



**MEMIONTEC HOLDINGS LTD.  
AND ITS SUBSIDIARIES  
(Registration No. 201305845W)**

**CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE SIX MONTHS AND FULL YEAR ENDED 31 DECEMBER 2023  
(UNAUDITED)**

## MEMIONTEC HOLDINGS LTD. AND ITS SUBSIDIARIES

### CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

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*This announcement has been prepared by Memiontec Holdings Ltd. (the “Company”) and its contents have been reviewed by the Company’s sponsor, ZICO Capital Pte. Ltd. (the “Sponsor”), in accordance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited (“SGX-ST”) Listing Manual Section B: Rules of Catalist.*

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

*The contact person for the Sponsor is Ms. Karen Soh, Managing Director, ZICO Capital Pte. Ltd. at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896, telephone (65) 6636 4201.*

**MEMIONTEC HOLDINGS LTD. AND ITS SUBSIDIARIES  
FOR THE SIX MONTHS AND FULL YEAR ENDED 31 DECEMBER 2023 (UNAUDITED)**

**A. CONDENSED INTERIM CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME**

	Note	Group					
		2H2023	2H2022	Inc/ (Dec)	FY2023	FY2022	Inc/ (Dec)
		S\$'000 (Unaudited)	S\$'000 (Unaudited)	%	S\$'000 (Unaudited)	S\$'000 (Audited)	%
<b>Revenue</b>	2	39,134	26,594	47.2	66,850	42,787	56.2
Cost of sales		(33,163)	(21,584)	53.6	(57,565)	(34,154)	68.5
<b>Gross profit</b>		5,971	5,010	19.2	9,285	8,633	7.6
<b>Gross profit margin</b>		15.3%	18.8%	(3.5)	13.9%	20.2%	(6.3)
Other income		125	79	58.2	323	231	39.8
General and administrative expenses		(3,536)	(2,912)	21.4	(5,451)	(5,364)	1.6
<b>Operating profit</b>		2,560	2,177	17.6	4,157	3,500	18.8
Finance costs		(59)	(59)	-	(127)	(122)	4.1
Share of (loss) / profit of a joint venture		(143)	33	N.M	(110)	128	N.M
<b>Profit before income tax</b>		2,358	2,151	9.6	3,920	3,506	11.8
Income tax expense	4	(446)	(655)	(31.9)	(683)	(936)	(27)
<b>Net profit for the period / year</b>	3	1,912	1,496	27.8	3,237	2,570	26.0
<b>Other comprehensive loss</b>							
<i>Item that will not be reclassified subsequently to profit or loss:</i>							
Remeasurement of defined benefit obligations		-	(5)	N.M	-	(5)	N.M
<i>Item that may be reclassified subsequently to profit or loss:</i>							
Exchange losses on translation of foreign operations		(646)	(981)	(34.1)	(162)	(962)	(83.2)
<b>Other comprehensive loss for the period / year, net of tax</b>		(646)	(986)	(34.5)	(162)	(967)	(83.2)
<b>Total comprehensive income for the period / year</b>		1,266	510	>100	3,075	1,603	91.8

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FOR THE SIX MONTHS AND FULL YEAR ENDED 31 DECEMBER 2023 (UNAUDITED)**

**A. CONDENSED INTERIM CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (CONT'D)**

	Note	Group					
		2H2023	2H2022	Incl/ (Dec)	FY2023	FY2022	Incl/ (Dec)
		S\$'000 (Unaudited)	S\$'000 (Unaudited)	%	S\$'000 (Unaudited)	S\$'000 (Audited)	%
<b>Net profit for the period / year attributable to:</b>							
Owners of the Company		1,918	1,487	29.0	3,235	2,551	26.8
Non-controlling interests		(6)	9	<i>N.M</i>	2	19	(89.5)
		<u>1,912</u>	<u>1,496</u>	27.8	<u>3,237</u>	<u>2,570</u>	26.0
<b>Total comprehensive income (loss) for the period / year attributable to:</b>							
Owners of the Company		1,277	510	>100	3,075	1,593	93.0
Non-controlling interests		(11)	-	<i>N.M</i>	-	10	<i>N.M</i>
		<u>1,266</u>	<u>510</u>	>100	<u>3,075</u>	<u>1,603</u>	91.8
<b>Earnings per share (Singapore cents per share)</b>							
Basic	A1	<u>0.29</u>	<u>0.23</u>		<u>0.49</u>	<u>0.39</u>	
Diluted	A1	<u>0.29</u>	<u>0.23</u>		<u>0.49</u>	<u>0.39</u>	

**A1. EARNINGS PER SHARE ("EPS")**

**(a) Basic EPS**

Basic EPS is calculated by dividing the net profit attributable to owners of the Company for the respective periods by the weighted average number of ordinary shares outstanding during the respective periods.

	Group			
	2H2023 (Unaudited)	2H2022 (Unaudited)	FY2023 (Unaudited)	FY2022 (Audited)
Net profit attributable to owners of the Company (S\$'000)	<u>1,918</u>	<u>1,487</u>	<u>3,235</u>	<u>2,551</u>
Weighted average number of ordinary shares for purpose of basic EPS	<u>660,771,000</u>	<u>660,771,000</u>	<u>660,771,000</u>	<u>660,771,000</u>
Basic EPS (Singapore cents per share)	<u>0.29</u>	<u>0.23</u>	<u>0.49</u>	<u>0.39</u>

**MEMIONTEC HOLDINGS LTD. AND ITS SUBSIDIARIES  
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**(b) Diluted EPS**

	<b>Group</b>			
	<b>2H2023</b> (Unaudited)	<b>2H2022</b> (Unaudited)	<b>FY2023</b> (Unaudited)	<b>FY2022</b> (Audited)
Net profit attributable to owners of the Company (S\$'000)	1,918	1,487	3,235	2,551
Weighted average number of ordinary shares for basic EPS	660,771,000	660,771,000	660,771,000	660,771,000
Adjusted for:				
Share awards granted under Memiontec Performance Share Plan (Note 7)	3,000,000	3,000,000	3,000,000	3,000,000
Weighted average number of ordinary shares for diluted EPS	663,771,000	663,771,000	663,771,000	663,771,000
Diluted EPS (Singapore cents per share)	0.29	0.23	0.49	0.39

*N.M denotes Not Meaningful.*

*Inc denotes Increase.*

*(Dec) denotes Decrease.*

*2H2023 denotes six-month financial period from 1 July 2023 to 31 December 2023.*

*2H2022 denotes six-month financial period from 1 July 2022 to 31 December 2022.*

*FY2023 denotes financial year ended 31 December 2023.*

*FY2022 denotes financial year ended 31 December 2022.*

**MEMIONTEC HOLDINGS LTD. AND ITS SUBSIDIARIES**  
**FOR THE SIX MONTHS AND FULL YEAR ENDED 31 DECEMBER 2023 (UNAUDITED)**

**B. CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION**  
**As at 31 December 2023**

	<b>Note</b>	<b>Group</b>		<b>Company</b>	
		<b>31 December</b>	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>
		<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
		<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
<b>ASSETS</b>					
<b>Current assets</b>					
Cash and bank balances		14,696	13,334	160	261
Trade and other receivables		5,857	8,020	7,804	8,071
Contract assets		27,132	11,756	-	-
Inventories		2,565	32	-	-
Total current assets		50,250	33,142	7,964	8,332
<b>Non-current assets</b>					
Property, plant and equipment	5	1,217	1,357	1	2
Right-of-use assets	5	314	390	-	-
Investment in subsidiaries		-	-	6,243	6,040
Investment in a joint venture		2,374	2,503	-	-
Other investment	8	983	776	-	-
Deferred tax assets		64	65	-	-
Total non-current assets		4,952	5,091	6,244	6,042
<b>Total assets</b>		<b>55,202</b>	<b>38,233</b>	<b>14,208</b>	<b>14,374</b>
<b>LIABILITIES AND EQUITY</b>					
<b>Current liabilities</b>					
Trade and other payables		19,844	12,892	2,015	2,204
Contract liabilities		1,567	998	-	-
Lease liabilities	6	188	199	-	-
Borrowings	6	9,726	1,431	-	-
Income tax payable		543	370	12	6
Total current liabilities		31,868	15,890	2,027	2,210
<b>Non-current liabilities</b>					
Lease liabilities	6	148	244	-	-
Borrowings	6	1,182	2,387	-	-
Retirement benefit obligations		342	345	-	-
Total non-current liabilities		1,672	2,976	-	-

**MEMIONTEC HOLDINGS LTD. AND ITS SUBSIDIARIES  
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**B. CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION (CONT'D)  
As at 31 December 2022**

Note	Group		Company	
	31 December 2023	31 December 2022	31 December 2023	31 December 2022
	S\$'000 (Unaudited)	S\$'000 (Audited)	S\$'000 (Unaudited)	S\$'000 (Audited)
<b>Capital, reserves and non-controlling interests</b>				
Share capital	7	12,092	12,092	12,092
Translation reserves		(1,576)	(1,416)	-
Other reserves		(914)	(914)	-
Retained earnings		12,000	9,545	89
Equity attributable to owners of the Company		21,602	19,307	12,181
Non-controlling interests		60	60	-
Total equity		21,662	19,367	12,181
<b>Total liabilities and equity</b>		<b>55,202</b>	<b>38,233</b>	<b>14,208</b>
<b>Net asset value per share</b>	B1	<b>3.27</b>	<b>2.92</b>	<b>1.84</b>

**B1. NET ASSET VALUE PER SHARE**

	Group		Company	
	31 December 2023	31 December 2022	31 December 2023	31 December 2022
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
Equity attributable to owners of the Company (S\$'000)	21,602	19,307	12,181	12,164
Number of ordinary shares in issue	660,771,000	660,771,000	660,771,000	660,771,000
Net asset value per ordinary share (Singapore cents per share)	<b>3.27</b>	<b>2.92</b>	<b>1.84</b>	<b>1.84</b>

**MEMIONTEC HOLDINGS LTD. AND ITS SUBSIDIARIES  
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**C. CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY**

<b>Group</b>	<b>Share capital</b>	<b>Translation reserve</b>	<b>Other reserves</b>	<b>Retained earnings</b>	<b>Equity attributable to owners of the Company</b>	<b>Non- controlling interests</b>	<b>Total</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
	(Note 7)						
<b>Balance at 1 January 2022 (Audited)</b>	12,092	(463)	(914)	7,459	18,174	50	18,224
<i>Total comprehensive income for the year:</i>							
Net profit for the year	-	-	-	2,551	2,551	19	2,570
Other comprehensive loss for the year	-	(953)	-	(5)	(958)	(9)	(967)
Total	-	(953)	-	2,546	1,593	10	1,603
<i>Transactions with owners, recognised directly in equity:</i>							
Dividends	-	-	-	(460)	(460)	-	(460)
<b>Balance at 31 December 2022 and 1 January 2023 (Audited)</b>	12,092	(1,416)	(914)	9,545	19,307	60	19,367
<i>Total comprehensive income for the year:</i>							
Net profit for the year	-	-	-	3,235	3,235	2	3,237
Other comprehensive loss for the year	-	(160)	-	-	(160)	(2)	(162)
Total	-	(160)	-	3,235	3,075	-	3,075
<i>Transactions with owners, recognised directly in equity:</i>							
Dividends	-	-	-	(780)	(780)	-	(780)
<b>Balance at 31 December 2023 (Unaudited)</b>	12,092	(1,576)	(914)	12,000	21,602	60	21,662



**MEMIONTEC HOLDINGS LTD. AND ITS SUBSIDIARIES  
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**C. CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY (CONT'D)**

<u>Company</u>	<u>Share capital</u> S\$'000 (Note 7)	<u>Retained earnings</u> S\$'000	<u>Total</u> S\$'000
<b>Balance at 1 January 2022 (Audited)</b>	12,092	87	12,179
Net profit for the year, representing total comprehensive income for the year	-	445	445
<i>Transactions with owners, recognised directly in equity:</i>			
- Dividends	-	(460)	(460)
<b>Balance at 31 December 2022 and 1 January 2023 (Audited)</b>	12,092	72	12,164
Net profit for the year, representing total comprehensive income for the year	-	797	797
<i>Transactions with owners, recognised directly in equity:</i>			
- Dividends	-	(780)	(780)
<b>Balance at 31 December 2023 (Unaudited)</b>	<u>12,092</u>	<u>89</u>	<u>12,181</u>

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**D. CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS**

	Note	Group	
		FY2023 S\$'000 (Unaudited)	FY2022 S\$'000 (Audited)
<b>Operating activities</b>			
Profit before income tax		3,920	3,506
Adjustments for:			
Depreciation of property, plant and equipment	3.1 & 5	182	176
Depreciation of right-of-use assets	3.1 & 5	169	181
Retirement benefit obligations		-	38
Share of loss / (profit) of a joint venture		110	(128)
Interest expense		127	122
Interest income		(113)	(112)
Loss allowance on trade receivables and contract assets		-	232
Net foreign exchange loss – unrealised		57	-
Operating cash flows before movements in working capital		4,452	4,015
Trade and other receivables		2,163	423
Contract assets		(15,376)	(5,927)
Inventories		(2,533)	114
Trade and other payables		6,860	2,568
Contract liabilities		569	(276)
Cash (used) / generated from operations		(3,865)	917
Income tax paid		(418)	(683)
Interest received		113	112
Net cash (used in) / generated from operating activities		(4,170)	346
<b>Investing activities</b>			
Purchase of property, plant and equipment	5	(68)	(91)
Addition of right-of-use assets *	5	(33)	(48)
Equity injection into other investment		(219)	(112)
Net cash used in investing activities		(320)	(251)
<b>Financing activities</b>			
Interest paid		(127)	(110)
Dividends paid	15(f)	(780)	(460)
Repayments of borrowings		(5,572)	(1,153)
Repayments of lease liabilities		(168)	(139)
Proceeds from bank borrowings		12,662	250
Placement of fixed deposits pledged		(928)	-
Net cash generated / (used in) financing activities		5,087	(1,612)
Net increase / (decrease) in cash and cash equivalents		597	(1,517)
Cash and cash equivalents at beginning of the year		11,925	14,055
Effect of exchange rate changes on the balance of cash held in foreign currencies		(27)	(613)
<b>Cash and cash equivalents at end of the year (Note A)</b>		<b>12,495</b>	<b>11,925</b>
<b>Note A – Cash and cash equivalents</b>			
Cash and bank balances		14,696	13,334
Less: Time deposits pledged for banking facilities purpose		(2,201)	(1,409)
Cash and cash equivalents per consolidated statement of cash flows		12,495	11,925

\*For FY2023, the Group has addition of right-of-use assets amounting to S\$94,000 (FY2022: S\$132,000) of which S\$33,000 (FY2022: S\$48,000) was paid before the commencement of lease arrangements (Note 5).

**E. NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS AND OTHER INFORMATION**

**1. BASIS OF PREPARATION**

The condensed interim consolidated statement of financial position of Memiontec Holdings Ltd. (the “**Company**”) and its subsidiaries (the “**Group**”) as at 31 December 2023 and the related condensed interim consolidated statement of profit or loss and other comprehensive income, condensed interim consolidated statement of changes in equity and condensed interim consolidated statement of cash flows for the six months and full year ended 31 December 2023 and certain explanatory notes have been prepared in accordance with *SFRS(I) 1-34 Interim Financial Reporting* issued by the Accounting Standards Council Singapore.

The condensed interim consolidated financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group’s financial position and the Group’s performance since the last condensed interim consolidated financial statements for the six months ended 30 June 2023.

The accounting policies and methods of computation adopted are consistent with those adopted by the Company in its most recently audited consolidated financial statements for the full year ended 31 December 2022, which were prepared in accordance with Singapore Financial Reporting Standards (International) (“**SFRS(I)s**”) and Interpretations of SFRS(I) (“**SFRS(I) INT**”), except for the adoption of new and revised SFRS(I)s and SFRS(I) INTs which are relevant to the Group’s operations and become effective for annual periods beginning on or after 1 January 2023. The adoption of these new and revised standards and interpretations does not result in changes to the accounting policies of the Group and the Company and has no material effect on the amounts reported for the current or prior period.

The condensed interim consolidated financial statements are presented in Singapore Dollar (“**S\$**”) which is the Company’s functional currency. All financial information presented in S\$ have been rounded to the nearest thousand, unless otherwise stated.

The condensed interim consolidated financial statements have been prepared on a going concern basis, since management has verified that there are no financial, operating or other types of indicators that might cast significant doubt on the Group’s ability to meet its obligations in the foreseeable future and particularly within the 12 months from the end of the reporting period.

**1.1 WHETHER THE FIGURES HAVE BEEN AUDITED OR REVIEWED AND IN ACCORDANCE WITH WHICH AUDITING STANDARD**

The condensed interim consolidated financial statements for the six months and full year ended 31 December 2023 have not been audited or reviewed by the Company’s auditors.

**1.2 AUDIT OPINION ON LATEST FINANCIAL STATEMENTS**

The Group’s latest audited consolidated financial statements for the financial year ended 31 December 2022 were not subject to an adverse opinion, qualified opinion or disclaimer of opinion issued by the Company’s auditors on 3 April 2023.

**1.3 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY**

In preparing the condensed interim consolidated financial statements, management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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The significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the most recently audited consolidated financial statements as at and for the full year ended 31 December 2022.

The estimates and underlying assumptions are reviewed on an ongoing basis based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances, are as follows:

- Estimation of total contract sum and total contract costs for construction contracts;
- Assessment of impairment of trade receivables, other receivables and contract assets; and
- Assessment of Impairment of investments in subsidiaries and joint venture.

Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

#### 1.4 SUBSEQUENT EVENTS

Subsequent to 31 December 2023, there have been no known events that may have a material effect on the condensed interim consolidated financial statements of the Group.

## 2. REVENUE

### 2.1 DISAGGREGATION OF REVENUE

	Group			
	2H2023 S\$'000 (Unaudited)	2H2022 S\$'000 (Unaudited)	FY2023 S\$'000 (Unaudited)	FY2022 S\$'000 (Audited)
<b>Timing of revenue recognition</b>				
Over time:				
Revenue from TSEPC projects	37,779	25,168	63,634	39,051
Revenue from OMS services	883	1,076	2,349	2,785
At a point in time:				
Revenue from SDS	391	271	684	747
Revenue from SOW	81	79	183	204
<b>Total</b>	<b>39,134</b>	<b>26,594</b>	<b>66,850</b>	<b>42,787</b>

### 2.2 REVENUE BREAKDOWN

	Group		
	FY2023	FY2022	
	S\$'000	S\$'000	Inc/ (Dec)
	(Unaudited)	(Audited)	%
<b>First Half:</b>			
Sales reported for first half year	27,716	16,193	71.2
Operating profit after tax before deducting non-controlling interests reported for first half year	1,327	1,074	23.6
<b>Second Half:</b>			
Sales reported for second half year	39,134	26,594	47.2
Operating profit after tax before deducting non-controlling interests reported for second half year	1,912	1,496	27.8

**MEMIONTEC HOLDINGS LTD. AND ITS SUBSIDIARIES  
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**2.3 SEASONALITY OF OPERATIONS**

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

**3. NET PROFIT FOR THE PERIOD/YEAR**

**3.1. SIGNIFICANT ITEMS**

	<b>Group</b>			
	<b>2H2023</b> <b>S\$'000</b> (Unaudited)	<b>2H2022</b> <b>S\$'000</b> (Unaudited)	<b>FY2023</b> <b>S\$'000</b> (Unaudited)	<b>FY2022</b> <b>S\$'000</b> (Audited)
<b>Income:</b>				
Grant income	3	5	107	75
Foreign exchange gain, net	-	-	35	-
Interest income	68	40	112	112
Others	53	-	104	44
<b>Expense:</b>				
Depreciation of property, plant and equipment				
- under cost of goods sold	-	(19)	-	(19)
- under operating expense	(93)	(69)	(182)	(157)
Depreciation of right-of-use assets				
- under cost of goods sold	(23)	(10)	(42)	(10)
- under operating expense	(72)	(70)	(127)	(171)
Directors' fees	(67)	(75)	(138)	(150)
Foreign exchange loss, net	(106)	(437)	-	(441)
Loss allowance on trade receivables and contract assets	-	(232)	-	(232)

**4. INCOME TAX EXPENSE**

The Group calculates the period / year income tax expense using the tax rate that would be applicable to the expected total annual earnings. The major components of income tax expense in the condensed interim consolidated statement of profit or loss are:

	<b>Group</b>			
	<b>2H2023</b> <b>S\$'000</b> (Unaudited)	<b>2H2022</b> <b>S\$'000</b> (Unaudited)	<b>FY2023</b> <b>S\$'000</b> (Unaudited)	<b>FY2022</b> <b>S\$'000</b> (Audited)
Current income tax:				
- Current year	(407)	(476)	(653)	(933)
- (Under provision) / Over provision in prior periods / years	(35)	(185)	62	(9)
	<u>(442)</u>	<u>(661)</u>	<u>(591)</u>	<u>(942)</u>
Withholding tax expense on foreign-sourced interest income	<u>(4)</u>	<u>(2)</u>	<u>(92)</u>	<u>(2)</u>
Deferred income tax:				
- Current year	-	8	-	8
Income tax expense for the period / year	<u>(446)</u>	<u>(655)</u>	<u>(683)</u>	<u>(936)</u>

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**5. PROPERTY, PLANT AND EQUIPMENT AND RIGHT-OF-USE ASSETS**

<b>Movements</b>	<b>Group</b>	
	<b>Property, plant and equipment</b>	<b>Right-of-use assets</b>
	<b>S\$'000</b>	<b>S\$'000</b>
<b>Net book value as at 1 January 2022 (Audited)</b>	1,527	443
Additions		
- Cash	91	48
- Non-cash (lease arrangement)	-	84
Depreciation	(176)	(181)
Exchange differences	(85)	(4)
<b>Net book value as at 31 December 2022 and 1 January 2023 (Audited)</b>	1,357	390
Additions		
- Cash	68	33
- Non-cash (lease arrangement)	-	61
Depreciation	(182)	(169)
Exchange differences	(26)	-
<b>Net book value as at 31 December 2023 (Unaudited)</b>	1,217	314

**6. BORROWINGS AND LEASE LIABILITIES**

	<b>Group</b>	
	<b>31 December 2023</b>	<b>31 December 2022</b>
	<b>S\$'000</b> (Unaudited)	<b>S\$'000</b> (Audited)
<b>Lease liabilities</b>		
<u>Amount repayable within one year or on demand</u>		
Secured	79	63
Unsecured	109	136
	188	199
<u>Amount repayable after one year</u>		
Secured	148	186
Unsecured	-	58
	148	244
<b>Lease liabilities</b>	336	443
<b>Borrowings</b>		
<u>Amount repayable within one year or on demand – Secured</u>		
Revolving credit facilities	8,521	252
Term loan	1,205	1,179
	9,726	1,431
<u>Amount repayable after one year – Secured</u>		
Term loan	1,182	2,387
<b>Borrowings</b>	10,908	3,818

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**Details of any collaterals**

Lease liabilities of S\$227,000 as at 31 December 2023 (31 December 2022: S\$249,000) are secured by charges over leased motor vehicles included as part of “Right-of-use assets” and personal guarantees from a director of the Company.

Collaterals	Group	
	31 December 2023	31 December 2022
	S\$'000	S\$'000
Charges over leased motor vehicles only	203	203
Charges over leased motor vehicles and personal guarantees from a director of the Company	24	46
<b>Total</b>	<b>227</b>	<b>249</b>

**7. SHARE CAPITAL**

**7.1 Movements in Share Capital**

	Group and Company			
	FY2023	FY2022	FY2023	FY2022
	Number of ordinary shares		S\$'000	S\$'000
<i>Issued and paid up:</i>				
At 1 January	660,771,000	220,257,000	12,092	12,092
Issuance of new shares pursuant to Share Split	-	440,514,000	-	-
At 31 December	660,771,000	660,771,000	12,092	12,092

The Company has one class of ordinary share which has no par value, carries one vote per share and a right to dividend income when declared by the Company.

On 24 May 2022, the Company completed its share split of every one (1) existing ordinary share into three (3) ordinary shares (“**Share Split**”). The completion of the Share Split resulted in an additional 440,514,000 new ordinary shares in the capital of the Company being allotted and issued.

On 6 May 2022, the Company granted awards of 1,000,000 ordinary shares in the capital of the Company (“**2022 PSP Shares**”) under the Memiontec Performance Share Plan (“**2022 Awards**”) to selected Directors, as well as executive officers and other employees of the Group. On 24 May 2022, pursuant to the rules of the Memiontec Performance Share Plan, following the completion of the Share Split, the number of 2022 PSP Shares which were the subject of the outstanding 2022 Awards was adjusted from 1,000,000 to 3,000,000. The 2022 Awards lapsed on 5 May 2023 and the Company subsequently granted awards of 3,000,000 ordinary shares in the capital of the Company (“**2023 PSP Shares**”) on the same day under the Memiontec Performance Share Plan (“**2023 Awards**”) to selected Directors, as well as executive officers and other employees of the Group.

As at 31 December 2023, none of the outstanding 3,000,000 2023 Awards has been vested (31 December 2022: 3,000,000 2022 Awards). The outstanding 3,000,000 2023 PSP Shares as at 31 December 2023 represent approximately 0.45% of the total number of issued shares of the Company (excluding treasury shares and subsidiary holdings) as at 31 December 2023 (31 December 2022: 3,000,000 2022 PSP Shares represent approximately 0.45% of the total number of issued shares of the Company).

Other than the 2022 PSP Shares and the 2023 PSP Shares, the Company does not have any other convertibles as at 31 December 2023 and 31 December 2022.

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**7.2 Treasury shares**

The Company does not have any treasury shares as at 31 December 2023 and 31 December 2022.

**7.3 Subsidiary holdings**

None of the Group's subsidiaries holds any shares in the Company as at 31 December 2023 and 31 December 2022.

**8. FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES**

The following paragraph presents the assets and liabilities measured at fair value and classified by level of the following fair value measurement hierarchy:

- (i) Quoted price (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date (Level 1);
- (ii) 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) (Level 2); and
- (iii) Inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3).

The following table presented the assets measured at fair value:

	Level 3 S\$'000	Total S\$'000
<b>Group</b>		
<b>31 December 2023 (Unaudited)</b>		
Other investment <sup>(1)</sup> , held at fair value through other comprehensive income ("FVOCI")	983	983
<b>31 December 2022 (Audited)</b>		
Other investment <sup>(1)</sup> , held at FVOCI	776	776

<sup>(1)</sup> Other investment pertains to the Group's investment of 15% stake in PT Tirta Madani ("PPTM"), a joint venture company incorporated to carry out Build-Operate-Own-Transfer ("BOOT") project of a water supply system in Pekan Baru, Indonesia. The Group has made an additional investment of S\$219,000 in PPTM during FY2023 (FY2022: S\$112,000).

**9. RELATED AND INTERESTED PARTY TRANSACTIONS**

**9.1 RELATED PARTY TRANSACTIONS**

Some of the Group's transactions and arrangements are with related parties and these transactions are carried out on arm's length basis.

	Group			
	2H2023 S\$'000 (Unaudited)	2H2022 S\$'000 (Unaudited)	FY2023 S\$'000 (Unaudited)	FY2022 S\$'000 (Audited)
<u>A Director</u>				
Interest expense on advances from a director	(2)	(6)	(8)	(12)
<u>A Director-controlled company</u>				
Rental of warehouse and office	(34)	(27)	(67)	(56)
<u>Joint Venture</u>				
Service revenue	231	372	581	803



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**9.2 INTERESTED PARTY TRANSACTIONS**

The Group does not have a general mandate from shareholders for interested person transactions. There were no interested person transactions for S\$100,000 or more entered into by the Group during FY2023.

**9.3 RELATED PERSONS DISCLOSURES PURSUANT TO RULE 704(10) OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED LISTING MANUAL SECTION B: RULES OF CATALIST (“CATALIST RULES”)**

Name	Age	Family relationship with any director or chief executive officer or substantial shareholder	Current position and duties, and the year the position was first held	Details of any change in duties and position held, if any, during the year
Ms. Rachel Kwok Xiu Jian	54	Sister of Ms. Soelistyo Dewi Soegiharto (Managing Director and Substantial Shareholder of the Company)  Sister-in-law of Mr. Tay Kiat Seng (Executive Director and Chief Executive Officer, and Substantial Shareholder of the Company)	Information Technology Manager (since March 2017)  Responsible for the IT related matters of the Singapore operations and including the Group’s website	N.A.

**10. REPORTABLE SEGMENTS**

The Group’s reportable segments are as follows:

- Total Solutions with Engineering, Procurement and Constructions (“**TSEPC**”) - provision of total solutions with engineering, procurement and construction services relating to water and wastewater management.
- Operations, Maintenance and Services of waste and wastewater treatment plants (“**OMS**”) - provision of operations, preventative and corrective maintenance services relating to water and wastewater management.
- Sales and distribution of water treatment systems and trading (“**SDS**”) - Sales and distribution of water treatment systems and trading.
- Sales of water (“**SOW**”) - Sales of water and other related recurring revenues under long term service concessionary arrangements.

Segment revenue represents revenue generated from external customers. Segment results represent the profit earned from each segment after allocating costs directly attributable to a segment and other common costs that can be allocated on a reasonable basis. This is the measure reported to the chief executive officer for the purpose of resource allocation and assessment of segment performance.

Assets and liabilities are not allocated by segment as they are not considered critical by the chief executive officer in resource allocation and assessment of segment performance.

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**(a) Segment revenue and results**

	<b>Group</b>			
	<b>2H2023</b>	<b>2H2022</b>	<b>FY2023</b>	<b>FY2022</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
<b>Segment revenue</b>				
Revenue - TSEPC	37,779	25,168	63,556	39,051
Revenue - OMS	883	1,076	2,349	2,785
Revenue - SDS	391	271	752	747
Revenue - SOW	81	79	183	204
<b>Total</b>	<b>39,134</b>	<b>26,594</b>	<b>66,850</b>	<b>42,787</b>
<b>Segment results</b>				
Profit from operations:				
- TSEPC	3,904	2,966	5,636	4,708
- OMS	19	215	414	565
- SDS	89	131	207	314
- SOW	14	19	25	77
<b>Total</b>	<b>4,026</b>	<b>3,331</b>	<b>6,282</b>	<b>5,664</b>
Unallocated corporate income and costs:				
Other income	125	39	358	231
General and administrative expenses	(1,591)	(1,193)	(2,483)	(2,395)
Finance costs	(59)	(59)	(127)	(122)
Share of profit of a joint venture	(143)	33	(110)	128
Profit before income tax	2,358	2,151	3,920	3,506
Income tax expense	(446)	(655)	(683)	(936)
<b>Profit for the period / year</b>	<b>1,912</b>	<b>1,496</b>	<b>3,237</b>	<b>2,570</b>

**(b) Geographical segments**

The Group's information about the segment revenue by geographical location is detailed below:

	<b>Revenue</b>			
	<b>2H2023</b>	<b>2H2022</b>	<b>FY2023</b>	<b>FY2022</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Singapore	31,159	9,877	50,044	16,800
Indonesia	7,975	16,716	16,795	25,971
China	-	1	11	16
<b>Total</b>	<b>39,134</b>	<b>26,594</b>	<b>66,850</b>	<b>42,787</b>

The Group's information about the segment assets by geographical location is detailed below:

	<b>Non-current assets</b>	
	<b>FY2023</b>	<b>FY2022</b>
	<b>S\$'000</b>	<b>S\$'000</b>
	(Unaudited)	(Audited)
Singapore	538	707
Indonesia	4,339	4,303
China	11	16
<b>Total</b>	<b>4,888</b>	<b>5,026</b>

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**11. Financial Performance Analysis**

**11.1 Review of the Group's Financial Performance**

**11.1.1 Revenue and gross profit**

	<b>Group</b>					
	<b>2H2023</b>	<b>2H2022</b>	<b>Inc/ (Dec)</b>	<b>FY2023</b>	<b>FY2022</b>	<b>Inc/ (Dec)</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>%</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>%</b>
	(Unaudited)	(Unaudited)		(Unaudited)	(Audited)	
<b>Revenue from:</b>						
- TSEPC	37,779	25,168	50.1	63,634	39,051	63.0
- OMS	883	1,076	(17.9)	2,349	2,785	(15.7)
- SDS	391	271	44.3	684	747	(8.4)
- SOW	81	79	2.5	183	204	(10.3)
<b>Total</b>	<b>39,134</b>	<b>26,594</b>	<b>47.2</b>	<b>66,850</b>	<b>42,787</b>	<b>56.2</b>
 Cost of sales	 (33,163)	 (21,584)	 53.6	 (57,565)	 (34,154)	 68.5
 <b>Gross Profit</b>	 <b>5,971</b>	 <b>5,010</b>	 <b>19.2</b>	 <b>9,285</b>	 <b>8,633</b>	 <b>7.6</b>
<b>Gross Profit Margin</b>	<b>15.3%</b>	<b>18.8%</b>	<b>(3.5)</b>	<b>13.9%</b>	<b>20.2%</b>	<b>(6.3)</b>

**2H2023 vs 2H2022**

**Revenue**

**TSEPC Business Segment**

Revenue for TSEPC business segment for 2H2023 increased by 50.1%, as compared to 2H2022, due to the higher contribution from Singapore's TSEPC operations mainly from the C22C Contract, which was announced by the Company on 24 March 2022, and Odour Control & Air Jumpers Facilities for Deep Tunnel Sewerage System (DTSS) Phase 2 project. The increase was partially offset by a decrease in revenue from Indonesia's TSPEC operations due to the significant work completed for larger projects in Indonesia in 2H2022 as compared to 2H2023.

**OMS Business Segment**

Revenue from OMS business segment decreased to S\$0.9 million for 2H2023 (2H2022: S\$1.1 million) as many OMS contracts ended in FY2022. The Group continues to proactively participate in the tendering of new OMS projects in both Singapore and Indonesia.

**SDS Business Segment**

Revenue from SDS business segment for 2H2023 increased by 44.3% due to higher sales volume during the period under the review.

**SOW Business Segment**

There were no significant changes in revenue for SOW business segment during the period under review.

**Gross Profit and Gross Profit Margin ("GPM")**

The Group's gross profit for 2H2023 increased by 19.2% while GPM decreased by 3.5 percentage points, mainly due to the higher contribution from the Group's operations in Singapore which commanded lower margins. The lower GPM was impacted further by the higher financing cost due to increasing borrowing interest rate during the period under review.

**FY2023 vs FY2022**

**Revenue**

**TSEPC Business Segment**

Revenue for TSEPC business segment for FY2023 increased by 63.0%, as compared to FY2022, due to the increased revenue contribution from on-going projects in Singapore of S\$50.0 million in FY2023 (FY2022: S\$16.8 million).

In Indonesia, the work volume decreased to S\$17.3 million for FY2023 (FY2022: S\$26.0 million), due to significant work completed for larger projects in Indonesia in FY2022 as compared to FY2023.

**OMS Business Segment**

Revenue from OMS business segment decreased to S\$2.3 million for FY2023 (FY2022: S\$2.8 million) as there were lesser OMS contracts running in FY2023, as compared to the previous corresponding period.

**SDS and SOW Business Segments**

There were no significant changes in revenue for SDS and SOW business segments during the period under review.

**Gross Profit and GPM**

Revenue contribution from Singapore increased significantly in FY2023, amounting to 74.9% of the Group's total revenue (FY2022: 39.3%). As the Group's Singapore operations commanded lower margins, the GPM of the Group for FY2023 decreased by 6.3 percentage points despite an increase in gross profit of 7.6%. The lower GPM was impacted further by the higher financing cost due to increasing borrowing interest rate during the period under review.

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**11.1.2 Other income**

	<b>Group</b>					
	<b>2H2022</b>	<b>2H2022</b>	<b>Inc/ (Dec)</b>	<b>FY2023</b>	<b>FY2022</b>	<b>Inc/ (Dec)</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>%</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>%</b>
	(Unaudited)	(Unaudited)		(Unaudited)	(Audited)	
Government grant income	3	5	(40.0)	107	75	42.7
Interest income	68	39	74.4	112	112	-
Others	53	35	51.4	104	44	>100
<b>Total</b>	<b>125</b>	<b>79</b>	<b>58.2</b>	<b>323</b>	<b>231</b>	<b>39.8</b>

*N.M denotes Not Meaningful.*

**2H2023 vs 2H2022**

Interest income increased slightly mainly attributed to the increase in interest rates for fixed deposit. Save for the above, there were no significant changes in other income for the periods under review.

**FY2023 vs FY2022**

In FY2023, the Group received higher amounts of government grants as compared to FY2022, mostly in relation to grants for new markets penetration overseas.

**11.1.3 General and administrative expenses**

	<b>Group</b>					
	<b>2H2023</b>	<b>2H2022</b>	<b>Inc/ (Dec)</b>	<b>FY2023</b>	<b>FY2022</b>	<b>Inc/ (Dec)</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>%</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>%</b>
	(Unaudited)	(Unaudited)		(Unaudited)	(Audited)	
Payroll costs	981	830	18.2	1,870	1,672	11.8
Directors' remuneration	726	502	44.6	965	884	9.2
Directors' fees	68	75	(9.3)	139	150	(7.3)
Consultancy and professional fees	384	300	28.0	688	755	(8.9)
Depreciation and amortisation expenses	170	139	22.3	301	328	(8.2)
Loss allowance on trade receivables and contract assets	-	232	<i>N.M</i>	-	232	<i>N.M</i>
Foreign exchange loss	209	437	(52.2)	69	441	(84.4)
Others	998	397	>100	1,419	902	57.3
<b>Total</b>	<b>3,536</b>	<b>2,912</b>	<b>21.4</b>	<b>5,451</b>	<b>5,364</b>	<b>1.6</b>

*N.M denotes Not Meaningful.*

**2H2023 vs 2H2022 and FY2023 vs FY2022**

In 2H2023, the Group incurred higher general and administrative expenses mainly due to the increase in payroll costs, directors' remuneration, consultancy and professional fees, and other expenses such as overhead costs and workers' dormitory rental, partially offset by the

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absence of loss allowance on trade receivables and contract assets and lower net foreign exchange loss recorded, during the period under review.

Overall, the Group incurred higher general and administrative expenses in FY2023, mainly due to the increase in payroll costs, directors' remuneration, and other expenses such as overhead costs and workers' dormitory rental, partially offset by the absence of loss allowance on trade receivables and contract assets, lower net foreign exchange loss recorded, and lower consultancy and professional fees, directors' fees, and depreciation and amortisation expenses during the period under review.

Payroll costs increased in 2H2023 and FY2023 mainly due to higher headcount in both Singapore and Indonesia.

Directors' remuneration increased in 2H2023 and FY2023 as a result of the accruals for performance bonuses due to executive directors of the Company.

Consultancy and professional fees recorded in 2H2023 increased slightly due to engagement of new corporate advisory services during the period under review. However, lower consultancy and professional fees recorded in FY2023 was mainly due to the completion of non-recurrent corporate advisory services in FY2022.

The Group recorded lower foreign exchange loss in both 2H2023 and FY2023 mainly due to a smaller rate of depreciation of Indonesia Rupiah against Singapore Dollar in FY2023, as compared to FY2022.

#### **11.1.4 Finance costs**

##### **2H2023 vs 2H2022 and FY2023 vs FY2022**

Finance costs increased slightly due to the increase in borrowings during the respective periods under review.

#### **11.1.5 Share of (loss) / profit of a joint venture**

##### **2H2023 vs 2H2022 and FY2023 vs FY2022**

Share of (loss) / profit of a joint venture relates to the Group's 40% interest in its joint venture company, PT Jakpro Memiontec Air.

The joint venture has a BOOT water treatment plant at Hutan Kota, Jakarta. The share of loss recorded in 2H2023 and FY2023 was due the maintenance of the plant and stoppage of production arising from the adverse weather conditions, which affected the water intake during the period and year under review, hence resulting in a lower volume of water produced. The plant resumed operations in November 2023.

#### **11.1.6 Income tax expense**

##### **2H2023 vs 2H2022 and FY2023 vs FY2022**

The effective income tax rates for 2H2023 and FY2023 were approximately 18.9% (2H2022: 30.0%) and 17.4% (FY2022: 26.7%) respectively. The effective income tax rate was lower in 2H2023 and FY2023, mainly due to higher contribution of taxable profits arising from Singapore, which has a lower tax rate as compared to Indonesia and China.

Income tax expense decreased for both 2H2023 and FY2023 due to (i) taxable profit recorded for the periods under review being mainly from Singapore, which has a lower tax rate; and (ii) reversal for over-provision of tax for the Indonesian subsidiaries in respect of prior periods.

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**11.1.7 Net profit for the period / year**

**2H2023 vs 2H2022 and FY2023 vs FY2022**

As a result of the reasons stated above, net profit for 2H2023 and FY2023 were S\$1.9 million (2H2022: S\$1.5 million) and S\$3.2 million (FY2022: S\$2.6 million) respectively.

**11.1.8 Other comprehensive loss for the period / year**

**2H2023 vs 2H2022 and FY2023 vs FY2022**

The Group recognised approximately S\$0.6 million and S\$0.2 million of exchange losses on translation of foreign operations in 2H2023 and FY2023 respectively (2H2022 and FY2022: exchange losses of S\$1.0 million). This was mainly due to the translation loss arising from the Group's assets in Indonesia, which accounted for a significant portion of the Group's total assets.

**11.2. Review of the Group's financial position**

**31 December 2023 vs 31 December 2022**

**11.2.1 Current assets**

	<b>Group</b>			<b>Note</b>
	<b>31 December 2023</b>	<b>31 December 2022</b>	<b>Inc/ (Dec)</b>	
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	
	(Unaudited)	(Audited)		
Cash and bank balances	14,696	13,334	1,362	(a)
Trade and other receivables	5,857	8,020	(2,163)	(b)
Contract assets	27,132	11,756	15,376	(c)
Inventories	2,565	32	2,533	(d)
<b>Total current assets</b>	<b>50,250</b>	<b>33,142</b>	<b>17,108</b>	

- (a) For cash and bank balances, please refer to Section 11.3 of this announcement titled "Review of the Group's Cash Flows" on the reasons for the increase.
- (b) The decrease in trade and other receivables was due to more collections from customers during the period under review.
- (c) Contract assets relate to the Group's right to consideration for work completed and not billed. The increase was due to completed works for TSEPC projects which are currently under progress claims pending certification for invoicing and payment.
- (d) The increase in inventories was mainly due to more equipment and parts stored temporarily in a third-party warehouse for a project in Singapore.

**11.2.2 Non-current assets**

Non-current assets decreased slightly, from S\$5.1 million as at 31 December 2022 to S\$5.0 million as at 31 December 2023. This was mainly to the depreciation of property, plant and equipment and the amortization of right-of-use assets in FY2023 of total S\$0.3 million, as well as the decrease in investment in a joint venture from the share of losses of S\$0.1 million, partially offset by the increase in other investments of S\$0.2 million and additions to property, plant and equipment and right-of-use assets of S\$0.1 million.

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**11.2.3 Current liabilities**

	<b>Group</b>			<b>Note</b>
	<b>31 December 2023</b>	<b>31 December 2022</b>	<b>Inc/ (Dec)</b>	
	<b>S\$'000</b> (Unaudited)	<b>S\$'000</b> (Audited)	<b>S\$'000</b>	
Trade and other payables	19,844	12,892	6,952	(a)
Contract liabilities	1,567	998	569	(b)
Bank borrowings	9,726	1,431	8,295	(c)
Others	731	569	162	(d)
<b>Total current liabilities</b>	<b>31,868</b>	<b>15,890</b>	<b>15,978</b>	

- (a) The increase in trade and other payables was mainly due to the increase in amount due to suppliers and subcontractors as a result of higher amount of work completed for contract assets.
- (b) The increase in contract liabilities was mainly due to the advance payments from customers received prior to the commencement for certain TSEPC projects in Indonesia.
- (c) The increase in short-term bank borrowings was due to the drawdown of revolving credit facilities in 2H2023 to assist in the Group's working capital needs.
- (d) The increase was mainly due to corporate tax provision for FY2023.

**11.2.4 Non-current liabilities**

The decrease in non-current liabilities was mainly due to repayments made for term loan and lease liabilities during FY2023.

Debt to Equity (D/E) Ratio as at 31 December 2023 was 0.52 (31 December 2022: 0.22), with the increase mainly attributable to significant short-term financing debts.

**11.3. Review of the Group's cash flows**

**11.3.1 Operating activities**

Net cash used in operating activities amounted to S\$4.2 million in FY2023 (FY2022: net cash generated amounting to S\$0.3 million). The net cash used for operations in FY2023 was mainly due to the significant increase in contract assets, which relate to the Group's right to consideration for work completed and not billed for Singapore's projects.

**11.3.2 Investing activities**

Net cash used in investing activities amounted to S\$0.3 million in FY2023 (FY2022: S\$0.3 million), for equity injection in a joint venture company incorporated for the execution of a BOOT project in Pekan Baru, Indonesia of S\$0.2 million and additions of property, plant and equipment as well as right-of-use assets.

**11.3.3 Financing activities**

Net cash generated in financing activities amounted to S\$5.1 million in FY2023 (FY2022: net cash used in amounting to S\$1.6 million).

The Group repaid debts amounting to S\$5.9 million (FY2022: S\$1.3 million) and drew down short-term financing facilities of S\$12.7 million (FY2022: S\$0.3 million) during FY2023.

Dividends amounting to S\$0.8 million (FY2022: S\$0.5 million paid in respect of the financial year ended 31 December 2021) for FY2022 were paid during FY2023.



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

No forecast or prospect statement was previously made to shareholders.

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

As at 31 December 2023, the Group has an order book of approximately S\$49.6 million. Most of these projects are expected to be substantially completed within the next 2 years.

In Singapore, it is anticipated that tenders of larger scale public tenders relating to membrane processes and Mechanical, Electrical, Instrument, Control and Automation works for water reclamation plants and other water works will be undertaken by PUB. The Group will participate in such tender exercises, keeping in mind the competitive environment.

Indonesia remains an important market for the Group given the emphasis and development of its water and wastewater treatment capacity. The recent Bali and Tanah Merah BOOT projects as announced on 24 October 2023 and 22 September 2023 respectively are scheduled to be completed by this year. The Group is exploring and remains hopeful to secure new BOOT projects in the next 12 months.

The Group will therefore continue to operate with care and caution due to the uncertain macroeconomic factors and other geopolitical tensions which may impact its operations.

**14. Annual confirmation of written undertakings to the SGX-ST**

The Board refers to the Company's offer document dated 21 February 2020 ("**Offer Document**") in relation to the Company's initial public offering and listing of its shares on the Catalist board of the SGX-ST on 5 March 2020.

*Unless otherwise defined herein, all capitalised terms used in this section shall bear the same meanings as defined in the Offer Document.*

Article 12 of Law Number 25 of 2007 on Investment of Indonesia ("**Indonesian Investment Law**") imposes certain foreign ownership restrictions on the Group's Indonesian entities, PT Memiontec Indonesia ("**PTMI**") and PT Memindo Pratama ("**PTMP**"). Please refer to the section entitled "General Information on our Group – Foreign ownership restrictions on PTMI" and "General Information on our Group – Foreign ownership restrictions on PTMP" of the Offer Document for further information.

Pursuant to the Combination Agreements, the Group consolidates the results of PTMP and PTMI based on its 98.0% and 99.4% effective interests in PTMP and PTMI, respectively. Although the Group does not own any of the equity shares of PTMP, the Group assessed that it has established control over PTMP on the basis that the Group has the power to direct the relevant activities of PTMP by appointment of key management personnel of PTMP, has rights to variable returns from its involvement with PTMP through loan extended to PTMP and has the ability to affect those returns through its power over PTMP.

For FY2023, the Board has performed an internal assessment and confirmed that there is no change in the prevailing Indonesian laws and regulations (the "**Relevant Laws**") which would affect the Group's basis of consolidation of the accounts of its Indonesian subsidiaries, PTMI and PTMP at the Group level. Accordingly, the Group continues to consolidate the results of PTMP and PTMI as part of the Group's results as a 98.0% subsidiary and 99.4% subsidiary respectively, from an accounting perspective, as at 31 December 2023.

Where there are changes to the Relevant Laws, the Company will obtain a legal opinion from an established law firm and assess whether such changes would affect the basis of consolidation of the accounts of PTMP and PTMI at the Group level. Any material impact to the Group's business and

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operations arising from the changes in the Relevant Laws will be announced. Where such changes to the Relevant Laws would result in the Combination Agreements being invalid, the Company will announce the changes in the Relevant Laws, the implications and the proposed actions to be taken by the Company, in a timely manner.

**15. Dividend information**

**(a) Current Financial Period Reported on**

**Any dividend recommended for the current financial period reported on?**

Name of dividend	Final
Dividend type	Cash
Dividend amount per ordinary share	0.196 Singapore cents
Tax rate	Tax exempt one-tier

The proposed final dividend is subject to approval by shareholders of the Company at the forthcoming Annual General Meeting of the Company to be announced at a later date.

**(b) Corresponding Period of the Immediately Preceding Financial Year**

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

Name of dividend	Final
Dividend type	Cash
Dividend amount per ordinary share	0.118 Singapore cents
Tax rate	Tax exempt one-tier

**(c) Date Payable**

Subject to approval by shareholders of the Company at the forthcoming Annual General Meeting of the Company to be announced at a later date.

**(d) Date on which Registrable Transfers received by the company will be registered before entitlements to the dividend are determined**

Subject to approval by shareholders of the Company at the forthcoming Annual General Meeting of the Company to be announced at a later date.

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

Not applicable.

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**(f) Total Annual Dividends**

Total distribution proposed in respect of FY2023 will be 0.196 Singapore cents in cash per share (FY2022: 0.118 Singapore cents in cash per share).

	<b>Group</b>	
	<b>FY2023</b>	<b>FY2022</b>
	<b>S\$'000</b>	<b>S\$'000</b>
Final cash dividends (ordinary)	1,295*	780*

\* Computed based on share capital of 660,771,000 ordinary shares (after the Share Split) as at the end of the respective financial years.

**16. Disclosure of acquisitions (including incorporations) and realisations of shares since the end of the previous reporting period pursuant to Rule 706A of the Catalist Rules**

The Group does not have any acquisitions (including incorporations) and realisations of shares since the end of the previous reporting period, up to 31 December 2023.

Subsequent to the reporting period, the Company had, on 5 January 2024, incorporated a wholly-owned subsidiary, MIT Investment Pte. Ltd. in Singapore. For more information, please refer to the Company's announcement dated 8 January 2024.

**17. Confirmation that the issuer has procured undertaking from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1) of the Catalist Rules**

The Company confirms that all the required undertakings under Rule 720(1) of the Catalist Rules have been obtained from all its directors and executive officers in the format set out in Appendix 7H of the Catalist Rules.

**On behalf of the Board of Directors**

Tay Kiat Seng  
Executive Director and Chief Executive Officer

29 February 2024