractor fees	**42,000**	41,582
Short term leases - rental of premises	**2,698**	5,040
Telephone	**33,748**	28,175
Travelling expense	**6,802**	18,462
Utilities	**25,859**	24,618

28. Income tax expense

	Group 2022 $	Group 2021 $
Current income tax		
- current financial year	**383,025**	316,447
- (over)/under provision in prior financial year	**(6,354)**	2,347
	376,671	318,794
Deferred tax		
- current financial year	**(6,267)**	(16,113)
Total income tax expense recognised in profit or loss	**370,404**	302,681

Reconciliation of effective income tax rate

	Group 2022 $	Group 2021 $
Profit before income tax	**3,266,317**	3,856,111
Add/(Less): Share of results of joint ventures	**2,399**	(9,934)
	3,268,716	3,846,177
Income tax calculated at Singapore's statutory income tax rate of 17% (2021:17%)	**555,682**	653,851
Tax effect of non-deductible expenses for income tax purposes	**59,744**	102,471
Tax effect of income not subject to income tax	**(189,176)**	(389,443)
Tax effect of tax exempt income	**(141,330)**	(105,300)
Tax effect of enhanced deduction/ allowance	**(18,358)**	–
Deferred tax assets not recognised	**59,582**	52,291
Utilisation of deferred tax not recognised in prior years	**–**	(5,765)
(Over)/Under provision of current income tax in prior financial year	**(6,354)**	2,347
Others	**32,256**	(7,771)
	370,404	302,681

28. Income tax expense (Continued)

Unrecognised deferred tax assets

	Group		Company	
	2022	2021	2022	2021
	$	$	$	$
Balance at beginning of financial year	**114,604**	68,731	**93,501**	70,838
Adjustment resulting from change in temporary differences	**(32,377)**	(653)	**(20,571)**	(19,314)
Amount not recognised during financial year	**59,582**	52,291	**47,350**	41,977
Utilisation of deferred tax not recognised in prior financial years	**–**	(5,765)	**–**	–
Balance at end of financial year	**141,809**	114,604	**120,280**	93,501

Unrecognised deferred tax assets are attributable to the following temporary differences computed at statutory income tax rate of 17% (2021: 17%):

	Group		Company	
	2022	2021	2022	2021
	$	$	$	$
Unutilised tax losses	**134,494**	97,343	**121,759**	87,709
Plant and equipment	**(1,645)**	(1,050)	**(1,479)**	(1,635)
Provision	**8,960**	18,311	**–**	7,427
	141,809	114,604	**120,280**	93,501

As at 31 March 2022, the Group and the Company have unutilised tax losses of approximately $791,000 and $716,000 (2021: $573,000 and $516,000) available for offset against future taxable profits provided that in accordance with the provisions of the Singapore Income Tax Act, there is no substantial change in the composition of the shareholders and their respective shareholdings in the Group and the Company at the relevant dates when these losses are utilised and subject to the agreement by the tax authorities.

Deferred tax assets have not been recognised in respect of the tax losses as it is not certain whether future taxable profit will be available against which the Group and the Company can utilise the benefits. Accordingly, the deferred tax asset has not been recognised in the financial statements in accordance with the accounting policy in Note 2.20 to the financial statements.

29. Earnings per share

The calculation for earnings per share is based on:

	Group	
	2022	2021
	$	$
Profit attributable to owners of the parent ($)	**2,807,108**	3,493,490
Weighted-average number of ordinary shares used in issue during the financial year applicable to earnings per share	**131,207,540**	131,207,540
Earnings per share (in cents)		
- Basic and diluted	**2.14**	2.66

The calculations of basic and diluted earnings per share are based on profit attributable to owners of the parent divided by the weighted average number of ordinary shares outstanding during the financial year.

The Group did not have any dilutive potential ordinary shares in the financial year ended or previous financial year.

30. Dividends

	Group	
	2022	2021
	$	$
First interim tax exempt dividend of $0.0084 per ordinary share for the financial year ended 31 March 2022(2021: financial year ended 31 March 2021)	**1,102,143**	1,102,143
Final tax exempt dividend of $0.0084 (2021: $Nil) per ordinary share for the financial year ended 31 March 2021 (2021: 1 January 2019 to 31 March 2020)	**1,102,144**	–
	2,204,287	1,102,143

The Board of Directors proposed that a final tax exempt dividend of $0.0084 per ordinary share amounting to $1,102,143 to be paid for the financial year ended 31 March 2022. These dividends have not been recognised as a liability as at the end of the reporting period as it is subject to the approval of the shareholders at the Annual General Meeting.

31. Commitments

Capital commitments

On 25 March 2022, the Group entered into a sales and purchase agreement ("SPA") with the Vendor to acquire the entire issued and paid-up share capital of Carlin Management Services Pte. Ltd. ("CMS"). As at 31 March 2022, a sum of $300,000 was paid and included in prepayment and the acquisition was not completed. As a result, the remaining purchase consideration of $2,700,000 was contracted but not provided in the financial statements.

Operating lease commitments

The Group as lessors

The Group subleases its office spaces under non-cancellable operating leases. As at 31 March 2022, these non-cancellable leases have remaining lease terms of Nil (2020: 21) months.

The future minimum lease receivables under non-cancellable operating leases contracted for as at the end of the reporting period but not recognised as receivables, are as follows:

	Group	
	2022	2021
	$	$
Within one financial year	–	33,000
After one financial year but within five financial years	–	22,500
	–	55,500

In prior financial year, the operating lease receivables were based on existing rental rates at the end of the reporting period.

32. Significant related party transactions

For the purpose of these financial statements, parties are considered to be related to the Group and the Company if the Group and the Company have the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group or the Company and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

32. Significant related party transactions (Continued)

In addition to the related party information disclosed elsewhere in the financial statements, the following were significant related party transactions at rates and terms agreed between the Group and the Company with related parties during the financial year:

	Group		Company	
	2022	2021	2022	2021
	$	$	$	$
With subsidiaries				
Management fee income	–	–	**2,496,000**	2,025,000
Dividend income	–	–	**2,545,000**	1,515,000
Expenses paid on behalf of	–	–	**488,521**	256,660
Advances to	–	–	**25,000**	100,000
Advances from	–	–	**2,454,057**	2,381,218
Management fees expenses	–	–	**138,600**	115,500
HR outsource expense	–	–	**89,581**	115,581
With joint ventures				
Dividend income	**20,069**	23,239	**20,069**	23,239
Interest income	**14,695**	55,094	**14,695**	55,094
Advances to	**25,000**	–	**25,000**	–
With related parties*				
Service rendered fee	**262,163**	236,960	–	–
Sales of medicine	**14,557**	25,962	–	–
Rental expense	**161,305**	128,500	–	–
Purchase of medicine	**11,912**	–	–	–
Entertainment expenses	**39,874**	11,994	**39,874**	11,994
Administrative fees expenses	**36,000**	95,466	–	–
With director of the Company				
Payment made on behalf by	–	18,298	–	18,298

* Related parties refer to entities where the Company's director have beneficial interests.

As at 31 March 2022 and 31 March 2021, the outstanding balances in respect of the above transactions are disclosed in Notes 10 and 21 to the financial statements.

32. Significant related party transactions (Continued)

Compensation of key management personnel

Key management personnel are directors of the Company and those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly and indirectly.

The remuneration of directors and other key management personnel of the Group during the financial year were as follows:

	Group	
	2022	**2021**
	$	**$**
Directors of the Company		
- short-term employee benefits	**324,000**	318,000
- post-employment benefits	**14,280**	12,240
- Directors' fees	**84,677**	84,677
	422,957	414,917
Directors of the subsidiaries		
- short-term employee benefits	**672,052**	701,885
- post-employment benefits	**51,632**	54,985
- Directors' fees	**29,162**	32,581
	752,846	789,451
Other key management personnel		
- short-term employee benefits	**248,577**	259,962
- post-employment benefits	**30,855**	40,290
	279,432	300,252

33. Financial guarantee

As at 31 March 2022, the Company has issued corporate guarantees amounting to $5,000,000 (2021: $5,500,000) to banks for banking facilities of certain subsidiaries. The maximum amount of the Company could be required to settle under the guarantees obligation if the full guaranteed amount is claimed by the counterparties to the guarantees is $2,500,000 (2021: $2,500,000). The earliest period that the guarantees could be called is within 1 year from the reporting date.

The Company has not recognised any liability in respect of the guarantees given to the banks for banking facilities granted to the subsidiaries as the Board of Directors has assessed that the likelihood of the subsidiaries defaulting on repayment of its banking facilities are remote. However, this estimate is subject to change depending on the probability of the counterparty claiming under the guarantee which is a function of the likelihood that the financial receivables held by the counterparty which are guaranteed suffer credit losses.

34. Segment information

Business segment

Management monitors the operating results of the segment separately for the purposes of making decisions about resources to be allocated and of assessing performance. Segment performance is evaluated based on operating profit or loss which is similar to the accounting profit or loss.

The Group has four primary business segments, which are that of medical support services, business support services, pharmaceutical services and medical services.

Medical support services business segment provides professional services to clients in primary and secondary healthcare sectors comprising general practitioners and specialists.

Business support services business segment provides professional services to customer base who are outside from healthcare industry.

Pharmaceutical services business segment provides distribution of medical and pharmaceutical products to clinics located in Singapore.

Medical services business segment provides x-rays, pre-employment check-ups and health screening in clinics located in Singapore.

Unallocated expenses include corporate headquarter which are not directly attributable to a particular reportable segment above.

The Group's reportable segments are strategic business units that are organised based on their function and targeted customer groups. They are managed separately because each business unit requires different skill sets and marketing strategies.

Management monitors the operating results of the segment separately for the purposes of making decisions about resources to be allocated and of assessing performance. Segment performance is evaluated based on operating profit or loss which is similar to the accounting profit or loss.

The segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items mainly comprise corporate assets, liabilities and expenses.

34. Segment information (Continued)

Business segment (Continued)

	Medical support services	Business support services	Pharmaceutical services	Medical services	Unallocated expenses	Consolidated
	$	$	$	$	$	$
Year ended 31 March 2022						
Revenue						
External revenue	3,793,766	2,845,353	3,405,033	1,949,159	–	11,993,311
Profit/(loss) from operations						
Share of results from joint venture, net of tax	–	–	36,407	–	(38,806)	(2,399)
Impairment loss on goodwill	(339,000)	–	–	–	–	(339,000)
Impairment loss on joint ventures	–	–	–	–	(90,894)	(90,894)
Interest income	–	–	–	–	20,352	20,352
Inventories and consumables & changes in inventories	12,188	–	2,914,445	499,467	–	3,426,100
Finance costs	48,576	563	16,425	18,152	2,547	86,263
Depreciation and amortisation	176,209	28,943	66,141	253,586	125,310	650,189
Employee benefits expense	1,092,682	721,331	280,879	809,242	1,585,434	4,489,568
Income tax expense	176,665	179,818	–	12,407	1,514	370,404
Reportable segment profit/(loss) before income tax	2,569,400	2,345,255	42,686	303,257	(1,994,281)	3,266,317
Net profit/(loss) for the financial year after income tax	2,392,735	2,165,437	42,686	290,850	(1,995,795)	2,895,913
Other information:						
Other material non-cash items						
- Loss allowance on trade receivables	65,947	116,564	47,271	(23,550)	25,000	231,232
- Gain on derecognition of financial assets	–	–	–	–	471,105	471,105
- Fair value gain on financial assets at FVTPL	–	–	–	–	387,446	387,446
- Dividend income from financial assets at FVTPL	–	–	–	–	336,128	336,128
Additions to non-current assets						
- plant and equipment	125,391	7,657	51,594	6,903	11,861	203,406
- intangible assets	13,275	–	13,274	–	–	26,549
- right-of-use assets	219,148	–	102,532	–	–	321,680
Segment assets	570,303	1,638,492	3,637,533	978,650	16,155,905	22,980,883
Segment liabilities	1,976,654	640,579	1,683,551	621,261	582,996	5,505,040

34. Segment information (Continued)

Business segment (Continued)

	Medical support services	Business support services	Pharmaceutical services	Medical services	Unallocated expenses	Consolidated
	$	$	$	$	$	$
Year ended 31 March 2021						
Revenue						
External revenue	3,473,792	2,485,524	3,192,471	1,633,724	–	10,785,511
Profit/(loss) from operations						
Share of results from joint venture, net of tax	–	–	(10,834)	–	20,768	9,934
Interest income	2,021	–	2,021	–	70,117	74,159
Inventories and consumables, net of changes	–	–	2,708,053	415,218	–	3,123,271
Finance costs	34,213	3,821	6,721	26,120	1,378	72,253
Depreciation and amortisation	168,098	190,467	57,613	256,868	20,056	693,102
Employee benefits expense	750,191	203,472	561,675	826,363	1,944,926	4,286,627
Income tax expense	175,882	116,405	–	9,184	1,210	302,681
Reportable segment profit/(loss) before income tax	2,417,030	1,945,308	(146,366)	239,438	(599,299)	3,856,111
Net profit/(loss) for the financial year after income tax	2,241,148	1,828,903	(146,366)	230,254	(600,509)	3,553,430
Other information:						
Other material non-cash items						
- Loss allowance on trade receivables	101,892	62,974	81,947	36,665	–	283,478
- Fair value gain on financial assets at FVTPL	–	–	–	–	1,281,089	1,281,089
- Dividend income from financial assets at FVTPL	–	–	–	–	188,941	188,941
Additions to non-current assets						
- plant and equipment	6,081	17,502	3,591	4,443	49,333	80,950
- intangible assets	6,000	–	–	–	–	6,000
- right-of-use assets	–	–	85,804	17,148	65,915	168,867
Investment in joint ventures	–	–	171,166	–	149,769	320,935
Segment assets	5,101,465	5,392,428	2,467,345	2,896,828	7,572,542	23,430,608
Segment liabilities	3,469,542	614,849	703,576	1,017,448	698,548	6,503,963

Geographical information

The Group's revenue and assets are mainly derived from Singapore, accordingly, no geographical segment information is presented.

Major customers

The Group's revenue attributable to 1 customer in Group's pharmaceutical services of $3,405,033 and $3,912,471 for financial year ended 31 March 2022 and financial year ended 31 March 2021 respectively. It represents 28.39% and 29.60% of the Group's revenue during the financial year ended 31 March 2022 and 31 March 2021 respectively.

35. Financial instruments, financial risks and capital management

The Group's and the Company's activities expose them to credit risks, liquidity risks, and market risk (including equity risk) arising in the ordinary course of business. The Group and the Company are not exposed to foreign currency risks as their transactions are mostly carried out in Singapore dollar. The Group and the Company are not exposed to interest rate risk as their variable interest bearing liabilities at the end of the reporting period is insignificant. The Group's and the Company's overall risk management strategy seek to minimise adverse effects from the volatility of financial markets on the Group's and the Company's financial performance.

The Board of Directors is responsible for setting the objectives and underlying principles of financial risk management for the Group and the Company. The Group's and the Company's management then establish the detailed policies such as risk identification and measurement, exposure limits and hedging strategies, in accordance with the objectives and underlying principles approved by the Board of Directors.

There has been no change to the Group's and the Company's exposure to these financial risks or the manner in which the risks are managed and measured. The Group and the Company do not hold or issue derivative financial instruments for trading purposes or to hedge against fluctuations, if any, in interest rates and foreign exchange rates.

35.1 Credit risks

Credit risks refer to the risk that counterparty will default on its contractual obligations resulting in a loss to the Group and the Company. The Group and the Company have adopted a policy of only dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults. The Group and the Company perform ongoing credit evaluation of its counterparties' financial condition and generally do not require collaterals.

The Group and the Company do not have any significant credit exposure to any single counterparty or any group of counterparties having similar characteristics, except for the Group has outstanding trade receivables from 1 (2021: 1) group of customers which represent 12% (2021: 4%) of total trade receivables balance as at 31 March 2022.

The Group defines counterparties as having similar characteristics if they are related entities. Ongoing evaluation is performed on the financial condition of trade receivables.

Trade receivables that are neither past due nor impaired are substantially companies with good collection track record with the Group and the Company. Please refer to Note 10 to the financial statements for further information on loss allowance movement.

The carrying amounts of financial assets recorded in the consolidated financial statements, grossed up for any allowances for losses, represents the Group's and the Company's maximum exposure to credit risks except for the financial guarantees issued to banks for banking facilities of certain subsidiaries as disclosed in Note 33 to the financial statements. The Group and the Company do not hold any collateral.

35. Financial instruments, financial risks and capital management (Continued)

35.1 Credit risks (Continued)

Cash and cash equivalents

Credit risk also arises from cash and cash equivalents and deposits with banks and financial institutions. The Group and the Company held cash and cash equivalents of $6,399,180 and $3,066,583 (2021: $6,657,627 and $2,280,716) respectively as 31 March 2022. The cash and cash equivalents are held with banks and financial institutions counterparties, which are rated A3 to Aa1 (2021: A3 to Aa1), based on Moody's ratings. Impairment on cash and cash equivalents has been measured on the 12-month expected loss basis and reflects the short maturities of the exposures. The Group and the Company consider that their cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties.

35.2 Liquidity risks

Liquidity risks refer to the risks in which the Group and the Company encounter difficulties in meeting their short-term obligations. Liquidity risks are managed by matching the payment and receipt cycle.

The Group and the Company actively manage their operating cash flows so as to ensure that all payment needs are met. As part of its overall prudent liquidity management, the Group and the Company maintain sufficient levels of cash to meet their working capital requirements.

Contractual maturity analysis

The following tables detail the Group's and the Company's remaining contractual maturity for their non-derivative financial instruments. The tables have been drawn up based on undiscounted cash flows of financial instruments based on the earlier of the contractual date or when the Group and the Company are expected to pay.

	Within one financial year	After one financial year but within five financial years	After five financial years	Total
	$	$	$	$
Group				
2022				
Financial liabilities				
Trade and other payables (excluding goods and service tax payables)	1,315,048	–	–	1,315,048
Bank borrowings	536,007	1,840,409	–	2,376,416
Lease liabilities	410,498	315,492	131,400	857,390
	2,261,553	2,155,901	131,400	4,548,854

35. Financial instruments, financial risks and capital management (Continued)

35.2 Liquidity risks (Continued)

Contractual maturity analysis (Continued)

	Within one financial year	After one financial year but within five financial years	After five financial years	Total
	$	$	$	$
Group				
2021				
Financial liabilities				
Trade and other payables (excluding goods and service tax payables and deferred grant income)	1,393,692	–	–	1,393,692
Bank borrowings	268,500	2,475,228	–	2,743,728
Lease liabilities	540,012	618,765	363,600	1,522,377
	2,202,204	3,093,993	363,600	5,659,797
Company				
2022				
Financial liabilities				
Trade and other payables (excluding goods and service tax payables and deferred grant income)	**1,019,243**	**1,796,589**	**–**	**2,815,832**
Bank borrowings	**10,167**	**–**	**–**	**10,167**
	1,029,410	**1,796,589**	**–**	**2,825,999**
2021				
Financial liabilities				
Trade and other payables (excluding goods and service tax payables and deferred grant income)	2,185,933	–	–	2,185,933
Bank borrowings	10,167	–	–	10,167
	2,196,100	–	–	2,196,100

35. Financial instruments, financial risks and capital management (Continued)

35.3 Market risk

Market risk is the risk that changes in market prices, such as equity prices that will affect the Group's and the Company's income or the value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposure within acceptable parameters, while optimising the return.

(i) Equity prices

The Group and the Company are exposed to equity price risks arising from equity investments classified as financial assets at FVTPL. These equity investments are held for strategic reasons rather than trading purpose. The Group and the Company do not actively trade equity investments.

Further details of these equity investments can be found in Note 9 to the financial statements.

Equity price sensitivity analysis

The sensitivity analysis below has been determined based on the exposure to equity price risks at the end of the reporting period.

In respect of quoted equity investments carried at FVTPL, if the prices for equity securities listed on the Singapore Exchange Securities Trading Limited had been 1% (2021: 1%) higher or lower with all other variables including tax rate being held constant, the Group's net profit for the financial year ended 31 March 2022 would increase or decrease by $43,150 (2021: $43,211).

35.4 Capital management policies and objectives

The Group and the Company manage capital to ensure that the Group and the Company are able to continue as a going concern and maintain an optimal capital structure so as to maximise shareholders' value.

The Group and the Company manage their capital structure which consist of equity attributable to owners of the parent, comprising issued share capital, other reserves and retained earnings as disclosed in Notes 14, 15 and 16 to the financial statements and make adjustments to it, in line with changes in economic conditions. To maintain or adjust the capital structure, the Group and the Company may adjust the dividend payment to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the financial years ended 31 March 2022 and 31 March 2021.

As at 31 March 2022 and 31 March 2021, the gearing ratio is not meaningful as cash and cash equivalents are more than the Group's and the Company's total liabilities.

The Group did not have externally imposed capital requirements for the financial year ended 31 March 2022 and was subject to and complied with externally imposed capital requirements in respect of the financial covenants imposed by the banks for the borrowings as disclosed in Note 18 to the financial statements for the financial year ended 31 March 2021. The Company did not have externally imposed capital requirements for the financial year ended 31 March 2022 and 31 March 2021.

35. Financial instruments, financial risks and capital management (Continued)

35.5 Fair value of financial assets and financial liabilities

The fair values of financial assets and financial liabilities are determined as follows:

- the fair value of financial assets and financial liabilities with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices; and
- the fair value of other financial assets and other financial liabilities (excluding derivative instruments) are determined in accordance with generally accepted pricing models based on discounted cash flow analysis.

Fair value hierarchy

The Group and the Company classify fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;
- 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
- Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Fair values of financial instruments that are not carried at fair value

The carrying amounts of the current financial assets and current financial liabilities that are not carried at fair value approximate their respective fair values as at the end of the reporting period due to the relatively short-term maturity of these financial instruments.

The fair values of non-current financial liabilities that are not carried at fair value in relation to non-trade payables and borrowing are disclosed in Notes 18 and Notes 21 to the financial statements.

35. Financial instruments, financial risks and capital management (Continued)

35.5 Fair value of financial assets and financial liabilities (Continued)

Fair values of financial instruments carried at fair value

The fair value of financial assets at fair value through profit and loss are calculated using quoted prices (Level 1 of fair value hierarchy).

The table below classified financial instruments carried at fair value by level of fair value hierarchy as at the end of the reporting year:

	Fair value measurements using			
	Level 1	**Level 2**	**Level 3**	**Total**
	$	**$**	**$**	**$**
Group				
2022				
Financial assets				
Financial assets, at FVTPL				
- Quoted equity securities	**4,314,967**	**–**	**–**	**4,314,967**
- Unquoted equity securities	**–**	**–**	**1,258,000**	**1,258,000**
2021				
Financial assets				
Financial assets, at FVTPL				
- Quoted equity securities	4,321,136	–	–	4,321,136
Company				
2022				
Financial assets				
Financial assets, at FVTPL				
- Quoted equity securities	**4,314,187**	**–**	**–**	**4,314,187**
- Unquoted equity securities	**–**	**–**	**1,258,000**	**1,258,000**
2021				
Financial assets				
Financial assets, at FVTPL				
- Quoted equity securities	4,320,356	–	–	4,320,356

The carrying amounts of financial assets at fair value through profit or loss are disclosed on the face of statements of financial position and in Note 9 to the financial statements.

There were no transfers between levels during the financial year and no changes in the valuation techniques of the various classes of financial assets during the financial years ended 31 March 2022 and 31 March 2021.

35. Financial instruments, financial risks and capital management (Continued)

35.5 Fair value of financial assets and financial liabilities (Continued)

Valuation policies and procedures

Management of the Group oversees the Group's financial reporting valuation process and is responsible for setting and documenting the Group's valuation policies and procedures.

For valuations performed by external valuation experts, the management reviews the appropriateness of the valuation methodologies and assumptions adopted. The management also evaluates the appropriateness and reliability of the inputs used in the valuations. Significant changes in fair value measurements from period to period are evaluated by the management for reasonableness. Key drivers of the changes are identified and assessed for reasonableness against relevant information from independent sources, or internal sources if necessary and appropriate.

The Directors have exercised their judgement in relying on the valuation reports and are satisfied that the fair value is reflective of current market situation.

35.6 Categories of financial instruments

The following table sets out the financial instruments as at the end of the reporting period:

	Group		Company	
	2022	**2021**	**2022**	**2021**
	$	**$**	**$**	**$**
Financial assets				
At fair value through profit or loss	**5,572,967**	4,321,136	**5,572,187**	4,320,356
At amortised cost	**8,459,958**	9,384,789	**3,273,837**	3,056,164
Financial liabilities				
At amortised cost	**4,419,657**	5,348,117	**2,724,878**	2,196,100

36. Event of reporting period

On 1 April 2022, the Company completed the acquisition of the entire issued and paid-up capital of CMS. Pursuant to the completion, CMS became a wholly-owned subsidiary of the Company.

The Company acquired CMS in order to expand the Group's business support sector as well as to benefit from the expected synergies that can be achieved in combining the operations of CMS with the Group such as expanding the Group's presence in Singapore and tapping on the workforce expertise.

As disclosed in Note 31 to the financial statements, the Company had entered into a sale and purchase agreement but the acquisition in the equity interest of CMS was not completed at the end of reporting period.

The consideration for the acquisition amounted to $3 million, of which an amount of $2.4 million was paid by cash and the remaining $600,000 will be satisfied by issuance of 2,666,667 of the Company's ordinary shares.

The Company is in the midst of finalising the purchase price allocation report of this acquisition. Accordingly, no disclosure on the effect of the acquisition has been made under the requirements of SFRS(I) 3 *Business Combinations* as the fair value of the net assets of the acquirees are not determinable as at the date of this report.

STATISTICS OF SHAREHOLDING
AS AT 15 JUNE 2022

SHARE CAPITAL

Class of shares	:	Ordinary shares
Number of issued and paid-up shares	:	131,207,540
Voting rights	:	One vote per share

* There are no treasury shares or subsidiary holdings held as at 15 June 2022.

DISTRIBUTION OF SHAREHOLDINGS

Size of shareholdings	No. of shareholders	%	No. of shares	%
1 - 99	–	–	–	–
100 - 1,000	15	9.09	8,400	0.01
1,001 - 10,000	45	27.27	261,100	0.20
10,001 - 1,000,000	90	54.55	13,871,350	10.57
1,000,001 and above	15	9.09	117,066,690	89.22
TOTAL	**165**	**100.00**	**131,207,540**	**100.00**

LIST OF 20 LARGEST REGISTERED SHAREHOLDERS

No.	Name	No. of shares	%
1	HC SURGICAL SPECIALISTS LIMITED	30,071,050	22.92
2	JESSIE LOW MUI CHOO	27,443,340	20.92
3	HSN HEALTHCARE PTE. LTD.	12,460,110	9.50
4	BNP PARIBAS NOMINEES SINGAPORE PTE LTD	12,122,040	9.24
5	SHINEX CAPITAL PTE LTD	8,674,460	6.61
6	NOBEL CAPITAL VENTURE PTE LTD	6,000,000	4.57
7	TAN TECK JACK	4,997,460	3.81
8	DBS NOMINEES PTE LTD	3,627,120	2.76
9	CHEE BOON PING	2,656,690	2.02
10	LEO TING PING RONALD	2,000,000	1.52
11	CHAI YEE HOI	1,698,120	1.29
12	CGS-CIMB SECURITIES (SINGAPORE) PTE LTD	1,600,000	1.22
13	UOB KAY HIAN PTE LTD	1,316,300	1.00
14	NOVUS CORPORATE FINANCE PTE LTD	1,200,000	0.91
15	TEOU KEM ENG @TEOU KIM ENG	1,200,000	0.91
16	CITIBANK NOMINEES SINGAPORE PTE LTD	929,000	0.71
17	WAYNE KOO KIM HENG (WAYNE QIU JINXING)	829,060	0.63
18	CHENG EE LIENG	800,000	0.61
19	JEREMY LEE SHENG POH	800,000	0.61
20	LYE KHENG LENG LAWRENCE (LAI QINGLONG LAWRENCE)	800,000	0.61
	TOTAL	**121,224,750**	**92.37**

STATISTICS OF SHAREHOLDING

AS AT 15 JUNE 2022

SUBSTANTIAL SHAREHOLDERS

As recorded in the Register of Substantial Shareholders

Name of shareholder	Direct interest No. of shares	%	Deemed interest No. of shares	%
Jessie Low Mui Choo	27,443,340	20.92	390,000(1)	0.30
Tan Lee Meng	12,122,040(2)	9.24	–	–
HC Surgical Specialists Limited ("HCSS")	30,071,050	22.92	12,460,110(3)	9.50
Shinex Capital Pte. Ltd. ("Shinex Capital")	8,674,460	6.61	12,460,110(4)	9.50
HSN Healthcare Pte. Ltd. ("HSN Healthcare")	12,460,110	9.50	–	–
Dr. Heah Sieu Min	–	–	30,071,050(5)	22.92
Dr. Chia Kok Hoong	–	–	30,071,050(6)	22.92
JILB International Pte. Ltd.	–	–	12,460,110(7)	9.50
Shine Medi-Capital Pte. Ltd.	–	–	8,674,460(8)	6.61
Sia Ling Sing	–	–	8,674,460(9)	6.61
Lim Ewe Ghee	–	–	8,674,460(10)	6.61
Tan Tin Nam	240,000	0.18	8,674,460(11)	6.61

(1) Jessie Low Mui Choo is deemed to be interested in the 390,000 ordinary shares held by her spouse, Karunanithi s/o Letchumanan by virtue of Section 133(4) of the Securities and Futures Act 2001 ("SFA").

(2) Tan Lee Meng holds 12,122,040 ordinary shares, of which 852,600 ordinary shares are held in the name of BNP Paribas Nominees Singapore Pte. Ltd..

(3) HCSS holds 40.0% of the total issued and paid-up share capital of HSN Healthcare, and accordingly pursuant to Section 4 of the SFA, it would be treated as having an interest in the 9.50% of the total issued and paid-up share capital of the Company held by HSN Healthcare.

(4) Shinex Capital holds 40.0% of the total issued and paid-up share capital of HSN Healthcare, and accordingly pursuant to Section 4 of the SFA, it would be treated as having an interest in the 9.50% of the total issued and paid-up share capital of the Company held by HSN Healthcare.

(5) Dr. Heah Sieu Min holds approximately 42.76% of the total issued and paid-up share capital of HCSS, and accordingly pursuant to Section 4 of the SFA, he would be treated as having an interest in the 22.92% of the total issued and paid-up share capital of the Company held by HCSS.

(6) Dr. Chia Kok Hoong holds approximately 23.23% of the total issued and paid-up share capital of HCSS, and accordingly pursuant to Section 4 of the SFA, he would be treated as having an interest in the 22.92% of the total issued and paid-up share capital of the Company held by HCSS.

(7) JILB International Pte. Ltd. holds 20.0% of the total issued and paid-up share capital of HSN Healthcare, and accordingly pursuant to Section 4 of the SFA, it would be treated as having an interest in the 9.50% of the total issued and paid-up share capital of the Company held by HSN Healthcare.

(8) Shine Medi-Capital Pte. Ltd. holds 37.50% of the total issued and paid-up share capital of Shinex Capital, and accordingly pursuant to Section 4 of the SFA, it would be treated as having an interest in the 6.61% of the total issued and paid-up of the Company held by Shinex Capital.

(9) Sia Ling Sing holds 25.00% of the total issued and paid-up share capital of Shinex Capital, and accordingly pursuant to Section 4 of the SFA, he would be treated as having an interest in the 6.61% of the total issued and paid-up of the Company held by Shinex Capital.

(10) Lim Ewe Ghee holds 37.50% of the total issued and paid-up share capital of Shinex Capital, and accordingly pursuant to Section 4 of the SFA, he would be treated as having an interest in the 6.61% of the total issued and paid-up of the Company held by Shinex Capital.

(11) Tan Tin Nam, the father of the Non-executive Chairman of the Company, Tan Lee Meng, holds 66.67% of the total issued and paid-up share capital of Shine Medi-Capital Pte. Ltd. which in turn holds 37.50% of the total issued and paid-up share capital of Shinex Capital, and accordingly pursuant to Section 4 of the SFA, he would be treated as having an interest in the 6.61% of the total issued and paid-up share capital of the Company held by Shinex Capital.

SHAREHOLDING HELD IN HANDS OF PUBLIC

Based on information available to the Company as at 15 June 2022, approximately 28.77% of the issued ordinary shares of the Company is held by the public and therefore, Rule 723 of the Listing Manual Section B: Rules of the Catalist is complied with.

NOTICE OF ANNUAL GENERAL MEETING

Important Notes to Members

1. The Annual General Meeting is being convened, and will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020.

2. This Notice of Annual General Meeting has been made available on SGXNET and the Company's website and may be accessed at the URLs https://www.sgx.com/securities/company-announcements and https://www.medinex.com.sg/investor-relations. A printed copy of this Notice of Annual General Meeting will NOT be despatched to members.

NOTICE IS HEREBY GIVEN that the Annual General Meeting ("**AGM**") of the Company will be held by way of electronic means on Wednesday, 27 July 2022 at 2.00 p.m. to transact the following businesses:-

AS ORDINARY BUSINESS

1. To lay before the meeting the Audited Financial Statements for the financial year ended 31 March 2022 and the Directors' Statement and the Independent Auditors' Report thereon.

   (See Explanatory Note 1)

2. To declare a final dividend (tax-exempt one tier) of S$0.0084 per ordinary share for the financial year ended 31 March 2022. **(Resolution 1)**

3. To approve the payment of Directors' fees of S$84,677 for the financial year ended 31 March 2022 (FY2021: S$84,677). **(Resolution 2)**

4. To re-elect Mr. Lim Tai Toon who is retiring pursuant to Regulation 98 of the Company's Constitution. **(Resolution 3)**

   (See Explanatory Note 2)

5. To re-elect Ms. Jessie Low Mui Choo who is retiring pursuant to Regulation 98 of the Company's Constitution. **(Resolution 4)**

   (See Explanatory Note 3)

6. To re-elect Mr. Venkata Subramanian s/o Sreenivasan who is retiring pursuant to Regulation 102 of the Company's Constitution. **(Resolution 5)**

   (See Explanatory Note 4)

7. To re-appoint Messrs. BDO LLP as auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 6)**

8. To transact any other ordinary business which may properly be transacted at an AGM.

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following ordinary resolutions with or without modifications:-

9. Authority to allot and issue shares

   (a) "That, pursuant to Section 161 of the Companies Act 1967 of Singapore (the "**Act**"), and Rule 806 of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist ("**Catalist Rules**"), authority be and is hereby given to the Directors of the Company at any time to such persons and upon such terms and for such purposes as the Directors of the Company may in their absolute discretion deem fit, to:

   (i) allot and issue shares in the capital of the Company whether by way of rights, bonus or otherwise;

   (ii) make or grant offers, agreements or options that might or would require shares to be issued or other transferable rights to subscribe for or purchase shares (collectively, "**Instruments**") including but not limited to the creation and issue of options, warrants, debentures or other instruments convertible into shares;

   (iii) issue additional Instruments arising from adjustments made to the number of Instruments previously issued in the event of rights, bonus or capitalisation issues; and

   (b) (notwithstanding the authority conferred by the Shareholders may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while the authority was in force, provided always that

   (1) the aggregate number of shares to be issued pursuant to this resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) does not exceed one hundred percent (100%) of the total number of issued shares excluding treasury shares and subsidiary holdings of the Company, of which the aggregate number of shares (including shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) to be issued other than on a pro rata basis to Shareholders of the Company does not exceed fifty percent (50%) of the total number of issued shares excluding treasury shares and subsidiary holdings of the Company, and (subject to such manner of calculation as may be prescribed by the SGX-ST for the purpose of determining the

aggregate number of shares that may be issued under this paragraph) for the purpose of this resolution, the issued share capital shall be the Company's total number of issued shares excluding treasury shares and subsidiary holdings at the time this resolution is passed, after adjusting for;

(i) new shares arising from the conversion or exercise of convertible securities, or

(ii) new shares arising from exercising share options or vesting of share awards outstanding or subsisting at the time this resolution is passed 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 the Company's shares;

(2) 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), all applicable legal requirements under the Act and the Constitution for the time being of the Company; and

(3) such authority shall, unless revoked or varied by the Company at a general meeting, continue in force until the conclusion of the next AGM or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier." **(Resolution 7)**

(See Explanatory Note 5)

10. Authority to offer and grant share awards and to allot and issue shares pursuant to the Medinex Limited Performance Share Plan (the "**Medinex Performance Share Plan**")

"That:

(a) authority be and is hereby given to the Directors of the Company to offer and grant share awards in accordance with the Medinex Performance Share Plan; and

(b) approval be and is hereby given to the Directors of the Company to exercise full powers of the Company to allot and issue from time to time such number of shares as may be required to be allotted and issued pursuant to the award of shares under the Medinex Performance Share Plan,

provided that the aggregate number of shares to be issued pursuant to the Medinex Employee Share Option Scheme and the Medinex Performance Share Plan shall not exceed fifteen percent (15%) of the total number of issued shares excluding treasury shares and subsidiary holdings in the capital of the Company from time to time." **(Resolution 8)**

(See Explanatory Note 6)

11. Authority to offer and grant options and to allot and issue shares pursuant to the Medinex Limited Employee Share Option Scheme (the "**Medinex Employee Share Option Scheme**")

"That:

(a) authority be and is hereby given to the Directors of the Company to offer and grant options in accordance with the provisions of the Medinex Employee Share Option Scheme; and

(b) approval be and is hereby given to the Directors of the Company to exercise full powers of the Company to allot and issue from time to time such number of shares in the Company as may be required to be issued pursuant to the exercise of the options under the Medinex Employee Share Option Scheme,

provided that the aggregate number of shares to be issued pursuant to the Medinex Employee Share Option Scheme and the Medinex Performance Share Plan shall not exceed fifteen percent (15%) of the total number of issued shares excluding treasury shares and subsidiary holdings in the capital of the Company from time to time." **(Resolution 9)**

(See Explanatory Note 6)

By Order of the Board

Lin Moi Heyang
Company Secretary

5 July 2022

Explanatory Notes:-

1. This Agenda is meant for discussion only as under the provisions of Section 201 of the Act, the Audited Financial Statements need to be laid before the meeting and hence, the matter will not be put forward for voting.

2. Mr. Lim Tai Toon is considered independent for the purpose of Rule 704(7) of the Catalist Rules.

   Mr. Lim Tai Toon will, upon re-election as a Director of the Company, remain as the Independent Non-executive Director, Chairman of the Audit Committee, and a member of Nominating Committee and Remuneration Committee of the Company.

3. Ms. Jessie Low Mui Choo will, upon re-election as a Director of the Company, remain as the Executive Director and Chief Executive Officer of the Company.

4. Mr. Venkata Subramanian s/o Sreenivasan is considered independent for the purpose of Rule 704(7) of the Catalist Rules.

   Mr. Venkata Subramanian s/o Sreenivasan will, upon re-election as a Director of the Company, remain as an Independent Non-executive Director, Chairman of the Nominating Committee, and a member of Audit Committee and Remuneration Committee of the Company.

   Key information on the retiring Directors can be found on pages 4 to 5 of the Annual Report.

NOTICE OF ANNUAL GENERAL MEETING

5. The ordinary resolution 7 above is to authorise the Directors of the Company from the date of the above AGM until the next AGM to issue shares and convertible securities in the Company up to an amount not exceeding in aggregate one hundred percent (100%) of the issued share capital of the Company of which the total number of shares and convertible securities issued other than on a pro-rata basis to existing Shareholders shall not exceed fifty percent (50%) of the issued share capital (excluding treasury shares and subsidiary holdings) at the time the resolution is passed, for such purposes as they consider would be in the interests of the Company. This authority will, unless revoked or varied at a general meeting, expire at the next AGM of the Company.

6. The ordinary resolutions 8 and 9 above are to authorise the Directors of the Company to offer and award shares pursuant to the Medinex Performance Share Plan as well as grant options under the Medinex Employee Share Option Scheme, provided that the aggregate number of shares to be issued shall not exceed fifteen percent (15%) of the Company's issued shares, excluding treasury shares in the capital of the Company from time to time.

Documents for the AGM

1. The Notice of AGM, Proxy Form and Annual Report have been made available on the SGXNET as well as the Company's websites at the following URLs:-

   SGX's website: https://www.sgx.com/securities/company-announcements
   Company's website: https://www.medinex.com.sg/investor-relations

   Participation in the AGM via live webcast or live audio feed

2. As the AGM will be held by way of electronic means, members will NOT be able to attend the AGM in person. Instead, alternative arrangements have been put in place to allow members to participate at the AGM by:-

   (a) watching the AGM proceedings via live audio-visual webcast or listening to the AGM proceedings via live audio-only feed;

   (b) submitting questions in advance of the AGM; and/or

   (c) appointing the Chairman of the AGM as proxy to vote on their behalf at the AGM.

3. Members are required to pre-register their participation in the AGM ("**Pre-registration**") at this link: https://septusasia.com/medinexagm2022 ("**AGM Registration and Q&A Link**") by **2.00 p.m.** on **24 July 2022, Sunday** ("**Registration Deadline**") for verification of their status as members (or the corporate representatives of such members).

4. Upon successful verification, each such member or its corporate representative will receive an email by **2.00 p.m.** on **26 July 2022**, **Tuesday**. The email will contain instructions to access the live audio-visual webcast or live audio-only feed of the AGM proceedings. Members or their corporate representatives must not forward the email to other persons who are not members and who are not entitled to participate in the AGM proceedings. Members or their corporate representatives who have pre-registered by the Registration Deadline but do not receive an email by **2.00 p.m.** on **26 July 2022**, **Tuesday**, may contact Septus Singapore Pte Ltd by email at webcast@septusasia.com.

5. Investors who hold Shares through depository agents (as defined in Section 81SF of the Securities and Futures Act 2001) and wish to watch the AGM proceedings via live audio-visual webcast or listen to the AGM proceedings via live audio-only feed must approach their respective depository agents to pre-register by **5.00 p.m.** on **14 July 2022** in order to allow sufficient time for their respective depository agents to in turn pre-register their interest with the Company.

Voting by Proxy

6. A member will not be able to vote through the live audio-visual webcast and voting is only through submission of proxy form. A member (whether individual or corporate) must submit his/her/its proxy form appointing the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM. The proxy form for the AGM may be accessed at this link: https://www.medinex.com.sg/investor-relations and is available on SGXNET at the URL https://www.sgx.com/securities/company-announcements.

7. Where a member (whether individual or corporate) appoints the Chairman of the AGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the proxy form, failing which the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.

8. The duly executed Proxy Form can be submitted to the Company in the following manner:

   a) if submitted in hard copy by post, be lodged at the office of the Company's Share Registrar at 80 Robinson Road, #02-00, Singapore 068898; or

   b) if submitted electronically, by sending a scanned pdf copy by email to sg.is.proxy@sg.tricorglobal.com,

   in either case, by **2.00 p.m.** on **24 July 2022** (being at least 72 hours before the time appointed for holding the AGM) (the "**Proxy Deadlines**").

9. A member who wishes to submit a Proxy Form must download, complete and sign the Proxy Form, before submitting it by post to the address provided above, or before scanning and sending it electronically to the email address provided above.

10. Investors who hold their Shares through relevant intermediaries as defined in Section 181 of the Act (including CPF investors, SRS investors and holders under depository agents) and who wish to exercise their votes by appointing the Chairman of the AGM as proxy should approach their respective relevant intermediaries (including their respective CPF agent banks, SRS approved banks or depository agents) to submit their voting instructions by **5.00 p.m.** on **14 July 2022** in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the AGM to vote on their behalf **no later than the Proxy Deadlines**.

11. The instrument appointing the Chairman of the AGM as proxy must be under the hand of the appointor or his attorney duly authorised in writing. Where the instrument appointing the Chairman of the AGM as proxy 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.

12. The Company shall be entitled to reject the instrument appointing the Chairman of the AGM as proxy 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 the Chairman of the AGM as proxy.

13. In the case of a member of the Company whose shares are entered against his/her name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), the Company may reject any instrument appointing the Chairman of the AGM as proxy lodged if such member is not shown to have shares entered against his/her name in the Depository Register at 72 hours before the time appointed for holding the AGM as certified by The Central Depository (Pte) Limited to the Company.

Submission of questions prior to the AGM

14. Members may submit questions related to the resolutions to be tabled at the AGM in the following manner:

    a) if submitted in hard copy by post, be deposited at the Company's office at 111 North Bridge Road, #23-04 Peninsula Plaza, Singapore 179098;

    b) if submitted electronically, by email to ir@medinex.com.sg; or

    c) during Pre-registration via the AGM Registration and Q&A Link;

    in any case, by **2.00 p.m.** on **15 July 2022**.

    Members who submit questions must provide the following information for authentication:-

    1. Member's full name;

    2. Member's identification number;

    3. Member's address; and

    4. the manner in which the member holds shares in the Company (e.g., via CDP, CPF or SRS).

15. The Board of Directors of the Company will endeavour to address all substantial and relevant questions received from members in advance of the AGM by publishing the responses to those questions on SGXNET at the URL https://www.sgx.com/securities/company-announcements and the Company's website at the URL https://www.medinex.com.sg/investor-relations, by **2.00 p.m.** on **22 July 2022** (being not less than forty-eight (48) hours prior to the closing date and time for the lodgement of the Proxy Forms). Where substantial and relevant questions submitted by members are unable to be addressed prior to the AGM including any questions received by the Company after **2.00 p.m.** on **15 July 2022**, the Company will address them during the AGM through the live audio-visual webcast and live audio-only feed.

16. 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 within one month after the date of AGM.

Important Reminder:

In view of the constantly evolving COVID-19 situation, the Company may be required to change its AGM arrangements at short notice. Members are advised to regularly check the Company's website or announcements released on SGXNET for the latest updates on the status of AGM. Members are also strongly encouraged to submit completed Proxy Forms electronically via email.

Personal data privacy:

By (a) submitting an instrument appointing the Chairman of the AGM as a proxy to vote at the AGM and/or any adjournment thereof, or (b) completing the Pre-registration in accordance with this Notice of AGM, or (c) submitting any question prior to the AGM in accordance with this Notice of AGM, 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 purposes of processing and administration by the Company (or its agents or service providers) of proxy forms appointing the Chairman of the AGM as a proxy for the AGM (including any adjournment thereof), processing of the Pre-registration for purposes of granting access to members (or their corporate representatives in the case of members which are legal entities) to the live audio-visual webcast or live audio-only feed of the AGM proceedings and providing them with any technical assistance where necessary, addressing relevant and substantial questions from members received before the AGM and if necessary, following up with the relevant members in relation to such questions, preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the AGM (including any adjournment thereof), in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines and (ii) 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.

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Jessie Low Mui Choo, Lim Tai Toon and Venkata Subramanian s/o Sreenivasan are the Directors seeking re-election at the forthcoming Annual General Meeting of the Company to be convened on 27 July 2022 ("**AGM**") (the "**Retiring Directors**").

Pursuant to Rule 720(5) of the Listing Manual Section B: Rules of the Catalist of the SGX-ST, the following is the information relating to the Retiring Directors as set out in Appendix 7F to the Listing Manual Section B: Rules of the Catalist of the SGX-ST:-

Name	Jessie Low Mui Choo	Lim Tai Toon	Venkata Subramanian s/o Sreenivasan
Date of Appointment	17 May 2017	14 November 2018	23 August 2021
Date of last re-appointment	25 August 2020	30 April 2019	N.A.
Age	55	61	64
Country of principal residence	Singapore	Singapore	Singapore
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	The Board, having considered the recommendation of the Nominating Committee and assessed the qualifications and experience of Ms. Jessie Low Mui Choo, is of the view that she has the requisite experience and capabilities to assume the duties and responsibilities as the Executive Director and Chief Executive Officer of the Company.	The Board, having considered the recommendation of the Nominating Committee and assessed the qualifications and experience of Mr. Lim Tai Toon, is of the view that he has the requisite experience and capabilities to assume the duties and responsibilities as the Chairman of the Audit Committee and member of the Nominating and Remuneration Committees of the Company.	The Board, having considered the recommendation of the Nominating Committee and assessed the qualifications and experience of Mr. Venkata Subramanian s/o Sreenivasan, is of the view that he has the requisite experience and capabilities to assume the duties and responsibilities as the Chairman of the Nominating Committee and member of the Audit and Remuneration Committees of the Company.
Whether appointment is executive, and if so, the area of responsibility	Executive. Ms. Low is responsible for the overall management, strategic planning and business development for Medinex Limited.	Non-Executive.	Non-Executive.
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	• Executive Director • Chief Executive Officer	• Chairman of the Audit Committee • Member of the Nominating and Remuneration Committees	• Chairman of the Nominating Committee • Member of the Audit and Remuneration Committees
Professional qualifications	Ms. Low holds a Master of Business Administration from the University of Adelaide. She is an Accredited Tax Practitioner (Income Tax & GST), a Registered Public Accountant, a Fellow of the Institute of Singapore Chartered Accountant ("ISCA"), a Member of the Association of Chartered Certified Accountants ("ACCA") and an ASEAN Chartered Professional Accountant.	Mr. Lim graduated from the National University of Singapore with a Degree of Bachelor of Accountancy in 1985 and obtained a Master of Business Administration from Brunel University and a Master of Business Information Technology from Curtin University of Technology in 1994 and 2004 respectively.	Mr. Subramanian graduated from Brandon University with a Bachelor of Arts in Economics Political Science in 1984 and obtained a Degree of Master of Arts from University of Manitoba in 1987. He had also further completed a graduate diploma in financial management from the Singapore Institute of Management in 1992.
Working experience and occupation(s) during the past 10 years	Please refer to the Board of Directors section in the Company's 2022 Annual Report.	Please refer to the Board of Directors section in the Company's 2022 Annual Report.	Please refer to the Board of Directors section in the Company's 2022 Annual Report.
Shareholding interest in the listed issuer and its subsidiaries	27,833,340 ordinary shares, inclusive of 390,000 ordinary shares held by her spouse, Karunanithi s/o Letchumanan. (21.22%)	Nil	Nil

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name	Jessie Low Mui Choo	Lim Tai Toon	Venkata Subramanian s/o Sreenivasan
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	Her spouse, Karunanithi s/o Letchumanan, is the director of Medinex Corporate Services Pte. Ltd., Medinex Healthcare Pte. Ltd. and Medinex Professional Services Pte. Ltd., all of which are wholly-owned subsidiaries of Medinex Limited. Her sister, Low Mui Keow Valerie, is the director of Ark Leadership & Learning Pte. Ltd, a wholly-owned subsidiary of Medinex Limited and also the chief business development officer of Medinex Limited.	None	None
Conflict of Interest (including any competing business)	None	None	None
Undertaking (in the format set out in Appendix 7H) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes	Yes
Other Principal Commitments* Including Directorships#			
Past (for the last 5 years)	Past Directorships: Ark Biztro Pte. Ltd. Ark Group Investment Holdings Pte. Ltd. Ascent Engineering & Equipment Pte. Ltd. Berlin Holdings Pte. Ltd. KJPS Invest Pte. Ltd. Medinex Advisory Pte. Ltd. (formally known as SKI Corporate Services Pte. Ltd.) Shine Venture Capital Pte. Ltd. SKI Consultancy Pte. Ltd. VF Reality Pte. Ltd.	Past Directorships: IJC Holdings Pte. Ltd. LS Holdings Pte. Ltd. The Science Kitchen Asia Inc Pte. Ltd. Veles Solutions Pte. Ltd. 3DH International Pte. Ltd.	Past Directorships: Nil
Present	Present Directorships: Advance Property Holdings Sdn. Bhd. Ark Assurance (Sole proprietorship) Ark Group Holdings Sdn. Bhd. Baby Bear Holdings Sdn. Bhd. JK Group (F&B) Pte. Ltd. JK Strategic Management Pte. Ltd. MPM Investment Holdings Pte. Ltd. Nobel Capital Venture Pte. Ltd. Pavilion Sq Holdings Pte. Ltd. (formerly known as L3 Holdings Pte. Ltd.) Shine F&B Pte. Ltd.	Present Directorships: Ark Exchange Private Limited Ark Holding Pte. Ltd. Food Studio Holding Pte. Ltd. House on the Moon Pte. Ltd. Jiehuimin LLP	Present Directorships: The Opera People Pte. Ltd. Highbridge Collective Pte. Ltd.

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name		Jessie Low Mui Choo	Lim Tai Toon	Venkata Subramanian s/o Sreenivasan
Disclose the following matters concerning an appointment of director, chief executive officer, chief financial officer, chief operating officer, general manager or other officer of equivalent rank. If the answer to any question is "yes", full details must be given.				
a)	Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No	No
b)	Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	No	No
c)	Whether there is any unsatisfied judgment against him?	No	No	No
d)	Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No	No

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name		Jessie Low Mui Choo	Lim Tai Toon	Venkata Subramanian s/o Sreenivasan
e)	Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No	No
f)	Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No	No
g)	Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No	No
h)	Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No	No
i)	Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No	No

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name		Jessie Low Mui Choo	Lim Tai Toon	Venkata Subramanian s/o Sreenivasan
j)	Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:- i. any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or 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 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 iv. any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No	No	No
k)	Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No	No	No

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name	Jessie Low Mui Choo	Lim Tai Toon	Venkata Subramanian s/o Sreenivasan
Any prior experience as a director of a listed company? 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).	Not applicable as this relates to re-appointment of Director.	Not applicable as this relates to re-appointment of Director.	Not applicable as this relates to re-appointment of Director.

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MEDINEX LIMITED

(the "Company")
(Incorporated in the Republic of Singapore)
(Company Registration No. 200900689W)

IMPORTANT

1. The Annual General Meeting ("**AGM**") is being convened, and will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. The Annual Report and Notice of AGM dated 5 July 2022 may be accessed at the Company's website https://www.medinex.com.sg/investor-relations and on SGXNET at the URL: https://www.sgx.com/securities/company-announcements.
2. Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the AGM can be electronically accessed via live audio-visual webcast or live audio-only feed), submission of questions to the Chairman of the AGM in advance of the AGM, addressing of substantial and relevant questions at the AGM and voting by appointing the Chairman of the AGM as proxy at the AGM, are set out in the Notice of AGM.
3. **A member will not be able to attend the AGM in person. A member of the Company (whether individual or corporate) must appoint the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM. In appointing the Chairman of the AGM as proxy to vote on his/her behalf, a member of the Company (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid**.
4. For investors who have used their Central Provident Fund ("**CPF**")/Supplementary Retirement Scheme ("**SRS**") monies to buy shares in the capital of Medinex Limited, 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/SRS Investors are requested to contact their respective Agent Banks to specify their voting instructions and to submit their votes by 5.00 p.m. on 14 July 2022.
5. By submitting this proxy form, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM.
6. **Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of the Chairman of the AGM as a member's proxy to attend, speak and vote on his/her/its behalf at the AGM**.

PROXY FORM
ANNUAL GENERAL MEETING

This proxy form has been made available on SGXNET and the Company's website and may be accessed at the URLs: https://www.sgx.com/securities/company-announcements and https://www.medinex.com.sg/investor-relations.

*I/We ______________________________ (Name) ______________________ (NRIC/Passport Number)

of ____ (Address)

being a *member/members of **Medinex Limited** (the "**Company**"), hereby appoint the **Chairman of the AGM** as *my/our proxy to attend and to vote for *me/us on *my/our behalf at the AGM of the Company to be held by way of electronic means (via live audio-visual webcast or live audio-only feed) on Wednesday, 27 July 2022 at 2.00 p.m. and at any adjournment thereof. *I/We direct the Chairman of the AGM as *my/our proxy to vote for or against or abstain from voting on the resolutions proposed at the AGM as indicated hereunder.

All resolutions put to the vote at the AGM shall be conducted by poll.

No.	Ordinary Resolutions	For*	Against*	Abstain*
1.	Declaration of final dividend (tax-exempt one-tier) of S$0.0084 per ordinary share for the financial year ended 31 March 2022			
2.	Directors' Fees of S$84,677 for the financial year ended 31 March 2022			
3.	Re-election of Mr. Lim Tai Toon as director			
4.	Re-election of Ms. Jessie Low Mui Choo as director			
5.	Re-election of Mr. Venkata Subramanian s/o Sreenivasan as director			
6.	Re-appointment of Messrs. BDO LLP as auditors of the Company			
7.	Authority to allot and issue ordinary shares			
8.	Authority to issue shares under the Medinex Performance Share Plan			
9.	Authority to issue shares under the Medinex Employee Share Option Scheme			

*If you wish to exercise all your votes "For" or "Against" or "Abstain", please tick (✓) within the box provided. Alternatively, please indicate the number of votes in the box appropriately. **In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the AGM as your proxy for that resolution will be treated as invalid**.

Dated this ____________ day of __________________ 2022

Total number of Shares held:	No. of Shares
CDP Register	
Register of Members	

____

Signature/Common Seal of Member(s)

IMPORTANT: PLEASE READ NOTES OVERLEAF

NOTES:

1. A member will not be able to attend the AGM in person. A member (whether individual or corporate) must submit his/her/its proxy form appointing the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM.

2. The duly executed Proxy Form can be submitted to the Company in the following manner:

   a) if submitted in hard copy by post, be lodged at the office of the Company's Share Registrar office at 80 Robinson Road, #02-00, Singapore 068898; or

   a) if submitted electronically, by sending a scanned pdf copy by email to sg.is.proxy@sg.tricorglobal.com

   in either case, by **2.00 p.m.** on **24 July 2022** (being at least 72 hours before the time appointed for holding the AGM) (the "**Proxy Deadlines**").

   A member who wishes to submit a Proxy Form must download, complete and sign the Proxy Form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

   Members are strongly encouraged to submit completed Proxy Forms electronically via email to sg.is.proxy@sg.tricorglobal.com.

3. The instrument appointing the Chairman of the AGM as proxy must be under the hand of the appointor or his attorney duly authorised in writing. Where the instrument appointing the Chairman of the AGM as proxy 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.

4. 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) Singapore), he/she/it should insert that number of shares. If the member has shares registered in his name in the Register of Members of the Company, he/her/it should insert the number of shares. If the member has shares entered against his/her/its name in the Depository Register and shares registered in his name in the Register of Members of the Company, he/her/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.

5. The Company shall be entitled to reject the instrument appointing the Chairman of the AGM as proxy 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 the Chairman of the AGM as proxy. In addition, in the case of a member of the Company whose shares are entered against his/her name in the Depository Register, the Company may reject any instrument appointing the Chairman of the AGM as proxy lodged if such member is not shown to have shares entered against his/her/its name in the Depository Register at 72 hours before the time appointed for holding the AGM as certified by The Central Depository (Pte) Limited to the Company.

6. Investors who hold their Shares through relevant intermediaries as defined in Section 181 of the Companies Act 1967 (including CPF investors, SRS investors and holders under depository agents) and who wish to exercise their votes by appointing the Chairman of the AGM as proxy should approach their respective relevant intermediaries (including their respective CPF agent banks, SRS approved banks or depository agents) to submit their voting instructions by **5.00 p.m.** on **14 July 2022** in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the AGM to vote on their behalf **no later than the Proxy Deadlines**.

PERSONAL DATA PRIVACY:

By attending the AGM and/or any adjournment thereof or 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 5 July 2022.

CORPORATE DATA

BOARD OF DIRECTORS

Mr. Tan Lee Meng
(Non-Executive Chairman)

Ms. Jessie Low Mui Choo
(Executive Director and Chief Executive Officer)

Mr. Lim Tai Toon
(Lead Independent Non-Executive Director)

Mr. Ye Binlin
(Independent Non-Executive Director)

Mr. Venkata Subramanian s/o Sreenivasan
(Independent Non-Executive Director)

AUDIT COMMITTEE

Mr. Lim Tai Toon
(Chairman)

Mr. Tan Lee Meng

Mr. Venkata Subramanian s/o Sreenivasan

Mr. Ye Binlin

REMUNERATION COMMITTEE

Mr. Ye Binlin
(Chairman)

Mr. Tan Lee Meng

Mr. Lim Tai Toon

Mr. Venkata Subramanian s/o Sreenivasan

NOMINATING COMMITTEE

Mr. Venkata Subramanian s/o Sreenivasan
(Chairman)

Mr. Tan Lee Meng

Mr. Lim Tai Toon

Mr. Ye Binlin

JOINT COMPANY SECRETARIES

Mr. Chai Yee Hoi
(A Member of the ISCA)

Ms. Lin Moi Heyang (ACIS)

REGISTERED OFFICE

111 North Bridge Road
#23-04 Peninsula Plaza
Singapore 179098

Tel: +65 6604 6330
Fax: +65 6604 6334

SHARE REGISTRAR

TRICOR BARBINDER SHARE REGISTRATION SERVICES

80 Robinson Road #02-00
Singapore 068898

AUDITORS

BDO LLP

600 North Bridge Road
#23-01 Parkview Square
Singapore 188778

Partner-in-charge:

Mr. Tan Boon Kai
(Appointed since the financial year ended 31 March 2021)

CONTINUING SPONSOR

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Singapore 038987

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MEDINEX LIMITED

ANNUAL REPORT 2022