

绿  
达  
环  
球



RECLAIMSGLOBAL



LEADING WITH A STABLE **FOUNDATION**  
FOR A MORE SUSTAINABLE **FUTURE**

ANNUAL REPORT **2024**

# TABLE OF CONTENTS

<b>01</b>	Corporate Profile
<b>02</b>	Message to Shareholders
<b>04</b>	Board of Directors
<b>08</b>	Executive Officer
<b>09</b>	Financial Highlights
<b>11</b>	Financial Review
<b>15</b>	Corporate Information
<b>16</b>	Sustainability Report
<b>40</b>	Corporate Governance Report
<b>78</b>	Statement by Directors and Financial Statements
<b>127</b>	Statistics of Shareholdings
<b>129</b>	Notice of Annual General Meeting
<b>134</b>	Additional Information on Directors Seeking Re-election
	Proxy Form

*This Annual Report has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "Sponsor"). This Annual Report has not been examined or approved by the Singapore Exchange Securities Trading Limited ("SGX-ST") and the SGX-ST assumes no responsibility for the contents of this Annual Report, including the correctness of any of the statements or opinions made, or reports contained in this Annual Report. The contact person for the Sponsor is Ms Audrey Mok (Tel: (65) 6232 3210) at 1 Robinson Road #21-00, AIA Tower, Singapore 048542.*

## CORPORATE PROFILE

Reclaims Global Limited (the “**Company**”, and together with its subsidiary, the “**Group**”) is an eco-friendly integrated service provider which serves the construction industry of Singapore. The Group specialises in the recycling of construction and demolition (“**C&D**”) waste, customisation of excavation solutions and operating fleet management.

### GROUP STRUCTURE



Established in 2009 by our Executive Directors, Mr Chan Chew Leh and Mr Tan Kok Huat, the Group’s business is organised into three main business segments as follows:

#### RECYCLING



Our recycling segment focuses on the reclaiming and recycling of C&D waste for sale as recycled building materials to our customers. The key recycled products are the recycled concrete aggregates (“**RCA**”), such as recycled graded stone, recycled quarry dust and 20-mm recycled aggregate. These RCA are typically used for foundations and roads and the production of ready-mixed concrete.

#### EXCAVATION SERVICES



Our excavation services include earth moving, mass excavation, deep basement excavation, foundation, pile cap excavation and reshaping of land. Our customers from this business segment comprise mainly contractors who are involved in public sector projects and works, for example, those who are involved in projects relating to civil infrastructures.

#### LOGISTICS AND LEASING

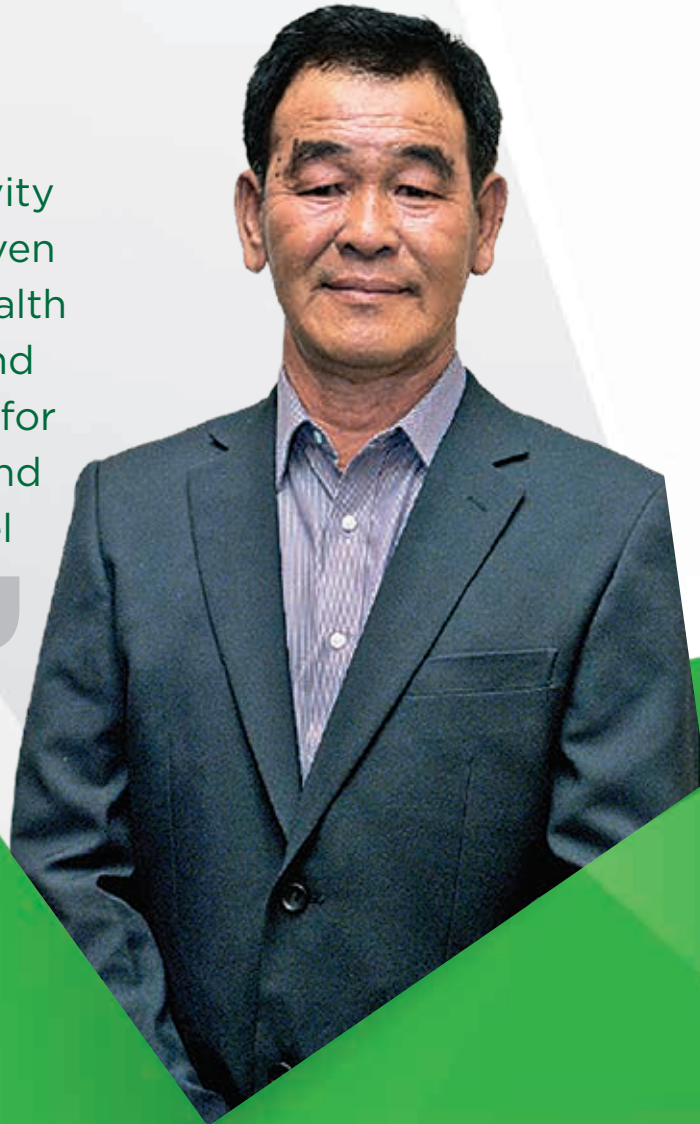


Our logistics and leasing segment provides material transportation and disposal services using our fleet of tipper trucks. From time to time, we lease our machinery and equipment such as excavators, articulated dump trucks, mobile jaw crushers, tipper trucks and mobile screeners to our customers.

The Group maintains a sizeable fleet of tipper trucks and other construction and recycling equipment and has a wide network of vendors, such as transport companies, building material suppliers and diesel suppliers. Leveraging on these resources, the Group has over the years built an established reputation and a proven track record for effective execution and timely delivery of services of different nature and scales.

## MESSAGE TO **SHAREHOLDERS**

“ Our priorities going forward include strengthening our project pipeline through proactive business development efforts, enhancing operational efficiency and productivity through technology-driven initiatives, improving health and safety processes, and exploring opportunities for strategic partnerships and market expansion to fuel long-term growth. ”



## DEAR SHAREHOLDERS,

On behalf of the Board of Directors of Reclaims Global Limited (the “**Company**”, and together with its subsidiary, the “**Group**”), I am pleased to present to you our annual report for the financial year ended 31 January 2024 (“**FY2024**”).

## APPRECIATION

I would like to express my heartfelt gratitude to all stakeholders for your ongoing support. Despite facing various challenges such as rising costs, labour shortages, and market volatility, FY2024 has been a testament to the resilience of the Group in the face of challenges posed by macroeconomic and geopolitical factors. I thank you for believing in us as we navigate these trying times together.

## OUTLOOK

According to projection by Building and Construction Authority of Singapore (“**BCA**”), construction demand in 2024 is projected to be between S\$32 billion to S\$38 billion, with an expectation of steady improvement in construction demand over the medium term reaching between S\$31 billion to S\$38 billion per year from 2025 to 2028<sup>1</sup>. Drivers of these demand include investment in infrastructures such as public and private housing, MRT lines, integrated developments, and hospitals.

We are mindful that such developments are against the backdrop of ongoing geopolitical tensions and economic uncertainties, which will continue to weigh on the outlook of the industry.

The Group will continue to remain focused on our operations in Singapore while cautiously assessing the need for additional investments in our existing businesses or potential investments opportunities to diversify our businesses so as to become more resilient.

## STRATEGIC PRIORITIES

Our priorities going forward include strengthening our project pipeline through proactive business development efforts, enhancing operational efficiency and productivity through technology-driven initiatives, improving health and safety processes, and exploring opportunities for strategic partnerships and market expansion to fuel long-term growth.

## GROUP REVENUE AND PROFITABILITY

In FY2024, the Group registered a lower revenue of S\$24.3 million as compared to S\$26.8 million in financial year ended 31 January 2023 (“**FY2023**”). The decrease is due to a softening of demand in recycling, and logistics & leasing services. The revenue for FY2024 is bolstered by an increase in excavation services as a result of securing several contracts during the year. Nevertheless, we believe the revenue for FY2024 brings the Group closer towards pre-COVID-19 revenue levels.

Net profit for FY2024 amounted to S\$1.5 million as compared to S\$2.0 million in FY2023. FY2024 profit level translated to a 6.2% net profit margin which is slightly lower than the 7.5% recorded in FY2023. This reduction is

within expectations as the overall economic environment faced cost inflationary pressures.

## DIVIDEND

Out of an abundance of cautions against the backdrop of heightened uncertainties, there were no dividends distributed in the last 2 financial years (FY2022 & FY2023) to conserve resources for the Group’s business activities. However, as the Group continues to demonstrate its resilience and accumulated a strong balance sheet, the Board of Directors is pleased to recommend a one-tier tax exempt final dividend of S\$0.002 per ordinary share for FY2024. This is on top of the interim dividend distributed during the year of S\$0.01 per ordinary share. We acknowledge and wish to reciprocate the continuing support from our shareholders.

With your support together with our operational and financial prudence, I am confident that the Group will continue to grow in the long term and add value for the shareholders. I wish everyone a safe and healthy year ahead, and I look forward to updating you again soon.

**CHAN CHEW LEH**  
*Executive Chairman*

<sup>1</sup> <https://www1.bca.gov.sg/about-us/news-and-publications/media-releases/2024/01/15/steady-demand-for-the-construction-sector-projected-for-2024>

## BOARD OF DIRECTORS



### CHAN CHEW LEH

*Executive Chairman*

**Mr Chan Chew Leh** was appointed as our Executive Chairman on 11 October 2018 and is responsible for spearheading our corporate direction. Mr Chan has worked in the construction industry since the 1970s. He founded Reclaims Enterprise Pte. Ltd. with our Executive Director and Chief Executive Officer, Mr Tan Kok Huat, in 2009 and has been instrumental in leading our Group to be an established player in the industry. Mr Chan passed the Skills Evaluation Test in formwork conducted by the Construction Industry Development Board (now known as Building and Construction Authority) in 1988 and obtained the Skills Evaluation Certificate for hydraulic excavator operation issued by Construction Industry Development Board in 1998.

*Date of first appointment as Director:* 11 October 2018

*Date of last re-appointment as Director:* 28 May 2021

*Present directorships in other listed companies:*

Nil

*Past directorships in listed companies (Preceding 5 years):*

Nil



### TAN KOK HUAT

*Executive Director and Chief Executive Officer ("CEO")*

**Mr Tan Kok Huat** was appointed as our Executive Director on 11 October 2018 and subsequently re-designated as our Executive Director and CEO with effect from 4 September 2021. He is responsible for charting the Group's business strategies and the future growth of the Group and overseeing the execution of our projects. Mr Tan has worked in the construction industry since late 1990. He founded Reclaims Enterprise Pte. Ltd. with our Executive Chairman, Mr Chan Chew Leh, and has been pivotal in driving the growth of the Group to be an established player in the industry. Mr Tan obtained the Skills Evaluation Certificate for plumbing and pipelifting issued by the Construction Industry Development Board (now known as Building and Construction Authority) in 1994.

*Date of first appointment as Director:* 11 October 2018

*Date of last re-appointment as Director:* 26 May 2023

*Present directorships in other listed companies:*

Nil

*Past directorships in listed companies (Preceding 5 years):*

Nil

### CHAN BIH TZY

*Executive Director and Chief Operating Officer (“COO”)*

**Ms Chan Bih Tzy** was appointed as the Executive Director and COO on 23 April 2021 and is responsible for designing, implementing and enhancing the business strategies, plans and procedures across all our Group’s business units. She joined our Group in January 2013. In February 2018, she was appointed as our General Manager where she was responsible for our Group’s planning and coordination of the operations, administration and human resource departments and restructured the work process of various departments which has resulted in higher efficiency and productivity. Prior to joining the Group, she was employed in the food and beverage and retail industries and was responsible for various functions, such as business planning and staff training and development. Ms Chan graduated with an Honours Degree of Bachelor of Science (Management) from National University of Ireland, Dublin in 2012. She obtained a Specialist Diploma in Construction Management issued by the Building and Construction Authority in 2016.



*Date of first appointment as Director: 23 April 2021*

*Date of last re-appointment as Director: 28 May 2021*

*Present directorships in other listed companies:*

Nil

*Past directorships in other listed companies (Preceding 5 years):*

Nil

---

### JONG VOON HOO

*Lead Independent Director*

**Mr Jong Voon Hoo** was appointed as our Lead Independent Director on 24 January 2019. Mr Jong is the chief executive officer and an executive director of Global Invest & Advisory Pte. Ltd., which provides investment consultancy and advisory services. He started his career as an auditor with Arthur Andersen in 1996. Subsequently, he joined Ernst & Young as an audit manager and Deloitte & Touche as a senior manager. In 2004, he joined Green Build Technology Limited (formerly known as Youyue International Limited) as its chief financial officer where he was responsible for overseeing the group’s accounting and finance matters. Mr Jong graduated with a Bachelor of Accountancy degree from Nanyang Technological University in 1996. He is a Chartered Accountant of Singapore.



*Date of first appointment as Director: 24 January 2019*

*Date of last re-appointment as Director: 26 May 2023*

*Present directorships in other listed companies:*

Snack Empire Holdings Limited (HKSE)

Nam Lee Pressed Metal Industries Limited (SGX)

*Past directorships in other listed companies (Preceding 5 years):*

Sheng Siong Group Ltd. (SGX)

SingAsia Holdings Limited (HKSE)

BOARD OF **DIRECTORS****CHANG CHI HSUNG***Independent Director*

**Mr Chang Chi Hsung** was appointed to the Board on 24 January 2019. He is the Managing Director of OA group of companies, a group of professional service firms providing audit, accounting, corporate secretarial, valuation, tax and business advisory services. He has over 20 years of professional experience in providing audit, accounting and business advisory services. Prior to founding the OA group of companies, he worked at International Accounting Firms where he gathered his experience in audit and accounting advisory.

He graduated with a Bachelor of Commerce degree in Accounting and Finance from The University of New South Wales, Australia, in 2001. He is a Fellow Chartered Accountant of Singapore, Fellow of CPA Australia, a Chartered Accountant of Malaysia, and a CPA of Hong Kong Institute of CPA. Mr Chang is also qualified as an ASEAN Chartered Professional Accountant. Mr Chang has been a member of the Singapore Institute of Directors since 2017 and a member of Charity Accounting Committee and Public Accounting Practice Committee of the Institute of Singapore Chartered Accountants.

*Date of first appointment as Director:* 24 January 2019

*Date of last re-appointment as Director:* 27 May 2022

*Present directorships in other listed companies:*

Haina Intelligent Equipment International Holdings Limited (HKSE)  
Rich Capital Holdings Limited (SGX)

*Past directorships in other listed companies (Preceding 5 years):*

Alpha DX Group Limited (SGX)

**LIM HUI CHEE***Independent Director*

**Ms Lim Hui Chee** was appointed as our Independent Director on 24 January 2019. Ms Lim is currently the chief financial officer of National Dental Centre of Singapore and was previously a non-executive board member of Samaritans of Singapore, a non-profit organisation. She has more than 20 years of experience in accounting and audit. During her tenures in various listed and non-listed companies in Singapore, she oversaw various finance and accounting functions and was involved in various corporate transactions. In November 2010, she was appointed the group chief financial officer of Equation Corp Limited (now known as DISA Limited). Between August 2016 and February 2018, she was the chief financial officer of Octopus Group Holdings Pte. Ltd.. Ms Lim is a Fellow Chartered Accountant of Singapore and a Fellow of The Association of Chartered Certified Accountants. She obtained her Master of Applied Finance degree from Macquarie University in 2004.

*Date of first appointment as Director:* 24 January 2019

*Date of last re-appointment as Director:* 27 May 2022

*Present directorships in other listed companies:*

Nil

*Past directorships in other listed companies (Preceding 5 years):*

Nil



**TAN HEOK PING JOSHUA**

*Independent Director*

**Mr Joshua Tan** was appointed as our Independent Director on 24 January 2019. Mr Tan is currently the managing director of JT Legal LLC in Singapore, a law firm specialising in capital markets, mergers and acquisitions, corporate and commercial practices. He has more than 20 years of experience in legal practice and focuses on corporate finance transactions, including mergers and acquisitions, rights and warrant issues as well as advised on securities regulations. Mr Tan graduated with a Bachelor of Arts degree (Honours) in Law and Management Science from University of Keele in 1995 and obtained a Master of Laws degree from University of London, King's College London in 1998. He is an advocate and solicitor of the Supreme Court of Singapore, a solicitor of the Supreme Court of England & Wales as well as a barrister-at-law of the Middle Temple, United Kingdom. He is a member of the Singapore Institute of Directors and the Singapore Academy of Law.



*Date of first appointment as Director:* 24 January 2019

*Date of last re-appointment as Director:* 27 May 2022

*Present directorships in other listed companies:*

Nil

*Past directorships in other listed companies (Preceding 5 years):*

Nil

## EXECUTIVE OFFICER



### **TOH YANG WEE**

*Financial Controller and Company Secretary*

**Mr Toh Yang Wee** joined us as our Financial Controller in July 2021. He is in charge of our Group's financial and corporate affairs, including financial reporting, tax, treasury, internal controls, corporate governance and corporate secretarial matters. He started his career as an auditor with Ernst & Young in 2009 and has more than 10 years of experience in accounting and audit. Prior to joining the Group, he held several managerial positions in both listed and non-listed companies in Singapore where he oversaw various finance and accounting functions. Mr Toh graduated with a Bachelor of Accountancy degree from Nanyang Technological University in 2006. He is a Chartered Accountant of Singapore, Accredited Tax Practitioner (Income Tax) and an Associate Chartered Valuer & Appraiser.

## FINANCIAL HIGHLIGHTS

	FY2024	FY2023	FY2022	FY2021	FY2020
FOR THE REPORTING YEAR	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
<b>REVENUE BY SEGMENT:</b>					
Recycling	4,636	8,940	8,032	4,440	4,511
Excavation services	13,466	10,752	13,277	11,176	19,668
Logistics and leasing	6,030	6,917	15,048	8,970	9,717
Others	179	152	127	136	317
Total revenue	24,311	26,761	36,484	24,722	34,213
<b>PERCENTAGE OF TOTAL REVENUE:</b>					
Recycling	19.1%	33.4%	22.0%	18.0%	13.2%
Excavation services	55.4%	40.2%	36.4%	45.2%	57.5%
Logistics and leasing	24.8%	25.8%	41.2%	36.3%	28.4%
Earnings before interest, tax, depreciation and amortisation (EBITDA)	3,402	4,387	8,393	5,169	4,786
EBITDA margin	14.0%	16.4%	23.0%	20.9%	14.0%
Profit before income tax (PBIT)	1,502	2,425	6,266	2,701	2,092
PBIT margin	6.2%	9.1%	17.2%	10.9%	6.1%
Net profit	1,516	1,996	4,858	2,170	1,561
Net profit margin	6.2%	7.5%	13.3%	8.8%	4.6%
<b>AT END OF THE REPORTING YEAR</b>					
Non-current assets	12,803	14,434	12,982	14,110	15,605
Current assets	21,978	21,292	21,397	19,922	16,628
Total assets	34,781	35,726	34,379	34,032	32,233
Non-current liabilities	644	1,194	1,138	3,146	3,552
Current liabilities	4,374	4,972	5,678	6,874	6,340
Total liabilities	5,018	6,166	6,816	10,020	9,892
Total debt	489	1,663	662	4,237	4,175
Cash and cash equivalents	10,508	9,880	11,064	7,975	4,333
Net (cash)/debt	(10,019)	(8,217)	(10,402)	(3,738)	(158)
Shareholders' equity	29,763	29,560	27,563	24,012	22,341
Weighted average number of ordinary shares ('000)					
- Basic and diluted	131,000	131,000	131,000	131,000	129,126

## FINANCIAL HIGHLIGHTS

FINANCIAL RATIOS	FY2024	FY2023	FY2022	FY2021	FY2020
<b>PROFITABILITY</b>					
Revenue growth	(9.2)%	(26.7)%	47.6%	(27.7)%	8.3%
Net profit growth	(24.0)%	(58.9)%	123.9%	39.0%	(46.4)%
Return on assets (Net profit/Total assets)	4.4%	5.6%	14.1%	6.4%	4.8%
Return on equity (Net profit/Shareholders' equity)	5.1%	6.8%	17.6%	9.0%	7.0%
<b>LIQUIDITY</b>					
Current ratio (Times)	5.0	4.3	3.8	2.9	2.6
Net assets per share (S\$ cents)	22.7	22.6	21.0	18.3	17.1
<b>LEVERAGE</b>					
Net debt to equity ratio (Times)					
(Net debt/Shareholders' equity)	(0.3)	(0.3)	(0.4)	(0.2)	(0.0)
Interest cover (Times)					
(EBITDA/Finance costs)	113.4	121.9	90.2	46.2	25.2
<b>INVESTORS' RATIO</b>					
Earnings per share (S\$ cents)					
(Basic and diluted)	1.2	1.5	3.7	1.7	1.2

## FINANCIAL REVIEW

STATEMENT OF COMPREHENSIVE INCOME	FY2024 S\$'000	FY2023 S\$'000	Change S\$'000	Change %
Revenue	24,311	26,761	(2,450)	(9.2)
Interest income	189	44	145	N.M.
Other income and gains	537	399	138	34.6
Cost of materials, services and consumables	(12,596)	(12,874)	278	(2.2)
Other losses	(315)	(356)	41	(11.5)
Finance costs	(30)	(36)	6	(16.7)
Depreciation expense	(1,806)	(1,717)	(89)	5.2
Depreciation of right-of-use-asset	(253)	(253)	0	0.0
Employee benefits expense	(5,778)	(6,264)	486	(7.8)
Other expenses	(2,757)	(3,279)	522	(15.9)
Profit before tax from operations	1,502	2,425	(923)	(38.1)
Income tax expense	14	(429)	443	N.M.
Profit from operations, net of tax	1,516	1,996	(480)	(24.0)
Exchange differences on translating foreign operations, net of tax	(3)	1	(4)	N.M.
Total comprehensive income attributable to owners of the Company	1,513	1,997	(484)	(24.2)

N.M. - Not meaningful

### REVENUE

Revenue decreased by S\$2.5 million or 9.2% to S\$24.3 million in FY2024 as compared to S\$26.8 million in FY2023. The decrease is largely driven by a decrease in revenue from recycling, and logistics and leasing services. This can be attributed to weaker market demand. The decrease was partially offset by an increase in excavation services as a result of securing several contracts during the year for excavation services.

### INTEREST INCOME

Interest income increased to S\$189,000 in FY2024 from S\$44,000 in FY2023. This is mainly due to interest income earned from fixed deposits placed with a bank.

### OTHER GAINS

Other gains increased by S\$0.1 million or 34.6% from S\$0.4 million in FY2023 to S\$0.5 million in FY2024. The increase was mainly due to the increase of S\$0.2 million in grants received from the Singapore Government and the decrease of S\$0.1 million in gain on disposal of plant and equipment compared to FY2023.

### COST OF MATERIALS, SERVICES AND CONSUMABLES

Cost of materials, services and consumables decreased by S\$0.3 million or 2.2% from S\$12.9 million in FY2023 to S\$12.6 million in FY2024 which is in line with the decrease in revenue. The cost of materials, services and consumables was 51.1% of revenue in FY2024 which was slightly higher than the 48.1% in FY2023.

The increase can be largely attributed to the inflationary effects in the overall economic environment.

### OTHER LOSSES

Other losses amounted to S\$0.3 million. Of which, approximately half relates to provision for doubtful debts made in the second half of FY2024 while the remaining half relates to fair value loss on financial instrument recognised in FY2024. These other losses were slightly lower than the other losses amounting to S\$0.4 million recorded in FY2023.

### FINANCE COSTS

Finance costs decreased by 16.7% to \$30,000 in FY2024 from \$36,000 in FY2023. This can be attributed to the existing property loan and most of the hire purchase obligations nearing its maturity.

## FINANCIAL REVIEW

The Group maintained its net cash position and the management will continue to exercise prudence in its capital management.

### DEPRECIATION EXPENSE

Depreciation expenses for property, plant and equipment and right-of-use assets for FY2024 were slightly higher at S\$2.1 million as compared to S\$2.0 million in FY2023.

### EMPLOYEE BENEFITS EXPENSE

Employee benefits expense decreased by S\$0.5 million or 7.8% from S\$6.3 million in FY2023 to S\$5.8 million in FY2024. Employee benefits expense consists mainly of staff salaries, accrued bonuses, and statutory contributions. The decrease is in line with the lower level of business activities.

### OTHER EXPENSES

Other expenses decreased by S\$0.5 million or 15.9% to S\$2.8 million in FY2024 from S\$3.3 million in FY2023. The decrease is largely attributed to a decrease in rental of equipment and machineries, and repair and maintenance expense amounting to S\$0.5 million in FY2023.

### PROFIT BEFORE TAX

As a result of the above, profit before tax for FY2024 amounted to S\$1.5 million compared to profit before tax for FY2023 of S\$2.4 million.

### INCOME TAX EXPENSE

The Group recorded a net S\$14,000 tax credit. This is made up of S\$166,000 of current corporate income tax expense and a reversal of temporary differences in deferred tax amounting to S\$180,000. After adjusting for the effects of reversal in temporary differences in deferred tax, the Group's effective tax rates for current corporate income tax for FY2024 and FY2023 were 11.1% and 19.8% respectively.



<b>STATEMENT OF FINANCIAL POSITION</b>	<b>As at 31 January 2024</b>	<b>As at 31 January 2023</b>	<b>Change</b>	<b>Change</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>%</b>
<b>NON-CURRENT ASSETS</b>				
Property, plant and equipment	9,826	10,264	(438)	(4.3)
Right-of-use assets	2,977	3,230	(253)	(7.8)
Investment in financial instruments at FVTPL	-	940	(940)	(100.0)
<b>TOTAL NON-CURRENT ASSETS</b>	<b>12,803</b>	<b>14,434</b>	<b>(1,631)</b>	<b>(11.3)</b>
<b>CURRENT ASSETS</b>				
Inventories	16	20	(4)	(20.0)
Trade and other receivables	7,835	7,444	391	5.3
Other assets	3,619	3,948	(329)	(8.3)
Cash and cash equivalents	10,508	9,880	628	6.4
<b>TOTAL CURRENT ASSETS</b>	<b>21,978</b>	<b>21,292</b>	<b>686</b>	<b>3.2</b>
<b>TOTAL ASSETS</b>	<b>34,781</b>	<b>35,726</b>	<b>(945)</b>	<b>(2.6)</b>
<b>EQUITY</b>				
Share capital	19,388	19,388	-	-
Retained earnings	10,375	10,169	206	2.0
Other reserve	-	3	(3)	(100.0)
<b>TOTAL EQUITY</b>	<b>29,763</b>	<b>29,560</b>	<b>203</b>	<b>0.7</b>
<b>NON-CURRENT LIABILITIES</b>				
Deferred tax liabilities	644	824	(180)	(21.8)
Loans and borrowings	-	285	(285)	(100.0)
Lease liabilities	-	85	(85)	(100.0)
<b>TOTAL NON-CURRENT LIABILITIES</b>	<b>644</b>	<b>1,194</b>	<b>(550)</b>	<b>(46.1)</b>
<b>CURRENT LIABILITIES</b>				
Income tax payable	180	451	(271)	(60.1)
Loans and borrowings	285	856	(571)	(66.7)
Lease liabilities	204	437	(233)	(53.3)
Trade and other payables	3,705	3,228	477	14.8
<b>TOTAL CURRENT LIABILITIES</b>	<b>4,374</b>	<b>4,972</b>	<b>(598)</b>	<b>(12.0)</b>
<b>TOTAL LIABILITIES</b>	<b>5,018</b>	<b>6,166</b>	<b>(1,148)</b>	<b>(18.6)</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>34,781</b>	<b>35,726</b>	<b>(945)</b>	<b>(2.6)</b>

## FINANCIAL REVIEW

### NON-CURRENT ASSETS

Non-current assets decreased by S\$1.6 million or 11.3% to S\$12.8 million as at 31 January 2024 from S\$14.4 million as at 31 January 2023. The decrease is mainly attributed to net depreciation to property, plant and equipment of S\$0.4 million, depreciation of right-of-use assets amounting to S\$0.3 million and divestment in financial instruments of S\$0.8 million.

### CURRENT ASSETS

Current assets increased by S\$0.7 million or 3.2% to S\$22.0 million as at 31 January 2024 from S\$21.3 million as at 31 January 2023. The increase was due mainly to the increase in cash and cash equivalents by S\$0.6 million, trade and other receivables amounting to S\$0.4 million, partially offset by decrease in other assets by S\$0.3 million.

The decrease in other assets is mainly attributed to a S\$0.5 million decrease in advances to suppliers. This is partially offset by an increase in contract assets. As at 31 January 2024, contract assets pertaining to work performed but not billed amount to S\$3.1 million (31 January 2023: S\$2.9 million). The increase is attributed to the slower certification by main contractors for the work done.

The trade receivables turnover remains relatively stable at 104 days as at 31 January 2024 and 101 days as at 31 January 2023. The management is closely monitoring the collectability of the receivables.

### NON-CURRENT LIABILITIES

Non-current liabilities decreased by S\$0.6 million or 46.1% to S\$0.6 million as at 31 January 2024 from S\$1.2 million as at 31 January 2023. The decrease was mainly

due to decrease in bank loans and lease liabilities amounting to S\$0.3 million from repayment of borrowings and lease liabilities during the year, and a reduction of S\$0.2 million in deferred tax liabilities due to the reversal of temporary differences.

### CURRENT LIABILITIES

Current liabilities decreased by S\$0.6 million or 12.0% to S\$4.4 million as at 31 January 2024 from S\$5.0 million as at 31 January 2023. The decrease was mainly due to decrease in borrowings and lease liabilities amounting to S\$0.8 million, and decrease in income tax payable by S\$0.3 million, partially offset by the increase in trade and other payables by S\$0.5 million.

The trade payables turnover as at 31 January 2024 was 64 days as compared to 70 days as at 31 January 2023.

### PROPERTY HELD BY THE GROUP

<b>Address</b>	10 Tuas South Street 7 Singapore 637114
<b>Description</b>	Part single-storey/part 4-storey industrial building
<b>Purpose</b>	Corporate headquarters
<b>Expiry of land tenure</b>	7 November 2035
<b>Land area</b>	54,330 sf (5,047.4 sqm)
<b>Gross floor area</b>	43,465 sf (4,037.96 sqm)
<b>Purchase cost (S\$'000)</b>	5,494
<b>Development costs (S\$'000)</b>	5,108
<b>Book value (S\$'000) as at 31 January 2024</b>	6,127



## CORPORATE INFORMATION

### BOARD OF DIRECTORS

**Chan Chew Leh**

*Executive Chairman*

**Tan Kok Huat**

*Executive Director and CEO*

**Chan Bih Tzy**

*Executive Director and COO*

**Jong Voon Hoo**

*Lead Independent Director*

**Chang Chi Hsung**

*Independent Director*

**Tan Heok Ping Joshua**

*Independent Director*

**Lim Hui Chee**

*Independent Director*

### AUDIT COMMITTEE

**Jong Voon Hoo** (*Chairperson*)

**Chang Chi Hsung**

**Lim Hui Chee**

### NOMINATING COMMITTEE

**Lim Hui Chee** (*Chairperson*)

**Jong Voon Hoo**

**Tan Heok Ping Joshua**

### REMUNERATION COMMITTEE

**Tan Heok Ping Joshua**

(*Chairperson*)

**Jong Voon Hoo**

**Chang Chi Hsung**

### COMPANY SECRETARIES

**Toh Yang Wee, CA** (*Singapore*)

**Wong Yoen Har, ACIS** (*Singapore*)

### REGISTERED OFFICE/PRINCIPAL PLACE OF BUSINESS

10 Tuas South Street 7

Singapore 637114

### SHARE REGISTRAR

**Boardroom Corporate & Advisory Services Pte. Ltd.**

1 Harbourfront Avenue

Keppel Bay Tower #14-07

Singapore 098632

### DATE OF INCORPORATION

11 October 2018

### DATE OF LISTING

11 March 2019

### REGISTRATION NUMBER

201834755M

### SPONSOR

**SAC Capital Private Limited**

1 Robinson Road #21-00

AIA Tower

Singapore 048542

### INDEPENDENT AUDITOR

**RSM SG Assurance LLP**

8 Wilkie Road

#03-08 Wilkie Edge

Singapore 228095

Partner-in-charge: Lock Chee Wee

(since financial year ended

31 January 2021)

### INTERNAL AUDITOR

**NLA Risk Consulting Pte Ltd**

143 Cecil Street #17-03

GB Building

Singapore 069569

### PRINCIPAL BANKER

**Oversea-Chinese Banking Corporation Limited**

**DBS Bank Ltd**



# SUSTAINABILITY REPORT

## TABLE OF CONTENTS

<b>BOARD STATEMENT</b> .....	<b>17</b>
<b>ABOUT THIS REPORT</b> .....	<b>18</b>
<b>CORPORATE PROFILE</b> .....	<b>19</b>
KEY BUSINESS ACTIVITIES .....	<b>19</b>
OUR VISION AND MISSION .....	<b>20</b>
OUR GROUP STRUCTURE .....	<b>20</b>
SUPPLY CHAIN MANAGEMENT .....	<b>21</b>
MEMBERSHIP OF ASSOCIATIONS AND CERTIFICATES .....	<b>21</b>
OUR PEOPLE .....	<b>21</b>
<b>SUSTAINABILITY APPROACH</b> .....	<b>23</b>
SUSTAINABILITY GOVERNANCE .....	<b>23</b>
STAKEHOLDER ENGAGEMENT .....	<b>24</b>
MATERIALITY ASSESSMENT .....	<b>25</b>
<b>ECONOMIC PILLAR</b> .....	<b>26</b>
CUSTOMER SERVICE EXCELLENCE .....	<b>26</b>
ECONOMIC PERFORMANCE .....	<b>27</b>
<b>ENVIRONMENTAL PILLAR</b> .....	<b>28</b>
ENERGY AND EMISSIONS .....	<b>28</b>
<b>SOCIAL PILLAR</b> .....	<b>29</b>
OCCUPATIONAL HEALTH AND SAFETY .....	<b>29</b>
<b>GOVERNANCE PILLAR</b> .....	<b>31</b>
CORPORATE GOVERNANCE .....	<b>31</b>
REGULATORY COMPLIANCE .....	<b>32</b>
<b>TCFD REPORT</b> .....	<b>33</b>
GOVERNANCE .....	<b>33</b>
STRATEGY .....	<b>33</b>
RISK MANAGEMENT .....	<b>35</b>
METRICS AND TARGETS .....	<b>36</b>
<b>GRI CONTENT INDEX</b> .....	<b>37</b>



## BOARD STATEMENT

The Board of Directors (the “**Board**” or the “**Directors**”) of Reclaims Global Limited (the “**Company**”, and together with the subsidiaries, the “**Group**” or “**Reclaims**”) is pleased to present the Group’s sixth annual sustainability report for the financial year ended 31 January 2024 (“**FY2024**”). This report highlights our steadfast dedication to embedding sustainability into the very fabric of our business strategy. Acknowledging the pivotal role of sustainable practices, the Board has overseen the Group’s commitment to managing Economic, Environmental, Social, and Governance (“**EESG**”) elements. With a focus on maintaining the balance between operational efficiency and sustainability imperatives, we continue to evaluate EESG factors that directly pertain to our core activities.

We have been vigilant in our approach, recognising the climate change challenges that lie ahead. Our actions have been geared towards reducing our carbon footprint and enhancing our climate resilience. As disclosed in this report, our efforts have been aligned with the recommendations of the Task Force on Climate-related Financial Disclosures (“**TCFD**”). Our risk management strategies this year have included a comprehensive assessment of climate-related risks and opportunities, ensuring our preparedness and responsiveness to the ever-evolving environmental landscape. By maintaining an observant and adaptive approach, we have identified specific measures to bolster our sustainability profile, with targeted actions to mitigate, transfer, accept, or control these risks.

As we progress, we pledge to continually refine our climate-related metrics and targets. We strive for transparency and accuracy in our disclosures and aim to set definitive reduction targets to enhance our environmental impact reporting. Our focus is not only on compliance but also on contributing positively to the environment and society while pursuing profitability and growth.

In our quest to foster long-term value creation, we have begun to explore synergistic new markets that align with our eco-friendly brand and our expertise in transitioning to a net-zero organisation. This strategic direction positions us to capture increased profitability through innovative services and products that meet the demand for sustainable solutions.

The Board expresses its sincere gratitude to our employees for their unwavering dedication to our environmental goals, to our customers and business partners for their continuous support, and to our shareholders for their trust in our vision. Together, we move confidently into the next phase of growth, with sustainability as our guiding principle.

With the future in mind, Reclaims Global Limited remains dedicated to pursuing a course that is both environmentally responsible and economically sound. We invite our stakeholders to engage with us on this journey towards a more sustainable and resilient tomorrow.

Sincerely,  
**Board of Directors,  
Reclaims Global Limited**

# SUSTAINABILITY REPORT

## ABOUT THIS REPORT

Reclaims Global Limited is delighted to release the sixth edition of our annual sustainability report for the financial year that concluded on 31 January 2024 (“**FY2024**”).

This report encompasses our sustainability strategy, initiatives, and performance, focusing on the EESG issues we identify as most critical to our stakeholders and our business operations. We provide updates on sustainability efforts across our main business units and outline our objectives and targets for the upcoming year (“**FY2025**”), where relevant.

The report adheres to Rules 711A and 711B of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”), also known as the “Catalist Rules”. It references the Global Reporting Initiative (“**GRI**”) Standards, chosen for their alignment with our operational and sustainability objectives. These standards guide our reporting efforts due to their relevance and comprehensive reporting criteria.

As part of the ‘Materials and Buildings’ sector, we are committed to including all 11 climate-related disclosures in line with TCFD in our annual reports by FY2025, consistent with SGX-ST’s enhanced sustainability reporting guidelines.

We report all EESG data with integrity and to the best of our knowledge. While we have not obtained external assurance for this report, we ensure internal monitoring and verification of the disclosed data. We have conducted an internal review of our sustainability reporting process in accordance with the International Standards for the Professional Practice of Internal Auditing issued by the Institute of Internal Auditors.

This report is included our Annual Report for FY2024 (“**Annual Report 2024**”) and can be accessed on the SGXNET and our website.

We invite feedback from our stakeholders on this report to help enhance our policies, practices, and overall performance. For inquiries or suggestions, please reach out to us at [sustainability@reclaims.sg](mailto:sustainability@reclaims.sg).

## CORPORATE PROFILE

Based in Singapore, the Company was publicly listed on the Catalist Board of the SGX-ST on 11 March 2019.

As an eco-friendly integrated service provider within the construction sector, the Group specialises in recycling construction and demolition waste, providing tailored excavation solutions, and managing fleet operations.

### KEY BUSINESS ACTIVITIES

Our business consists of the following three main business segments:

#### 1. RECYCLING

Through our on-site mobile recycling processes, we reclaim and repurpose both natural and urban materials. These recycled resources are either sold to customers as economical products or utilised in our own projects. As part of our recycling operations, we occasionally undertake reinstatement and demolition works, backfilling, compaction, turfing, and the disposal of construction and demolition waste to meet the needs of specific projects or landowners. Our recycled products are eco-friendly and versatile, suitable for various uses such as foundational materials for buildings and road construction.



RECYCLED GRADED STONE



20-MM RECYCLED AGGREGATE



RECYCLED QUARRY DUST

#### 2. EXCAVATION SERVICES

Our excavation services are typically offered at the beginning of a construction project. These extensive services can encompass earth moving, mass excavation, deep basement excavation, as well as foundation and pile cap excavation. Beyond these tasks, we also reshape the terrain to align with the specifications of the main contractors before it is returned for the next phases of construction. Supported by our comprehensive fleet of excavators, tipper trucks, articulated dump trucks, and various other machines, we deliver customised and integrated excavation solutions tailored to the specific requirements and timelines of our clients.

#### 3. LOGISTICS & LEASING

Our capability to effectively plan, control, and execute the movement and storage of materials has been essential in seamlessly supporting our excavation and recycling operations. Aiming to maximise the utilisation of our machinery and equipment, we lease out assets such as excavators, articulated dump trucks, mobile jaw crushers, and mobile screeners during project transitions or when there is demand for such services.

# SUSTAINABILITY REPORT

## OUR VISION AND MISSION

With a vision to be a holistic, eco-friendly integrated service provider in the construction industry, our mission statement is as follows:



To recycle and repurpose Construction and Demolition Waste to reduce pollution in the environment



To deliver excavation services that exceed our clients' expectations and experience through strategic customer-centric solutions



To provide a safe and healthy working environment for all our stakeholders



To embrace green technologies and initiatives to preserve and protect Mother Earth

## OUR GROUP STRUCTURE



### SUPPLY CHAIN MANAGEMENT

We acknowledge the critical role of a sustainable supply chain in our operations and collaborate closely with our suppliers and customers to address key issues and mitigate the social and environmental impacts of the construction industry. The typical stages of Reclaims' supply chain include (i) planning and managing our resources, (ii) selecting suppliers and fostering supplier relationships, (iii) coordinating the necessary activities to produce products or services, (iv) overseeing the delivery of these products or services through careful scheduling, dispatching, and communication with relevant parties, and (v) resolving any outstanding product or service issues while closely managing associated payments and refunds.

We employ a set of objective criteria – Competitive Pricing, Product Quality, Expertise, and Proven Track Record – to screen and select suppliers. Our approved vendor list is regularly reviewed and updated, with suppliers evaluated against these criteria to ensure they deliver high-quality products or services that align with our requirements. We prioritise a collaborative approach with our suppliers, actively monitoring order statuses to minimise disruptions to both our operations and those of others.

### MEMBERSHIP OF ASSOCIATIONS AND CERTIFICATES

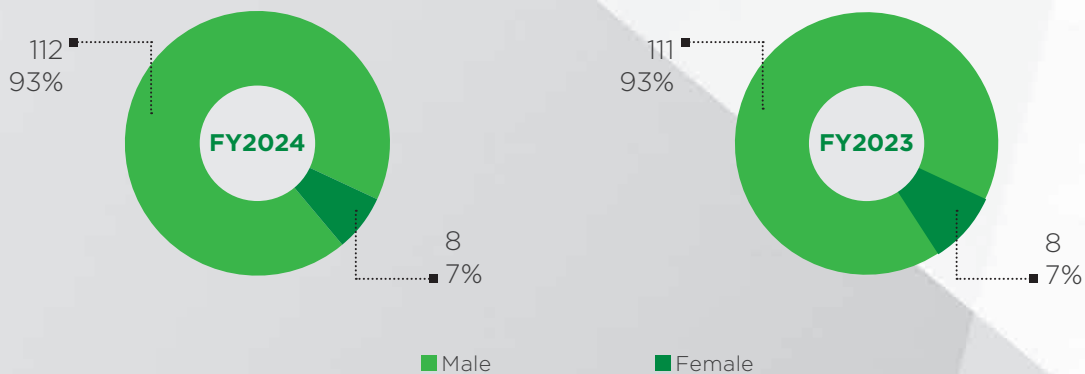
The Company's wholly owned subsidiary, Reclaims Enterprise Pte. Ltd (“**Reclaims Enterprise**”) is affiliated with the Waste Management & Recycling Association of Singapore. Additionally, the Group holds various ISO and bizSAFE certifications, details of which are provided in the later sections titled “Customer Service Excellence” and “Occupational Health and Safety” in this sustainability report. For further information, please visit our website at URL (<https://www.reclaims.sg>).

### OUR PEOPLE

Recognising the diversity of cultural and personal backgrounds in our workforce, we actively foster values of mutual respect, fairness, and equality among all our employees and workers. We adhere strictly to local employment laws and engage in fair, merit-based, and non-discriminatory employment practices. Our commitment extends to providing equal career growth opportunities to all current and prospective employees, irrespective of their age, gender, or race.

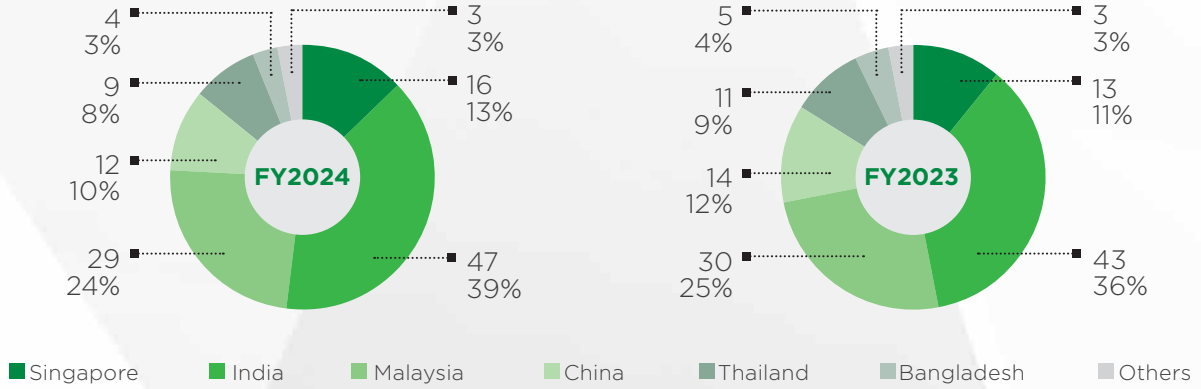
As of January 31, 2024, the Group employs 120 permanent full-time staff (without any contract or part-time employees) and does not have any workers who are not official employees. None of the Group's employees are covered by collective bargaining agreements. All workforce statistics for the Group are maintained and provided by our Human Resources department.

### TOTAL NUMBER OF EMPLOYEES, BY GENDER

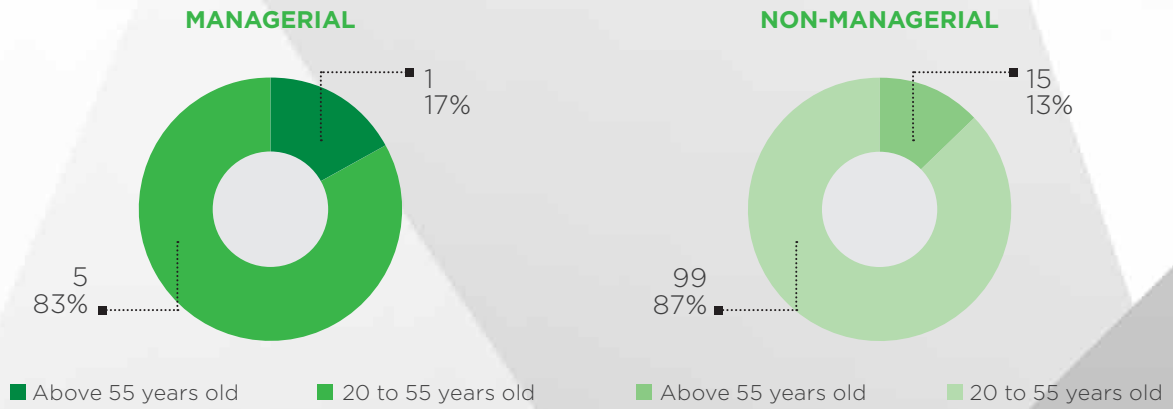


# SUSTAINABILITY REPORT

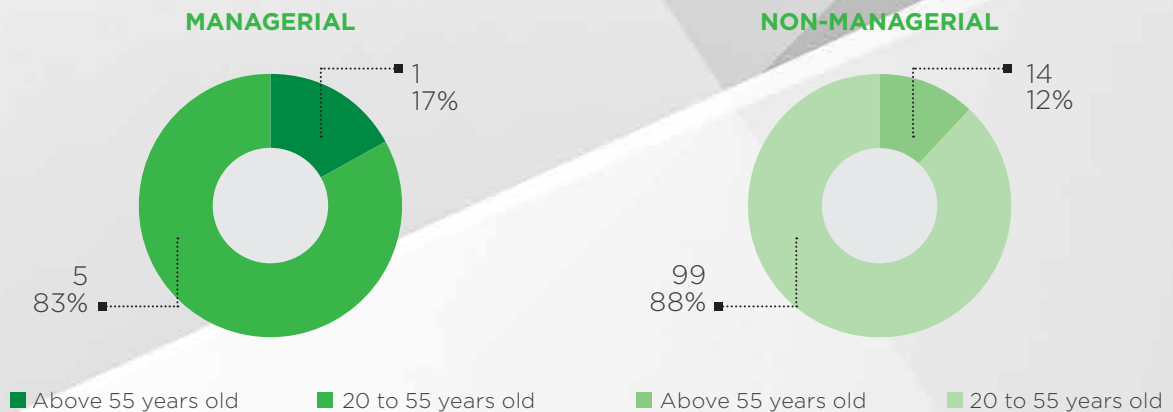
## TOTAL NUMBER OF EMPLOYEES, BY COUNTRY OF ORIGIN



## TOTAL NUMBER OF EMPLOYEES, BY JOB FUNCTION AND AGE GROUP FY2024



## TOTAL NUMBER OF EMPLOYEES, BY JOB FUNCTION AND AGE GROUP FY2023





## SUSTAINABILITY APPROACH

At the core of our operations is a steadfast commitment to delivering enduring and sustainable value to our stakeholders. Building on our principle of recycling construction materials, we pride ourselves on managing our business activities in a manner that is both socially responsible and environmentally conscientious. Thus far, our operations have avoided causing or contributing to any significant adverse environmental or social effects. We are also dedicated to engaging in remediation efforts should such impacts arise.

Our approach is underpinned by rigorous corporate governance standards that protect the interests of our stakeholders, enhance investor confidence, and aim to maximise long-term shareholder value. We uphold stringent levels of integrity, transparency, accountability, and discipline throughout our business operations. For more comprehensive details on our governance framework, including the structure, nomination procedures, and remuneration policies, please refer to the Corporate Governance section of Reclaims' FY2024 Annual Report.

## SUSTAINABILITY GOVERNANCE

The governance of sustainability within Reclaims is a collaborative effort spearheaded by our Board of Directors, who are jointly accountable for supervising our sustainability reporting practices. They play a crucial role in incorporating EESG considerations into our strategic corporate planning and overseeing the Group's sustainability efforts and achievements. Additionally, they are tasked with the review and endorsement of the content within this sustainability report.

Our Sustainability Team, composed of Executive Directors Mr. Chan Chew Leh, Mr. Tan Kok Huat, Ms. Chan Bih Tzy, along with our Financial Controller, Mr. Toh Yang Wee, spearheads the development and implementation of sustainability initiatives across the organisation. This team ensures that the Board remains well-informed about how the Group manages significant EESG risks and opportunities.

In alignment with the enhanced sustainability reporting standards set by the SGX, our Board members have participated in a sustainability training course as prescribed by the SGX-ST.









# SUSTAINABILITY REPORT

## STAKEHOLDER ENGAGEMENT

At Reclaims, our commitment to generating enduring value is evident in our interactions with key stakeholders, including customers, employees, suppliers, shareholders, regulators, and community members. We employ an inclusive strategy to engage these groups, ensuring that our sustainability efforts remain aligned with their evolving needs and interests. This balanced approach helps us make a beneficial impact on society, the economy, and the environment, reinforcing our dedication to sustainable development.

The table below provides an overview of the engagement activities we have conducted with our key stakeholders, highlighting their primary concerns and our Group's corresponding commitments.

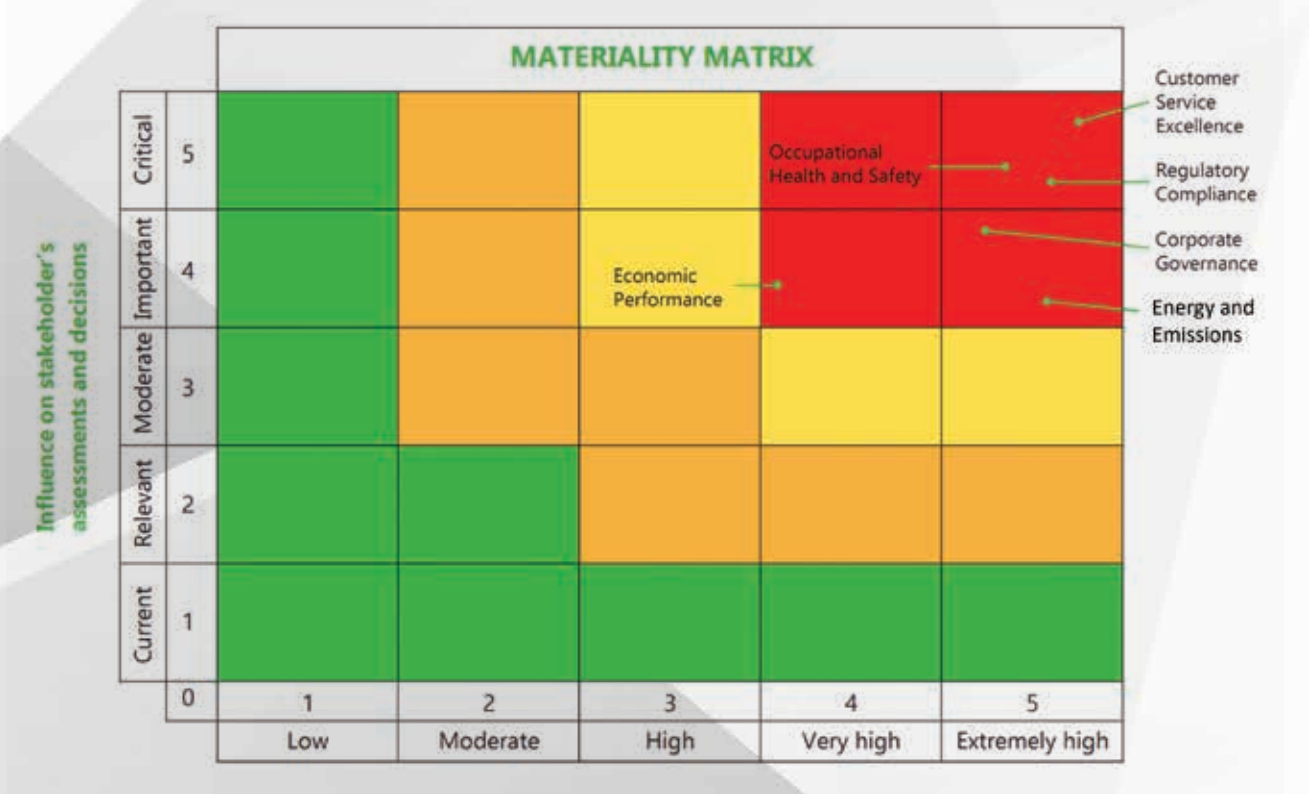
KEY STAKEHOLDER	ENGAGEMENT ACTIVITY	FREQUENCY	PRIMARY CONCERNS	OUR COMMITMENT
<b>Customers</b> 	<ul style="list-style-type: none"> <li>- Regular site visits</li> <li>- Face-to-face meetings</li> <li>- Email enquiries</li> <li>- Feedback form</li> </ul>	<ul style="list-style-type: none"> <li>- Ad hoc</li> </ul>	<ul style="list-style-type: none"> <li>- Pricing</li> <li>- Quality</li> <li>- Efficiency</li> </ul>	To maximise customer satisfaction through the effective execution and timely delivery of services
<b>Employees</b> 	<ul style="list-style-type: none"> <li>- Staff appraisal</li> <li>- Get-together sessions</li> <li>- Introduction and orientation program</li> <li>- Structured trainings</li> </ul>	<ul style="list-style-type: none"> <li>- Yearly</li> <li>- Ad hoc</li> </ul>	<ul style="list-style-type: none"> <li>- Workplace safety</li> <li>- Welfare benefits</li> <li>- Career progression</li> <li>- Open communication</li> </ul>	To provide a conducive work environment, coupled with competitive pay and benefits, for all employees to achieve their maximum potential
<b>Suppliers</b> 	<ul style="list-style-type: none"> <li>- Quotations</li> <li>- Supplier evaluation</li> <li>- Meetings and dialogues</li> </ul>	<ul style="list-style-type: none"> <li>- Ad hoc</li> </ul>	<ul style="list-style-type: none"> <li>- Payment terms</li> <li>- Project pipelines</li> <li>- Financial stability</li> </ul>	To engage and fair, transparent dealings and support local businesses whenever possible
<b>Shareholders</b> 	<ul style="list-style-type: none"> <li>- General meetings</li> <li>- Annual reports ("AR"), sustainability reports ("SR"), and SGX announcements</li> </ul>	<ul style="list-style-type: none"> <li>- Yearly</li> <li>- Half-yearly</li> <li>- Ad hoc</li> </ul>	<ul style="list-style-type: none"> <li>- Business development strategies</li> <li>- Financial returns and stability</li> <li>- Corporate governance</li> </ul>	To maximise long-term growth by maintaining transparency and accountability in all business transactions and exploring new business opportunities
<b>Regulators</b> 	<ul style="list-style-type: none"> <li>- AR, SR, and SGX announcements</li> <li>- Seminars, trainings, and dialogues</li> <li>- Meetings and emails</li> </ul>	<ul style="list-style-type: none"> <li>- Yearly</li> <li>- Periodic</li> </ul>	<ul style="list-style-type: none"> <li>- Regulatory compliance</li> <li>- Anti-corruption and bribery</li> <li>- ISO certifications</li> </ul>	To adhere to all applicable laws and regulations in the jurisdictions that we operate in, and obtain the necessary permits and licenses to operate our business
<b>Communities</b> 	<ul style="list-style-type: none"> <li>- Feedback channels</li> <li>- AR and SR</li> </ul>	<ul style="list-style-type: none"> <li>- Yearly</li> <li>- Ongoing</li> </ul>	<ul style="list-style-type: none"> <li>- Charity contributions</li> <li>- Environmental concerns</li> </ul>	To engage in the eco-friendly production of construction materials and support external initiatives when possible

**MATERIALITY ASSESSMENT**

The process of materiality assessment is pivotal in shaping our EESG strategy and guiding the allocation of resources towards addressing the most pressing sustainability concerns for our business and stakeholders. Utilising the GRI Standards framework, our Sustainability Team, who possess expertise across diverse business sectors, evaluates the challenges and potential impacts of each ESG factor on our operations and strategic direction. This assessment helps in identifying the most material ESG topics for the Group.

Through structured internal discussions, our Sustainability Team assesses the relevance and significance of these EESG topics to our operations and their impact on stakeholder perceptions and decisions, considering the concerns expressed by both internal and external stakeholders.

The ESG topics identified as material in FY2023 have been reassessed and are included in the materiality matrix for FY2024, confirming their ongoing relevance to both our business operations and our stakeholders.



Management consistently oversees the six primary sustainability topics, striving to enhance our sustainability management framework, methods, and procedures annually. We are committed to making continuous improvements to ensure effective monitoring and management of these key areas.

# SUSTAINABILITY REPORT

## ECONOMIC PILLAR

### CUSTOMER SERVICE EXCELLENCE

Our dedication to customer service excellence is founded on the principles of Accountability, Communication, and Quality Assurance. We prioritise thorough training for our employees in their specific fields to ensure they perform their roles safely and effectively, which is crucial in meeting the rigorous safety standards demanded in the highly regulated construction sector. This training not only enhances their capabilities but also aligns with our commitment to meet customer expectations for safety and performance.

To meet contractual obligations, timelines, and customer expectations, we engage in regular and transparent communication with our clients. Our project teams conduct weekly meetings with principal contractors to confirm that our services align with their requirements and are executed according to agreed specifications. We rigorously track our progress to adhere to deadlines and upon completion of a contract, we actively seek out customer feedback. This feedback is invaluable for recognising areas needing improvement and for acknowledging areas where we excel, contributing to our strategy of employee recognition and reward.

Our long-term business success hinges on customer retention and rigorous quality assurance. Our commitment to delivering top-quality services and eco-friendly products is evidenced by our adherence to certified quality assurance processes, which remain valid as of 31 January 2024. These certifications underscore our commitment to maintaining the highest standards in every aspect of our operations.

CERTIFICATE	SCOPE	CERTIFYING PARTY	DATE OF EXPIRY
ISO 9001:2015	Quality management systems for provision of civil engineering services including demolition and earthworks	Guardian Independent Certification Pte Ltd	5 November 2024
ISO 14001:2015	Environmental management systems for provision of civil engineering services including demolition and earthworks	Guardian Independent Certification Pte Ltd	4 November 2024
Singapore Green Label	20mm Recycled Aggregate for Concrete Mixture 022-053-1364 as "Eco-Friendly Building Materials"	Singapore Environment Council	4 May 2024

### PERFORMANCE REVIEW

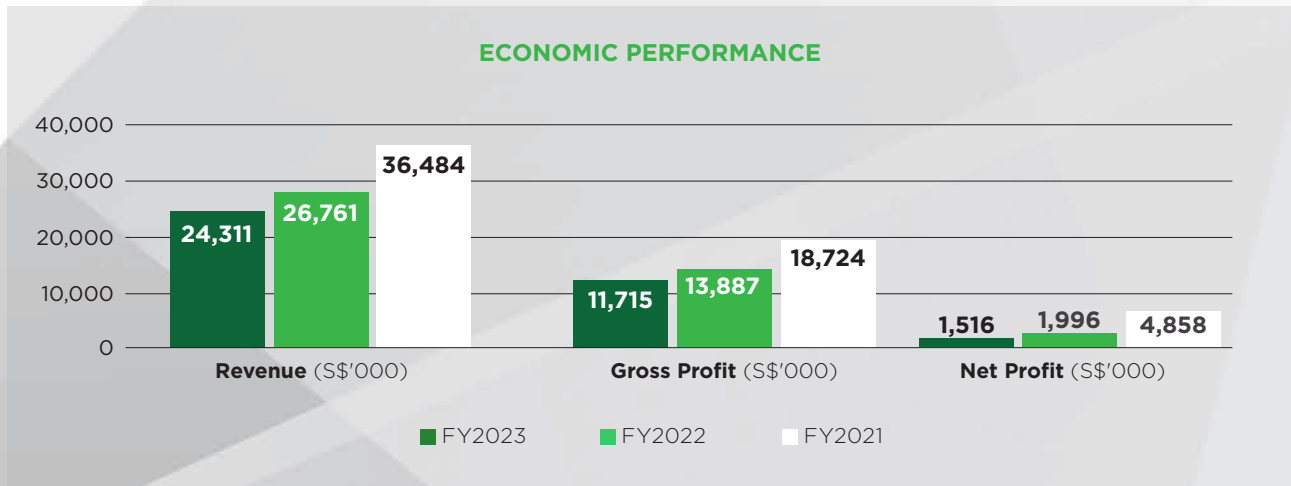
Since the establishment of our company, we have maintained an impeccable record with no penalties for missing contractual deadlines. Our objective for FY2025 is to continue this excellent track record. We plan to achieve this by maintaining close engagement with our customers and consistently providing them with high-quality products and services.

### ECONOMIC PERFORMANCE

Our commitment to sustainable economic development involves not only enhancing shareholder value but also fulfilling financial commitments to our stakeholders, including employees, suppliers, government entities, and the wider community. Our finance team is crucial in managing our financial health, overseeing our overall financial position, and actively seeking government grants and initiatives that support our strategic objectives. This prudent management of resources allows us to make strategic investments in assets that are expected to yield long-term benefits for the Group.

Operating without a structured dividend policy affords us significant flexibility, enabling us to better withstand market fluctuations and adapt our financial strategies as necessary. This approach ensures that we can continue to invest in our growth and stability, thereby supporting our commitment to delivering sustained economic value to all our stakeholders.

### PERFORMANCE REVIEW



Note: Gross Profit is derived by deducting cost of materials, services and consumables from revenue

Looking ahead, the Group will continue to exercise operational and financial prudence, carefully evaluating potential investment opportunities that could create economic value for our stakeholders. The Company will remain alert and responsive, adapting its business strategies in line with changes in the global economic landscape. For more detailed information on the Group's financial performance, please refer to our financial review section and financial statements in Annual Report 2024.

# SUSTAINABILITY REPORT

## ENVIRONMENTAL PILLAR

Given the nature of our operations, which involve the use of heavy-duty construction vehicles predominantly powered by diesel, it is crucial that we effectively manage and monitor our carbon footprint. This responsibility is fundamental to reducing the environmental impact on the health and well-being of both current and future generations.

### ENERGY AND EMISSIONS

Energy management is a critical concern for both the Group and our stakeholders. Our energy consumption is exclusively from electricity used within our operations, and we do not sell any energy. We are actively collaborating with our stakeholders to effectively manage this consumption, emphasising our commitment to environmental stewardship.

In our efforts to contribute to sustainable energy use, we have facilitated the installation of solar panels on the rooftop of our office building, which are owned by an external vendor. While this initiative enables the generation of solar energy, it is important to note that we do not hold exclusive ownership of the Renewable Energy Certificates (“RECs”) associated with this solar project. Consequently, we cannot legally claim to use the solar electricity produced by the panels. The energy generated contributes to the overall energy mix and any excess is supplied back to the grid.

Additionally, we encourage our employees to engage in energy-saving practices. These include turning off non-essential power sources when the office is not in use, utilising natural light during daylight hours, maintaining optimal temperature settings, and conducting regular maintenance on our air conditioning systems to maximise their efficiency.

### PERFORMANCE REVIEW

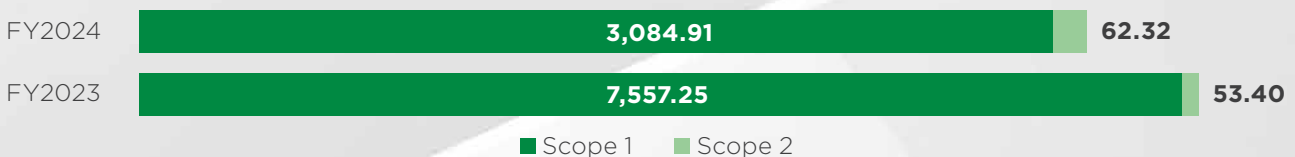
In FY2024, we recorded a 17.7% reduction in purchased energy consumption and an 18.4% reduction in energy intensity compared to the previous financial year.

	FY2024	FY2023	FY2022
Energy consumption (kWh)	108,417	131,683	157,401
Number of full-time employees	120	119	126
Energy intensity	903.5	1,106.6	1,249.2

Over the past year, our employees have been instrumental in lowering our energy consumption. By actively fostering a culture of reducing wastage, we have seen a significant reduction in consumption levels. Our team members have diligently engaged in energy-saving practices, such as setting their desktops and notebooks to power-saving modes when not in use and turning off air conditioning and lights during lunch breaks and after office hours.

Our goal is to sustain or improve our current energy intensity ratio while cultivating an organizational culture deeply rooted in the principles of reducing, reusing, and recycling.

We have computed both<sup>1</sup> Scope 1 emissions arising from mobile combustion and Scope 2 emissions from purchased electricity in tonnes CO<sub>2</sub> equivalent (CO<sub>2</sub>e), as follows:



Moving forward, we aim to progressively lower our energy intensity by incorporating green technologies.

<sup>1</sup> Emission factors used are from Singapore’s Energy Market Authority, GHG Protocol, and UK Government Conversion Factors for GHG reporting.

## SOCIAL PILLAR

### OCCUPATIONAL HEALTH AND SAFETY

Given the physical demands associated with our operations, our employees are inevitably exposed to certain health and safety risks. Recognising our legal and ethical responsibilities, we are deeply committed to safeguarding the well-being of our staff by adhering to all relevant laws and regulations and prioritising their safety.

To ensure a consistently safe working environment, we rigorously implement safety briefings, provide comprehensive training, and equip our employees with the necessary personal protective equipment. Additionally, we have developed robust protocols and procedures for reporting, registering, and monitoring potential risks or incidents across our company. These measures are essential to maintaining a secure workplace and preventing accidents.

Our commitment to occupational health and safety is further supported by several key practices:

- (a) We conduct regular risk assessments to identify potential hazards and implement mitigating procedures, with the goal of achieving an accident-free environment or minimising risks to an acceptable level.
- (b) We organise frequent safety meetings and ensure there is sufficient management support and resources to plan, implement, and maintain safety measures in compliance with workplace health and safety legislation, as well as our Group's directives, guidelines, and standards.
- (c) Routine checks and maintenance of equipment are carried out to prevent malfunctions and ensure operational safety.
- (d) We focus on cultivating good safety habits among employees through proper training, instruction, and guidance, and we make sure that information about workplace safety and health is effectively communicated to all staff members.
- (e) We actively encourage employees to report any work-related hazards or unsafe conditions directly to the Executive Directors, Site Supervisors, and/or Site Engineers at any time and through any means available.

We prioritise our employees' health and wellness by offering access to medical consultations through a corporate partnership with a medical service provider. This benefit is available to all employees, enabling them to seek necessary medical attention promptly. The Human Resources Department plays a crucial role in this aspect by monitoring medical reports from various departments or worksites, which helps in identifying and swiftly addressing potential safety concerns. Additionally, we provide work injury compensation insurance for our foreign workers, with the Human Resources Department conducting annual assessments to ensure that the coverage is both adequate and appropriate, thereby reinforcing our commitment to the safety and well-being of every employee.

# SUSTAINABILITY REPORT



In line with international voluntary standards and local health and safety initiatives, the Group’s health and safety management systems undergo continuous evaluation and have received endorsements from the following entities:

CERTIFICATE	SCOPE	CERTIFYING PARTY	DATE OF EXPIRY
bizSAFE Level Star	Workplace safety and health management system	Workplace Safety and Health Council	15 March 2025
ISO 45001:2018	Occupational health and safety management systems for provision of civil engineering services including demolition and earthworks	Guardian Independent Certification Pte Ltd	15 March 2025

### PERFORMANCE REVIEW

In FY2024, we achieved zero workplace fatalities, work-related injuries, or instances of ill health, which is in line with our target for FY2024. Our objective for FY2025 is to sustain this record by fostering a culture of safety where every member of the organisation prioritises safety above all else.



## GOVERNANCE PILLAR

### CORPORATE GOVERNANCE

The Group places high importance on corporate accountability, transparency, and sustainability as essential strategies for boosting long-term shareholder value and commits to rigorous standards of corporate governance.

Each year, we include a Corporate Governance Report in our Annual Report, conforming to the Monetary Authority of Singapore's Code of Corporate Governance 2018. Our unwavering dedication to integrity, transparency, accountability, and discipline across all operations underscores our commitment. We recognise that a robust corporate governance framework is vital for enhancing shareholder value and is fundamental to our sustained success.

The Group is committed to upholding high standards of corporate governance through the following established policies and practices:

#### I. CODE OF BUSINESS CONDUCT AND ETHICS ("CODE")

Our employees must adhere to our Code which sets out essential principles of ethical and professional behaviour. These principles address responsibilities towards the Group, confidentiality of information, and include a specific Code of Business Conduct and Ethics for Directors that provides guidance on Board appointments, conflicts of interest, proper use of information and assets, and confidentiality. The Group's Code of Conduct offers clear instructions for reporting any actual or suspected breaches, reinforcing our commitment to ethical behaviour and fostering a culture of transparency and accountability. We continuously assess risks associated with our Code of Conduct to ensure the effectiveness of our misconduct reporting and feedback systems.

#### II. CONFLICT OF INTEREST

We require all key employees, including Directors, to disclose any conflicts of interest to the Group's Human Resource Department as soon as they are identified. This proactive disclosure helps the organisation address potential conflicts promptly and transparently, safeguarding the integrity of our decision-making processes. Transactions involving interested persons are reported to the Audit Committee quarterly and disclosed on SGXNet semi-annually in the Group's financial results announcements.

#### III. ANTI-CORRUPTION

The Group maintains a strict "zero-tolerance" policy towards fraud, corruption, and any other unethical behaviours. We implement robust measures to mitigate risks, prevent corruption, and uphold accountability and integrity. Employees are encouraged to report any misconduct through various channels, including to their immediate supervisors or via the whistle-blowing policy which supports anonymous reporting to the Audit Committee.

#### IV. WHISTLE-BLOWING POLICY

Our whistle-blowing policy ensures a secure channel for all stakeholders to raise concerns. Reports can be made to the Audit Committee at [whistleblower@reclaims.sg](mailto:whistleblower@reclaims.sg) or to the Lead Independent Director at [voonhoo.jong@reclaims.sg](mailto:voonhoo.jong@reclaims.sg). Details of this policy are available on our website.

#### V. ENTERPRISE RISK MANAGEMENT

The Group has implemented a comprehensive enterprise risk management system to identify, assess, and mitigate risks arising from our business activities. This system includes bi-annual reports to the Board of Directors, detailing current and emerging risks, their significance, potential impacts, and mitigation strategies. Risk owners conduct detailed analyses and develop action plans to manage these risks, which are recorded in the Group's risk register - a centralised database for ongoing monitoring and management of identified risks.

# SUSTAINABILITY REPORT

## PERFORMANCE REVIEW

Through the rigorous application of a comprehensive set of policies and procedures, the Group has effectively mitigated potential risks and safeguarded the interests of its stakeholders. These actions underscore our commitment to upholding the highest standards of corporate governance and fostering a culture of integrity and responsibility.

In FY2024, the Group is pleased to report that we have met our target and upheld our strong ethical standards, recording no substantiated cases of misconduct or corruption raised through our whistle-blowing channels, and no instances of non-compliance with the Code by either Directors or employees. For FY2025, we are committed to maintaining this record, ensuring that the Group continues to operate with the utmost integrity and adheres to a “zero tolerance” policy towards any form of unethical behavior.

## REGULATORY COMPLIANCE

Adhering to relevant laws and regulations is crucial for our operations to ensure that we hold all necessary licences, allowing for smooth business activities and preventing any interruptions that might stem from legal non-compliance. The task of monitoring legislative updates, obtaining new licences, and renewing existing permissions is managed by our management team. To support compliance, we regularly conduct briefings and issue reminders to our staff and drivers regarding safety protocols and regulatory requirements.

As a company listed on the Catalist Board of the SGX-ST, we must adhere to the Catalist Rules. Our sponsor, SAC Capital Private Limited, provides guidance on compliance matters and any amendments to the Catalist Rules. Additionally, we receive regular updates from our sponsor, company secretaries, and external auditors about changes to the Companies Act 1967 of Singapore, Catalist Rules, Code of Corporate Governance, and Singapore Financial Reporting Standards (International).

Our wholly owned subsidiary, Reclaims Enterprise, is registered on the Building and Construction Authority’s (“BCA”) contractor registry. This enables us to provide construction-related goods and services to government agencies and other public sector organisations. BCA registration and grading, which require renewal every three years, are crucial as they influence our capacity to bid on projects. The grading considers several factors, including our company’s paid-up capital, net worth, and performance history.

As of 31 January 2024, Reclaims Enterprise holds registration with BCA for the following workheads:

WORKHEAD	DESCRIPTION	GRADE	TENDER CAPACITY FOR EACH PROJECT	DATE OF EXPIRY
CW02	Civil Engineering	C1	S\$4.0 million	1 February 2027
CR01	Minor Construction Work	Single Grade	Unlimited	1 February 2027
CR03	Demolition	Single Grade	Unlimited	1 February 2027

As of January 31, 2024, Reclaims Enterprise retains its General Builder Class 1 licence, which qualifies us to tender for any building projects that require plan approval from the Commissioner of Building Control. This licence was granted to Reclaims Enterprise in recognition of our adherence to BCA’s criteria for management quality, safety records, and financial stability.

LICENSING CODE	DESCRIPTION	TENDER CAPACITY FOR EACH PROJECT	DATE OF EXPIRY
GB1	General Builder Class 1	Unlimited	17 December 2026

## PERFORMANCE REVIEW

In FY2024, we have met our target in this aspect and did not incur any major fines or face significant enforcement actions for non-compliance issues, and we are committed to upholding this clean record in FY2025.

## TCFD REPORT

Climate change represents an urgent and existential threat to our planet. Across the globe, we are already witnessing shifts in weather patterns and a significant increase in the frequency and severity of extreme weather events. If current trends continue unchecked, projections suggest that global temperatures could rise by more than 4 degrees Celsius by the year 2100, resulting in catastrophic impacts on societies, economies, and the business landscapes they support.

At Reclaims, we recognise the critical need to contribute actively to combating climate change. We are committed to reducing our carbon emissions and enhancing our operational resilience to climate-related risks. In our ongoing commitment to transparency and sustainable development, Reclaims proudly aligns its reporting practices with the recommendations of the TCFD. This framework guides us in effectively disclosing the financial impacts of climate change on our operations. By adopting TCFD standards, we aim to provide our stakeholders with a clear understanding of how climate-related risks and opportunities are integrated into our strategic planning and risk management processes. This approach not only enhances our resilience against climate-related challenges but also underscores our dedication to sustainable practices and long-term value creation.

This section of the report outlines our proactive steps toward fully implementing the recommendations set forth by the TCFD. By FY2025, we aim to achieve complete alignment with TCFD standards, thereby deepening our commitment to transparency and responsibility in addressing climate-related issues within our business operations.

### GOVERNANCE

The Board of Directors has a robust system in place for overseeing sustainability concerns, specifically focusing on climate-related risks and opportunities that could impact our operations. The Board receives comprehensive reports on all current and evolving risks, their potential impact on the Group, and strategies for mitigation every six months.

Supporting the Board is our dedicated Sustainability Team, which includes the Chairman of the Board, the Chief Executive Officer, the Chief Operating Officer, and the Financial Controller. This team is charged with the ongoing task of pinpointing, evaluating, and managing climate-related risks and opportunities. They ensure that the Board is kept up to date with regular briefings.

Within the management structure, climate-related responsibilities have been allocated to specific roles, ensuring that the assessment and management of such issues are systematic and consistent. The Sustainability Team, guided by the latest information from reputable news sources and advice from an external sustainability consultant, monitors climate-related issues using established matrices. The Sustainability Team, primarily responsible for tracking risks and opportunities, devising mitigating measures, contributes to a company culture that encourages every member of the organisation to actively participate in meeting our sustainability objectives.

Although we currently do not have a designated subject matter expert on sustainability or climate change within key managerial roles, the organisation's collective expertise and commitment to sustainability principles drive our strategic approach to climate governance.

### STRATEGY

Back in FY2023, we initiated a process to pinpoint potential climate change-related risks and opportunities and assess their possible effects on our operations, strategic direction, and financial planning. This evaluation spans various short-, medium- and long-term time horizons:

- Short-term: within 1 year
- Medium-term: in 5 years
- Long-term: in 10 years

## SUSTAINABILITY REPORT

Drawing on the TCFD guidelines, our initial assessment has identified two principal categories of risk:

*Physical risks:* These include acute risks, such as the intensification of extreme weather events, and chronic risks, stemming from gradual changes in climate patterns.

*Transition risks:* These are associated with the shift towards a more carbon-neutral economy, necessitating significant adaptation and mitigation measures.

We anticipate that our approach to climate strategy will be iterative, enhancing our understanding and analysis of climate-related risks and opportunities in the coming year. As part of this ongoing development, next year, we are planning to conduct an in-depth climate-related scenario analysis to test the robustness of the Group's strategy against various potential climate futures. This will mark an important advance in our climate reporting journey. The Group is currently still assessing how to tailor the analysis to be of relevance and practicality.

The risks identified in the following table outlines the key climate-related risks and opportunities, and have been ranked in order of priority as we have identified them as being significant to our core business operations.

CATEGORIES	POTENTIAL FINANCIAL IMPACTS	TIMEFRAME	MANAGEMENT APPROACH
<b>Physical Risks: Changing precipitation patterns and rising temperatures</b>	Variability in weather patterns may lead to an increased risk of process delays and higher manpower costs.	Short-term	To consider external parameters such as temperature, rainfall, and flash floods when planning projects, stay updated on the latest weather forecasts, and prepare bad weather back-up plans to minimise delays and idling of resources.
<b>Transition Risks: Increasing regulatory requirements on climate reporting</b>	Non-compliance with new regulations could lead to financial penalties or reputational damage.	Short-term	Engage external consultant(s) to provide guidance on evolving policy and regulatory changes related to climate and carbon emissions, and proactively adjust business practices to remain compliant.
<b>Transition Risks/ Opportunity: Switching to emerging low-carbon technologies</b>	Adopting new technologies in a timely manner helps ensure the Group's market competitiveness and long-term profitability. For instance, renewing our fleet entails an upfront financial cost but could result in reduced maintenance costs.	Medium-term	Stay updated on emerging technological developments and industry best practices, and channel resources to the appropriate technologies. For instance, we periodically review and upgrade our fleet to lower overall carbon emissions.
<b>Transition Risks: Reputation Damage for not adequately addressing and mitigating our environmental footprint.</b>	Loss of customer trust, diminished brand value, and potential loss of market share as customers and suppliers may choose to align with businesses that have stronger environmental credentials. This can have a direct financial impact on the company through decreased sales, and increased costs to improve environmental practices.	Long-term	We monitor emerging technologies and methodologies that can enhance our environmental performance and allocate the necessary resources to integrate these advancements effectively into our operations.



CATEGORIES	POTENTIAL FINANCIAL IMPACTS	TIMEFRAME	MANAGEMENT APPROACH
<b>Opportunity: Transitioning away from traditional energy sources</b>	Adopting renewable energy such as solar power could lead to cost savings in the long run, compared to traditional power sources.	Medium-term	Closely monitor utilities and maintenance expenses to identify opportunities for additional cost savings.
<b>Opportunity: Exploring New Markets to Complement Our Eco-Friendly Brand and Net-Zero Transition Expertise</b>	Tapping into new markets, such as offering certification for green technologies integrated into project site operations or providing training courses for industry players on transitioning to eco-friendlier practices, presents an opportunity for enhanced profitability.	Long-term	Keeping abreast of new developments in relevant areas and building the right relationships and networks to break into/create new markets.

### RISK MANAGEMENT

The Group actively engages in the identification, assessment, and management of climate-related risks, leveraging a methodology consistent with our overall risk management practices. Our approach is grounded in a practical understanding of operations and the potential implications of climate change on our daily activities. For instance, we consider operational disruptions that may occur due to climate-induced events, such as how extended periods of heavy rainfall could lead to compacted soil conditions, thereby requiring additional time and resources for completion of tasks.

We evaluate the significance of climate-related risks compared to other business risks. This involves an analysis of the likelihood, impact, and immediacy of potential risks. Subsequently, we engage in comprehensive discussions to assess the efficacy of various risk mitigation strategies.

## SUSTAINABILITY REPORT

In response to existing and forthcoming regulatory requirements related to climate change, such as Singapore's net-zero ambitions and carbon taxes, our Group is proactive in mitigating associated risks by transitioning to greener assets and technologies. Notably, we have initiated the installation of solar panels on our headquarters' rooftop and are systematically upgrading our vehicle fleet to models with lower emissions.

Furthermore, while our internal controls concerning climate-related risks are in the development phase, they form an integral part of our sustainability reporting process. These controls are designed to evolve and align with the practices established for managing traditional financial risks.

We prioritise climate-related risks based on their potential financial impact and the objective evidence supporting their likelihood and timeframe. Decisions to mitigate, transfer, accept, or control these risks are made accordingly, ensuring that our strategy is both responsive and responsible.

Our management of climate-related risks is an iterative process, reflecting our observant and adaptive approach. As we continue to refine our internal controls and assurance practices, we aim to fully integrate climate-related risk management into our broader Enterprise Risk Management ("ERM") program, aligning our operational foresight with strategic resilience.

### METRICS AND TARGETS

In line with our commitment to strategic and risk management processes, we understand the significance of accurately measuring our climate-related risks and opportunities. To this end, we utilise methodologies provided by external consultants to calculate our climate-related metrics, ensuring we maintain a consistent approach to data analysis and reporting.

Our climate-related metrics are integral to our environmental performance evaluation, and the following have been disclosed in previous sections of this report:

- The total energy consumed, broken down by source, and the energy intensity ratio
- Scope 1 emissions, which include emissions from direct mobile combustion sources such as diesel and motor gasoline used by our vehicles.
- Scope 2 emissions, which are indirect emissions resulting from the purchase of electricity supplied by Singapore's national grid.

Key metrics such as savings from investments, particularly utility costs that have been reduced following the implementation of our solar panel system, are also tracked. This tracking is supported by a meticulous review of our electricity usage as detailed in utility bills.

While we have not yet established explicit reduction targets for these metrics, we are dedicated to continuously improving the quality and comprehensiveness of our disclosures in subsequent reports. We aim to establish clear targets in the FY2025 reporting cycle to further demonstrate our dedication to mitigating climate-related impacts as part of our overarching sustainability strategy. The Group is currently still evaluating relevant targets for these metrics.

## GRI CONTENT INDEX

<b>Statement of Use</b>	Reclaims Global Limited has reported in accordance with the GRI Standards for the period starting 1 February 2023 and ending 31 January 2024.
<b>GRI 1 used</b>	GRI 1: Foundation 2021

GRI STANDARD	DISCLOSURE	LOCATION
<b>General Disclosures</b>		
GRI 2: General Disclosures 2021	2-1 Organisational details	19
	2-2 Entities included in the organisation's sustainability reporting	20
	2-3 Reporting period, frequency and contact point	18
	2-4 Restatements of information	No restatements
	2-5 External assurance	18
	2-6 Activities, value chain and other business relationships	21
	2-7 Employees	21-22
	2-8 Workers who are not employees	N.A.
	2-9 Governance structure and composition	40, 43
	2-10 Nomination and selection of the highest governance body	51-54
	2-11 Chair of the highest governance body	49-50
	2-12 Role of the highest governance body in overseeing the management of impacts	23
	2-13 Delegation of responsibility for managing impacts	23
	2-14 Role of the highest governance body in sustainability reporting	23
	2-15 Conflicts of interest	31
	2-16 Communication of critical concerns	31
	2-17 Collective knowledge of the highest governance body	23
	2-18 Evaluation of the performance of the highest governance body	55
	2-19 Remuneration policies	56-61
	2-20 Process to determine remuneration	56-61
	2-21 Annual total compensation ratio	Approximately 11.1
	2-22 Statement on sustainable development strategy	17
	2-23 Policy commitments	26-32
	2-24 Embedding policy commitments	26-32
	2-25 Processes to remediate negative impacts	23
	2-26 Mechanisms for seeking advice and raising concerns	31
	2-27 Compliance with laws and regulations	31-32
	2-28 Membership associations	21
	2-29 Approach to stakeholder engagement	23-24
	2-30 Collective bargaining agreements	No collective bargaining agreements

# SUSTAINABILITY REPORT

GRI STANDARD	DISCLOSURE	LOCATION
<b>Material Topics</b>		
GRI 3: Material Topics 2021	3-1 Process to determine material topics	25
	3-2 List of material topics	25
<b>Customer Service Excellence</b>		
GRI 3: Material Topics 2021	3-3 Management of material topics	26
<b>Economic Performance</b>		
GRI 3: Material Topics 2021	3-3 Management of material topics	27
GRI 201: Economic Performance 2016	201-1 Direct Economic value generated and distributed	27
	201-2 Financial implications and other risks and opportunities due to climate change	34-35
<b>Energy and Emissions</b>		
GRI 3: Material Topics 2021	3-3 Management of material topics	28
GRI 302: Energy 2016	302-1 Energy consumption within the organisation	28
	302-3 Energy intensity	28
GRI 305: Emissions 2016	305-1 Direct (Scope 1) GHG emissions	28
	305-2 Energy indirect (Scope 2) GHG emissions	28
<b>Occupational Health and Safety</b>		
GRI 3: Material Topics 2021	3-3 Management of material topics	29-30
GRI 403: Occupational Health and Safety 2018	403-1 Occupational health and safety management system	29-30
	403-2 Hazard identification, risk assessment, and incident investigation	29-30
	403-4 Worker participation, consultation, and communication on occupational health and safety	29-30
	404-5 Worker training on occupational health and safety	29-30
	404-6 Promotion of worker health	29-30
	404-9 Work-related injuries	30
	404-10 Work-related ill health	30
<b>Corporate Governance</b>		
GRI 3: Material Topics 2021	3-3 Management of material topics	31-32
GRI 205: Anti-Corruption 2016	205-3 Confirmed incidents of corruption and actions taken	32
<b>Regulatory Compliance</b>		
GRI 3: Material Topics 2021	3-3 Management of material topics	32



## TCFD CONTENT INDEX

TCFD PILLARS	RECOMMENDED DISCLOSURES	PAGE
<b>Governance</b>		
Disclose the organisation's governance around climate-related risks and opportunities	a) Describe the board's oversight of climate-related risks and opportunities.	24
	b) Describe management's role in assessing and managing climate-related risks and opportunities.	
<b>Strategy</b>		
Disclose the organisation's governance around climate-related risks and opportunities.	a) Describe the climate-related risks and opportunities the organisation has identified over the short, medium, and long term.	25-27
	b) Describe the impact of climate-related risks and opportunities on the organisation's businesses, strategy, and financial planning.	
	c) Describe the resilience of the organisation's strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario.	
<b>Risk Management</b>		
Disclose how the organisation identifies, assesses, and manages climate-related risks	a) Describe the organisation's processes for identifying and assessing climate-related risks.	28
	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.	
<b>Metrics and Targets</b>		
Disclose the metrics and targets used to assess and manage relevant climate-related risks and opportunities where such information is material	a) Disclose the metrics used the organisation to assess climate-related risks and opportunities in line with its strategy and risk management process.	16-17, 29
	b) Disclose Scope 1, Scope 2 and if appropriate, Scope 3 greenhouse gas (GHG) emissions and the related risks.	29
	c) Describe the targets used by the organisation to manage climate-related risks and opportunities and performance against targets	16

## CORPORATE GOVERNANCE REPORT

Reclaims Global Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”), views corporate accountability, transparency and sustainability as strategic tools for enhancing long-term shareholders’ value and are committed to observing high standards of corporate governance.

The Listing Manual – Section B: Rules of Catalist (“**Catalist Rules**”) issued by the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) requires listed companies to describe, in their annual reports, their corporate governance practices, with specific reference to the principles and the provisions of the Code of Corporate Governance 2018 (the “**Code**”) issued by the Monetary Authority of Singapore (“**MAS**”).

This report describes the Company’s corporate governance practices with reference to both the principles and provisions set out in the Code. We have also taken into consideration the Practice Guidance provided by the MAS. The Board of Directors is pleased to confirm that for the financial year ended 31 January 2024 (“**FY2024**”), the Company has adhered to the principles of the Code as well as the Catalist Rules, where appropriate. Where the Company’s practices vary from any provisions of the Code, we have set out the specific provision, explained the reasons for the deviations, and explained how the practices we have adopted are consistent with the intent of the relevant principle.

### BOARD MATTERS

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

**Principle 1:  
THE BOARD’S CONDUCT  
OF AFFAIRS**

As at the date of this report, the Board is made up of the following members:

Provision 1.1 of the Code: Directors are fiduciaries who act objectively in the best interests of the Company

Mr Chan Chew Leh	Executive Chairman
Mr Tan Kok Huat	Executive Director and CEO
Ms Chan Bih Tzy	Executive Director and COO
Mr Jong Voon Hoo	Lead Independent Director
Mr Chang Chi Hsung	Independent Director
Mr Tan Heok Ping Joshua	Independent Director
Ms Lim Hui Chee	Independent Director

The primary functions of the Board, apart from its statutory duties, include:

- Overseeing the overall management and business affairs of the Group;
- Formulating the Group’s strategies, focusing on value creation and innovation and considering sustainability issues;
- Ensuring that the necessary resources are in place for the Group to meet its strategic objectives;

- Setting financial objectives and monitoring the Group's financial performance and Management's performance;
- Overseeing the evaluation of the adequacy and effectiveness of financial reporting, internal controls and risk management frameworks;
- Setting the Group's approach to corporate governance, including the establishment of ethical values and standards; and
- Balancing the demands of the business with those of the Company's stakeholders and ensuring obligations to material stakeholder groups (including shareholders) are met.

The Board has established the Terms of Reference of the Board to promote high standards of corporate governance. The Terms of Reference of the Board outline high level duties and responsibilities of the Board and matters that are specifically reserved for the Board. It is a comprehensive reference document for Directors on matters relating to the Board and its processes, as well as role and responsibilities of the Board, its committees and management to ensuring effective communication and decisions.

The Board has also adopted a Code of Business Conduct and Ethics for Directors which establishes the fundamental principles of professional and ethical conduct expected of the Directors in the performance of their duties. It includes guidelines on matters relating to conflicts of interest. When an actual, potential and perceived conflict of interest arises, the concerned Director must recuse himself or herself from discussions and decisions involving the matter and abstain from voting on resolutions regarding the matter.

All Directors are aware of their fiduciary duties and are committed to exercising due care and diligence in making their decisions and to objectively discharge their duties and responsibilities in the best interest of the Company. All Directors understand the Group's businesses and aside from their statutory duties, the key roles of different classes of Directors are set out below:

Provision 1.2 of the Code: Directors' duties, induction, training and development

- Executive Directors are members of the Management who are involved in the day-to-day running of the Group's business operations. They work closely with the Independent Directors on the long-term sustainability and success of the Group. They provide insights and recommendations on the Group's operations at the Board and Board Committee meetings.

## CORPORATE **GOVERNANCE** REPORT

- Independent Directors do not participate in the Group's business operations and are deemed independent by the Board. However, they stay informed of the activities of the Group. They provide independent and objective advice and insights to the Board and the Management. They constructively challenge the Management on its decisions and contribute to the development of the Group's strategic goals and policies. They participate in the review of the Management's performance in achieving the strategic goals as well as the appointment, assessment and remuneration of the Executive Directors and key personnel.

The Executive Directors are appointed by way of service agreements while the Independent Directors are appointed by way of letters of appointment. The duties and responsibilities of Directors are clearly set out in these service agreements and letters of appointment.

New Directors would be briefed on the Group's industry, business, organisational structure, and strategic plans and objectives. Relevant policies and procedural guidelines would also be provided. Orientation for new Directors includes visits to the Group's key premises to familiarise themselves with the operations. The Group will also arrange for first-time Director(s) to attend relevant training in relation to the roles and responsibilities of a Director of a public listed company in Singapore as prescribed by the SGX-ST. The training of the Directors will be arranged and funded by the Group.

During FY2024, the Directors were provided with updates from time-to-time on changes in laws and regulations which are relevant to the Group, including the Companies Act 1967 ("**Companies Act**"), Catalyst Rules and the Code of Corporate Governance by the Management, the Sponsor and the company secretaries. The external auditor regularly updates the Audit Committee and the Board on the developments in the Singapore Financial Reporting Standards (International) ("**SFRS(I)**") which are applicable to the Group. Changes to regulations and accounting standards are monitored closely by the Management. In addition, the Management regularly updates and familiarises the Directors on the business activities of the Group during Board and Board Committee meetings.

The Nominating Committee evaluates the individual Directors' competencies and recommends to the Board on training and development programmes for each Director. Our Directors are also encouraged to attend relevant seminar and training programmes to enhance their skills and knowledge, the expenses of which will be borne by the Company.

All Directors have attended the sustainability training as prescribed by the SGX-ST.

Although the day-to-day management of the Company is delegated to the Executive Directors, there are matters which are required to be decided by the Board as a whole.

Provision 1.3 of the Code:  
Matters requiring Board's approval

Matters specifically reserved for the Board's decision are formally documented in a schedule, incorporated in the Group's Accounting Policies and Procedural Manual and clearly communicated to the Management. These matters include:

- Changes to the Group's capital structure and corporate structure;
- Material investments, acquisitions and disposals of assets;
- Material capital expenditure;
- Material Group policies;
- Recommendation/declaration of dividend;
- Annual budgets, financial statements (interim and full year), annual reports, circulars to shareholders and announcements to be released on SGXNET; and
- Appointment or removal of Directors, company secretary and Executive Officers of the Company.

Certain important matters could be subject to the recommendation by the respective Board Committees. Matters which the Board considers suitable for delegation to a Board Committee are contained in the Terms of References of the respective Board Committees.

Board Committees, namely the Audit Committee ("**AC**"), Nominating Committee ("**NC**") and Remuneration Committee ("**RC**") have been established to assist the Board. Each Board Committee has its own terms of reference, setting out the composition, authorities and duties, which are approved by the Board. All Board Committees are chaired by an Independent Director. While these Board Committees are delegated with certain responsibilities, the responsibility for decisions relating to matters under the purview of the Board Committees ultimately lies with the entire Board.

Provision 1.4 of the Code:  
Board Committees

## CORPORATE GOVERNANCE REPORT

The terms of reference of the respective Board Committees, which are reviewed by the Board on a regular basis, as well as other relevant information on the Board Committees can be found in the subsequent sections of this report.

Board and Board Committee meetings are held regularly, with Board and AC meetings held at least twice a year and RC and NC meetings held at least once a year. Board and Board Committee meetings and annual general meetings are scheduled in advance to facilitate the Directors' attendance. Ad-hoc meetings will be convened when the Board's guidance or approval is required, outside of the scheduled Board meetings.

In accordance with Regulation 118(2) of the Company's Constitution, a Director who is unable to attend a Board meeting can still participate in the meeting via telephone conference, video conference or similar communication means whereby all persons participating can hear each other and all directors are able to extend their contribution beyond the confines of the formal environment of such meetings, through the sharing of views, advice, experience which would further the interest of the Group. Important matters concerning the Group can also be put to the Board and Board Committees for decision by way of written resolutions.

The attendance record of each Director at meetings of the Board and Board Committees during FY2024 is disclosed below:

Name of the Director	Board of Directors	AC	NC	RC	Annual General Meeting ("AGM")
Mr Chan Chew Leh	2	#2	#1	#1	1
Mr Tan Kok Huat	2	#2	#1	#1	1
Ms Chan Bih Tzy	2	#2	#1	#1	1
Mr Jong Voon Hoo	2	2	1	1	1
Mr Chang Chi Hsung	2	2	#1	1	1
Mr Tan Heok Ping Joshua	2	#2	1	1	1
Ms Lim Hui Chee	2	2	1	#1	1
<b>Number of meetings held in FY2024</b>	<b>2</b>	<b>2</b>	<b>1</b>	<b>1</b>	<b>1</b>

# By invitation

Provision 1.5 of the Code:  
Attendance and participation in Board and Board Committee meetings

Provision 11.3 of the Code:  
All Directors attend general meetings

All Directors are required to declare their board representations during the year. When a Director has multiple board representations, the NC also considers whether or not the Director is able to and has adequately carried out his or her duties as a Director of the Company, taking into consideration the Director's number of listed company board representations and other principal commitments. In support of their candidature for directorship or re-election, Directors are to provide the NC with details of their other commitments and an indication of the time involved.

The Board and the NC have established a guideline on the maximum number of listed company directorships and other principal commitments that each Director is allowed to hold and this guideline can be found under Principle 4 of this report.

The Management recognises that relevant, complete and accurate information needs to be provided to the Directors prior to meetings and on an on-going basis to enable the Directors to make informed decisions and discharge their duties and responsibilities effectively and efficiently.

Provision 1.6 of the Code: Complete, adequate and timely information to make informed decisions

The Management provides members of the Board with half-yearly management accounts, as well as relevant background information relating to the matters that are discussed at the Board and Board Committee meetings. Such reports keep the Board informed of the Group's performance, financial position and prospects, and consist of the consolidated financial statements, major operational updates, background or updates on matters brought before the Board for their decision-making or information. The Board is also provided with minutes of the previous Board meeting, and minutes of meetings of all Board Committees held. Detailed board papers are sent out to the Directors at least three working days before the scheduled meetings so that the Directors may better understand the issues beforehand, allowing for more time at such meetings for questions that Directors may have to better understand the issues and request for further information, as necessary.

Any additional materials or information requested by the Directors are promptly furnished. If necessary, management staff who are able to explain and provide insights to the matters to be discussed are invited to the meetings to make the appropriate presentation and answer any queries that the Directors may have.

In respect of the annual budget of the Group, material variances between budgeted results and actual results would be disclosed and explained by the Management at Board meetings.

## CORPORATE GOVERNANCE REPORT

The Management will also inform the Board of all significant events as and when they occur and circulate Board papers and supporting information on major transactions to facilitate a robust discussion before the transactions are entered into.

The Board has separate and independent access to the Management, the company secretaries and external professionals, including our Sponsor, legal counsels and auditors at the Company's expense.

The role of the company secretaries is clearly defined and includes:

- Attending all Board and Board Committee meetings and ensuring that meeting procedures are followed;
- Together with the Management, ensuring that the Company complies with all relevant requirements of the Companies Act and the Catalist Rules;
- Advising the Board on all corporate governance matters; and
- Assisting the Executive Chairman in ensuring adequate and timely flow of information within the Board and Board Committees and between the Management and the Board.

The appointment and removal of the company secretaries are subject to the approval of the Board as a whole.

**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.**

### Board Independence

The Board comprises seven Directors of whom four are Non-Executive Independent Directors. The Executive Chairman is part of the Management and therefore not independent. Accordingly, more than one third of the Board is made up of Independent Directors who are free of any material business or financial connection with the Company. There is a strong and independent element on the Board, capable of exercising objective judgement on corporate affairs independently of the Executive Directors. The Board's views and opinions often provide different perspectives to the Group's business.

Provision 1.7 of the Code: Separate independent access to Management, company secretary and external advisers; Appointment and removal of the company secretary

### **Principle 2: BOARD COMPOSITION AND GUIDANCE**

Provision 2.1 of the Code: Director independence

Provision 2.2 of the Code: Independent directors make up a majority of the Board

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



Under Provisions 2.2 and 2.3 of the Code, Independent Directors and Non-Executive Directors are to make up a majority of the Board where the Chairman is not independent. In the case of the Company, the Independent Directors make up the majority of the Board. While it may be a best practice for the Board to be chaired by an independent director to ensure effective oversight of both management and the interests of the Company, there are many circumstances which merits the Board Chairman's leadership. Therefore, to demonstrate that the Board is capable of maintaining an appropriate level of checks and balances, in instances where a perceived conflict may arise, such as if there is any transaction that would involve him or his immediate family members or associated entities, he would also recuse himself and deliberation of such transaction would be led by the Lead Independent Director. Accordingly, the Independent Directors are in a stronger position to safeguard the interests of the Company, especially when there is a conflict of views and a majority vote is required to reach a decision. Each of the Board Committees is chaired by a Non-Executive Independent Director.

The independence of each Independent Director is reviewed annually by the NC. Each Independent Director is required annually to complete a checklist to confirm his or her independence. The checklist is drawn up based on the guidelines provided in the Code and the Catalist Rules. The NC adopts the Code's definition of what constitutes an "independent" director in its review.

An Independent Director shall immediately disclose to the NC any relationships or circumstances that could interfere, or be reasonably perceived to interfere, with the exercise of his or her independent judgement in the best interests of the Company. The NC and the Board have reviewed and ascertained that all Independent Directors are independent according to the Code, its Practice Guidance and Catalist Rules and noted that none of the Independent Directors has any relationship with the Company, its related corporations, substantial shareholders or officers, which could interfere or be perceived to interfere with the Director's independent judgement. As at the date of this report, no Independent Director has served on the Board for more than nine years.

## CORPORATE GOVERNANCE REPORT

### Board Diversity

The Company recognises and embraces Board diversity as an essential element in supporting the achievement of business objectives, strategies and sustainable development in the ever-changing business environment. As such, the Board has adopted a Board Diversity Policy which aims to set out the approach to achieving diversity on the Board and open the Company to a wide and diverse talent pool when shortlisting candidates for Board appointment. The NC will review this policy, as appropriate, to ensure the effectiveness of this policy.

In reviewing the composition of the Board, the NC considers the benefits of Board diversity from a number of aspects, including but not limited to gender, age, educational background, professional experience, skills and knowledge. All Board appointments will be based on meritocracy, and candidates will be considered against objective criteria, having due regard for the benefits of diversity on the Board.

The NC will strive to ensure that:

- Female candidates are fielded for consideration for Board appointments;
- External search consultants, engaged to search for candidates for Board appointments, are required to present female candidates; and
- At least one female Director be appointed to the NC.

Currently, the Board has met its board diversity target of having one female Executive Director and one female Independent Director, who is also a member of the NC, which represents female representation being 28.6% of the Board.

The current Board composition brings together expertise spanning from commercial processes, industry best practices, financial reporting, and legal expertise. The Directors are all in leadership positions from various organisations and have accumulated many years of experience in their own field of specialisations. The combination of their experience and expertise provided diverse perspectives when directing the affairs of the Group's business and also allows the Group to tap on their wide network of business associates and professionals to aid in achieving of the Group's business objectives.

Provision 2.4 of the Code: Size and composition of the Board and Board Committee; Board diversity policy

However, diversity is not merely limited to gender or any other personal attributes. The benefits of Board diversity could only be harnessed if Directors adopt an independent mindset when carrying out their responsibilities. In order to gather and leverage on diverse perspectives, the Executive Chairman strives to cultivate an inclusive environment where all Directors are able to speak up and participate in decision-making.

The ultimate decision for new Board appointments will be based on merit and contribution that the selected candidates are expected to bring to the Board.

For FY2024, the Board has examined its size and is of the view that it is an appropriate size for effective decision-making, considering the nature and scope of the Group's operations. No individual or small group of individuals dominate the Board's decision-making. The Board and Board Committees have an appropriate diversity and balance and mix of skills, knowledge and experience in the Group's core businesses and the areas of accounting and finance, legal and regulatory compliance, business management and risk management, that provide for effective direction of the Group.

To facilitate a more effective check on the Management, the Independent Directors meet at least once a year, led by Lead Independent Director or other Independent Director as appropriate, with the internal and external auditors without the presence of the Management. The Independent Directors also communicate with each other from time to time without the presence of the Management to discuss the performance of the Management and any matters of concern. Feedback arising from such meetings or discussions is provided to the Board or Executive Chairman, as appropriate.

**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.**

The Executive Chairman and the CEO are separate persons. The CEO is the nephew-in-law of the Executive Chairman. Notwithstanding the above, the Board has assessed and is satisfied that there is sufficient transparency and accountability in view of the distinction of responsibilities.

The roles of the Executive Chairman and the CEO have been clearly separated, each having their own areas of responsibilities. This is to ensure that there is a clear division of responsibilities between the leadership of the Board and the Management.

Provision 2.5 of the Code: Independent Directors meet regularly without the presence of the Management

**Principle 3:  
CHAIRMAN AND CHIEF  
EXECUTIVE OFFICER**

Provision 3.1 of the Code: Chairman and CEO are separate persons

Provision 3.2 of the Code: Division of responsibilities between Chairman and CEO

## CORPORATE **GOVERNANCE** REPORT

The Executive Chairman, Mr Chan Chew Leh, promotes a culture of openness and debate at the Board level and ensures that corporate information is adequately disseminated to all Directors on a timely manner, to facilitate discussions at meetings. In addition, he encourages constructive relations within the Board and between the Board and the Management to facilitate effective contribution of all Directors. The Executive Chairman also ensures effective communication with shareholders and other stakeholders. The Executive Chairman is assisted by the Board Committees in ensuring compliance with the Company's standards of corporate governance.

The CEO, Mr Tan Kok Huat, is responsible for the overall management of the Group and charting the corporate strategies for future growth with the support of the Executive Directors and the Management.

As the Executive Chairman is part of the Management and therefore not independent, Mr Jong Voon Hoo has been appointed as the Lead Independent Director, as recommended by the Code. The responsibilities of the Lead Independent Director include:

Provision 3.3 of the Code:  
Lead Independent  
Director

- Acting as the principal liaison to address shareholders' concerns for which contact through the normal channels of communication with the Executive Directors or other Executive Officers are inappropriate or failed to resolve the concerns in question;
- Chairing Board meetings in the absence of the Executive Chairman;
- Working with the Executive Chairman in leading the Board and providing leaderships in situations where the Executive Chairman is conflicted; and
- Providing a channel to Independent Directors for confidential discussions on any concerns they may have and to resolve conflicts of interest, as and when necessary.

Mr Jong can be contacted via: [voonhoo.jong@reclaims.sg](mailto:voonhoo.jong@reclaims.sg).

**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.**

The NC comprises three Independent Directors (including the Lead Independent Director), namely Ms Lim Hui Chee, Mr Jong Voon Hoo and Mr Tan Heok Ping Joshua. The Chairman of the NC is Ms Lim Hui Chee.

The NC's responsibilities, as set out in its terms of reference, include the following:

- Developing and maintaining a formal and transparent process for the selection, appointment and re-appointment of Directors, taking into account the need for progressive renewal of the Board, and making recommendations to our Board on the appointment and re-appointment of Directors (including alternate Directors, if any), taking into consideration each Director's competencies, commitment, contribution and performance (for example, attendance, preparedness, participation and candour) including, if applicable, his or her performance as an Independent Director;
- Reviewing succession plans for our Directors, in particular, the appointment and/or replacement of our Executive Chairman, Executive Director, CEO and Executive Officers;
- Deciding on how the Board's performance may be evaluated, and proposing objective performance criteria to assess the effectiveness of the Board as a whole, its Board Committees and the contribution of each Director;
- Ensuring that all Directors submit themselves for re-nomination and re-election at least once every three years;
- Determining the composition of our Board, taking into account the future requirements of our Group, as well as the need for Directors who, as a group, provide an appropriate balance and diversity of skills, experience, gender and knowledge of our Group, and other considerations as set out in the Code, and setting the objectives for achieving Board diversity and reviewing our progress towards achieving these objectives;
- Determining on an annual basis, and as and when circumstances require, whether or not a Director is independent having regard to the requirements of the Code and any other salient factors;

**Principle 4:  
BOARD MEMBERSHIP**

Provision 4.1 of the Code: NC to make recommendations to the Board on relevant matters

Provision 4.2 of the Code: Composition of NC

## CORPORATE **GOVERNANCE** REPORT

- In respect of a Director who has multiple board representations on publicly listed companies, if any, reviewing and deciding, on an annual basis (or more frequently as our NC deems fit), whether such Director is able to and has been adequately carrying out his or her duties as a Director;
- Establishing guidelines on the maximum number of directorships and principal commitments for each Director (or type of Director) shall be;
- Reviewing training and professional development programmes for the Board and Directors;
- Assessing whether each Director is able to and has been adequately carrying out his or her duties as a Director; and
- Ensuring that new Directors are aware of their duties and obligations.

The NC conducts an annual review of the balance, diversity and size of the Board to determine whether any changes are required in relation to the Board composition. Where the need for a new Director arises, candidates would first be sourced through the Board's network of contacts and referrals. The NC may engage a talent acquisition firm to identify a broader range of candidates. Suitable candidates would be interviewed by the NC and/or the Board and then assessed and nominated by the NC to the Board which retains the final discretion in appointing such new Directors.

Provision 4.3 of the Code: Process for the selection, appointment and re-appointment of Directors

In recommending to the Board on appointment and re-appointment of Directors, the NC considers the following factors:

- Needs of the Group, Board Diversity Policy, expertise and experience of the candidate and his or her contribution and performance as Director of the Company, officer of other companies and/or professionals in his or her area of expertise;
- Number of public listed company directorships and other principal commitments;
- Whether the candidate is a fit and proper person in accordance with the MAS' fit and proper guidelines, which broadly takes into account the candidate's competence, honesty, integrity and financial soundness; and
- Independence of the candidate (for Independent Directors).

Regulation 115 of the Company's Constitution states that any Director so appointed by the Board shall hold office only until the next AGM and shall then be eligible for re-election. In addition, Regulation 105 of the Company's Constitution states that at each AGM, one-third (or the number nearest one-third) of the Directors shall retire from office and that all Directors shall retire from office at least once in every three years and such retiring Directors shall be eligible for re-election. In assessing and recommending retiring Directors for re-appointment, the NC takes into account the Director's competencies, commitment, attendance at meetings and his or her contribution and performance at such meetings. Each member of the NC has abstained from voting on any resolutions in respect of the assessment of his or her performance or re-nomination as Director.

The NC (save for the interested NC members who have abstained on their own review, recommendation and deliberations) has recommended to the Board that pursuant to Regulation 105 of the Constitution of the Company, the following Directors are due for retirement and eligible for re-election as Directors at the forthcoming AGM:

Mr Chan Chew Leh	- Regulation 105
Ms Chan Bih Tzy	- Regulation 105

The details of the Directors seeking for re-election as required under Rule 720(6) of the Catalist Rules are set out in the "Additional Information on Directors Seeking Re-election" section of the Annual Report.

As described under Principle 2 of this report, the Company has put in place a process to ensure the continuous monitoring of the independence of the Directors. Each Independent Director is required annually to complete a checklist to confirm his or her independence. Further, an Independent Director shall immediately disclose to the NC any relationships or circumstances that could interfere, or be reasonably perceived to interfere, with the exercise of his or her independent business judgement in the best interests of the Company. The NC is of the view that the Independent Directors are independent. As at the date of this report, there is no relationship or circumstance set forth in Provision 2.1 of the Code which puts the independence of the Independent Directors in question.

Provision 4.4 of the Code:  
Circumstances affecting  
Director's independence

## CORPORATE GOVERNANCE REPORT

The Board and the NC have established a guideline to address the issue of competing time commitments faced by Directors who hold multiple listed company directorships and other principal commitments. The general guideline is set out below:

Provision 4.5 of the Code: Multiple listed company directorships and other principal commitments

<b>Type of Directors</b>	<b>Maximum number of listed company directorships and other principal commitments allowed</b>
Executive Director	3
Non-Executive Director with full-time employment	5
Non-Executive Director without full-time employment	7

In addition, a Director shall only assume not more than one executive directorship in a listed company at any point in time.

The above guideline is reviewed by the NC annually. The NC requires each Director to declare changes in listed company directorships or other principal commitments during the year to enable the on-going monitoring of the commitment of the Directors to the Company.

In addition to the number of listed company directorships and other principal commitments, the NC also takes into account of the results of the annual evaluation of each Director’s effectiveness and the respective Directors’ conduct at the Board and Board Committee meetings to determine whether the Director is able to discharge his or her duties diligently.

In respect of FY2024, the NC was of the view that each Director had discharged his or her duties diligently. As at the date of this report, the number of listed company directorships and other principal commitments held by each Director is within the maximum limits stipulated. The NC is of the view that the multiple board directorships and other principal commitments held presently by some Directors do not impede their respective performance in carrying out his or her duties towards the Company. Please refer to the “Board of Directors” section of the Annual Report for the listed company directorships and other principal commitments of the Directors.

No alternate Director has been appointed to the Board.



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

The NC has established a review process and proposed objective performance criteria set out in assessment checklists which are approved by the Board. The NC assesses the Board's effectiveness as a whole and its Board Committees using the completed Board Assessment Checklist, Audit Committee Checklist, Nominating Committee Checklist and Remuneration Committee Checklist, which take into consideration factors such as the Board's structure, committee composition, conduct of meetings, risk management and internal control, and the Board's relationship with the Management. The NC also assesses the Board's performance based on a set of quantitative criteria and financial performance indicators as well as share price performance. The NC assesses the individual Directors' performance by completing an Individual Director Assessment Checklist, which takes into consideration factors such as commitment of time for meetings, level of participation and contribution at such meetings and the technical knowledge of the Directors. These checklists are completed on an annual basis.

Where appropriate, the Board will review and make changes to the assessment forms to align with prevailing regulations and requirements. The performance criteria shall not be changed from year to year without justification. These assessments are carried out and overseen by the NC for each financial year to evaluate the effectiveness of the Board as a whole and recommendations based on these assessments would be tabled to the Board for discussion and/or adoption. The Executive Chairman will act on the results of the performance evaluation and the recommendation of the NC, and where appropriate, in consultation with the NC, new members may be appointed or resignation of Directors may be sought.

Each member of the NC shall abstain from deliberating and voting on any resolutions in respect of the assessment of his or her performance or re-nomination as Director.

Based on the NC's review for FY2024, the NC is of the view that the Board and its Board Committees operate effectively and each Director is contributing to the Board's effectiveness.

Although no external facilitator had been engaged by the Board for this purpose for FY2024, the NC has full authority to do so, if the need arises.

**Principle 5:  
BOARD PERFORMANCE**

Provisions 5.1 and 5.2 of the Code:  
Assessment of effectiveness of the Board and Board Committees and assessing the contribution by the Chairman and each Director

## CORPORATE **GOVERNANCE** REPORT

### REMUNERATION MATTERS

**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.**

The RC comprises three Independent Directors (including the Lead Independent Director), namely Mr Tan Heok Ping Joshua, Mr Jong Voon Hoo and Mr Chang Chi Hsung. The Chairman of the RC is Mr Tan Heok Ping Joshua.

The RC's responsibilities, as set out in its terms of reference, include the following:

- Reviewing and recommending to our Board for approval a framework of remuneration for our Directors and Executive Officers as well as the specific remuneration packages for each Executive Director and Executive Officer, ensuring that a significant and appropriate proportion of the remuneration is structured so as to link rewards to corporate and individual performance;
- Reviewing annually the remuneration, bonuses, pay increment and/or promotions of employees who are related to our Directors or substantial shareholders to ensure that their remuneration packages are in line with our staff remuneration guidelines and commensurate with their respective job scopes and level of responsibilities, and reviewing and approving any new employment of related employees and the proposed terms of their employment;
- Reviewing our obligations arising in the event of termination of service contracts entered into between our Group and our Executive Directors or Executive Officers, as the case may be, to ensure that the service contracts contain fair and reasonable termination clauses which are not overly generous;

### **Principle 6: PROCEDURES FOR DEVELOPING REMUNERATION POLICIES**

Provision 6.1 of the Code: RC to recommend remuneration framework and packages

Provision 6.2 of the Code: Composition of RC

- If necessary, seeking expert advice within and/or outside our Company on remuneration matters, ensuring that existing relationships, if any, between our Company and the appointed remuneration consultants will not affect the independence and objectivity of the remuneration consultants;
- Performing an annual review of the remuneration packages in order to maintain their attractiveness to retain and motivate our Directors and Executive Officers, and to align the interests of our Directors and Executive Officers with the interests of our shareholders and other stakeholders and promote the long-term success of our Company; and
- Ensuring that the remuneration of Non-Executive Directors is appropriate to the level of contribution, taking into account factors such as effort, time spent, and responsibilities.

The recommendations of the RC shall be submitted for endorsement by the Board. Each RC member shall abstain from reviewing, deliberating and voting on any resolution in respect of his remuneration package or that of any employees who are related to him.

The RC considers all aspects of remuneration (including Director's fees, salaries, allowances, bonuses, options, share-based incentives and awards, benefits in kind and termination payments) in the review of remuneration packages for the Directors and executive officers with an aim to be fair and to avoid rewarding poor performance, before making any recommendation to the Board.

The Independent Directors receive Directors' fees in accordance with their contributions, taking into account factors such as effort and time spent and their responsibilities. The Directors' fees are recommended by the RC and endorsed by the Board for approval by the shareholders of the Company at the AGM. Except as disclosed in the Annual Report, the Independent Directors do not receive any remuneration from the Company.

Provision 6.3 of the Code: RC to consider and ensure all aspects of remuneration are fair

## CORPORATE GOVERNANCE REPORT

The Executive Directors have each entered into a service agreement with the Company, under which terms of their employment are stipulated, including a monthly salary, a fixed annual bonus of three months' salary and an annual incentive bonus based on the audited profit before tax ("**PBT**") of the Group. For this purpose, PBT shall refer to the audited consolidated profit before tax, excluding fair value gain or loss to the Group's properties and securities, any profit or loss attributable to non-controlling interests or minority interests and any exceptional or extraordinary items. The amount of the incentive bonus is subject to the Group achieving certain predetermined PBT targets as follows:

<b>PBT</b>	<b>Amount of incentive bonus</b>
Equals or exceeds S\$4.0 million but does not exceed S\$6.0 million	3.0% of PBT
Equals or exceeds S\$6.0 million but does not exceed S\$8.0 million	5.0% of PBT in excess of S\$6.0 million plus S\$180,000
Equals or exceeds S\$8.0 million	7.0% of PBT in excess of S\$8.0 million plus S\$280,000

Pursuant to the terms of the service agreements, each Executive Director shall also be provided with a car, with all maintenance costs and reasonably incurred running expenses to be borne by the Company.

There are no excessively long or onerous removal clauses in these service agreements. The service agreements entered with Mr Chan Chew Leh and Mr Tan Kok Huat are valid for three years with effect from 11 March 2019, after which they shall be automatically renewed on a year-to-year basis on such terms and conditions as the parties may agree. During the initial period of three years, either party may terminate the service agreement by giving to the other party not less than six months' notice in writing, or in lieu of notice, payment of an amount equivalent to six months' salary based on the Executive Director's last drawn monthly salary. For Ms Chan Bih Tzy, the terms of the service agreement are similar to the other Executive Directors except for her agreement is valid for one year with effect from 23 April 2021, after which it shall be automatically renewed on a year-to-year basis on such terms and conditions as the parties may agree.

The RC members are familiar with remuneration matters as they manage their own businesses and are regularly updated of market practices. During FY2024, the Company did not engage any remuneration consultant to seek advice on remuneration matters. When necessary, the RC will consider the need to engage such external remuneration consultants and will review the independence of the external firm before engaging them.

Provision 6.4 of the Code:  
Expert advice on  
remuneration

**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.**

Remuneration of Executive Directors and Executive Officers comprise fixed components, including salaries and bonuses, and a variable component, structured to link rewards to corporate and individual performance. Their remuneration is linked to their roles and responsibilities and aligned with shareholders' interests to promote long-term success of the Group. The Group's remuneration policy is to ensure that the remuneration offered is competitive and sufficient to attract, retain and motivate the Directors to provide good stewardship of the Company and the key management personnel of the required experience and expertise to manage the Company for the long-term. No Director is involved in any discussions relating to his or her own remuneration, terms and conditions of service, and the review of his or her performance.

Having reviewed the variable component in the remuneration packages of the Executive Directors and Executive Officer, the RC is of the view that it is not necessary to institute contractual provisions to reclaim incentive components of remuneration from Executive Directors and Executive Officer in exceptional circumstances of misstatement of financial results, or of misconduct resulting in financial loss to the Group. The Company believes that there are alternative legal avenues to these specific contractual provisions that will enable the Company to recover financial losses arising from such exceptional events from the Executive Directors and Executive Officer.

The Company does not offer any share scheme. The RC may consider other forms of long-term incentive schemes for the Management when necessary.

The Independent Directors are paid Directors' fees which take into consideration their contribution, effort, time spent and responsibilities. They are not overly remunerated to the extent that their independence may be compromised.

The Company does not currently have any schemes to encourage Independent Directors to hold shares in the Company.

**Principle 7:  
LEVEL AND MIX OF  
REMUNERATION**

Provisions 7.1 and 7.3 of the Code: Remuneration of Executive Directors and key management personnel are appropriately structured to encourage good stewardship and promote long-term success of the Company

Provision 7.2 of the Code: Remuneration of Non-Executive Directors dependent on contribution, effort, time spent and responsibilities

## CORPORATE GOVERNANCE REPORT

**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.**

A separate annual remuneration report is not prepared as the matters which need to be disclosed in such annual remuneration report have already been sufficiently disclosed in this report and in the financial statements of the Company.

A breakdown (in percentage terms) of the remuneration earned by each Director and the CEO during FY2024 is as follows:

Remuneration band and name of Director	Salary, fixed bonus, allowance and CPF (%)	Variable performance - related bonus (%)	Directors' Fee (%)
<b>Between \$450,000 to \$550,000</b>			
Mr Chan Chew Leh	100	-	-
Mr Tan Kok Huat	100	-	-
<b>Between \$250,000 to \$350,000</b>			
Ms Chan Bih Tzy	100	-	-
<b>Under \$150,000</b>			
Mr Jong Voon Hoo	-	-	100
Mr Chang Chi Hsung	-	-	100
Mr Tan Heok Ping Joshua	-	-	100
Ms Lim Hui Chee	-	-	100

Given the size of the Group's operations, the organisation is structured on a very lean basis. Given the sensitivity of remuneration matters, the Group believes that a full disclosure on a named basis will not be advantageous to the organisation.

### Principle 8: DISCLOSURE ON REMUNERATION

Provisions 8.1 and 8.3 of the Code:

Remuneration disclosures of Directors and key management personnel; Details of employee share schemes

The Board is of the view that despite the deviation from Provision 8.1 of the Code, there is still a high level of transparency on remuneration matters, as information on its remuneration policies, levels and mix of remuneration, the relationship between remuneration, performance and value creation has been disclosed in detail in Principle 7. Furthermore, the quantum in aggregate for the Directors, and key management personnel are disclosed separately in notes to the financial statements. Accordingly, the Board is of the view that the non-disclosure of the exact quantum of the remuneration will not be prejudicial to the interest of shareholders and complies with the Principle 8 of the Code.

In view of the competitive pressures in the talent market and talent retention issues, the Company does not disclose the aggregate amount paid but in percentage terms as such disclosure of specific remuneration information may encourage inappropriate peer comparisons and discontent. A breakdown (in percentage terms) of the remuneration earned by the Executive Officer during FY2024 is as follows:

Remuneration band and name of Executive Officer <sup>(1)</sup>	Designation	Salary, allowance and CPF (%)	Variable or performance-related bonus (%)
<b>Under S\$200,000:</b>			
Toh Yang Wee	Financial Controller	80	20

**Notes:**

(1) Given the size of the Group's operations, the Executive Officer is the only key management personnel of the Group, excluding the Executive Directors and the CEO.

No termination, retirement and post-employment benefits was granted to the Directors, the CEO or the Executive Officer.

The Company does not currently have any employee share scheme.

Save for the Executive Directors, there were no employees who are substantial shareholders of the Company in FY2024.

There were no employees who are the immediate family members of a Director, the CEO or a substantial shareholder of the Company, and whose remuneration exceeded S\$100,000 in FY2024.

Provision 8.2 of the Code:  
Remuneration disclosure  
of related employees

# CORPORATE **GOVERNANCE** REPORT

## ACCOUNTABILITY AND AUDIT

**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.**

### **Principle 9: RISK MANAGEMENT AND INTERNAL CONTROLS**

Risk analysis and management is undertaken within the Group as a source of sustainable business benefit and competitive advantage. The Board is responsible for the management of the Group's significant risks and is assisted by the AC in the oversight of the risk management and internal control systems of the Group.

Provision 9.1 of the Code: Board determines the nature and extent of significant risks

The Company has in place an enterprise risk management ("ERM") framework which includes a set of processes to ensure that the Group is aware of, and attends to, current and emerging risks. The Management is expected to constantly review the business operations and environment to identify significant risks and ensure that mitigating measures, including preventive, detective and corrective controls, are promptly implemented to address these risks. These significant risks and mitigating measures taken, together with the risk owners and action plans to address any gaps, are documented in a risk register. Significant risks and significant updates to the risk registers are reported to the Board on a bi-annual basis.

The AC, with the assistance of the internal and external auditors, annually reviews the adequacy and effectiveness of the Group's risk management and internal control systems, including financial, operational, compliance and information technology controls.

The internal auditors, NLA Risk Consulting Pte Ltd, has carried out an internal audit on the system of internal controls and reported the findings to the AC. The external auditor, RSM SG Assurance LLP (formerly known as RSM Chio Lim LLP), has also, in the course of their statutory audit, gained an understanding of the key internal accounting controls assessed to be relevant to the statutory audit. In this respect, the AC has reviewed the findings of both the internal and external auditors and will ensure that the Company follows up on the auditors' recommendations raised during the audit processes. No material internal control weakness had been raised by our internal and external auditors in the course of their audits for FY2024.

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

Provision 9.2 of the Code: Assurance from CEO, CFO and other key management personnel



In addition, the Board received assurance from the key management personnel, including the Executive Directors and the Financial Controller, that the Company's risk management and internal control systems are adequate and effective.

Based on the ERM framework established, reviews carried out by the AC, work performed by the internal and external auditors and assurance from the Management referred to in the preceding paragraphs, the Board, with the concurrence of the AC, is satisfied that the system of internal controls (including financial, operational, compliance and information technology controls) and risk management systems in place are adequate and effective as at 31 January 2024.

The Board notes that no system of internal controls could provide absolute assurance against the occurrence of material errors, poor judgement in decision making, human errors, losses, fraud or other irregularities. As such, the Company's risk management and internal controls systems are regularly evaluated and improved to ensure its relevance to the Company's operations.

**The Board has an Audit Committee which discharges its duties objectively.**

The AC comprises three Independent Directors (including the Lead Independent Director), namely Mr Jong Voon Hoo, Mr Chang Chi Hsung and Ms Lim Hui Chee. The Chairman of the AC is Mr Jong Voon Hoo.

All members of the AC are appropriately qualified and have recent and relevant accounting or related financial management expertise and experience. They are not former partners or directors of the Company's auditing firm.

The AC's responsibilities, as set out in its terms of reference, include the following:

- Reviewing the audit plan and scope of work of our external auditors and internal auditors, the results of our external and internal auditors' review and evaluation of our system of internal controls, and their management letters on the internal controls together with our Management's response, and monitoring the implementation of the internal control recommendations made by our external and internal auditors;

**Principle 10:  
AUDIT COMMITTEE**

Provision 10.1 of the Code:  
Duties of AC

Provision 10.2 of the  
Code:  
Composition of AC

Provision 10.3 of the  
Code:  
AC does not comprise  
former partners  
or directors of the  
Company's auditing firm

## CORPORATE **GOVERNANCE** REPORT

- Reviewing and reporting to the Board at least annually the adequacy and effectiveness of the Group's risk management systems and internal controls addressing financial, operational, compliance and information technology risks (such review to be carried out internally or with the assistance of any competent third parties);
- Reviewing the adequacy, effectiveness, independence, scope and results of the external audit and the Group's internal audit function;
- Making recommendations to the Board on establishing an adequate, effective and independent internal audit function (which can be in-house or outsourced to a reputable accounting/auditing firm or corporation), and ensuring that the internal audit function is adequately resourced and staffed with persons with the relevant qualifications and experience and that the internal auditors comply with the standards set by nationally or internationally recognised professional bodies;
- Reviewing the interim financial results and annual consolidated financial statements, the external auditors' report on the annual consolidated financial statements, reviewing and discussing any significant adjustments, major risk areas, changes in accounting policies and practices, significant financial reporting issues and judgements, compliance with Singapore Financial Reporting Standards as well as compliance with the Catalist Rules and other statutory or regulatory requirements, concerns and issues arising from their audits, to ensure the integrity of the financial statements of the Group and any announcements relating to the financial performance, before submission to the Board for approval;
- Meeting with the external auditors and internal auditors without the presence of the Management, at least annually;
- Reviewing and discussing with the external and internal auditors, 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 Group's operating results or financial position and the Management's response;
- Reviewing and ensuring the co-ordination among the internal auditors, external auditors and the Management, including assistance given by the Management to the auditors;

- Considering the independence and objectivity of the external auditors, taking into account the non-audit services provided by the external auditors and the fees paid for such non-audit services, if any;
- Reviewing any interested person transactions falling within the scope of Chapter 9 of the Catalist Rules, and approving interested person transactions the value of which amount to 3.0% or more of the latest audited NTA of the Group, or any agreement or arrangement with an interested person that is not in the ordinary course of business of the Group, prior to the Group's entry into the transaction, agreement or arrangement;
- Making recommendations to the Board on the proposals to the shareholders with regard to the appointment, re-appointment and removal of external auditors, and the remuneration and terms of engagement of the external auditors;
- Reviewing, approving and conducting periodic reviews on the Group's foreign exchange hedging policy (if any), together with the foreign exchange transactions and hedging activities undertaken by the Group;
- Reviewing the Group's compliance with such functions and duties as may be required under the relevant statutes or the Catalist Rules, including such amendments made thereto from time to time;
- Reviewing any potential conflicts of interests and setting out a framework to resolve or mitigate such potential conflicts of interests, and monitoring compliance with such framework;
- Establishing and reviewing the policy and arrangements by which employees of the Group or any other persons may safely raise concerns about possible improprieties in financial reporting or other matters and ensuring that there are arrangements in place for independent investigation of such concerns and appropriate follow-up actions in relation thereto;
- Ensuring that the Group publicly discloses, and clearly communicates to employees, the existence of a whistle-blowing policy and procedures for raising such concerns;
- Reviewing the assurance from the CEO and the Financial Controller on the financial records and financial statements;

## CORPORATE **GOVERNANCE** REPORT

- Undertaking such other reviews and projects as may be requested by the Board, and reporting to the Board its findings from time to time on matters arising and requiring the attention of the AC;
- Ensuring that the terms of non-compete undertakings provided to the Company have been complied with; and
- Reviewing and approving transactions falling within the scope of Chapter 10 of the Catalist Rules.

The AC is authorised to investigate any matter within its terms of reference, and has full access to, and co-operation of, the Management. The AC has full discretion to invite any Director, Executive Officer or management personnel to attend its meetings and has access to reasonable resources, including independent professional advice, to enable it to discharge its functions.

The Group has complied with Rules 712 and 715 of the Catalist Rules in relation to the appointment of its external auditor. The aggregate amount of fees paid/payable to the external auditor, RSM SG Assurance LLP, for audit and audit-related services for FY2024 was S\$80,000. There was no non-audit related work carried out by the external auditors during FY2024, and hence, there was no fee paid in this respect. The AC, having reviewed the scope and value of the audit provided by the external auditor, is satisfied that the independence and objectivity of the external auditor is not impaired.

In recommending the re-appointment of RSM SG Assurance LLP as the external auditor for the financial year ending 31 January 2025, the AC considered the adequacy of their resources, training and quality control, experience of the engagement team and the firm as a whole and quality of work carried out by the external auditor.

The Company has outsourced its internal audit function to NLA Risk Consulting Pte. Ltd., a corporate member of the Institute of Internal Auditors Singapore. The primary reporting line of the internal auditors is to the AC and administratively to the Financial Controller. The firm is part of NLA DFK, a group of accounting and advisory entities with a history in Singapore since 1948. NLA DFK is a member firm of DFK International, a top 10 international association of independent accounting entities and business advisers. The firm currently maintains an outsourced internal audit portfolio of about 20 companies listed on the SGX-ST in various industries, including construction, property development, manufacturing, healthcare, logistics, engineering services and trading. The Engagement Team comprises a Director, a Manager and is supported by a team of trained internal auditors. The Director has over 20 years of relevant experience and is a Certified Internal Auditor while the Manager has more than 10 years of relevant experience and is also a Certified Internal Auditor. The hiring, removal, evaluation of the internal auditors and compensation to be paid to them is recommended by the AC and approved by the Board.

Provision 10.4 of the Code:

Primary reporting line of the internal audit function is to AC; Internal audit function has unfettered access to Company's documents, records, properties and personnel

The internal audit team has unrestricted access to the Company's documents, records, properties and personnel. The internal audit team performed the work taking references from International Standards for the Professional Practice of Internal Auditing set by the Institute of Internal Auditors when performing their reviews. The AC is satisfied that the internal auditors have adequate resources to perform its functions and have appropriate standing within the Group.

The internal audit function is independent of the activities it audits. During FY2024, the internal auditors completed an internal control review of the Group's key processes such as sales to collection, human resource and payroll, bank and cash management, interested persons transactions, and sustainability reporting review. The related internal audit reports, including management's responses and implementation status, have been reviewed and approved by the AC.

The AC will meet at least once a year with the external and internal auditors without the presence of the Management so that any concerns and/or issues can be raised directly and privately.

## CORPORATE **GOVERNANCE** REPORT

The AC acknowledges the importance of meeting with the external auditors and internal auditors without the presence of Management. In FY2024, the Audit Committee has met with the internal auditor and external auditor once, without the presence of management, to review the adequacy of audit arrangements for FY2024, with emphasis on the scope and quality of their audit, and to discuss the observations of the auditors on the management or on processes and procedures of the Group over the course of FY2024 audits.

Provision 10.5 of the Code:

AC meets with the auditors without the presence of Management annually

### **SIGNIFICANT ACCOUNTING MATTERS**

In the review of the financial statements for FY2024, the AC has discussed with the Management the significant accounting principles that were applied and their judgement of items that might affect the accuracy and completeness of the financial statements.

The following key audit matters, which are included in the independent auditor's report for FY2024, were discussed with the Management and the external auditor and were reviewed by the AC:

<b>Key audit matters</b>	<b>How the matters were addressed by the AC</b>
a) Revenue recognition for contract revenue	Contract revenue from excavation services amounted to S\$13.5 million, accounting for 55% of the Group's total revenue for FY2024.
b) Impairment allowance on trade receivables and contract assets	<p>The carrying value of trade receivables and contract assets amounted to S\$7.0 million and S\$3.1 million respectively, accounting for in total 31% of the Group's total assets at the end of the reporting year.</p> <p>The AC reviewed the Management's approach, methodology and judgement pertaining to revenue recognition for contract revenue and the estimate of trade receivables and contract assets impairment allowance and took into account of the following considerations:</p> <p>a) Nature of business;</p> <p>b) Alignment with the Singapore Financial Reporting Standards (International) and prevailing business practice;</p>

	<p>c) Observations and findings presented by the external auditor with reference to: Management's estimates of work performed for uncompleted contracts; payment track records of trade receivables; and adequacy of allowance for impairment of trade receivables.</p> <p>The above procedures provided the AC with the assurance and the AC concurred with the Management's conclusion that contract revenue recognised during FY2024 is a faithful depiction of work performed during the reporting year and allowance for impairment on trade receivables and contract assets are adequately made as at 31 January 2024 and the relating disclosures in the financial statements are appropriate.</p>
--	---

## WHISTLE-BLOWING CHANNELS

The Company has in place a whistle-blowing policy and procedures for employees of the Group and other persons to raise concerns about possible improprieties in matters of financial reporting, fraudulent behaviour and other significant matters directly to the AC in confidence and without fear of reprisals. The Company will treat all information received confidentially and protect the identity and the interests of all whistle-blowers against detrimental or unfair treatment. The AC has the responsibility of overseeing the Company's whistle-blowing policy. Details of this policy are disseminated to employees of the Group and is made available on the Company's website.

Possible improprieties such as suspected fraud, corruption, dishonest practices and other significant matters can be reported via email ([whistleblower@reclaims.sg](mailto:whistleblower@reclaims.sg)). The Lead Independent Director can also be contacted directly via his email address ([voonhoo.jong@reclaims.sg](mailto:voonhoo.jong@reclaims.sg)).

In FY2024, no significant matter was raised through the Group's whistle-blowing channels.

# CORPORATE **GOVERNANCE** REPORT

## SHAREHOLDER RIGHTS AND ENGAGEMENT

**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.**

The Board ensures that the shareholders are treated fairly and equitably. The Board recognises the importance of maintaining transparency and accountability to its shareholders. As such, all material information which would likely affect the price or value of the Company's shares shall be disclosed adequately and in a timely manner. Presentations to shareholders will be made available on SGXNET and the Company's website.

In presenting the Group's financial results to shareholders, it is the aim of the Board to provide shareholders with a balanced and understandable assessment of the Company's performance, position and prospects.

The Company's principal form of dialogue with shareholders takes place at general meetings. Notices of general meetings are made available to the shareholders by being uploaded to SGXNET and the Company's website, together with the annual report and/or circulars within the time notice period as prescribed by the relevant regulations. Where necessary, additional explanatory notes will be provided for relevant resolutions which are to be tabled at general meetings to enable shareholders to exercise their vote on an informed basis. As part of sustainability efforts, only notices of meetings and proxy form are printed and despatched to the shareholders. Request Form for printed copies of the annual report and/or circular is sent to the shareholders and copies of the annual report and/or circular will be furnished to the shareholders upon receiving shareholders' written requests. The Company strives to hold general meetings at venues which are accessible to shareholders. At general meetings, shareholders will be given the opportunity to voice their views and direct their questions to the Board regarding the Company. Shareholders are also able to submit questions in relation to the agenda of the general meeting prior to the general meeting. Shareholders will also be briefed during the general meetings on voting procedures of the general meetings.

The SGX-ST publishes investor guides to help the investment community in their preparation for annual general meetings and other general meetings. The links to the SGX-ST's investor guides have been included on the Company's website under the "Investor Relations" section for ease of reference by shareholders.

## **Principle 11: SHAREHOLDER RIGHTS AND CONDUCT OF GENERAL MEETINGS**

Shareholders will also be briefed during the general meetings on voting procedures of the general meetings.

Provision 11.1 of the Code: Company provides shareholders with the opportunity to participate effectively and vote at general meetings



All resolutions proposed at general meetings shall be put to vote by way of a poll. All votes cast, for or against, and the respective percentages, in respect of each resolution are tallied and disclosed at the meeting and an announcement with the detailed results showing the numbers of votes cast for and against for each resolution and the respective percentage will be released via SGXNET after the general meetings. All resolutions tabled at the 2024 AGM will be conducted by poll pursuant to the Catalist Rules and counted by the Polling Agent as well as verified by the Scrutineer during the 2024 AGM. The poll results will be announced by the Company via SGXNET on the same day of the 2024 AGM.

The Board notes that the best practice is to have separate resolutions on each substantially separate issue. The Company shall avoid 'bundling' resolutions unless the resolutions are interdependent and linked so as to form one significant proposal. In situations where resolutions are inter-conditional, the Company will provide clear explanations and the material implications in the notice of meeting.

Provision 11.2 of the Code:  
Separate resolution on each substantially separate issue

All Directors, including the chairpersons of various Board Committees, and the Executive Officer shall attend general meetings to address shareholders' queries and receive feedback from shareholders. All Directors attended the 2023 AGM of the Company held on 26 May 2023.

Provision 11.3 of the Code:  
All Directors attend general meetings

The external auditor, RSM SG Assurance LLP, shall also attend general meetings and will assist in addressing queries from the shareholders relating to the conduct of the audit and the preparation and content of the independent auditor's report.

The Chairman of the meeting will facilitate constructive dialogue between shareholders and the Board, the Management, the external auditors and other relevant professionals.

The AGM for year 2024 will be held in a wholly physical format. This would encourage shareholders to proactively engage in person, with the Board and Management regarding the Group's business activities and operations, financial performance and other business-related matters. Shareholders may submit their questions related to the resolutions to be tabled for approval prior to the AGM via email or by post, and during the AGM via the Q&A session. All substantial and relevant questions will be answered either prior to the AGM through publication on SGXNET or at the AGM. Details on the arrangements are provided to shareholders in the notices of general meetings.

## CORPORATE GOVERNANCE REPORT

The Company's Constitution allows all members to appoint not more than two proxies to attend and vote on their behalf and also provides that a proxy need not be a shareholder of the Company. Registered members who are unable to attend the general meetings are entitled to appoint up to two proxies, unless the shareholder is a relevant intermediary (as defined in Section 181 of the Companies Act). A relevant intermediary may appoint more than two proxies to participate in shareholders' meetings, but each proxy must be appointed to exercise rights attached to a different share or shares held by such shareholder.

The Company's Constitution permits voting in absentia only by appointment of proxy. As the authenticity of members' identity and other related integrity issues still remain a concern, the Company has decided, for the time being, not to implement voting in absentia by mail or electronic means, until issues on security and integrity are satisfactorily resolved.

Minutes of general meetings which include substantial and relevant comments or queries from shareholders relating to the agenda of the meeting and responses from the Board and the Executive Officer will be published on SGXNET within one month of the general meeting.

The Company does not publish minutes of general meetings of shareholders separately on its corporate website as contemplated by Provision 11.5. There are potential adverse implications for the Company if the minutes of general meetings are published to the public at large (outside the confines of a shareholders' meeting), including risk of litigation if defamatory statements are made during the meeting. The Company is of the view that its position is consistent with the intent of Principle 11 as shareholders have a right to attend general meetings either in person or by proxy, where they may exercise their right to speak and vote and have the opportunity to communicate their views on various matters affecting the Company. Further, shareholders, including those who did not attend the relevant general meeting, have a statutory right to be furnished copies of minutes of general meetings in accordance with Section 189 of the Companies Act. The Company is therefore of the view that, consistent with the intent of Principle 11, as between themselves, shareholders are treated fairly and equitably by the Company.

Minutes of AGM for year 2023 was published on the Company's website and SGXNet within the prescribed timeline set by the SGX-ST.

Provision 11.4 of the Code: Company's Constitution allow for absentia voting of shareholders

Provision 11.5 of the Code: Minutes of general meetings are published on the Company's corporate website as soon as practicable

The Company does not have a formal dividend policy. While this would mean that its practice varies from Provision 11.6 of the Code which implies that companies should have a dividend policy and communicates it with shareholders, the Company is of the view that the following disclosure would constitute a balanced and understandable assessment of its position on a dividend policy, and that this practice is consistent with the intent of Principle 11. Further, the Company will, in line with Rule 704(23) of the Catalyst Rules, expressly disclose the reason(s) in the event that the Board decides not to declare or recommend a dividend, in its financial results announcements.

Subject to its Constitution and the Companies Act, the Company may, by ordinary resolution of shareholders, declare dividends at a general meeting, but it may not pay dividends in excess of the amount recommended by the Directors. The declaration and payment of dividends will be determined at the sole discretion of the Directors subject to the approval of the shareholders. Subject to its Constitution and the Companies Act, the Directors may also declare an interim dividend without the approval of the shareholders.

The form, frequency and amount of future dividend of the Company's shares will depend on the earnings, financial position, results of operations, cash flows, capital needs, general business conditions, terms of borrowing arrangements (if any), plans for expansion, and other factors as the Board may deem appropriate.

**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.**

The Company uses various platforms to effectively engage the shareholders and the investment community, with an emphasis on timely, accurate, fair and transparent disclosure of information. The Board encourages shareholders' participation at the AGMs and periodically communicates with shareholders through SGXNET throughout the financial year. In addition to general meetings and where the opportunities arise, the Management of the Company will also meet with investors, analysts and the media, as well as participate in investor relations activities to solicit and understand the views of the investment community.

Provision 11.6 of the Code:  
Dividend policy

**Principle 12:  
ENGAGEMENT WITH  
SHAREHOLDERS**

Provision 12.1 of the Code:  
Company provides avenues for communication between the Board and shareholders and discloses steps taken to solicit and understand the views of shareholders

## CORPORATE **GOVERNANCE** REPORT

The Company is committed to treating all shareholders fairly and equitably and to keep all its shareholders and other stakeholders informed of its corporate activities which would be likely to materially affect the price or value of its shares, on a timely basis.

The Board is mindful of the obligation to provide shareholders with information on all major developments that affect the Group in accordance with the Catalist Rules and the Companies Act. Information is communicated to shareholders on a timely basis through:

- Announcements and press releases via SGXNET;
- Company's website (<https://www.reclaims.sg>); and
- Annual reports.

The investor relations function is overseen by the CEO who leads the Investor Relations team which comprises the Executive Directors and Executive Officer. The Investor Relations team takes an active role in communications with shareholders and the investment community to address their queries or concerns and to update them on the latest corporate developments.

The Company has in place an investor relations policy which promotes the timely dissemination of relevant information to the Company's shareholders and prospective investors to enable them to make well-informed investment decisions and to ensure a level playing field. The policy is available at the Company's website under the "Investor Relations" section.

Shareholders and the investment community can contact the Company's Investor Relations team by email at [general@reclaims-enterprise.com](mailto:general@reclaims-enterprise.com).

Provisions 12.2 and 12.3 of the Code:

Company has in place an investor relations policy; Investor relations policy sets out mechanism of communication between the shareholders and the Company

## MANAGING STAKEHOLDERS RELATIONSHIPS

**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.**

The Company takes pride in meeting and exceeding the expectations of our stakeholders. Our engagement with material stakeholder groups, including key areas of focus and engagement channels, are disclosed in the “Sustainability Report” section of the Annual Report.

The Group seizes opportunities to engage our stakeholders and welcomes feedback on our sustainability report. The Company’s sustainability team can be contacted via email ([sustainability@reclaims.sg](mailto:sustainability@reclaims.sg)).

Stakeholders who wish to know more about the Group and our business and governance practices can visit our website (<https://www.reclaims.sg>). Our website includes an investor relations section containing the Company’s financial highlights, annual report, corporate announcements, whistle-blowing policy and investor relations policy.

## DEALINGS IN SECURITIES

The Company has adopted policies in line with the requirements of Rule 1204(19) of the Catalist Rules on dealings in the Company’s securities. The policies have been made known to Directors, Executive Officer and any other persons as determined by the Management who may possess unpublished material price-sensitive information of the Group.

The Company prohibits its officers from dealing in the Company’s shares on short-term considerations or when they are in possession of unpublished material trade- or price-sensitive information. The Company, its Directors and officers are not allowed to deal in the Company’s shares during the periods commencing one month before the Company’s half year and full year financial statements, as the case may be, and ending on the date of the announcement of the relevant financial results.

The Company, Directors and employees of the Company are also advised to observe insider trading laws at all times. Directors are required to report all dealings to the company secretaries within two (2) business days of the change.

## Principle 13: ENGAGEMENT WITH STAKEHOLDERS

Provisions 13.1 and 13.2 of the Code:  
Engagement with material stakeholder groups

Provision 13.3 of the Code:  
Corporate website to engage stakeholders

## CORPORATE GOVERNANCE REPORT

### INTERESTED PERSON TRANSACTIONS

The Group has adopted a policy in respect of any transactions with interested persons and requires all such transactions to be at arm's length, on normal commercial terms and not prejudicial to the Company and its minority shareholders. All interested person transactions will be documented and submitted periodically to the AC for their review.

The Group has adopted a general mandate in respect of interested person transactions which had been effective since 15 May 2019. The Group will be seeking renewal of its general mandate from its shareholders for recurrent interested person transactions, details of which are found in the Appendix to the Notice of Annual General Meeting dated 3 May 2024 in relation to the proposed renewal of IPT Mandate.

The aggregate value of interest person transaction during FY2024 was as follows:

Name of interested person	Nature of relationship	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920 of the Catalist Rules) S\$'000	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 of the Catalist Rules (excluding transactions less than S\$100,000) S\$'000
New Development Construction ("NDC"): - Rendering of logistics services to NDC	Associate of the Company's Executive Chairman <sup>(1)</sup>	-	167
- Supply of constructions materials to NDC		-	*-
- Leasing of excavators from NDC		-	129
- Receipt of demolition and excavation services from NDC		293	-

*Note 1:*

NDC is owned by New Development Contractors Pte. Ltd., which in turn is solely owned by Tan Lay Khim, who is the wife of the Executive Chairman of the Company, Chan Chew Leh. As such, NDC is an associate of Chan Chew Leh and is considered an interested person.

\*amount is less than S\$100,000

## **MATERIAL CONTRACTS AND LOANS**

Pursuant to Rule 1204(8) of the Catalist Rules, the Company confirms that except as disclosed under “General and Statutory Information – Material Contracts” of the Company’s Offer Document dated 1 March 2019 and in the “Directors’ Statement” and “Financial Statements” sections of the Annual Report, there were no other material contracts and loans of the Company and its subsidiaries involving the interests of the CEO or any Director or controlling shareholder, either still subsisting at the end of FY2024 or if not then subsisting, which were entered into since the end of the previous financial year.

A call option agreement dated 23 January 2019 was entered into among Madam Tan Lay Khim, shareholder of New Development Contractors Pte Ltd (“**NDCPL**”) and wife of Mr Chan Chew Leh, NDCPL and the Company to further mitigate any potential conflicts of interests arising from competition between the businesses of NDC and NDCPL and the Group.

Please refer to the Offer Document dated 1 March 2019 for more information on the above material contract.

## **NON-SPONSORSHIP FEES**

No non-sponsor fees were paid/payable to the Company’s sponsor for FY2024.

## STATEMENT BY DIRECTORS

The directors of the company are pleased to present the accompanying financial statements of the company and of the group for the reporting year ended 31 January 2024.

### 1. Opinion of the directors

In the opinion of the directors,

- (a) the accompanying financial statements and the consolidated financial statements are drawn up so as to give a true and fair view of the financial position and performance of the company and, of the financial position and performance of the group for the reporting year covered by the financial statements or consolidated financial statements; and
- (b) at the date of the statement, there are reasonable grounds to believe that the company will be able to pay its debts as and when they fall due.

The board of directors approved and authorised these financial statements for issue.

### 2. Directors

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

Chan Chew Leh  
Tan Kok Huat  
Chan Bih Tzy  
Jong Voon Hoo  
Chang Chi Hsung  
Tan Heok Ping Joshua  
Lim Hui Chee

### 3. Directors' interests in shares and debentures

The directors of the company holding office at the end of the reporting year had no interests in shares in or debentures of the company or other related corporation as recorded in the register of directors' interests in shares and debentures kept by the company under section 164 of the Companies Act 1967 (the "Act") except as follows:

<u>Name of directors</u>	<b>Shareholdings registered in the name of director</b>	
	<b>At beginning of the reporting year</b>	<b>At end of the reporting year</b>
<b><u>The company</u></b>	<b><u>Number of shares of no par value</u></b>	
Chan Chew Leh	51,253,997	51,253,997
Tan Kok Huat	50,616,003	50,616,003
Chan Bih Tzy	1,039,900	1,039,900



**3. Directors' interests in shares and debentures** (Continued)

By virtue of Section 7 of the Act, Chan Chew Leh and Tan Kok Huat are deemed to have interests in all related body corporates of the company.

The directors' interests as at 21 February 2024 were the same as those at the end of the reporting year.

**4. Arrangements to enable directors to acquire benefits by means of the acquisition of shares and debentures**

Neither at the end of the reporting year nor at any time during the reporting year did there subsist arrangements to which the company is a party, being arrangements whose objects are, or one of whose objects is, to enable 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.

**5. Options**

During the reporting year, no option to take up unissued shares of the company or other body corporate in the group was granted.

During the reporting year, there were no shares issued by virtue of the exercise of an option to take up unissued shares.

At the end of the reporting year, there were no unissued shares under option.

**6. Report of audit committee**

The members of the audit committee at the date of this report are as follows:

Jong Voon Hoo	(Chairman of audit committee and lead independent director)
Chang Chi Hsung	(Independent director)
Lim Hui Chee	(Independent director)

The audit committee performed the functions specified by section 201B (5) of the Act. Among other functions, it reviewed the following, where relevant, with management, independent the external auditor and the internal auditors:

- The audit plan of the independent external auditor.
- The independent external auditor's evaluation of the company's internal accounting controls relevant to the statutory audit, the audit report on the financial statements and the assistance given by management to the auditor.
- The scope and results of the internal audit procedures (including those relating to financial, operational, compliance and information technology controls and risk management) and the assistance given by the management to the internal auditor.

## STATEMENT BY DIRECTORS

### 6. Report of audit committee (Continued)

- The financial statements of the group and the company prior to their submission to the directors of the company for adoption.
- The interested person transactions (as defined in Chapter 9 of the Singapore Exchange Securities Trading Limited's Listing Manual).

Other functions performed by the audit committee are described in the corporate governance report included in the annual report of the company. It also includes an explanation of how independent auditor objectivity and independence is safeguarded where the independent auditor provides non-audit services.

The audit committee has recommended to the board of directors that RSM SG Assurance LLP be nominated for re-appointment as the independent external auditor at the next annual general meeting of the company.

### 7. Independent auditor

RSM SG Assurance LLP has expressed willingness to accept re-appointment. This audit firm was known as RSM Chio Lim LLP before 1 March 2024.

### 8. Directors' opinion on the adequacy of internal controls

Based on the internal controls established and maintained by the company, work performed by the internal and external auditors, and reviews performed by management, other committees of the board and the board, the board, with the concurrence of the audit committee, is of the opinion that the company's internal controls (including financial, operational, compliance and information technology controls), and risk management systems were adequate and effective as at 31 January 2024 to address the risks that the company considers relevant and material to its operations.

### 9. Subsequent developments

There are no significant developments subsequent to the release of the group's and the company's preliminary financial statements, as announced on 27 March 2024, which would materially affect the group's and the company's operating and financial performance as of the date of this report.

On behalf of the directors,

---

Chan Chew Leh  
Director

---

Tan Kok Huat  
Director

19 April 2024

# INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF RECLAIMS GLOBAL LIMITED

## Report on the audit of the financial statements

### Opinion

We have audited the accompanying financial statements of Reclaims Global Limited (the "company") and its subsidiaries (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 January 2024, and the consolidated statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows of the group, and statement of changes in equity of the company for the reporting 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 and statement of changes in equity of the company are properly drawn up in accordance with the provisions of the Companies Act 1967 (the "Act") and Singapore Financial Reporting Standards (International) ("SFRS(I)s") so as to give a true and fair view of the consolidated financial position of the group and the financial position of the company as at 31 January 2024 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the group and the changes in equity of the company for the reporting 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 company 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 reporting year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

# INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF RECLAIMS GLOBAL LIMITED

## Key Audit Matters (Continued)

### (a) Revenue recognition for contract revenue

The group's main source of revenue is derived from provision of excavation services which amounted to \$13,466,000 during the reporting year ended 31 January 2024. Contract revenue from excavation services is recognised over time, using the output method for measuring progress towards satisfaction of performance obligations under the contract. The stage of completion was largely measured by reference to the physical proportion of the contract work completed. This is a key audit matter because significant management judgement is required in the estimation.

Please refer to Note 2A "Revenue recognition" on significant accounting policies and Note 2C "Revenue recognition for contract revenue" on critical judgements, assumptions and estimation uncertainties. Further information in relation to contract revenue is provided in Note 5 of the financial statements.

We obtained an understanding of management's internal controls over contract revenue. We sighted the value of work performed in the progress reports certified by the main contractors and visited a sample of project sites to corroborate management estimates of the physical proportion of work completed, relative to the total contract value. For a sample of uncompleted contracts at the end of the reporting year, we reviewed the contracts to understand the scope of work and key contract terms, perused correspondences with the customers and discussed the progress of projects with management for events that could impact the amount of revenue recognised. We also obtained relevant information from management when assessing whether key contracts terms have been accounted for in the financial statements. We reviewed available third party evidence (such as interim certified progress reports) and historical trends to ascertain consistency with the progress of projects during the reporting year.

We also assessed the adequacy and appropriateness of disclosures made in the financial statements.

### (b) Impairment allowance on trade receivables and contract assets

Trade receivables and contract assets, amounting to \$7.0 million (net of allowance for expected credit loss of \$0.8 million) and \$3.1 million respectively, are significant to the group. The group determines expected credit losses of trade receivables and contract assets by making debtor-specific assessment of expected impairment loss for overdue trade receivables, and using a provision matrix for remaining trade receivables and contract assets based on historical credit loss experience, specific to the debtors and economic environment. This assessment involved significant judgement.

Please refer to Note 2A "Financial instruments" on significant accounting policies and Note 2C "Assessment of expected credit loss allowance on trade receivables and contract assets" on critical judgements, assumptions and estimation uncertainties. Further information is provided in Notes 19, 20A and 26D on disclosures related to trade and other receivables, contract assets, and related credit risk.

## Key Audit Matters (Continued)

### (b) Impairment allowance on trade receivables and contract assets (Continued)

As part of our audit, we obtained an understanding of the group's processes and controls relating to management's assessment of the recoverability of trade receivables and contract assets which are past due but not impaired, including the assessment of any allowance for expected credit losses to be made. Our audit procedures included, amongst others, verifying evidence of receipts from the customers subsequent to the end of the reporting year and considering available evidence which includes actual or expected significant adverse changes in business, financial or economic condition that may cause a significant increase in credit risk. We also considered past payment practices of the customers and their ongoing business relationship with the group. We discussed identified potential collection issues with management and obtained reasons for the delays in payment of overdue trade receivables.

We also assessed the adequacy and appropriateness of the disclosures made in the financial statements.

## Other information

Management is responsible for the other information. The other information comprises the statement by directors but does not include the financial statements and our auditor's report thereon.

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

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

## Responsibilities of management and directors for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and the financial reporting standards, 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.

# INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF RECLAIMS GLOBAL LIMITED

## 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:

- a) 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.
- b) 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.
- c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d) 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.
- e) 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.
- f) Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

**Auditor's responsibilities for the audit of the financial statements** (Continued)

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 the subsidiary corporation 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 Lock Chee Wee.

RSM SG Assurance LLP  
Public Accountants and  
Chartered Accountants  
Singapore

19 April 2024

Engagement partner effective from financial year ended 31 January 2021

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

YEAR ENDED 31 JANUARY 2024

	Notes	Group	
		2024 \$'000	2023 \$'000
<b>Revenue</b>	5	<b>24,311</b>	26,761
Interest income		<b>189</b>	44
Other income and gains	6	<b>537</b>	399
Cost of materials, services and consumables	7	<b>(12,596)</b>	(12,874)
Finance costs	8	<b>(30)</b>	(36)
Depreciation expense	14	<b>(1,806)</b>	(1,717)
Depreciation of right-of-use-asset	15	<b>(253)</b>	(253)
Employee benefits expense	9	<b>(5,778)</b>	(6,264)
Other expenses	10	<b>(2,757)</b>	(3,279)
Other losses	6	<b>(315)</b>	(356)
Profit before tax from operations		<b>1,502</b>	2,425
Income tax expense	11	<b>14</b>	(429)
Profit from operations, net of tax		<b>1,516</b>	1,996
<b>Other comprehensive income:</b>			
<b>Item that may be reclassified subsequently to profit or loss:</b>			
Exchange differences on translating foreign operations, net of tax		<b>(3)</b>	1
<b>Total comprehensive income for the year</b>		<b>1,513</b>	1,997
<b>Total comprehensive income attributable to owners of the company</b>		<b>1,513</b>	1,997
		<b>Cents</b>	Cents
<b>Earnings per share</b>			
Basic and diluted earnings per share	12	<b>1.15</b>	1.52

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



## STATEMENTS OF FINANCIAL POSITION

AS AT 31 JANUARY 2024

	Notes	Group		Company	
		2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
<b>ASSETS</b>					
<b>Non-current assets</b>					
Property, plant and equipment	14	9,826	10,264	-	-
Right-of-use assets	15	2,977	3,230	-	-
Investment in financial assets at FVTPL	16	-	940	-	-
Investment in subsidiaries	17	-	-	15,327	15,327
<b>Total non-current assets</b>		<b>12,803</b>	14,434	<b>15,327</b>	15,327
<b>Current assets</b>					
Inventories	18	16	20	-	-
Trade and other receivables	19	7,835	7,444	3,792	1,887
Other assets	20	3,619	3,948	19	7
Cash and cash equivalents	21	10,508	9,880	6,301	6,096
<b>Total current assets</b>		<b>21,978</b>	21,292	<b>10,112</b>	7,990
<b>Total assets</b>		<b>34,781</b>	35,726	<b>25,439</b>	23,317
<b>EQUITY AND LIABILITIES</b>					
<b>Equity</b>					
Share capital	22	19,388	19,388	19,388	19,388
Retained earnings		10,375	10,169	603	163
Other reserves		-	3	-	-
<b>Total equity</b>		<b>29,763</b>	29,560	<b>19,991</b>	19,551
<b>Non-current liabilities</b>					
Deferred tax liabilities	11	644	824	-	-
Loans and borrowings	23	-	285	-	-
Lease liabilities, non-current	24	-	85	-	-
<b>Total non-current liabilities</b>		<b>644</b>	1,194	-	-
<b>Current liabilities</b>					
Income tax payable		180	451	30	7
Trade and other payables	25	3,705	3,228	5,418	3,759
Loans and borrowings	23	285	856	-	-
Lease liabilities, current	24	204	437	-	-
<b>Total current liabilities</b>		<b>4,374</b>	4,972	<b>5,448</b>	3,766
<b>Total liabilities</b>		<b>5,018</b>	6,166	<b>5,448</b>	3,766
<b>Total equity and liabilities</b>		<b>34,781</b>	35,726	<b>25,439</b>	23,317

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

## STATEMENTS OF CHANGES IN EQUITY

YEAR ENDED 31 JANUARY 2024

<b>Group</b>	<b>Total equity \$'000</b>	<b>Share capital \$'000</b>	<b>Retained earnings \$'000</b>	<b>Other reserves \$'000</b>
<b>Current year:</b>				
Opening balance at 1 February 2023	29,560	19,388	10,169	3
<b>Changes in equity:</b>				
Total comprehensive income for the year	1,513	-	1,516	(3)
Dividends paid (Note 13)	(1,310)	-	(1,310)	-
<b>Closing balance at 31 January 2024</b>	<b>29,763</b>	<b>19,388</b>	<b>10,375</b>	<b>-</b>
<b>Previous year:</b>				
Opening balance at 1 February 2022	27,563	19,388	8,173	2
<b>Changes in equity:</b>				
Total comprehensive income for the year	1,997	-	1,996	1
<b>Closing balance at 31 January 2023</b>	<b>29,560</b>	<b>19,388</b>	<b>10,169</b>	<b>3</b>
<b>Company</b>		<b>Total equity \$'000</b>	<b>Share capital \$'000</b>	<b>Retained earnings \$'000</b>
<b>Current year:</b>				
Opening balance at 1 February 2023		19,551	19,388	163
<b>Changes in equity:</b>				
Total comprehensive income for the year		1,750	-	1,750
Dividends paid (Note 13)		(1,310)	-	(1,310)
<b>Closing balance at 31 January 2024</b>		<b>19,991</b>	<b>19,388</b>	<b>603</b>
<b>Previous year:</b>				
Opening balance at 1 February 2022		19,495	19,388	107
<b>Changes in equity:</b>				
Total comprehensive income for the year		56	-	56
<b>Closing balance at 31 January 2023</b>		<b>19,551</b>	<b>19,388</b>	<b>163</b>

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

## CONSOLIDATED STATEMENT OF **CASH FLOWS**

YEAR ENDED 31 JANUARY 2024

	Group	
	2024 \$'000	2023 \$'000
<b><u>Cash flows from operating activities</u></b>		
Profit before tax	1,502	2,425
Adjustments for:		
Interest income	(189)	(44)
Interest expense	30	36
Impairment loss on property, plant and equipment	-	-
Allowance for trade receivables, net	164	296
Losses on fair value changes of investment at FVTPL	154	60
Depreciation of property, plant and equipment	1,806	1,717
Depreciation of right-of-use-assets	253	253
Gain on disposal of property, plant and equipment	(108)	(150)
Net effect of exchange rate changes in consolidating subsidiary	(3)	1
Operating cash flows before changes in working capital	<b>3,609</b>	4,594
Inventories	4	39
Trade and other receivables	231	(278)
Other assets	329	(1,136)
Trade and other payables	477	(882)
Net cash flows from operations	<b>4,650</b>	2,337
Income taxes paid	(437)	(1,198)
Net cash flows from operating activities	<b>4,213</b>	1,139
<b><u>Cash flows from investing activities</u></b>		
Purchase of plant and equipment (Notes 14 and 21A)	(1,435)	(2,238)
Proceeds from disposal of plant and equipment	407	317
Investment in financial assets at FVTPL	-	(1,000)
Interest received	189	44
Net cash flows used in investing activities	<b>(839)</b>	(2,877)
<b><u>Cash flows from financing activities</u></b>		
Dividends paid	(1,310)	-
Interest paid	(30)	(36)
Proceeds from bank borrowings	-	1,712
Repayment of borrowings	(856)	(571)
Lease liabilities - principal portion paid	(550)	(551)
Net cash flows (used in)/from financing activities	<b>(2,746)</b>	554
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>628</b>	(1,184)
Cash and cash equivalents, statement of cash flows, beginning balance	<b>9,880</b>	11,064
<b>Cash and cash equivalents, statement of cash flows, ending balance (Note 21)</b>	<b>10,508</b>	9,880

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

# NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

## 1. GENERAL

The company (Registration No: 201834755M) is incorporated in Singapore under the Companies Act 1967. The company is listed on the Catalist Board of Singapore Exchange Securities Trading Limited (the "SGX-ST") since 11 March 2019.

The financial statements are presented in Singapore Dollar, and all values are rounded to the nearest thousand (\$'000) except where otherwise stated and they cover the company (referred to as "parent") and its subsidiary.

The board of directors approved and authorised these financial statements for issue on the date of the statement by directors. The directors have the power to amend and reissue the financial statements.

The company is an investment holding company. The principal activities of the subsidiary are described in Note 17.

The registered office is 10 Tuas South Street 7 Singapore 637114. The principal place of business of the company is in Singapore.

### Statement of compliance with financial reporting standards

These financial statements have been prepared in accordance with the Singapore Financial Reporting Standards (International) ("SFRS(I)s") and the related Interpretations to SFRS(I) ("SFRS(I)INT") as issued by the Accounting Standards Committee under the Accounting and Corporate Regulatory Authority ("ASC"). They comply with the provisions of the Companies Act 1967 and with the International Financial Reporting Standards issued by the International Accounting Standards Board.

### Basis of preparation of the financial statements

The financial statements are prepared on a going concern basis under the historical cost convention except where a financial reporting standard requires an alternative treatment (such as fair values) as disclosed where appropriate in these financial statements. The accounting policies in the financial reporting standards may not be applied when the effect of applying them is not material. The disclosures required by financial reporting standards may not be provided if the information resulting from that disclosure is not material.

### Basis of presentation and principles of consolidated

The consolidated financial statements include the financial statements made up to the end of the reporting year of the company and all of its subsidiaries. The consolidated financial statements are the financial statements of the group (the parent and its subsidiaries) presented as those of a single economic entity and are prepared using uniform accounting policies for like transactions and other events in similar circumstances. All significant intragroup balances and transactions are eliminated on consolidation. Subsidiaries are consolidated from the date the reporting entity obtains control of the investee. They are de-consolidated from the date that control ceases.

## 1. GENERAL

### **Basis of presentation and principles of consolidated**

Changes in the group's ownership interest in a subsidiary that do not result in the loss of control are accounted for within equity as transactions with owners in their capacity as owners. The carrying amounts of the group's and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. When the group loses control of a subsidiary it derecognises the assets and liabilities and related equity components of the former subsidiary. Any gain or loss is recognised in profit or loss. Any investment retained in the former subsidiary is measured at fair value at the date when control is lost and is subsequently accounted as equity investments financial assets in accordance with the financial reporting standard on financial instruments.

## 2. DISCLOSURE OF MATERIAL ACCOUNTING POLICY INFORMATION AND OTHER EXPLANATORY INFORMATION

### 2A. Material accounting policy information and other explanatory information

#### **Revenue and income recognition**

The financial reporting standard on revenue from contracts with customers establishes a five-step model to account for revenue arising from contracts with customers. Revenue is recognised at an amount that reflects the consideration to which the entity expects to be entitled in exchange for transferring goods or services to a customer (which excludes estimates of variable consideration that are subject to constraints, such as right of return exists, and modifications), net of any related taxes and excluding any amounts collected on behalf of third parties. An asset (goods or services) is transferred when or as the customer obtains control of that asset. As a practical expedient the effects of any significant financing component is not adjusted if the payment for the good or service will be within one year.

Revenue recognition at a point in time - Revenue is recognised at a point in time when the performance obligation is satisfied by transferring a promised good or service to the customer. Control of the goods is transferred to the customer, generally on delivery of the goods (in this respect, incoterms are considered). Revenue from short-term service orders and projects is recognised when the entity satisfies the performance obligation at a point in time generally when the significant acts have been completed and when transfer of control occurs or for services that are not significant transactions revenue is recognised as the services are provided.

# NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

## 2. DISCLOSURE OF MATERIAL ACCOUNTING POLICY INFORMATION AND OTHER EXPLANATORY INFORMATION (CONTINUED)

### 2A. Material accounting policy information and other explanatory information (Continued)

#### Revenue and income recognition (Continued)

Revenue recognition over time – For long-term service contracts and projects, the customer value is created over time during the contract period and it is accounted for as a single performance obligation that is satisfied over time. This is because the customer simultaneously receives and consumes the benefits of the entity's performance in processing each transaction as and when each transaction is processed; the performance creates or enhances an asset (for example, work in progress) that the customer controls as the asset is created or enhanced; or the performance does not create an asset with an alternative use to the entity and the entity has an enforceable right to payment for performance completed to date. The revenue is recognised over time by using the output method. For the output method, the revenue is recognised on the basis of direct measurements of the value to the customer of the goods or services transferred to date relative to the remaining goods or services promised under the contract. Output methods include methods such as surveys of performance completed to date, appraisals of results achieved, and units produced or units delivered. As a practical expedient, if the entity has a right to invoice the customer at an amount that corresponds directly with the value to the customer of the entity's performance to date, revenue is recognised at that amount (for example, in a goods or services contract an entity may have the right to bill a fixed amount for each unit of goods or service provided).

Rental income from operating leases is recognised in profit or loss on a straight-line basis over the term of the relevant lease unless another systematic basis is representative of the time pattern of the user's benefit, even if the payments are not on that basis.

Dividend from equity instruments is recognised in profit or loss only when the entity's right to receive payment of the dividend is established; it is probable that the economic benefits associated with the dividend will flow to the entity; and the amount of the dividend can be measured reliably.

#### Government grants

Government grants are recognised at fair value when there is reasonable assurance that the conditions attaching to them will be complied with and that the grants will be received. Grants in recognition of specific expenses are recognised in profit or loss on a systematic basis over the periods necessary to match them with the related costs that they are intended to compensate.

## **2. DISCLOSURE OF MATERIAL ACCOUNTING POLICY INFORMATION AND OTHER EXPLANATORY INFORMATION (CONTINUED)**

### **2A. Material accounting policy information and other explanatory information (Continued)**

#### **Employee benefits**

Contributions to a defined contribution retirement benefit plan are recorded as an expense as they fall due. The entity's legal or constructive obligation is limited to the amount that it is obligated to contribute to an independently administered fund (such as the Central Provident Fund in Singapore, a government managed defined contribution retirement benefit plan). For employee leave entitlement the expected cost of short-term employee benefits in the form of compensated absences is recognised in the case of accumulating compensated absences, when the employees render service that increases their entitlement to future compensated absences; and in the case of non-accumulating compensated absences, when the absences occur. A liability for bonuses is recognised where the entity is contractually obliged or where there is constructive obligation based on past practice.

#### **Borrowing costs**

Borrowing costs are interest and other costs incurred in connection with the borrowings. Interest expense is calculated using the effective interest rate method. Borrowing costs are recognised as an expense in the period in which they are incurred.

#### **Foreign currency transactions**

The functional currency is the Singapore dollar as it reflects the primary economic environment in which the entity operates. Transactions in foreign currencies are recorded in the functional currency at the rates ruling at the dates of the transactions. At each end of the reporting year, recorded monetary balances and balances measured at fair value that are denominated in non-functional currencies are reported at the rates ruling at the end of the reporting year and fair value measurement dates respectively. All realised and unrealised exchange adjustment gains and losses are dealt with in profit or loss except when a gain or loss on a non-monetary item is recognised in other comprehensive income, any exchange component of that gain or loss is recognised in other comprehensive income. The presentation currency is in the functional currency.

# NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

## 2. DISCLOSURE OF MATERIAL ACCOUNTING POLICY INFORMATION AND OTHER EXPLANATORY INFORMATION (CONTINUED)

### 2A. Material accounting policy information and other explanatory information (Continued)

#### Translation of financial statements of other entities

Each entity in the group determines the appropriate functional currency as it reflects the primary economic environment in which the relevant reporting entity operates. In translating the financial statements of such an entity for incorporation in the consolidated financial statements in the presentation currency the assets and liabilities denominated in other currencies are translated at end of the reporting year rates of exchange and the income and expense items for each statement presenting profit or loss and other comprehensive income are translated at average rates of exchange for the reporting year. The resulting translation adjustments (if any) are recognised in other comprehensive income and accumulated in a separate component of equity until the disposal of that relevant reporting entity.

#### Income tax

Tax expense (tax income) is the aggregate amount included in the determination of profit or loss for the reporting year in respect of current tax and deferred tax. Current income tax is the expected tax payable on the taxable income for the reporting year; calculated using rates enacted or substantively enacted at the statements of financial position date; and inclusive of any adjustment to income tax payable or recoverable in respect of previous reporting years. Deferred tax is recognised using the liability method; based on temporary differences between the carrying amounts of assets and liabilities in the financial statements and their respective income tax bases; and determined using tax rates that have been enacted or substantively enacted by the reporting year end date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. A deferred tax amount is recognised for all temporary differences, unless the deferred tax amount arises from the initial recognition of an asset or liability in a transaction which (i) is not a business combination; and (ii) at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same income tax authority. The carrying amount of deferred tax assets is reviewed at each end of the reporting year and is reduced, if necessary, by the amount of any tax benefits that, based on available evidence, are not expected to be realised. A deferred tax amount is recognised for all temporary differences, unless the deferred tax amount arises from the initial recognition of an asset or liability in a transaction which (i) is not a business combination; and (ii) at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).



## 2. DISCLOSURE OF MATERIAL ACCOUNTING POLICY INFORMATION AND OTHER EXPLANATORY INFORMATION (CONTINUED)

### 2A. Material accounting policy information and other explanatory information (Continued)

#### Property, plant and equipment

Property, plant and equipment are carried at cost on initial recognition and after initial recognition at cost less any accumulated depreciation and any accumulated impairment losses. Depreciation is provided on a straight-line method to allocate the gross carrying amounts of the assets less their residual values over their estimated useful lives of each part of an item of these assets (or, for certain leased assets, the shorter lease term). An asset is depreciated when it is available for use until it is derecognised even if during that period the item is idle.

The annual rates of depreciation are as follows:

Leasehold property	-	5%
Plant and equipment	-	10% to 33%

#### Right-of-use assets

The right-of-use assets are accounted and presented as if they were owned such as property plant and equipment.

#### Leases of lessee

A lease conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. A right-of-use asset is capitalised in the statement of financial position, measured at the present value of the unavoidable future lease payments to be made over the lease term. A liability corresponding to the capitalised right-of-use asset is also recognised, adjusted for lease prepayments, lease incentives received, initial direct costs incurred and an estimate of any future restoration, removal or dismantling costs. The right-of-use asset is depreciated over the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. An interest expense is recognised on the lease liability (included in finance costs). For short-term leases of 12 months or less and leases of low-value assets (such as personal computers and small office equipment) where an accounting policy choice exists under the lease standard, for such leases, a right-of-use asset is recognised.

#### Leases of lessor

For a lessor a lease is classified as either an operating lease or a finance lease. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset. Operating leases are for rental income. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset and it is presented in its statement of financial position as a receivable at an amount equal to the net investment in the lease.

For a finance lease the finance income is recognised over the lease term, based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease.

# NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

## 2. DISCLOSURE OF MATERIAL ACCOUNTING POLICY INFORMATION AND OTHER EXPLANATORY INFORMATION (CONTINUED)

### 2A. Material accounting policy information and other explanatory information (Continued)

#### Subsidiaries

A subsidiary is an entity including unincorporated and special purpose entity that is controlled by the reporting entity and the reporting entity is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. The existence and effect of substantive potential voting rights that the reporting entity has the practical ability to exercise (that is, substantive rights) are considered when assessing whether the reporting entity controls another entity.

An investment in a subsidiary is accounted for at cost less any allowance for impairment in value. Impairment loss recognised in profit or loss for a subsidiary is reversed 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 value and the net book value of the investment in a subsidiary are not necessarily indicative of the amount that would be realised in a current market exchange.

#### Carrying amounts of non-financial assets

The carrying amount of non-financial assets is reviewed at each end of the reporting year for indications of impairment and where an asset is impaired, it is written down through profit or loss to its estimated recoverable amount. The impairment loss is the excess of the carrying amount over the recoverable amount and is expensed.

Irrespective of whether there is any indication of impairment, an annual impairment test is performed at about the same time every year on an intangible asset with an indefinite useful life or an intangible asset not yet available for use.

#### Inventories

Inventories are stated at the lower of cost and selling price less costs to complete and sell. Cost is calculated using the first in first out method. Cost includes all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

## 2. DISCLOSURE OF MATERIAL ACCOUNTING POLICY INFORMATION AND OTHER EXPLANATORY INFORMATION (CONTINUED)

### 2A. Material accounting policy information and other explanatory information (Continued)

#### Financial instruments

Recognition and derecognition of financial instruments:

A financial asset or a financial liability is recognised in the statement of financial position when, and only when, the entity becomes party to the contractual provisions of the instrument. All other financial instruments (including regular-way purchases and sales of financial assets) are recognised and derecognised, as applicable, using trade date accounting or settlement date accounting. A financial asset is derecognised when the contractual rights to the cash flows from the financial asset expire or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the entity neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset. A financial liability is removed from the statement of financial position when, and only when, it is extinguished, that is, when the obligation specified in the contract is discharged or cancelled or expires.

At initial recognition the financial asset or financial liability is measured at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability.

Categories of financial assets and financial liabilities:

The financial reporting standard on financial instruments four categories of financial assets and two categories for liabilities. At the end of the reporting year, the reporting entity had the following categories:

- Financial asset classified as measured at amortised cost: A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at fair value through profit or loss ("FVTPL"), that is (a) the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and (b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Typically trade and other receivables, bank and cash balances are classified in this category.

# NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

## 2. DISCLOSURE OF MATERIAL ACCOUNTING POLICY INFORMATION AND OTHER EXPLANATORY INFORMATION (CONTINUED)

### 2A. Material accounting policy information and other explanatory information (Continued)

#### Financial instruments (Continued)

- Financial asset that is an equity investment measured at fair value through other comprehensive income (“FVTOCI”): On initial recognition of an equity investment that is not held for trading, an irrevocably election may be made to present subsequent changes in fair value in OCI. This election is made on an investment-by-investment basis. Fair value changes are recognised in OCI but dividends are recognised in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. The gain or loss that is presented in OCI includes any related foreign exchange component arising on non-monetary investments (eg, equity instruments). On disposal, the cumulative fair value changes are not recycled to profit or loss but remain in reserves within equity. The weighted average or specific identification method is used when determining the cost basis of equities being disposed of.
- Financial liabilities are classified as at fair value through profit or loss (“FVTPL”) in either of the following circumstances: (1) the liabilities are managed, evaluated and reported internally on a fair value basis; or (2) the designation eliminates or significantly reduces an accounting mismatch that would otherwise arise. All other financial liabilities are carried at amortised cost using the effective interest method. Reclassification of any financial liability is not permitted.

#### Cash and cash equivalents

For the statement of cash flows, cash and cash equivalents includes cash and cash equivalents less cash subject to restriction and bank overdrafts payable on demand that form an integral part of cash management. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

#### Fair value measurement

The fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When measuring the fair value of an asset or a liability, market observable data to the extent possible is used. If the fair value of an asset or a liability is not directly observable, an estimate is made using valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs (e.g. by use of the market comparable approach that reflects recent transaction prices for similar items, discounted cash flow analysis, or option pricing models refined to reflect the issuer’s specific circumstances). Inputs used are consistent with the characteristics of the asset/liability that market participants would take into account. The entity’s intention to hold an asset or to settle or otherwise fulfil a liability is not taken into account as relevant when measuring fair value.

## **2. DISCLOSURE OF MATERIAL ACCOUNTING POLICY INFORMATION AND OTHER EXPLANATORY INFORMATION (CONTINUED)**

### **2A. Material accounting policy information and other explanatory information (Continued)**

#### **Fair value measurement (Continued)**

Fair values are categorised into different levels in a fair value hierarchy based on the degree to which the inputs to the measurement are observable and the significance of the inputs to the fair value measurement in its entirety: Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities. Level 2 fair value measurements are those derived from 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 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs). Transfers between levels of the fair value hierarchy are recognised at the end of the reporting period during which the change occurred.

The carrying values of current financial instruments approximate their fair values due to the short-term maturity of these instruments and the disclosures of fair value are not made when the carrying amount of current financial instruments is a reasonable approximation of the fair value. The fair values of non-current financial instruments may not be disclosed separately unless there are significant differences at the end of the reporting year and in the event the fair values are disclosed in the relevant notes to the financial statements. The recurring measurements are made at each reporting year end date.

### **2B. Other explanatory information**

#### **Segment reporting**

The reporting entity discloses financial and descriptive information about its consolidated reportable segments. Reportable segments are operating segments or aggregations of operating segments that meet specified criteria. Operating segments are components about which separate financial information is available that is evaluated regularly by the chief operating decision maker in deciding how to allocate resources and in assessing the performance. Generally, financial information is reported on the same basis as is used internally for evaluating operating segment performance and deciding how to allocate resources to operating segments.

# NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

## 2. DISCLOSURE OF MATERIAL ACCOUNTING POLICY INFORMATION AND OTHER EXPLANATORY INFORMATION (CONTINUED)

### 2B. Other explanatory information (Continued)

#### Provisions

A liability or provision is recognised when there is a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. A provision is made using best estimates of the amount required in settlement and where the effect of the time value of money is material, the amount recognised is the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

### 2C. Critical judgements, assumptions and estimation uncertainties

Disclosures on material information about the assumptions management made about the future, and other major sources of estimation uncertainty at the end of the reporting year, that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below or in the in the corresponding Notes to these financial statements. These estimates and assumptions are periodically monitored to ensure they incorporate all relevant information available at the date when financial statements are prepared. However, this does not prevent actual figures differing from estimates.

Measuring revenue recognised over time:

Judgment is required in selecting a method (output or input methods) for measuring progress toward complete satisfaction of a performance obligation. A single method is applied consistently for measuring progress for each performance obligation satisfied over time. Events and circumstances frequently do not occur as expected. Even if the events anticipated under the assumptions occur, actual results are still likely to be different from the estimates since other anticipated events frequently do not occur as expected and the variation may be material. The related account balances at the end of the reporting year are disclosed in the relevant Notes on revenues, contract assets and contract liabilities.

## 2. DISCLOSURE OF MATERIAL ACCOUNTING POLICY INFORMATION AND OTHER EXPLANATORY INFORMATION (CONTINUED)

### 2C. Critical judgements, assumptions and estimation uncertainties (Continued)

Assessing expected credit loss allowance on trade receivables and contract assets:

The assessment of the expected credit losses requires a degree of estimation and judgement. In measuring the expected credit losses, management considers all reasonable and supportable information such as the reporting entity's past experience at collecting receipts, any increase in the number of delayed receipts in the portfolio past the average credit period, and forward looking information such as forecasts of future economic conditions. The carrying amounts might change materially within the next reporting year but these changes may not arise from assumptions or other sources of estimation uncertainty at the end of the reporting year. The carrying amounts are disclosed in the Note on trade and other receivables, and other assets.

## 3. RELATED PARTY RELATIONSHIPS AND TRANSACTIONS

The financial reporting standard on related party disclosures requires the reporting entity to disclose: (a) related party relationships, transactions and outstanding balances, including commitments, including (b) relationships between parents and subsidiaries irrespective of whether there have been transactions between those related parties. A party is related to a party if the party controls, or is controlled by, or can significantly influence or is significantly influenced by the other party.

The ultimate controlling parties are Chan Chew Leh and Tan Kok Huat.

### 3A. Related party transactions

There are transactions and arrangements between the reporting entity and its related parties and the effects of these on the basis determined between the parties are reflected in these financial statements. The related party balances and transfer of resources, services or obligations if any are unsecured, without fixed repayment terms and interest or charge unless stated otherwise.

Significant related party transactions:

	<b>Group</b>	
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
Related parties: <sup>(a)</sup>		
Sale of goods	<b>20</b>	121
Services income received/receivable	<b>169</b>	590
Services fees paid/payable	<b>(321)</b>	(77)
Short term rental expense of equipment and machineries	<b>(129)</b>	(116)

(a) The related parties are companies in which directors have a direct or deemed significant controlling interest over the reporting entity.

# NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

## 3. RELATED PARTY RELATIONSHIPS AND TRANSACTIONS (CONTINUED)

### 3B. Key management compensation

	Group	
	2024 \$'000	2023 \$'000
Salaries and other short-term employee benefits	1,545	1,499

The above amount is included under employee benefits expense. Included in the above amount are following items:

	Group	
	2024 \$'000	2023 \$'000
Remuneration of key management personnel	1,455	1,411
Fees to directors	90	88

Key management personnel include the directors and those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly. Further information about the remuneration of individual directors is provided in the report on corporate governance.

### 3C. Other receivables from and other payables to related parties

The trade transactions and the related receivables and payables balances arising from sales and purchases of goods and services are disclosed elsewhere in the notes to the financial statements.

Intragroup transactions and balances that have been eliminated in these consolidated financial statements are not disclosed as related party transactions and balances.



#### 4. FINANCIAL INFORMATION BY OPERATING SEGMENTS

##### 4A. Information about reportable segment profit or loss, assets and liabilities

Disclosure of information about operating segments, products and services, the geographical areas, and the major customers are made as required by the financial reporting standard on operating segments. This disclosure standard has no impact on the reported financial performance or financial position of the reporting entity.

For management purposes the reporting entity is organised into the following major strategic operating segments that offer different products and services: (1) recycling, (2) excavation services and (3) logistics and leasing. Such a structural organisation is determined by the nature of risks and returns associated with each business segment and it defines the management structure as well as the internal reporting system. It represents the basis on which the management reports the primary segment information that is available and that is evaluated regularly by the directors in deciding how to allocate resources and in assessing the performance. They are managed separately because each business requires different strategies.

Two or more operating segments may be aggregated into a single operating segment if in the judgement of management the segments have similar economic characteristics, and the segments are similar in some aspects such as the nature of the products and services; production processes; type or class of customer; distribution methods.

The segments and the types of products and services are as follows:

- (1) The recycling segment focuses on the reclaiming of natural and urban construction and demolition waste. The recycled waste is for sale as building materials to customers.
- (2) The excavation services segment performs land clearing, excavation and removal of construction and demolition waste. Excavation services consists of demolition works, site clearance, reshaping, backfilling, and compacting and turfing.
- (3) The logistics and leasing segment provides transportation services and leasing of machinery and equipment.

The management reporting system evaluates performances based on a number of factors. However, the primary profitability measurement to evaluate segment's operating results comprises two major financial indicators: (1) earnings from operations before depreciation and amortisation, interests and income taxes (called "Recurring EBITDA") and (2) operating result before interests and income taxes and other unallocated items (called "ORBIT").

## NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

### 4. FINANCIAL INFORMATION BY OPERATING SEGMENTS (CONTINUED)

#### 4B. Profit or loss from operations and reconciliations

The following tables illustrate the information about the reportable segment profit or loss, assets and liabilities.

	Recycling \$'000	Excavation services \$'000	Logistics and leasing \$'000	Unallocated \$'000	Group \$'000
<u>2024</u>					
Revenue by segment					
Total revenue	<b>4,636</b>	<b>13,466</b>	<b>6,030</b>	<b>179</b>	<b>24,311</b>
Recurring EBITDA	<b>1,401</b>	<b>929</b>	<b>1,237</b>	<b>(165)</b>	<b>3,402</b>
Depreciation expense	<b>(693)</b>	<b>(713)</b>	<b>(155)</b>	<b>(245)</b>	<b>(1,806)</b>
Depreciation of right-of-use-asset	<b>(114)</b>	<b>-</b>	<b>-</b>	<b>(139)</b>	<b>(253)</b>
ORBIT	<b>594</b>	<b>216</b>	<b>1,082</b>	<b>(549)</b>	<b>1,343</b>
Interest income					<b>189</b>
Finance costs					<b>(30)</b>
Income tax expense					<b>14</b>
Profit from continuing operations					<b>1,516</b>
<u>2023</u>					
Revenue by segment					
Total revenue	8,940	10,752	6,917	152	26,761
Recurring EBITDA	4,248	(228)	840	(473)	4,387
Depreciation expense	(645)	(648)	(142)	(282)	(1,717)
Depreciation of right-of-use-asset	(114)	-	-	(139)	(253)
ORBIT	3,489	(876)	698	(894)	2,417
Interest income					44
Finance costs					(36)
Income tax expense					(429)
Profit from continuing operations					1,996

**4. FINANCIAL INFORMATION BY OPERATING SEGMENTS (CONTINUED)**

**4C. Assets and reconciliations**

	<b>Recycling \$'000</b>	<b>Excavation services \$'000</b>	<b>Logistics and leasing \$'000</b>	<b>Unallocated \$'000</b>	<b>Group \$'000</b>
<u>2024</u>					
Total assets for reportable segments	<b>5,525</b>	<b>13,155</b>	<b>1,252</b>	<b>4,341</b>	<b>24,273</b>
Cash and cash equivalent					<b>10,508</b>
Total group assets					<b>34,781</b>
<u>2023</u>					
Total assets for reportable segments	7,315	12,097	1,461	4,973	25,846
Cash and cash equivalent					9,880
Total group assets					<b>35,726</b>

**4D. Liabilities and reconciliations**

	<b>Recycling \$'000</b>	<b>Excavation services \$'000</b>	<b>Logistics and leasing \$'000</b>	<b>Unallocated \$'000</b>	<b>Group \$'000</b>
<u>2024</u>					
Total liabilities for reportable segments	<b>622</b>	<b>2,398</b>	<b>772</b>	<b>402</b>	<b>4,194</b>
Deferred tax liabilities					<b>644</b>
Income tax payable					<b>180</b>
Total group liabilities					<b>5,018</b>
<u>2023</u>					
Total liabilities for reportable segments	1,330	1,884	794	883	4,891
Deferred tax liabilities					824
Income tax payable					451
Total group liabilities					<b>6,166</b>

# NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

## 4. FINANCIAL INFORMATION BY OPERATING SEGMENTS (CONTINUED)

### 4E. Other material items and reconciliations

	Recycling \$'000	Excavation services \$'000	Logistics and leasing \$'000	Unallocated \$'000	Group \$'000
Impairment of assets:					
2024	-	164	-	-	164
2023	56	240	-	-	296
Expenditures for non-current assets:					
2024	-	1,395	271	1	1,667
2023	458	1,749	293	149	2,649

### 4F. Geographical information

The group's results are solely generated in Singapore. Similarly, its assets and liabilities are located in Singapore.

### 4G. Information about major customers

	Group	
	2024 \$'000	2023 \$'000
Top 1 customer	4,392	2,241
Top 2 customers	6,513	4,002
Top 3 customers	7,943	5,052

## 5. REVENUE

### 5A. Revenue classified by type of goods or service:

	Group	
	2024 \$'000	2023 \$'000
Sale of recycle waste	4,636	8,940
Excavation services	13,466	10,752
Logistics and leasing services	6,030	6,917
Other	179	152
Total revenue	24,311	26,761

**5. REVENUE (CONTINUED)**

**5B. Revenue classified by duration of contract:**

	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
Short-term contracts	<b>10,845</b>	16,009
Long-term contracts (over 12 months)	<b>13,466</b>	10,752
Total revenue	<b>24,311</b>	26,761

**5C. Revenue classified by timing of revenue recognition:**

	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
Point in time	<b>10,845</b>	16,009
Over time	<b>13,466</b>	10,752
Total revenue	<b>24,311</b>	26,761

**6. OTHER INCOME AND GAINS AND (OTHER LOSSES)**

	<b>Group</b>	
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
Gain on disposal of property, plant and equipment	<b>108</b>	150
Government grants	<b>410</b>	182
Fair value losses of investment at FVTPL	<b>(154)</b>	(60)
Allowance for impairment on trade receivables, net	<b>(164)</b>	(296)
Other	<b>22</b>	67
	<b>222</b>	43
Presented in profit or loss as:		
Other income and gains	<b>537</b>	399
Other losses	<b>(315)</b>	(356)
	<b>222</b>	43

## NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

### 7. COST OF MATERIALS, SERVICES AND CONSUMABLES

The major components and other selected components include the following:

	Group	
	2024	2023
	\$'000	\$'000
Cost of materials and disposal	9,563	7,445
Cost of transportation services	975	1,200
Cost of diesel	<u>1,861</u>	<u>3,989</u>

### 8. FINANCE COSTS

	Group	
	2024	2023
	\$'000	\$'000
Interest on lease liabilities	18	20
Interest on bank loans	<u>12</u>	<u>16</u>
	<u>30</u>	<u>36</u>

### 9. EMPLOYEE BENEFITS EXPENSE

	Group	
	2024	2023
	\$'000	\$'000
Short term employee benefits expense	4,975	5,305
Contributions to defined contribution plans	147	173
Other	<u>656</u>	<u>786</u>
Total employee benefits expense	<u>5,778</u>	<u>6,264</u>

### 10. OTHER EXPENSES

The major components and other selected components include the following:

	Group	
	2024	2023
	\$'000	\$'000
Audit fees to the independent auditor of the company	80	76
Rental expense (Note 24)	174	179
Repair and maintenance expense	690	1,131
Upkeep of motor vehicles	903	899
Short term rental expense of equipment and machineries (Note 24)	<u>127</u>	<u>234</u>

## 11. INCOME TAX

### 11A. Components of tax expense recognised in profit or loss

	Group	
	2024	2023
	\$'000	\$'000
<u>Current tax expense:</u>		
Current tax expense	166	479
Subtotal	166	479
<u>Deferred tax (income)/expense:</u>		
Over adjustments in respect of prior years	(180)	(50)
Subtotal	(180)	(50)
Total income tax expense	(14)	429

The income tax in profit or loss varied from the amount of income tax amount determined by applying the Singapore income tax rate of 17% (2023: 17%) to profit or loss before income tax as a result of the following differences:

	Group	
	2024	2023
	\$'000	\$'000
Profit before tax	1,502	2,425
Income tax expense at the above rate	255	412
Expenses not deductible for tax purposes	33	145
Income not subject to tax	(88)	(51)
Over adjustments in respect of prior years	(180)	(50)
Tax exemption and rebates	(34)	(27)
Total income tax expense	(14)	429

There are no income tax consequences of dividends to owners of the company.

### 11B. Deferred tax expense recognised in profit or loss

	Group	
	2024	2023
	\$'000	\$'000
Excess of carrying value of property, plant and equipment over tax value	(180)	(50)

## NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

### 11. INCOME TAX (CONTINUED)

#### 11C. Deferred tax liabilities in the statement of financial position

	Group	
	2024	2023
	\$'000	\$'000
Excess of carrying value of property, plant and equipment over tax value	<u>(644)</u>	<u>(824)</u>

It is impracticable to estimate the amount expected to be settled or used within a year.

### 12. EARNINGS PER SHARE

The following table illustrates the numerators and denominators used to calculate basic and diluted amount per share of no par value:

	Group	
	2024	2023
	\$'000	\$'000
<u>Numerators</u>		
Profit, net of tax attributable to owners of the parent	<u>1,516</u>	<u>1,996</u>
<u>Denominators: Weighted average number of ordinary shares</u>		
Basic ('000)	<u>131,000</u>	<u>131,000</u>

The weighted average number of ordinary shares is weighted by reference to shares in issue outstanding during the reporting period. The basic amount per share ratio is based on the weighted average number of ordinary shares outstanding during each reporting year.

Diluted earnings per share are the same as basic earnings per share as no potential dilutive ordinary share exists during the respective reporting years.



### 13. DIVIDENDS ON EQUITY SHARES

	Dividend per share		Group and Company	
	2024	2023	2024	2023
			\$'000	\$'000
Interim tax exempt (1-tier) dividends approved and paid during the year	<b>1.00</b>	-	<b>1,310</b>	-

### 14. Property, plant and equipment

	Leasehold property \$'000	Plant and equipment \$'000	Total \$'000
<u>Group</u>			
<u>Cost:</u>			
At 1 February 2022	5,108	17,055	22,163
Additions	-	2,649	2,649
Disposals	-	(739)	(739)
At 31 January 2023	5,108	18,965	24,073
Additions	-	1,667	1,667
Disposals	-	(864)	(864)
At 31 January 2024	<b>5,108</b>	<b>19,768</b>	<b>24,876</b>
<u>Accumulated depreciation:</u>			
At 1 February 2022	1,448	11,216	12,664
Depreciation for the year	255	1,462	1,717
Disposals	-	(572)	(572)
At 31 January 2023	1,703	12,106	13,809
Depreciation for the year	255	1,551	1,806
Disposals	-	(565)	(565)
At 31 January 2024	<b>1,958</b>	<b>13,092</b>	<b>15,050</b>
<u>Carrying value:</u>			
At 1 February 2022	3,660	5,839	9,499
At 31 January 2023	3,405	6,859	10,264
At 31 January 2024	<b>3,150</b>	<b>6,676</b>	<b>9,826</b>

Certain property, plant and equipment are acquired under hire purchase agreements (Note 24).

## NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

### 15. RIGHT-OF-USE ASSETS

	Land use rights Group	
	2024 \$'000	2023 \$'000
<u>Cost:</u>		
At beginning and end of the reporting year	<b>5,494</b>	5,494
<u>Accumulated depreciation:</u>		
At beginning of the reporting year	<b>2,264</b>	2,011
Depreciation for the year	<b>253</b>	253
At end of the reporting year	<b>2,517</b>	2,264
Carrying value	<b>2,977</b>	3,230

Right-of-use asset pertains to the lease of a land parcel at 10 Tuas South Street 7 Singapore 637114, where the company's registered office is located. The lease expires no later than 7 November 2035.

### 16. INVESTMENT IN FINANCIAL ASSETS AT FVTPL

	Group	
	2024 \$'000	2023 \$'000
Movements during the year:		
Fair value at the beginning of the year	<b>940</b>	-
(Disposal)/additions	<b>(786)</b>	1,000
Decrease in fair value through profit or loss	<b>(154)</b>	(60)
Fair value at end of the year	<b>-</b>	940

This information gives a summary of the significant sector concentrations within the investment portfolio including Level 1, 2 and 3 securities:

		Group			
	Level	2024 \$'000	2023 \$'000	2024 %	2023 %
Fund of funds	3	<b>-</b>	940	<b>-</b>	100

The objective of investee fund was to invest in quoted and unquoted shares to achieve capital appreciation. The shares or units of above investee fund (which are unlisted open ended investment fund) were not traded in an active market.

**16. INVESTMENT IN FINANCIAL ASSETS AT FVTPL (CONTINUED)**

The net asset value (“NAV”) was from the unaudited financial statements of the investee fund or notifications from the investment manager. This was the redemption price based on the net asset value of the shares or units held at the end of the reporting year. The fair value of an investment in an investee fund where the investee NAV per share was determined and was communicated to the investor, but was not publicly available, was being used as a practical expedient for fair value at Level 3.

Sensitivity analysis for price risk of investments at FVTPL:

	<b>Group</b>	
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
A hypothetical 10% increase in the market value of the underlying assets of the financial assets measured at FVTPL would have an effect on fair value of	-	94

For similar price decreases in the fair value of the above financial assets, there would be comparable impacts in the opposite direction.

**17. INVESTMENT IN SUBSIDIARIES**

	<b>Company</b>	
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
Unquoted equity shares at cost	<b>15,327</b>	15,327

## NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

### 17. INVESTMENT IN SUBSIDIARIES (CONTINUED)

The information on the subsidiaries are as follow:

	Effective equity held	
	2024	2023
	%	%
<u>Name of subsidiary, country of incorporation, place of operations and principal activities</u>		
Reclaims Enterprise Pte. Ltd. <sup>(a)</sup> Singapore Recycling of non-metal waste and refuse disposal including excavation, demolition and transportation services	100	100
Reimagine Me Sdn. Bhd. <sup>(b)</sup> Malaysia Green technology activities, specifically converting organic waste into economic resources and economic materials/products	-	100

(a) Audited by RSM SG Assurance LLP.

(b) The subsidiary has been struck off during the reporting year.

### 18. INVENTORIES

	Group	
	2024	2023
	\$'000	\$'000
Finished goods and goods for resale	16	20

**19. TRADE AND OTHER RECEIVABLES**

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
<u>Trade receivables:</u>				
Outside parties	<b>5,627</b>	6,252	-	-
Less: Allowance for impairment	<b>(853)</b>	(689)	-	-
Related parties (Note 3)	<b>85</b>	174	-	-
Retention receivables	<b>2,184</b>	1,695	-	-
Net trade receivables - subtotal	<b>7,043</b>	7,432	-	-
<u>Other receivables:</u>				
Outside parties	<b>792</b>	12	-	23
Subsidiaries (Note 3)	-	-	<b>3,792</b>	1,864
Net other receivables - subtotal	<b>792</b>	12	<b>3,792</b>	1,887
Total trade and other receivables	<b>7,835</b>	7,444	<b>3,792</b>	1,887
Movements in above allowance for trade receivables:				
Balance at the beginning of the year	<b>689</b>	1,176	-	-
Charge for trade receivables to profit or loss included in other losses (Note 6)	<b>164</b>	296	-	-
Bad trade debts written-off	-	(783)	-	-
Balance at the end of the reporting year	<b>853</b>	689	-	-

Trade receivables

The expected credit losses (“ECL”) on the trade receivables, and contract assets are based on the simplified approach to measuring ECL which uses a lifetime ECL allowance approach for all such assets recognised from the initial recognition of these assets. These assets are grouped based on shared credit risk characteristics and the days past due for measuring the ECL including the impact of the current economic conditions.

The reporting entity has a few customers with material balances and which can be credit risk graded individually and these are recorded at inception net of any expected lifetime ECL. For these material balances the credit risk is graded individually. For these material balances, at the end of the reporting year a loss allowance is recognised if there has been a significant increase in credit risk since initial recognition. For any significant increase or decrease in credit risk an adjustment is made to the loss allowance for the material balances. For the smaller balances the assets are grouped based on shared credit risk characteristics and the days past due for measuring the ECL including the impact of the current economic conditions.

## NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

### 19. TRADE AND OTHER RECEIVABLES (CONTINUED)

#### Trade receivables (Continued)

The allowance model is based on the historical observed default rates (over a period of 60 months) over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The ageing of all balances is as follows:

	Gross amount		Loss allowance	
	2024	2023	2024	2023
	\$'000	\$'000	\$'000	\$'000
Trade receivables and contract assets:				
Current	<b>8,120</b>	6,855	-	-
1 to 60 days past due	<b>938</b>	2,565	-	-
61 to 365 days past due	<b>1,172</b>	1,508	<b>716</b>	645
Over 365 days past due	<b>765</b>	44	<b>137</b>	44
Total	<b>10,995</b>	10,972	<b>853</b>	689

As at the end of the reporting year, the carrying amount of the group's most significant receivable from one customer was \$524,000 (2023: \$977,000). The group has no other concentration of customers' credit risk.

#### Other receivables

The other receivables shown above are subject to the expected credit loss ("ECL") allowance assessment under the financial reporting standard on financial instruments. The other receivables can be graded for credit risk individually. At inception they are recorded net of any expected 12 month expected credit losses. At the end of the reporting year a loss allowance is recognised if there has been a significant increase in credit risk since initial recognition. For any significant increase or decrease in credit risk an adjustment is made to the loss allowance. The credit risk grade assessed is based on predictive nature of the risk of loss (such as the use of internal and external ratings, audited financial statements, management accounts and cash flow projections and available published information about debtors that is available without undue cost or effort) and applying experienced credit judgement.

## 20. OTHER ASSETS

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Contract assets (Note 20A)	<b>3,099</b>	2,851	-	-
Prepayments	<b>79</b>	172	<b>19</b>	7
Deposits	<b>68</b>	67	-	-
Advances paid to suppliers	<b>373</b>	858	-	-
	<b>3,619</b>	3,948	<b>19</b>	7

### 20A. Contract assets

	Group	
	2024 \$'000	2023 \$'000
Consideration for work completed but not billed	<b>3,099</b>	2,851
The movements in the contract assets are as follows:		
At the beginning of the year	<b>2,851</b>	2,463
Revenue recognised for performance obligation satisfied	<b>13,466</b>	10,752
Transfer to trade receivables	<b>(13,218)</b>	(10,364)
At the end of the reporting year	<b>3,099</b>	2,851

The contract assets are for group's rights to consideration for work completed but not billed at the reporting date on the contracts. The contract assets are transferred to the receivables when the rights become unconditional. It is expected that the contract assets as at the reporting year end date will be recognised as receivables during the next reporting year.

## 21. CASH AND CASH EQUIVALENTS

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Not restricted in use	<b>10,508</b>	9,880	<b>6,301</b>	6,096

The interest-earning balances are not significant.

## NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

### 21. CASH AND CASH EQUIVALENTS (CONTINUED)

#### 21A. Non-cash transactions

	Group	
	2024 \$'000	2023 \$'000
Acquisitions of certain property, plant and equipment under lease contracts	232	411

#### 21B. Reconciliation of liabilities arising from financing activities

	2023 \$'000	Cash flows \$'000	Non-cash changes \$'000	2024 \$'000
	Loans and borrowings	1,141	(856)	-
Lease liabilities	522	(568)	250	204
Total liabilities from financing activities	1,663	(1,424)	250	489

	2022 \$'000	Cash flows \$'000	Non-cash changes \$'000	2023 \$'000
	Loans and borrowings	-	1,141	-
Lease liabilities	662	(571)	431	522
Total liabilities from financing activities	662	570	431	1,663

### 22. SHARE CAPITAL

	Number of shares issued '000	Share capital \$'000
<u>Group and company:</u>		
Ordinary shares of no par value:		
Balance at 1 February 2022, 31 January 2023 and 31 January 2024	131,000	19,388

The ordinary shares of no par value are fully paid, carry one vote each and have no right to fixed income. The company is not subject to any externally imposed capital requirements.



## 22. SHARE CAPITAL (CONTINUED)

### Capital management:

The objectives when managing capital are: to safeguard the reporting entity's ability to continue as a going concern, so that it can continue to provide returns for owners and benefits for other stakeholders, and to provide an adequate return to owners by pricing the sales commensurately with the level of risk. The management sets the amount of capital to meet its requirements and the risk taken. There were no changes in the approach to capital management during the reporting year. The management manages the capital structure and makes adjustments to it where necessary or possible in the light of changes in conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the management may adjust the amount of dividends paid to owners, return capital to owners, issue new shares, or sell assets to reduce debt. Adjusted capital comprises all components of equity (that is, share capital and reserves).

In order to maintain its listing on the Singapore Exchange Securities Trading Limited, the company has to have share capital with a free float of at least 10% of the shares after its IPO. The company met the capital requirement on its initial listing and the rules limiting treasury share purchases mean it will continue to satisfy that requirement, as it did throughout the reporting year. Management will receive a report from the share registrars frequently on substantial share interests showing the non-free float to ensure continuing compliance with the 10% limit throughout the reporting year.

The management does not set a target level of gearing but uses capital opportunistically to support its business and to add value for shareholders. The key discipline adopted is to widen the margin between the return on capital employed and the cost of that capital.

The management monitors the capital on the basis of the debt-to-adjusted capital ratio. This ratio is calculated as net debt/adjusted capital. Net debt is calculated as total borrowings less cash and cash equivalents.

As at the end of the reporting year, the group's cash and cash equivalents exceeded its total borrowing including finance leases. Therefore, the group's debt-to-adjusted capital ratio is not meaningful.

## NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

### 23. LOAN AND BORROWINGS

	Group	
	2024	2023
	\$'000	\$'000
<u>Non-current:</u>		
<u>Financial instruments with fixed interest rate:</u>		
Bank loan (secured) (Note 23A)	-	285
Total non-current portion	-	285
<u>Current:</u>		
<u>Financial instruments with fixed interest rate:</u>		
Bank loan (secured) (Note 23A)	285	856
Total current portion	285	856
Total	285	1,141

The bank loan bears fixed interest rate of 1.6% (2023: 1.6%) per annum and payable within 12 months (2023: 2 years).

#### 23A. Bank loans (secured)

The agreement for the bank loan provides among other matters for the following:

- (i) Legal mortgage over the subsidiary's leasehold property;
- (ii) Assignment of all rights, title and benefits under existing and future tenancy agreements and rental income in respect of the subsidiary's leasehold property;
- (iii) Corporate guarantee from the company;
- (iv) Repayable monthly over 2 years from the date of loan was drawn down on 1 June 2022;
- (v) Loan-to-value-ratio - All sum owing to the bank shall not at any time exceed 70% of the market value of the subsidiary's leasehold property and other securities created in favour of the bank.

## 24. LEASE LIABILITIES

	<b>Group</b>	
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
Lease liabilities, current	<b>204</b>	437
Lease liabilities, non-current	<b>-</b>	85
Total	<b>204</b>	522

Leases for right-to-use assets – the reporting entity has a few leases relating to the motor vehicles and machineries. Other information about the leasing activities are summarised as follows – The leases prohibit the lessee from selling or pledging the underlying leased assets as security unless permitted by the owners. There are no variable payments linked to an index. The leases are for terms within 1 year (2023: 2 to 3 years). Certain of the leases provide options to purchase the underlying leased asset outright.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

Certain leases are secured by a legal charge over the leased assets.

Apart from the disclosures made in other notes to the financial statements, amounts relating to leases include the following:

	<b>Group</b>	
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
Expense relating to short-term leases included in other expenses	<b>(301)</b>	(413)
Income from subleasing right-of-use assets	<b>77</b>	51
Total commitments on short-term leases at year end date	<b>174</b>	179

# NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

## 25. TRADE AND OTHER PAYABLES

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
<u>Trade payables:</u>				
Outside parties and accrued liabilities	<b>3,705</b>	3,228	<b>569</b>	309
Subtotal	<b>3,705</b>	3,228	<b>569</b>	309
<u>Other payables:</u>				
Subsidiary	-	-	<b>4,849</b>	3,450
Subtotal	-	-	<b>4,849</b>	3,450
Total trade and other payables	<b>3,705</b>	3,228	<b>5,418</b>	3,759

## 26. FINANCIAL INSTRUMENTS: INFORMATION ON FINANCIAL RISKS

### 26A. Categories of financial assets and liabilities

The following table categorises the carrying amount of financial assets and liabilities recorded at the end of the reporting year:

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
<u>Financial assets:</u>				
Financial assets at fair value through profit and loss	-	940	-	-
Financial assets at amortised cost	<b>18,343</b>	17,324	<b>10,093</b>	7,983
	<b>18,343</b>	18,264	<b>10,093</b>	7,983
<u>Financial liabilities:</u>				
Financial liabilities at amortised cost	<b>4,194</b>	4,891	<b>5,418</b>	3,759

Further quantitative disclosures are included throughout these financial statements.

## **26. FINANCIAL INSTRUMENTS: INFORMATION ON FINANCIAL RISKS (CONTINUED)**

### **26B. Financial risk management**

The main purpose for holding or issuing financial instruments is to raise and manage the finances for the entity's operating, investing and financing activities. There are exposures to the financial risks on the financial instruments such as credit risk, liquidity risk and market risk comprising interest rate, currency risk and price risk exposures. Management has certain practices for the management of financial risks. The guidelines set up the short and long-term objectives and action to be taken in order to manage the financial risks. The guidelines include the following:

1. Minimise interest rate, currency, credit and market risk for all kinds of transactions.
2. Maximise the use of "natural hedge": favouring as much as possible the natural off-setting of sales and costs and payables and receivables denominated in the same currency and therefore put in place hedging strategies only for the excess balance (if necessary). The same strategy is pursued with regard to interest rate risk.
3. All financial risk management activities are carried out and monitored by senior management staff.
4. All financial risk management activities are carried out following acceptable market practices.
5. When appropriate consideration is given to entering into derivatives or any other similar instruments for hedging purposes.

There has been no changes to the exposures to risk; the objectives, policies and processes for managing the risk and the methods used to measure the risk.

### **26C. Fair values of financial instruments**

The analyses of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 are disclosed in the relevant notes to the financial statements. These include the significant financial instruments stated at amortised cost and at fair value in the statement of financial position. The carrying values of current financial instruments approximate their fair values due to the short-term maturity of these instruments and the disclosures of fair value are not made when the carrying amount of current financial instruments is a reasonable approximation of the fair value.

## NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

### 26. FINANCIAL INSTRUMENTS: INFORMATION ON FINANCIAL RISKS (CONTINUED)

#### 26D. Credit risk on financial assets

Financial assets subject to concentrations of credit risk and failures by counterparties to discharge their obligations in full or in a timely manner arise principally from cash balances with banks, receivables and other financial assets.

The general approach in the financial reporting standard on financial instruments is applied to measure expected credit losses ("ECL") allowance on financial assets the ECL allowance. On initial recognition, a day-1 loss is recorded equal to the 12-month ECL unless the assets are considered credit impaired. The ECL allowance for debt assets is recognised at an amount equal to the lifetime ECL if the credit risk on that financial instrument has increased significantly since initial recognition. However, for trade receivables that do not contain a material financing component or when the reporting entity applies the practical expedient of not adjusting the effect of a material financing component, the simplified approach in calculating ECL is applied. Under the simplified approach, the loss allowance is recognised at an amount equal to lifetime ECL at each reporting date using historical loss rates for the respective risk categories and incorporating forward-looking estimates. Lifetime ECL may be estimated individually or collectively. For the credit risk on the financial assets an ongoing credit evaluation is performed on the financial condition of the debtors and any loss is recognised in profit or loss. Reviews and assessments of credit exposures in excess of designated limits are made. Renewals and reviews of credits limits are subject to the same review process.

Note 21 discloses the cash and cash equivalents balances. There was no identified impairment loss.

#### 26E. Liquidity risk - financial liabilities maturity analysis

The liquidity risk refers to the difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. It is expected that all the liabilities will be paid at their contractual maturity.

The following table analyses the financial liabilities at the end of the reporting year by remaining contractual maturity (contractual and undiscounted cash flows):

	<b>Less than 1 year \$'000</b>	<b>1 - 5 years \$'000</b>	<b>Total \$'000</b>
<u>Group</u>			
<u>2024</u>			
Gross lease liabilities	207	-	207
Trade and other payables	3,705	-	3,705
Loan and borrowings	286	-	286
	<b>4,198</b>	<b>-</b>	<b>4,198</b>

**26. FINANCIAL INSTRUMENTS: INFORMATION ON FINANCIAL RISKS (CONTINUED)**

**26E. Liquidity risk - financial liabilities maturity analysis (Continued)**

	<b>Less than 1 year \$'000</b>	<b>1 - 5 years \$'000</b>	<b>Total \$'000</b>
<u>Group</u>			
<u>2023</u>			
Gross lease liabilities	446	85	531
Trade and other payables	3,228	-	3,228
Loan and borrowings	867	286	1,153
	<u>4,541</u>	<u>371</u>	<u>4,912</u>
	<b>Less than 1 year \$'000</b>	<b>1 - 5 years \$'000</b>	<b>Total \$'000</b>
<u>Company</u>			
<u>2024</u>			
Trade and other payables	<b>5,418</b>	-	<b>5,418</b>
	<u><b>5,418</b></u>	<u>-</u>	<u><b>5,418</b></u>
<u>2023</u>			
Trade and other payables	3,759	-	3,759
	<u>3,759</u>	<u>-</u>	<u>3,759</u>

The undiscounted amounts on the borrowings with fixed and floating interest rates are determined by reference to the conditions existing at the reporting date.

The above amounts disclosed in the maturity analysis are the contractual undiscounted cash flows and such undiscounted cash flows differ from the amount included in the statement of financial position. When the counterparty has a choice of when an amount is paid, the liability is included on the basis of the earliest date on which it can be required to pay.

The average credit period taken to settle trade payables is about 45 days (2023: 30 days). The other payables are with short-term durations. The classification of the financial assets is shown in the statement of financial position as they may be available to meet liquidity needs and no further analysis is deemed necessary.

**26F. Interest rate risk**

Interest rate risk arises on interest-bearing financial instruments. There is no significant exposure to interest rate risk.

# NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2024

## 26. FINANCIAL INSTRUMENTS: INFORMATION ON FINANCIAL RISKS (CONTINUED)

### 26G. Foreign currency risk

Foreign exchange risk arises on financial instruments that are denominated in a foreign currency that is a currency other than the functional currency in which they are measured. Currency risk does not arise from financial instruments that are non-monetary items or from financial instruments denominated in the functional currency as defined in the financial reporting standard on financial instruments.

There is no significant exposure to foreign currency risk.

## 27. CHANGES AND ADOPTION OF FINANCIAL REPORTING STANDARDS

For the current reporting year, the ASC issued amendment to SFRS(I) 1 and Practice Statement 2 on disclosures of material accounting policy information and other explanatory information. Immaterial information need not be disclosed.

Disclosures should not obscure material accounting policy information (such as material information being obscured, or information regarding a material item, transaction or other event is scattered throughout the financial statements, etc). In addition, the ASC issued certain new or revised financial reporting standards. None had material impact on the reporting entity.

## 28. NEW OR AMENDED STANDARDS IN ISSUE BUT NOT YET EFFECTIVE

For the future reporting years, the ASC issued certain new or revised financial reporting standards. Those applicable to the reporting entity for future reporting years are listed below.

<b>SFRS (I) No.</b>	<b>Title</b>	<b>Effective date for periods beginning on or after</b>
SFRS (I) 1-1	Presentation of Financial Statements - Amendments relating to Classification of Liabilities as Current or Non-current	1 January 2024
SFRS (I) 1- 1	Presentation of Financial Statements - Amendment relating to Non-current Liabilities with Covenants	1 January 2024

The transfer to the applicable new or revised standards from the effective dates is not expected to result in any material modification of the measurement methods or the presentation in the financial statements for the following reporting year from the known or reasonably estimable information relevant to assessing the possible impact that application of the new or revised standards may have on the entity's financial statements in the period of initial application.



## STATISTICS OF SHAREHOLDINGS

AS AT 12 APRIL 2024

Issued and paid-up capital	:	S\$19,697,085
Number of shares	:	131,000,000
Number of voting shares	:	131,000,000
Class of shares	:	Ordinary shares
Voting rights	:	One vote per share

The Company does not hold any treasury shares and there are no subsidiary holdings.

### DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings	Number of Shareholders	% of Shareholders	Number of Shares	% of Shareholdings
1 - 99	0	0.00	0	0.00
100 - 1,000	86	50.00	80,800	0.06
1,001 - 10,000	12	6.98	69,300	0.05
10,001 - 1,000,000	64	37.21	11,624,000	8.88
1,000,001 and above	10	5.81	119,225,900	91.01
	172	100.00	131,000,000	100.00

### SUBSTANTIAL SHAREHOLDERS

(As recorded in the Register of Substantial Shareholders)

Name of Shareholders	Direct Interest		Deemed Interest	
	No. of Shares	%	No. of Shares	%
Chan Chew Leh	51,253,997	39.13%	-	-
Tan Kok Huat	50,616,003	38.64%	-	-

## STATISTICS OF SHAREHOLDINGS

AS AT 12 APRIL 2024

### TWENTY LARGEST SHAREHOLDERS

No.	Name of Shareholders	Number of Shares	%
1.	CHAN CHEW LEH	51,253,997	39.13
2.	TAN KOK HUAT	50,616,003	38.64
3.	HO BUCK CHAI	3,741,800	2.86
4.	UOB KAY HIAN PRIVATE LIMITED	3,313,300	2.53
5.	LEE CHER WEE	2,323,300	1.77
6.	ONG CHOUN YEW	2,025,100	1.55
7.	WAN CHUN HONG HENRY (RUAN JUNHONG HENRY)	1,820,500	1.39
8.	CITIBANK NOMINEES SINGAPORE PTE LTD	1,792,000	1.37
9.	TAN LAY SEE	1,300,000	0.99
10.	CHAN BIH TZY	1,039,900	0.79
11.	CHAN WENG FITT	979,000	0.75
12.	CHAN KIN HANG	917,900	0.70
13.	CHNG SIEW HWA	900,000	0.69
14.	LIEW YOW FAH	855,000	0.65
15.	LAU EE CHUAN	845,000	0.65
16.	ONG SWEE HEE	760,800	0.58
17.	GOH CHUN HENG (WU JUNXING)	650,000	0.50
18.	LIM PIA BOON	500,000	0.38
19.	LIEW YIWEN	448,700	0.34
20.	CGS INTERNATIONAL SECURITIES SINGAPORE PTE. LTD.	411,000	0.31
	<b>TOTAL</b>	<b>126,493,300</b>	<b>96.57</b>

### PERCENTAGE OF SHAREHOLDING IN PUBLIC'S HANDS

20.79% of the Company's shares are held in the hands of public. Accordingly, the Company has complied with Rule 723 of the Listing Manual Section B: Rules of Catalist of the SGX-ST.

## NOTICE OF OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting (“**AGM**”) of Reclaims Global Limited (the “**Company**”) will be held at 10 Tuas South Street 7, #03-00, Singapore 637114 on Monday, 27 May 2024 at 10.00 a.m. for the following purposes:

### AS ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and the Audited Financial Statements for the financial year ended 31 January 2024 together with the Independent Auditor’s Report thereon. **(Resolution 1)**
2. To declare a final tax exempt (one-tier) dividend of 0.2 Singapore cent per share for the financial year ended 31 January 2024. **(Resolution 2)**
3. To re-elect Mr Chan Chew Leh who is retiring pursuant to Regulation 105 of the Constitution of the Company. **(Resolution 3)**  
*See Explanatory Note (i)*
4. To re-elect Ms Chan Bih Tzy who is retiring pursuant to Regulation 105 of the Constitution of the Company. **(Resolution 4)**  
*See Explanatory Note (ii)*
5. To approve the payment of Directors’ Fees of S\$94,000 for the financial year ending 31 January 2025, to be paid half yearly in arrears. (FY2024: S\$90,000) **(Resolution 5)**
6. To re-appoint Messrs RSM SG Assurance LLP as the Independent Auditor of the Company and to authorise the Directors of the Company to fix their remuneration. **(Resolution 6)**
7. To transact any other ordinary business which may properly be transacted at an AGM.

### AS SPECIAL BUSINESS

To consider, and if thought fit, to pass the following resolutions as Ordinary Resolutions with or without modifications:

#### 8. **Authority to allot and issue shares**

That pursuant to Section 161 of the Companies Act 1967 of Singapore (“**Companies Act**”) and the Listing Manual (Section B: Rules of Catalist) of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) (the “**Catalist Rules**”), authority be and is hereby given to the Directors of the Company to:

- (A) (i) allot and issue shares in the capital of the Company (“**Shares**”) whether by way of rights, bonus or otherwise; and/or

## NOTICE OF OF ANNUAL GENERAL MEETING

- (ii) make or grant offers, agreements or options (collectively, “**Instruments**”) that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

- (B) (notwithstanding that this authority may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by the Directors of the Company while this authority was in force,

provided that:

- (1) the aggregate number of Shares to be issued pursuant to this authority (including Shares to be issued in pursuance of Instruments made or granted pursuant to this authority) does not exceed one hundred per cent (100%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below) (“**Issued Shares**”), of which the aggregate number of Shares to be issued other than on a pro-rata basis to the existing shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this authority) does not exceed fifty per cent (50%) of the total number of Issued Shares;
- (2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the percentage of Issued Shares shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time this authority is given, after adjusting for:
  - (i) new Shares arising from the conversion or exercise of any convertible securities;
  - (ii) new Shares arising from the exercise of share options or vesting of share awards, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and
  - (iii) any subsequent bonus issue, consolidation or sub-division of Shares.

Adjustments in accordance with sub-paragraphs (2)(i) and (2)(ii) above are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution;

- (3) in exercising the authority conferred by this Resolution, the Directors of the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and
- (4) (unless revoked or varied by the Company in general meeting) this authority 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. **(Resolution 7)**

*See Explanatory Note (iii)*

#### 9. **Renewal of the General Mandate for Interested Person Transactions**

That for the purposes of Chapter 9 of the Catalist Rules:

- (a) approval be and is hereby given for the renewal of the general mandate as described in the appendix to this Notice of AGM (the "**Appendix**"), permitting the Entities at Risk (as defined in the Appendix) to enter into any Mandated Transactions (as defined in the Appendix) with the Mandated Interested Persons (as defined in the Appendix), provided that such Mandated Transactions are carried out on normal commercial terms which are not prejudicial to the interests of the Company and its minority shareholders and are in accordance with the guidelines and review procedures for Mandated Transactions as set out in the Appendix (the "**IPT General Mandate**");
- (b) the IPT General Mandate shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next annual general meeting of the Company; and
- (c) authority be given to the Directors of the Company to complete and do all such acts and things (including executing all such documents as may be required) as they may consider necessary, desirable or expedient to give effect to the IPT General Mandate as they may think fit. **(Resolution 8)**

*See Explanatory Note (iv)*

#### **BY ORDER OF THE BOARD**

Toh Yang Wee  
Wong Yoen Har  
Company Secretaries  
Singapore, 3 May 2024

# NOTICE OF OF ANNUAL GENERAL MEETING

## Explanatory Notes:

- (i) Ordinary Resolution 3 in item 3 above is to re-elect Mr Chan Chew Leh who is retiring pursuant to Regulation 105 of the Constitution of the Company. Mr Chan Chew Leh will, upon re-election as Director of the Company, remain as Executive Chairman of the Company and will be considered non-independent.
- (ii) Ordinary Resolution 4 in item 4 above is to re-elect Ms Chan Bih Tzy who is retiring pursuant to Regulation 105 of the Constitution of the Company. Ms Chan Bih Tzy will, upon re-election as Director of the Company, remain as Executive Director and Chief Operating Officer of the Company and will be considered non-independent.

*Detailed information on the Directors who are proposed to be re-appointed as Directors of the Company can be found under sections "Board of Directors" and "Additional Information on Directors Seeking Re-Election" in the Annual Report for the financial year ended 31 January 2024.*

- (iii) Ordinary Resolution 7 in item 8 above, if passed, will empower the Directors from the date of the above AGM until the date of the next annual general meeting, to allot and issue Shares and/or Instruments. The aggregate number of Shares (including Shares to be issued in pursuance of Instruments made or granted) which the Directors may allot and issue under this Resolution, shall not exceed 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings). For issues of Shares and convertible securities other than on a pro-rata basis to all shareholders, the aggregate number of Shares and convertible securities to be issued shall not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings). This authority will, unless previously revoked or varied at a general meeting, expire at 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 earlier. However, notwithstanding the cessation of this authority, the Directors are empowered to issue Shares pursuant to any convertible securities issued under this authority.
- (iv) Ordinary Resolution 8 in item 9 above, if passed, will authorise the Entities at Risk to enter into the Mandated Transactions with the Mandated Interested Persons which are recurring in the financial year and will empower the Directors of the Company to do all acts necessary to give effect to the IPT General Mandate. This authority will, unless previously revoked or varied by the Company in a general meeting, expire at the conclusion of the next annual general meeting of the Company. Please refer to the Appendix for more information on the IPT General Mandate.

## Important Notes:

### General:

1. The AGM will be held in a wholly physical format at 10 Tuas South Street 7, #03-00, Singapore 637114 on Monday, 27 May 2024 at 10.00 a.m..
2. Members and duly appointed proxy(ies) and representative(s) will be able to ask questions and vote at the AGM by attending the AGM in person. There will be no option for members to participate virtually.

### Voting:

3. A member who is not a relevant intermediary may appoint not more than two (2) proxies to attend, speak and vote in their stead. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she/they specify the proportion of the shareholding to be represented by each proxy.
4. Investors who hold shares through relevant intermediaries as defined in Section 181 of the Companies Act 1967 of Singapore, including investors under the Supplementary Retirement Scheme ("**SRS Investors**"), who wish to exercise their votes by appointing proxy(ies) should approach their SRS Operators to submit their voting instructions at least seven (7) working days before the AGM (no later than **10.00 a.m. on 14 May 2024**).

A member who is a relevant intermediary may 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 instrument appointing a proxy(ies).

"**Relevant Intermediary**" has the meaning ascribed to it in Section 181 of the Companies Act 1967 of Singapore.

5. A proxy, and the Chairman of the AGM, as proxy, need not be a member of the Company.
6. The instrument appointing a proxy(ies) must be executed under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a 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. Where the instrument appointing a proxy(ies) is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged.
7. The instrument appointing a proxy(ies) has been sent by post to the members and may be accessed via SGXNET at URL (<https://www.sgx.com/securities/company-announcements>) and the Company's website at URL (<https://www.reclaims.sg>). The instrument appointing a proxy(ies) must be submitted by:
  - (a) mail to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
  - (b) email to [agm@reclaims.sg](mailto:agm@reclaims.sg).

in either case, not less than seventy-two (72) hours before the time fixed for the AGM (**no later than 10.00 a.m. on 24 May 2024**), failing which, the instrument of proxy shall not be treated as valid.

8. A depositor shall not be regarded as a member of the Company entitled to attend and vote at the AGM unless his/her name appears on the Depository Register not less than seventy-two (72) hours before the time of the AGM.

**Submission of Questions in Advance:**

9. A member may also submit questions relating to the items on the agenda of the AGM at least seven (7) calendar days after publication of the Notice of AGM i.e. by 10.00 a.m. on 11 May 2024 (the "**Cut-off Time**"):
- (a) in hard copy by mail to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
  - (b) by email to [agm@reclaims.sg](mailto:agm@reclaims.sg).

When submitting questions by post or via email, members should also provide information such as full name as per CDP records, identification number and the manner in which he/she/they hold the Shares e.g. via CDP or SRS.

10. The Company will consider all questions and endeavour to address the substantial and relevant questions before or during the AGM. The responses to questions from members received before the Cut-off Time will be posted on the SGXNET and the Company's website prior to the closing date and time for the lodgement of the proxy forms i.e. 10.00 a.m. on 24 May 2024. If there are substantial and relevant questions received after the Cut-off Time, the Company will endeavour to respond to them during the AGM, and the responses will be included in the minutes of the AGM which will be published on the SGXNET and the Company's website within one (1) month after the date of the AGM.

**Access to all documents relating to the business of the AGM:**

11. Printed copies of this Notice of AGM and Proxy Form have been sent by post to the members. Copies of Notice of this AGM, Proxy Form and Annual Report 2024 have also been disseminated to members via SGXNET. Printed copies of the Annual Report 2024 and the Appendix will not be sent to the members. Instead, members may access the Annual Report 2024 via SGXNET and the Company's corporate website. A member may request a printed copy of the Annual Report and the Appendix by completing and returning the Request Form which is sent to him/her/they by post together with the printed copies of the Notice of AGM and Proxy Form.

**Personal data privacy:**

By (i) submitting an instrument appointing a proxy and/or representative to attend and vote at the AGM and/or any adjournment thereof or (ii) submitting details for the registration to observe the proceedings of the AGM, or (iii) submitting any question prior to the AGM in accordance with this notice, a member of the Company consents to the collection, use and disclosure of the member's personal data and/or its representative's by the Company (or its agents or service providers) for the following purposes:

- (a) processing and administration by the Company (or its agents or service providers) of the appointment of proxy(ies) for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof);
- (b) processing of the registration for purpose of granting access to members (or their corporate representatives in the case of members which are legal entities) to attend the AGM;
- (c) addressing relevant and substantial questions from members received before or at the AGM, following up with the relevant members in relation to such questions; and
- (d) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines by the relevant authorities.

The member's personal data and its representative's personal data may be disclosed or transferred by the Company to its subsidiaries, its share registrar and/or other agents or bodies for any of the abovementioned purposes, and retained for such period as may be necessary for the Company's verification and record purposes. 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 of the AGM.

*This Notice has been reviewed by the Company's sponsor, SAC Capital Private Limited ("**Sponsor**"). This Notice has not been examined or approved by the Singapore Exchange Securities Trading Limited ("**SGX-ST**"). The SGX-ST assumes no responsibility for the contents of this Notice, including the correctness of any of the statements or opinions made or reports contained in this Notice.*

*The contact person for the Sponsor is Ms Audrey Mok, at 1 Robinson Road #21-00 AIA Tower Singapore 048542, Telephone: +65 6232 3210.*

## ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Mr Chan Chew Leh and Ms Chan Bih Tzy are the Directors seeking re-election at the forthcoming Annual General Meeting of the Company to be convened on 27 May 2024 (“**AGM**”) (collectively, the “**Retiring Directors**” and each a “**Retiring Director**”).

Pursuant to Rule 720(5) of the Catalist Rules, the information as set out in Appendix 7F to the Catalist Rules relating to the Retiring Directors are set out below and to be read in conjunction with their respective biographies under the section entitled “Board of Directors” in the Annual Report 2024:

	<b>Chan Chew Leh</b>	<b>Chan Bih Tzy</b>
Date of appointment	11 October 2018	23 April 2021
Date of last re-appointment	28 May 2021	28 May 2021
Age	62	37
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 (the “ <b>Board</b> ”), having considered, among others, the recommendation of the Nominating Committee (“ <b>NC</b> ”) and the qualifications, work experience and competencies of Mr Chan Chew Leh, is of the view that he is suitable for re-election as Executive Director of the Company	The Board, having considered, among others, the recommendation of the NC and the qualifications, work experience and competencies of Ms Chan Bih Tzy, is of the view that she is suitable for re-election as Executive Director of the Company
Whether appointment is executive, and if so, the area of responsibility	Executive  Responsible for spearheading the Group’s corporate directions.	Executive  Responsible for designing, implementing and enhancing the business strategies, plans and procedures across all the Group’s business units.
Job title (e.g. Lead ID, AC Chairman, AC Member etc.)	Executive Chairman	Executive Director and Chief Operating Officer (“ <b>COO</b> ”)



	<b>Chan Chew Leh</b>	<b>Chan Bih Tzy</b>
Professional qualifications	<p>Passed the Skills Evaluation Test in formwork conducted by the Construction Industry Development Board (now known as Building and Construction Authority)</p> <p>Skills Evaluation Certificate for hydraulic excavator operation issued by Construction Industry Development Board (now known as Building and Construction Authority)</p>	<p>Specialist Diploma in Construction Management from the Building and Construction Authority</p> <p>Bachelor of Science (Hon) in Business Management from National University of Ireland</p> <p>Diploma in Multimedia &amp; Infocomm Technology from Nanyang Polytechnic</p>
Working experience and occupation(s) during the past 10 years	<p>March 2019 – Current: Executive Chairman, Reclaims Global Limited</p> <p>February 2009 – Current: Director, Reclaims Enterprise Pte Ltd</p> <p>November 2007 – June 2018: Director, New Development Contractors Pte. Ltd.</p> <p>September 2001 – June 2018: Sole Proprietor, New Development Construction</p>	<p>April 2021 – Current: Executive Director and COO, Reclaims Global Ltd</p> <p>April 2021 – Current: Director, Reclaims Enterprise Pte Ltd</p> <p>January 2013 – April 2021: General Manager, Reclaims Enterprise Pte. Ltd.</p>
Shareholding interest in the listed issuer and its subsidiaries (based on shareholding interest in the Company as at 21 April 2023)	51,253,997 shares of the Company	1,039,900 shares of the Company
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	Uncle of Ms Chan Bih Tzy (Executive Director and COO)	<p>Spouse of Mr Tan Kok Huat (Executive Director and Chief Executive Officer (“<b>CEO</b>”))</p> <p>Niece of Mr Chan Chew Leh (Executive Chairman)</p>

## ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

	<b>Chan Chew Leh</b>	<b>Chan Bih Tzy</b>
Conflict of Interest (including any competing business)	<p>Interested in New Development Construction and New Development Contractors Pte. Ltd., companies involved in building and construction, involving mostly excavation services and civil engineering.</p> <p>Please refer to the section entitled "Potential Conflicts of Interests" of the Offer Document of the Company dated 1 March 2019 for the relevant disclosure as well as the mitigation of the potential conflicts of interests.</p>	Nil
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 <i>*Excludes the working experience and occupations(s) as listed in the previous section</i>	<p><u>Past 5 years:</u> Dreamfish Incorporated Singapore Pte. Ltd. Reclaims Transport &amp; Trading Pte. Ltd.</p>	Nil
(a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No

	<b>Chan Chew Leh</b>	<b>Chan Bih Tzy</b>
(b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	No
(c) Whether there is any unsatisfied judgment against him?	No	No
(d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No

## ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

	Chan Chew Leh	Chan Bih Tzy
(e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No
(f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No
(g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No

	Chan Chew Leh	Chan Bih Tzy
(h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No
(i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No
(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:-  (i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or  (ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No	No

## ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

	Chan Chew Leh	Chan Bih Tzy
<p>(iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or</p> <p>(iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere,</p> <p>in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?</p>		
<p>(k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?</p>	<p>Yes.</p> <p>An investigation conducted by the Corrupt Practices Investigation Bureau was completed on 6 February 2023, for which a conditional warning was administered. The conditional period has since lapsed with no further action taken. Please refer to announcements released on SGXNet dated 1 April 2021 and 7 February 2023 for details.</p>	<p>No</p>

# RECLAIMS GLOBAL LIMITED

(Company Registration No. 201834755M)  
(Incorporated in the Republic of Singapore)

## PROXY FORM

(Please see notes overleaf before completing this Form)

### IMPORTANT:

1. A relevant intermediary may appoint more than two (2) proxies to attend the Annual General Meeting and vote (please see note 4 overleaf for the definition of "relevant intermediary").
2. For investors who hold Shares under the Supplementary Scheme ("SRS Investors") (as may be applicable), this Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them. SRS Investors should contact their respective SRS Operators if they have any queries regarding their appointment as proxies.

I/We, \_\_\_\_\_ (Name)

\_\_\_\_\_ (NRIC/Passport No./Registration No.)

\_\_\_\_\_ (Address)

being a member/members of **Reclaims Global Limited** (the "Company"), hereby appoint:

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and/or (delete as appropriate)

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing the person, or either or both of the persons, referred to the above, the Chairman of the AGM as my/our proxy(ies), to attend and vote for or against or abstain from voting on the resolutions for me/us on my/our behalf at the Annual General Meeting of the Company (the "Meeting" or "AGM") to be held at 10 Tuas South Street 7, #03-00, Singapore 637114 on Monday, 27 May 2024 at 10.00 a.m. and at any adjournment thereof. I/We direct my/our proxy(ies) to vote for or against or abstain from voting on the resolutions proposed at the Meeting in the spaces provided hereunder. **If no specific directions as to voting is given in respect of a resolution, the proxy(ies) will vote or abstain from voting at his/her/their discretion as he/she/they will on any other matter arising at the Meeting and at any adjournment thereof.**

No.	Ordinary Resolutions relating to:	Number of Votes For*	Number of Votes Against*	Number of Votes Abstain*
<b>Ordinary Business</b>				
1	Directors' Statement and Audited Financial Statements of the Company for the financial year ended 31 January 2024			
2	Final tax exempt (one-tier) dividend of 0.2 Singapore cent per share for the financial year ended 31 January 2024			
3	Re-election of Mr Chan Chew Leh as Director pursuant to Regulation 105 of the Constitution of the Company			
4	Re-election of Ms Chan Bih Tzy as Director pursuant to Regulation 105 of the Constitution of the Company			
5	Payment of Directors' Fees of S\$94,000 for the financial year ending 31 January 2025, to be paid half yearly in arrears			
6	Re-appointment of Messrs RSM SG Assurance LLP as Independent Auditor			
<b>Special Business</b>				
7	Authority to allot and issue shares			
8	Renewal of the General Mandate for Interested Person Transactions			

\* Please indicate your vote "For" or "Against" or "Abstain" with a tick [✓] within the box provided if you wish to exercise all your votes. Alternatively, please indicate the number of votes as appropriate. If you mark "Abstain", you are directing your proxy(ies) not to vote.

Note: Voting will be conducted by poll.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2024

Total number of Shares in:	No. of Shares
(a) CDP Register	
(b) Register of Members	

\_\_\_\_\_  
Signature of Shareholder(s)  
or, Common Seal of Corporate Shareholder

\*Delete where inapplicable

**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 (as defined in Section 81SF of the Securities and Futures Act 2001), 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 instrument of appointing a proxy(ies) ("Proxy Form") shall be deemed to relate to all the shares held by you.
2. A member who is not a relevant intermediary may appoint not more than two (2) proxies to attend, speak and vote in their stead. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she/they specify the proportion of the shareholding to be represented by each proxy.
3. A proxy, and the Chairman of the AGM as proxy, need not be a member of the Company.
4. A member who is a relevant intermediary may 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 instrument appointing a proxy(ies).

"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 members 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.
5. Investors who hold shares through relevant intermediaries as defined in Section 181 of the Companies Act 1967 of Singapore, including investors under the Supplementary Retirement Scheme ("**SRS Investors**"), who wish to exercise their votes by appointing proxy(ies) should approach their SRS Operators to submit their voting instructions at least seven (7) working days before the AGM (**no later than 10.00 a.m. on 14 May 2024**) in order to allow sufficient time for their respective relevant intermediaries to in turn submit the instrument of proxy to vote on their behalf by 10.00 a.m. on 24 May 2024.
  6. The duly completed and signed Proxy Form must be submitted to the Company in the following manner:
    - (a) if submitted by mail to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
    - (b) if submitted by email to [agm@reclaims.sg](mailto:agm@reclaims.sg)in either case, to arrive, not later than 72 hours before the time set for the AGM, i.e. by 10.00 a.m. on 24 May 2024.
  7. This Proxy Form must be executed under the hand of the appointor or of his attorney duly authorised in writing. Where this Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of an officer or attorney duly authorised.
  8. Where this 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 this Proxy Form, failing which this proxy form shall be treated as invalid.
  9. Completion and return of this Proxy Form shall not preclude a member from attending, speaking and voting at the AGM if the member so wishes. The appointment of proxy(ies) for the AGM shall be deemed to be revoked if the member attends the AGM in person. The Company reserves the right to refuse to admit any person or persons appointed under the instrument of proxy to the AGM.

## PERSONAL DATA PRIVACY:

By attending the Meeting and/or any adjournment thereof or submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 3 May 2024.

## GENERAL:

The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible, or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, 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 Meeting, as certified by The Central Depository (Pte) Limited to the Company.



*This page has been intentionally left blank.*

*This page has been intentionally left blank.*





**RECLAIMS GLOBAL LIMITED**

(Company Registration Number:  
201834755M)

10 Tuas South Street 7

Singapore 637114

T: +65 6659 0516

E: [general@reclaims-enterprise.com](mailto:general@reclaims-enterprise.com)  
[www.reclaims.sg](http://www.reclaims.sg)