SITRA HOLDINGS
(INTERNATIONAL) LIMITED

ADVANCING FORWARD

ANNUAL REPORT 2024

This annual report has been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "SGX-ST") and the SGX-ST assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.

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CORPORATE PROFILE

Sitra Holdings (International) Limited ("**Sitra**" or the "**Company**", together with its subsidiaries, the "**Group**") is an international distributor of high-quality wood-based products and premium lifestyle outdoor furniture. The Group's products can be categorised into two main categories, namely (I) high-value wood-based products such as decks and deckings systems, flooring, a full range of fences, and other DIY products; and (II) premium lifestyle furniture such as outdoor garden furniture, garden accessories and contract furnishings.

Sitra was awarded the Forest Stewardship Council ("FSC") Chain of Custody aimed towards responsible forestry management since 2007. The timber used to manufacture its products can be traced throughout the supply chain from the source of timber to the sale of Sitra's products.

In 2021, Sitra introduced a range of products derived from controlled sources under the Programme for the Endorsement of Forest Certification ("PEFC") to our buyers which demonstrate that the PEFC Due Diligence System has been implemented for our products. This is a further step to provide assurance that forests are managed in line with challenging environmental, social and economic requirements and to broaden our sustainability journey.

The Group serves a network of over 290 corporate customers in 58 countries spanning North America, Europe, Australia/New Zealand and the Asia.

With its lifestyle furniture, Sitra developed its own products and brands and have gained a following amongst customers in Europe.

The Group acquired Mapur Rocky Resort Limited with the intention to diversify the business into resort and holiday homes development. The Group's core businesses now include distribution of wood-based products and property development in Bintan, Indonesia.

Our Brands

Comcia

Under the Comcia brand, we provide a wide variety of high value wood-based products such as decking, flooring, fencing, door and window components and other moulded products. Each category of our wood-based products offer different designs, specifications and dimensions to suit the varying requirements of our customers.

decKING

As our decking products gain in momentum, the "decKING" brand name was developed in 2004, to reflect our vision – that is to be a leader in this growing segment.

Pacific

The "Pacific" range of brands was developed in 2003 as we embarked on a new segment of business outdoor lifestyle furniture. The word, Pacific, signifies peace and the feeling of being at one with nature.

CORPORATE PROFILE

Sustainable Design

We aim to promote a message of sustainability for the future and this will also ensure longevity and sustainability in the supply of hardwood. In addition, the Group has put in place a Responsible Wood Purchasing Programme to ensure that timber is sourced only from forests engaged in responsible forest management.

Forest Stewardship Council ("FSC")

FSC is an international organization that brings people together to find solutions which promote responsible stewardship of the world's forests. FSC is also set out to promote environmentally appropriate, socially beneficial and economically viable management of the world's forests.

Through consultative processes, FSC sets international standards for responsible forest management. It accredits independent third party organisations which can certify forest managers and forest product producers to FSC standards.

Program for the Endorsement of Forest Certification (PEFC) – Controlled Sources

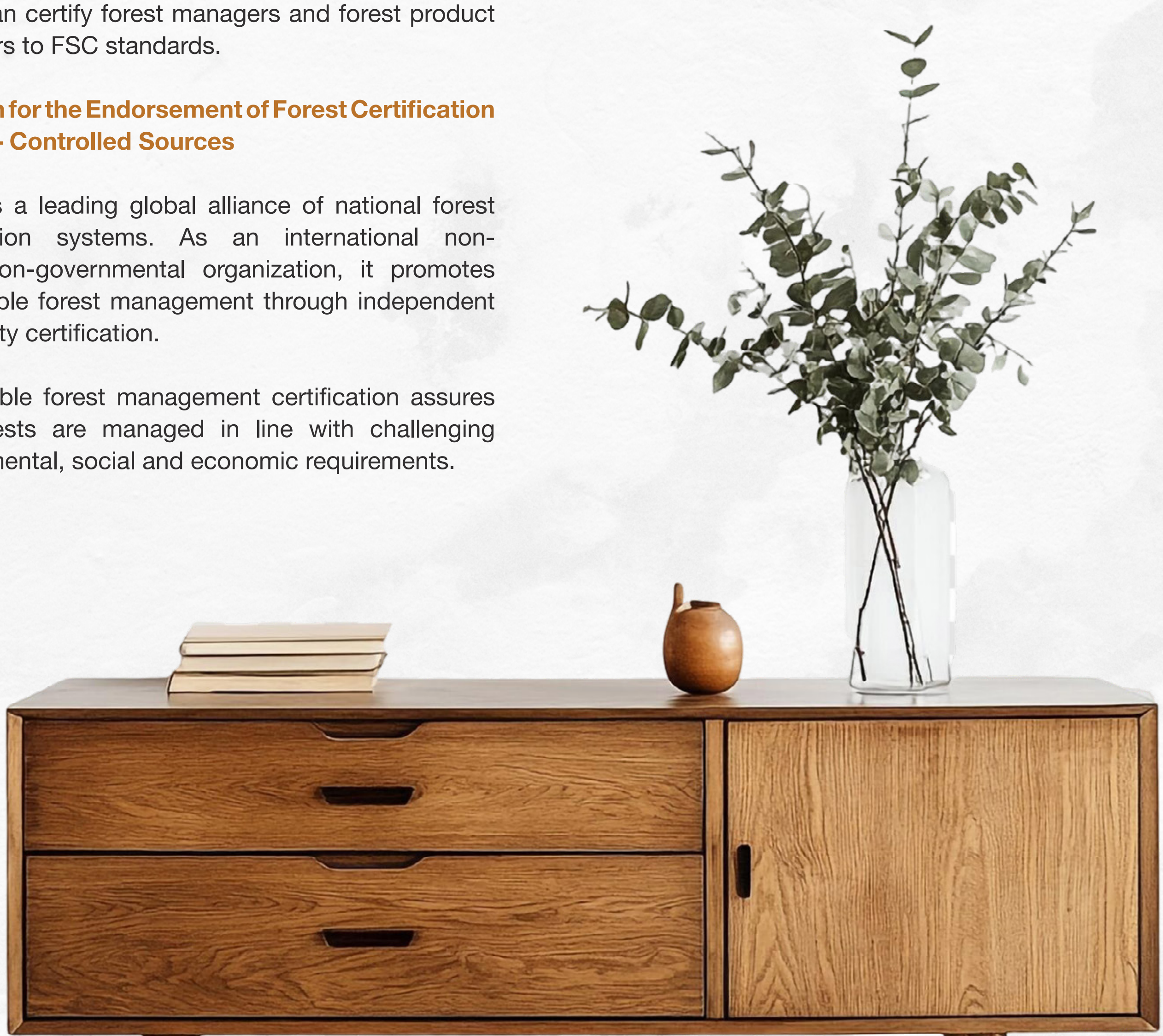
PEFC, is a leading global alliance of national forest certification systems. As an international non-profit, non-governmental organization, it promotes sustainable forest management through independent third-party certification.

Sustainable forest management certification assures that forests are managed in line with challenging environmental, social and economic requirements.

PEFC Controlled sources are wood and wood products that have undergone a rigorous due diligence assessment to ensure that the material does not originate from controversial sources and that it is of legal origin.

The due diligence process includes assessments to ensure compliance with local, national or international legislation applying to forest-related activities, in particular the following:

- Legality of forest operations, harvesting, conservation and biodiversity management
- Management of areas with high environmental and cultural values
- Protection of endangered species
- Health and labour issues relating to forest workers



CHAIRMAN'S STATEMENT

Dear Shareholders,

On behalf of the Board of Directors of Sitra Holdings (International) Limited ("**Sitra**" or the "**Company**", together with its subsidiaries, the "**Group**"), I present the Company's annual report for the financial year ended 31 December 2024 ("**FY2024**").

The Group's FY2024 timber business was impacted by rising material costs and volatile freight rates. Amidst the complex business landscape, the Group demonstrated resilience and tenacity in navigating through the ongoing dynamics and challenges. Reflecting the market conditions, our revenue for FY2024 decreased by 13%, amounting to S$12.7 million, primarily due to lower sales demand in our key geographic markets. Specifically, we recorded top-line decreases of 25% in Europe, offset by an increase of 10% in Australia/ New Zealand. Even though these declines represent a moderation from the sharper contractions recorded in FY2023, suggesting a gradual stabilisation in our core markets, it also underscores the market volatility that the Group continues to grapple with.

In terms of revenue breakdown by product types, the revenue of wood-based products decreased by S$1.9 million or 13% from S$14.2 million in FY2023 to S$12.3 million in FY2024 and revenue of others decreased by S$0.01 million or 5% to S$0.2 million in FY2024. Whereas revenue of outdoor lifestyle furniture saw a significant jump of 128% to S$0.2 million in FY2024. However, despite this significant increase, outdoor lifestyle furniture still accounts for a modest 1.8% of the Group's total revenue.

To address the challenges of weak consumer sentiment, strong market competition as well as high interest rates, the Group has been focusing our efforts on operational efficiency and cost optimisations. The results have been encouraging, with positive results yielded in our operational achievements. While cost of sales declined 14%, in line with the decrease in revenue, our gross profit margin stood at 9.4% in FY2024, up from 8.3% in FY2023. This improvement was primarily driven by a stronger performance from our higher-margin outdoor lifestyle furniture segment as shared above. These results reflect our team's commitment to enhancing our product mix, optimising our cost structure and strengthening strategic supplier negotiations even in difficult market conditions.

Other income increased notably by 126% to S$0.3 million in FY2024, mainly arising from the rental income from leasing the Group's leasehold land, factory, warehouse, and office in Indonesia to an unrelated party starting 1 March 2024. Other gains amounted to S$0.3 million in FY2024 compared to other losses of S$0.1 million in FY2023, of which included the gain on remeasurement of other financial liability of S$0.4 million.

As for our property development business, there was no revenue was generated for FY2024 as the Group had earlier made the prudent decision to delay the commencement of the construction of our development project in Bintan, Indonesia due to market uncertainty and the volatility in interest rates.

As a result of the above, the Group recorded a total loss of S$1.2 million, narrowing from the loss of S$2.2 million in FY2023 and reflecting continued progress in our financial performance.

Looking ahead to FY2025, we anticipate a year of moderating inflation and subdued growth, with the economic environment continuing to pose challenges. The competitive environment in our primary markets of Europe, Australia, and New Zealand remains uncertain. Geopolitical tensions, unpredictable freight rates, and subdued demand will likely continue to negatively influence our revenue across all markets, creating ongoing uncertainties that will inevitably

CHAIRMAN'S STATEMENT

affect our customers' purchasing patterns and our operational strategies. On the property development end, while there are no immediate plans regarding our development project in Bintan, Indonesia, the Group will closely monitor market developments for an opportune timing to kickstart this segment in order to generate a new revenue stream for the Group. We shall remain committed to navigating through challenges, exploring opportunities to diversify our revenue streams and optimising our operations to ensure the Group's long-term sustainability.

I wish to express my deepest gratitude to our Board of Directors, shareholders, customers, and our dedicated team members. Your continued support and confidence, especially during these tough times has been invaluable. While the path to full recovery remains a slow work-in-progress, the improvements in our performance give us cautious optimism that we are moving in the right direction.

Thank you once again for your continued trust in Sitra as we forge ahead toward sustainable growth and greater value.

Yours faithfully,

MR CHEW HUA SENG
Non-Executive Chairman

OPERATIONS REVIEW

Revenue

FY2024 total group revenue stood at S$12.7 million, representing a decrease of 12.4%, from S$14.5 million in FY2023, primarily due to lower sales demand in our two key geographic markets.

By geographical breakdown, revenue contribution from our Australia/New Zealand market increased 10.0% or S$0.5 million compared to FY2023, contributing S$5.7 million. While in the Europe market, our largest key market, contributed S$6.6 million in FY2024, a decline of 25.2% or $2.2 million. Revenue in Asia/Others came in with S$0.4 million compared to S$0.5 million in FY2023, a decrease of 20.0%.

Cost of Sales and Gross Profit Margin

In line with the decrease in revenue, cost of sales fell by 13.5% or S$1.8 million to S$11.5 million in FY2024 from S$13.3 million in FY2023. With an increased contribution from our higher-margin outdoor lifestyle furniture segment as well as through our efforts on strengthening strategic supplier negotiations to achieve favourable procurement costs amidst the challenging market conditions, we managed to bring down the cost of sales as a percentage of revenue from 91.7% in FY2023 to 90.6% in FY2024. This has led to a higher gross profit margin of 9.4% compared to 8.3% in FY2023.

Other Income

Other income increased notably by 125.5% to S$0.3 million in FY2024, mainly arising from the rental income from leasing the Group's leasehold land, factory, warehouse, and office in Indonesia to an unrelated party starting 1 March 2024.

Other Gains

Other gains amounted to S$0.3 million in FY2024 compared to other losses of S$0.1 million in FY2023, of which included the gain on remeasurement of other financial liability of S$0.4 million.

Selling and Marketing Expenses

Selling and marketing expenses decreased by S$0.04 million or 7.1% from S$0.56 million in FY2023 to S$0.52 million in FY2024, mostly due to lower certification fees and advertisement expenses being incurred, as compared to FY2023.

Administrative Expenses

Administrative expenses decreased by S$0.6 million or 21.4% from S$2.8 million in FY2023 to S$2.2 million in FY2024. The decrease is mainly attributable to lower bank charges, depreciation of property, plant and equipment, and employee compensation, as compared to FY2023.

Finance Expenses

Finance expenses decreased by S$0.01 million from S$0.18 million in FY2023 to S$0.19 million in FY2024, mainly due to lower bank overdrafts interest and lease liabilities interest, as compared to FY2023.

BALANCE SHEET

Current Assets

Total current assets decreased by S$0.8 million to S$2.7 million as at 31 December 2024.

Trade and other receivables increased by S$0.1 million, amounting to S$0.8 million as at 31 December 2024. Trade receivables increased by S$0.1 million to S$0.6 million as at 31 December 2024, arising from higher trade receivables from non-related parties for the financial year. Similarly, other receivables increased marginally by S$0.03 million to S$0.2 million as at 31 December 2024 mainly due an increase in advances to suppliers that relate to the advances made to the non-related parties on confirmed purchase orders, as well as the increase in GST/VAT receivables, and offset by a decrease in other receivables from non-related parties.

Inventories decreased by S$0.6 million to S$1.4 million as at 31 December 2024, mainly due to the overall reduction of inventory for the current year.

OPERATIONS REVIEW

Non-Current Assets

Property, plant and equipment ("PPE") decreased by S$3.1 million to S$5.9 million as at 31 December 2024 compared to S$9.0 million as at 31 December 2023. The decrease is mainly due to the reclassification of the Group's leasehold land and buildings of S$3.4 million to investment properties, depreciation of S$0.5 million, currency translation difference of S$0.027 million , and off-set by an increase of revaluation gain of S$0.9 million. During the year, the Group made additional purchases of PPE amounting to S$0.008 million. There were no other significant purchases, disposals, or transfers related to PPE during the financial year apart from the abovementioned.

The PPE of S$5.9 million mainly consists of vacant leasehold land in Bintan, Indonesia, which was acquired in October 2019. The property was valued by a professional independent valuer annually based on the property's highest and best use using the direct market comparison method. For the leasehold land, the sales prices of comparable properties in close proximity are adjusted for differences in key attributes such as property size. The most significant input into this valuation approach was the selling price per square metre.

Current Liabilities

Total current liabilities increased by S$0.405 million to S$1.805 million as at 31 December 2024. Current trade and other payables increased S$0.496 million to S$1.713 million as at 31 December 2024. Trade payables increased by S$0.400 million to S$0.910 million as at 31 December 2024.

Other payables increased S$0.191 million to S$0.403 million as at 31 December 2024, advances from controlling shareholder increased to S$0.076 million and deposit received increased S$0.025 million to S$0.038 million as at 31 December 2024, and advances received from customers dropped to S$0.062 million as at 31 December 2024. There was also a decrease of S$0.073 million in accruals for operating expenses to S$0.224 million as at 31 December 2024.

Current borrowings decreased by S$0.091 million to S$0.092 million as at 31 December 2024 due to a significant decrease in bank overdrafts to S$0.001 million.

Non-Current Liabilities

Non-current liabilities decreased by S$0.087 million to S$2.089 million as at 31 December 2024, largely due to the decrease in other financial liability and borrowings, offset by an increase in deferred tax liabilities.

Non-Controlling Interest

Non-controlling interest decreased by S$0.185 million from S$0.747 million as at 31 December 2023 to S$0.562 million as at 31 December 2024 mainly due to the dividends paid.

Cash Flow

Net cash used in operating activities before working capital changes was S$0.905 million. Net cash generated from working capital was S$0.035 million, mainly arising from:

a) An increase in trade and other receivables of S$0.137 million;
b) Decrease in inventories of S$0.642 million;
c) A decrease in other current assets of S$0.015 million; and
d) An increase in trade and other payables of S$0.420 million.

Net cash generated from operating activities amounted to S$0.027 million for FY2024.

Net cash used in investing activities was S$0.037 million in FY2024, an increase of S$0.034 million, largely stemming from major cash outflows for the payment of PPE of S$0.008 million as well as the payment for investment properties of S$0.040 million.

Net cash used in financing activities was S$0.195 million in FY2024, mainly due to the payment of dividend to non-controlling interest of S$0.179 million and principal payment for lease liabilities of S$0.087 million.

The Group's cash position stood at S$0.236 million as at the financial year ended 31 December 2024 (31 December 2023: S$0.441 million).

BOARD OF DIRECTORS

MR CHEW HUA SENG

Non-Executive Director and Non-Executive Chairman

Date of Appointment as Director: 21 October 2019
Date of last re-election: 28 April 2023
Nature of Appointment: Non-Executive Director
Board Committees served on:
Member of Nominating Committee

Mr Chew Hua Seng ("Mr Chew") is a Non-Executive Director and Non-Executive Chairman of Sitra Holdings (International) Limited.

Mr Chew is the founder, controlling shareholder, Chairman, and CEO of Raffles Education Limited ("RafflesEducation"). Under his astute leadership, RafflesEducation has grown to become a premier private education provider with 17 institutions of learning, including two universities, spread across 10 different countries. Mr Chew founded the RafflesEducation in 1990 and led it to be listed on the Stock Exchange of Singapore in 2002.

Mr Chew is Executive Chairman of Oriental University City Holdings (H.K.) Limited ("OUCHK"), a subsidiary of Raffles Education, which is listed on the Growth Enterprise market of the Stock Exchange of Hong Kong. Mr Chew's role in OUCHK is primarily to oversee overall strategic planning and management of the OUCHK group of companies.

Mr Chew holds a Bachelor's Degree in Business Administration from the University of Singapore (now known as the National University of Singapore) obtained in May 1979 and was awarded the National University of Singapore Business School Eminent Business Alumni Award in November 2010 for his outstanding achievements. Mr Chew was also conferred the Public Service medal in 2010 by the President of Singapore for his contribution to community service.

MR SIM GUAN SENG

Lead Independent Director

Date of Appointment as Director: 1 June 2021
Date of last re-election: 26 April 2024
Nature of Appointment: Independent Non-Executive
Board Committees served on:
Chairman of Audit Committee and a member of Nominating and Remuneration Committees

Mr Sim Guan Seng ("Mr Sim") is the Managing Director of Cohen Assurance PAC which is an accountancy services firm he founded in 2022. Prior to this, he was the Managing Partner of Baker Tilly TFW LLP, a top 10 professional services firm offering audit, tax, advisory, accounting, and corporate secretarial services, from 2010 to 2019. He retired from Baker Tilly TFW LLP in 2022. He also holds directorships in Darco Water Technologies Limited, Megachem Limited, Anglican Preschool Services Limited, and Pro Bono SG.

Mr Sim has a Bachelor of Accountancy (Hons) from the National University of Singapore. He is also a practising member of the Institute of Singapore Chartered Accountants.

BOARD OF DIRECTORS

MR CHAN HOCK KENG

Independent Director

Date of Appointment as Director: 1 July 2021
Date of last re-election: 29 April 2022
Nature of Appointment: Independent Non-Executive
Board Committees served on:
Chairman of Nominating Committee and a member of Audit and Remuneration Committees

Mr Chan Hock Keng ("Mr Chan") was appointed as an Independent Non-Executive Director on 1 July 2021. Mr Chan is a partner of M/s WongPartnership LLP and heads its Commercial & Corporate Disputes Practice. He obtained his law degree from the University of Bristol in 1992 where he graduated top of his class with first class honours and was awarded the Sweet & Maxwell Law Prize. He started his legal career in 1993 in the Supreme Court as a justices' law clerk for the judges of the Court of Appeal and entered private practice in 1994 as a litigation and arbitration lawyer. He also holds a directorship in Jumbo Group Limited.

Mr Chan is Honorary Legal Adviser to the Singapore Medical Association, a panel member of the Inquiry Committee as well as a panel member of the Disciplinary Tribunal appointed by the Chief Justice to hear complaints against lawyers. He is also a Honorary Council Member of the Singapore Chinese Chamber of Commerce & Industry.

BOARD OF DIRECTORS

MR LIM KIAN THONG

Independent Director

Date of Appointment as Director: 2 August 2021
Date of last re-election: 29 April 2022
Nature of Appointment: Independent Non-Executive
Board Committees served on:
Chairman of Remuneration Committee and a Member of Audit and Nominating Committees

Mr Lim Kian Thong ("Mr Lim") is an Independent Non- Executive Director of Sitra Holdings (International) Limited.

Mr Lim is a Senior Management Executive, Management Office of iFAST Corporation Ltd. ("iFAST"), which is listed on the Mainboard of the Singapore Exchange Securities Trading Limited ("SGX-ST"). Mr Lim was Group CFO of iFAST and he has more than 30 years of management, accounting, financial, treasury and investment banking experience gained from working as the top management and board member of various financial institutions and a listed manufacturing company.

Prior to his appointment as Independent Non-Executive Director to our Group in August 2021, he was the Deputy COO of iFast Financial Pte. Ltd. after relinquishing the roles of Chief Financial Officer and Board Executive Director of a company previously listed on the Premium Main Market of the London Stock Exchange. From 2005 to 2019, he held the appointments of CEO and Board Executive Director of two foreign stockbroking companies based in Singapore and was the Director, Equity Capital Markets of a local stockbroking company. In these various management roles, he was responsible for managing the investment banking and stockbroking businesses, with a specialisation in initial public offerings and secondary placements.

Mr Lim has a Bachelor of Accountancy degree from National University of Singapore and a Master of Business Administration (Banking & Finance) degree from Nanyang Business School, Nanyang Technological University, Singapore. He is also a Fellow Chartered Accountant of Singapore and Fellow CPA Australia.

MR STEVEN CHEW CHIEW SIANG

Executive Director

Date of Appointment as Director: 20 September 2006
Date of last re-election: 26 April 2024
Nature of Appointment: Executive Director

Mr Steven Chew Chiew Siang ("Mr Steven Chew") has been with the Group for more than 30 years and has significant experience in international marketing and operations.

Mr Steven Chew is in charge of formulating the Group's marketing strategies for new and existing export markets, new designs, products launch as well as the sourcing, distribution and marketing of our wood base and lifestyle products.

Mr Steven Chew was elected Vice-President of the Singapore Furniture Industries Council ("SFIC") in 2012 and served from 2012 to 2024. He is the Non-Executive Chairman of SFIC Institute Pte Ltd, a wholly owned subsidiary of the SFIC. He also served as Secretary General of the Asean Furniture Industries Council ("AFIC") from 2008 to 2010.

KEY MANAGEMENT

MR GEORGE CHEW AH BA

Director Of Timber Division

Mr George Chew Ah Ba ("Mr George Chew") is the co-founder of our Group. Mr George Chew has been with our Company since its incorporation in 1979. He is responsible for the overall management, strategic planning and business development of our Group's timber division in Singapore and globally. He has more than 40 years of experience in the timber industry and was instrumental to the establishment, development and expansion of our Group's business. Prior to joining our Group, Mr George Chew was a director of Joseph Timbermart Pte Ltd from 1975 to 1979 where he was responsible for its sales and marketing. Mr George Chew has completed two terms (total 4 years) as President of the Catholic Business Network in March 2012.

MADAM LIM SOOK HWA

Vice President Operations (Timber Division)

Madam Lim Sook Hwa ("Madam Lim") was appointed VP- Operations of the timber division in November 2006. She has been with the group for more than 28 years. Madam Lim is in charge of formulating the Group's pricing plans/strategies and suppliers and customers relationship management and oversees various key operational functions including logistics planning and purchasing of our Group's timber division.

MR MOK KAM WAH

Chief Financial Officer

Mr Mok Kam Wah ("Mr Mok") was appointed as Chief Financial Officer on 10 August 2021.

Mr Mok has over 30 years of experience in finance and operations. He previously served at Raffles Iskandar Sdn Bhd ("RISB"), Malaysia. RISB owns and manages Raffles University, a multi-faculty and comprehensive university approved by the Malaysian Ministry of Higher Education. RISB is a joint venture between Raffles Education Corporation Ltd, Singapore, and EduCity Iskandar Sdn Bhd (formerly Education@ Iskandar Sdn Bhd), Malaysia.

During his 23-year tenure at Raffles, he served in multiple positions from Finance Officer of a college to Chief Financial Officer ("CFO") and Vice President, Administration and Admission of a University, as well as Vice President, Malaysia operations of the Raffles Education Limited where he led and drove both the financial as well as operations of a College and a University in Malaysia.

Mr Mok holds a Master of Business Administration from the University of Nottingham, United Kingdom, and is a member of the Malaysian Institute of Accountants (Malaysia). He is also a Fellow of the Association of Chartered Certified Accountants (UK).

CORPORATE INFORMATION

Board of Directors

Mr. Chew Hua Seng *(Non-Executive Chairman)*
Mr. Chew Chiew Siang, Steven *(Executive Director)*
Mr. Sim Guan Seng *(Lead Independent Director)*
Mr. Chan Hock Keng *(Independent Director)*
Mr. Lim Kian Thong *(Independent Director)*

Nominating Committee

Mr. Chan Hock Keng *(Chairman)*
Mr. Chew Hua Seng
Mr. Sim Guan Seng
Mr. Lim Kian Thong

Audit Committee

Mr. Sim Guan Seng *(Chairman)*
Mr. Chan Hock Keng
Mr. Lim Kian Thong

Remuneration Committee

Mr. Lim Kian Thong *(Chairman)*
Mr. Sim Guan Seng
Mr. Chan Hock Keng

Company Secretaries

Joanna Lim Lan Sim, *ACIS*
Chan Lai Yin, *ACIS*

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36 Robinson Road, #10-06
City House, Singapore 068877

Share Registrar

Tricor Barbinder Share Registration Services
80 Robinson Road #11-02
Singapore 068898

Independent Auditors

Moore Stephens LLP
Public Accountants and Chartered Accountants
10 Anson Road
#29-15 International Plaza
Singapore 079903

Partner-in-charge: Neo Keng Jin
Date of appointment: Appointed during the financial year ended 31 December 2021

SUSTAINABILITY REPORT

BOARD STATEMENT

The Board of Directors ("**Board**") of Sitra Holdings (International) Limited ("**Sitra**" or "**Company**") and its subsidiaries (collectively known as the "**Group**" or "**we**"), reaffirm our commitment to sustainability with the publication of this sustainability report ("**Report**"). For this Report, we provide insights into the way we do business, while highlighting our material sustainability factors under the economic, environmental, social and governance pillars (collectively as "**Sustainability Factors**").

We are committed to strike a balance between growth, profit, governance, environment, the development of our people and well-being of our communities to secure the long-term future of the Group. In line with our commitment, the Board, having considered sustainability issues as part of its strategic formulation, determined the material Sustainability Factors and overseen the management and monitoring of the material Sustainability Factors.

This Report communicates our commitment towards supporting the United Nations' Sustainable Development Goals ("**SDGs**"). We work closely with key stakeholders in our value chain and their inputs are considered in driving our material Sustainability Factors towards the SDGs as follows:

SOCIAL

Customers Health and Safety
Customers

Occupational Health and Safety
Employees
Regulators

Employee Retention and Development
Employees

Diversity and Equal Opportunity
Employees

Investment in Communities
Communities

ECONOMIC

Sustainable Business Performance
Customers
Employees
Shareholders

OUR SUSTAINABILITY FRAMEWORK

GOVERNANCE

Corporate Governance
Regulators
Shareholders

ENVIRONMENTAL

Water Conservation
Communities
Regulators
Shareholders

Waste Management
Communities
Regulators
Shareholders

Supply Chain Management and Product Responsibility
Customers
Regulators
Suppliers

Energy Conservation and GHG Emissions Reduction
Communities
Regulators
Shareholders

SUSTAINABILITY REPORT

SUSTAINABILITY PERFORMANCE AT A GLANCE

A summary of our key sustainability performance in financial year ("**FY**") ended 31 December 2024 is as follows:

Sustainability Pillar	Sustainability Metric	Sustainability Performance	
		FY2024	FY2023
Economic	Revenue (S$million)	12.7	14.5
Environmental	Water consumption intensity (cubic metre ("**m³**")/ revenue S$'000)	0.43	1.49[1]
	Percentage of suppliers certified with relevant environmental certifications and criteria[2] (%)	100	100
	Percentage of wood waste recycled (%)	-	100
	Greenhouse gas ("**GHG**") emissions intensity (tonnes CO2e/ revenue S$'000)	0.01	0.03
	Aggregated absolute Scope 1 and 2 GHG emissions (tonnes CO2e)	75	428
Social	Number of workplace fatalities	-	-
	Number of high consequence work-related injuries[3]	-	-
	Number of recordable work-related injuries	-	-
	Number of recordable work-related ill-health[4]	-	-
	Turnover rate (%)	41	-
	Average hours of training per employee	3	8
	Number of incidents of unlawful discrimination against employees[5]	-	-
Governance	Number of incidents of serious offence[6]	-	-
	Number of incidents of non-compliance with any applicable laws and regulations[7] that resulted in significant fines or non-monetary sanctions	-	-

1 Figure has been restated as a correction.

2 Environmental certification and criteria includes: (i) Forest Stewardship Council ("**FSC**") Chain of Custody, an industry leading certification on sustainable forest management; (ii) Certified Sistem Verifikasi Legalitas Kayu ("**SVLK**"), Indonesia's national timber legality assurance system, a guarantee that the timber originates from legal, sustainably managed sources; and (iii) Programmes for the Endorsement for Forest Certification ("**PEFC**"), a leading national forest certification system to ensure that forests are managed responsibly and that wood products are derived from those forests can be traced through the PEFC due diligence system.

3 A high consequence work-related injury refers to an injury from which the worker cannot recover or cannot recover fully to his/her pre-injury health status within six (6) months.

4 A work-related ill health cases refer to a case with negative impacts on health arising from exposure to hazards at work.

5 An unlawful discrimination refers to an incident of discrimination whereby the relevant authority has commenced an investigation which resulted in a penalty to a company.

6 A serious offence is defined as one that involves fraud or dishonesty involving an amount not less than SGD 100,000 and is punishable by imprisonment for a term of not less than two (2) years, which is being or has been committed against a company by officers or employees of the company.

7 An incident of non-compliance excludes incidents involving fraud or dishonesty

SUSTAINABILITY REPORT

OUR CORE BUSINESS

We are principally involved in the manufacturing and distribution of high-quality wood-based products and premium lifestyle outdoor furniture, targeting a network of corporate customers in 58 countries spanning across Europe, Australia, New Zealand and Asia.

An overview of our core business is presented as follows:

Our Suppliers

We procure from suppliers for timber, wood-based products, lifestyle furniture and contract manufacturers.

Our Operations

We are principally in:

- Manufacturing of wood-based and other related products at our production factory in Indonesia; and
- Import and export of wood-based and other related products.

Our Suppliers

We sell primarily to customers based in:

- Australia and New Zealand
- Europe; and
- Asia.

REPORTING SCOPE AND PERIOD

This Report covers the Group, as disclosed in our audited financial statements, for the FY from 1 January 2024 to 31 December 2024 ("**FY2024**" or "**Reporting Period**").

REPORTING FRAMEWORK

This Report is prepared in accordance with Rules 711A and 711B of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"). This Report is also prepared with reference to Global Reporting Initiative ("**GRI**") standards for the Reporting Period. We chose to report using the GRI Standards as it is an internationally recognised reporting framework that covers a comprehensive range of sustainability disclosures. The GRI content index can be found in page 44.

As part of our continual efforts to align our sustainability reporting with relevant market standards, we mapped our sustainability efforts to the 2030 Agenda for Sustainable Development which is adopted by all United Nations Member States in 2015 ("**UN Sustainability Agenda**"). The UN Sustainability Agenda provides a shared blueprint for peace and prosperity for people and the planet, now and into the future. At its heart are the 17 SDGs, which form an urgent call for action by all countries - developed and developing - in a global partnership. We incorporated the SDGs, where appropriate, as a supporting framework to shape and guide our sustainability strategy.

Our climate-related disclosures are produced based on the 11 recommendations of Task Force on Climate-related Financial Disclosures ("**TCFD**"). Following the publication of the International Sustainability Standards Board ("**ISSB**") Standards – International Financial Reporting Standards ("**IFRS**") S1 and IFRS S2, we conducted a gap analysis against our existing TCFD reporting and are in the process of aligning our climate-related disclosures to the ISSB Standards. We are guided by the phased approach recommended by the SGX-ST in aligning our reporting of climate-related disclosures in accordance with ISSB Standards.

SUSTAINABILITY REPORT

We relied on internal data monitoring and verification to ensure accuracy for this Report. Internal review on the sustainability reporting process is incorporated as part of our internal audit review cycle and we will work towards external assurance for our future sustainability reports subject to market trends and regulatory requirements.

FEEDBACK

We welcome feedback from all stakeholders on this Report. You may send related questions, comments, suggestions or feedback at: contact@sitra.holdings.

STAKEHOLDER ENGAGEMENT

As part of our stakeholder engagement process, we identify the key stakeholders relevant to our business, and they include entities or individuals that have an interest that is affected or could be affected by our activities.

The concerns of key stakeholders are considered when formulating corporate strategies. We adopt both formal and informal channels of communication to understand the needs of our key stakeholders and incorporate them in our corporate strategies to achieve mutually beneficial outcomes. We engage our key stakeholders through the following channels:

Stakeholder	Engagement Channel	Frequency of Engagement	Key Concern
Communities	Community campaigns	Ongoing	• Corporate social responsibility • Environmental initiatives
Customers	Business meetings	As and when required	• Product features • Value propositions • Responsiveness to customer feedback • Data protection
	• Informal feedback • Social media platforms • Messaging applications	Regularly	
Employees	• Periodic staff meetings • Company events • Internal communication through emails and noticeboards	As and when required	• Personal data protection • Performance reviews • Equal employment opportunities • Career development and training opportunities • Job security • Remuneration • Workplace safety and health (“**WSH**”)
	Performance appraisals	Annually	
Government and regulatory agencies	Consultations and briefings organised by key regulatory bodies such as the Singapore Stock Exchange and relevant government agencies/ bodies	As and when required	• Regulatory standards and guidelines • WSH

Stakeholder	Engagement Channel	Frequency of Engagement	Key Concern
Shareholders	• Annual General Meeting • Annual reports • Report	Annually	• Financial results • Market valuation • Corporate governance • Key business developments such as mergers and acquisitions
	• Emails and telephone calls	As and when required	
	• Announcements via SGXNet	Half-yearly	
Suppliers	• Emails and telephone calls • Messaging applications	As and when required	• Updates and feedback on products and services • Volatility of orders

POLICY, PRACTICE AND PERFORMANCE REPORTING

In line with our commitment to sustainability, a sustainability reporting policy ("**SR Policy**") covering the sustainability strategies, governance structure, materiality assessment and processes in place to identify and monitor material Sustainability Factors and serves as a point of reference to how we conduct our sustainability reporting. Under this SR Policy, we will continue to monitor, review and update our material Sustainability Factors periodically, considering the feedback that we receive from our engagement with our stakeholders, organisational and external developments.

Sustainability Reporting Process

Under our SR policy, our sustainability reporting process begins with an understanding of the Group's context. This is followed by the ongoing identification and assessment of the Group's sustainability-related impacts. The most significant impacts are prioritised for reporting, and the result of this process is a list of material Sustainability Factors disclosed in this Report.

Processes involved are shown in the chart below:

Context
Understand the Group's context by considering its activities, business relationships, stakeholders, and sustainability context of all the entities it controls or has an interest in, including minority interests.

IDENTIFICATION
Identify actual and potential impacts on the economy, environment, people and their human rights.

RATING
Assess the pervasiveness of Sustainability Factors across the Group and cluster similar Sustainability Factors.

PRIORITISATION
Prioritise the impacts based on their significance to determine the material Sustainability Factors for reporting.

VALIDATE
Sustainability Factors will be internally validated by our Board and Sustainability Committee ("**SC**")

REVIEW
In each reporting period, review the material Sustainability Factors from the previous reporting period to account for changes in impacts which can result from feedback received from engagement with stakeholders, organisational and external developments.

SUSTAINABILITY REPORT

Sustainability Reporting Structure

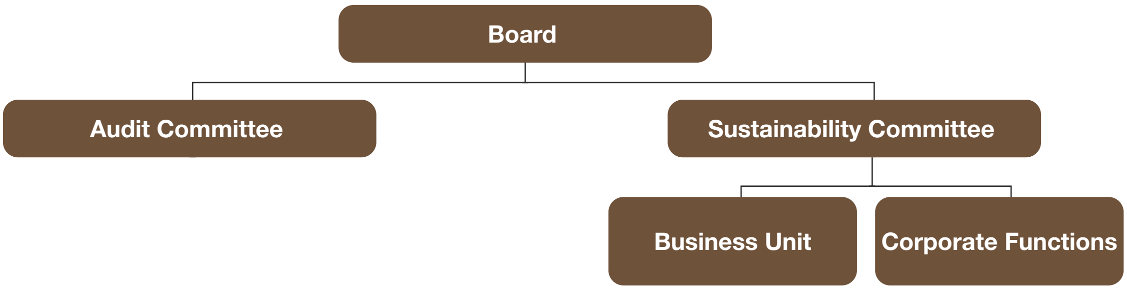
The Board provides oversight on the Group's strategic direction on sustainability including, but not limited to, advising and supervising the SC, an executive level committee formed to take charge of sustainability matters. As part of our continual efforts to upgrade the knowledge of our directors on sustainability reporting and to meet the requirement of Rule 720(6) of the Catalist Rules, we confirm that all our directors completed the prescribed training on sustainability matters.

The SC is led by our Chief Financial Officer ("**CFO**") and is responsible for on-going communication with the Board. Our sustainability working group from various functions are responsible for the day-to-day implementation of sustainability-related tasks and initiatives for this Report.

Beside the SC, the Board is also supported by the Audit Committee on specific sustainability matters under their respective terms of reference. As we are still refining our sustainability metrics measurement and tracking mechanism, we will link key executives' remuneration to sustainability performance when the mechanism is more mature and stable.

Our sustainability governance structure and the responsibilities of component parties are detailed as follows:

Sustainability Governance Structure



Terms of Reference of Component Parties

Component Party	Member	Terms of Reference
Board	Board members	• Determine material sustainability factors of the Group • Review and approve sustainability strategies, policies and targets (including materiality assessment process and outcome) • Monitor implementation of sustainability strategies, policies and performance against targets • Oversee the identification and evaluation of climate-related risks and opportunities • Ensure that sustainability and climate-related risks and opportunities are covered by the Group's enterprise risk management ("**ERM**") framework • Review and approve sustainability reports

Component Party	Member	Terms of Reference
Audit Committee	Audit Committee members	• Review the adequacy and effectiveness of the Group's internal controls and risk management systems • Oversee the conduct of assurance activities pertaining to the Group's sustainability reporting processes
SC (Executive Level)	• CFO • Accountant	• Develop sustainability strategies and policies and recommends revisions to the Board • Ensure that the implementation of sustainability strategy is aligned across business segments and geographical locations • Evaluate overall sustainability risks and opportunities, with a focus on climate-related risks and opportunities • Perform materiality assessment and prepare sustainability reports prior to approval by the Board • Monitor sustainability activities and performance against targets • Align the Group's practices with the organisation-wide sustainability agenda and strategies • Consolidate sustainability metrics to track sustainability impact
Business Units/ Corporate Functions	Representatives from our business unit in Indonesia, Operations and Shipping Department	• Align practices at the operational level with the organisation-wide sustainability agenda and strategy • Collect and compile sustainability metrics to track sustainability impact and for reporting purposes

Materiality Assessment

We constantly refine our management approach to adapt to the changing business landscape. An annual materiality assessment is performed by the SC to ensure that material Sustainability Factors disclosed in our sustainability reports remain current, material, and relevant. From the assessment, we identify key areas that impact our ability to create value for our stakeholders.

Impacts, positive and negative, actual and potential, are assessed based on: (i) the likelihood of the occurrence of actual and potential negative and positive impacts; and (ii) their significance on the economy, environment, people and their human rights and contribution to sustainable development.

Performance Tracking and Reporting

We track the progress of our material Sustainability Factors by identifying the relevant performance indicator, monitoring and measuring them. In addition, we set performance targets that are aligned with our strategy to ensure that we remain focused in our path to sustainability. We consistently enhance our performance-monitoring processes and improve our data capturing systems. A sustainability report is published annually in accordance with our SR Policy.

SUSTAINABILITY REPORT

MATERIAL SUSTAINABILITY FACTORS

In FY2024, a materiality assessment was performed by the SC to update the material Sustainability Factors, and this was followed by a stakeholder engagement session[8] to understand the concerns and expectations of our key stakeholders. In this Report, we also reported our progress in managing these factors and set related targets to improve our sustainability performance.

We incorporated the SDGs from the UN Sustainability Agenda, as a supporting framework to shape and guide our sustainability strategy where appropriate. Below are the list of material Sustainability Factors applicable to the Group and how they relate to these SDGs:

Material Sustainability Factor	SDG	Key Stakeholder	Our Effort
Economic			
Sustainable Business Performance	8 DECENT WORK AND ECONOMIC GROWTH	• Customers • Employees • Shareholders	We strive to maintain a healthy financial position while mitigating relevant business risks identified.
Environmental			
Water Conservation	6 CLEAN WATER AND SANITATION	• Communities • Regulators • Shareholders	We implement measures to monitor and reduce the utilisation of water resources and work towards achieving sustainable management and efficient use of natural resources.
Supply Chain Management and Product Responsibility	12 RESPONSIBLE CONSUMPTION AND PRODUCTION	• Customers • Regulators • Suppliers	We ensure that our suppliers are certified with relevant environmental certifications and criteria.
Waste Management	12 RESPONSIBLE CONSUMPTION AND PRODUCTION	• Communities • Regulators • Shareholders	We minimise waste and resource use to ensure that products and materials are reused, recycled, or repurposed.
Energy Conservation and GHG Emissions Reduction	13 CLIMATE ACTION	• Communities • Regulators • Shareholders	We implement practices to reduce energy consumption, improve efficiency and lower the GHG emissions generated from our business operations.
Social			
Customers Health and Safety	3 GOOD HEALTH AND WELL-BEING	Customers	We deliver quality products with low or no formaldehyde.
Occupational Health and Safety	3 GOOD HEALTH AND WELL-BEING	• Employees • Regulators	We adopt health and safety measures at our workplace to provide a safe and secure working environment for our employees.
Employee Retention and Development	4 QUALITY EDUCATION	Employees	We invest in training and development of our people to enhance our business competencies and productivity.

[8] The Company distributed an online survey to its employees for the materiality assessment performed.

SUSTAINABILITY REPORT

Material Sustainability Factor	SDG	Key Stakeholder	Our Effort
Diversity and Equal Opportunity		Employees	We create a diverse and inclusive workplace that will bring new perspectives to our business and strengthen our ability to overcome new challenges.
Investment in Communities		Communities	We contribute to community projects and encourage employee involvement in volunteerism to create a positive impact in the communities where we operate.
Governance			
Corporate Governance		• Regulators • Shareholders	We ensure that business practices align with legal standards and ethical principles.

Sustainable Business Performance

Commitment
We are committed to creating long-term economic value for stakeholders including promoting economic development, creating employment opportunities and contributing to the local communities.

Approach
We operate in Singapore, Indonesia and France, with a global distribution network extending to Australia, New Zealand, Europe and Asia, focusing on the sales of wood-based products and outdoor lifestyle furniture.

The competitive landscape in our primary markets of Europe, Australia and New Zealand remains uncertain. Geopolitical tensions, volatile freight rates and low demand impacted our revenue across Europe, offset by an increase in revenue in Australia and New Zealand. We anticipate a year of moderating inflation and subdued growth, with the economic environment to pose challenges.

We will continue to navigate these challenges, exploring opportunities to diversify our revenue streams and optimizing our operations to ensure long-term sustainability.

Performance
During the Reporting Period, revenue generated from our operations amounted to S$12.7 million (FY2023: S$14.5 million).

Refer to the audited financial statements in our Annual Report FY2024 for the Group's financial performance and financial risk management disclosure on our efforts and progress in maintaining financial sustainability.

Water Conservation

Commitment
We are committed to responsible usage of water resources through enhancing our water consumption efficiently.

Approach
Our water source is derived from the Public Utilities Board, Singapore's National Water Agency ("**PUB**") and the National Water Resource Board, Indonesia's National Water Agency. We rely on water resources for the manufacturing of wood-based products and daily use in our office.

SUSTAINABILITY REPORT

We review our water consumption regularly to control usage and perform necessary corrective actions and maintenance when there are unusual consumption patterns and remind our employees to use water responsibly.

Performance
Key statistics on water consumption during the Reporting Period are as follows:

Sustainability Metric	Unit of Measurement	FY2024	FY2023
Water consumption	m^3	5,446	21,657
Water consumption from areas of operations with water stress[9]	m^3	5,400	21,600
Water consumption intensity	m^3/revenue S$'000	0.43	1.49[1]

For the Reporting Period, our manufacturing and distribution business underwent changes in our operating model to better manage our operating costs (herein referred to as "**Change in Operating Model**"). We lease out an area within our land, factory, warehouse and office to a third party. This arrangement resulted in a more than proportional decrease in water consumption, compared to the decrease in revenue, which led to the reduction in water consumption intensity.

Supply Chain Management and Product Responsibility

Commitment
We are committed to sustainable supply chain management and product responsibility to minimise environmental impacts and for a sustainable future.

Approach
Our supply chain comprises suppliers for our timber-based products and furniture ("**Key Suppliers**") and global customers. We maintain a strong partnership with our Key Suppliers to ensure sustainable procurement and ethical labour practices.

We adopt a transparent supply chain to minimise the risks and optimise the opportunities arising from climate changes. By promoting a sustainable supply chain and product designs for the timber furniture industry, we help to ensure the sustainability in the supply of hardwood.

Adoption of Wood Supply Chain Standards
We control and ensure that wood used for our products originate from sustainable sources, by assessing the sources of wood from our contract manufacturers and operations. All wood supplies are supported by verifiable documentation which identifies the source and/ or region of harvest.

The FSC Chain of Custody Certification supports responsible forestry management. Under this certification, timber used to manufacture our products can be traced throughout the supply chain from source to sales.

Certified Quality Suppliers
We engaged suppliers with relevant environmental certifications such as FSC, PEFC and PEFC Controlled Sources[10].

[9] Areas with water stress across the Group's area of operations are identified based on the World Resource Institute Aqueduct Water Risk Atlas, which included our factory located in Indonesia. In line with the governmental efforts, the water consumption in Indonesia is capped at 1,800 m3 per month to conserve water. We are also monitoring if there are any additional steps taken at the governmental level to mitigate water stress from our operations in Indonesia.

[10] Tree-based materials are derived from PEFC certified forests or PEFC controlled sources.

SUSTAINABILITY REPORT

These standards and certifications provide our stakeholders a certain degree of assurance, and that we are part of an ecosystem that properly manages forests.

Performance
During the Reporting Period, 100% of our suppliers are certified with environmental certification and critera[2] (FY2023: 100% suppliers).

We have been awarded the FSC Chain of Custody since 2007.

Waste Management

Commitment
We are committed to improve the management of waste generated in our operations to preserve the environment in which we operate in.

Approach
We adopt a proactive stance in waste management through 'reduce, reuse, and recycle', and the implementation of waste management process to ensure waste is properly disposed. Measures implemented across at our office are as follows:

- Reduce the use of papers by: (i) publishing electronic annual reports; (ii) printers are default set to print on both sides of each paper; (iii) printing only when necessary; and (iv) transition from physical paper approval to electronic approval;
- Reuse single-side printed papers for non-confidential use; and
- Recycling the paper after its uses are exhausted.

Performance
During the Reporting Period, there were zero incidents of non-compliance with the relevant laws and regulations relating to air pollution caused by our operations (FY2023: zero incidents).

During the Reporting Period, there were no wood waste generated (FY2023: 288 tonnes). As there were no wood waste generated, no wood scraps were recycled (FY2023: 100% recycled). Due to the Change in Operating Model, the production of our goods are performed by contract manufacturers and as a result, no wood waste generated. Moving forward and due to the Change in Operating Model, this sustainability metric will not be tracked and disclosed as it is no longer relevant to our business model.

Energy Conservation and GHG Emissions Reduction

Commitment
We are committed to reduce our carbon footprint whilst open to capitalise on opportunities that may arise as we transit to become a low-carbon organisation.

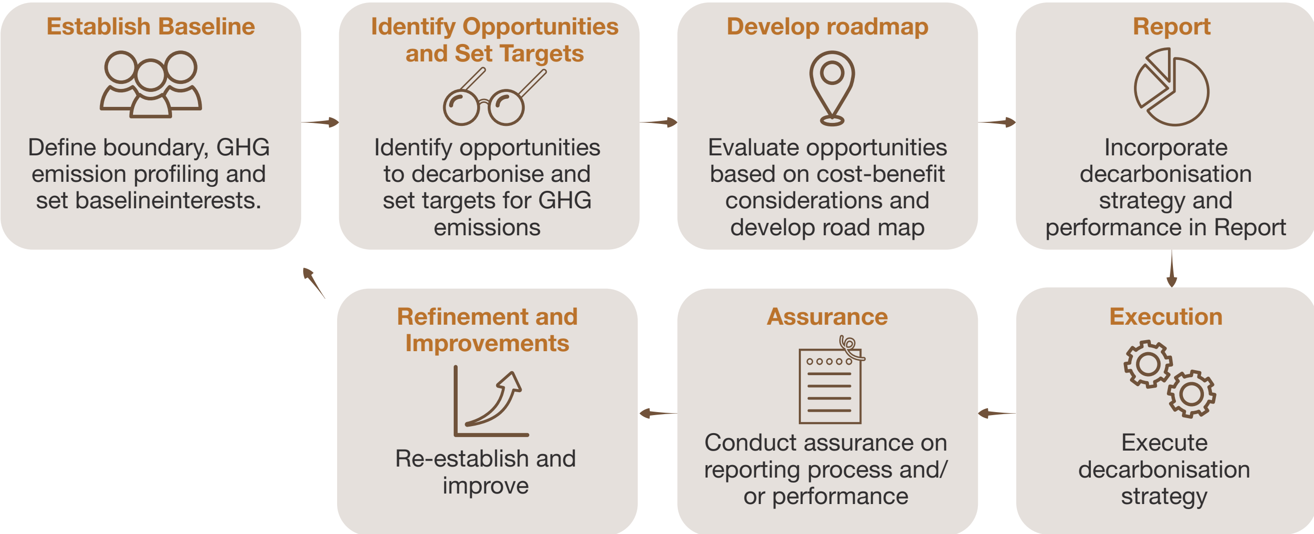
Approach
We aim to reduce our environmental footprints and at the same time, establish operational resilience to deliver long-term sustainable value to our stakeholders of communities, shareholders, employees, customers and suppliers. We adopt a balanced approach in effectively managing and minimising the impacts arising from our business operations.

We are dependent on energy resources in the following areas:
- Petrol for operating our motor vehicles;
- Diesel for operating our forklifts, machinery and equipment; and
- Electricity for our factory operations and office essentials such as production equipment, lighting, office equipment and air-conditioning.

SUSTAINABILITY REPORT

Decarbonisation Approach

To conserve energy and manage our GHG emissions, we set up a seven (7) step continuous circular process as follows:



On a yearly basis, we update our GHG emission profiling for our Scope 1, 2 and 3 GHG emissions based on defined organisational boundaries. We will also conduct a GHG emissions profiling exercise whenever there are significant changes in our business models and work processes.

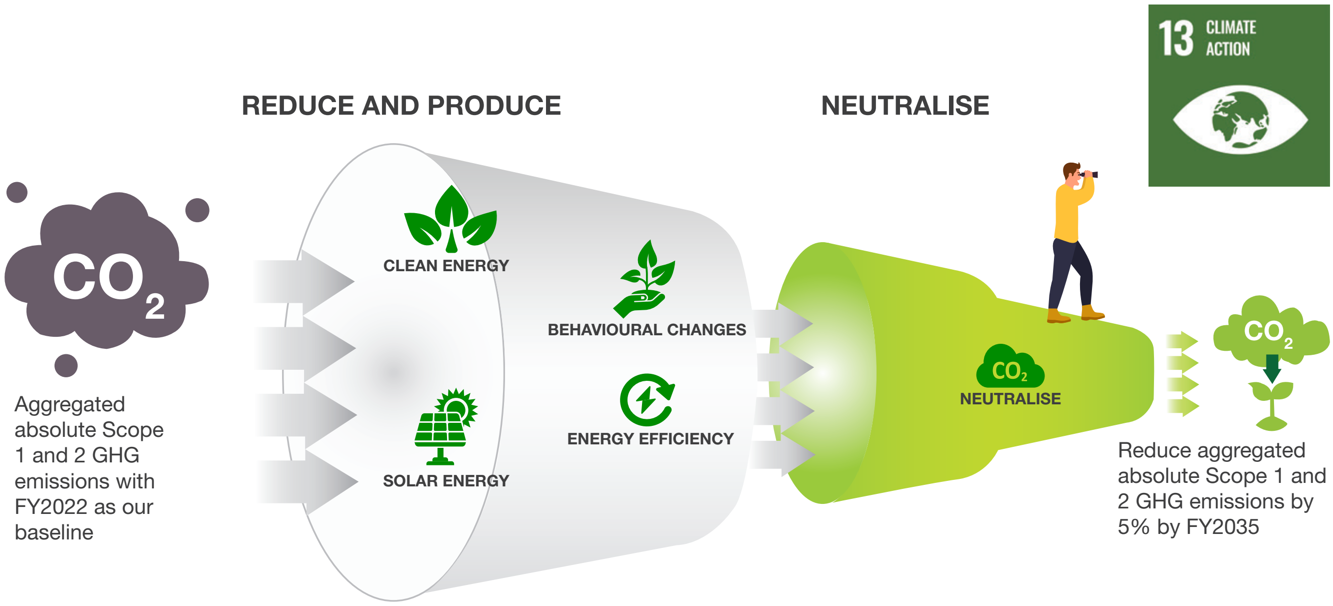
We track and monitor our Scope 1, 2 and certain categories of Scope 3 GHG emissions closely and are developing mechanism to track our other categories of our scope 3 GHG emissions, where relevant and practicable. We developed a climate change transition plan and will refine and improve the plan as we progressively implement it, by considering changes in business operations, environment and market trends. Progress updates and performance will be provided in our future sustainability reports with assurance on the reporting process covered by an internal review.

We measure our GHG emissions in alignment with the GHG Protocol: A Corporate Accounting and Reporting Standard (2004). We adopted the operational control approach as a basis to determine GHG emissions data consolidation boundaries across our entities. This approach has been selected as it allows us to manage emissions from our operations where we have practical control to introduce relevant measures and implement operating policies. We have assessed that we have operational control over all reporting entities covered in this Report.

SUSTAINABILITY REPORT

Climate Change Transition Plan

Our climate change transition plan steers us on our decarbonisation journey. Under this strategy, we commit to reduce our aggregated absolute Scope 1 and 2 GHG emission by 5% by FY2035 with FY2022 as our baseline. Our climate change transition strategy is focused on three (3) strategic levers of reduce, produce and neutralise as follows:



Details of our strategic levers adopted in our climate change transition plan are as follows:

Lever	Reduce	Produce	Neutralise
Focus Area	• Energy efficiency - Machinery and equipment - Cooling - Lighting - Electric vehicles • Clean energy • Behavioural change	Solar energy	• Renewable energy certificates ("**REC**") • Carbon credits

SUSTAINABILITY REPORT

Our action plans by lever and focus area are as follows:

Lever	Focus Area	Action Plan
Reduce	Energy efficiency – machinery and equipment, cooling	Our action plans on this front include: • Performing routine maintenance and maintain our machinery, equipment and air-conditioning systems in good working condition to optimise energy efficiency; and • Replacing older and less energy efficient air conditioning units with more efficient ones when they are due for replacement.
	Energy efficiency – Lighting	We optimise electricity efficiency by adopting energy-saving light emitting diode lightings and installing motion sensors in lighting systems where practicable.
	Energy efficiency – Electric vehicles	Our action plans on this front include: • Our fleet of forklifts are currently powered by diesel. As the diesel-powered forklifts emit more carbon dioxide than electrical forklifts, we will consider switching the diesel-powered forklifts to electric-powered ones where practicable; and • We developed an electric vehicle plan to convert 50% of internal combustion vehicles to electric vehicles by FY2035, with a goal of achieving 100% conversion by FY2050, subject to market conditions and technological advancements.
	Clean energy	We are constantly exploring opportunities to use clean and/or renewable energy available in the locations that we operate in.
	Behavioural change	We constantly remind our staff on basic and socially responsible habits at their workplaces such as adopting greener work ethics, switching off appliances if not in use and enabling power saving modes.
Produce	Solar energy	We will explore installing solar panels on open premises to further reduce our GHG emissions.
Neutralise	• REC • Carbon credits	We plan to use RECs and carbon credits to offset unavoidable residual GHG emissions when the markets mature.

Our Performance

Key statistics on energy consumption and related GHG emissions during the Reporting Period are as follows:

i) Energy Consumption

Sustainability Metric	FY2024		FY2023	
	Gigajoules ("GJ")	%	GJ	%
Petrol consumption	37	10	21	1
Diesel consumption	12	3	315	15
Electricity consumption	339	87	1,710	84
Total energy consumption	388	100	2,046	100

SUSTAINABILITY REPORT

ii) Energy Consumption Intensity

Sustainability Metric	Unit	FY2024	FY2023
Petrol consumption intensity	**GJ/ S$'000**	0.003	0.001
Diesel consumption intensity	**GJ/ S$'000**	0.001	0.022
Electricity consumption intensity	**GJ/ S$'000**	0.027	0.118

iii) GHG Emissions

Sustainability Metric	Unit	FY2024	FY2023
Direct GHG emissions (Scope 1)[11]	**tonnes CO_2e**	4	25
Indirect emissions from electricity (Scope 2)[12]	**tonnes CO_2e**	71	403
Aggregated absolute GHG emissions (Scope 1 and 2)	**tonnes CO_2e**	75	428
GHG emissions intensity (Scope 1 and 2)	**tonnes CO_2e/ revenue S$'000**	0.01	0.03

Due to the Change in Operating Model, our aggregated absolute GHG emissions (Scope 1 and 2) and GHG emissions intensity (Scope 1 and 2) reduced as compared to the previous FY.

During the Reporting period, we expanded our indirect GHG emissions (Scope 3)[13] to include category 1: Purchased goods and services as follows:

Category	Coverage	FY2024	FY2023
		(tonnes CO_2e)	
Category 1: Purchased goods and services	**Water**	<1	Not available[14]
Category 6: Business travel	**Air travel**	3	6
Category 7: Employee commuting	**Transportation of employees between their homes and their worksites**	8	12

Customers Health and Safety

Commitment

As part of our commitment to our customers, we pledge our support to the 'Low Formaldehyde[15] Commitment Statement[16]' to only supply products with low or no formaldehyde.

11 The direct GHG emissions from diesel consumption reported by a reporting entity (Scope 1) are calculated based on the GHG Emissions Measurement and Reporting Guidelines published by the National Environment Agency. .

12 The indirect GHG emissions from the consumption of electricity purchased by a reporting entity (Scope 2) are calculated based on the GHG emissions factors published by the relevant local authorities.

13 The indirect GHG emissions (Scope 3) are calculated based on International Civil Aviation Organization Carbon Emissions Calculator, the United States Environmental Protection Agency, PUB and United and Department for Environment Food and Rural Affairs of the United Kingdom GHG emissions factors.

14 No comparative data is available as it was not tracked previously.

15 Formaldehyde is a pungent chemical that is commonly emitted from household furnishings and can cause irritation to the eyes, nose and throat and prolonged exposure is hazardous to health.

16 The Low Formaldehyde Commitment Statement is part of the Alliance for Action on Sustainable Spaces in support of the Singapore Green Plan 2030 effort to raise public awareness and open up opportunities for suppliers of sustainable products and services that can improve wellness and quality of living.

SUSTAINABILITY REPORT

Approach

Under our commitment to sell low formaldehyde products, we belong to the community that supports the development of sustainable indoor spaces that are purpose designed, built and furnished with the occupants and the environment in mind.

Our commitments on this front are as follows:

- We will endeavour to advance sustainable indoor spaces in support of the SDG 3 on good health and well-being;
- We will raise awareness and drive education to promote the linkage between good indoor air quality and health in indoor spaces; and
- We will work towards the supply and adoption of low formaldehyde[15] products and solutions for interior fit-out and renovation works.

To protect the health and safety of our customers, the plywood and glue utilised in our products are aligned with: (i) E0 formaldehyde emission standard, the most stringent European standard for wood-based products for harmful formaldehyde emissions; and (ii) the California Air Resources Board, emission standards of California.

In the fourth quarter of FY2024, the Singapore Furniture Industry Council launched “The Sustainability Furniture Mark” (“**SFM**”), an industry-initiated label to recognise and promote companies excelling in sustainable practices which is aligned with the Singapore’s Green Plan. The SFM focuses on low formaldehyde emissions and recognises certain Sitra’s products for certified safe formaldehyde emissions.

Performance

During the Reporting Period, there were zero incidents of non-compliances with the prevailing regulations in the countries we operate in (FY2023: zero incidents) and zero incidents of non-compliance concerning health and safety impacts of our products (FY2023: zero incidents).

During the Reporting Period, we were awarded the SFM for engineered flooring and multi-layer wood parquet (FY2023: NA[17]).


sfic

Engineered Flooring /
Multi- Layer Wooden Parquet

from

Sitra Global Pte Ltd

has been awarded

Singapore Furniture Industries Council

SUSTAINABILITY FURNITURE MARK

Valid from 9 January 2025 to 9 January 2026

Joshua Koh
SFIC President

SFM certificate for Engineered Flooring and Multi-Layer Wooden Parquet

[17] Not applicable as the SFM was only launched in FY2024.

SUSTAINABILITY REPORT

Occupational Health and Safety

Commitment
We are committed to create a safe working environment and place high emphasis on the health and safety of our employees.

Commitment
We prioritise the well-being of our employees and maintain an organisational culture of safety in the workplace.

Build WSH Capabilities
We enhance WSH through focusing on raising awareness using best practices such as educating and promoting safe behaviours at all levels. We attained the bizSAFE Level 3 certification issued by the WSH Council in Singapore, which recognises our continuous efforts to embed a positive health and safety culture in our operations.

A Culture of WSH
The management team sets a foundation by providing clear direction within the Group of the value of an effective occupational health and safety management approach, to foster a risk-free and safe work premises. An WSH and security policy is in place to guide the Group in adhering to the relevant WSH regulations as stipulated by the Ministry of Manpower ("**MOM**"), WSH Council and the relevant regulatory authorities of countries we operate in.

Performance
Key statistics on our work-related cases are as follows:

Sustainability Metric	FY2024	FY2023
Number of work-related fatalities	-	-
Number of high consequence work-related injuries[3]	-	-
Number of recordable work-related injuries	-	-
Number of recordable work-related ill health cases[4]	-	-

Employee Retention and Development

Commitment
We are committed to attract, retain and develop a talented and diverse workforce and cultivate a culture of learning and continuous growth, by providing our employees with the necessary skillset and opportunities.

Approach
To retain and develop our employees, we implemented the following initiatives:

SUSTAINABILITY REPORT

Employee Benefits

We provide employee benefits in line with the relevant laws, regulations and manpower employment in the locations which we operate in. Key benefits provided are as follows:

- For employees based in Singapore, we contribute to the Central Provident Fund, provide medical benefits such as hospitalisation and surgical plans and parental leave in accordance with MOM's recommendations;
- For employees based in Indonesia and France, we provide health insurance coverage; and
- For eligible employees, salary revisions linked to the individual's and Group's performance are made to incentivise them.

Our compensation and benefit policies are determined based on guidelines proposed by our HR department and approved by the Remuneration Committee of our Board.

Engaging Talent

Our recruitment policy is based on the pre-requisite skills and skill set necessary for to perform the job scope. We implemented a systematic recruitment process for recruiting candidates who share our values. We developed our brand and Company values and actively communicate them to our employees to build belongingness and loyalty.

Learning and Development

To retain talent, we provide learning and development opportunities by equipping our employees with appropriate skillset through relevant courses and conferences. For new employees, we groom them through mentorship and on-the-job training programmes.

Experienced Management Team

The Group is dependent on our senior managers, who have been in the wood-based products and lifestyle furniture industry for over 25 years. The strong customer relationships and professional expertise of our senior managers contribute to the continual success of our wood-based products and lifestyle furniture businesses.

Employee Performance Appraisal

Employees receive feedback on their performance through our employee appraisal programme. These appraisals allow us to gather insights from employees, provide an opportunity for employees to self-assess, and allow us to engage in fruitful discussions with them.

Performance

Key statistics on new hires and employee turnover are as follows:

SUSTAINABILITY REPORT

i) New Hire[18]

Sustainability Metric	FY2024		FY2023	
	Number of New Hire	New Hire Rate	Number of New Hire	New Hire Rate
Overall				
New hires rate	-	-%	-	-%
Gender				
Male	-	-%	-	-%
Female	-	-%	-	-%
Age				
Below 30	-	-%	-	-%
30 to 50	-	-%	-	-%
Above 50	-	-%	-	-%

ii) Employee Turnover[19]

Sustainability Metric	FY2024		FY2023	
	Number of Turnover	Turnover Rate	Number of Turnover	Turnover Rate
Overall				
Turnover rate	9	41%	-	-%
Gender				
Male	6	35%	-	-%
Female	3	60%	-	-%
Age				
Below 30	-	-%	-	-%
30 to 50	6	67%	-	-%
Above 50	3	23%	-	-%

During the Reporting Period, the increase in the number of employee turnover[20] as compared to the prior Reporting Period is primarily due to the Change in Operating Model, as we lease out an area within our land, factory, warehouse and office in Indonesia to a third-party.

[18] New hire related statistics are computed based on the number of new hires over total employees by gender and age.
[19] Turnover related statistics are computed based on the turnover of confirmed employees over total employees by gender and age
[20] All employees that left the Group due to the Change in Operating Model were compensated in accordance with the Indonesia labour laws.

SUSTAINABILITY REPORT

iii) Learning and Development

Sustainability Metric	FY2024	FY2023
Overall		
Total training hours	59	248
Average training hours per employee	3	8
Management		
Total training hours	59	24
Executive		
Total training hours	-	224

Due to the uncertainty in the markets, we operate in and persistent cost pressure, we reduced the training hours for our employees.

During the Reporting Period, our employees attended the following trainings:
- Financial reporting training;
- Budget training seminars; and
- Director's training.

iv) Performance Review

Key statistics on the performance review are as follows:

Sustainability Metric	FY2024	FY2023
Overall		
Management	18%	13%
Non-management	82%	87%
Gender		
Male	77%	74%
Female	23%	26%

Diversity and Equal Opportunity

Commitment
We are committed to the goals of diversity and equal opportunity in employment by implementing fair employment practices during the hiring process and ensuring non-discrimination against employees.

Approach
We advocate fair employment practices by ensuring equal opportunities for recruitment, fair remuneration, career progression and training opportunities.

SUSTAINABILITY REPORT

Performance

As at 31 December 2024, the total number of full-time[21] and part-time[22] employees are as follows:

Sustainability Metric	FY2024			FY2023		
	Full-time	Part-time	Overall	Full-time	Part-time	Overall
Singapore	10	-	10	10	-	10
Indonesia	10	-	10	19	1	20
France	2	-	2	2	1	3
Total	22	-	22	31	2	33

During the Reporting Period, we maintained zero incident of unlawful discrimination against employees (FY2023: zero incidents).

i) Gender Diversity (%)

Sustainability Metric	FY2024		FY2023	
	Male	Female	Male	Female
Overall				
All employees	77%	23%	70%	30%
Employee Category				
Management	75%	25%	75%	25%
Non-management	78%	22%	69%	31%

ii) Age Diversity (%)

Key statistics on age diversity of our employees are as follows:

Sustainability Metric	FY2024			FY2023		
	Below 30	30 – 50	Over 50	Below 30	30 – 50	Over 50
Overall	-%	41%	59%	-%	48%	52%
Employee Category						
Management	-%	-%	100%	-%	-%	100%
Non-management	-%	50%	50%	-%	55%	45%

21 The Group did not employ any temporary or non-guaranteed hours employees for the Reporting Period.

22 Part-time employees are not included in the statistics for training, appraisal, new hire rate and turnover rate.

SUSTAINABILITY REPORT

iii) Educational Background Diversity (%)

Sustainability Metric	FY2024		FY2023	
	Tertiary	Non-tertiary	Tertiary	Non-tertiary
Performance of employees by educational diversity	64%	36%	52%	48%

Investment in Communities

Commitment
We are committed in contributing back to the communities and recognise that the long-term success of our business is closely related to the health and prosperity of the communities we operate in.

Approach
As part of our efforts to empower local communities, we collected clothes from our employees and donated them to The Salvation Army, to help those in need in the community.

Donation of clothes to The Salvation Army

Corporate Governance

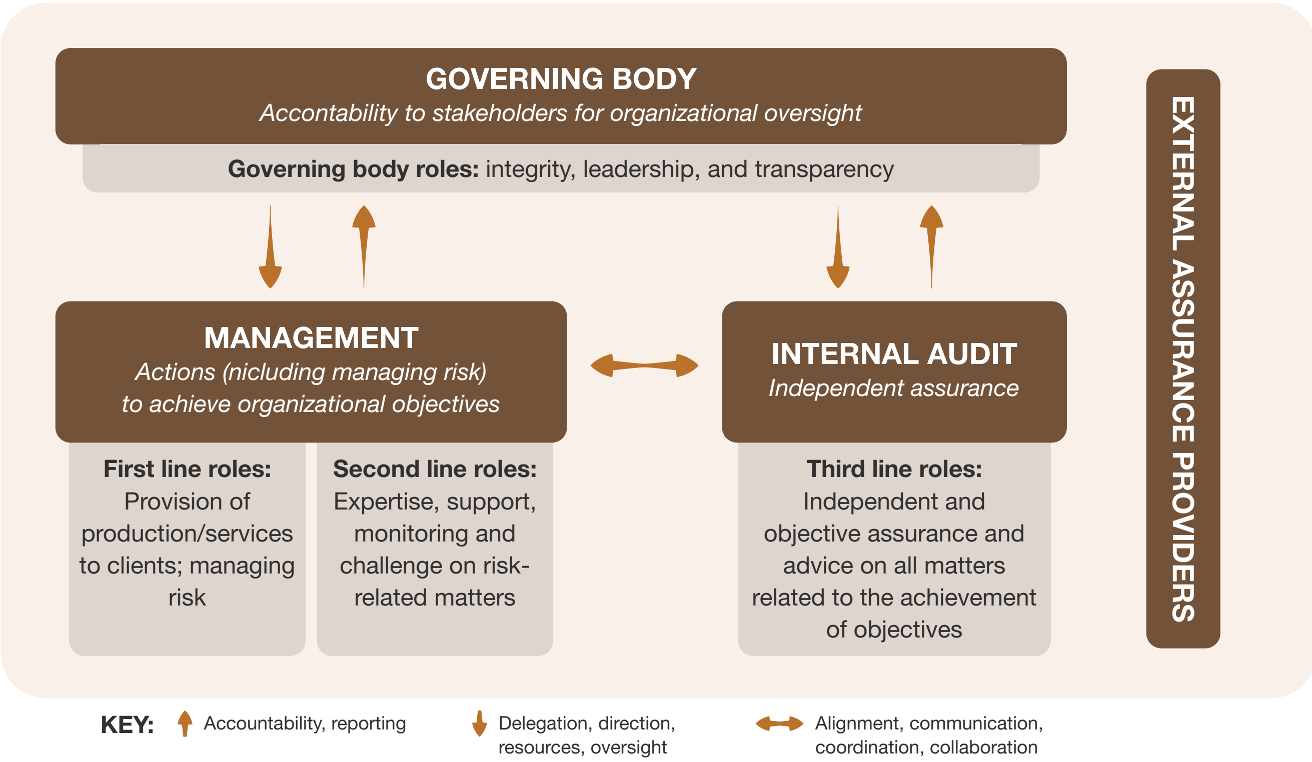
Commitment
We adhere to the principles and guidelines of the Code of Corporate Governance and are committed to responsible business practices and long-term value creation for all stakeholders.

SUSTAINABILITY REPORT

Approach

A robust corporate governance framework with effective internal policies and practices is crucial to support a progressive corporate governance culture. The 2018 Code of Corporate Governance is used as a guide to support our effort to uphold high standards of governance in our business operations.

We aligned our corporate governance and risk management approach with the Three Lines Model issued by the Institute of Internal Auditors ("**IIA**"). The Three Lines Model serves to identify structures and processes that best assist the achievement of organisational objectives and facilitate strong governance and risk management. Under the Three Lines Model, the roles and responsibilities of governing body, management (first- and second-line roles), internal audit (third-line roles) and the relationship among them are defined as follows:



Source: Three Lines Model of the IIA

Our policies and commitments for corporate governance are as follows:

- The management team regularly reviews and monitors the Group's policies and practices to ensure compliance with the relevant laws and regulations. Any instances of non-compliance with the relevant laws and regulations will be reported to the Board;
- A whistleblowing policy is in place, whereby our employees may in confidence raise concerns about possible improprieties of any matter. A confidential line of communication is maintained for employees to raise concerns to any member of the Audit Committee and reporting employees who raise a concern in good faith are protected from harassment or victimisation. Refer to page 64 for further information relating to our whistleblowing policy;
- To promote an ethical culture with integrity throughout the Group, our employees are required to comply with the code of conduct stated in the Employee Handbook and employment contract with us. Our Employee Handbook also details our expected standards of employee's professional behaviour towards our stakeholders; and
- Internal audit on accounting and finance, management and third-party services are conducted periodically to check compliance with internal policies and external regulations.

SUSTAINABILITY REPORT

We recognise the importance of risk management and how business risks may adversely affect our business performance. An ERM framework which governs the risk management process in the Group is in place. We regularly review our business and operational activities to identify areas of significant business risks as well as appropriate measures to control and mitigate such risks.

Performance

During the Reporting Period, there were zero incidents of serious offences[6] (FY2023: zero incidents) and zero incidents of non-compliance with laws and regulations[7] for which fines and/or non-monetary sanctions were imposed (FY2023: zero reported incidents).

Targets and Performance Highlights

To measure our ongoing sustainability performance and drive continuous improvement, we developed a set of targets related to our material Sustainability Factors. Our progress against these targets is reviewed and reported on an annual basis with details as follows:

Legend	Progress Tracking
○○○	New target
●●●	Target achieved
●●○	On track to meet target
●○○	Not on track, requires review

S/N	Material Sustainability Factor	Target[23]	Performance in FY2024
Economic			
1	Sustainable Business Performance	<u>Short-term</u> Maintain or improve our financial performance subject to market conditions	●○○ Our revenue generated declined to S$12.7 million.
Environment			
2	Water Conservation	<u>Short-term</u> Maintain or reduce the water consumption intensity	●●● The water consumption intensity reduced to 0.43 m^3/ revenue S$'000.
3	Supply Chain Management and Product Responsibility	<u>Ongoing and long-term</u> • Maintain 100% of suppliers certified with relevant environmental certifications • Maintain FSC Chain of Custody certification	●●● 100% of our suppliers are certified with relevant environmental certification and criteria. ●●● We maintained the FSC Chain of Custody certification.

[23] Time horizons for target settings are: (i) short term: within 5 years (until FY2028); (ii) medium term: between 5 to 20 years (between FY2029 and FY2043); (iii) long term: above 20 years (FY2044 onwards); and (iv) ongoing: encompassing short, medium and long term.

SUSTAINABILITY REPORT

S/N	Material Sustainability Factor	Target[23]	Performance in FY2024
4	Waste Management	Ongoing and long-term Ensure wood waste is 100% recycled	●●● Due to the Change in Operating Model, there were no wood waste. Moving forward, this sustainability metric will be removed as it is no longer relevant to our business model.
		Ongoing and long-term Maintain zero incidents of non-compliance with the relevant laws and regulations relating to air pollution caused by our operations.	●●● We maintained zero incidents of non-compliance with the relevant laws and regulations relating to air pollution caused by our operations.
5	Energy Conservation and GHG Emissions Reduction	Short-term Maintain or reduce GHG emissions intensity with FY2022 as our baseline	●●● We reduced the GHG emissions intensity to 0.01 tonnes CO2e/ revenue S$'000.
		Medium-term Reduce aggregated absolute Scope 1 and Scope 2 GHG emissions by 5% and by FY2035, with FY2022 as our baseline	●●○ We continued to reduce our aggregated absolute GHG emissions (Scope 1 and 2) and is on track to meet our medium-term target.
Social			
6	Customers Health and Safety	Ongoing and long-term Maintain zero incident of non-compliance with the prevailing regulations in our operating countries	●●● We maintained zero incidents of non-compliance with the prevailing regulations in our operating countries.
7	Occupational Health and Safety	Ongoing and long-term Maintain zero incidents of workplace fatalities, high consequence work-related injuries, recordable work-related injuries and recordable work-related ill health cases	●●● We maintained zero incidents of workplace fatalities, high consequence work-related injuries, recordable work-related injuries and recordable work-related ill health cases.

SUSTAINABILITY REPORT

S/N	Material Sustainability Factor	Target[23]	Performance in FY2024
8	Employee Retention and Development	Short-term • Maintain or reduce employee turnover rate • Maintain percentage of employees who received regular performance reviews • Maintain or improve average training hours per employee	●○○ The employee turnover rate increased to 41%. Refer to section 'Employee Retention and Development' for further details on the increase employee in turnover rate. ●●● We maintained 100% of employees who received regular performance reviews. ●○○ The average training hours reduced to 3 hours per employee. Refer to section 'Employee Retention and Development' for further details on the decrease in average training hours per employee.
9	Diversity and Equal Opportunity	Ongoing and long-term Maintain zero incidents of unlawful discrimination against employees	●●● We maintained zero incidents of unlawful discrimination against employees.
10	Investment in Communities	Ongoing and long-term Continue to engage in community investment programmes	○○○ This is a new ongoing and long-term target for community investment.
Governance			
11	Corporate Governance	Ongoing and long-term • Maintain zero incidents of serious offence • Maintain zero incidents of non-compliance with any applicable laws and regulations that resulted in significant fines or non-monetary sanctions	●●● We maintained zero incidents of serious offence. ○○○ We set a new ongoing and long-term target for Corporate Governance.

For the material Sustainability Factors identified this Report, the Board and SC have considered the relevance and usefulness of setting related targets in the short-, medium- and long-term horizon. As the historical data trends for certain material Sustainability Factors have yet to stabilise, we have not set the related medium and long-term targets and will disclose such targets in our future sustainability reports when the data trends have stabilised and subject to market trends.

TCFD Disclosures

We are committed to support the recommendations by the TCFD and disclosed some of our climate-related financial disclosures in the following key areas as recommended by the TCFD:

TCFD Recommended Disclosures
Governance
a. Describe the board's oversight of climate-related risks and opportunities.
The Board oversees the management in the development of the sustainability strategy and performance targets while monitoring the Sustainability Factors of the Group as well as climate-related risks and opportunities and takes them into consideration in the determination of the Group's strategic direction and policies on an annual basis.
b. Describe management's role in assessing and managing climate-related risks and opportunities.
Our sustainability strategy is developed and directed by the SC in consultation with the Board. The SC is led by our CFO and its members comprise the Accountant and Accounts and Admin Executive and supported by representatives from our business unit in Indonesia, Operations and Shipping Department. The SC is responsible for the management and monitoring of our Sustainability Factors including working with business unit and corporate functions to ensure that climate-related issues are considered in the development of sustainability strategy, target setting, as well as collection, monitoring and reporting of performance data.
Strategy
a. Describe the climate-related risks and opportunities the organisation has identified over the short, medium, and long term. *b. Describe the impact of climate-related risks to our businesses, strategy, and financial planning.*
We recognise that climate change poses different types of risks to our business. The Group's assessment on potential implication of climate-related risks was undertaken based on the Network of Central Banks and Supervisors for Greening the Financial System ("**NGFS**") range of climate scenarios[24].

Scenario	Description
NGFS – Orderly	This scenario assumes that climate policies are introduced early and become gradually more stringent. Both physical and transition risks are relatively subdued through cohesive stringent climate policies and innovation.
NGFS – Hot house world	This scenario assumes that some climate policies are implemented in some jurisdictions, but global efforts are insufficient to halt significant global warming. Critical temperature thresholds are exceeded, leading to severe physical risks and irreversible impacts like sea-level rise. Only currently implemented policies are preserved, leading to high physical risks.

[24] We revised our climate related scenarios to align with the market practice.

SUSTAINABILITY REPORT

TCFD Recommended Disclosures

We selected NGFS' orderly and hot house world scenarios for the purpose of our qualitative climate scenario analysis. The impact of the climate-related risks is analysed on group-wide activities in the short-term (within 5 years, until FY2028), medium-term (between 5 to 20 years, between FY2029 and FY2043) and long-term (above 20 years, FY2044 onwards). Based on the above-mentioned scenarios, the results of a climate-related risk assessment exercise performed are as follows:

Climate-related Risk and Potential Impact	Significance of Financial Impact[25]				Our Response	Climate-Related Opportunity
	Current effect (SGD'000)	Short-term	Medium-term	Long-term		
Key Physical Risk Identified						
Increased Intensity of extreme weather events						
Climate change poses significant risks to our supply chain and may lead to higher costs for our supplies. The Group may experience adverse financial impacts due to escalating costs of wood supplies and diminished product quality. Additionally, with rising temperatures and more frequent heatwaves resulting from global warming and climate change the risk if increased cooling expenditures and reduced labour productivity are expected to rise. We remain vigilant in monitoring the impact of climate change on our operations, mindful of the alarming estimated global cost of USD 16 million per hour[26] arising from climate-related damage.	Scenario: Orderly				We put in place a climate change transition plan to steer us on our decarbonisation journey. The increased severity of extreme weather events drove us to increase our operational efficiency. You may refer to page 23 'Energy Conservation and GHG Emissions Reduction' for further details.	In view of the potential environmental risks and the resultant emerging needs for energy efficiency and lower emissions, the Group realises the opportunity to improve our operational and production efficiency and renewable energy use.
	NA[27]	🟢	🟠	🟠		
	Scenario: Hot house world					
	NA[27]	🟠	🔴	🔴		

[25] Significance of financial impact is determined based on the risk appetite established in accordance with the Group's ERM framework.

[26] Source: https://www.weforum.org/agenda/2023/10/climate-loss-and-damage-cost-16-million-per-hour/

[27] We are unable to estimate the current financial effect due to uncertainties in the inputs and assumptions resulting from the lack of available data, including information about climate outcomes and their effects on the Group. We will continue to monitor credible information to support our disclosures in this area.

SUSTAINABILITY REPORT

TCFD Recommended Disclosures

Climate-related Risk and Potential Impact	Significance of Financial Impact[25]				Our Response	Climate-Related Opportunity
	Current effect (SGD'000)	Short-term	Medium-term	Long-term		
Key Transition Risk Identified						
Enhanced GHG emissions reporting obligations						
With rising concerns over the effects of climate change, key stakeholders such as the regulators and shareholders are requiring reporting of climate-related information. Failure to comply with enhanced GHG emissions reporting obligations may lead to adverse impacts on the Group's reputation and financial performance. These new requirements necessitate the investment of manpower resource in more comprehensive data collection, analysis, and reporting processes, greater involvement from management, and additional costs for consultants and employee training.	Scenario: Orderly				To strengthen our sustainability governance structure, we put in place a SC for managing and monitoring our material Sustainability Factors, including working with the various business units and corporate functions to ensure that these are integrated into our day-to-day operations. In addition, we established terms of reference for component parties involved in the sustainability reporting process, for clarity and accountability purposes. With the above, we will be in a better position to meet the changes in regulations and rising expectations of stakeholders on the environment.	The enhanced emissions reporting obligations and increase in regulatory costs will raise climate awareness among our employees. With more defined job responsibilities and training, the Group will also be better positioned to use energy resources responsibly and adopt environmentally friendly practices.
	SGD 62	●	●	●		
	Scenario: Hot house world					
	SGD 62	●	●	●		

Legend

● Minor ● Moderate ● Major

SUSTAINABILITY REPORT

TCFD Recommended Disclosures
This assessment will guide our future resilience measures and scenario analysis, subject to market trends and evolving requirements. In terms of our business strategy and financial planning based on the scenarios above, we will continue to formulate adaptation, and mitigation plans and explore allocating resources towards transitioning to low-carbon practices. We strive to minimise the climate risks associated with our business and will seize opportunities in an effective manner such as expanding collaboration and partnership with key stakeholders to innovate and develop low carbon goods and services for the market.
c. Describe the resilience of the organisation's strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario.
The resilience of an organisation's strategy is dependent on its ability to adapt and thrive in the face of changing circumstances and emerging risks. The climate scenario analysis is crucial in providing insights on the potential extent of the climate-related risk exposure to our businesses as well as the potential opportunities. Through our climate scenario analysis, we concluded that under warming scenario 2 (Hot House World: > 4°C warming), unmitigated risks of increased severity of extreme weather events may lead to moderate and severe financial impacts in the medium and long-term. Under warming scenario 1 (Orderly: <2°C warming), the climate-related risks identified are not expected to result in significant financial impacts in the short, medium, or long term. To address the risks and capitalise on opportunities associated with climate change, we will continuously refine our strategy to remain resilient throughout our sustainability journey.
Risk Management
a. Describe the organisation's processes for identifying and assessing climate-related risks. *b. Describe the organisation's processes for managing climate-related risks.* *c. Describe how processes for identifying, assessing, and managing climate related risks are integrated into the organisation's overall risk management.*
Climate-related risk management is integrated into our ERM framework, where potential climate-related risks are identified, assessed, monitored and managed. Business units and functions are responsible for identifying and documenting their relevant climate-related risk exposures that might hinder their progress towards contributing to the Group's business objectives. These risks and opportunities, along with their treatment plans, are reviewed and updated during the ERM exercise and presented to the Audit Committee along with the other key enterprise-wide risks. Climate-related risks are also monitored based on the trend of climate-related performance indicators.
Metrics and Targets
a. Disclose the metrics used by the organisation to assess climate-related risks and opportunities in line with its strategy and risk management process.
We track, measure and report on our environmental performance, including energy consumption, GHG emissions, water management and waste management and disclose related metrics in our Report. Monitoring and reporting these metrics help us identify areas with key climate-related risks and target our efforts more efficiently.
b. Disclose Scope 1, Scope 2 and, if appropriate, Scope 3 GHG emissions and the related risks.
To support the climate change agenda, we disclosed our Scope 1, 2 and certain categories of Scope 3 GHG emissions in this Report and set climate-related targets such as those related to GHG emissions. Our disclosure on indirect GHG emissions (Scope 3) in this Report includes purchased goods and services (category 1), business travel (category 6) and employee commuting (category 7).
c. Describe the targets used by the organization to manage climate-related risks and opportunities and performance against targets.
As a commitment towards mitigating climate change, we set climate-related targets related to GHG emissions management, water consumption and waste management. For further details, please refer to above section 'Targets and Performance Highlights'.

SUSTAINABILITY REPORT

IFRS Sustainability Disclosure Standards ("SDS") Industry-based guidance on implementing Climate-related Disclosure metrics

The sustainability disclosure metrics based on the IFRS SDS industry-based guidance on implementing Climate-related Disclosure are presented below under this report's scope.

Sustainability Disclosure Topics and Accounting Metrics

Topic	Code	Accounting Metric	FY2024
Energy management	**CG-BF-130a.1**	Total energy consumed (GJ)	388
		Percentage grid electricity (%)	100
		Percentage renewable (%)	-
Wood supply chain management	**CG-BF-430a.1**	Total weight of wood fibre materials purchased	Not available as we do not track the material purchased by weight. However, all wood material purchased are either certified by chain of custody, PEFC and SVLK.
		Percentage from third-party certified forestlands	
		Percentage by chain of custody	
		Percentage certified to other wood fibre standards	
		Percentage by standard	
Product lifecycle environment impacts	**CG-BF-410a.1**	Description of efforts to manage product lifecycle impacts and meet demand for sustainable products	Refer to section 'Supply Chain Management and Product Responsibility' for more details.
	CG-BF-410a.2	Weight of end-of-life material recovered (Not applicable) Percentage of recovered materials recycled	Not applicable due to the Change in Operating Model.
		Percentage of recovered materials recycled	

Activity Metrics

Code	Accounting Metric	FY2024
CG-BF-000.A	Annual production (m^3)	Not disclosed due to confidentiality constraints.
CG-BF-000.B	Area of manufacturing facilities(m^2)	123,534

SUSTAINABILITY REPORT

GRI Content Index

Statement of Use	Sitra Holdings (International) Limited reported the information cited in the GRI content index for the period from 1 January 2024 to 31 December 2024 with reference to the GRI Standards.
GRI 1 Used	GRI 1: Foundation 2021

GRI Standard	Disclosure	Page References
General Disclosure		
GRI 2: General Disclosures 2021	2-1 Organisational details	2, 12
	2-2 Entities included in the organisation's sustainability reporting	15
	2-3 Reporting period, frequency and contact point	15
	2-4 Restatements of information	14, 22
	2-5 External assurance	15 - 16
	2-6 Activities, value chain and other business relationships	15
	2-7 Employees	32 - 34
	2-8 Workers who are not employees	We do not have workers who are not employees.
	2-9 Governance structure and composition	18 - 19, 50 - 53
	2-10 Nomination and selection of the highest governance body	54 - 56
	2-11 Chair of the highest governance body	53
	2-12 Role of the highest governance body in overseeing the management of impacts	18 - 19
	2-13 Delegation of responsibility for managing impacts	18 - 19
	2-14 Role of the highest governance body in sustainability reporting	18 - 19
	2-15 Conflicts of interest	35 - 36, 48
	2-16 Communication of critical concerns	35 - 36, 64
	2-17 Collective knowledge of the highest governance body	18 - 19
	2-18 Evaluation of the performance of the highest governance body	54 - 58
	2-19 Remuneration policies	57 - 60
	2-20 Process to determine remuneration	57 - 60
	2-21 Annual total compensation ratio	Information is not provided due to confidentiality constraints.
	2-22 Statement on sustainable development strategy	13
	2-23 Policy commitments	17 - 19, 22 - 29, 34 - 36
	2-24 Embedding policy commitments	17 - 19, 22 - 29, 34 - 36

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GRI Standard	Disclosure	Page References
GRI 2: General Disclosures 2021	2-25 Processes to remediate negative impacts	34 - 36, 64
	2-26 Mechanisms for seeking advice and raising concerns	34 - 36, 64
	2-27 Compliance with laws and regulations	34 - 36, 48 - 49
	2-28 Membership associations	None
	2-29 Approach to stakeholder engagement	16 - 19
	2-30 Collective bargaining agreements	As at 31 December 2024, none of our full-time employees in our workforce are covered by collective bargaining agreements.
Material Topics		
GRI 3: Material Topics 2021	3-1 Process to determine material topics	16 - 20
	3-2 List of material topics	20 - 21
	3-3 Management of material topics	21 - 36
Sustainable Business Performance		
GRI 201: Economic Performance 2016	201-1 Direct economic value generated and distributed	21
	201-2 Financial implications and other risks and opportunities due to climate change	39 - 42
Corporate Governance		
GRI 205: Anti-corruption 2016	205-3 Confirmed incidents of corruption and actions taken	34 - 36
Energy Conservation and GHG Emissions Reduction		
GRI 302: Energy 2016	302-1 Energy consumption within the organisation	23 - 27
	302-2 Energy consumption outside of the organization	23 - 27
	302-3 Energy intensity	23 - 27
	302-4 Reduction of energy consumption	23 - 27
	302-5 Reductions in energy requirements of products and services	23 - 27
GRI 305: Emissions 2016	305-1 Direct (Scope 1) GHG emissions	23 - 27
	305-2 Energy indirect (Scope 2) GHG emissions	23 - 27
	305-3 Other indirect (Scope 3) GHG emissions	23 - 27
	305-4 GHG emissions intensity	23 - 27
	305-5 Reduction of GHG emissions	23 - 27
	305-6 Emissions of ozone-depleting substances (ODS)	Disclosure is not applicable as we do not emit a material amount of these emissions through our products, services and operations.

SUSTAINABILITY REPORT

GRI Standard	Disclosure	Page References
GRI 305: Emissions 2016	305-7 Nitrogen oxides (NOx), sulfur oxides (SOx), and other significant air emissions	Disclosure is not applicable as we do not emit a material amount of these emissions through our products, services and operations.
Water Conservation		
GRI 303: Water and Effluents 2018	303-1 Interactions with water as a shared resource	21 - 22
	303-2 Management of water discharge-related impacts	Disclosure is not applicable as we do discharge a material amount of wastewater or effluents in our operations
	303-3 Water withdrawal	21 - 22
	303-4 Water discharge	21 - 22
	303-5 Water consumption	21 - 22
Waste Management		
GRI 306: Waste 2020	306-1 Waste generation and significant waste-related impacts	23
	306-2 Management of significant waste-related impacts	23
	306-3 Waste generated	23
	306-4 Waste diverted from disposal	23
	306-5 Waste directed to disposal	23
Supply Chain Management and Product Responsibility		
GRI 308: Supplier Environment Assessment 2016	308-1 New suppliers that were screened using environmental criteria	22 - 23
Employee Retention and Development		
GRI 401: Employment 2016	401-1 New employee hires and employee turnover	29 - 32
	401-2 Benefits provided to full-time employees that are not provided to temporary or part-time employees	29 - 32
	401-3 Parental leave	29 - 32
GRI 404: Training and Education 2016	404-1 Average hours of training per year per employee	29 - 32
	404-2 Programs for upgrading employee skills and transition assistance programs	29 - 32
	404-3 Percentage of employees receiving regular performance and career development reviews	29 - 32

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GRI Standard	Disclosure	Page References
Occupational Health and Safety		
GRI 403: Occupational Health and Safety 2018	403-9 Work-related injuries	29
	403-10 Work-related ill health	29
Diversity and Equal Opportunity		
GRI 405: Diversity and Equal Opportunity 2016	405-1 Diversity of governance bodies and employees	32 - 34
	405-2 Ratio of basic salary and remuneration of women to men	Information is not provided due to confidentiality constraints
Customers Health and Safety		
GRI 416: Customer Health and Safety 2016	416-1 Assessment of the health and safety impacts of product and service categories	27 - 28
	416-2 Incidents of non-compliance concerning the health and safety impacts of products and services	27 - 28

CORPORATE GOVERNANCE REPORT

Sitra Holdings (International) Limited (the "**Company**") is committed to maintaining a high standard of corporate governance within the Company and its subsidiaries (the "**Group**"). As a Catalist sponsored issuer, the Company is required to comply with Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist ("**Catalist Rules**"). This report describes the Company's corporate governance processes and activities that were in place throughout the financial year, with specific reference to the principles and provisions of the Code of Corporate Governance 2018 (the "**Code**") issued on 6 August 2018.

For the financial year ended 31 December 2024 ("**FY2024**"), the Company has complied with the core principles of corporate governance laid down by the Code. The Company has also largely complied with the provisions that reinforce the principles of the Code and in areas where there are variations from the provisions of the Code, appropriate explanation and the reasons for variations has been provided within this report. The Board considers that the alternative corporate governance practices adopted are consistent with the intent of the relevant principle of the Code.

BOARD MATTERS

The Board's Conduct of its Affairs

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

Provisions **Corporate Governance Practices of the Company**

1.1 Directors' Fiduciary Duties and Conflicts of Interest

The Board plays an effective role in leading and controlling the long-term corporate goals and strategies of the Group. It has overall responsibility for corporate governance, strategic policies and direction, key business initiatives, major funding and investment proposals, key capital expenditure decisions and other matters to be implemented by management to ensure that the Group's strategies and affairs are in the interests of the Company and its shareholders. In addition to its statutory responsibilities, the Board approves the Group's financial plans and reviews its financial performance periodically. All Directors exercise due diligence and independent judgement and are obliged to act in good faith and consider at all times the best interests of the Company. Where there are conflicts of interest, directors recuse themselves from discussions and decisions involving the issues of conflict.

1.2 Directors' induction, training and development

A formal letter is sent to newly appointed directors upon their appointments explaining their duties and obligations as directors. New Directors, upon appointment, will also be briefed on their duties and obligation as Directors, as well as the business and organization structure of the Group. The Directors may participate in seminars and/or discussion groups to keep abreast of latest developments which are relevant to the Group. In addition, as required under the Catalist Rule 406(3)(a), a Director who has no prior experience as a director of a listed company on SGX-ST must, in addition to the induction described above, undergo training as prescribed by SGX-ST within one year from the date of his appointment to the Board, which includes attending certain modules of the Listed Entity Director Programme conducted by Singapore Institute of Directors. There were no new Directors appointed during FY2024 and up to the date of this report.

CORPORATE GOVERNANCE REPORT

Provisions **Corporate Governance Practices of the Company**

To keep abreast with developments in corporate, financial, legal and other compliance requirements, Directors are encouraged to attend relevant courses and seminars funded by the Company. Additionally, new updates relating to changes to the Catalist Rules which are relevant to the Directors are circulated to the Board. The external auditors also update the Audit Committee ("**AC**") and the Board on the new and revised accounting standards that are applicable to the Group.

The Directors are aware of the requirements in respect of disclosure of interests in securities, disclosure of conflicts of interest in transactions involving the Company, prohibition on dealings in the Company's securities and restrictions on the disclosure of price-sensitive information. The Directors are also informed of regulatory changes initiated by or affecting the Company.

The Company has a budget for all Directors to attend appropriate courses, conferences and seminars for them to stay abreast of relevant business development and outlook. These include programmes run by the Singapore Institute of Directors or other training institutions. Pursuant to Catalist Rule 720(6), all Directors have completed the mandated training on sustainability matters as prescribed by SGX-ST.

1.3 Matters requiring Board's approval

Key matters which are specifically reserved for decision making by the full Board include, among others, those involving material acquisitions and disposals of assets, corporate and/or financial restructuring, share issues, dividends, other returns to shareholders, interested person transactions, announcements of the Group's half yearly and full year financial results and matters that require shareholders' approval.

1.4 Board Committees

The Board is supported by the AC, the Nominating Committee ("**NC**") and the Remuneration Committee ("**RC**"), each of whose members are drawn from members of the Board (together "**Board Committees**" and each a "**Board Committee**"). Each Board Committee has its own written terms of reference and whose actions are reported to and monitored by the Board. Minutes of the Board Committee meetings are available to all Board members. All the Board Committees are actively engaged and play an important role in ensuring good corporate governance in the Company and within the Group. Further information on the activities of the AC, the NC and the RC during FY2024 are also included within this report.

1.5 Board Meetings and Attendance

The Board has held meetings for particular and specific matters as and when required. The Company's constitution (the "**Constitution**") allows a Board meeting to be conducted by way of teleconference or videoconference. A record of the directors' attendance at meetings of Board and Board Committees for FY2024, as well as frequency of such meetings, is set out in **Table A**. Sufficient time and attention are being given by the directors to the affairs of the Company, notwithstanding that some of the directors have multiple board representations as set out in **Table C**.

1.6 Access to information

The members of the Board are provided with adequate and timely information by senior management prior to Board meetings, and on an on-going basis. Such information includes Board papers related materials, explanatory information relating to matters to be brought before the Board, periodic financial statements, budgets. Requests for information from the Board, in order for the Directors to make informed decisions, are dealt with promptly by management. The Board is informed of all material events and transactions as and when they occur. The Company Secretary and/or their representatives attend all Board meetings.

CORPORATE GOVERNANCE REPORT

Provisions <u>**Corporate Governance Practices of the Company**</u>

1.7 Access to Management and Company Secretary

The Board has separate and independent access to the Group's senior management and the Company Secretary at all times.

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

The Company Secretary provides corporate secretarial support to the Board and ensures adherence to Board procedures and relevant rules and regulations which are applicable to the Company. The Company Secretary assists the Chairman by preparing meeting agenda, attending Board and Board Committee meetings and preparing minutes of proceedings. Under the direction of the Chairman, the Company Secretary, with the support of management staff, ensures good information flows within the Board and the Board Committees and between senior management and Non-Executive Directors. The appointment and replacement of the Company Secretary is a Board reserved matter.

BOARD COMPOSITION AND GUIDANCE

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

Provisions <u>**Corporate Governance Practices of the Company**</u>

2.1 Director Independence

The Board comprises five (5) Directors, of whom one (1) is Non-Independent Non-Executive Director ("**NED**"); three (3) are Non-Executive Independent Directors ("**NEIDs**") and one (1) Executive Director ("**ED**"). NEIDs make up at least one-third of the Board. A summary of the current composition of the Board and its committees is set out in **Table B**.

The NC reviews the independence of each Director on an annual basis and adopts the Code's definition of what constitutes an Independent Director. An "independent" director is one who is independent in conduct, character and judgement, and has no relationship with the company, its related corporations, its substantial shareholders or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the director's independent business judgement in the best interests of the company. The NC also takes into consideration Catalist Rule 406(3)(d) and the guidelines in Provision 2.1 of the Code, which also sets out circumstances under which a director will not be independent.

Each Independent Director is required to provide an annual confirmation of his independence based on the guidelines as set out in the Code. None of the NEIDs has a relationship with the Company, its related corporations, its substantial shareholders (holding 5% or more of the shares) or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the Director's independent business judgement in the best interests of the Company. None of the NEIDS has served on the Board for more than nine years.

CORPORATE GOVERNANCE REPORT

Provisions	Corporate Governance Practices of the Company

2.2 Independent directors make up a majority of the Board if Chairman is not independent

The Chairman of the Board is not an Independent Director. Where the Chairman is not independent, the independent directors should make up a majority of the Board. The Company has conformed to the relevant provision of the Code with majority of the Board made up of Independent Directors.

2.3 Non-executive directors make up a majority of the Board

The Company has conformed to the Code's provision for majority of the Board to make up of non-executive directors.

2.4 Board Composition

The Company acknowledges and values the significance and advantages of having a Board and Board Committees that are structured, sized, and composed appropriately, with directors who collectively offer a balanced and diverse range of perspectives. The Company also recognizes that diversity is a crucial characteristic of a high-performing and efficient Board, as it brings in multiple viewpoints, improves decision-making, mitigates group think, encourages constructive debates. The Company has adopted a formal Board Diversity Policy setting out its policy, framework and measurable objectives for promoting diversity on the Board. The Board recognizes the benefits of having greater diversity on the Board in terms of skills, knowledge, experience and other aspects of diversity such as age, gender, educational background and ethnicity and views diversity on the Board as an important element in building an effective Board. The diversity of the Directors' experience allows for the useful exchange of ideas and views. The NC is responsible for administering and reviewing the Board Diversity Policy to ensure its effectiveness and practicality. Where appropriate, the NC will report to the Board on the progress made towards achieving board diversity on an annual basis and conduct periodic review to the Board Diversity Policy.

Board Diversity

In reviewing the Board's structure, size and composition, the NC (and Board) takes into consideration the relevant rules and regulations, and the Board Diversity Policy. The NC reviews the Board's collective skills matrix during the annual assessment of the effectiveness of the Board, as well as the independent element, listed company representations and other principal commitments held by each director, scope and nature of operations as well as business requirements of the Group, succession plan for directors, progressive refreshing of the Board and Board Committees.

The NC and the Board is of the view that the present size, structure and composition of the Board and respective Board Committees are appropriate and effective in providing adequate diversity and independence to the Board. There is efficient and effective discussion and decision making with meaningful individual participation by each director with diverse professional expertise. The current Board comprises Directors who as a group provide core competencies, such as business and management experience, industry knowledge, financial and strategic planning experience and knowledge that are necessary and critical to meet the Group's objectives. In line with the Board Diversity Policy, the Board has met its objectives in ensuring a diverse of skills and experience given that the existing Board members comprises Directors with a mix of professional accounting and legal background. The biographies of all Board members are set out in the section titled "**Board of Directors**".

CORPORATE GOVERNANCE REPORT

Provisions **Corporate Governance Practices of the Company**

Details of the Board composition for FY2024 are as follows:

- Directors' professional area of expertise:

Business	2
Accountancy, Finance	2
Legal	1

- Board Independence

Non-Executive Independent Directors	3
Executive Director	1
Non-Executive Non-Independent Director	1

- Directors' age group

50s	2
60s	2
70s	1

- Directors' length of service on the Board

	Non-Executive Independent Directors	Non-Executive Director(s)	Executive Director(s)
Served less than three (3) years	–	–	–
Served three (3) years and up to (6) years	3	–	–
Served six (6) years and up to nine (9) years	–	1	–
Served more than nine (9) years	–	–	1

Although the current composition of the Board comprises all male, as and when the circumstances arise for the Board to appoint a new director, the NC will nominate the most suitable candidate (taking into account the relevant skill sets and diversity) which includes potential female candidates to be fielded for consideration based on the set objectives of the Board.

The Company does not prescribe a timeline for the appointment of a female director as such appointment will be dependent on the Company's business needs and adequacy of the Board composition as whole. The Company remains committed to implementing the Board Diversity Policy and any further progress made towards the implementation of the policy will be disclosed in future annual reports.

CORPORATE GOVERNANCE REPORT

Provisions **Corporate Governance Practices of the Company**

2.5 Meeting of non-executive directors and/or independent directors without management

The Non-Executive Director and/or Independent Directors, will meet at least once a year without the presence of Management to discuss on matters such as the performance of management, risk management, internal controls and important business issues. During the financial year, the Independent Directors had met once without the presence of Management to discuss on some of the aforesaid matters.

CHAIRMAN AND CHIEF EXECUTIVE OFFICER

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

Provisions **Corporate Governance Practices of the Company**

3.1 Separation of the roles of the Chairman and the Chief Executive Officer ("CEO")

Mr. Chew Hua Seng currently fulfills the role as the Non-Executive Chairman of the Company. As Chairman, he provides leadership to the Board. Besides giving guidance on the corporate direction of the Group, the role of the Chairman includes the approving the agendas of Board meetings and ensuring accurate, adequate and timely flow of information between the Board, management and shareholders of the Company. The Company does not have the position of Chief Executive Officer and no CEO is proposed to be appointed. The CEO's responsibilities have been assumed by the existing Management staff.

3.2 Division of responsibilities between the Chairman and CEO

As Chairman, Mr. Chew Hua Seng, with the assistance of the Company Secretary and Management, schedules Board meetings as and when required and prepares the agenda for Board meetings. In addition, he sets guidelines on and ensures quality, quantity, accuracy and timeliness of information flow between the Board, Management and shareholders of the Company. He encourages constructive relations between the Board and Management and between the Executive Director and the Independent Directors. The CEO's responsibilities have been assumed by the existing Management staff who manages the business operations of the Group. In this sense, the Chairman and the CEO are separate persons and their roles are segregated to ensure an appropriate balance and separation of power and authority, increased accountability and clear division of responsibilities.

3.3 Lead Independent Director

The Board has appointed Mr. Sim Guan Seng as the Lead Independent Director and he will be available to address any shareholders' concerns when contact through the normal channels via the Chairman, or other management executive have failed to provide satisfactory resolution or when such contact is inappropriate or inadequate.

CORPORATE GOVERNANCE REPORT

BOARD MEMBERSHIP

Principle 4: The Board has a formal and transparent process for the appointment and re-appointment of directors, taking into account the need for progressive renewal of the Board.

Provisions **<u>Corporate Governance Practices of the Company</u>**

4.1 **Role of Nominating Committee**

The Board, in conjunction with the NC, reviews the composition of the Board and Board Committees annually, taking into account the performance and contribution of each individual director. Board composition is also evaluated to ensure diversity of skills, experience, age and gender diversity are maintained within the Board and Board committees.

The principal functions of the NC stipulated in its terms of reference are summarized as follows:

(a) Reviews and recommends to the Board on all Board appointments;

(b) Reviews the Board structure, size and composition and recommends to the Board with regards to any adjustments that are deemed necessary;

(c) Reviews and determines annually the independence of each director;

(d) Assesses the effectiveness of the Board and the academic and professional qualifications of each individual director; and

(e) Reviews and recommends Directors retiring by rotation for re-election at each Annual General Meeting ("**AGM**").

Summary of NC's activities in FY2024

- Reviewed the Board's composition and size, Director's tenure, competencies and outside commitments, attendance and the nomination of directors for re-election as well as key management personnel (if any);

- Reviewed the need to renew the Board by bringing in candidates with the requisite experience and in performing the aforesaid, give adequate consideration to the Company's Board Diversity Policy;

- Reviewed the major themes arising from the annual Board Committees and Board performance review process and considered whether any aspects of the Board's oversight framework could be strengthened;

- Oversight of directors' training programs, including sustainability training of all directors as prescribed under listing rules; and

- Reviewed the Director's independence criteria and assessment process.

- Reassessed the suitability of a director to continue as director of the Company.

4.2 **Composition of NC**

The NC, regulated by a set of written terms of reference, comprises four members, the majority of whom, including the NC Chairman, are Independent Non-Executive Directors. The NC meets at least once a year. The Lead Independent Director is a member of the NC. The names of the NC members are disclosed in Table B.

CORPORATE GOVERNANCE REPORT

Provisions **Corporate Governance Practices of the Company**

4.3 Board renewal and succession planning

The NC is responsible for identifying and recommending new board members to the Board, after considering the necessary and desirable competencies of the candidates which include:

(i) academic and professional qualifications;

(ii) industry experience;

(iii) number of other directorships and principal commitments;

(iv) relevant experience as a Director; and

(v) ability and adequacy in carrying out required tasks.

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

a. developing a framework on desired competencies and diversity on Board;

b. assessing current competencies and diversity on Board;

c. developing desired profiles of new Directors;

d. initiating search for new Directors including external search, if necessary;

e. shortlisting and interviewing potential Director candidates;

f. recommending appointments to the Board; and

g. carrying out re-election at general meeting.

In accordance with the Constitution, at each AGM, one-third of the Directors for the time being (or, if their number is not a multiple of three, the number nearest to but not less than one-third), shall retire from office by rotation, so that all Director shall retire from office once at least every three years. All directors, including the Executive Director, must submit themselves for re-nomination and re-appointment at least once every three years in accordance with Catalist Rule 720(4).

All newly appointed directors will have to retire from office at the next AGM following their appointments pursuant to Regulation 106 of the Company's Constitution. The retiring directors are eligible to offer themselves for re-election. The following Directors will retire by rotation at the upcoming AGM and have been nominated for re-election:

Mr. Chan Hock Keng (Regulation 100)
Mr. Lim Kian Thong (Regulation 100)

The NC has recommended the nomination of the directors retiring under Regulation 100 of the Company's Constitution for re-election at the forthcoming AGM. The Board has accepted the NC's recommendation and accordingly, the above-mentioned Directors, being eligible, will be offering themselves for re-election at the forthcoming AGM. Each Director abstains from making any recommendation and voting on any resolution in respect of the assessment of his own performance or re-appointment as a director. The Company has no alternate director on its Board.

CORPORATE GOVERNANCE REPORT

Provisions	Corporate Governance Practices of the Company

4.4 Circumstances affecting Director's independence

The NC determines the independence of each director annually, and as and when circumstances require, based on the definitions and guidelines of independence as set forth in Provision 2.1 above. The Board, after taking into consideration the views of the NC, is of the view that Mr. Sim Guan Seng, Mr. Chan Hock Keng and Mr. Lim Kian Thong are independent and is satisfied that there is no relationship set forth in the Catalist Rules and Code (including the accompanying Practice Guidance) which could affect the independence of each of the existing independent directors. Each NEID has abstained from the deliberation of his own independence. For further information on the declaration of independence submitted by the independent directors to the NC for assessment and consideration, please refer to details set out in Provision 2.1.

4.5 Multiple listed company directorships and other principal commitments

The NC reviews annually the time commitment of directors. Notwithstanding that some of the Directors have multiple board representations, the NC is satisfied that sufficient time and attention were expended by the directors on the affairs of the Company and each Director was able to and has been adequately carrying out his duties as a Director of the Company.

The NC and the Board are of the opinion that setting a maximum number of listed company board representations would not be meaningful as the contributions of the Directors would depend on many other factors such as whether they are in full time employment and their other responsibilities or principal commitments. In addition, the Board representations presently held by the Directors do not impede the performance of their duties to the Company. Further information on the directorships and principal commitments of each director are disclosed in **Table C**.

BOARD PERFORMANCE

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

Provisions	Corporate Governance Practices of the Company

5.1 Assessment of effectiveness of the Board and Board Committees and assessing the contribution by individual directors

The NC is responsible for assessing the effectiveness of the Board as a whole, the Board Committees and where appropriate, the contribution of each individual Director. The NC is also responsible for deciding how the Board's performance may be evaluated, proposing objective performance criteria for the Board's approval and implementing corporate governance measures to achieve good stewardship of the Company.

5.2 The evaluation of the Board is conducted annually. This evaluation was carried out by having all Board members complete a questionnaire individually. The assessment parameters include evaluation of the Board's composition, size, skills matrix and expertise, timeliness of information flow and quality of information to the Board, Board pro-activeness, Board accountability and oversight, succession planning as well as standards of conduct. The annual evaluation exercise also provides an opportunity to obtain constructive feedback from each Director on whether the Board committees are functioning properly, and whether the Board's procedures and processes have allowed each Director to discharge his duties effectively and to propose changes which may be made to enhance the Board effectiveness as a whole.

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For the year under review, the NC assessed the efficiency and effectiveness of the Board Committees in assisting the Board based on the assessment criteria which include amongst others, the Board Committees' composition and size, sufficient and relevant expertise and useful recommendations in assisting the Board for better decision-making, the interaction among committee members, reporting to the Board and recording of minutes.

For the year under review, there was also a self-appraisal to evaluate each director's performance and contribution. Self-appraisal forms were sent to the directors for completion and the results were reviewed by the NC and the Board. Factors which were taken into account include readiness to contribute at meetings of Board and Board Committees, contribution of effort such as preparedness, being informed and having sufficient knowledge of the Company's business, personal relationships with fellow directors and professionals. Additionally, the process for the re-election of Directors for the current year takes into account their attendances, commitment of time and contributions made at meetings of Board and Board Committees, general meetings as well as informal contribution via e-mail and telecommunication discussion.

The NC would review the assessment criteria periodically to ensure that the criteria is able to provide an accurate and effective performance assessment taking into consideration industry standards and the economic climate with the objective to enhance long term shareholders value, thereafter propose amendments if any, to the Board for approval. The NC did not propose any changes to the performance criteria for FY2024 as compared to the previous financial year as the Board composition and the Group's principal business activities remained largely the same.

Based on the NC and Board's assessment and review for FY2024, the performance of the Board as a whole is satisfactory with each Director contributing to the overall effectiveness of the Board. No external facilitators were used in the evaluation process and the assessment of the Board and its Board Committees for FY2024.

REMUNERATION MATTERS

Procedures for developing remuneration policies

Principle 6: The Board has a formal and transparent procedure for developing policies on director and executive remuneration, and for fixing the remuneration packages of individual directors and key management personnel. No director is involved in deciding his or her own remuneration.

Provisions **Corporate Governance Practices of the Company**

6.1 **RC to recommend remuneration framework and packages**

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

The RC recommends to the Board a remuneration framework for the Directors and key management personnel and a specific remuneration package for the Executive Director. The recommendations of the RC are subject to the final decision and endorsement by the entire Board. All aspects of remuneration, including but not limited to Directors' fees, salaries, allowances, bonuses, options and benefits-in-kind are reviewed by the RC. Any Director who may have an interest in the outcome of the Board decisions is required to abstain from participation in the approval process. Each RC member will abstain from participating in the deliberations of and voting on any resolution in respect of his remuneration package or that of employees related to him.

CORPORATE GOVERNANCE REPORT

Provisions <u>**Corporate Governance Practices of the Company**</u>

6.2 Composition of RC

The RC, regulated by a set of written terms of reference, comprises four members, all of whom are Non-Executive Directors, the majority of whom, including the RC Chairman, are independent. The names of the members of the RC are disclosed in **Table B**.

6.3 RC to consider and ensure all aspects of remuneration is fair

The RC considers all aspects of remuneration, namely, director's fees, salaries, allowances, bonuses, share-based incentives and awards, other benefits and termination terms, to ensure that they are fair. The remuneration policy for the Executive Director and key management personnel consists of both fixed and variable components. The fixed component includes salary, annual wage supplement and CPF contributions. The variable component comprises a bonus element, share options and performance shares which are performance-based. There are no onerous compensation commitments on the part of the Company in the event of an early termination of the service of the Executive Director and key management personnel.

6.4 Expert advice on remuneration

No independent consultant is engaged to advise on the remuneration of all Directors. The Company will seek independent expert advice should such need arise.

Summary of RC's activities in FY2024

- Reviewed the remuneration packages for the Executive Director; key management personnel (who are not also Directors); and employees who are substantial shareholders, or are immediate family member of a Director, or substantial shareholder; and

- Reviewed the remuneration for non-executive independent and non-independent Directors.

LEVEL AND MIX OF REMUNERATION

Principle 7: The level and structure of remuneration of the Board and key management personnel are appropriate and proportionate to the sustained performance and value creation of the company, taking into account the strategic objectives of the company.

Provisions <u>**Corporate Governance Practices of the Company**</u>

7.1 & 7.3 Remuneration of the Executive Director and other key management personnel are appropriately structured to link rewards to performance

The Company's remuneration policy provides compensation packages at market rates which reward good performance and aim to attract, retain and motivate Directors and key management personnel.

The Executive Director is remunerated as member of management. The compensation structure consists of three key components – salary, bonus and other short-term benefits.

The Chairman is consulted by the RC on matters relating to the key management personnel who report to him on matters relating to the performance of the Company.

The remuneration of the Group's key management personnel takes into account the pay and employment conditions within the industry. The Company has not adopted the use of contractual provisions to reclaim incentive components of the remuneration of Executive Director and key management personnel as it was considered unnecessary in the Company's current context.

CORPORATE GOVERNANCE REPORT

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7.2 **Remuneration of non-executive director's dependent on contribution, effort, time spent and responsibilities**

In reviewing the recommendation for Independent Non-Executive Directors' remuneration for FY2024, the RC had continued to adopt a framework of basic fees for serving on the Board and Board Committees, as well as fees for chairing each Board Committee and the role of Lead Independent Director. The fees take into consideration the amount of time and effort that each Board member may be required to devote to their role. The fee structure is as follows:

	S$
Base fee of Directors	10,000
AC Chairman	20,000
NC/RC Chairman	10,000
AC/NC/RC Member	5,000
Lead Independent Director	5,000

Fees for Independent Non-Executive Directors are subject to the approval of shareholders at the AGM.

DISCLOSURE OF REMUNERATION

Principle 8: The company is transparent on its remuneration policies, level and mix of remuneration, the procedure for setting remuneration, and the relationships between remuneration, performance and value creation.

Provisions **Corporate Governance Practices of the Company**

8.1 **Remuneration disclosures of directors and key management personnel; Details of employee share schemes**

The Company has adopted remuneration disclosure of Directors in accordance with the Catalist Rule 1204(10D) presenting a breakdown (in percentage terms) of base or fixed salary and other benefits-in-kind.

The Company discloses the remuneration paid to each key management personnel (who are not Directors) using a narrower band of S$100,000 to improve transparency.

The Executive Director does not receive director's fees but are remunerated as members of management. The remuneration package of the Executive Director and the compensation structure of the key management personnel (who are not Directors) comprise three key components namely, salary, bonus and other short-term benefits. The bonus component is based on the performance of the Group as a whole and their individual performance. This is designed to align remuneration with the interests of shareholders and link rewards to corporate and individual performance so as to promote long-term sustainability of the Group.

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Regarding the Code's recommendation to fully disclose the remuneration of directors and the top key management personnel (who are not directors or the CEO) in bands no wider than S$250,000 and in aggregate the total remuneration paid to these key management personnel, given the highly competitive environment it is operating in and the confidentiality attached to the remuneration matters, the Company believes that disclosing remuneration using a narrower band of S$100,000 and disclosing in aggregate the total remuneration paid to the key management personnel (who are not Directors) in percentages provide sufficient overview of the remuneration of the key management personnel (who are not Directors). There was no termination, retirement, post-employment benefits that may be granted to the Directors and the top key management personnel.

Table D and **Table D1** set out the breakdown of the remuneration of the Directors and the top key management personnel (who are not Directors), respectively, for FY2024.

8.2 Remuneration of employees who are substantial shareholders of the company, or are immediate family member of a director, the CEO or a substantial shareholder of the company

Saved as disclosed in Table D1 there are no other substantial shareholders of the Company, or immediate family member (defined in the Listing Manual as the spouse, child, adopted child, stepchild, brother, sister and parent) of a Director, or a substantial shareholder, in the employment of the Company whose annual remuneration exceeded S$100,000 during FY2024.

8.3 Details of Employee Share Schemes

The Company has two share incentive schemes known as the Sitra Holdings Employee Share Option Scheme (the "**Scheme**") and the Sitra Holdings Performance Share Plan (the "**Plan**") which was approved at the Extraordinary General Meeting of the Company held on 30 April 2015. Both Scheme and the Plan are administered by the RC, comprising Mr. Lim Kian Thong (Chairman), Mr. Sim Guan Seng and Mr. Chan Hock Keng as at the date of this report. The Circular to Shareholders containing the details of both Scheme and Plan are available to shareholders upon their request.

No share options or share awards were granted under the Scheme or Plan for FY2024.

Both the Scheme and the Plan is approaching the end of its 10-year duration and will expire on 30 April 2025.

CORPORATE GOVERNANCE REPORT

ACCOUNTABILITY AND AUDIT

Risk Management and Internal Controls

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

Provisions **Corporate Governance Practices of the Company**

9.1 Board determines the nature and extent of risks

The Group's system of internal controls is designed to manage rather than eliminate the risk of failure to achieve business objectives. It can only provide reasonable and not absolute assurance against material misstatement or loss. During the year, the AC, on behalf of the Board and through the assistance of internal and external auditors, had reviewed the effectiveness of the Group's internal control systems as well as its financial, operational, compliance and information technology controls, and risk management systems. The process used by the AC to monitor and review the effectiveness of the system of internal controls and risk management includes:-

(i) discussions with management on risks identified by management;

(ii) the audit processes;

(iii) the review of internal and external audit plans; and

(iv) the review of significant issues arising from internal and external audits.

The Group had engaged external consultants from Mazars LLP to set up an Enterprise Risk Management (ERM) Framework (the "ERM Framework"), which governs the risk management process in the Group. Through this framework, risk capabilities and competencies would be continuously enhanced. The ERM Framework also enables the identification, prioritization, assessment, management and monitoring of key risks to the Group's business. The risk management process in place covers, inter alia, financial, operational, compliance and information technology risks faced by the Group. The key risks of the Group are deliberated by the Management and reported to the AC. The AC reviews the adequacy and effectiveness of the ERM Framework against leading practices in risk management and vis-à-vis the external and internal environment which the Group operates in.

Based on the framework established, the work carried out by the internal and external auditors, the discussion with the auditors and management including the assurance received from the Executive Director and Chief Financial Officer as described below, the Board opines, with the concurrence of the AC, that there are adequate controls in place within the Group to address its key financial, operational, and compliance risks for FY2024. Additionally, the Board is satisfied that it has a risk management system in place to address the Group's key risks including information technology risk.

Management assists the Board in its oversight of the Company's risk management framework and policies by regularly reviewing the Company's business and operational activities to identify areas of significant business risks as well as appropriate measures to control and mitigate these risks. Management reviews all significant control policies and procedures and highlights all significant matters to the Directors and AC. Details of the Group's risk management policy are set out in Note 26 "Financial Risk Management" of the notes to the financial statements.

CORPORATE GOVERNANCE REPORT

Provisions **Corporate Governance Practices of the Company**

9.2 Assurance from the Executive Director, Chief Financial Officer and other key management personnel

The Board has received assurance from (a) the Executive Director and the Chief Financial Officer that the financial records of the Company have been properly maintained and the financial statements give a true and fair view of the Company's operations and finances; and (b) the Executive Director and other key management personnel who are responsible, that the Company's risk management and internal control systems are adequate and effective.

AUDIT COMMITTEE

Principle 10: The Board has an Audit Committee ("AC") which discharges its duties objectively.

Provisions **Corporate Governance Practices of the Company**

10.1 Duties of AC

The AC has specific written terms of reference and performed the following key functions:

(a) Reviews the audit plans of the external auditor and internal auditor, including the review of the auditors' evaluation of the adequacy of the Company's system of internal controls, their report to management and the management's response.

(b) Reviews the balance sheet of the Company, the consolidated financial statements of the Group and the external auditor's report on those financial statements, and discusses any significant adjustments, major risk areas, changes in accounting policies, compliance with Singapore Financial Reporting Standards (International), concerns and issues arising from external audit including any matters which the auditor may wish to discuss in the absence of management, where appropriate, before submission to the Board for approval;

(c) Reviews and discusses with the auditors on any suspected fraud, irregularity or infringement of any relevant laws, rules or regulations, which has or is likely to have a material impact on the operating results or financial position including management's response to these matters;

(d) Reviews the co-operation given by the Company's officers to the auditors;

(e) Reviews the nature and extent of all non-audit services provided by the Group's external auditor, if any, and determine if such services would affect the independence of the external auditor;

(f) Makes recommendations to the Board on any proposals to the shareholders on appointment and removal of external auditors and the remuneration and terms of engagement of the external auditors;

(g) Reviews internal control procedures and guidelines for all interested person transactions, and if during these periodic reviews, the AC believes that the procedures are not sufficient, the Company will revise the internal control procedures;

CORPORATE GOVERNANCE REPORT

Provisions **Corporate Governance Practices of the Company**

(h) Reviews and ratifies all interested person transactions falling within the scope of Chapter 9 of the Rules of Catalist, if any;

(i) Reviews any potential conflicts of interest;

(j) Undertakes such other reviews and projects as may be requested by the Board and report to the Board its findings from time to time on matters arising and requiring the attention of the AC;

(k) Reviews the appointment of different external auditors for its subsidiaries and/or significant associated companies (if any); and

(l) Undertakes such other functions and duties as may be required by the relevant laws or provisions of the Rules of Catalist (as may be amended from time to time).

Apart from the above functions, the AC will commission and review the findings of internal investigations into matters where there is suspicion of fraud or irregularity, or failure of internal controls or infringement of any Singapore law, rule or regulation, which has or is likely to have a material impact on the operating results and/or financial position.

In the event that a member of the AC is interested in any matter being considered by the AC, he will abstain from reviewing that particular transaction or voting on that particular resolution.

Moore Stephens LLP, the Company's external auditors, carried out, as part of their statutory audit, a review of the effectiveness of the Company's internal accounting controls on an annual basis. Any material internal accounting control weaknesses noted in the course of the statutory audit were reported by the external auditors to the AC.

The AC also meets with the Company's external and internal auditors without the presence of management. Ad-hoc meetings may be carried out from time to time, as circumstances require.

In recommending the re-appointment of the auditors, the AC considered and reviewed various factors including the adequacy of resources, the experience of the auditing firm and the audit engagement partner, the firm's other audit engagements, the number and experience of supervisory and professional staff to be assigned to the audit, the size and complexity of the Group and its businesses and operations. The AC shall continue to monitor the scope and results of the external audit, its cost effectiveness, as well as the independence and objectivity of the external auditors and give its recommendations to the Board and the Company regarding the appointment, re-appointment or removal of the external auditors.

Catalist Rules 1204(6)(a) and 1204(6)(b)

The total audit fees paid to the external auditors are stated on page 104 of this Annual Report. There were no non-audit fees payable to the external auditors in FY2024 that would affect the independence of the auditors. The AC having assessed the independence of auditors and size of resources and expertise, has recommended to the Board the re-appointment of Moore Stephens LLP as auditors of the Company.

The AC had recommended and the Board had approved the tabling of the re-appointment of Moore Stephens LLP as auditors of the Company for shareholders' approval at the forthcoming AGM. The auditors, Moore Stephens LLP have indicated their willingness to accept re-appointment.

CORPORATE GOVERNANCE REPORT

Provisions	Corporate Governance Practices of the Company
	Whistle Blowing Policy
Catalist Rules 1204 (18A) and 1204 (18B)	The Group has a Whistle-Blowing Policy where employees of the Group may, in confidence, raise concerns about possible improprieties in matters of financial reporting or other matters. The policy establishes a confidential line of communication for the report of issues/concerns to any one of the AC members and provides for the protection of those who raise a concern in good faith against detrimental or unfair treatment. The complainant's identity shall also be kept confidential to the extent reasonably practical within the limits of the law. The AC is the custodian of the policy and responsible for the overall oversight and monitoring of the policy and its implementation. The policy sets out the procedures and processes by which the AC assesses and reviews (in consultation with the Board of Directors and/or Management where appropriate or necessary) the nature of the complaint, the appropriate independent investigation to be conducted, the outcome of such investigation and the follow-up action to be taken. There was no whistle blowing report received in FY2024.

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

Summary of AC's activities in FY2024

During the year, the AC performed the following activities including reviewing:

(a) the half yearly and full year financial statements including announcements to shareholders;

(b) the external auditor's plan (including, among others, the nature and scope of the audit before the audit commenced and the risk management issues of the Group);

(c) the internal auditor's plan and internal control report based on their evaluation of the system of internal controls;

(d) the external auditor's report on findings including their resolutions;

(e) the assistance given to the external and internal auditors by the Company's officers; and

(f) the consolidated financial statements of the Group, including the balance sheet of the Company.

CORPORATE GOVERNANCE REPORT

Provisions <u>**Corporate Governance Practices of the Company**</u>

Financial reporting and significant financial judgement

The AC noted the key audit matters ("KAMs") raised by the external auditor in its audit report. These matters are considered significant as they involved significant judgement and estimates by management. Below are the AC's commentary on these KAMs.

Key audit matters involving significant judgement and estimates	Matters considered	Conclusion by AC
Valuation of leasehold land classified under property, plant and equipment and leasehold land and buildings classified under investment properties Refer to Note 3.1, Note 17 and Note 18 to the financial statements	As at 31 December 2024, the Group has leasehold land classified under property, plant and equipment of S$5.86 million (2023: S$8.83 million) and leasehold land and buildings classified under investment properties of S$3.46 million (2023: Nil), representing 48% and 29% of the Group's total assets. The valuation of the Group's leasehold land classified under property, plant and equipment and leasehold land and buildings classified under investment properties were derived from the indicative values determined from the valuation reports performed by an independent professional valuer engaged by the management. The determination of the fair values of the Group's leasehold land classified under property, plant and equipment and leasehold land and buildings classified under investment properties required significant judgements in determining the appropriateness of the valuation methodologies to be used and the reasonableness of the underlying assumptions to be applied.	Based on the AC's discussion with management and the external auditor and review of the valuation report prepared by the independent external valuation expert, the AC concurred with management on the valuation of the Group's leasehold land and classified under property, plant and equipment of S$5.86 million and leasehold land and buildings classified under investment properties of S$3.46 million as at 31 December 2024.

Catalist Rules 1204(6)(c), 712,715 and 716

The Board and AC have reviewed the appointment of different auditors for one of its subsidiaries and were satisfied that such appointment would not compromise the standard and effectiveness of the audit of the Group and that Catalist Rule 716 has been complied with. Refer to Note 16 "Investment in subsidiary corporations" of the notes to the financial statements for the subsidiary audited by different auditors. In appointing the audit firms for the Company and its subsidiaries, the Audit Committee and the Board are satisfied that the Group has complied with Catalist Rules 712, 715 and 716.

CORPORATE GOVERNANCE REPORT

Provisions	Corporate Governance Practices of the Company
10.2	**Composition of AC**
	The AC, regulated by a set of written terms of reference, comprises three members, all of whom including the Chairman are Independent Non-Executive Directors who do not have any management or business relationships with the Company or any substantial shareholders of the Company. The names of the members of the AC are disclosed in Table B. The members of the AC, collectively, have recent and relevant accounting or related financial management expertise or experience and are qualified to discharge the AC's responsibilities.
10.3	**AC does not comprise former partners or directors of the Company's auditing firm**
	None of the AC members were former partners of or directors of the Company's existing auditing firm or have any financial interest in the Company's auditors, Moore Stephens LLP.
10.4	**Primary reporting line of the internal audit function is AC; Internal audit function has unfettered access to Company's documents, records, properties and personnel**
	The Group has outsourced its internal audit function to external audit professionals, Forvis Mazars LLP. The internal auditor ("IA") plans its internal audit schedule and scope of work in consultation with the AC and reports directly and independently to the AC. Being an independent function; the internal audit work is conducted with impartiality and professional care and in accordance with the International Standards for the Professional Practice of Internal Auditing set by the Institute of Internal Auditors. The IA has full access to all the Group's documents, records, properties and personnel, including the AC.
	To ensure that the IA is staffed with relevant, qualified and experienced persons, the AC approves the hiring, removal, evaluation and compensation of the IA. The IA has confirmed that all its team members are equipped with and practising the recommended standards of internal audit. The AC is satisfied that the internal audit function is independent and able to discharge its duties effectively as the internal auditor of the Company as the IA is staffed with suitably qualified and experienced professionals with the relevant experience, adequately resourced and has the appropriate standing in the Company, given, inter alia, its involvement in certain AC meetings and its unfettered access to all the Group's documents, records, properties and personnel, including direct access to the AC.
	The Board recognized that it is important to maintain a system of internal controls to safeguard shareholders' investments and the Group's businesses and assets, while the management is responsible for establishing and implementing effective internal control procedures. The role of IA is to assist the AC in ensuring that controls are properly in place, effective and functioning as intended.
	The IA prepares and executes a risk-based audit plan, so as to review the adequacy and effectiveness of the Group's financial, operational, compliance and information technology controls, and risk management. The IA will follow up on all recommendations to ensure that Management has implemented them on a timely and appropriate manner and reports the results to the AC.
	In addition, the external auditors will highlight any material internal control weaknesses which have come to their attention in the course of their statutory audit. All internal and external audit findings and recommendations made by the internal and external auditors are reported to the AC. Significant issues are discussed at AC meetings.

CORPORATE GOVERNANCE REPORT

Provisions **Corporate Governance Practices of the Company**

The FY2024 internal audit review was carried out by Forvis Mazars LLP. No significant internal control weaknesses were noted by Forvis Mazars LLP during their internal audit review in FY2024 and the Group's activities remained largely similar to prior year with no major changes in products, processes, policies, systems, management and people. Management and AC have discussed with Forvis Mazars LLP on the key processes in FY2025 to be subjected to internal audit review.

10.5 **AC meets with the auditors without the presence of Management annually**

Annually, the AC meets with the external auditors without the presence of Management. The AC also meets with the internal auditors without the presence of Management to review any important matters that should be discussed.

SHAREHOLDER RIGHTS AND ENGAGEMENT

Shareholder Rights and Conduct of General Meetings

Principle 11: The company treats all shareholders fairly and equitably in order to enable them to exercise shareholders' rights and have the opportunity to communicate their views on matters affecting the company. The company gives shareholders a balanced and understandable assessment of its performance, position and prospects.

Provisions **Corporate Governance Practices of the Company**

11.1 **Company provides shareholders with the opportunity to participate effectively and vote at general meetings**

The management supports the Code's principle and encourages shareholder participation and voting at general meetings. Shareholders are encouraged to attend the Company's AGM to stay informed of the Company's strategy and goals. The Constitution of the Company allows each shareholder to appoint up to two proxies to attend AGMs. The Board welcomes questions from shareholders who have an opportunity to raise issues either informally or formally before or at the AGM. Results announcements, any other material information or press releases are also made available to the public through SGXNET.

The extraordinary general meeting of the Company held on 15 January 2024 ("EGM") was held in a wholly physical mode. Printed copies of the Circular, the Notice of EGM and proxy form ("Documents") were sent to shareholders of the Company via post. These Documents were also made available on the SGXNET. Shareholders were allowed to deposit their proxy forms and submit the questions in advance by post and by electronic mail.

The AGM of the Company held on 26 April 2024 was held in a wholly physical mode. Printed copies of the Notice of AGM, Proxy Form and the Request Form (to request for printed copy of the Annual Report) ("Documents") were sent to shareholders of the Company via post. These Documents were also made available on the SGXNET. Shareholders were allowed to deposit their proxy forms and submit the questions in advance by post and by electronic mail.

The upcoming AGM of the Company to be held in respect of FY2024 will be held in a wholly physical manner. Details of the meeting participation and voting procedures for the AGM will be communicated to shareholders. Please refer to the important notes to shareholders in the Notice of Annual General Meeting dated 10 April 2025 for further information.

CORPORATE GOVERNANCE REPORT

Provisions **Corporate Governance Practices of the Company**

11.2 Separate resolution on each substantially separate issue

Resolutions to be passed at general meetings are always separate and distinct in terms of issue and are consistent with the Code's recommendation that companies avoid 'bundling' resolutions unless the resolutions are interdependent and linked so as to form one significant proposal. Reasons, and implications of why resolutions are bundled will be set out clearly if applicable.

11.3 All Directors attend general meetings

All Directors will attend the general meetings of shareholders unless due to exigencies. The external auditors are also present at the Company's AGM to address shareholders' queries about the conduct of audit and the preparation and content of the auditors' report. Directors will address the shareholders' queries prior to and during the AGM if required.

A record of the directors' attendance at the EGM and AGM held in FY2024 is set out in Table A.

11.4 Company's Constitution on absentia voting of shareholders

Provision 11.4 of the Code recommends that the Company's Constitution allow for absentia voting at general meetings of shareholders. The Company's Constitution allows for absentia voting at general meetings of shareholders, including but not limited to voting by mail, electronic mail or facsimile. As the authentication of shareholder identity and other related security and integrity issues still remains a concern, the Company has decided for the time being, not to implement absentia voting methods such as voting by mail, electronic mail or facsimile. Notwithstanding variation from Provision 11.4 of the Code, the Company is of the view that the intent of Principle 11 is still met as the existing arrangement whereby shareholders have the right to appoint proxies to attend general meetings and vote on their behalf enables shareholders to exercise their rights and have the opportunity to vote even if they are unable to attend in person.

11.5 Minutes of general meeting are published via SGXNet

In accordance with Guidance 6 of the Practice Note 7E General Meetings of the Catalist Rules, the minutes of general meetings, including the substantial and relevant comments or queries raised by shareholders in relation to the meeting agenda and the responses from the Board and/or Management, will be published within one month after the general meeting on SGXNET.

11.6 Dividend Policy

The Company does not have a dividend policy. As the Company had accumulated losses as at 31 December 2024 and its current priority is to achieve long-term capital growth for the benefit of shareholders, any profits generated shall therefore be retained for investment into the future. The Board will continue to monitor the financial position of the Company and will propose dividends at the appropriate time to the best interest of the shareholders. No dividend has been declared or recommended for FY2024 for reasons set out in the Company's full year results that were announced on SGXNET on 21 February 2025.

CORPORATE GOVERNANCE REPORT

ENGAGEMENT WITH SHAREHOLDERS

Principle 12: The company communicates regularly with its shareholders and facilitates the participation of shareholders during general meetings and other dialogues to allow shareholders to communicate their views on various matters affecting the company.

Provisions <u>**Corporate Governance Practices of the Company**</u>

12.1 The Company provides avenues for communication between the Board and shareholders

The Board views the general meetings as the principal forum for dialogue with shareholders, being an opportunity for shareholders to raise issues pertaining to the proposed resolutions and/or ask the Directors or management questions regarding the Company and its operations.

The Company communicates information to shareholders and the investing community through announcements that are released to the SGX-ST via SGXNET. Such announcements include the half yearly and full year results, material transactions and other developments relating to the Group requiring disclosure under the corporate disclosure policy of the Catalist Rules.

12.2 Investor relations (if any) and mechanism of communication between the shareholders and the Company

Although the Company has not put in place an investor relations policy to promote regular and proactive communication with shareholders, the Company will review such a need when the need arises. The Company strengthens relationships with the investing community and solicits their views through one-on-one meetings.

12.3 Mechanisms for contacting the Company

The Company does not practice selective disclosure. In line with continuous obligations of the Company pursuant to the Catalist Rules, the Board's policy is that all shareholders should be equally, adequately and timely informed of all major developments impacting the Group. Price-sensitive information and results are released to the public through SGXNET on a timely basis in accordance with the requirements of the Catalist Rules.

The Board welcomes the views of shareholders on matters affecting the Company, whether at shareholders' meetings or on an ad hoc basis.

MANAGING STAKEHOLDERS RELATIONSHIPS

Engagement with Stakeholders

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

Provisions <u>**Corporate Governance Practices of the Company**</u>

13.1 Engagement with material stakeholder groups

The Company has appropriate channels in place to identify and engage with its key stakeholder groups. The Company recognizes the importance of understanding the Group's businesses and regular interactions with key stakeholders to determine material issues for the Group's businesses.

CORPORATE GOVERNANCE REPORT

Provisions	<u>Corporate Governance Practices of the Company</u>
13.2	The Company embarked on a stakeholder engagement exercise with customers, shareholders, employees, suppliers, Government and Regulatory Agencies and the media as set out in its sustainability reports since FY2019. The objective was for the Company to identify areas that are material, sustainable and necessary for future development. Feedback from all stakeholder groups was solicited through open dialogues on a regular basis. Internal stakeholder workshops for account-drivers and overseas markets were also organized to gather more in-depth views to enhance the Company's sustainability reporting.
13.3	**Corporate website to engage stakeholders**
	The strategy and key areas of focus in relation to the management of stakeholder relationships are disclosed under "Stakeholder Engagement" on page 16 of this Annual Report.
	The Board views the general meetings as the principal forum for dialogue with shareholders, being an opportunity for shareholders to raise issues pertaining to the proposed resolutions and/or ask the Directors or management questions regarding the Company and its operations.

OTHER CORPORATE GOVERNANCE MATTERS

	Securities Transactions
Catalist Rule 1204(19)	The Company has adopted an internal policy to govern the conduct of securities transactions by its directors and officers. The Company's Directors and officers are not allowed to deal in the Company's shares at least one month before the announcement of the Company's half yearly and full year results until the day after the announcement. The Directors and officers should not deal in the Company's securities on short-term considerations.
	Directors and officers are required to observe insider trading provisions under the Securities and Futures Act 2001 at all times; even when dealing in the Company's securities within the permitted trading periods. Directors of the Company are required to report all dealings to the Company Secretary.
	MATERIAL CONTRACTS
Catalist Rule 1204(8)	Save for the service agreements entered into with Mr. Steven Chew which is still subsisting as at the end of FY2024, there are no material contracts involving the interests of the Directors or controlling shareholders entered into by the Group which are still subsisting as at the end of the financial year or entered into during the financial year.
	INTERESTED PERSON TRANSACTIONS
Catalist Rule 907	The Company has established procedures to ensure that all transactions with interested persons are reported on in a timely manner to the AC and that the transactions are carried out on normal commercial terms and will not be prejudicial to the interests of the Company and its minority shareholders. During the year under aside from the completion of the acquisition of the remaining 46% shares in Mapur Rocky Resort Limited on 7 October 2022 (further details can be found in circular to shareholders dated 15 September 2022 and the Company's announcements on 10 August 2022, 11 August 2022, 30 September 2022, 6 October 2022, 10 October 2022 and 10 December 2024), there were no material interested person transactions of S$100,000, or more during FY2024 requiring disclosure pursuant to the Catalist Rules.

CORPORATE GOVERNANCE REPORT

Provisions **Corporate Governance Practices of the Company**

CATALIST SPONSOR

Catalist Rule 1204(21)

There was no non-sponsor fee paid/payable to the Company's sponsor, RHT Capital Pte. Ltd., by the Company for FY2024.

SUSTAINABILITY REPORTING

Catalist Rule 711A, 711B

The Company believes in contributing back to society in meaningful ways and continues to play our part in sustainable development. We believe that the effective management of environmental, social and governance (ESG) risks and opportunities can help us to deliver long-term value to our stakeholders. The Sustainability Report for FY2024 is included on pages 13 to 47 of this Annual Report.

TABLE A – DIRECTORS' ATTENDANCE AT BOARD AND BOARD COMMITTEE MEETINGS AND OTHER MEETINGS FOR FY2024

	Board of Directors		Nominating Committee		Audit Committee		Remuneration Committee		AGM	EGM	Attendance	
Directors	Held	Attended	Held	Attended	Held	Attended	Held	Attended	Attended		Total	%
Chew Hua Seng	3	3	1	1	3	3	1	1	0	1	9/10	90%
Chew Chiew Siang, Steven	4	4	2	2	3	3	1	1	1	1	11/11	100%
Sim Guan Seng	4	4	2	2	3	3	1	1	1	1	11/11	100%
Chan Hock Keng	4	4	2	2	3	3	1	1	1	1	11/11	100%
Lim Kian Thong	4	4	2	2	3	3	1	1	1	1	11/11	100%

TABLE B – BOARD AND BOARD COMMITTEES AS AT THE DATE OF THIS REPORT

	Board	Nominating Committee	Audit Committee	Remuneration Committee
Non-Independent Directors				
Chew Hua Seng (non-executive)	Chairman	Member	–	–
Chew Chiew Siang, Steven (executive)	Member	–	–	–
Independent Non-Executive Directors				
Sim Guan Seng (also Lead Independent Director)	Member	Member	Chairman	Member
Chan Hock Keng	Member	Chairman	Member	Member
Lim Kian Thong	Member	Member	Member	Chairman

CORPORATE GOVERNANCE REPORT

TABLE C – DATE OF DIRECTOR'S INITIAL APPOINTMENT, LAST RE-ELECTION AND THEIR DIRECTORSHIPS/ PRINCIPAL COMMITMENTS

Name of Director	Age	Date of initial appointment	Date of last re-election	Present directorships in listed companies	Past (preceding 5 years) directorships in listed companies	Principal Commitments *
Chew Hua Seng	71	21/10/2019	28/04/2023	• Raffles Education Limited • Oriental University City Holdings (H.K.) Limited • Sitra Holdings (International) Limited	–	Full time employment with Raffles Education Limited and its subsidiaries.
Chew Chiew Siang, Steven	54	20/09/2006	26/04/2024	• Sitra Holdings (International) Limited	–	Full time employment with the Group
Sim Guan Seng	66	01/06/2021	26/04/2024	• Sitra Holdings (International) Limited • Darco Water Technologies Limited • Megachem Limited	–	Managing Director Cohen Assurance PAC
Chan Hock Keng	57	01/07/2021	29/04/2022	• Sitra Holdings (International) Limited • Jumbo Group Limited	–	WongPartnership - Partner
Lim Kian Thong	63	02/08/2021	29/04/2022	• Sitra Holdings (International) Limited • Aspen (Group) Holdings Limited • Jiutian Chemical Group Limited • LHN Limited	• United Global Limited • Capital World Limited • LHN Logistics Limited • PureCircle Limited	iFAST Corporation Ltd. - Senior Management Executive, Management office

* *The term "principal commitments" includes all commitments which involve significant time commitment such as full- time occupation, consultancy work, etc.*

CORPORATE GOVERNANCE REPORT

TABLE D – REMUNERATION OF DIRECTORS

The breakdown of the total remuneration of the Directors of the Company for the year ended 31 December 2024 is set out below:

Name of Director	Position	Breakdown of Remuneration in Percentage				
		Directors' fees[1]	Salary[2]	Bonus[3]	Other short-term benefits[4]	Total $
Chew Chiew Siang, Steven	ED	–	96.5%	–	3.5%	178,064
Chew Hua Seng	NENI	–	–	–	–	–
Sim Guan Seng	NEID	100%	–	–	–	40,000
Chan Hock Keng	NEID	100%	–	–	–	30,000
Lim Kian Thong	NEID	100%	–	–	–	30,000
The aggregate total remuneration of Directors		**36.0%**	**61.8%**	**–**	**2.2%**	**278,064**

Notes

ED: Executive Director

NENI: Non-executive Non-independent Director

NEID: Non-executive Independent Director

(1) The director's fees are subject to shareholders' approval at the Annual General Meeting.

(2) Salary comprises basic salary, annual wage supplement and the Company's contribution towards the Singapore Central Provident Fund where applicable.

(3) Bonus comprises bonus, share options and performance shares which are performance-based.

(4) Other short-term benefits include motor vehicles running expenses and club subscription fees.

TABLE D1 – REMUNERATION OF KEY MANAGEMENT PERSONNEL

The breakdown of total remuneration of key management personnel of the Group (who are not directors or the CEO) for the year ended 31 December 2024 is set out below:

Name of Key Management Personnel	Position/Relationship	Breakdown of Remuneration in Percentage				Actual Total Remuneration in Compensation Bands of $100,000
		Salary[1]	Bonus[2]	Other short-term benefits[3]	Total	
Chew Ah Ba	Director of Timber Division/ Brother of Mr Chew Hua Seng (Non-Executive Chairman and substantial shareholder of the Company) and the father of Mr Chew Chiew Siang, Steven (Executive Director of the Company) and husband to Mdm Tan Teresa (a substantial shareholder of the Company). He is also a substantial shareholder of the Company.	98.9%	–	1.1%	100%	$100,001 - $200,000

CORPORATE GOVERNANCE REPORT

Name of Key Management Personnel	Position/Relationship	Breakdown of Remuneration in Percentage				Actual Total Remuneration in Compensation Bands of $100,000
		Salary[1]	Bonus[2]	Other short-term benefits[3]	Total	
Lim Sook Hwa Jacinta	Vice President Operations (Timber Division)/Wife of Mr Chew Chiew Siang, Steven, Executive Director and Daughter-in-law of Chew Ah Ba, George and Tan Teresa (substantial shareholders of the Company).	100%	–	–	100%	$100,001 - $200,000
Mok Kam Wah	Chief Financial Officer	100%	–	–	100%	$100,001 - $200,000
The aggregate total remuneration of key management personnel		**$420,133**	–	**$1,950**	**$422,083**	
		99.5%	–	**0.5%**	**100%**	

Notes:

(1) Salary comprises salary, annual wage supplement and the Company's contribution towards the Singapore Central Provident Fund where applicable.

(2) Bonus comprises bonus, share options and performance share which are performance-based.

(3) Other short-term benefits are motor vehicle running expenses.

DIRECTORS' STATEMENT

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

In the opinion of the directors,

(a) the consolidated financial statements of the Group and the statement of financial position of the Company are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2024 and the financial performance, changes in equity and cash flows of the Group for the financial year ended on that date; and

(b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due, as disclosed in Note 2.1 to the financial statements.

1 Directors

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

Chew Hua Seng
Chew Chiew Siang, Steven
Sim Guan Seng
Chan Hock Keng
Lim Kian Thong

2 Arrangements to Enable Directors to Acquire Shares and Debentures

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

3 Directors' Interests in Shares or Debentures

According to the register of directors' shareholdings, none of the directors holding office at the end of the financial year had any interest in the shares or debentures of the Company or its related corporations, except as follows:

	Holdings registered in name of director		
	At 1.1.2024	**At 31.12.2024**	**At 21.01.2025**
The Company			
(No. of ordinary shares)			
Chew Chiew Siang, Steven	24,393,900	24,393,900	24,393,900
Chew Hua Seng	654,033,520	654,033,520	654,033,520

By virtue of Section 7 of the Singapore Companies Act 1967 (the "Act"), Chew Hua Seng is deemed to have interests in all of the shares of the subsidiary corporations at the beginning and at the end of the financial year.

DIRECTORS' STATEMENT

4 Share Options

Sitra Holdings Employee Share Option Scheme

The Sitra Holdings Employee Share Option Scheme (the "Scheme") of the Company was approved and adopted at the Extraordinary General Meeting of the Company held on 30 April 2015. The Scheme is administered by the Remuneration Committee (the "Committee") of the Company, comprising the three directors, Mr. Lim Kian Thong (Chairman), Mr. Sim Guan Seng and Mr. Chan Hock Keng. The Scheme shall continue in force at the discretion of the Committee, subject to a maximum period of 10 years, commencing on the date the Scheme was adopted by shareholders of the Company.

Other information regarding the Scheme is set out below:

- The exercise price of the options can be set at a discount to the market price not exceeding 20% of the market price (or such other percentage or amount prescribed or permitted by the Singapore Exchange Securities Trading Limited ("SGX-ST").

- The options shall be exercisable, in whole or in part (provided that an option may be exercised in part only in respect of 100 ordinary shares in the capital of the Company or any multiple thereof) at any time during the exercise period as defined in the circular of the Scheme and subject to and in accordance with the conditions applicable to that option.

- The options granted expire on the 10th anniversary of the date on which an offer to grant an option is made.

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

Since the commencement of the Scheme, no options have been granted to the controlling shareholders of the Company or their associates (as defined in the SGX Trading Listing Manual) and no participant under the Scheme has been granted 5% or more of the total options available under the Scheme.

Since the commencement of the Scheme, no options have been granted to employees of the holding company or its related companies under the Scheme.

The options granted by the Company do not entitle the holders of the options, by virtue of such holding, to any rights to participate in any share issue of any other company.

5 Sitra Holdings Performance Share Plan

The Sitra Holdings Performance Share Plan (the "Plan") of the Company was approved and adopted at the Extraordinary General Meeting of the Company held on 30 April 2015. The Plan is administered by the Remuneration Committee (the "Committee") of the Company, comprising the three directors, Mr. Lim Kian Thong (Chairman), Mr. Sim Guan Seng and Mr. Chan Hock Keng. The Plan shall continue in force at the discretion of the Committee, subject to a maximum period of 10 years, commencing on the date the Plan was adopted by shareholders of the Company.

The Plan is to complement the Scheme as disclosed above. The Plan is a share incentive plan that contemplates the award of fully paid ordinary shares in the capital of the Company ("Share Awards"), issued free of charge to the eligible participants (including confirmed group employees, group executive directors and non-executive directors, and controlling shareholders and their associates) as defined in the circular of the Plan under the Plan would incentivise participants to excel in their performance and encourage greater dedication and loyalty to the Company.

DIRECTORS' STATEMENT

5 **Sitra Holdings Performance Share Plan (cont'd)**

The Share Awards granted under the Plan ("Awards") will be determined at the absolute discretion of the Committee. Participants are not required to pay for the grant of Awards.

Since the commencement of the Plan till the end of the financial year, no Awards have been granted to the employees, directors, and controlling shareholders and their associates of the Group.

6 **Audit Committee**

The members of the Audit Committee at the end of the financial year were as follows:

Sim Guan Seng (Chairman)
Chan Hock Keng
Lim Kian Thong

All members of the Audit Committee are non-executive and independent directors.

The Audit Committee carried out its functions in accordance with Section 201B (5) of the Act. In performing those functions, the Committee reviewed:

- the audit plan of the Company's independent auditor and any recommendations on internal accounting controls arising from the statutory audit;
- the compliance with legal and other regulatory requirements;
- the appointment of the independent auditor and review of the audit and non-audit fees;
- the assistance given by the Company's management to the independent auditor;
- the consolidated financial statements of the Group and the statement of financial position of the Company for the financial year ended 31 December 2024 before their submission to the Board of Directors, as well as the independent auditor's report on the consolidated financial statements of the Group and the statement of financial position of the Company;
- the scope and the results of internal audit procedures with the internal auditor;
- interested person transactions as defined under Chapter 9 of the SGX-ST Listing Manual to ensure that they are on normal commercial terms and not prejudicial to the interest of the Company or its shareholders; and
- the independence and objectivity of the independent auditors.

The Audit Committee has met with the independent auditors without the presence of the Company's management at least once a year.

The Audit Committee has recommended to the Board that the independent auditors, Moore Stephens LLP, be nominated for re-appointment at the forthcoming Annual General Meeting of the Company.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

7 Independent Auditors

The independent auditors, Moore Stephens LLP, have expressed their willingness to accept re-appointment as auditors.

On behalf of the Board of Directors,

Sim Guan Seng
Director

Chew Chiew Siang, Steven
Director

Singapore

7 April 2025

INDEPENDENT AUDITOR'S REPORT

To the members of Sitra Holdings (International) Limited

Report on the Audit of the Financial Statements

Opinion

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

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

Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority ("ACRA") *Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities* ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

INDEPENDENT AUDITOR'S REPORT

To the members of Sitra Holdings (International) Limited

Key Audit Matters (cont'd)

Key Audit Matter	How our audit addressed the key audit matter
Valuation of leasehold land classified under property, plant and equipment and leasehold land and buildings classified under investment properties (Refer to Note 3.1, Note 17 and Note 18 to the financial statements) As at 31 December 2024, the Group has leasehold land classified under property, plant and equipment of S$5.86 million (2023: S$8.83 million) and leasehold land and buildings classified under investment properties of S$3.46 million (2023: Nil), representing 48% and 29% of the Group's total assets. The valuations of the Group's leasehold land classified under property, plant and equipment and leasehold land and buildings classified under investment properties were derived from the indicative values determined from the valuation reports performed by an independent professional valuer engaged by the management. The determination of the fair values of the Group's leasehold land classified under property, plant and equipment and leasehold land and buildings classified under investment properties required significant judgements in determining the appropriateness of the valuation methodologies to be used and the reasonableness of the underlying assumptions to be applied.	**Our response** We performed the following key procedures, amongst others: ● evaluated the independent professional valuer's competence, capability and objectivity in the valuations of the leasehold land classified under property, plant and equipment and leasehold land and buildings classified under investment properties; ● reviewed the appropriateness of the valuation methodologies adopted; ● reviewed the reasonableness of key assumptions and inputs applied; and ● reviewed the adequacy of the disclosures in relation to the valuations of the leasehold land classified under property, plant and equipment and leasehold land and buildings classified under investment properties in Note 17 and Note 18 to the financial statements respectively. **Our findings** We found the valuation methodologies used were in line with generally accepted market practices and the underlying key assumptions and inputs applied were within a reasonable range.

Other Information

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

INDEPENDENT AUDITOR'S REPORT

To the members of Sitra Holdings (International) Limited

Responsibilities of Management and Directors for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and SFRS(I)s, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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

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

INDEPENDENT AUDITOR'S REPORT

To the members of Sitra Holdings (International) Limited

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

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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

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

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

Report on Other Legal and Regulatory Requirements

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

The engagement partner on the audit resulting in this independent auditor's report is Neo Keng Jin.

Moore Stephens LLP
Public Accountants and
Chartered Accountants

Singapore

7 April 2025

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the financial year ended 31 December 2024

	Note	2024	2023
		S$	S$
Revenue	4	12,691,351	14,508,798
Cost of sales		(11,500,119)	(13,309,661)
Gross profit		1,191,232	1,199,137
Other income	7	252,732	112,060
Other gains/(losses) - net	8	346,872	(100,110)
Expenses			
- Selling and marketing		(519,358)	(556,304)
- Administrative		(2,240,170)	(2,800,377)
- Finance	9	(186,677)	(184,271)
Loss before income tax		(1,155,369)	(2,329,865)
Income tax	10	(21,134)	131,879
Loss for the year		(1,176,503)	(2,197,986)
Other comprehensive income:			
Items that may be reclassified subsequently to profit or loss:			
Currency translation differences arising from consolidation	25(b)	(35,722)	43,059
Items that will not be reclassified subsequently to profit or loss:			
Revaluation gain on property, plant and equipment - net	25(b)	682,638	–
Other comprehensive income, net of tax		646,916	43,059
Total comprehensive loss for the year		(529,587)	(2,154,927)
Loss for the year attributable to:			
Equity holders of the Company		(1,190,297)	(2,285,634)
Non-controlling interest		13,794	87,648
		(1,176,503)	(2,197,986)
Total comprehensive loss for the year attributable to:			
Equity holders of the Company		(523,676)	(2,254,932)
Non-controlling interest		(5,911)	100,005
		(529,587)	(2,154,927)
Loss per share attributable to equity holders of the Company (cents per share)			
- Basic and diluted	11	(0.08)	(0.15)

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

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2024

	Note	2024	2023
		S$	S$
ASSETS			
Current assets			
Cash and bank balances	12	237,620	549,183
Trade and other receivables	13	813,488	688,157
Inventories	14	1,411,068	2,039,211
Other current assets	15	232,646	247,607
		2,694,822	3,524,158
Non-current assets			
Property, plant and equipment	17	5,935,342	8,956,300
Investment properties	18	3,460,132	–
Deferred tax assets	23	23,434	23,881
		9,418,908	8,980,181
Total assets		12,113,730	12,504,339
LIABILITIES			
Current liabilities			
Trade and other payables	20	1,713,750	1,217,934
Borrowings	21	91,766	182,788
		1,805,516	1,400,722
Non-current liabilities			
Other financial liability	22	1,677,445	1,853,096
Borrowings	21	30,935	133,987
Deferred tax liabilities	23	380,750	188,750
		2,089,130	2,175,833
Total liabilities		3,894,646	3,576,555
Net assets		8,219,084	8,927,784
EQUITY			
Capital and reserves attributable to equity holders of the Company			
Share capital	24	25,793,130	25,793,130
Other reserves	25	3,207,888	2,541,267
Accumulated losses		(21,344,282)	(20,153,985)
		7,656,736	8,180,412
Non-controlling interest		562,348	747,372
Total equity		8,219,084	8,927,784

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

STATEMENT OF FINANCIAL POSITION

As at 31 December 2024

	Note	2024	2023
		S$	S$
ASSETS			
Current assets			
Cash and bank balances	12	1,901	407,732
Other receivables	13	938,828	808,000
Other current assets	15	1,410	1,410
		942,139	1,217,142
Non-current assets			
Investments in subsidiary corporations	16	6,890,483	7,104,632
Plant and equipment	17	15,501	18,065
		6,905,984	7,122,697
Total assets		7,848,123	8,339,839
LIABILITIES			
Current liabilities			
Other payables	20	4,083,469	3,840,903
Non-current liability			
Other financial liability	22	1,677,445	1,853,096
Total liabilities		5,760,914	5,693,999
Net assets		2,087,209	2,645,840
EQUITY			
Capital and reserves attributable to equity holders of the Company			
Share capital	24	25,793,130	25,793,130
Other reserves	25	14,393	14,393
Accumulated losses		(23,720,314)	(23,161,683)
Total equity		2,087,209	2,645,840

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the financial year ended 31 December 2024

		← Attributable to equity holders of the Company →					
	Note	Share capital	Other reserves	Accumulated losses	Total	Non-controlling interest	Total equity
		S$	S$	S$	S$	S$	S$
Balance at 1 January 2024		25,793,130	2,541,267	(20,153,985)	8,180,412	747,372	8,927,784
Loss for the year		–	–	(1,190,297)	(1,190,297)	13,794	(1,176,503)
Other comprehensive income		–	666,621	–	666,621	(19,705)	646,916
Total comprehensive loss for the year		–	666,621	(1,190,297)	(523,676)	(5,911)	(529,587)
Dividend paid to non-controlling interest	16	–	–	–	–	(179,113)	(179,113)
Balance at 31 December 2024		25,793,130	3,207,888	(21,344,282)	7,656,736	562,348	8,219,084
Balance at 1 January 2023		25,793,130	2,510,565	(17,868,351)	10,435,344	689,395	11,124,739
Loss for the year		–	–	(2,285,634)	(2,285,634)	87,648	(2,197,986)
Other comprehensive income		–	30,702	–	30,702	12,357	43,059
Total comprehensive loss for the year		–	30,702	(2,285,634)	(2,254,932)	100,005	(2,154,927)
Dividend paid to non-controlling interest	16	–	–	–	–	(42,028)	(42,028)
Balance at 31 December 2023		25,793,130	2,541,267	(20,153,985)	8,180,412	747,372	8,927,784

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

CONSOLIDATED STATEMENT OF CASH FLOWS

For the financial year ended 31 December 2024

	Note	2024	2023
		S$	S$
Cash Flows from Operating Activities			
Loss for the year		(1,176,503)	(2,197,986)
Adjustments for:			
- Depreciation of property, plant and equipment	5	456,308	934,552
- Gain on disposal of plant and equipment		(11,664)	(28,621)
- Gain on remeasurement of other financial liability	22	(352,776)	–
- Amortisation of notional interest	9	177,125	175,650
- (Reversal of provision)/Provision for slow-moving inventory	5	(14,264)	325,611
- Unrealised currency translation (gain)/loss		(8,452)	45,142
- Impairment loss on property, plant and equipment	8	–	179,995
- Interest income	7	(4,811)	(18,417)
- Interest expense	9	8,757	8,621
- Income tax expense	10	21,134	(131,879)
		(905,146)	(707,332)
Change in working capital:			
- Trade and other receivables		(137,324)	134,932
- Inventories		642,407	254,881
- Other current assets		14,961	(16,945)
- Trade and other payables		419,816	(756,666)
Cash generated from/(used in) operations		34,714	(1,091,130)
Interest received		4,811	18,417
Interest paid		(3,750)	(6,852)
Income tax paid		(9,141)	(105,194)
Net cash generated from/(used in) operating activities		26,634	(1,184,759)
Cash Flows from Investing Activities			
Additions to plant and equipment	17	(8,061)	(31,218)
Additions to investment properties	18	(40,118)	–
Proceeds from disposal of plant and equipment		11,664	28,621
Net cash used in investing activities		(36,515)	(2,597)
Cash Flows from Financing Activities			
Principal payment of lease liabilities		(87,068)	(73,831)
Advances from a controlling shareholder of the Company		76,000	–
Interest paid		(5,007)	(1,769)
Dividend paid to non-controlling interest		(179,113)	(42,028)
Net cash used in financing activities		(195,188)	(117,628)
Net decrease in cash and cash equivalents		(205,069)	(1,304,984)
Cash and cash equivalents at 1 January		441,472	1,746,456
Cash and cash equivalents at 31 December	12	236,403	441,472

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

CONSOLIDATED STATEMENT OF CASH FLOWS

For the financial year ended 31 December 2024

Reconciliation of liabilities arising from financing activities:

	At 1 January 2024	Principal and interest payments	Non-cash changes			At 31 December 2024
			Additions	Interest expense	Foreign exchange movement	
	S$	S$	S$	S$	S$	S$
Lease liabilities	209,064	(92,075)	–	5,007	(512)	121,484

	At 1 January 2023	Principal and interest payments	Non-cash changes			At 31 December 2023
			Additions	Interest expense	Foreign exchange movement	
	S$	S$	S$	S$	S$	S$
Lease liabilities	92,637	(75,600)	198,541	1,769	(8,283)	209,064

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

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

1 General Information

Sitra Holdings (International) Limited (the "Company") is listed on the Catalist, the sponsor-supervised listing platform of Singapore Exchange Securities Trading Limited ("SGX-ST") and incorporated and domiciled in Singapore. The address of its registered office and principal place of business is 15 Hillview Terrace, Singapore 669226.

The principal activities of the Company are that of investment holding, importers and exporters of wood-based and other related products. The principal activities of its subsidiary corporations are set out in Note 16 to the financial statements.

These financial statements were authorised for issue in accordance with a resolution of the Board of Directors of the Company on the date of the Directors' Statement.

2 Material Accounting Policy Information

2.1 Basis of Preparation

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

The preparation of financial statements in conformity with SFRS(I) requires management to exercise its judgement in the process of applying the Group's accounting policies. It also requires the use of certain critical accounting estimates and assumptions. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3 to the financial statements.

Going Concern Assumption

During the financial year ended 31 December 2024, the Group incurred a net loss of S$1,176,503 (2023: S$2,197,986) and total comprehensive loss of S$529,587 (2023: S$2,154,927). These factors may cast significant doubt on the Group's ability to continue as a going concern.

Nevertheless, in the preparation of the financial statements, the directors of the Company believe that the use of the going concern assumption is appropriate after taking into consideration:

(i) The directors and management are of the view that the Group will have sufficient working capital and will be able to meet its obligations as and when they fall due based on a cash flow forecast for the next 12 months; and

(ii) a controlling shareholder of the Company has undertaken that, for a period of 12 months from the date of these financial statements, the controlling shareholder will provide such financial support as necessary.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

2 Material Accounting Policy Information (cont'd)

2.1 Basis of Preparation (cont'd)

Going Concern Assumption (cont'd)

If the Group is unable to continue in operational existence for the foreseeable future, the Group may be unable to discharge its liabilities in the normal course of business and adjustments may have to be made to reflect the situation that assets may need to be realised other in the normal course of business and at amounts which could differ significantly from the amounts at which they are currently recorded in the consolidated statement of financial position. In addition, the Group may have to reclassify non-current assets and non-current liabilities as current assets and current liabilities respectively. No such adjustments have been made to these financial statements.

Application of New and Revised SFRS(I)s and SFRS(I) INTs

On 1 January 2024, the Group has adopted the following new or amended SFRS(I) and SFRS(I) Interpretations ("SFRS(I) INTs") that are mandatory for application for the financial year. Changes to the Group's accounting policies have been made as required, in accordance with the transitional provisions in the respective SFRS(I) and SFRS(I) INTs. The adoption of these new or amended SFRS(I) and SFRS(I) INTs did not result in substantial changes to the Group's accounting policies and had no material effect on the amounts reported for the current or prior financial years.

SRFS(I)s and SFRS(I) INTs Issued but Not Yet Effective

At the date of authorisation of these financial statements, the following standards that have been issued and are relevant to the Group and the Company but not yet effective:

Description	Effective date (Annual periods beginning on or after)
Amendments to SFRS(I) 1-21: *Lack of Exchangeability*	1 January 2025
Amendments to SFRS(I) 9 and SFRS(I) 7: *Amendments to the Classification and Measurement of Financial Instruments*	1 January 2026
Annual Improvements to SFRS(I)s - Volume 11	1 January 2026
Amendments to SFRS(I) 9 and SFRS(I) 7: *Contracts Referencing Nature-dependent Electricity*	1 January 2026
SFRS(I) 18: *Presentation and Disclosure in Financial Statements*	1 January 2027
SFRS(I) 19: *Subsidiaries without Public Accountability: Disclosures*	1 January 2027
Amendments to SFRS(I) 10 and SFRS(I) 1-28: *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*	Date to be determined

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

This standard will replace SFRS(I)1-1 *Presentation of Financial Statements*. Whilst many of the requirements will remain consistent, the new standard will have impacts on the presentation of the consolidated statement of comprehensive income and consequential impacts on the consolidated statement of cash flows. It will also require the disclosure of the non-SFRS(I) management performance measures and may impact the level of aggregation and disaggregation throughout the primary financial statements and the notes.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

2 Material Accounting Policy Information (cont'd)

2.1 Basis of Preparation (cont'd)

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

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

2.2 Revenue Recognition

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

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

(a) Sale of goods

Revenue from these sales is recognised at a point in time when the Group has delivered the products to the customer, the customer has accepted the products and the collectability of the related receivables are reasonably assured. Payment of the transaction price is due immediately when the customer purchases the goods.

(b) Rendering of services

Revenue from rendering of services is recognised when the performance obligation is satisfied at a point in time i.e. when the services are rendered.

(c) Commission income

Commission income is recognised at the point of entitlement.

(d) Interest income

Interest income is recognised using the effective interest method.

2.3 Group Accounting

(a) *Subsidiary corporations*

(i) Consolidation

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

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

2 Material Accounting Policy Information (cont'd)

2.3 Group Accounting (cont'd)

(a) *Subsidiary corporations* (cont'd)

(i) Consolidation (cont'd)

In preparing the consolidated financial statements, transactions, balances and unrealised gains on transactions between group entities are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment indicator of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

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

(ii) Acquisitions

The acquisition method of accounting is used to account for business combinations entered into by the Group.

The consideration transferred for the acquisition of a subsidiary corporation or business comprises the fair value of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred also includes any contingent consideration arrangement and any pre-existing equity interest in the subsidiary corporation measured at their fair values at the acquisition date.

Acquisition-related costs are expensed as incurred.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date.

On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree at the date of acquisition either at fair value or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

The excess of (a) the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the (b) fair value of the identifiable net assets acquired is recorded as goodwill. If those amounts are less than the fair value of the identifiable net assets of the subsidiary corporation acquired and the measurement of all amounts has been reviewed, the difference is recognised directly in profit or loss as a gain from bargain purchase.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

2 Material Accounting Policy Information (cont'd)

2.3 Group Accounting (cont'd)

(a) *Subsidiary corporations* (cont'd)

(iii) Disposals

When a change in the Group's ownership interest in a subsidiary corporation results in a loss of control over the subsidiary corporation, the assets and liabilities of the subsidiary corporation including any goodwill are derecognised. Amounts previously recognised in other comprehensive income in respect of that entity are also reclassified to profit or loss or transferred directly to retained earnings if required by a specific Standard.

Any retained equity interest in the entity is remeasured at fair value. The difference between the carrying amount of the retained interest at the date when control is lost and its fair value is recognised in profit or loss.

Please refer to the paragraph "Investments in subsidiary corporations" for the accounting policy on investments in subsidiary corporations in the separate financial statements of the Company.

(b) *Transactions with non-controlling interests*

Changes in the Group's ownership interest in a subsidiary corporation that do not result in a loss of control over the subsidiary corporation are accounted for as transactions with equity owners of the Company. Any difference between the change in the carrying amounts of the non-controlling interest and the fair value of the consideration paid or received is recognised within equity attributable to the equity holders of the Company.

2.4 Property, Plant and Equipment

(a) *Measurement*

(i) Land and buildings

Leasehold land and buildings are initially recognised at cost and are subsequently carried at the revalued amount less accumulated depreciation and accumulated impairment losses.

Leasehold land and buildings are revalued by independent professional valuers on a regular basis and whenever their carrying amounts are likely to differ materially from their revalued amounts. When an asset is revalued, any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the asset. The net amount is then restated to the revalued amount of the assets.

Increases in carrying amounts arising from revaluation, including currency translation differences, are recognised in other comprehensive income and accumulated in equity, unless they reverse a revaluation decrease of the same assets previously recognised in profit or loss. In this case, the increase is recognised in profit or loss. Decrease in carrying amounts are recognised in other comprehensive income to the extent of any credit balance existing in the equity in respect of that asset and reduces the amount accumulated in equity. All other decreases in carrying amounts are recognised in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

2 Material Accounting Policy Information (cont'd)

2.4 Property, Plant and Equipment (cont'd)

(a) *Measurement (cont'd)*

(ii) Other property, plant and equipment

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

(iii) Components of costs

The cost of an item of property, plant and equipment initially recognised includes its purchase price and any cost that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

(b) *Depreciation*

Depreciation on property, plant and equipment is calculated using the straight-line method to allocate their depreciable amounts over their estimated useful lives as follows:

	Useful lives
Leasehold lands	13 and 23 years
Leasehold building	13 years
Office premises	3 years
Furniture, fixtures and office equipment	6 to 10 years
Plant and equipment	10 to 15 years
Renovation	5 to 10 years
Motor vehicles	5 years
Computers	3 years

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

Fully depreciated property, plant and equipment still in use are retained in the financial statements.

(c) *Subsequent expenditure*

Subsequent expenditure relating to property, plant and equipment that has already been recognised is added to the carrying amount of the asset only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. All other repair and maintenance expenses are recognised in profit or loss when incurred.

(d) *Disposal*

On disposal of an item of property, plant and equipment, the difference between the disposal proceeds and its carrying amount is recognised in profit or loss. Any amount in revaluation reserve relating to that item is transferred to retained profits directly.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

2 Material Accounting Policy Information (cont'd)

2.5 Investment properties

Investment properties, which are leasehold land and buildings held for long-term rental yields and/or for capital appreciation.

Investment properties are initially recognised at cost and subsequently carried at fair value, determined annually by an independent professional valuer on the highest and best use basis. Changes in fair values are recognised in profit or loss.

Investment properties are subject to renovations or improvements at regular intervals. The cost of major renovations and improvements is capitalised and the carrying amounts of the replaced components are recognised in profit or loss. The cost of maintenance, repairs and minor improvements is recognised in profit or loss when incurred.

Investment properties are derecognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the retirement or disposal of an investment property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in profit or loss in the year of retirement or disposal.

Transfers are made to or from investment property only when there is a change in use. For a transfer from investment property to owner occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use.

When the use of a property changes from owner-occupied to investment property, the property is remeasured to fair value and reclassified accordingly. Any gain arising on remeasurement is recognised in profit or loss to the extent that it reverses a previous impairment loss on the specific property, with any remaining gain recognised in other comprehensive income and presented in the revaluation reserve in equity. Any loss is recognised immediately in profit or loss. When the property is sold, the related amount in the revaluation reserve is transferred to retained earnings.

2.6 Investments in Subsidiary Corporations

Investments in subsidiary corporations are carried at cost less accumulated impairment losses in the Company's statement of financial position. On disposal of such investments, the difference between disposal proceeds and the carrying amounts of the investments are recognised in profit or loss.

2.7 Impairment of Non-Financial Assets

Property, plant and equipment (including right-of-use assets)
Investments in subsidiary corporations

Property, plant and equipment and investments in subsidiary corporations are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired.

For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash inflows that are largely independent of those from other assets. If this is the case, the recoverable amount is determined for the cash-generating units ("CGU") to which the asset belongs.

If the recoverable amount of the asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

2 Material Accounting Policy Information (cont'd)

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

The difference between the carrying amount and recoverable amount is recognised as an impairment loss in profit or loss, unless the asset is carried at revalued amount, in which case, such impairment loss is treated as a revaluation decrease. Please refer to the paragraph "Property, plant and equipment" for the treatment of a revaluation decrease.

An impairment loss for an asset is reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The carrying amount of this asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated depreciation) had no impairment loss been recognised for the asset in prior years.

A reversal of impairment loss for an asset is recognised in profit or loss, unless the asset is carried at revalued amount, in which case, such reversal is treated as a revaluation increase. However, to the extent that an impairment loss on the same revalued asset was previously recognised as an expense, a reversal of that impairment is also recognised in profit or loss.

2.8 Financial Assets

(a) *Classification and measurement*

The Group classifies its financial assets in the following measurement categories:

- Amortised cost;
- Fair value through other comprehensive income ("FVOCI"); and
- Fair value through profit or loss ("FVPL").

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

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

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

(i) At initial recognition

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

2 Material Accounting Policy Information (cont'd)

2.8 Financial Assets (cont'd)

(a) *Classification and measurement (cont'd)*

(ii) At subsequent measurement

Debt instruments

Debt instruments of the Group mainly comprise cash and bank balances, trade and other receivables and other current assets (excluding prepayments).

There are three subsequent measurement categories, depending on the Group's business model in managing the assets and the cash flow characteristic of the assets:

- Amortised cost: Debt instruments that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt instrument that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in interest income using the effective interest rate method.

- FVOCI: Debt instruments that are held for collection of contractual cash flows where the assets' cash flows represent solely payments of principal and interest, are classified as FVOCI. Movements in fair values are recognised in Other Comprehensive Income ("OCI") and accumulated in fair value reserve, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses, which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss. Interest income from these financial assets is recognised using the effective interest rate method.

- FVPL: Debt instruments that are held for trading as well as those that do not meet the criteria for classification as amortised cost or FVOCI are classified as FVPL. Movement in fair values and interest income is recognised in profit or loss in the period in which it arises.

(b) *Impairment*

The Group assesses on a forward-looking basis the expected credit losses associated with its debt financial assets carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 26(b) to the financial statements details how the Group determines whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach permitted by SFRS(I) 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

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

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

2 Material Accounting Policy Information (cont'd)

2.8 Financial Assets (cont'd)

(c) *Recognition and derecognition*

Regular way purchases and sales of financial assets are recognised on trade date, which is the date on which the Group commits to purchase or sell the asset.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

On disposal of a debt instrument, the difference between the carrying amount and the sale proceeds is recognised in profit or loss. Any amount previously recognised in other comprehensive income relating to that asset is reclassified to profit or loss.

2.9 Offsetting of Financial Instruments

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

2.10 Trade and Other Payables (including other financial liability)

Trade and other payables (including other financial liability) represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. They are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). Otherwise, they are presented as non-current liabilities.

Trade and other payables (including other financial liability) are initially recognised at fair value, and subsequently carried at amortised cost using the effective interest method.

2.11 Leases

(a) *When the Group is the lessee:*

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

- Right-of-use assets

  The Group recognises a right-of-use asset and lease liability at the date which the underlying asset is available for use. Right-of-use assets are measured at cost which comprises the initial measurement of lease liabilities adjusted for any lease payments made at or before the commencement date and lease incentive received. Any initial direct costs that would not have been incurred if the lease had not been obtained are added to the carrying amount of the right-of-use assets.

  These right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

  Right-of-use assets are presented within "Property, plant and equipment".

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

2 Material Accounting Policy Information (cont'd)

2.11 Leases (cont'd)

(a) *When the Group is the lessee: (cont'd)*

- Lease liabilities

  The initial measurement of lease liability is measured at the present value of the lease payments discounted using the implicit rate in the lease, if the rate can be readily determined. If that rate cannot be readily determined, the Group shall use its incremental borrowing rate.

  Lease payments included in the measurement of the lease liability comprise fixed payments, including in-substance fixed payments.

  For contracts that contain both lease and non-lease components, the Group allocates the consideration to each lease component on the basis of the relative stand-alone price of the lease and non-lease component. The Group has elected to not separate lease and non-lease component for property leases and account these as one single lease component.

  Lease liability is measured at amortised cost using the effective interest method.

  Lease liability shall be remeasured when:

  - There is a change in future lease payments arising from changes in an index or rate;

  - There is a change in the Group's assessment of whether it will exercise an extension option; or

  - There are modifications in the scope or the consideration of the lease that was not part of the original term.

  Lease liability is remeasured with a corresponding adjustment to the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

- Short term and low value leases

  The Group has elected to not recognise right-of-use assets and lease liabilities for short-term leases that have lease terms of 12 months or less and leases of low value leases, except for sublease arrangements. Lease payments relating to these leases are expensed to profit or loss on a straight-line basis over the lease term.

(b) *When the Group is the lessor:*

- Lessor - Operating leases

  Leases where the Group retains substantially all risks and rewards incidental to ownership are classified as operating leases. Rental income from operating leases (net of any incentives given to the lessees) is recognised in profit or loss on a straight-line basis over the lease term.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

2 Material Accounting Policy Information (cont'd)

2.11 Leases (cont'd)

(b) *When the Group is the lessor: (cont'd)*

- Lessor - Operating leases (cont'd)

  Initial direct costs incurred by the Group in negotiating and arranging operating leases are added to the carrying amount of the leased assets and recognised as an expense in profit or loss over the lease term on the same basis as the lease income.

  Contingent rents are recognised as income in profit or loss when earned.

2.12 Inventories

Inventories are carried at the lower of cost and net realisable value. Cost is determined using the first-in, first-out method. The cost of finished goods and work-in-progress comprises raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity) but excludes borrowing costs. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and applicable variable selling expenses.

2.13 Income Taxes

Current income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions, where appropriate, on the basis of amounts expected to be paid to the tax authorities.

Deferred tax is recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

A deferred tax liability is recognised on temporary differences arising on investments in subsidiary corporations, except where the Group is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised.

Deferred tax is measured:

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

(ii) based on the tax consequence that will follow from the manner in which the Group expects, at the balance sheet date, to recover or settle the carrying amounts of its assets and liabilities.

Current and deferred taxes are recognised as income or expense in profit or loss, except to the extent that the tax arises from a business combination or a transaction which is recognised directly in equity. Deferred tax arising from a business combination is adjusted against goodwill on acquisition.

The Group accounts for investment tax credits similar to accounting for other tax credits where deferred tax asset is recognised for unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax credit can be utilised.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

2 Material Accounting Policy Information (cont'd)

2.14 Employee Compensation

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

(a) *Defined contribution plans*

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities such as the Central Provident Fund on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid.

(b) Bonus plans

The Group recognises a liability and an expense for bonuses based on a certain formula. The Group recognises an accrual when contractually obliged to pay or when there is a past practice that has created a constructive obligation to pay.

(c) Short-term compensated absences

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

2.15 Currency Translation

(a) Functional and presentation currency

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("functional currency"). The financial statements are presented in Singapore Dollar ("S$" or "SGD"), which is the functional currency of the Company.

(b) Transactions and balances

Transactions in a currency other than the functional currency ("foreign currency") are translated into the functional currency using the exchange rates at the dates of the transactions. Currency exchange differences resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the balance sheet date are recognised in profit or loss. However, in the consolidated financial statements, currency translation differences arising from borrowings in foreign currencies and other currency instruments designated and qualifying as net investment hedges and net investment in foreign operations, are recognised in other comprehensive income and accumulated in the currency translation reserve.

When a foreign operation is disposed of or any loan forming part of the net investment of the foreign operation is repaid, a proportionate share of the accumulated currency translation difference is reclassified to profit or loss, as part of the gain or loss on disposal.

Foreign exchange gains and losses that relate to borrowings are presented in the consolidated statement of comprehensive income within "Finance expenses". All other foreign exchange gains and losses impacting profit or loss are presented in the consolidated statement of comprehensive income.

Non-monetary items measured at fair values in foreign currencies are translated using the exchange rates at the date when the fair values are determined.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

2 Material Accounting Policy Information (cont'd)

2.15 Currency Translation (cont'd)

(c) *Translation of Group entities' financial statements*

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

(i) assets and liabilities are translated at the closing exchange rates at the balance sheet date;

(ii) income and expenses are translated at average exchange rates (unless the average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated using the exchange rates at the dates of the transactions); and

(iii) all resulting currency translation differences are recognised in other comprehensive income and accumulated in the currency translation reserve. These currency translation differences are reclassified to profit or loss on disposal or partial disposal of the entity giving rise to such reserve.

Goodwill and fair value adjustments arising on the acquisition of foreign operations are treated as assets and liabilities of the foreign operations and translated at the closing rates at the balance sheet date.

2.16 Segment Reporting

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

2.17 Cash and Cash Equivalents

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents include cash on hand, demand deposits with financial institutions which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are presented as current borrowings on the consolidated statement of financial position.

2.18 Share Capital

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

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

3 Critical Accounting Estimates, Assumptions and Judgements

Estimates, assumptions and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

3.1 Critical accounting estimates and assumptions

Valuation of leasehold land under property, plant and equipment

Leasehold land under property, plant and equipment is initially recognised at cost and is subsequently carried at the revalued amount less accumulated depreciation and impairment losses. The fair value is determined by an independent professional valuer using a recognised valuation technique (i.e. direct comparison method). The key assumption and estimation inputs for direct comparison method are location, size area and date of transaction of comparable properties. The information about the valuation technique and unobservable inputs used in determining the fair value of leasehold land is disclosed in Note 17 to the financial statements.

Valuation of leasehold land and buildings under investment properties

Leasehold land and buildings under investment properties are carried at fair value. The fair values are determined by an independent professional valuer using valuation techniques including the depreciated replacement cost method for building and direct comparison method for leasehold land. The key assumption and estimation inputs for depreciation replacement cost method are unit price of material and wages while inputs for direct comparison method are location, size area and date of transaction of comparable properties. The information about the valuation techniques and unobservable inputs used in determining the fair value of leasehold land and buildings is disclosed in Note 18 to the financial statements.

Useful lives of property, plant and equipment

Management exercises their judgement in estimating the useful life of the leasehold land which takes into consideration the lease term and physical condition of the asset. Depreciation is provided to write off the cost of the asset over its estimated useful life, using the straight-line method. The carrying amount of the property, plant and equipment of the Group and the Company at the end of the reporting period is disclosed in Note 17 to the financial statements.

3.2 Critical judgements in applying the Group’s accounting policies

Determination of functional currency

The Group measures foreign currency transactions in the respective functional currencies of the Company and its subsidiaries. In determining the functional currencies of the entities in the Group, judgement is required to determine the currency that mainly influences sales prices for goods and services and of the country whose competitive forces and regulations mainly determines the sales prices of its goods and services. The functional currencies of the entities in the Group are determined based on management’s assessment of the economic environment in which the entities operate and the entities’ process of determining sales prices.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

4 Revenue

The Group derives revenue from the transfer of goods and services at a point in time in the following major product lines and geographical regions. Revenue is attributed to countries by location of customers.

	Group	
	2024	2023
	S$	S$
Sale of goods		
- Australia/New Zealand	5,666,773	5,150,180
- Europe	6,602,357	8,824,767
- Asia/Others	412,196	352,071
	12,681,326	14,327,018
Rendering of services		
- Asia/Others	10,025	181,780
	12,691,351	14,508,798

5 Expenses by Nature

	Group	
	2024	2023
	S$	S$
Bank charges	73,078	115,789
Changes in inventories	642,407	254,881
(Reversal of provision)/Provision for slow-moving inventory	(14,264)	325,611
Commission expense	75,115	49,847
Depreciation of property, plant and equipment (Note 17)	456,308	934,552
Directors' fees	100,000	100,000
Employee compensation (Note 6)	1,295,892	1,345,595
Freight and other costs	1,140,076	1,283,609
Audit fees paid/payable to:		
- Auditor of the Company	83,000	83,000
- Under-provision in the previous year	888	4,927
- Other auditors	10,833	12,397
Non-audit fees paid/payable to:		
- Other auditors	9,500	19,500
Insurance	60,589	66,630
Legal and professional fees	122,377	133,410
Purchases of inventories	9,697,558	11,347,186
Rental expense on operating leases	34,709	24,336
Water and electricity	17,940	58,851
Others	453,641	506,221
Total cost of sales, selling and marketing and administrative expenses	14,259,647	16,666,342

There are no non-audit fees paid/payable to the external auditors of the Company during the financial years ended 31 December 2024 and 31 December 2023.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

6 Employee Compensation

	Group	
	2024	2023
	S$	S$
Wages and salaries	1,202,313	1,252,727
Employer contribution to defined contribution plans including Central Provident Fund	85,477	80,583
Other short-term benefits	8,102	12,285
	1,295,892	1,345,595

Key management's remuneration is disclosed in Note 27 to the financial statements.

7 Other Income

	Group	
	2024	2023
	S$	S$
Commission income	2,762	14,682
Interest income from bank deposits	4,811	18,417
Government grants	26,271	37,759
Rental income	218,367	35,808
Others	521	5,394
	252,732	112,060

8 Other Gains/(Losses) - Net

	Group	
	2024	2023
	S$	S$
Foreign currency translation (loss)/gain - net	(17,568)	51,264
Gain on remeasurement of other financial liability	352,776	–
Gain on disposal of property, plant and equipment	11,664	28,621
Impairment loss on property, plant and equipment	–	(179,995)
	346,872	(100,110)

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

9 Finance Expenses

	Group	
	2024	2023
	S$	S$
Interest expense:		
- Bank overdrafts	3,750	6,852
- Lease liabilities (Note 19)	5,007	1,769
	8,757	8,621
Amortisation of notional interest	177,125	175,650
Others	795	–
	186,677	184,271

10 Income Tax

	Group	
	2024	2023
	S$	S$
Tax expense/(credit) attributable to loss is made up of:		
- Current income tax	11,993	54,125
- Withholding tax	9,141	2,246
- Deferred income tax (Note 23)	–	(188,250)
	21,134	(131,879)

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

	Group	
	2024	2023
	S$	S$
Loss before income tax	(1,155,369)	(2,329,865)
Tax calculated at a tax rate of 17% (2023: 17%)	(196,413)	(396,077)
Effects of:		
- Different tax rates in other countries	(1,388)	12,167
- Expenses not deductible for tax purposes	221,439	164,781
- Income not subject to tax	(66,704)	–
- Deferred income tax assets not recognised	55,059	85,004
- Withholding tax	9,141	2,246
	21,134	(131,879)

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

11 Loss Per Share

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

Basic and diluted loss per share attributable to equity holders of the Company is calculated as follows:

	Group	
	2024	2023
Loss for the year attributable to equity holders of the Company (S$)	(1,190,297)	(2,285,634)
Weighted average number of ordinary shares outstanding for basic and diluted loss per share ('000)	1,483,300	1,483,300
Basic and diluted loss per share (S$ cents per share)	(0.08)	(0.15)

12 Cash and Bank Balances

	Group		Company	
	2024	2023	2024	2023
	S$	S$	S$	S$
Cash at banks	237,005	274,857	1,901	157,732
Cash on hand	615	1,826	–	–
Short-term bank deposits	–	272,500	–	250,000
	237,620	549,183	1,901	407,732

Short-term bank deposits were mainly for a tenure of three months and earned interest at a rate of 2.50% to 2.55% per annum.

	Group	
	2024	2023
	S$	S$
Cash and bank balances (as above)	237,620	549,183
Less: Bank overdrafts (Note 21)	(1,217)	(107,711)
Cash and cash equivalents per consolidated statement of cash flows	236,403	441,472

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

13 Trade and Other Receivables

	Group		Company	
	2024	2023	2024	2023
	S$	S$	S$	S$
Trade receivables - non-related parties	733,438	637,887	–	–
Less: Loss allowance (Note 26(b)(ii))	(96,321)	(98,156)	–	–
Trade receivables - net	637,117	539,731	–	–
Other receivables:				
- Advances to suppliers [1]	33,126	8,770	–	–
- Non-related parties	15,155	22,018	–	–
- GST receivables	128,090	117,638	–	4,329
- Subsidiary corporations	–	–	938,828	803,671
Other receivables - net	176,371	148,426	938,828	808,000
	813,488	688,157	938,828	808,000

(1) Advances to suppliers relates to the advances made to the non-related parties on the confirmed purchase orders.

The other receivables from subsidiary corporations are unsecured, interest free and repayable on demand.

14 Inventories

	Group	
	2024	2023
	S$	S$
Work-in-progress	54,971	116,906
Finished goods	1,678,865	2,187,963
Goods in transit	73,307	144,681
	1,807,143	2,449,550
Less: Provision for slow-moving inventory	(396,075)	(410,339)
	1,411,068	2,039,211

The cost of inventories recognised as an expense and included in “Cost of sales” amounted to S$10,325,701 (2023: S$11,927,678). The cost of inventories recognised as an expense includes S$14,264 in respect of a reversal of provision for slow-moving inventory (2023: S$325,611 in respect of a provision for slow-moving inventory).

During the current financial year ended 31 December 2024, the Group reversed a provision for slow-moving inventory of S$14,264 (2023: Nil) previously made due to the Group has sold these inventories at prices above their carrying amounts.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

15 Other Current Assets

	Group		Company	
	2024	2023	2024	2023
	S$	S$	S$	S$
Deposits	165,056	176,275	1,410	1,410
Prepayments	67,590	71,332	–	–
	232,646	247,607	1,410	1,410

16 Investments in Subsidiary Corporations

	Company	
	2024	2023
	S$	S$
Equity investments, at cost		
At 1 January and 31 December	5,578,310	5,578,310
Less: Allowance for impairment		
At 1 January and 31 December	(362,274)	(362,274)
	5,216,036	5,216,036
Amounts due from a subsidiary corporation [1]	11,239,447	11,453,596
Less: Loss allowance		
At 1 January and 31 December	(9,565,000)	(9,565,000)
	1,674,447	1,888,596
	6,890,483	7,104,632

[1] The settlement of the amounts due from a subsidiary corporation (which is a foreign operation) is neither planned nor likely to occur in the foreseeable future. Accordingly, in substance, it is a part of the Company's net investment in the foreign operation.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

16 Investments in Subsidiary Corporations (cont'd)

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

Name of companies	Principal activities	Country of business/ corporation	Proportion of ordinary shares directly held by the Company		Proportion of ordinary shares directly held by the Group		Proportion of shareholding held by the non-controlling interest	
			2024	2023	2024	2023	2024	2023
			%	%	%	%	%	%
Held by the Company								
Sitra Global Pte. Ltd. [a]	Importer, exporter of wood-based and other related products	Singapore	100	100	100	100	–	–
Sitra Agencies Pte. Ltd. [a]	Importer, exporter of wood-based and other related products	Singapore	100	100	100	100	–	–
Berakit Development Pte. Ltd. [a]	Property development	Singapore	100	100	100	100	–	–
Mapur Rocky Resort Limited [c]	Investment holding	British Virgin Islands	100	100	100	100	–	–
Held by Sitra Global Pte. Ltd.								
PT Jaya Raya Trasindo [c][d]	Manufacturing, supplying and distribution of wood-based and other related products	Indonesia	–	–	100	100	–	–
Societe 3A [b]	Importing, exporting, trading and brokering of all origins and all kinds of wood	France	–	–	51	51	49	49
Held by Mapur Rocky Resort Limited								
PT East Bintan Resort [c][d]	Property development	Indonesia	–	–	100	100	–	–

(a) Audited by Moore Stephens LLP, Singapore

(b) Audited by Talenz Groupe-Fidorg, France

(c) Not required to be audited under the laws of the country of incorporation.

(d) Audited by Moore Stephens LLP, Singapore, for consolidation purposes

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

16 Investments in Subsidiary Corporations (cont'd)

Set out below are the summarised financial information for the subsidiary corporation that has non-controlling interest that is material to the Group. These are presented before inter-company eliminations.

Summarised statement of financial position as at 31 December

	Societe 3A	
	2024	**2023**
	S$	**S$**
Current:		
- Assets	1,551,721	1,970,728
- Liabilities	(422,080)	(478,327)
Total net current assets	1,129,641	1,492,401
Non-current:		
- Assets	20,439	31,675
Net assets	1,150,080	1,524,076

Summarised statement of comprehensive income for the financial year ended 31 December

	Societe 3A	
	2024	**2023**
	S$	**S$**
Revenue	4,349,834	6,735,488
Profit before income tax	40,143	232,998
Income tax	(11,992)	(54,125)
Profit for the year	28,151	178,873
Other comprehensive (loss)/gain	(40,214)	25,219
Total comprehensive (loss)/income for the year	(12,063)	204,092
Total comprehensive (loss)/income for the year allocated to non-controlling interest	(5,911)	100,005
Dividends paid to non-controlling interest	(179,113)	(42,028)

Summarised statement of cash flow for the financial year ended 31 December

	Societe 3A	
	2024	**2023**
	S$	**S$**
Net cash generated from/(used in) operating activities	550,006	(48,357)
Net cash used in investing activity	–	(30,106)
Net cash used in financing activity	(361,932)	(86,945)
Net increase/(decrease) in cash and cash equivalents	188,074	(165,408)
Cash and cash equivalents, net of bank overdrafts, at 1 January	(105,548)	59,860
Cash and cash equivalents, net of bank overdrafts, at 31 December	82,526	(105,548)

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

17 Property, Plant and Equipment

Group	Leasehold land and building	Office premises	Furniture, fixtures and office equipment	Plant and equipment	Renovation	Motor vehicles	Computers	Total
	S$	S$	S$	S$	S$	S$	S$	S$
At cost or valuation								
At 1 January 2024	9,638,246	308,578	169,941	543,272	94,262	665,726	150,207	11,570,232
Currency translation differences	(26,080)	–	(1,602)	(9,268)	(1,762)	(5,275)	(2,430)	(46,417)
Additions	–	–	856	–	–	–	7,205	8,061
Disposal	–	–	–	(66,910)	–	–	–	(66,910)
Write off	–	(146,942)	(76,331)	–	–	(383,618)	(57,278)	(664,169)
Revaluation gain	874,638	–	–	–	–	–	–	874,638
Revaluation adjustment	(944,593)	–	–	–	–	–	–	(944,593)
Reclassified to investment properties (Note 18)	(3,420,014)	–	–	–	–	–	–	(3,420,014)
At 31 December 2024	6,122,197	161,636	92,864	467,094	92,500	276,833	97,704	7,310,828
Representing:								
- Cost	–	161,636	92,864	467,094	92,500	276,833	97,704	1,188,631
- Valuation	6,122,197	–	–	–	–	–	–	6,122,197
	6,122,197	161,636	92,864	467,094	92,500	276,833	97,704	7,310,828
Accumulated depreciation and impairment losses								
At 1 January 2024	810,150	308,578	160,276	500,754	94,262	630,590	109,322	2,613,932
Currency translation differences	(695)	–	(1,575)	(8,722)	(1,762)	(4,641)	(1,687)	(19,082)
Depreciation charge (Note 5)	401,592	–	1,814	25,665	–	8,643	18,594	456,308
Disposal	–	–	–	(66,910)	–	–	–	(66,910)
Write off	–	(146,942)	(76,331)	–	–	(383,618)	(57,278)	(664,169)
Revaluation adjustment	(944,593)	–	–	–	–	–	–	(944,593)
At 31 December 2024	266,454	161,636	84,184	450,787	92,500	250,974	68,951	1,375,486
Net book value								
At 31 December 2024	5,855,743	–	8,680	16,307	–	25,859	28,753	5,935,342

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

17 Property, Plant and Equipment (cont'd)

Group	Leasehold land and buildings	Office premises	Furniture, fixtures and office equipment	Plant and equipment	Renovation	Motor vehicles	Computers	Total
	S$	S$	S$	S$	S$	S$	S$	S$
At cost or valuation								
At 1 January 2023	9,872,214	146,942	169,085	599,196	95,239	638,158	119,175	11,640,009
Currency translation differences	(10,148)	–	(256)	(4,105)	(977)	(3,601)	926	(18,161)
Additions	–	161,636	1,112	–	–	36,905	30,106	229,759
Disposal	–	–	–	(51,819)	–	(5,736)	–	(57,555)
Write off	(223,820)	–	–	–	–	–	–	(223,820)
At 31 December 2023	9,638,246	308,578	169,941	543,272	94,262	665,726	150,207	11,570,232
Representing:								
- Cost	–	308,578	169,941	543,272	94,262	665,726	150,207	1,931,986
- Valuation	9,638,246	–	–	–	–	–	–	9,638,246
	9,638,246	308,578	169,941	543,272	94,262	665,726	150,207	11,570,232
Accumulated depreciation and impairment losses								
At 1 January 2023	223,819	54,306	158,913	527,380	95,239	638,158	90,987	1,788,802
Currency translation differences	(675)	–	(221)	(4,333)	(977)	(2,447)	611	(8,042)
Depreciation charge (Note 5)	810,826	74,277	1,584	29,526	–	615	17,724	934,552
Disposal	–	–	–	(51,819)	–	(5,736)	–	(57,555)
Impairment loss	–	179,995	–	–	–	–	–	179,995
Write off	(223,820)	–	–	–	–	–	–	(223,820)
At 31 December 2023	810,150	308,578	160,276	500,754	94,262	630,590	109,322	2,613,932
Net book value								
At 31 December 2023	8,828,096	–	9,665	42,518	–	35,136	40,885	8,956,300

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

17 Property, Plant and Equipment (cont'd)

Company	Furniture, fixtures and office equipment	Plant and equipment	Motor vehicles	Computers	Total
	S$	S$	S$	S$	S$
At cost					
At 1 January 2024	95,726	37,800	383,618	57,277	574,421
Additions	–	–	–	5,070	5,070
Write-off	(76,331)	–	(383,618)	(57,277)	(517,226)
At 31 December 2024	19,395	37,800	–	5,070	62,265
Accumulated depreciation					
At 1 January 2024	89,301	27,636	383,618	55,801	556,356
Depreciation charge	970	3,780	–	2,884	7,634
Write-off	(76,331)	–	(383,618)	(57,277)	(517,226)
At 31 December 2024	13,940	31,416	–	1,408	46,764
Net book value					
At 31 December 2024	5,455	6,384	–	3,662	15,501
At cost					
At 1 January 2023 and 31 December 2023	95,726	37,800	383,618	57,277	574,421
Accumulated depreciation					
At 1 January 2023	88,130	23,856	383,618	52,831	548,435
Depreciation charge	1,171	3,780	–	2,970	7,921
At 31 December 2023	89,301	27,636	383,618	55,801	556,356
Net book value					
At 31 December 2023	6,425	10,164	–	1,476	18,065

(a) The Group's right-of-use assets acquired under leasing arrangements are presented under "office premises" and "motor vehicles". Details of such leased assets are disclosed in Note 19 to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

17 Property, Plant and Equipment (cont'd)

(b) The leasehold property (2023: leasehold properties) of the Group was valued by an independent professional valuer based on the property's highest and best use using the direct market comparison method (2023: direct market comparison method and depreciated replacement cost method) during the previous financial years ended 31 December 2022. There has been no significant change to the fair value of the property during the current financial year ended 31 December 2024. This is regarded as level 2 fair value (2023: level 2 and level 3 fair values).

Fair value hierarchy

Group Description	Fair value measurements at 31 December using Quoted prices in active markets for identical assets (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)
	S$	S$	S$
2024			
Leasehold land:			
- Vacant land in Indonesia	–	6,122,197	–
2023			
Leasehold land and buildings:			
- Land and buildings in Indonesia	–	2,009,167	1,500,635
- Vacant land in Indonesia	–	6,128,444	–
	–	8,137,611	1,500,635

Valuation techniques used to derive Level 2 fair values

Level 2 fair values of the Group's properties were derived using the direct market comparison approach. Sales prices of comparable properties in close proximity are adjusted for differences in key attributes such as property size. The most significant input into this valuation approach was selling price per square metre.

Valuation techniques used to derive Level 3 fair values

Level 3 fair values of the Group's properties were derived using depreciated replacement cost approach. The approach refers to costs that were relevant in determining the price at which market participants will pay, which was based on replacing assets with equal utility rather than physically creating the same assets. The most significant input into this valuation approach was material cost per square metre. The material cost per square metre was S$105. A significant increase (decrease) in material cost per square metre would result in a significantly higher (lower) fair value measurement.

Valuation processes of the Group

The Group engaged an independent professional valuer to determine the fair value of the Group's property based on the property's highest and best use which is carried out on a regular basis and whenever its carrying amount is likely to differ from its revalued amount due to any objective evidence or indication, the asset may be impaired. The fair value of the property has been determined by KJPP Rinaldi Alberth Baroto and Partners as at 31 December 2022.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

17 Property, Plant and Equipment (cont'd)

(c) If the leasehold land (2023: leasehold land and buildings) stated at valuation was included in the financial statements at cost less accumulated depreciation, its net book value would be S$6,590,955 (2023: S$7,028,435).

(d) As at 31 December 2024 and 2023, the details of the Group's vacant land held for development are as follow:

Location	Intended use	Area (square metre)	Group's effective interest in the Leasehold land	
			2024	2023
Jalan H. Abdul Salam Teluk Merbau, Berakit, Teluk Sebong, Bintan, Indonesia.	Commercial	123,534	100%	100%

The Group has not commenced the construction of the development project and the leasehold land above remains vacant as at 31 December 2024 and 2023.

(e) During the previous financial year ended 31 December 2023, the Group recognised a full impairment loss in respect of a right-of-use asset classified under office premises amounting to S$179,995. The impairment loss has been included in "Other losses - net".

18 Investment Properties

	Leasehold land and buildings	
Group	**2024**	**2023**
	S$	**S$**
At 1 January	–	–
Reclassified from property, plant and equipment (Note 17)	3,420,014	–
Additions through subsequent expenditures	40,118	–
At 31 December	3,460,132	–

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

18 Investment Properties (cont'd)

(a) The leasehold properties of the Group were valued by an independent professional valuer based on the properties' highest and best use using the direct market comparison method and depreciated replacement cost method during the current financial year ended 31 December 2024. There has been no change to the valuation technique during the financial year. These are regarded as level 2 and level 3 fair values.

Fair value hierarchy

Group	Fair value measurements at 31 December using		
Description	Quoted prices in active markets for identical assets (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)
	S$	S$	S$
2024			
Leasehold land and buildings:			
- Land and buildings in Indonesia	–	2,094,743	1,365,389

Valuation techniques used to derive Level 2 fair values

Level 2 fair values of the Group's properties have been generally derived using the direct market comparison approach. Sales prices of comparable properties in close proximity are adjusted for differences in key attributes such as property size. The most significant input into this valuation approach was selling price per square metre.

Valuation techniques used to derive Level 3 fair values

Level 3 fair value of the Group's properties have been generally derived using depreciated replacement cost approach. The approach refers to costs that are relevant in determining the price at which market participants will pay, which is based on replacing assets with equal utility rather than physically creating the same assets. The most significant input into this valuation approach was material cost per square metre. The material cost per square metre is S$96. A significant increase (decrease) in material cost per square metre would result in a significantly higher (lower) fair value measurement.

Valuation processes of the Group

The Group engaged an independent professional valuer to determine the fair value of the Group's properties based on the properties' highest and best use. The fair values of the properties have been determined by KJPP Rinaldi Alberth Baroto and Partners as at 31 December 2024.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

18 Investment Properties (cont'd)

(b) The details of the Group's investment properties as at 31 December are as follows:

Location	Existing use	Tenure
Jalan Raya Gunung Gangsir, Wonokoyo, Beji, Pasuruan, Indonesia.	Warehouse	30-year lease until 24 September 2033; and 50-year lease until 24 September 2046

(c) The following amounts are recognised in profit or loss:

	Group	
	2024	**2023**
	S$	**S$**
Rental income	212,687	–
Direct operating expenses arising from investment properties that generate rental income	48,483	–

19 Leases

The Group as a Lessee

Nature of the Group's leasing activities

Office premises

The Group leases office premises for the purpose of back-office operations.

Motor vehicle

The Group leases a motor vehicle for its business.

(a) Carrying amount - right-of-use assets classified within property, plant and equipment

	Group	
	2024	**2023**
	S$	**S$**
Office premises	–	–
Motor vehicle	25,859	35,136
	25,859	35,136

(b) Depreciation charge during the financial year

	Group	
	2024	**2023**
	S$	**S$**
Office premises	–	74,278
Motor vehicle	8,643	615
	8,643	74,893

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

19 Leases (cont'd)

Nature of the Group's leasing activities (cont'd)

(c) Interest expense

	Group	
	2024	2023
	S$	S$
Interest expense on lease liabilities (Note 9)	5,007	1,769

(d) Lease expenses not capitalised in lease liabilities

	Group	
	2024	2023
	S$	S$
Lease expenses - short-term leases	34,709	24,336

(e) Total cash outflow for all leases in 2024 was S$126,784 (2023: S$99,936).

(f) There were no additions to right-of-use assets during the financial year ended 31 December 2024 (2023: S$198,541).

The Group as a Lessor

Nature of the Group's leasing activities

The Group leased out its investment properties under an operating lease with the lease term of 3 years. The lessee does not have an option to purchase the properties at the expiry of the lease period. Where considered necessary to reduce credit risk, the Group may obtain bank guarantees for the term of the lease. This lease is classified as an operating lease because the risk and rewards incidental to ownership of the assets are not substantially transferred.

Rental income from investment properties is disclosed in Note 18.

Future minimum rental receivables under non-cancellable operating leases as at the end of the reporting period are as follows:

	Group	
	2024	2023
	S$	S$
Less than one year	261,591	–
One to two years	261,591	–
Two to three years	54,498	–
Total undiscounted lease payments	577,680	–

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

20 Trade and Other Payables

	Group		Company	
	2024	2023	2024	2023
	S$	S$	S$	S$
Trade payables:				
- Non-related parties	909,632	509,891	–	–
Other payables:				
- Subsidiary corporation	–	–	3,749,631	3,759,630
- Directors	100,000	–	100,000	–
- Non-related parties	303,361	212,491	89,245	11,226
	403,361	212,491	3,938,876	3,770,856
Advances from controlling shareholder	76,000	–	76,000	–
Accruals for operating expenses	224,174	297,176	61,897	63,351
Advances received from customers	62,204	184,707	–	–
Deposit received	38,379	13,669	6,696	6,696
	1,713,750	1,217,934	4,083,469	3,840,903

The other payables to a subsidiary corporation and directors of the Company are unsecured, interest free and repayable on demand.

The advances from a controlling shareholder of the Company are unsecured, interest free and repayable on demand.

21 Borrowings

	Group	
	2024	2023
	S$	S$
Current:		
- Bank overdrafts (Note 12)	1,217	107,711
- Lease liabilities	90,549	75,077
	91,766	182,788
Non-current:		
- Lease liabilities	30,935	133,987
Total borrowings	122,701	316,775

Security granted

Lease liabilities are secured by the rights to the Group's office premises as the legal title is retained by the lessor.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

22 Other Financial Liability

Other financial liability relates to the fair value of the consideration payable for the acquisition of the remaining 46% equity interest in Mapur Rocky Resort Limited from a related party on 7 October 2022. The consideration payable is unsecured and interest-free, and was to be paid in cash to the related party in 5 tranches according to the following payment schedule:

(a) S$520,000 payable 6 months after the earlier of the date of launch of the pre-sale of a resort and apartments on the Group's vacant land in Bintan, Indonesia or 31 December 2024 ("Reference Date");

(b) S$520,000 payable 18 months after the Reference Date;

(c) S$520,000 payable 30 months after the Reference Date;

(d) S$520,000 payable 42 months after the Reference Date; and

(e) the balance 54 months after the Reference Date.

Unless with the related party's written consent, no postponement of the Reference Date beyond 31 December 2024 is allowed. The consideration payable would be fully paid on or before 31 December 2030.

On 10 December 2024, the Company entered into an addendum with the related party to change the Reference Date to 31 December 2026 and the consideration payable will be fully paid on or before 31 December 2031.

The fair value of the consideration payable is determined by discounted cash flows method using a discount rate of 10% (2023: 10%).

	Group and Company	
	2024	2023
	S$	S$
Gross amount	2,600,000	2,600,000
Less: Notional interest	(922,555)	(746,904)
Carrying amount	1,677,445	1,853,096

The movement in other financial liability is as follows:

	Group and Company	
	2024	2023
	S$	S$
At 1 January	1,853,096	1,677,446
Add: Amortisation of notional interest	177,125	175,650
Less: Gain on remeasurement	(352,776)	–
At 31 December	1,677,445	1,853,096

23 Deferred Taxes

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred taxes relate to the same taxation authority.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

23 Deferred Taxes (cont'd)

The amounts, determined after appropriate offsetting, are shown on the consolidated statement of financial position as follows:

	Group	
	2024	**2023**
	S$	**S$**
Deferred tax assets		
Unutilised tax losses	(23,434)	(23,881)
Deferred tax liabilities		
Asset revaluation	380,750	188,750
	357,316	164,869

The movement in deferred tax account is as follows:

	Group	
	2024	**2023**
	S$	**S$**
At 1 January	164,869	352,872
Currency translation differences	447	247
Tax credit to profit or loss (Note 10)	–	(188,250)
Tax charged to other comprehensive income:		
- Revaluation gain on property, plant and equipment	192,000	–
At 31 December	357,316	164,869

Deferred tax assets are recognised for tax losses carried forward to the extent that realisation of the related tax benefits through future taxable profits is probable. The Group has unrecognised tax losses of approximately S$10,111,000 (2023: S$9,787,000) at the balance sheet date which can be carried forward and used to offset against future taxable income subject to meeting certain statutory requirements by those companies with unrecognised tax losses in their respective countries of incorporation. The unrecognised tax losses have no expiry date.

24 Share Capital

Group and Company	**Number of ordinary shares**	**Amount**
		S$
2024		
At 1 January and 31 December	1,483,300,000	25,793,130
2023		
At 1 January and 31 December	1,483,300,000	25,793,130

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

Fully paid ordinary shares carry one vote per share and carry a right to dividends as and when declared by the Company.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

25 Other Reserves

(a) Composition:

	Group		Company	
	2024	2023	2024	2023
	S$	S$	S$	S$
Capital reserve	14,393	14,393	14,393	14,393
Currency translation reserve	776,939	792,956	–	–
General reserve	423,530	423,530	–	–
Asset revaluation reserve	1,993,026	1,310,388	–	–
	3,207,888	2,541,267	14,393	14,393

(b) Movements:

	Group		Company	
	2024	2023	2024	2023
	S$	S$	S$	S$
Capital reserve				
At 1 January and 31 December	14,393	14,393	14,393	14,393
Currency translation reserve				
At 1 January	792,956	762,254	–	–
Net currency translation differences of financial statements of:				
- Foreign subsidiary corporations	(35,722)	43,059	–	–
- Attributable to non-controlling interest	19,705	(12,357)	–	–
	(16,017)	30,702	–	–
At 31 December	776,939	792,956	–	–
General reserve				
At 1 January and 31 December	423,530	423,530	–	–
Asset revaluation reserve				
At 1 January	1,310,388	1,310,388	–	–
Revaluation gain (Note 17)	874,638	–	–	–
Tax on revaluation gain	(192,000)	–	–	–
	682,638	–	–	–
At 31 December	1,993,026	1,310,388	–	–

Other reserves are non-distributable.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

26 Financial Risk Management

Financial risk factors

The Group's activities expose it to market risk (including currency risk and interest rate risk), credit risk, liquidity risk and capital risk. The Group's overall risk management strategy seeks to minimise any adverse effects from the unpredictability of financial markets on the Group's financial performance. The Board of Directors is responsible for setting the objectives and underlying principles of financial risk management for the Group.

(a) Market risk

(i) Currency risk

The Group's foreign currency risk arises from certain trading activities denominated in foreign currencies and its investments in subsidiary corporations which are located in foreign countries.

Currency risk arises within entities in the Group when transactions are denominated in foreign currencies such as the United States Dollar ("USD"), Euro ("EUR") and Indonesian Rupiah ("IDR").

The Group's currency exposures based on the information provided to key management are as follows:

	31 December 2024					
	SGD	**USD**	**EUR**	**IDR**	**Others**	**Total**
	S$	**S$**	**S$**	**S$**	**S$**	**S$**
Financial assets						
Cash and bank balances	43,021	85,658	59,123	10,945	38,873	237,620
Trade and other receivables	15,155	636,988	–	129	–	652,272
Other current assets	16,180	–	148,876	–	–	165,056
Intra-group receivables	5,914,248	1,584,838	–	179,436	–	7,678,522
	5,988,604	2,307,484	207,999	190,510	38,873	8,733,470
Financial liabilities						
Trade and other payables	(434,624)	(734,469)	(303,157)	(179,296)	–	(1,651,546)
Other financial liability	(1,677,445)	–	–	–	–	(1,677,445)
Borrowings	(101,900)	–	(1,218)	(19,583)	–	(122,701)
Intra-group payables	(5,914,248)	(1,584,838)	–	(179,436)	–	(7,678,522)
	(8,128,217)	(2,319,307)	(304,375)	(378,315)	–	(11,130,214)
Net financial (liabilities)/ assets	(2,139,613)	(11,823)	(96,376)	(187,805)	38,873	(2,396,744)

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

26 Financial Risk Management (cont'd)

Financial risk factors (cont'd)

(a) Market risk (cont'd)

(i) Currency risk (cont'd)

The Group's currency exposures based on the information provided to key management are as follows: (cont'd)

	31 December 2024					
	SGD	USD	EUR	IDR	Others	Total
	S$	S$	S$	S$	S$	S$
Add: financial liabilities denominated in the respective entities' functional currencies	1,773,494	–	155,500	152,736	–	2,081,730
Currency exposure of financial (liabilities)/ assets net of those denominated in the respective entities' functional currencies	(366,119)	(11,823)	59,124	(35,069)	38,873	(315,014)

	31 December 2023					
	SGD	USD	EUR	IDR	Others	Total
	S$	S$	S$	S$	S$	S$
Financial assets						
Cash and bank balances	466,398	51,323	1,018	26,426	4,018	549,183
Trade and other receivables	15,246	528,573	6,907	11,023	–	561,749
Other current assets	15,320	–	160,955	–	–	176,275
Intra-group receivables	5,740,219	1,525,355	–	–	–	7,265,574
	6,237,183	2,105,251	168,880	37,449	4,018	8,552,781
Financial liabilities						
Trade and other payables	(182,669)	(308,066)	(372,818)	(169,674)	–	(1,033,227)
Other financial liability	(1,853,096)	–	–	–	–	(1,853,096)
Borrowings	(180,442)	–	(107,711)	(28,622)	–	(316,775)
Intra-group payables	(5,740,219)	(1,525,272)	–	–	–	(7,265,491)
	(7,956,426)	(1,833,338)	(480,529)	(198,296)	–	(10,468,589)
Net financial (liabilities)/ assets	(1,719,243)	271,913	(311,649)	(160,847)	4,018	(1,915,808)

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

26 Financial Risk Management (cont'd)

Financial risk factors (cont'd)

(a) Market risk (cont'd)

(i) Currency risk (cont'd)

The Group's currency exposures based on the information provided to key management are as follows: (cont'd)

	31 December 2023					
	SGD	USD	EUR	IDR	Others	Total
	S$	S$	S$	S$	S$	S$
Add: financial liabilities denominated in the respective entities' functional currencies	1,398,765	–	312,667	162,444	–	1,873,876
Currency exposure of financial (liabilities)/ assets net of those denominated in the respective entities' functional currencies	(320,478)	271,913	1,018	1,597	4,018	(41,932)

The Company's currency exposures based on the information provided to key management is as follows:

	31 December 2024			
	SGD	USD	IDR	Total
	S$	S$	S$	S$
Financial assets				
Cash and bank balances	1,630	271	–	1,901
Other receivables	934,747	4,081	–	938,828
Other current assets	1,410	–	–	1,410
	937,787	4,352	–	942,139
Financial liabilities				
Other payables	(4,083,469)	–	–	(4,083,469)
Other financial liability	(1,677,445)	–	–	(1,677,445)
	(5,760,914)	–	–	(5,760,914)
Net financial (liabilities)/assets	(4,823,127)	4,352	–	(4,818,775)
Add: financial liabilities denominated in the Company's functional currency	4,823,127	–	–	4,823,127
Currency exposure of financial assets net of those denominated in the Company's functional currency	–	4,352	–	4,352

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

26 Financial Risk Management (cont'd)

Financial risk factors (cont'd)

(a) Market risk (cont'd)

(i) Currency risk (cont'd)

The Company's currency exposures based on the information provided to key management is as follows: (cont'd)

	31 December 2023			
	SGD	**USD**	**IDR**	**Total**
	S$	**S$**	**S$**	**S$**
Financial assets				
Cash and bank balances	405,873	262	1,597	407,732
Other receivables	799,703	3,968	–	803,671
Other current assets	1,410	–	–	1,410
	1,206,986	4,230	1,597	1,212,813
Financial liabilities				
Other payables	(3,840,903)	–	–	(3,840,903)
Other financial liability	(1,853,096)	–	–	(1,853,096)
	(5,693,999)	–	–	(5,693,999)
Net financial (liabilities)/ assets	(4,487,013)	4,230	1,597	(4,481,186)
Add: financial liabilities denominated in the Company's functional currency	4,487,013	–	–	4,487,013
Currency exposure of financial assets net of those denominated in the Company's functional currency	–	4,230	1,597	5,827

If the above currencies change against the SGD by 1% (2023: 1%) with all other variables including tax rate being held constant, the effects arising from the net financial (liabilities)/ assets position would not result in a material variance to the Group's and the Company's results for the financial years ended 31 December 2024 and 31 December 2023. As such, no sensitivity analysis is disclosed in the financial statements.

(ii) Cash flow and fair value interest rate risks

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market interest rates.

As at 31 December 2024 and 2023, the Group has no significant exposure to interest rate risk.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

26 Financial Risk Management (cont'd)

Financial risk factors (cont'd)

(b) Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in the financial loss to the Group. The major classes of the financial assets at amortised cost of the Group and the Company are cash and bank balances and trade and other receivables.

For trade receivables, all credit terms and limits for each customer are reviewed and are approved by the management. The amount of deposit, credit terms and limit for each customer is based on factors such as assessment of the customer's financial condition, financial strength, credit history, past collection history, volume of sales and its business performance. If necessary, the management will amend the credit terms granted to the customers.

As the Group and the Company do not hold any collateral, the maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented on the statements of financial position.

The trade receivables of the Group comprise 8 debtors (2023: 6 debtors) that individually represented more than 5% of the Group's net trade receivables.

The credit risk for trade and other receivables based on the information provided to key management is as follows:

	Group	
	2024	2023
	S$	S$
By geographical areas		
Australia/New Zealand	312,963	477,326
Europe	268,640	58,154
Asia/Others	70,669	26,269
	652,272	561,749
By types of customers		
Non-related parties:		
- Corporate	652,272	561,749

	Company	
	2024	2023
	S$	S$
By geographical areas		
Asia/Others	938,828	803,671
By types of customers		
Subsidiary corporations	938,828	803,671

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

26 Financial Risk Management (cont'd)

Financial risk factors (cont'd)

(b) Credit risk (cont'd)

(i) Credit rating

The Group uses a provision matrix to measure the lifetime expected credit loss allowance for trade receivables from customers.

The expected credit loss computed is purely derived from historical data which management is of the view that the historical conditions are representative of the conditions prevailing at the reporting date.

In measuring the expected credit losses, trade receivables are grouped based on shared credit risk characteristics and days past due.

The Group and the Company use the following categories of internal credit risk rating for financial assets which are subject to expected credit losses under the 3-stage general approach. These four categories reflect the respective credit risk and how the loss provision is determined for each of those categories.

Category of internal credit rating	Definition of category	Basis of recognition of expected credit losses
Performing	The counterparty has a low risk of default and does not have any past-due amounts	12-month expected credit losses
Under-performing	There has been a significant increase in credit risk (i.e., Interest and/or principal repayment are 180 days past due)	Lifetime expected credit losses (not credit-impaired)
Non-performing	There is evidence indicating that the asset is credit-impaired (i.e., Interest and/or principal payment are 270 days past due)	Lifetime expected credit losses (credit-impaired)
Write-off	There is evidence indicating that there is no reasonable expectation of recovery as the debtor is in severe financial difficulty (i.e., Interest and/or principal repayments are 365 days past due and there is no reasonable expectation of recovery)	Asset is written off

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

26 Financial Risk Management (cont'd)

Financial risk factors (cont'd)

(b) Credit risk (cont'd)

(ii) Impairment of financial assets

The Group and the Company have applied the simplified approach by using the provision matrix to measure the lifetime expected credit losses for all trade receivables and the general approach for other receivables.

To measure the expected credit losses, these receivables have been grouped based on shared credit risk characteristics and days past due. In calculating the expected credit loss rates, the Group considers historical loss rates for each category of customers.

Receivables are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Group. The Group categorises a receivable for write off when a debtor fails to make contractual payment greater than 365 days past due based on historical loss rates for each category of customers and adjust to reflect current and forward looking information. Where receivables have been written off, the Group continues to engage in enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognised in profit or loss.

Trade receivables

The Group's credit risk exposure in relation to trade receivables under SFRS(I) 9 as at 31 December 2024 and 2023 is set out in the provision matrix as follows:

Group	Current	Past due: Within 30 days	Past due: 30 to 60 days	Past due: 60 to 90 days	Past due: More than 90 days	Total
	S$	S$	S$	S$	S$	S$
2024						
Sale of goods						
Expected loss rate	0%	0%	0%	0%	0%	
Trade receivables	461,967	171,323	–	–	3,698	636,988
Loss allowance	–	–	–	–	–	–
Rendering of services						
Expected loss rate	0%	0%	0%	0%	99%	
Trade receivables	–	–	–	–	96,450	96,450
Loss allowance	–	–	–	–	(96,321)	(96,321)

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

26 Financial Risk Management (cont'd)

Financial risk factors (cont'd)

(b) Credit risk (cont'd)

(ii) Impairment of financial assets (cont'd)

Trade receivables (cont'd)

Group	Current	Past due Within 30 days	30 to 60 days	60 to 90 days	More than 90 days	Total
	S$	S$	S$	S$	S$	S$
2023						
Sale of goods						
Expected loss rate	0%	0%	0%	0%	0%	
Trade receivables	489,927	17,153	–	–	21,628	528,708
Loss allowance	–	–	–	–	–	–
Rendering of services						
Expected loss rate	0%	0%	0%	0%	95%	
Trade receivables	4,504	–	900	–	103,775	109,179
Loss allowance	–	–	–	–	(98,156)	(98,156)

The Company has no credit risk exposure in the relation to trade receivable as at 31 December 2024 and 2023.

The movement in loss allowance is as follows:

	Group 2024	Group 2023
	S$	S$
At 1 January	98,156	99,173
Currency translation differences	(1,835)	(1,017)
At 31 December (Note 13)	96,321	98,156

Other receivables

As at 31 December 2024 and 2023, there are no credit risk exposures in relation to the Group's other receivables. Management has assessed the application of the expected credit loss model and no addition loss allowances are recognised for these financial assets.

The Company applies the SFRS(I) 9 general model for measuring expected credit losses for its other receivables from its subsidiary corporations.

The Company considers other receivables from its subsidiary corporations (Note 13) as low credit risk as these subsidiary corporations have financial capacity to meet the contractual obligation.

The Company has other receivables from its subsidiary corporations and the loss allowance is disclosed in Note 16.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

26 Financial Risk Management (cont'd)

Financial risk factors (cont'd)

(b) Credit risk (cont'd)

(ii) Impairment of financial assets (cont'd)

Cash and bank balances

The Group considers cash and bank balances as low credit risk as it is held with bank and financial institution counterparties, which have high credit-rating assigned by the international credit-rating agency.

(c) Liquidity risk

The Group and the Company manage the liquidity risk by maintaining sufficient cash and cash equivalents to enable them to meet their normal operating commitments and obtaining continuing financial support from the controlling shareholder of the Company.

The table below analyses non-derivative financial liabilities of the Group and the Company into relevant maturity groupings based on the remaining period from the balance sheet date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying amounts as the impact of discounting is not significant.

	Group				
	Less than 1 year	**Between 1 and 5 years**	**After 5 years**	**Total**	**Carrying amount**
	S$	**S$**	**S$**	**S$**	**S$**
2024					
Trade and other payables	1,651,546	–	–	1,651,546	1,651,546
Other financial liability	–	1,560,000	1,040,000	2,600,000	1,677,445
Bank overdrafts	1,217	–	–	1,217	1,217
Lease liabilities	92,495	31,038	–	123,533	121,484
	1,745,258	1,591,038	1,040,000	4,376,296	3,451,692
2023					
Trade and other payables	1,033,227	–	–	1,033,227	1,033,227
Other financial liability	–	2,080,000	520,000	2,600,000	1,853,096
Bank overdrafts	107,711	–	–	107,711	107,711
Lease liabilities	89,936	123,906	–	213,842	209,064
	1,230,874	2,203,906	520,000	3,954,780	3,203,098

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

26 Financial Risk Management (cont'd)

Financial risk factors (cont'd)

(c) Liquidity risk (cont'd)

	Company				
	Less than 1 year	Between 1 and 5 years	After 5 years	Total	Carrying amount
	S$	S$	S$	S$	S$
2024					
Other payables	4,083,469	–	–	4,083,469	4,083,469
Other financial liability	–	1,560,000	1,040,000	2,600,000	1,677,445
	4,083,469	1,560,000	1,040,000	6,683,469	5,760,914
2023					
Other payables	3,840,903	–	–	3,840,903	3,840,903
Other financial liability	–	2,080,000	520,000	2,600,000	1,853,096
	3,840,903	2,080,000	520,000	6,440,903	5,693,999

(d) Capital management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern and to maintain an optimal capital structure so as to maximise shareholder value. In order to maintain or achieve an optimal capital structure, the Group may adjust the amount of dividend payment, return capital to shareholders, issue new shares, buy back issued shares, obtain new borrowings or sell assets to reduce borrowings.

Management monitors capital based on a gearing ratio. As at 31 December 2024, the Group's and the Company's gearing ratio was 29% and 73% (2023: 24% and 67%) respectively.

The gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as borrowings plus trade and other payables and other financial liability, less cash and bank balances. Total capital is calculated as equity plus net debt.

	Group		Company	
	2024	2023	2024	2023
	S$	S$	S$	S$
Net debt	3,276,276	2,838,622	5,759,013	5,286,267
Total equity	8,219,084	8,927,784	2,087,209	2,645,840
Total capital	11,495,360	11,766,406	7,846,222	7,932,107
Gearing ratio	29%	24%	73%	67%

The Group and the Company are not exposed to any externally imposed capital requirements for the financial years ended 31 December 2024 and 31 December 2023.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

26 Financial Risk Management (cont'd)

Financial risk factors (cont'd)

(e) Fair value measurements

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

(i) quoted prices (unadjusted) in active markets for identical assets or liabilities (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).

Fair value measurement disclosure of assets that are recognised or measured at fair value, can be found at Note 17 and Note 18.

The carrying amounts of cash and bank balances, trade and other receivables, and trade and other payables are assumed to approximate their fair values due to the short-term maturity. The fair values of borrowings and other financial liability approximate their carrying amounts and are based on discounting the future contractual cash flows at the current market interest rates that are available to the Group for similar financial instruments.

(f) Financial instruments by category

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

	Group		Company	
	2024	2023	2024	2023
	S$	S$	S$	S$
Financial assets, at amortised costs	1,054,948	1,287,207	2,616,586	3,101,409
Financial liabilities, at amortised cost	3,451,692	3,203,098	5,760,914	5,693,999

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

27 Related Party Transactions

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

Key management personnel compensation

Key management personnel compensation is as follows:

	Group	
	2024	2023
	S$	S$
Directors' fees	100,000	100,000
Salaries	543,400	543,400
Employer's contribution to defined contribution plans, including Central Provident Fund	48,645	43,783
Other short-term benefits	8,102	12,285
	700,147	699,468

Included in the above is total compensation to directors of the Company amounting to S$278,064 (2023: S$277,064).

28 Segment Information

The Group has two reportable segments, as described below, which are the Group's strategic business units. The following summary describes the operation in each of the Group's reportable segments.

a. Importer and exporter of wood-based & manufacturing, supplying and distribution of wood-based and other related products.

   The Group offers a wide range of wood-based and lifestyle outdoor furniture products through its subsidiaries in Asia and European countries.

b. Property development

   The Group intends to embark on the property development business.

   The Group has determined the operating segments based on the reports reviewed by the board of directors that are used to make strategic decisions.

   The Group considers the business from both a geographic and business segment perspective. Geographically, management manages and monitors the business in the following primary geographic areas: (i) Australia/New Zealand, (ii) Europe, and (iii) Asia/Others. All geographic locations are engaged in the sale of wood-based products and outdoor lifestyle furniture.

   No separate segmental information by business segment is presented, except for segment revenue, as both business segments use the same resources and share the same costs. Management is of the opinion that it is not practicable to separate the costs for each business segment.

   No revenue was generated from the Group's property development business segments as the Group has not commenced the construction of the development project in Bintan, Indonesia (Note 17).

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 December 2024

28 Segment Information (cont'd)

(a) Revenue from major products

Revenues from external customers are derived mainly from the sale of and services of wood-based products and outdoor lifestyle furniture. Breakdown of the revenue is as follows:

Group	2024 Revenue		2023 Revenue	
	S$	%	S$	%
Wood-based products	12,286,920	96.81	14,224,085	98.04
Outdoor lifestyle furniture	230,477	1.82	101,205	0.70
Others	173,954	1.37	183,508	1.26
Total	12,691,351	100.00	14,508,798	100.00

Revenues of S$2,464,142 (2023: S$2,210,255) are derived from a single external customer. These revenues are attributable to the sale of wood-based products in Australia/New Zealand.

(b) Geographical information

The Group's two business segments operate in three main geographical areas:

- Australia/New Zealand - the operations in this area are principally the sales of wood-based products and outdoor lifestyle furniture.
- Europe - the operations in this area are principally the sales of wood-based products and outdoor lifestyle furniture.
- Asia/Others - the operations in this area are principally the sales and services of wood-based products and outdoor lifestyle furniture.

Group	2024 Revenue		2023 Revenue	
	S$	%	S$	%
Europe	6,602,357	52.02	8,824,767	60.82
Australia/New Zealand	5,666,773	44.65	5,150,180	35.50
Asia/Others	422,221	3.33	533,851	3.68
	12,691,351	100.00	14,508,798	100.00

Group	2024 Non-current assets		2023 Non-current assets	
	S$	%	S$	%
Europe	20,439	0.22	31,675	0.35
Asia/Others	9,375,035	99.78	8,924,625	99.65
	9,395,474	100.00	8,956,300	100.00

STATISTICS OF SHAREHOLDINGS

As at 11 March 2025

SHARE CAPITAL

Number of Issued Shares	:	1,483,300,000
Class of Shares	:	Ordinary Shares
Voting Rights	:	One vote per ordinary share

The Company has no treasury shares and *subsidiary holdings as at 11 March 2025.

*subsidiary holdings – defined in the Listing Manual Section B, Rules of Catalist of the Singapore Exchange Securities Trading Limited to mean shares referred to in Sections 21(4), 21(4B), 21(6A) and 21(6C) of the Companies Act 1967.

DISTRIBUTION OF SHAREHOLDERS BY SIZE OF SHAREHOLDINGS AS AT 11 MARCH 2025

SIZE OF SHAREHOLDINGS	NO. OF SHAREHOLDERS	%	NO. OF SHARES	%
1 - 99	5	1.01	90	0.00
100 - 1,000	27	5.44	16,900	0.00
1,001 - 10,000	56	11.29	384,200	0.02
10,001 - 1,000,000	365	73.59	72,185,101	4.87
1,000,001 and above	43	8.67	1,410,713,709	95.11
Total	**496**	**100.00**	**1,483,300,000**	**100.00**

TWENTY LARGEST SHAREHOLDERS

As at 11 March 2025

	SHAREHOLDER'S NAME	NO OF SHARES	%
1	CHEW HUA SENG	654,033,520	44.09
2	CITIBANK NOMINEES SINGAPORE PTE LTD	440,001,000	29.66
3	CHEW AH BA	120,949,081	8.15
4	TAN TERESA	46,029,318	3.10
5	CHEW CHIEW SIANG STEVEN	24,393,900	1.64
6	PHILLIP SECURITIES PTE LTD	11,605,980	0.78
7	MAYBANK SECURITIES PTE. LTD.	9,963,000	0.67
8	ANG CHIN SAN	8,351,000	0.56
9	YEO LAI CHOO @YEO LAI CHOO CECILIA	8,162,000	0.55
10	DBS NOMINEES PTE LTD	7,266,110	0.49
11	CHIN SEK PENG	6,300,000	0.42
12	TAN LYE SENG	6,001,000	0.40
13	EW WEI MIN (YU WEIMING)	4,616,200	0.31
14	NG BOON HUAN DANIELS	4,120,000	0.28
15	KARUPPIAH PALANIAPPAN	3,300,000	0.22
16	SATPAL KAUR	3,300,000	0.22
17	PRIMALANI CHANDRU GULABRAI	3,168,000	0.21
18	KWA LECK TIEW	3,121,000	0.21
19	GOH SIEW LAN	2,800,000	0.19
20	TAN ENG CHUA EDWIN	2,737,600	0.18
	Total	**1,370,218,709**	**92.33**

STATISTICS OF SHAREHOLDINGS

As at 11 March 2025

SUBSTANTIAL SHAREHOLDERS

As at 11 March 2025 as shown in the Company's Register of Substantial Shareholders

	Direct / Beneficial Interest		Deemed Interest		Total Interest	
Name of Substantial Shareholder	**Number of Shares**	**%**	**Number of Shares**	**%**	**Number of Shares**	**%**
Chew Ah Ba, George	120,949,081	8.15	46,029,318[1]	3.10	166,978,399	11.25
Tan Teresa	46,029,318	3.10	120,949,081[1]	8.15	166,978,399	11.25
Guo Shaozeng	440,000,000	29.66	–	–	440,000,000	29.66
Chew Hua Seng	654,033,520	44.09	–	–	654,033,520	44.09

Note:

(1) By virtue of Section 4 of the Securities and Futures Act 2001, Chew Ah Ba, George is deemed to have an interest in the shareholdings of his spouse, Mdm Tan Teresa and vice versa.

Free Float

Based on the Register of Substantial Shareholders as at 11 March 2025, approximately 13.34% of the total number of issued ordinary shares of the Company was held in the hands of the public. Accordingly, the Company has complied with Rule 723 of the Listing Manual, Section B, Rules of Catalist of the Singapore Exchange Securities Trading Limited.

NOTICE OF ANNUAL GENERAL MEETING IN 2024

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the "**AGM**") of Sitra Holdings (International) Limited (the "**Company**") will be held at 111 Somerset #15-22, 111 Somerset Road, Singapore 238164 on Friday, 25 April 2025 at 2.00 p.m. to transact the following businesses:-

AS ORDINARY BUSINESS

1. To receive and adopt the Audited Financial Statements for the financial year ended 31 December 2024, the Directors' Statement and the Auditors' Report thereon. **(Resolution 1)**

2. To re-elect the following Directors who are retiring in accordance with Regulation 100 of the Company's Constitution and who, being eligible, offers himself for re-election:

   (a) Mr Chan Hock Keng **(Resolution 2)**

   *Mr Chan Hock Keng will, upon re-election as a Director of the Company, remain as a member of the Audit Committee and will be considered independent for the purposes of Rule 704(7) of the Listing Manual Section B, Rules of Catalist of the Singapore Exchange Securities Trading Limited ("**Rules of Catalist**").*

   (b) Mr Lim Kian Thong **(Resolution 3)**

   Mr Lim Kian Thong will, upon re-election as a Director of the Company, remain as a member of the Audit Committee and will be considered independent for the purposes of Rule 704(7) of the Rules of Catalist.

   [See Explanatory Note (a)]

3. To approve the payment of Directors' fees of S$105,000 for the financial year ending 31 December 2025, payable quarterly in arrears (2024: S$100,000). **(Resolution 4)**

   [See Explanatory Note (b)]

4. To re-appoint Moore Stephens LLP as external auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 5)**

5. To transact any other ordinary business that may properly be transacted at an Annual General Meeting.

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without any modifications:-

6. Authority to allot and issue shares pursuant to the Share Issue Mandate

   THAT pursuant to Section 161 of the Companies Act 1967 and Rule 806 of the Rules of Catalist, authority be and is hereby given to the Directors of the Company to:

   (a) (i) issue shares in the capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or

   (ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares,

   at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit;

NOTICE OF ANNUAL GENERAL MEETING IN 2024

(b) (notwithstanding that the authority conferred by this Ordinary Resolution may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by the Directors while this Ordinary Resolution was in force,

provided that:

(i) the aggregate number of Shares to be issued pursuant to this Ordinary Resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Ordinary Resolution) does not exceed 100% of the total number of issued shares in the capital of the Company excluding treasury shares and subsidiary holdings (as calculated in accordance with subparagraph (ii) below), of which the aggregate number of Shares to be issued other than on a pro rata basis to shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Ordinary Resolution) does not exceed 50% of the total number of issued shares in the capital of the Company excluding treasury shares and subsidiary holdings (as calculated in accordance with sub-paragraph (ii) below);

(ii) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (i) above, the percentage of issued share capital shall be based on the total number of issued shares in the capital of the Company excluding treasury shares and subsidiary holdings at the time of passing of this Ordinary Resolution, after adjusting for:

(1) new Shares arising from the conversion or exercise of any convertible securities which were issued and are outstanding or subsisting at the time this Resolution is passed;

(2) new Shares arising from exercise of share options or vesting of share awards which were issued and are outstanding or subsisting at the time of passing of this Ordinary Resolution, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Rules of Catalist; and

(3) any subsequent bonus issue, consolidation or subdivision of Shares;

and, in sub-paragraph (i) above and this sub-paragraph (ii), “subsidiary holdings” has the meaning given to it in the Listing Manual of the SGX-ST;

(iii) in exercising the authority conferred by this Ordinary Resolution, the Company shall comply with the provisions of the Rules of Catalist for the time being in force (unless such compliance has been waived by the Singapore Exchange Securities Trading Limited) and the Constitution for the time being of the Company; and

(iv) unless revoked or varied by the Company in general meeting, the authority conferred by this Ordinary Resolution shall continue in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier; and

(c) the Directors be and are hereby authorized to do any and all acts which they deem necessary and expedient in connection with paragraphs (a) and (b) above.

(Resolution 6)

NOTICE OF ANNUAL GENERAL MEETING IN 2024

7. Authority to offer and grant options and to allot and issue Shares under the Sitra Holdings Employee Share Option Scheme

   "That approval be and is hereby given to the Directors of the Company to:

   (A) offer and grant options in accordance with the Sitra Holdings Employee Share Option Scheme (the "**Scheme**") and the Constitution of the Company; and

   (B) allot and issue from time to time such number of fully paid-up Shares as may be required to be delivered pursuant to the exercise of options under the Scheme,

   provided that the aggregate number of Shares over which options may be granted under the Scheme on any date, when added to the number of Shares issued and/or issuable or transferred and/or transferable in respect of all options granted under the Scheme, all awards granted under the Sitra Holdings Performance Share Plan and all Shares, options or awards granted under any other share option or share scheme of the Company then in force, shall not exceed fifteen per centum (15%) of the issued Shares (excluding treasury shares and subsidiary holdings) on the day preceding that date."

   (Resolution 7)

8. Authority to grant Shares awards and to allot and issue Shares under the Sitra Holdings Performance Share Plan

   "That approval be and is hereby given to the Directors of the Company to:

   (A) grant awards in accordance with the Sitra Holdings Performance Share Plan (the "Plan") and the Constitution of the Company; and

   (B) allot and issue from time to time such number of fully paid-up Shares as may be required to be delivered pursuant to the vesting of awards under the Plan,

   provided that the aggregate number of Shares for which an award may be granted under the Plan on any date, when added to the number of Shares issued and/or issuable or transferred and/or transferable in respect of all awards granted under the Plan, all options granted under the Scheme and all Shares, options or awards granted under any other share option or share scheme of the Company then in force, shall not exceed fifteen per centum (15%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) on the day preceding that date."

   (Resolution 8)

By Order of the Board

Joanna Lim Lan Sim
Company Secretary

Singapore, 10 April 2025

NOTICE OF ANNUAL GENERAL MEETING IN 2024

Explanatory Notes

(a) In relation to Resolutions 2 to 3 proposed under items 2(a) and 2(b) above, the detailed information on Mr Chan Hock Keng and Mr Lim Kian Thong are set out in the section entitled "Board of Directors", Table 3 in the "Corporate Governance Report" section and "Additional Information on Directors Seeking Re-Election" section of the Company's 2024 Annual Report.

(b) In relation to Resolution 4 proposed in item 3 above, the Board of Directors proposes the payment of directors' fees to all independent non-executive directors to be approved by shareholders in advance at the Annual General Meeting. Upon approval, the directors' fees would then be paid in arrears on a quarterly basis by the Company.

Statement Pursuant to Regulation 56 of the Company's Constitution

Ordinary Resolution 6

Ordinary Resolution 6 proposed in item 6 above, if passed, will empower the Directors from the date of this Meeting until the date of the next Annual General Meeting, or the date by which the next Annual General Meeting is required by law to be held or when varied or revoked by the Company in general meeting, whichever is the earlier, to issue shares in the capital of the Company and to make or grant instruments (such as warrants or debentures) convertible into shares, and to issue shares in pursuance of such instruments, up to a number not exceeding 100% of the issued shares in the capital of the Company excluding treasury shares and subsidiary holdings, of which up to 50% may be issued other than on a *pro rata* basis to shareholders. The aggregate number of shares which may be issued shall be based on the total number of issued shares in the capital of the Company (excluding treasury shares and subsidiary holdings) at the time that Ordinary Resolution 6 is passed, after adjusting for (a) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which were issued and are outstanding or subsisting at the time that Ordinary Resolution 6 is passed, and (b) any subsequent bonus issue or consolidation or subdivision of shares.

Ordinary Resolution 7

Ordinary Resolution 7 proposed in item 7 above, if passed, will empower the Directors of the Company to offer and grant options and allot and issue from time to time such number of fully paid-up Shares pursuant to the Scheme, provided that the aggregate number of Shares over which options may be granted under the Scheme on any date, when added to the number of Shares issued and/or issuable or transferred and/or transferable in respect of all options granted under the Scheme, all awards granted under the Sitra Holdings Performance Share Plan and all Shares, options or awards granted under any other share option or share scheme of the Company then in force shall not exceed fifteen per centum (15%) of the issued Shares (excluding treasury shares and subsidiary holdings) on the day preceding that date. The Scheme is approaching the end of its 10-year duration and will expire on 30 April 2025 and discontinued.

Ordinary Resolution 8

Ordinary Resolution 8 proposed in item 8 above, if passed, will authorise the Directors of the Company to grant awards and to allot and issue from time to time such number of fully paid-up Shares pursuant to the Plan, provided that the aggregate number of Shares over which an award may be granted under the Plan on any date, when added to the number of Shares issued and/or issuable or transferred and/or transferable in respect of all awards granted under the Plan, all options granted under the Scheme and all Shares, options or awards granted under any other share option or share scheme of the Company then in force, shall not exceed fifteen per centum (15%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) on the date preceding that date. The Plan is approaching the end of its 10-year duration and will expire on 30 April 2025 and discontinued.

Important Notes:

Physical Meeting

1. The shareholders of the Company (the "**Shareholders**") are invited to attend the AGM physically in person. There will be no option for Shareholders to participate in the AGM by electronic means.

2. Printed copies of this Notice of AGM, Proxy Form and the Request Form (to request for printed copy of the Annual Report) have been despatched to Shareholders and are also available on SGXNet at the URL https://www.sgx.com/securities/company-announcements

3. The Annual Report has been published and is available for download or online viewing by the Shareholders on SGXNet at the URL https://www.sgx.com/securities/company-announcements Printed copies of the Annual Report will not be sent to the Shareholders unless requested by the Shareholders via the submission of the Request Form. Shareholders who wish to receive a printed copy of the Annual Report are required to complete the Request Form and return it to the Company by 17 April 2025 by post to the Company's Share Registrar, Tricor Barbinder Share Registration Services at 9 Raffles Place, #26-01 Republic Plaza, Tower 1 Singapore 048619; or electronically via email to the Company's Share Registrar, Tricor Barbinder Share Registration Services at sg.is.proxy@vistra.com.

NOTICE OF ANNUAL GENERAL MEETING IN 2024

4. Shareholders (including investors who hold shares through the Central Provident Fund ("CPF") Investment Scheme ("CPF Investors") and/or Supplementary Retirement Scheme ("SRS Investors")) may participate in the AGM by:

   (a) attending the AGM in person;

   (b) raising questions at the AGM or submitting questions in advance of the AGM; and/or

   (c) voting at the AGM (i) themselves personally; or (ii) where applicable through their duly appointed proxy(ies).

5. CPF Investors and SRS Investors who are unable to attend the AGM but would like to vote, may inform their respective CPF Agent Banks or SRS Operators to appoint the Chairman of the AGM to act as their proxy, and submit their votes by 5 p.m. on 15 April 2025, being at least seven (7) working days prior to the date of the AGM. In such case, the CPF and SRS investors shall be precluded from attending the AGM.

6. To attend the AGM, please bring along your NRIC/passport so as to enable the Company to verify your identity. Shareholders are requested to arrive early to facilitate the registration process.

Appointment of Proxy(ies) and Voting by Proxy(ies)

7. (a) A Shareholder, who is not a Relevant Intermediary, is entitled to appoint not more than two (2) proxies to attend, speak and vote on his/her/its behalf at the AGM. A Shareholder, which is a corporation, is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy needs not be a Shareholder of the Company.

   Where such Shareholder appoints two (2) proxies, the proportion of his/her/its shareholding to be represented by each proxy shall be specified. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of shares entered against his/her/its name in the Depository Register and any second named proxy as an alternate to the first named.

   (b) A Shareholder, who is a Relevant Intermediary, is entitled to appoint more than two (2) proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such Member. Where such Member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the Proxy Form.

   "Relevant Intermediary" has the meaning prescribed to it in Section 181 of the Companies Act:

   (i) a banking corporation licensed under the Banking Act 1970 or a wholly owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;

   (ii) a person holding a capital markets services licence holder to provide custodial services under the Securities and Futures Act and who holds shares in that capacity; or

   (iii) the CPF Board established by the CPF Act 1953, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of Shareholders of the CPF, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with the subsidiary legislation.

8. A Shareholder can appoint the Chairman of the AGM as his/her/its proxy but this is not mandatory.

9. If a Shareholder wishes to appoint the Chairman of the AGM as proxy, such Shareholder (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstentions from voting on, each resolution in the instrument appointing the Chairman of the AGM as proxy. If no specific direction is given as to voting or abstentions from voting in respect of a resolution in the form of proxy, the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.

10. The instrument appointing a proxy, together with the power of attorney or other authority under which it is signed (if applicable) or a notarial certified copy thereof, must be deposited in the following manner:

    a. if submitted by post, be deposited at the office of the Company's Share Registrar, Tricor Barbinder Share Registration Services at 9 Raffles Place, #26-01 Republic Plaza Tower 1, Singapore 048619; or

    b. if submitted electronically, via email to the Company's Share Registrar, Tricor Barbinder Share Registration Services at sg.is.proxy@vistra.com

    in either case, by no later than 2.00 p.m. on 22 April 2025, being at least 72 hours before the time appointed for holding the AGM. **Shareholders are strongly encouraged to submit the completed proxy forms electronically by email.**

11. The instrument appointing the proxy(ies) must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing the proxy(ies) is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.

NOTICE OF ANNUAL GENERAL MEETING IN 2024

12. The Company shall be entitled to reject the instrument appointing the as proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing the proxy (including any related attachment) (such as in the case where the appointor submits more than one instrument appointing the proxy).

13. In addition, in the case of Shares entered in the Depository Register maintained by The Central Depository (Pte) Limited, the Company may reject any proxy form lodged if the Shareholder, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the AGM.

Submission of questions in advance of the AGM

14. Shareholders may raise questions at the AGM and/or submit questions related to the Ordinary Resolutions to be tabled for approval at the AGM, in advance of the AGM. For Shareholders who would like to submit questions in advance of the AGM, they may do so by 17 April 2025:

    (a) if in hard copy by post, to the office of the Company's Share Registrar, Tricor Barbinder Share Registration Services at 9 Raffles Place, #26-01 Republic Plaza Tower 1, Singapore 048619; or

    (b) if submitted electronically, via email to the Company's Share Registrar, Tricor Barbinder Share Registration Services at sg.is.proxy@vistra.com

15. Shareholders will need to identify themselves when posing questions by email or by post by providing the following details:

    (a) the Shareholder's full name as it appears on his/her/its CDP/CPF/SRS share records;

    (b) the Shareholder's NRIC/Passport/UEN number; and

    (c) the manner in which the Shareholder holds his/her/its Shares in the Company (e.g. via CDP, CPF or SRS).

16. The Company will endeavour to address all substantial and relevant questions submitted by Shareholders prior to (via SGXNet by 2.00 p.m. on 20 April 2025) or during the AGM. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed. The Company will publish the responses made during the AGM to such questions together with the minutes of the AGM on SGXNet at the URL https://www.sgx.com/securities/company-announcements within one (1) month after the date of the AGM.

PERSONAL DATA PRIVACY

By submitting an instrument appointing the Chairman of the AGM to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman of the AGM as proxy for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance list, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.

Photographic, sound and/or video recordings of the AGM may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared for the AGM. Accordingly, the personal data of a Shareholder or its proxy and/or representative (such as his/her name, his/her presence at the AGM and any questions he/she may raise or motions he/she proposes/seconds) may be recorded by the Company for such purpose.

ADDITIONAL INFORMATION ON DIRECTOR SEEKING RE-ELECTION

Mr. Chan Hock Keng and Mr. Lim Kian Thong are the Directors seeking re-election at the forthcoming Annual General Meeting ("**AGM**") (collectively, the "**Retiring Directors**" and each a "**Retiring Director**").

Pursuant to Rule 720(5) of the Catalist Rules of the SGX-ST, the following is the information relating to the Retiring Directors as set out in Appendix 7F of the Catalist Rules of the SGX-ST:

	Chan Hock Keng	Lim Kian Thong
Date of Initial Appointment	1 July 2021	2 August 2021
Date of last re-appointment	29 April 2022	29 April 2022
Age	57	63
Country of principal residence	Singapore	Singapore
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	The Board of Directors of the Company has considered the recommendation of the Nominating Committee and has reviewed and considered the credentials, work experiences, contribution and performance, attendance, preparedness, participation and suitability of Mr. Chan Hock Keng for re-election as Independent Non-Executive Director of the Company. The Board has reviewed and concluded that Mr. Chan Hock Keng possesses the experience, expertise, knowledge and skills to contribute towards the core competencies of the Board.	The Board of Directors of the Company has considered the recommendation of the Nominating Committee and has reviewed and considered the credentials, work experiences, contribution and performance, attendance, preparedness, participation and suitability of Mr. Lim Kian Thong for re-election as Independent Non-Executive Director of the Company. The Board has reviewed and concluded that Mr. Lim Kian Thong possesses the experience, expertise, knowledge and skills to contribute towards the core competencies of the Board.
Whether appointment is executive, and if so, the area of responsibility	Non-executive	Non-executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.	• Non-Executive Independent Director • Chairman of Nominating Committee • Member of Audit Committee • Member of Remuneration Committee	• Non-Executive Independent Director • Chairman of Remuneration Committee • Member of Audit Committee • Member of Nominating Committee
Professional qualifications	• Bachelor of Law (Honours), University of Bristol UK; • Bar of England and Wales, UK; • Advocate & Solicitor, Singapore	• Bachelor of Accountancy, National University of Singapore; • Master of Business Administration (Banking & Finance), Nanyang Technological University, Singapore; • Fellow, Chartered Accountant of Singapore; • Fellow, CPA Australia

ADDITIONAL INFORMATION ON DIRECTOR SEEKING RE-ELECTION

	Chan Hock Keng	Lim Kian Thong
Working experience and occupation(s) during the past 10 years	Practising lawyer and Partner of WongPartnership since 1997	April 2025 - present iFAST Corporation Ltd. - Senior Management Executive, Management Office February 2022 – March 2025 iFAST Corporation Ltd. – Group Chief Financial Officer October 2020 – January 2022 iFAST Financial Pte. Ltd – Deputy COO February 2020 – June 2020 PureCircle Limited (formerly listed on the Premium Main Market of The London Stock Exchange) – CFO/ Executive Director September 2019 – January 2020 Hua Hong Foundation Investment Group (Singapore) – CEO of Financial Investments April 2013 – August 2019 Haitong International Securities (Singapore) Pte. Ltd. – CEO/Executive Director
Shareholding interest in the listed issuer and its subsidiaries	None	None
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/ or substantial shareholder of the listed issuer or of any of its principal subsidiaries.	No.	No
Conflict of Interest (including any competing business)	No	No
Undertaking (in the format set out in Appendix 7H) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes
Other Principal Commitments* Including Directorships# Past (for the last 5 years)	1. Yunnan Realty Pte Ltd 2. The Hokkien Foundation 3. Singapore Hokkien Huay Kuan Cultural Academy Pte Ltd 4. Wemix Pte. Ltd.	1. United Global Limited 2. Capital World Limited 3. LHN Logistics Limited 4. PureCircle Limited

ADDITIONAL INFORMATION ON DIRECTOR SEEKING RE-ELECTION

	Chan Hock Keng	Lim Kian Thong
Present * "Principal Commitments" has the same meaning as defined in the Code. # These fields are not applicable for announcements of appointments pursuant to Listing Rule 704(8)	Present 1. Sitra Holdings (International) Limited 2. Jumbo Group Limited 3. Singapore Hokkien Huay Kuan Other Principal Commitments ● WongPartnership (Partner)	Present 1. Sitra Holdings (International) Limited 2. Aspen (Group) Holdings Limited 3. Jiutian Chemical Group Limited 4. LHN Limited 5. Bondsupermart Pte. Ltd. 6. iFAST Securities US Corporation 7. Lim & Partners Advisory Services Pte. Ltd. Other Principal Commitments iFAST Corporation Ltd. - Senior Management Executive, Management Office
Disclose the following matters concerning an appointment of director, chief executive officer, chief financial officer, chief operating officer, general manager or other officer of equivalent rank. If the answer to any question is "yes", full details must be given.		
a) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	No
b) Whether there is any unsatisfied judgment against him?	No	No
c) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No

ADDITIONAL INFORMATION ON DIRECTOR SEEKING RE-ELECTION

	Chan Hock Keng	Lim Kian Thong
d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No
e) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No
f) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No
g) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust	No	No

ADDITIONAL INFORMATION ON DIRECTOR SEEKING RE-ELECTION

		Chan Hock Keng	Lim Kian Thong
h)	Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No
i)	Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:–		
	i. any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	No	No
	ii. any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No	No
	iii. any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No	No
	iv. any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere	No	No
	in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?		

ADDITIONAL INFORMATION ON DIRECTOR SEEKING RE-ELECTION

	Chan Hock Keng	Lim Kian Thong
j) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No	No
The disclosure on prior experience as a director of an issuer listed on the Exchange and details of prior experience is not applicable as disclosure is applicable to the appointment of Director only.		

PROXY FORM

ANNUAL GENERAL MEETING

SITRA HOLDINGS (INTERNATIONAL) LIMITED
(Incorporated in Singapore)
Company Reg No : 197901237E

IMPORTANT:

1. This Proxy Form is not valid for use by CPF Investors and SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
2. CPF Investors and SRS Investors are requested to contact their respective CPF Agent Banks or SRS Operators at least seven (7) working days before the AGM i.e. by 5.00 p.m. on 15 April 2025 to specify voting instructions.

I*I/We ______________________________ (NRIC/Passport no./C0.Reg No) ____________________

of ____

being *a member/members of Sitra Holdings (International) Limited. (the "**Company**"), hereby appoint:

Name	Address	NRIC/ Passport No.	Proportion of Shareholding(s) (%)

and/or (delete as appropriate)

or failing him/her, the Chairman of the Annual General Meeting ("**AGM**") as *my/our *proxy/proxies to vote for *me/us on *my/our behalf at the AGM of the Company to be held at 111 Somerset #15-22, 111 Somerset Road, Singapore 238164 on Friday, 25 April 2025 at 2.00 p.m. and at any adjournment thereof.

I/We direct my/our proxy/proxies to vote for or against the resolutions to be proposed at the AGM as indicated hereunder. If no specific direction as to voting is given, the proxy/proxies (except where the Chairman of the AGM is appointed as my/our proxy) will vote or abstain from voting at his/her/their discretion on any matter arising at the AGM and at any adjournment thereof. In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the AGM as my/our proxy for that resolution will be treated as invalid.

No.	Ordinary Resolutions	For	Against	Abstain
ORDINARY BUSINESS				
1.	To receive and adopt the Audited Financial Statements for the financial year ended 31 December 2024, the Directors' Statement and the Reports of Auditors thereon.			
2.	To re-elect Mr. Chan Hock Keng as a Director (Retiring under Regulation 100).			
3.	To re-elect Mr. Lim Kian Thong as a Director (Retiring under Regulation 100).			
4.	To approve the payment of Directors' fees of S$105,000 for the financial year ending 31 December 2025, payable quarterly in arrears. (2024: S$100,000).			
5.	To re-appoint Messrs Moore Stephens LLP as the Company's external auditors and to authorise the Directors to fix their remuneration.			
SPECIAL BUSINESS				
6.	To authorise the Directors to allot and issue shares pursuant to the Share Issue Mandate.			
7.	To authorise the Directors to offer and grant options and to allot and issue shares under the Sitra Holdings Employee Share Option Scheme.			
8.	To authorise the Directors to grant share awards and to allot and issue shares under the Sitra Holdings Performance Share Plan.			

Note:

If you wish to exercise all your votes "For", "Against" or "Abstain" the resolution, please insert [✓] within the relevant box provided. Alternatively, please indicate the number of Shares as appropriate.

Dated this ________ day of ____________________ 2025

Total Number of Shares held	
CDP Register	
Register of Members	

Signature(s) of Member(s) or, Common Seal of Corporate Shareholder

IMPORTANT: PLEASE READ NOTES OVERLEAF

Notes:-

1. Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register maintained by The Central Depository (Pte) Limited, you should insert that number of shares. If you have shares registered in your name in the Register of Members of the Company, you should insert that number of shares. If you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members, you should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by you.
2. A shareholder of the Company (other than a Relevant Intermediary*) is entitled to attend and vote at the AGM or is entitled to appoint not more than two proxies to attend and vote in his/her stead. A proxy need not be a member of the Company.
3. Where a shareholder (other than a Relevant Intermediary*) appoints two proxies, the proportion of his/her/its shareholding to be represented by each proxy shall be specified. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of shares entered against his/her/its name in the Depository Register and any second named proxy as an alternate to the first named.
4. A Relevant Intermediary may appoint more than two proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by it. Where such member appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in this Proxy Form.
5. Subject to note 10, completion and return of this instrument appointing a proxy shall not preclude a shareholder from attending and voting at the AGM. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the AGM in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the instrument of proxy to the AGM.
6. This Proxy Form is not valid for use by investors who hold shares through Central Provident Fund ("**CPF**") Investment Scheme ("**CPF Investors**") and/or Supplementary Retirement Scheme ("SRS Investors") and shall be ineffective for all intents and purposes if used or purported to be used by them. CPF and SRS Investors: (a) may vote at the AGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or (b) may appoint the Chairman of the AGM as proxy to vote on their behalf at AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 15 April 2025, being at least seven working days prior to the date of the AGM.
7. This Proxy Form must be submitted to the Company in the following manner:
   a. if submitted by post, be deposited at the at the office of the Company's Share Registrar, Tricor Barbinder Share Registration Services at 9 Raffles Place, #26-01 Republic Plaza Tower 1, Singapore 048619; or
   b. if submitted electronically, be submitted via email to sg.is.proxy@vistra.com

   in either case, by no later than 2.00 p.m. on 22 April 2025, being at least 72 hours before the time appointed for holding the AGM.

   Shareholders are strongly encouraged to submit the completed proxy forms electronically by email

Fold along this line

Affix
Postage
Stamp
Here

The Share Registrar

Tricor Barbinder Share Registration Services
9 Raffles Place, #26-01 Republic Plaza, Tower 1,
Singapore 048619

Fold along this line

8. The Proxy Form must be under the hand of the appointor or of his attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where a Proxy Form is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the Proxy Form, failing which the Proxy Form may be treated as invalid.
9. The Company shall be entitled to reject the Proxy Form if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the Proxy Form. In addition, in the case of members of the Company whose Shares are entered against their names in the Depository Register, the Company shall be entitled to reject any Proxy Form lodged if such members are not shown to have Shares entered against their names in the Depository Register as at 72 hours before the time appointed for holding the AGM as certified by The Central Depository (Pte) Limited to the Company.
10. A CPF Investor or SRS Investor may attend and cast his vote(s) at the AGM in person. CPF and SRS Investors who are unable to attend the AGM but would like to vote, may inform their respective CPF Agent Banks or SRS Operators to appoint the Chairman of the AGM to act as their proxy, in which case, the CPF and SRS Investors shall be precluded from attending the AGM.

A Relevant Intermediary means:

(a) a banking corporation licensed under the Banking Act 1970 or a wholly owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;

(b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 and who holds shares in that capacity; or

(c) the Central Provident Fund Board established by the Central Provident Fund Act 1953, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of shareholders of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or representative(s), the shareholder accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 10 April 2025.

SITRA ®

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Tel: 63278398