

Company Registration No. 200609894C

Pacific Radiance Ltd. and its Subsidiaries

Condensed interim financial statements

For the twelve months ended 31 December 2024 (2H 2024) (12M 2024)

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Condensed interim consolidated statement of profit or loss and other comprehensive income

Group							
	Note	2H 2024 US\$'000	2H 2023 US\$'000	Increase/ (Decrease) %	12M 2024 US\$'000	12M 2023 US\$'000	Increase/ (Decrease) %
Revenue	5	24,787	15,121	64	43,842	31,405	40
Cost of sales		(16,821)	(7,771)	NM	(29,533)	(18,865)	57
Gross profit		7,966	7,350	(8)	14,309	12,540	14
Other operating income		6,939	11,990	(42)	24,045	16,833	43
General and administrative expenses		(7,063)	(6,962)	1	(13,579)	(12,444)	9
Other operating expenses		(616)	(80)	NM	(1,407)	(793)	77
		(148)					
Finance costs			(494)	(70)	(413)	(995)	(58)
Share of results of associates and joint ventures		1,053	156	NM	1,207	325	NM
Profit before taxation	6	8,131	11,960	(32)	24,162	15,466	56
Taxation	7	1,342	(908)	NM	1,693	(950)	NM
Profit for the period/year		9,473	11,052	(14)	25,855	14,516	78
<u>Items that may be reclassified subsequently to profit or loss:</u>							
Foreign currency translation		(188)	(786)	(76)	(725)	(542)	34
Other comprehensive income for the period/year, net of tax		(188)	(786)	(76)	(725)	(542)	34
Total comprehensive income for the period/year		9,285	10,266	(10)	25,130	13,974	80
Profit/(loss) for the period/year attributable to:							
Equity holders of the Company		9,477	11,025	(14)	25,853	14,524	78
Non-controlling interests		(4)	27	NM	2	(8)	NM
		9,473	11,052	(14)	25,855	14,516	78
Total comprehensive income for the period/year attributable to:							
Equity holders of the Company		9,289	10,239	(9)	25,128	13,982	80
Non-controlling interests		(4)	27	NM	2	(8)	NM
		9,285	10,266	(10)	25,130	13,974	80
Earnings per share attributable to equity holders of the Company							
Basic (US cents per share)		0.7	2.4		1.8	3.2	
Diluted (US cents per share)		0.6	2.2		1.7	2.9	
NM: Not Meaningful							

Condensed interim statements of financial position

	Note	Group		Company	
		31 December 2024 US\$'000	31 December 2023 US\$'000	31 December 2024 US\$'000	31 December 2023 US\$'000
ASSETS					
Non-current assets					
Property, plant and equipment	12	59,750	46,219	–	–
Investment in subsidiaries		–	–	7,539	100
Investment in associates		6,347	–	–	–
Investment in joint ventures		1,997	1,612	–	–
Club memberships		140	140	–	–
Amounts due from related companies		408	408	–	–
		68,642	48,379	7,539	100
Current assets					
Inventories		215	117	–	–
Trade receivables	9	8,377	6,714	–	–
Other receivables		8,509	8,799	31	59
Amounts due from related companies	10	12,182	17,395	32,180	24,258
Investment securities		–	45	–	–
Dividends receivable		–	–	3,800	–
Cash and bank balances		17,834	26,676	1,459	3,030
		47,117	59,746	37,470	27,347
Total assets		115,759	108,125	45,009	27,447
EQUITY AND LIABILITIES					
Current liabilities					
Trade payables		7,241	3,074	–	–
Other liabilities		16,867	14,390	388	118
Bank loans	13	–	2,021	–	–
Amounts due to related companies		1,450	5,306	7	316
Provision for taxation		276	2,007	–	36
Lease liabilities		421	1,046	–	–
		26,255	27,844	395	470
Net current assets		20,862	31,902	37,075	26,877

Condensed interim statements of financial position

	Note	Group		Company	
		31 December 2024	31 December 2023	31 December 2024	31 December 2023
		US\$'000	US\$'000	US\$'000	US\$'000
Non-current liabilities					
Other liabilities		–	3,817	–	–
Provisions		253	256	–	–
Bank loans	13	–	28,298	–	–
Deferred tax liabilities		2,345	2,474	–	–
Lease liabilities		6,591	6,920	–	–
Derivative warrant liabilities	16	515	68	515	68
Perpetual securities	17	–	744	–	744
		9,704	42,577	515	812
Total liabilities		35,959	70,421	910	1,282
Net assets		79,800	37,704	44,099	26,165
Equity attributable to equity holders of the Company					
Share capital	14	205,844	188,878	205,844	188,878
Treasury shares	14	(2,135)	(2,135)	(2,135)	(2,135)
Accumulated losses		(117,439)	(143,292)	(159,547)	(160,515)
Other reserves		(6,307)	(5,582)	(63)	(63)
		79,963	37,869	44,099	26,165
Non-controlling interests		(163)	(165)	–	–
Total equity		79,800	37,704	44,099	26,165

Condensed interim statements of changes in equity

	Note	Share capital US\$'000	Treasury shares US\$'000	Accumulated losses US\$'000	Total other reserves US\$'000	Foreign currency translation reserve US\$'000	Capital reserve US\$'000	Total US\$'000	Non-controlling interests US\$'000	Total equity US\$'000
The Group										
Balance at 1 January 2024		188,878	(2,135)	(143,292)	(5,582)	(2,340)	(3,242)	37,869	(165)	37,704
Profit for the year		-	-	25,853	-	-	-	25,853	2	25,855
<u>Other comprehensive income</u>										
- Foreign currency translation		-	-	-	(725)	(725)	-	(725)	-	(725)
Total comprehensive income for the year		-	-	25,853	(725)	(725)	-	25,128	2	25,130
Issue of share capital	14(i)	16,966	-	-	-	-	-	16,966	-	16,966
Balance at 31 December 2024		205,844	(2,135)	(117,439)	(6,307)	(3,065)	(3,242)	79,963	(163)	79,800
Balance at 1 January 2023		188,878	(2,135)	(154,473)	(8,442)	(1,798)	(6,644)	23,828	(98)	23,730
Profit for the year		-	-	14,524	-	-	-	14,524	(8)	14,516
<u>Other comprehensive income</u>										
- Foreign currency translation		-	-	-	(542)	(542)	-	(542)	-	(542)
Total comprehensive income for the year		-	-	14,524	(542)	(542)	-	13,982	(8)	13,974
Transfers within equity		-	-	(3,343)	3,402	-	3,402	59	(59)	-
Balance at 31 December 2023		188,878	(2,135)	(143,292)	(5,582)	(2,340)	(3,242)	37,869	(165)	37,704

Condensed interim statements of changes in equity

	Note	Share capital	Treasury shares	Accumulated losses	Total other reserves	Capital reserve	Total
		US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
<u>The Company</u>							
Balance at 1 January 2024		188,878	(2,135)	(160,515)	(63)	(63)	26,165
Profit for the year		–	–	968	–	–	968
Total comprehensive income for the year		–	–	968	–	–	968
Issue of share capital	14(i)	16,966	–	–	–	–	16,966
Balance at 31 December 2024		205,844	(2,135)	(159,547)	(63)	(63)	44,099
Balance at 1 January 2023		188,878	(2,135)	(166,081)	(63)	(63)	20,599
Profit for the year		–	–	5,566	–	–	5,566
Total comprehensive income for the year		–	–	5,566	–	–	5,566
Balance at 31 December 2023		188,878	(2,135)	(160,515)	(63)	(63)	26,165

Condensed interim consolidated statement of cash flows

	Note	12M 2024 US\$'000	12M 2023 US\$'000
Cash flows from operating activities:			
Profit before taxation		24,162	15,466
Adjustments for:			
Depreciation of property, plant and equipment	6	4,703	3,241
Finance costs		413	995
Interest income		(174)	(288)
Share of results of associates and joint ventures		(1,207)	(325)
Gain on recognition of deferred gain on sale of vessels	6	(4,282)	–
Impairment/(Write-back) of doubtful receivables, net	9	71	(7,132)
Write-back of amounts due from related companies	10	(608)	(1,887)
Gain on trade payables no longer payable	6	(100)	–
Impairment/(Write-back) of property, plant and equipment	6	481	(3,504)
Loss on sale of property, plant and equipment		4	–
Write-back of investment in associates	6	(5,510)	–
Loss on disposal of property, plant and equipment		–	83
Gain on debt forgiveness of bank loans	6	(10,800)	–
Gain on debt forgiveness of amounts due to related companies	6	(1,835)	–
Gain on sale of held for trading investment securities		(18)	–
Net fair value gain on held for trading investment securities		–	(22)
Net fair value loss/(gain) on derivative warrant liabilities	6	468	(116)
Exchange differences		581	416
Operating cash flows before changes in working capital		6,349	6,927
(Increase)/Decrease in trade and other receivables		(1,445)	14,989
Decrease/(Increase) in amounts due from/to related companies, net		3,801	(3,103)
(Increase)/Decrease in inventories		(98)	43
Increase/(Decrease) in trade payables and other liabilities		6,559	(9,876)
Cash generated from operations		15,166	8,980
Taxes paid		(171)	(83)
Interest paid		(413)	(293)
Interest received		174	317
Net cash flows generated from operating activities		14,756	8,921

Condensed interim consolidated statement of cash flows

	Note	12M 2024 US\$'000	12M 2023 US\$'000
Cash flows from investing activities:			
Purchase of property, plant and equipment		(19,766)	(4,830)
Investment in joint venture		(14)	–
Proceeds from sale of held for trading investment securities		63	–
Net cash flows used in from investing activities		(19,717)	(4,830)
Cash flows from financing activities:			
Payment of principal portion of lease liabilities		(394)	(383)
Repayment of bank loans		(19,519)	–
Proceeds from issuance of new shares	14(i)	16,966	–
Redemption of perpetual securities	17	(744)	(748)
Restricted cash and bank balance		–	(2,021)
Net cash flows used in from financing activities		(3,691)	(3,152)
Net (decrease)/increase in cash and bank balances		(8,652)	939
Effect of exchange rate changes on cash and bank balances		(190)	109
Cash and bank balances at beginning of the year		26,676	23,607
Cash and bank balances at end of the year		17,834	24,655
Breakdown of cash and bank balances at end of the year:			
Cash and bank balances as per balance sheet		17,834	26,676
Restricted cash and bank balance		–	(2,021)
		17,834	24,655

Notes to the condensed interim consolidated financial statements

1. Corporate information

Pacific Radiance Ltd. (the "Company") is a limited liability company incorporated and domiciled in Singapore and is listed on the Singapore Exchange Securities Trading Limited ("SGX-ST"). These condensed interim consolidated financial statements for the twelve months ended 31 December 2024 comprise the Company and its subsidiaries (collectively, the "Group"). The principal activity of the Company is investment holding.

The principal activities of the Group are:

- (a) owning, managing, chartering and operating of offshore support vessels and dive support vessels; and
- (b) ship repair.

2. Basis of preparation

The condensed interim consolidated financial statements for the twelve months ended 31 December 2024 have been prepared in accordance with SFRS(I) 1-34 Interim Financial Reporting issued by the Accounting Standards Council Singapore. The condensed interim 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 the understanding of the changes in the Group's financial position and performance of the Group since the last annual financial statements for the year ended 31 December 2024.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s, except for the adoption of new and amended standards as set out in Note 2.1.

The financial statements are presented in United States Dollars (US\$) which is the Company's functional currency and all values in the tables are rounded to the nearest thousand (US\$'000), except when otherwise indicated.

2.1 New and amended standards adopted by the Group

A number of amendments to SFRS(I)s have become applicable for the current reporting year. The Group did not have to change its accounting policies or make retrospective adjustments as a result of adopting those amendments.

2.2 Use of judgements and estimates

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. Uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future periods.

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 consolidated financial statements as at and for the year ended 31 December 2024.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

3. Seasonal operations

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

4. Segment Information

For management purposes, the Group's operation is organised into two main operating business divisions based on their services and products:

- (a) the ship management business is engaged in managing, chartering and operating of offshore support vessels; and
- (b) the shipyard business is engaged in ship repair activities.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit from operations. Income taxes are managed on a group basis and are not allocated to operating segments.

	Ship Management US\$'000	Shipyard US\$'000	Total US\$'000
2H 2024			
Revenue:			
Sales	15,481	9,330	24,811
Inter-segment sales (Note A)	(24)	–	(24)
Sales to external customers	15,457	9,330	24,787
Results:			
Interest income	113	2	115
Finance costs	(1)	(147)	(148)
Depreciation and amortisation	(1,150)	(1,400)	(2,550)
Share of results of associates and joint ventures	1,053	–	1,053
Write-back of amounts due from related companies	(399)	(208)	(607)
Segment profit before taxation	7,032	1,099	8,131
2H 2023			
Revenue:			
Sales	8,822	6,302	15,124
Inter-segment sales (Note A)	(3)	–	(3)
Sales to external customers	8,819	6,302	15,121
Results:			
Interest income	142	–	142
Finance costs	(20)	(474)	(494)
Depreciation and amortisation	(360)	(1,365)	(1,725)
Share of results of joint ventures	156	–	156
Write-back of amounts due from related companies	2,992	–	2,992
Segment profit before taxation	11,655	305	11,960

4 Segment Information (cont'd)

	Ship Management US\$'000	Shipyard US\$'000	Total US\$'000
12M 2024			
Revenue:			
Sales	25,321	18,546	43,867
Inter-segment sales (Note A)	(25)	–	(25)
Sales to external customers	25,296	18,546	43,842
Results:			
Interest income	172	2	174
Finance costs	(21)	(392)	(413)
Depreciation and amortisation	(1,933)	(2,770)	(4,703)
Share of results of associates and joint ventures	1,207	–	1,207
Write-back of amounts due from related companies	(400)	(208)	(608)
Impairment of property, plant and equipment	(481)	–	(481)
Segment profit before taxation	11,406	12,756	24,162
	Ship Management US\$'000	Shipyard US\$'000	Total US\$'000
As at 31 December 2024			
Segment assets:			
Investment in associates	6,347	–	6,347
Investment in joint ventures	1,997	–	1,997
Additions to non-current assets (Note B)	17,070	2,696	19,766
Segment assets	70,412	45,347	115,759
Segment liabilities	6,458	29,501	35,959

4 Segment Information (cont'd)

	Ship Management US\$'000	Shipyards US\$'000	Total US\$'000
12M 2023			
Revenue:			
Sales	17,541	13,883	31,424
Inter-segment sales (Note A)	(19)	–	(19)
Sales to external customers	17,522	13,883	31,405
Results:			
Interest income	277	11	288
Finance costs	(39)	(956)	(995)
Depreciation and amortisation	(476)	(2,765)	(3,241)
Share of results of joint ventures	325	–	325
Write-back of doubtful receivables, net	7,105	27	7,132
Write-back of amounts due from related companies	2,883	–	2,883
Segment profit before taxation	15,151	315	15,466
	Ship Management US\$'000	Shipyards US\$'000	Total US\$'000
As at 31 December 2023			
Segment assets:			
Investment in joint ventures	1,612	–	1,612
Additions to non-current assets (Note B)	4,750	77	4,827
Segment assets	63,436	44,689	108,125
Segment liabilities	27,099	43,322	70,421

Note A: Inter-segment sales are eliminated on consolidation.

Note B: Additions to non-current assets consist of additions to property, plant and equipment.

5. Disaggregation of revenue

Segments	Ship Management US\$'000	Shipyard US\$'000	Total US\$'000
2H 2024			
Type of services			
Lease revenue	6,438	–	6,438
Other ancillary time charter revenue	4,130	–	4,130
Ship repair income	–	9,295	9,295
Ship management fee income	4,889		4,889
Others	–	35	35
	15,457	9,330	24,787
Timing of transfer of services			
At a point in time	–	9,330	9,330
Over time	15,457	–	15,457
	15,457	9,330	24,787
2H 2023			
Type of services			
Lease revenue	4,046	–	4,046
Other ancillary time charter revenue	1,913	–	1,913
Ship repair income	–	6,280	6,280
Ship management fee income	2,858	–	2,858
Others	–	24	24
	8,817	6,304	15,121
Timing of transfer of services			
At a point in time	–	6,304	6,304
Over time	8,817	–	8,817
	8,817	6,304	15,121

5. Disaggregation of revenue (cont'd)

Segments	Ship Management US\$'000	Shipyard US\$'000	Total US\$'000
12M 2024			
Type of services			
Lease revenue	9,923	–	9,923
Other ancillary time charter revenue	7,267	–	7,267
Ship repair income	–	18,471	18,471
Ship management fee income	8,106	–	8,106
Others	–	75	75
	<hr/> 25,296	<hr/> 18,546	<hr/> 43,842
Timing of transfer of services			
At a point in time	–	18,546	18,546
Over time	25,296	–	25,296
	<hr/> 25,296	<hr/> 18,546	<hr/> 43,842
12M 2023			
Type of services			
Lease revenue	6,092	–	6,092
Other ancillary time charter revenue	5,258	–	5,258
Ship repair income	–	13,852	13,852
Ship management fee income	6,172	–	6,172
Others	–	31	31
	<hr/> 17,522	<hr/> 13,883	<hr/> 31,405
Timing of transfer of services			
At a point in time	–	13,883	13,885
Over time	17,522	–	17,520
	<hr/> 17,522	<hr/> 13,883	<hr/> 31,405

5. Disaggregation of revenue (cont'd)

Intercompany revenue

	Ship Management US\$'000	Shipyard US\$'000	Total US\$'000
12M 2024	25	–	25
12M 2023	19	–	19

Geographical information

Revenue is based on the geographical location in which the services are performed.

	Group		Group	
	2H 2024 US\$'000	2H 2023 US\$'000	12M 2024 US\$'000	12M 2023 US\$'000
Asia ⁽¹⁾	1,813	7,297	7,799	11,331
Singapore	18,472	4,838	28,789	16,553
Middle East	4,502	2,986	7,254	3,521
	24,787	15,121	43,842	31,405

⁽¹⁾ Asia includes Brunei, Indonesia and Thailand.

6. Profit before taxation

6.1 Significant items

	Group		Group	
	2H 2024	2H 2023	12M 2024	12M 2023
	US\$'000	US\$'000	US\$'000	US\$'000
Income				
Gain on debt forgiveness of bank loans	–	–	10,800	–
Gain on recognition of deferred gain on sale of vessels	–	–	4,282	–
Gain on amounts due to related companies no longer payable	35	–	1,835	–
Gain on trade payables no longer payable	100	–	100	–
Write-back of investment in associates	5,510	–	5,510	–
Write-back of amounts due from related companies, net	607	3,053	608	2,944
Foreign exchange gains, net	108	1,036	–	628
Interest income	115	142	174	288
Expenses				
Depreciation of property, plant and equipment (included in cost of sales)	2,035	1,129	3,675	2,206
Depreciation of property, plant and equipment (included in general and administrative expenses)	515	596	1,028	1,035
Impairment/(Write-back) of doubtful receivables, net	71	(4,069)	71	(7,132)
Impairment/(Write-back) of property, plant and equipment	–	(3,504)	481	(3,504)
Interest expense on bank loans carried at amortised cost	0	296	89	595
Net fair value loss/(gain) on derivative warrant liabilities	478	(284)	468	(116)
Foreign exchange losses, net	–	–	35	–

6. Profit before taxation (cont'd)

6.2 Related party transactions

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

	Group		Group	
	2H 2024	2H 2023	12M 2024	12M 2023
	US\$'000	US\$'000	US\$'000	US\$'000
<i>Income</i>				
Charter hire income:				
- Joint ventures	5,243	877	6,999	1,412
Ship repair income:				
- Associates	448	499	448	1,363
- Related parties	–	363	–	1,060
Management fee income from:				
- Joint ventures	21	19	42	177
Ship management fee income from:				
- Joint ventures	7	–	7	–
- Related parties	–	189	195	3,383
Interest income from:				
- Joint ventures	69	–	107	–
Reimbursement of expenses from:				
- Joint ventures	124	–	140	–
- Related parties	993	930	993	930
<i>Expense</i>				
Charter hire expense, ship repair, ship management and other cost of sales to:				
- Joint ventures	(177)	759	759	765
- Related parties	–	2,574	–	4,842

7. Taxation

The Group calculates the period 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 consolidated statement of profit or loss are:

	Group			
	2H2024 US\$'000	2H2023 US\$'000	12M2024 US\$'000	12M2023 US\$'000
Current income tax expense	1,343	(601)	1,559	(602)
Deferred tax expense	–	–	129	–
Withholding tax expense	(1)	(307)	5	(348)
	1,342	(908)	1,693	(950)
	1,342	(908)	1,693	(950)

8. Net asset value

	Group		Company	
	As at 31 December 2024	As at 31 December 2023	As at 31 December 2024	As at 31 December 2023
Net asset value (US\$'000)	79,963	37,869	44,099	26,165
Total number of ordinary shares issued ('000)	1,447,993	450,709	1,447,993	450,709
Net asset value per ordinary share (US cents)	5.52	8.40	3.05	5.81

9. Trade receivables

The movement in allowance for expected credit losses of trade receivables computed based on lifetime expected credit losses is as follows:

	Group	
	As at 31 December 2024	As at 31 December 2023
	US\$'000	US\$'000
Movement in allowance accounts:		
At 1 January	1,503	18,440
Charge for the year	79	–
Write-back of allowance	(8)	(7,132)
Written off during the year	(1,137)	(9,805)
At end of financial year	437	1,503

10. Amounts due from related companies

The Group provides for lifetime expected credit losses for trade amounts due from related companies based on a provision matrix similar to allowance for trade receivables. The Group compute expected credit loss for non-trade amounts and loans due from related companies using the probability of default approach.

The movement in allowance accounts is as follows:

	Group		Company	
	As at 31 December 2024	As at 31 December 2023	As at 31 December 2024	As at 31 December 2023
	US\$'000	US\$'000	US\$'000	US\$'000
Movement in allowance accounts:				
At 1 January	90,630	131,104	8,122	9,207
Write-back for the year	(608)	(2,944)	–	(1,085)
ECL adjustment to interest income	1,281	1,057	–	–
Written off during the year	(57,980)	(38,747)	–	–
Exchange differences	(88)	160	–	–
At end of financial year	33,235	90,630	8,122	8,122

11. Fair values of financial instruments

The fair value of a financial instrument is the amount at which the instrument could be exchanged or settled between knowledgeable and willing parties in an arm's length transaction, other than in a forced or liquidation sale.

(i) Fair value hierarchy

The Group categorises fair value measurements using a fair value hierarchy that is dependent on the valuation inputs used as follows:

- Level 1 – Quoted prices (unadjusted) in active market for identical assets or liabilities that the Group can access at the measurement date,
- Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, and
- Level 3 – Unobservable inputs for the asset or liability.

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

(ii) Fair value of financial instruments that are carried at fair value

The following table shows an analysis of each class of assets and liabilities measured at fair value at the end of the reporting period:

31 December 2024				
US\$'000				
Fair value measurements at the end of the reporting period using				
	Level 1	Level 2	Level 3	Total
Group				
<i>Assets measured at fair value</i>				
Financial assets:				
<u>Equity securities at fair value through profit or loss</u>				
Quoted equity securities	–	–	–	–
<u>Equity securities at FVOCI</u>				
Unquoted equity securities	–	–	–	–
Financial assets as at 31 December 2024	–	–	–	–
Group and Company				
<i>Liabilities measured at fair value</i>				
Financial liabilities:				
<u>Derivative financial liabilities</u>				
Warrant liabilities (quoted)	515	–	–	515

11. Fair values of financial instruments (cont'd)

(ii) *Fair value of financial instruments that are carried at fair value*

The following table shows an analysis of each class of assets and liabilities measured at fair value at the end of the reporting period:

	31 December 2023			
	US\$'000			
	Fair value measurements at the end of the reporting period using			
	Level 1	Level 2	Level 3	Total
Group				
<i>Assets measured at fair value</i>				
Financial assets:				
<u>Equity securities at fair value through profit or loss</u>				
Quoted equity securities	45	–	–	45
<u>Equity securities at FVOCI</u>				
Unquoted equity securities	–	–	–	–
<hr/>				
Financial assets as at 31 December 2023	45	–	–	45
<hr/>				
Group and Company				
<i>Liabilities measured at fair value</i>				
Financial liabilities:				
<u>Derivative financial liabilities</u>				
Warrant liabilities (quoted)	68	–	–	68

11. Fair values of financial instruments (cont'd)

(iii) *Financial instruments whose carrying amounts are reasonable approximation of fair value*

- (a) Trade and other receivables, trade payables and other liabilities, amounts due from/(to) related companies, cash and bank balances and cash pledged.

The carrying amounts of these balances approximate fair values due to their short-term nature.

- (b) Bank loans at floating rate, amounts due from related companies and lease liabilities.

The carrying value of the bank loans approximate fair value as these balances are of variable interest rate with re-pricing features.

The carrying value of lease liabilities and amounts due from related companies approximate fair value as the current lending rates for similar types of lending arrangements are not materially different from the rates obtained by the Group.

Financial instruments by category

Set below is a comparison by category of the carrying amount of all the Group and Company's financial instruments that were carried in the financial statements.

	Financial assets at amortised cost US\$'000	Financial assets at fair value through profit or loss US\$'000
Group		
31 December 2024		
Assets		
Trade receivables	8,377	–
Other receivables	7,777	–
Amounts due from related companies	12,590	–
Cash and bank balances	17,834	–
	46,578	–
	46,578	–
31 December 2023		
Assets		
Trade receivables	6,714	–
Other receivables	8,325	–
Amounts due from related companies	17,803	–
Investment securities	–	45
Cash and bank balances	26,676	–
	59,518	45
	59,518	45

11. Fair values of financial instruments (cont'd)

(iii) *Financial instruments whose carrying amounts are reasonable approximation of fair value (cont'd)*

Financial instruments by category (cont'd)

	Financial liabilities at amortised cost	Financial liabilities at fair value through profit or loss
	US\$'000	US\$'000
Group		
31 December 2024		
<i>Liabilities</i>		
Trade payables	7,241	–
Other liabilities	13,453	–
Amounts due to related companies	1,450	–
Derivative warrant liabilities	–	515
Lease liabilities	7,012	–
	29,156	515
	29,156	515
31 December 2023		
<i>Liabilities</i>		
Trade payables	3,074	–
Other liabilities	10,286	–
Amounts due to related companies	5,306	–
Bank loans	30,319	–
Derivative warrant liabilities	–	68
Perpetual securities	744	–
Lease liabilities	7,966	–
	57,695	68
	57,695	68

11. Fair values of financial instruments (cont'd)

(iii) *Financial instruments whose carrying amounts are reasonable approximation of fair value (cont'd)*

Financial instruments by category (cont'd)

Company	Financial assets at amortised cost US\$'000	Financial liabilities at fair value through profit or loss US\$'000
31 December 2024		
Assets		
Amounts due from related companies	32,180	–
Cash and bank balances	1,459	–
	33,639	–
31 December 2023		
Assets		
Amounts due from related companies	24,258	–
Cash and bank balances	3,030	–
	27,288	–

Company	Financial assets at amortised cost US\$'000	Financial liabilities at fair value through profit or loss US\$'000
31 December 2024		
Liabilities		
Other liabilities	388	–
Amounts due to related companies	7	–
Derivative warrant liabilities	–	515
	395	515
31 December 2023		
Liabilities		
Other liabilities	118	–
Amounts due to related companies	316	–
Derivative warrant liabilities	–	68
Perpetual securities	744	–
	1,178	68

12. Property, plant and equipment

During the financial year ended 31 December 2024, acquisition of property, plant and equipment amounted to US\$19.8 million. There was an impairment loss made for a vessel of US\$480,942 during the year.

The Group assesses the impairment of its property, plant and equipment whenever events or changes in circumstances indicate that the carrying value exceeds its recoverable amount, which is the higher of its fair value less costs to dispose and its value in use.

For the purposes of impairment assessment of property, plant and equipment, the fair value less costs to dispose is determined mainly based on valuation reports issued by independent professional valuers.

As at 31 December 2024, the Group has considered both external and internal sources of information and assessed that there is no indication that its vessels, property and buildings may be impaired.

13. Bank loans

	Group			
	Secured		Unsecured	
	As at 31 December 2024 US\$'000	As at 31 December 2023 US\$'000	As at 31 December 2024 US\$'000	As at 31 December 2023 US\$'000
Amount repayable within one year or on demand	–	2,021	–	–
Amount repayable after one year	–	28,298	–	–

Bank loans relate to the property loan which is denominated in Singapore Dollars and secured by property and building and certain equipment (the “Property”) (the “Property Loan”). The liability under the Property Loan is dependent on the value of the Property. The lender has the option to sell the Property directly or through the purchase of CrestSA Marine & Offshore Pte. Ltd. (“CMO” or the “Borrower”), a subsidiary of the Company, (by first acquiring the whole issued and paid-up capital of the borrower for a purchase consideration of US\$1.00) and apply the net sale proceeds towards settlement of all outstanding amounts under the Property Loan, if the net sale proceeds is insufficient to fully repay the Property Loan, all unpaid sum shall be deemed written off and discharged in full by the lender.

On 14 March 2024, the Company announced that CMO has fully settled its outstanding bank loans of US\$30.3 million (as at 31 December 2023). CMO has repaid US\$20.2 million of the Property Loan, the remaining balance of US\$10.8 million of the Property Loan has been written off to the statement of comprehensive income as gain on debt waiver, thereby discharging in full the Property Loan and all securities in relation to the Property Loan including the corporate guarantee provided by the Company.

14. Share capital and treasury shares

(i) Share capital

	Group and Company			
	31 December 2024		31 December 2023	
	No. of shares '000	US\$'000	No. of shares '000	US\$'000
<i>Issued and fully paid ordinary shares:</i>				
Balance at the beginning of the year	451,742	188,878	451,742	188,878
Issue of shares	997,284	16,966	–	–
	<hr/>			
Balance at the end of the year	1,449,026	205,844	451,742	188,878

The Company's subsidiaries do not hold any shares in the Company as at 31 December 2024 and 31 December 2023.

(ii) Treasury shares

	Group and Company			
	31 December 2024		31 December 2023	
	No. of shares '000	US\$'000	No. of shares '000	US\$'000
Balance at the beginning and end of the year	(1,033)	(2,135)	(1,033)	(2,135)

The Company did not acquire any treasury shares during the financial year.

The Company's total issued shares excluding treasury shares as at 31 December 2024 and 31 December 2023 is 1,447,992,902 and 450,709,457 respectively.

15. Dividends

The directors have proposed a final dividend for the financial year 2024 of 0.05 SGD cents per share amounting to approximately US\$530,000. The financial statements do not reflect the proposed final dividend which will be accounted for in shareholders' equity as an appropriation of retained earnings in the financial year ended 31 December 2025.

16. Derivative warrant liabilities

	Group and Company				Exercise price S\$ per warrant share
	31 December 2024		31 December 2023		
	No. of warrants '000	US\$'000	No. of warrants '000	US\$'000	
Balance at the beginning of the year	45,488	68	45,488	184	
Shareholder Warrants issued - quoted	11,021	15	–	–	0.025
Fair value adjustment on shareholder warrants	–	453	–	(116)	
Management Warrants issued – unquoted	11,307	–	–	–	0.045
Exchange differences	–	(21)	–	–	
Balance at the end of the year	67,816	515	45,488	68	

Both the Shareholder Warrants and Management Warrants (collectively the “Warrants”) may only be exercised on the date falling on the third anniversary of the issuance of the Warrants or earlier, if all Perpetual Securities have been redeemed by the Company. The Warrants will expire in five years from the date of issuance of the Warrants. On 6 February 2024, the Company announced that pursuant to the Shareholder Warrant Adjustments and the Management Warrant Adjustments, the Company has on 5 February 2024 allotted and issued (a) an aggregate of 11,021,494 additional Shareholder Warrants to the holders of Shareholder Warrants and (b) an aggregate of 11,307,111 additional Management Warrants to the holders of Management Warrants. Accordingly, the number of Shareholder Warrants has increased from 22,454,446 Shareholder Warrants to 33,475,940 Shareholder Warrants. The number of Management Warrants has increased from 23,033,431 Management Warrants to 34,340,542 Management Warrants.

Except for the Warrants, there were no convertible securities as at 31 December 2024. As at 31 December 2024, the number of shares that may be issued on exercise of warrants were 67,816,480 (31 December 2023: 45,487,877).

The outstanding Warrants are recognised as a warrant liability on the balance sheet. and are measured at fair value at their inception date and subsequently re-measured at each reporting period with changes being recorded in the statement of profit or loss.

Shareholder Warrant liabilities are considered as Level 1 liabilities on the fair value hierarchy, as they are listed. As at 31 December 2024, the fair value of the Shareholder Warrant liabilities is US\$515,000 (31 December 2023: US\$68,000), based on the listed warrant price of S\$0.021 (31 December 2023: S\$0.004).

Management Warrant liabilities are considered as Level 2 liabilities on the fair value hierarchy, as they are unlisted. Based on listed price of listed shareholder warrants and adjustment for the different exercise price, management has determined that the fair value of the unlisted management warrants is US\$ Nil as at 31 December 2024 (31 December 2023: US\$ Nil).

17. Perpetual securities

	Group and Company	
	31 December 2024	31 December 2023
	US\$'000	US\$'000
Balance at the beginning of the year	744	1,492
Redemption during the year	(744)	(748)
Balance at the end of the year	–	744

The Perpetual Securities have no maturity date and have a distribution rate of 2.5% per annum, which is payable annually in arrears. In accordance with the terms of the Perpetual Securities, any distribution is subject to positive EBITDA and minimum cash balances of S\$5 million, any distribution not paid pursuant to the terms of the Perpetual Securities is non-cumulative and will not accrue interest.

The Perpetual Securities may be redeemed at the option of the Company, in whole or in part, at any time on or after the issue date, on giving not less than 30 but not more than 60 days' irrevocable notice to the holder of the Perpetual Securities. In accordance with the terms of the Perpetual Securities, the redemption is subject to positive EBITDA and minimum cash balances of S\$5 million.

Until the Perpetual Securities have been fully redeemed, the Company shall not declare nor pay any dividends or distributions to shareholders.

On 4 September 2023, the Company partially redeemed S\$1 million out of the S\$2 million in principal amount of the Perpetual Securities, based on satisfaction of the terms of positive EBITDA and minimum cash balances of S\$5 million.

On 30 August 2024, the Company fully redeemed the outstanding S\$1 million in principal amount of the Perpetual Securities based on satisfaction of the terms of positive EBITDA and minimum cash balances of S\$5 million.

The Perpetual Securities have been classified as financial liabilities instead of equity, as the Company has certain contractual obligation in relation to the distribution under the terms of the Perpetual Securities and the Company does not have unconditional right to avoid (i) delivering cash or (ii) settling in such a way that it would be a financial liability.

Other information required by Listing Rule Appendix 7.2

This announcement is pursuant to Rule 705(2) of the SGX Listing Manual.

1. Review

The condensed consolidated statement of financial position of the Group as at 31 December 2024 and the condensed consolidated profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the twelve months ended 31 December 2024 and related explanatory notes have not been audited or reviewed.

2. Review of performance of the Group

Comparison of statement of profit or loss and other comprehensive income between 12M 2024 and 12M 2023

Total revenue from operations of US\$43.8 million for 12M 2024 was US\$12.4 million or 40% higher than that in the same period in 2023. The increase was mainly attributable to the increase in ship repair revenue and ship management revenue, which comprised chartering revenue and ship management fees. Ship repair revenue increased 34% to US\$18.5 million due to higher number of ship repair jobs completed. Ship management revenue increased 44% to US\$25.3 million due to higher revenue from chartering and ship management activities. Gross profit from operations increased by approximately US\$1.8 million or 14% to US\$14.3 million in 12M 2024.

Other operating income for 12M 2024 increased to US\$24.0 million, approximately US\$7.2 million or 43% higher than that in the same period in 2023. This was mainly due to gain on debt forgiveness of bank loan, write-back of investment in an associate, and gain on recognition of deferred gain on sale of vessels, which was offset by lower write-back of doubtful receivables, amounts due from related companies and property, plant and equipment.

General and administrative expenses for 12M 2024 was US\$13.6 million, about US\$1.1 million or 9% higher as compared to 12M 2023. It comprised mainly of staff costs, property tax and related expenses, and general corporate expenses.

Other operating expenses for 12M 2024 increased by approximately US\$0.6 million or 77% to US\$1.4 million, mainly due to fair value loss arising from derivative warrant liabilities.

Finance costs for operations for 12M 2024 decreased by approximately US\$0.6 million or 58% to US\$0.4 million due to repayment of bank loans (Note 13).

Share of results of associates and joint ventures for 12M 2024 was related to associate, PT Logindo Samudramakmur Tbk. and joint venture, Mainprize Asia Ventures Pte Ltd.

2. Review of performance of the Group (cont'd)

Comparison of statement of financial position

Non-current assets

The Group's non-current assets amounted to US\$68.7 million as at 31 December 2024 as compared to US\$48.4 million as at 31 December 2023. The change was due to additions of property, plant and equipment, write-back of investment in associates and share of profit from associates and joint ventures for 12M 2024.

Current assets

The Group's current assets decreased by US\$12.6 million to US\$47.1 million as at 31 December 2024 from US\$59.7 million as at 31 December 2023. This was mainly due to the decrease in:

- (i) other receivables by US\$0.2 million;
- (ii) amounts due from related companies by US\$5.2 million; and
- (iii) cash and bank balances by US\$8.8 million.

This was partially offset by the:

- (iv) increase in trade receivables by US\$1.6 million.

Current liabilities

The Group's current liabilities amounted to US\$26.2 million as at 31 December 2024. The decrease of US\$1.6 million in current liabilities from US\$27.8 million as at 31 December 2023 was attributed mainly to the:

- (i) repayment of bank loans of US\$2.0 million;
- (ii) decrease in amounts due to related parties by US\$3.9 million; and
- (iii) reduction in tax provision by US\$1.7 million and lease liabilities by US\$0.6 million.

This was partially offset by the:

- (iv) increase in trade payables of US\$4.2 million and other liabilities of US\$2.4 million.

Non-current liabilities

The Group's non-current liabilities amounted to US\$9.7 million as at 31 December 2024. Non-current liabilities decreased from US\$42.6 million as at 31 December 2023 primarily due to the:

- (i) redemption of perpetual securities of US\$0.8 million;
- (ii) full repayment of property loan of US\$28.3 million; and
- (iii) reduction in other liabilities of US\$3.8 million.

Statement of Cash Flows

For 12M 2024, the Group registered a net cash outflow of US\$8.7 million.

Net cash inflow from operating activities was US\$14.7 million. This was mainly due to net working capital inflow from operating activities before working capital changes of US\$6.3 million and increase in working capital of US\$8.4 million.

Net cash outflow from investing activities was US\$19.7 million due mainly to additions of property, plant and equipment.

Net cash outflow from financing activities was US\$3.7 million due mainly to repayment of bank loans, redemption of perpetual securities and lease payments totalling US\$19.9 million, which was offset by proceeds from issuance of new ordinary shares of US\$17.0 million.

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

Not applicable

4. 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 reporting period and the next 12 months.

The offshore activities in oil and gas and wind market demand stayed resilient for the financial year ended 2024. In addition, the positive outlook for the offshore oil and gas market is expected to persist despite the uncertain geopolitical tensions and macroeconomic pressures due to supply constrained following years of underinvestment during the prolonged downturn.

Parallel to developments in the traditional oil and gas industry, the offshore wind market is gaining momentum fuelled by increased capital commitments in energy transition and a focus on energy security. Consequently, the demand for vessels supporting wind farm construction, installation and maintenance is expected to grow.

Amid the ongoing energy transition and the uncertainties posed by geopolitical and economic factors, the Group will carefully navigate these opportunities, aiming to achieve revenue growth while managing associated risks in these evolving markets.

5. Dividend information

(a) Current Financial Period Reported On

Any dividend declared for the current financial period reported on?

Yes.

Name of Dividend	Final
Dividend type	Cash
Dividend amount per share (in cents)	0.05 SGD cents
Tax rate	Tax exempt (one tier)

(b) Corresponding Period of the Immediately Preceding Financial Year

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

No.

(c) Date payable

The proposed dividend, if approved at the next Annual General Meeting to be held on 28 April 2025, will be paid on 20 May 2025.

(d) Books closure date

The Share Transfer Books and Register of Members of the Company will be closed on 8 May 2025 at 5:00 pm for the preparation of dividend.

6. Interested person transactions

The Group has not obtained a general mandate from shareholders for Interested Party Transactions.

7. In the review of performance, the factors leading to any material change in contributions to turnover and earnings by the business or geographical segments

Refer to part 2 and 4.

8. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year

	2024 US\$	2023 US\$
Final Dividend ¹	530,000	-
Total	530,000	-

Note:

1. 2024 proposed final dividend is estimated based on share capital of 1,447,992,902 ordinary shares at the end of the financial year

9. Confirmation of Directors and Executive Officers' undertakings pursuant to Listing Rule 720(1)

The Company confirms that it has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7.7) pursuant to Rule 720(1) of the SGX Listing Manual.

10. Person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer.

Name	Age	Family relationship with any director and/or substantial shareholder	Current position and duties, and the year the position was held	Details of changes in duties and position held, if any, during the year
Alphonsus Ang	66	Brother-in-law of Mr Pang Yoke Min who is the substantial shareholder and executive chairman of the Company. Uncle of Mr Pang Wei Meng and Mr Pang Wei Kuan who are the executive director and chief executive officer respectively of the Company.	General Manager – Procurement. Appointed in 2007. Responsible for the development of the Group's supply chain management policies as well as the management of procurement activities in alignment with the Group's strategies and business plans.	None.
James Ang	64	Brother-in-law of Mr Pang Yoke Min who is the substantial	Ship Repair Manager.	None.

		shareholder and executive chairman of the Company. Uncle of Mr Pang Wei Meng and Mr Pang Wei Kuan who are the executive director and chief executive officer respectively of the Company.	Appointed in 2011. Responsible for management of the ship repair yard.	
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11. Confirmation by the Board pursuant to SGX Listing Rule 705(5)

The Board hereby confirms to the best of its knowledge that nothing has come to the attention of the Board of Directors of the Company which may render the financial statements for the months ended 31 December 2024 to be false or misleading in any material respect.

On behalf of the Board of Directors

Pang Yoke Min
Executive Chairman

Pang Wei Meng
Executive Director

1 March 2025