USP GROUP LIMITED
AND ITS SUBSIDIARIES
(Company registration no.: 200409104W)
(Incorporated in the Republic of Singapore)

AUDITED FINANCIAL STATEMENTS
AND OTHER FINANCIAL INFORMATION
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2024

USP GROUP LIMITED AND ITS SUBSIDIARIES

FINANCIAL STATEMENTS
For the financial year ended 31 March 2024

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DIRECTORS' STATEMENT
For the financial year ended 31 March 2024

The directors present their statement to the members together with the audited consolidated financial statements of USP Group Limited (the "Company") and its subsidiaries (collectively, the "Group") and the statement of financial position and statement of changes in equity of the Company for the financial year ended 31 March 2024.

During the financial year ended 31 March 2024, the Company was placed under interim judicial management pursuant to an order of the Singapore High Court dated 11 March 2024. Messrs Tan Wei Cheong and Lim Loo Khoon, care of Deloitte & Touche LLP, were appointed as the joint and several interim judicial managers of the Company.

On 11 June 2024, the Singapore High Court granted orders placing the Company under judicial management, and Messrs Tan Wei Cheong and Lim Loo Khoon were appointed as the joint and several judicial managers of the Company with immediate effect. Following their appointment, the Judicial Managers assumed responsibility for managing the affairs, business and property of the Company in accordance with the applicable provisions of the Insolvency, Restructuring and Dissolution Act 2018 ("IRDA").

During the judicial management period, the powers and duties ordinarily exercisable or performed by the directors of the Company were subject to the powers vested in the Judicial Managers under the IRDA, and the affairs and business of the Company were managed by the Judicial Managers. The judicial management period continued while the Company undertook its restructuring and implementation of a scheme of arrangement.

On 14 July 2026, the Singapore High Court ordered that the judicial management of the Company be discharged and that the Judicial Managers be released from liability, save for liabilities specified under section 112(5) of the IRDA, with effect from 18 July 2026. Accordingly, upon the discharge of the Company from judicial management, management and control of the Company reverted to the Board of Directors.

Opinion of the directors

In the opinion of the directors:

(a) the 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 so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 March 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 financial year then ended; and

(b) at the date of this statement, after considering the measures taken by the Group and the Company with respect to their ability to continue as going concerns as described in Note 3.1 to the audited financial statements, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

DIRECTORS' STATEMENT
For the financial year ended 31 March 2024

Directors

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

Melvin Tan Wei Yang	Executive Director and Chief Executive Officer (appointed on 30 July 2026)
Maio Dangi	Non-Independent Non-Executive Deputy Chairperson (appointed on 30 July 2026)
Chan Chung Khang	Independent Non-Executive Chairperson (appointed on 2 December 2023)
Jason Fong Jian Sheng	Independent Non-Executive Director (appointed on 2 December 2023)
Toh Hai Joo	Independent Non-Executive Director (appointed on 30 July 2026)

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

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

Directors' interests in shares, convertible securities or debentures

According to the Register of Directors' Shareholdings kept by the Company, the Directors of the Company who held office at the end of the financial year (including those held by their spouses and infant children) had no interests in shares, debentures, warrants and share options in the Company and the related corporations.

No director of the Company who held office at the end of the financial year had interests in shares, share options or debentures of the Company or related corporations, either at the beginning or at the end of the financial year.

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

Except for salaries, bonuses and fees and those benefits that are disclosed in this report and in Notes 8 and 29 to the financial statements, since the end of the last financial period, no Director has received or become entitled to receive a benefit by reason of a contract made by the Company or a related corporation with the Directors, or with a firm of which he is a member or with a company in which he has substantial financial interest.

Share options

No option to take up unissued shares of the Company or its subsidiary corporations was granted during the financial year.

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

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

Audit and risk management committee

The audit and risk management committee ("ARMC") comprises three independent non-executive directors. The members of the ARMC at the date of this statement are:

As at the date of the Director's Statement	
Toh Hai Joo	Chairperson (appointed 30 July 2026)
Chan Chung Khang	Member (appointed 2 December 2023)
Jason Fong Jian Sheng	Member (appointed 2 December 2023)

The ARMC carries out its functions in accordance with the applicable provisions of the Companies Act 1967, the Listing Manual of the Singapore Exchange Securities Trading Limited ("SGX-ST") and the Code of Corporate Governance. Its principal functions include reviewing significant financial reporting matters and judgements, accounting policies, the adequacy and effectiveness of the Group's internal controls and risk management systems, internal audit matters and interested person transactions. The ARMC also reviews the scope and results of the external audit and matters relating to the independence and objectivity of the independent auditor.

Other functions performed by the ARMC are described in the report on corporate governance included in the annual report of the Company, including an explanation of how external auditor's objectivity and independence are safeguarded.

The ARMC has full access to and cooperation by management and has full discretion to invite any executive director or executive officer to attend its meetings.

The ARMC is satisfied with the independence and objectivity of the independent auditor and has recommended to the Board that PKF-CAP LLP be nominated for re-appointment as independent auditor of the Company at the forthcoming Annual General Meeting.

Further details regarding the ARMC are disclosed in the Report on Corporate Governance.

Independent auditor

PKF-CAP LLP, the independent auditor, has expressed its willingness to accept re-appointment.

On behalf of the Board of Directors

Melvin Tan Wei Yang	Maio Dangi
Executive Director and Chief Executive Officer	Non-Independent Non-Executive Deputy Chairperson

31 August 2026

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF USP GROUP LIMITED

Report on the Audit of the Financial Statements

Disclaimer of Opinion

We were engaged to audit the financial statements of USP Group 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 March 2024, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows of the Group and the statement of changes in equity of the Company for the year then ended, and notes to the financial statements, including a summary of material accounting policy information, as set out on pages 13 to 99.

We do not express an opinion on the accompanying consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company. Because of the significance of the matters described in the *Basis for Disclaimer of Opinion* section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these financial statements.

Basis for Disclaimer of Opinion

1. **Opening balances**

   Our independent auditor's report on the consolidated financial statements of the Group, the statement of financial position and the statement of changes in equity of the Company for the financial year ended 31 March 2023 expressed a disclaimer of opinion on 31 August 2026. The matters that gave rise to the disclaimer of opinion for the financial year ended 31 March 2023 were similar to the matters described in paragraphs (2) to (13) below.

   In view of the matters described in the *Basis for Disclaimer of Opinion* on the financial statements for the financial year ended 31 March 2023, we are unable to determine whether the opening balances as at 1 April 2023 are fairly stated. Since the opening balances as at 1 April 2023 enter into the determination of the consolidated financial performance and consolidated cash flows of the Group for the financial year ended 31 March 2024, we are unable to determine whether any adjustments might have been found necessary in respect of the financial statements for the financial year ended 31 March 2024.

   Our opinion on the current financial year's financial statements is also modified because of the possible effects of the above-mentioned matters on the comparability of the current year's figures and the corresponding figures.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF USP GROUP LIMITED

Report on the Audit of the Financial Statements (Cont'd)

Basis for Disclaimer of Opinion (Cont'd)

2. Inability to obtain access to component auditor's audit documentation for Supratechnic (M) Sdn. Bhd. ("Supratechnic (M)")

Supratechnic (M), a subsidiary incorporated in Malaysia and audited by another firm of auditor (the "component auditor"), is a significant component of the Group. For the financial year ended 31 March 2024, its financial statements included in the consolidated financial statements of the Group comprised revenue of $14,986,000 (61.7% of the Group's total revenue), total assets of $14,403,000 (32.4% of the Group's total assets) and its net profit for the year included in the consolidated statement of profit or loss and other comprehensive income was $473,000.

We requested access to the component auditor's audit documentation supporting the financial statements of Supratechnic (M) for the financial year ended 31 March 2024. However, access was not granted by the component auditor. Accordingly, we were unable to review the work performed or evaluate the audit evidence obtained by the component auditor on the financial statements of Supratechnic (M). In addition, we were also not able to perform alternative audit procedures and therefore not able to obtain sufficient appropriate audit evidence on many elements in the financial statements of Supratechnic (M) such as property, plant and equipment (including right-of-use assets) of $3,559,000, inventories of $6,215,000, trade and other receivables of $1,679,000, cash and cash equivalents of $2,778,000, bank loans of $226,000, and related party transactions and balances as at and for the financial year ended 31 March 2024.

As a result, we were unable to determine whether any adjustments were necessary to the balances and transactions reported in the financial statements of Supratechnic (M) including the related disclosures which were included in the consolidated financial statements of the Group for the financial year ended 31 March 2024.

3. Financial information of a subsidiary not audited – PT Supratechnic Instrumentasi Indonesia ("PT Supra")

Unaudited financial information of PT Supra, a subsidiary of the Company as well as a significant component of the Group was consolidated with the financial statements of the Group for the financial year ended 31 March 2024. The total assets and total liabilities of PT Supra included in the consolidated statement of financial position as at 31 March 2024 were $2,588,000 and $4,974,000 respectively, and its net loss for the year included in the consolidated statement of profit or loss and other comprehensive income was $73,000.

We were unable to obtain sufficient appropriate audit evidence in respect of the financial information of PT Supra included in the Group's consolidated financial statements because we were unable to obtain access to the underlying accounting records, supporting schedules and other source documentation relating to the financial information, including the related consolidation adjustments. We were also unable to obtain sufficient explanations and supporting evidence from the personnel responsible for the preparation of that financial information and the related consolidation adjustments. Consequently, we were unable to perform the audit procedures that we considered necessary in the circumstances, and no practicable alternative audit procedures were available to us. Accordingly, we were unable to obtain sufficient appropriate audit evidence on many elements recorded in the financial information of PT Supra such as property, plant and equipment (including right-of-use assets) of $332,000, inventories of $1,128,000, trade and other receivables of $601,000, cash and cash equivalents of $210,000 and related party transactions and balances as at and for the financial year ended 31 March 2024.

Report on the Audit of the Financial Statements (Cont'd)

Basis for Disclaimer of Opinion (Cont'd)

3. **Financial information of a subsidiary not audited – PT Supratechnic Instrumentasi Indonesia ("PT Supra") (Cont'd)**

   Consequently, we were unable to determine whether any adjustments were necessary to the balances and transactions recorded in the financial information of PT Supra including the related disclosures which were included in the consolidated financial statements of the Group for the financial year ended 31 March 2024.

4. **Impairment assessment of property, plant and equipment and goodwill**

   As disclosed in Notes 11 and 14 to the financial statements, the Group carried property, plant and equipment (including right-of-use assets) of $16,591,000 and goodwill of $459,000 as at 31 March 2024, which are subject to impairment assessment under SFRS(I) 1-36 *Impairment of Assets*.

   Included in the above balance of property, plant and equipment (including right-of-use assets) are amounts of $3,559,000 and $332,000 attributable to Supratechnic (M) and PT Supra respectively. For the reasons set out in paragraphs 2 and 3 of this section, we were unable to obtain sufficient appropriate audit evidence on the impairment assessment of the property, plant and equipment (including right-of-use assets) attributable to these two entities.

   The remaining property, plant and equipment (including right-of-use assets) of $12,700,000 and the full carrying amount of goodwill of $459,000 related to other components of the Group. We were unable to obtain sufficient appropriate audit evidence on the impairment assessment of these balances, including the identification of cash-generating units, allocation of goodwill, determination of recoverable amounts and the underlying key assumptions that were applied. Furthermore, no alternative audit procedures could be performed.

   Consequently, we were unable to obtain sufficient appropriate audit evidence regarding the recoverability of these assets and whether any impairment losses or related disclosure were required in accordance with SFRS(I) 1-36.

Report on the Audit of the Financial Statements (Cont'd)

Basis for Disclaimer of Opinion (Cont'd)

5. Expected credit losses on trade and other receivables

As disclosed in Note 17 to the financial statements, the Group carried trade receivables of $3,318,000 and other receivables of $5,093,000 (both from third parties and net of allowances for impairment) as at 31 March 2024, being financial assets subject to expected credit loss ("ECL") requirements of SFRS(I) 9 *Financial Instruments*.

Included in the above balances are trade and other receivables of $1,679,000 and $601,000 attributable to Supratechnic (M) and PT Supra respectively. For the reasons set out in paragraphs 2 and 3 of this section, we were unable to obtain sufficient appropriate audit evidence on the recoverability of these financial assets including the adequacy of the related expected credit loss allowances recognised in accordance with SFRS(I) 9 *Financial Instruments*.

The remaining trade and other receivables of $6,131,000 related to other components of the Group. We were unable to obtain sufficient appropriate audit evidence on the recoverability of these balances and the determination of the related ECL allowances, including the key assumptions and forward-looking information that were applied. Furthermore, no alternative audit procedures could be performed.

Accordingly, we were unable to determine whether any adjustments to the carrying amounts of trade and other receivables, the related ECL allowances and the related disclosures, were necessary in the consolidated financial statements of the Group.

6. No bank confirmations were received for cash and cash equivalents and bank loans

As disclosed in Notes 18 and 23 to the financial statements, the Group carried cash and cash equivalents of $3,721,000 and bank loans and overdrafts of $2,795,000 as at 31 March 2024. Of these balances, cash and cash equivalents of $2,778,000 and bank loans of $226,000 were attributable to Supratechnic (M), and cash and cash equivalents of $210,000 was attributable to PT Supra. For the reasons set out in paragraphs 2 and 3 of this section, we were unable to obtain sufficient appropriate audit evidence on the existence, completeness and valuation of these balances.

The remaining cash and cash equivalents of $733,000 and bank loans of $2,569,000 related to the Company and certain Singapore-incorporated subsidiaries (the "Singapore Entities"). We did not receive direct confirmations from the relevant financial institutions in respect of these balances, and the alternative audit procedures performed, including inspection of available bank statements and loan repayment schedules, did not enable us to obtain sufficient appropriate audit evidence regarding the existence, completeness and valuation of these balances, nor the completeness of any related security arrangements, guarantees, contingent liabilities or other banking relationships.

Accordingly, we were unable to determine whether any adjustments to the carrying amounts of cash and cash equivalents, bank loans and contingent liabilities, and the related disclosures, were necessary in the accompanying financial statements.

Report on the Audit of the Financial Statements (Cont'd)

Basis for Disclaimer of Opinion (Cont'd)

7. Existence and valuation of inventories

As disclosed in Note 16 to the financial statements, the Group held inventories of $9,578,000 as at 31 March 2024. Of this balance, inventories of $6,215,000 and $1,128,000 were attributable to Supratechnic (M) and PT Supra respectively. For the reasons set out in paragraphs 2 and 3 of this section, we were unable to obtain sufficient appropriate audit evidence on the existence, completeness and valuation of these inventories.

The remaining inventories of $2,235,000 were held by other components of the Group. The physical inventory counts in respect of these balances were conducted on dates other than the financial year end, and we were unable to perform roll-back procedures to reconcile the inventory counts to the year-end quantities. The alternative audit procedures performed did not, individually or in aggregate, constitute sufficient appropriate audit evidence to enable us to conclude on the existence, completeness and valuation of these inventories.

Accordingly, we were unable to determine whether any adjustments to the carrying amount of inventories and the related disclosures were necessary in the accompanying financial statements.

8. Classification of borrowings – compliance with loan covenants

As disclosed in Note 23 to the financial statements, the Group had bank borrowings and overdrafts of $2,795,000 as at 31 March 2024, of which $757,000 was classified as non-current liabilities. Under SFRS(I) 1-1 *Presentation of Financial Statements*, these borrowings are required to be classified as current liabilities if, as at the reporting date, the Group or the Company had breached a covenant attached to the borrowings such that the borrowings became repayable on demand, notwithstanding any agreement by the lenders after the reporting date not to demand repayment.

The borrowings were subject to financial and other covenants. The assessment of compliance with these covenants as at 31 March 2024 is central to the classification of the borrowings between current and non-current liabilities. We were unable to obtain sufficient appropriate audit evidence regarding compliance with the applicable loan covenants as at 31 March 2024, including evidence supporting management's assessment of covenant compliance where applicable.

As a result, we were unable to determine whether the borrowings classified as non-current liabilities should have been classified as current liabilities, and accordingly whether any adjustments to the classification of borrowings between current and non-current liabilities, and the related disclosures, were necessary in the accompanying financial statements.

Report on the Audit of the Financial Statements (Cont'd)

Basis for Disclaimer of Opinion (Cont'd)

9. Completeness of related party transactions

As disclosed in Note 28 to the financial statements, related party transactions and balances of the Group as at and for the financial year ended 31 March 2024 are subject to the disclosure requirements of SFRS(I) 1-24 *Related Party Disclosures*. We were unable to obtain sufficient appropriate audit evidence on the completeness of the identification, authorisation and disclosure of the Group's related party relationships, transactions and balances, as records and documentation were not made available to us. This limitation is compounded by the matters set out in paragraphs 2 and 3 of this section, as the records and financial information of Supratechnic (M) and PT Supra were also not made available to us, further precluding us from obtaining sufficient appropriate audit evidence on the completeness of related party transactions and balances involving these two entities.

Accordingly, we were unable to determine whether any adjustments to, or additional disclosures of, related party transactions and balances were necessary in the accompanying financial statements.

10. Access to statutory records

The Company and certain of its subsidiaries were placed under judicial management, and there were subsequent changes in management, following which we were not provided with the statutory records including directors' resolutions, minutes of meetings and other supporting documentation which were necessary for our audit for the financial year ended 31 March 2024. As a result, we were unable to obtain sufficient appropriate audit evidence on the governance of the Group, the key decisions taken during the financial year, and other matters that may have a material effect on the accompanying financial statements.

Accordingly, we were unable to determine whether any adjustments were necessary in respect of recorded or unrecorded transactions, balances or disclosures, or other matters, in the accompanying financial statements.

11. Inability to obtain confirmations in respect of legal matters

As disclosed in Note 26 to the financial statements, the Group is involved in various legal proceedings, both as plaintiff and defendant, which give rise to provisions, contingent liabilities and contingent assets subject to SFRS(I) 1-37 *Provisions, Contingent Liabilities and Contingent Assets*. We were unable to obtain sufficient appropriate audit evidence on the completeness, current status, likely outcomes and potential financial effects of these matters through letters of audit inquiry sent directly to the Group's external legal counsel. No replies to our letters of audit inquiry were received. As set out in paragraph 10 of this section, this was principally attributable to the Company and certain subsidiaries having been placed under judicial management and the subsequent changes in management, which disrupted access to historical legal records and the coordination and authorisation necessary for the external legal counsel to respond. The alternative procedures performed, including inspection of available legal correspondence and court documents, did not enable us to obtain sufficient appropriate audit evidence on the completeness of the legal proceedings or the measurement and disclosure of the related provisions, contingent liabilities and contingent assets.

Accordingly, we were unable to determine whether any adjustments to, or additional disclosures of, the related provisions, contingent liabilities and contingent assets were necessary in the accompanying financial statements.

Report on the Audit of the Financial Statements (Cont'd)

Basis for Disclaimer of Opinion (Cont'd)

12. Impairment assessment of the Company's investment in subsidiaries

As disclosed in Note 13 to the financial statements, the Company carried investments in subsidiaries at cost less accumulated impairment losses of $597,000 as at 31 March 2024, which are subject to impairment assessment under SFRS(I) 1-36 *Impairment of Assets*. We were unable to obtain sufficient appropriate audit evidence regarding management's impairment assessment of investments in subsidiaries, including evidence supporting the recoverable amounts of the underlying investments and the assumptions applied in determining those recoverable amounts. Accordingly, we were unable to determine whether any adjustment to the carrying amount of investments in subsidiaries, or the related disclosures, was necessary.

13. Expected credit losses on amounts due from subsidiaries and related parties

As disclosed in Note 17 to the financial statements, the Company carried amounts due from subsidiaries of $5,601,000, net of an allowance for impairment of $4,932,000, as at 31 March 2024. These balances are subject to the expected credit loss ("ECL") requirements of SFRS(I) 9 *Financial Instruments*. We were unable to obtain sufficient appropriate audit evidence on the recoverability of these balances including the adequacy of the related expected credit loss allowances recognised in accordance with SFRS(I) 9.

For the reasons set out in paragraphs 2, 3 and 10 of this section, the same audit evidence limitations preclude us from obtaining sufficient appropriate audit evidence on the recoverability of amounts due from Supratechnic (M), PT Supra and the subsidiaries and related parties under judicial management. Furthermore, no alternative audit procedures could be performed.

Accordingly, we were unable to determine whether any adjustments to the carrying amount of amounts due from subsidiaries and related parties, the related allowance for impairment and the related disclosures, were necessary in the statement of financial position of the Company.

The possible effects of the matters (1) to (13) described above, individually and in aggregate, on these financial statements are, in our opinion, both material and pervasive.

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 Companies Act 1967 (the "Act") and Singapore Financial Reporting Standards (International) 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 USP GROUP LIMITED (CONT'D)

Report on the Audit of the Financial Statements (Cont'd)

Auditor's Responsibilities for the Audit of the Financial Statements

Our responsibility is to conduct an audit of the accompanying financial statements in accordance with Singapore Standards on Auditing and to issue an independent auditor's report. However, because of the matters described in the *Basis for Disclaimer of Opinion* section of our report, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these financial statements.

We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority ("ACRA") *Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities* ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code.

Report on Other Legal and Regulatory Requirements

In our opinion, in view of the significance of the matters referred in the *Basis for Disclaimer of Opinion* section of our report, we do not express an opinion on whether the accounting and other records required by the Act to be kept by the Company and by those subsidiary corporations incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditor's report is Lee Eng Kian.

PKF-CAP LLP

PKF-CAP LLP
Public Accountants and
Chartered Accountants

Singapore

31 August 2026

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the financial year ended 31 March 2024

	Note	**2024**	2023
		$'000	$'000
Revenue	4	**24,297**	34,972
Cost of sales		**(15,494)**	(21,439)
Gross profit		**8,803**	13,533
Other income			
- Interest income		**71**	47
Other gains and losses			
- Others	5	**2,219**	1,579
Expenses			
Distribution costs		**(177)**	(430)
Administrative expenses		**(11,256)**	(13,343)
Finance costs	6	**(1,986)**	(1,976)
Loss before tax	7	**(2,326)**	(590)
Tax expense	9	**(180)**	(460)
Loss for the financial year		**(2,506)**	(1,050)
Other comprehensive loss:			
Items that are or may be reclassified subsequently to profit or loss			
Currency translation differences arising on consolidation		**620**	96
Total comprehensive loss for the financial year		**(1,886)**	(954)
Loss attributable to:			
Equity holders of the Company		**(2,322)**	(1,073)
Non-controlling interests		**(184)**	23
Loss for the financial year		**(2,506)**	(1,050)
Total comprehensive loss attributable to:			
Equity holders of the Company		**(1,702)**	(977)
Non-controlling interests		**(184)**	23
		(1,886)	(954)
Loss per share for loss attributable to equity holders of the Company (cents per share)			
Basic and diluted loss per share	10	**(2.57)**	**(1.19)**

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

STATEMENTS OF FINANCIAL POSITION
As at 31 March 2024

	Note	Group		Company	
		2024	2023	**2024**	2023
		$'000	$'000	**$'000**	$'000
ASSETS					
Non-current assets					
Property, plant and equipment	11	**16,591**	21,925	**-**	150
Investment properties	12	**4,000**	26,000	**-**	-
Intangible assets	14	**459**	459	**-**	-
Investments in subsidiaries	13	**-**	-	**597**	597
Deferred tax assets	15	**385**	388	**-**	-
		21,435	48,772	**597**	747
Current assets					
Inventories	16	**9,578**	12,511	**-**	-
Trade and other receivables	17	**9,661**	6,915	**5,838**	9,596
Cash and cash equivalents	18	**3,721**	3,488	**4**	34
		22,960	22,914	**5,842**	9,630
Total assets		**44,395**	71,686	**6,439**	10,377
LIABILITIES					
Non-current liabilities					
Deferred tax liabilities	15	**763**	1,269	**-**	-
Other payables	22	**-**	68	**-**	-
Borrowings	23	**757**	963	**-**	-
Lease liabilities	32	**3,147**	4,654	**-**	408
Provisions	24	**191**	191	**-**	-
		4,858	7,145	**-**	408
Current liabilities					
Trade and other payables	25	**10,134**	10,021	**2,645**	4,410
Borrowings	23	**8,790**	31,380	**-**	-
Lease liabilities	32	**17**	334	**-**	162
Tax payables		**91**	415	**270**	**-**
Total current liabilities		**19,032**	42,150	**2,915**	4,572
Total liabilities		**23,890**	49,295	**2,915**	4,980
Net assets		**20,505**	22,391	**3,524**	5,397
EQUITY					
Share capital	19	**50,913**	50,913	**50,913**	50,913
Treasury Shares	20	**(99)**	(99)	**(99)**	(99)
Other reserves	21	**4,462**	3,842	**(355)**	(355)
Accumulated losses		**(34,579)**	(32,257)	**(46,935)**	(45,062)
Equity attributable to equity holders of the Company		**20,697**	22,399	**3,524**	5,397
Non-controlling interests		**(192)**	(8)	**-**	-
Total equity		**20,505**	22,391	**3,524**	5,397

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

USP GROUP LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CHANGES IN EQUITY
For the financial year ended 31 March 2024

	Share capital $'000	Treasury shares $'000	Other reserves $'000	Accumulated losses $'000	Equity attributable to equity holders of the Company $'000	Non-controlling interests $'000	Total equity $'000
Group							
Balance at 1 April 2023	50,913	(99)	3,842	(32,257)	22,399	(8)	22,391
Loss for the financial year	-	-	-	(2,322)	(2,322)	(184)	(2,506)
Currency translation differences arising from consolidation	-	-	620	-	620	-	620
Total comprehensive loss for the financial year	-	-	620	(2,322)	(1,702)	(184)	(1,886)
Balance at 31 March 2024	50,913	(99)	4,462	(34,579)	20,697	(192)	20,505

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

USP GROUP LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CHANGES IN EQUITY
For the financial year ended 31 March 2024

	Share capital $'000	Treasury shares $'000	Other reserves $'000	Accumulated losses $'000	Equity attributable to equity holders of the Company $'000	Non-controlling interests $'000	Total equity $'000
Group							
Balance at 1 April 2022	50,913	(99)	3,746	(31,184)	23,376	(31)	23,345
Loss for the financial year	-	-	-	(1,073)	(1,073)	23	(1,050)
Currency translation differences arising from consolidation	-	-	96	-	96	-	96
Total comprehensive loss for the financial year	-	-	96	(1,073)	(977)	23	(954)
Balance at 31 March 2023	50,913	(99)	3,842	(32,257)	22,399	(8)	22,391

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

STATEMENTS OF CHANGES IN EQUITY
For the financial year ended 31 March 2024

	Share capital $'000	Treasury shares $'000	Other reserve $'000	Accumulated losses $'000	Total equity $'000
Company					
Balance at 1 April 2022	50,913	(99)	(355)	(43,226)	7,233
Total comprehensive loss for the financial year	-	-	-	(1,836)	(1,836)
Balance at 31 March 2023	**50,913**	**(99)**	**(355)**	**(45,062)**	**5,397**
Total comprehensive loss for the financial year	-	-	-	(1,873)	(1,873)
Balance at 31 March 2024	**50,913**	**(99)**	**(355)**	**(46,935)**	**3,524**

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

CONSOLIDATED STATEMENT OF CASH FLOWS
For the financial year ended 31 March 2024

	2024 $'000	2023 $'000
Group		
Cash flows from operating activities		
Loss before tax	**(2,326)**	(590)
Adjustments for:		
Depreciation of property, plant and equipment	**1,562**	1,388
Unrealised exchange (gains)/losses, net	**(460)**	328
Gain on disposal of property, plant and equipment	**(799)**	(52)
Impairment loss on other receivables	**-**	1
Reversal of on trade receivables	**(19)**	(14)
Interest expense	**1,684**	1,878
Interest expense on lease liabilities	**301**	58
Interest income	**(71)**	(47)
Non-cash rent concession	**-**	(126)
Loss on remeasurement of lease	**-**	508
Operating cash flows before movement in working capital	**(128)**	3,332
Trade and other receivables	**(2,727)**	(1,920)
Inventories	**2,933**	(825)
Trade and other payables	**45**	798
Contract liabilities	**-**	(605)
Realised exchange (losses)/gains, net	**(96)**	70
Cash generated from operations	**27**	850
Income tax paid	**(1,007)**	(287)
Net cash (used in)/generated from operating activities	**(980)**	563

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

CONSOLIDATED STATEMENT OF CASH FLOWS
For the financial year ended 31 March 2024

	2024 $'000	2023 $'000
Cash flows from investing activities		
Purchase of property, plant and equipment	**(97)**	(1,118)
Proceeds on disposal of property, plant and equipment	**5,749**	995
Proceeds on disposal of investment properties	**22,000**	-
Interest received	**71**	47
Net cash generated from/(used in) investing activities	**27,722**	(76)
Cash flows from financing activities		
Proceeds from loans and borrowings	**-**	1,107
Repayment of loans and borrowings	**(22,811)**	(2,941)
Repayment of lease liabilities	**(1,824)**	(254)
Interest paid	**(1,684)**	(1,878)
Interest paid on lease liabilities	**(301)**	(58)
Net cash used in financing activities	**(26,620)**	(4,024)
Net increase/(decrease) in cash and cash equivalents	**122**	(3,537)
Cash and cash equivalents at beginning of financial year	**(66)**	3,471
Cash and cash equivalents at end of financial year (Note 18)	**56**	(66)

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

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

1. Corporate information

USP Group Limited (the "**Company**") (Co. Reg. No. 200409104W) is incorporated and domiciled in Singapore. The address of its registered office and principal place of business is at 141 Cecil Street, Tung Ann Association Building, Singapore, 069541. The Company is listed on the Main board of the Singapore Exchange Securities Trading Limited ("**SGX-ST**").

The principal activity of the Company is that of investment holding. The principal activities of the subsidiaries are disclosed in Note 13 to the financial statements.

2. Material accounting policy information

2.1 Basis of preparation

The consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company, are presented in Singapore dollar ("**$**") (rounded to the nearest thousand (**$'000**) unless indicated otherwise), and have been prepared in accordance with the provisions of the Companies Act 1967 and Singapore Financial Reporting Standards (International) ("SFRS(I)").

The financial statements have been prepared under the historical cost convention except as disclosed in the following accounting policies.

The preparation of financial statements in conformity with SFRS(I) requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the financial year. Although these estimates are based on management's best knowledge of current events and actions and historical experiences and various other factors that are believed to be reasonable under the circumstances, actual results may ultimately differ from those estimates.

Use of estimates and judgements

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The areas involving a higher degree of judgement in applying accounting policies, or areas where assumptions and estimates have a significant risk of resulting in material adjustment within the next financial year are disclosed in Note 3.

The carrying amounts of cash and cash equivalents, trade and other current receivables and payables (except for lease liabilities) approximate their respective fair values due to the relatively short-term maturity of these financial instruments.

2. Material accounting policy information (cont'd)

a) Basis of preparation (cont'd)

SFRS(I)s and INT SFRS(I) issued but not yet effective

Below are the mandatory standards, amendments and interpretations to existing standards that have been published, and are relevant to the Group's accounting periods beginning after 1 April 2023 and which the Group has not early adopted

	Effective for annual periods beginning on or after
Amendments to SFRS(I) 1-1 *Classification of Liabilities as Current or Non-current*	1 January 2024
Amendments to SFRS(I) 1-1 *Non-current Liabilities with Covenants*	1 January 2024
Amendments to SFRS(I) 16 *Lease Liability in a Sale and Leaseback*	1 January 2024
Amendments to SFRS(I) 1-7 and SFRS(I) 7 *Supplier Finance Arrangements*	1 January 2024
Amendments to SFRS(I) 1-21 *Lack of Exchangeability*	1 January 2025
Amendments to SFRS(I) 9 and SFRS(I) 7 *Amendments to the Classification and Measurement of Financial Instruments*	1 January 2026
Amendments to SFRS(I) 9 and SFRS(I) 7 *Contracts Referencing Nature-dependent Electricity*	1 January 2026
Annual Improvements to SFRS(I)s – *Volume 11*	1 January 2026
SFRS(I) 18 *Presentation and Disclosure in Financial Statements*	1 January 2027

Except for SFRS(I) 18: *Presentation and Disclosure in Financial Statements,* the directors expect that the adoption of the standards will have no material impact on financial statements in the period of initial adoption except for the following:

<u>SFRS(I)18 *Presentation and Disclosure in Financial Statements*</u>

SFRS(I)18 replaces SFRS(I) 1-1, carrying forward many of the requirements in SFRS(I)1-1 unchanged and complementing them with new requirements. In addition, some SFRS(I)1-1 paragraphs have been moved to SFRS(I)1-8 and SFRS(I)1-7. Furthermore, minor amendments to SFRS(I)1-7 and SFRS(I)1-33 *Earnings per Share* have been made.

SFRS(I)18 introduces new requirements to:
- i) Present specified categories and defined subtotals in the statement of profit or loss
- ii) Provide disclosures on management-defined performance measures (MPMs) in the notes to the financial statements
- iii) Improve aggregation and disaggregation.

An entity is required to apply SFRS(I)18 for annual reporting periods beginning on or after 1 January 2027, with earlier application permitted. The amendments to SFRS(I)1-7 and SFRS(I)1-33, as well as the revised SFRS(I)1-8 and SFRS(I)7, become effective when an entity applies SFRS(I)18. SFRS(I)18 requires retrospective application with specific transition provisions.

2. Material accounting policy information (cont'd)

b) Revenue 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, trade discounts, volume rebates and changes to the transaction price arising from modifications), net of any related sales 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.

Sales of goods

Revenue from sale of marine equipment and accessories, scientific and precision equipment and recycling of waste oil is recognised at a point in time when the performance obligation is satisfied by transferring promised goods to the customer. Control of the goods is transferred to the customer, generally on delivery of the goods (in this respect, incoterms are considered). For sale of goods where advances are received from customers, the differences between the consideration received in accordance with the payment terms and revenue recognised is classified as contract liabilities.

Rendering of services

Revenue from rendering of marine equipment related services, calibration services and other rental related services is recognised when the Company satisfies the performance obligation at a point in time once the service has been completed.

Rental income

Rental income is recognised on a time-proportion basis that takes into account the effective yield on the asset on a straight-line basis over the lease term.

c) Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

In the Company's statement of financial position, investments in subsidiaries are accounted for at cost less accumulated impairment losses, if any. On disposal of the investment, the difference between disposal proceeds and the carrying amounts of the investments are recognised in profit or loss.

2. Material accounting policy information (cont'd)

d) Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries at the end of reporting period. Subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

The financial statements of the subsidiaries are prepared for the same reporting date as the parent company. Consistent accounting policies are applied for like transactions and events in similar circumstances.

Intragroup balances and transactions, including income, expenses and dividends, are eliminated in full. Profits and losses resulting from intragroup transactions that are recognised in assets, such as inventory and property, plant and equipment, are eliminated in full.

Business combinations are accounted for using the acquisition method. The consideration transferred for the acquisition comprises the fair value of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred also includes the fair value of any contingent consideration arrangement and the fair value of any pre-existing equity interest in the subsidiary. Acquisition-related costs are recognised as expenses as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

Any excess of the fair value of the consideration transferred in the business combination, the amount of any non-controlling interest in the acquiree (if any) and the fair value of the Group's previously held equity interest in the acquiree (if any), over the fair value of the net identifiable assets acquired is recorded as goodwill. Goodwill is accounted for in accordance with the accounting policy for goodwill stated in Note 2(i). In instances where the latter amount exceeds the former and the measurement of all amounts has been reviewed, the excess is recognised as gain from bargain purchase in profit or loss on the date of acquisition.

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

For non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the acquiree's net assets in the event of liquidation, the Group elects on an acquisition-by-acquisition basis whether to measure them at fair value, or at the non-controlling interests' proportionate share of the acquiree's net identifiable assets, at the acquisition date. All other non-controlling interests are measured at acquisition-date fair value or, when applicable, on the basis specified in another standard.

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

2. Material accounting policy information (cont'd)

d) Basis of consolidation (cont'd)

When a change in the Company's ownership interest in a subsidiary result in a loss of control over the subsidiary, the assets and liabilities of the subsidiary including any goodwill, non-controlling interest and other components of equity related to the subsidiary are derecognised. Amounts recognised in other comprehensive income in respect of that entity are also reclassified to profit or loss or transferred directly to accumulated losses if required by a specific SFRS(I).

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

e) Government grants

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. Where the grant relates to an asset, the fair value is recognised as deferred capital grant on the statement of financial position and is amortised to profit or loss over the expected useful life of the relevant asset by equal annual instalments.

When the grant relates to an expense item, it is recognised in profit or loss over the period necessary to match them on a systematic basis to the costs that it is intended to compensate.

f) Borrowing costs

Borrowing costs, which comprise interest and other costs incurred in connection with the borrowing of funds, are capitalised as part of the cost of a qualifying asset if they are directly attributable to the acquisition, construction or production of that asset. Capitalisation of borrowing costs commences when the activities to prepare the asset for its intended use or sale are in progress and the expenditures and borrowing costs are incurred. Borrowing costs are capitalised until the assets are substantially completed for their intended use or sale. All other borrowing costs are recognised in the profit or loss using the effective interest method.

g) Employee benefits

Employee leave entitlement

Employee entitlements to annual leave and long service leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave and long-service leave as a result of services rendered by employees up to the end of the reporting period.

Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities such as the Central Provident Fund, and will have no legal or constructive obligation to pay further contributions once the contributions have been paid. Contributions to defined contribution plans are recognised as an expense in the period in which the related service is performed.

2. Material accounting policy information (cont'd)

g) Employee benefits (cont'd)

Defined benefit plans

The Group is required to provide a minimum amount of pension benefits in accordance with Indonesian Labour Law No.13/2003. Since the Labour Law sets the formula for determining the minimum amount of benefits, in substance pension plans under the Labour Law represent defined benefit plans. A defined benefit plan is a pension plan that defines an amount of pension benefit to be provided, usually as a function of one or more factors such as age, years of service or compensation. The liability recognised in the statement of financial position in respect of defined benefit pension plans is the present value of the defined benefit obligation at the end of reporting period, together with adjustment for unrecognised actuarial gains or losses and past service costs. The defined benefits obligation is determined by discounting the estimated future cash outflows using interest rates of government bonds (considering currently in Indonesia there is no deep market for high-quality corporate bonds) that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the terms of the related pension liability.

h) Income taxes

Income tax on the profit or loss for the year comprises current and deferred tax. Current and deferred tax are recognised in profit or loss except to the extent that they relate to items recognised outside profit or loss, either in other comprehensive income or directly in equity in which the tax is also recognised outside profit or loss (either in other comprehensive income or directly in equity respectively).

Current tax is the expected tax payable or recoverable on the taxable income for the current year, using tax rates enacted or substantively enacted at the end of reporting period, and any adjustment to tax payable or recoverable in respect of previous years. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions, where appropriate, on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided using the liability method, on all temporary differences at the end of the reporting period arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred income tax is provided on temporary differences arising on investments in subsidiaries, except where the timing of the reversal of the temporary difference can be controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on currently enacted or substantively enacted tax rates at the end of the reporting period.

Deferred income tax is measured based on the tax consequence that will follow the manner in which the Group expects, at the end of reporting period, to recover or settle the carrying amounts of its assets and liabilities except for investment properties. Investment property measured at fair value is presumed to be recovered entirely through sale.

2. Material accounting policy information (cont'd)

i) Goodwill

Goodwill is initially measured at cost and is subsequently measured at cost less any accumulated impairment losses.

The Group tests goodwill annually for impairment, or more frequently if there are indications that goodwill might be impaired.

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

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

j) Property, plant and equipment

Property, plant and equipment are initially recognised at cost and subsequently carried at cost less accumulated depreciation and any accumulated impairment in value.

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

Dismantlement, removal or restoration costs are included as part of the cost of property, plant and equipment if the obligation for dismantlement, removal or restoration is incurred as a consequence of acquiring or using the asset.

The cost of replacing a component of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the component will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced component is derecognised.

On disposal of a property, plant and equipment, the difference between the net disposal proceeds and its carrying amount is taken to profit or loss.

Depreciation

No depreciation is provided on freehold land. Leasehold land and buildings are amortised evenly over the term of the lease.

2. Material accounting policy information (cont'd)

Depreciation (cont'd)

Depreciation is calculated on a straight-line basis to write off the cost or revalued amount of other property, plant and equipment over their expected useful lives. The estimated useful lives are as follows:

	Years
Freehold buildings	50
Leasehold land and properties	16 to 41
Leasehold improvement	3 to 10
Plant and machinery	5 to 10
Office equipment	3 to 10
Furniture and fittings	5 to 10
Motor vehicles	4 to 8
Computers	3 to 5

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

Fully depreciated assets are retained in the financial statements until they are no longer in use.

Properties in the course of construction for production, or administrative purposes, or for purposes not yet determined, are carried at cost, less any recognised impairment loss until construction or development is completed. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Group's accounting policies. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

k) Investment properties

Investment properties are properties that are either owned by the Group or right-of-use assets that are held to earn rentals or for capital appreciation, or both, or land held for a currently undetermined future use. Investment properties comprise completed investment properties and properties that are being constructed or developed for future use as investment properties.

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

Cost includes expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the cost of materials and direct labour, any other costs directly attributable to bringing the investment property to a working condition for their intended use and capitalised borrowing costs.

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

On disposal of an investment property, the difference between the disposal proceeds and the carrying amount is recognised in profit or loss.

2. Material accounting policy information (cont'd)

l) Intangible assets

An identifiable non-monetary asset without physical substance is recognised as an intangible asset at acquisition cost if it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the cost of the asset can be measured reliably. After initial recognition, an intangible asset with finite useful life is carried at cost less any accumulated amortisation and any accumulated impairment losses. An intangible asset with an indefinite useful life is not amortised. An intangible asset is regarded as having an indefinite useful life when, based on an analysis of all of the relevant factors, there is no foreseeable limit to the period over which the asset is expected to generate net cash inflows for the entity.

The amortisable amount of an intangible asset with finite useful life is allocated on a systematic basis over the best estimate of its useful life from the point at which the asset is ready for use. The useful lives of customer relationship is estimated to be 10 years.

m) Impairment of non-financial assets excluding goodwill

At the end of each reporting date, the Group assesses the carrying amounts of its non-financial assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A previously recognised impairment loss for an asset other than goodwill is only reversed if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised.

n) Inventories

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

2. Material accounting policy information (cont'd)

o) Leases

When a Group entity is the lessee

The Group applies a single recognition and measurement approach for all contracts that are, or contain, a lease, except for short-term leases (i.e. for leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option) and leases of low-value assets. For these exempted leases, the Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

Lease liabilities

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Group uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise fixed lease payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability using the effective interest method, and reducing the carrying amount to reflect the lease payments made.

The Group remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever there is a modification, a change in the lease term, a change in the lease payments (e.g. changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e. the date the underlying asset is available for use). The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement date, initial direct cost, less any lease incentive received.

2. Material accounting policy information (cont'd)

o) Leases (cont'd)

Right-of-use assets (cont'd)

Whenever the Group incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under SFRS(I) 1-37 Provisions, Contingent Liabilities and Contingent Assets. To the extent that the cost relates to a right-of-use asset, the costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

Right-of-use assets are subsequently measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets (except for those which meets the definition of an investment property) are presented within “Property, plant and equipment” in the statements of financial position and disclosed in Note 11. Right-of-use asset which meets the definition of an investment property are presented within “Investment properties” and accounted in accordance with Note 2(k).

The Group applies SFRS(I) 1-36 Impairment of Assets to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in Note 2(m).

When a Group entity is the lessor

Leases for which the Group is a lessor are classified as finance or operating leases. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct cost incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

When a contract includes both lease and non-lease components, the Group applies SFRS(I) 15 to allocate the consideration under the contract to each component.

2. Material accounting policy information (cont'd)

p) Financial assets

Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade date - the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

Financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition of financial assets (other than financial assets at fair value through profit or loss) are added to the fair value of the financial assets on initial recognition. Transaction costs directly attributable to acquisition of financial assets at fair value through profit or loss are recognised immediately in profit or loss. Trade receivables without a significant financing component is initially measured at transaction prices.

Classification and measurement

All financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets. The Group classifies its financial assets in the following measurement categories:

- Amortised cost; and
- Fair value through profit or loss ("FVTPL").

The classification is based on the entity's business model for managing the financial asset and the contractual cash flow characteristics of the financial assets.

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

Subsequent measurement

Debt instruments

Debt instruments include cash and cash equivalents, trade receivables and other receivables (excluding prepayments, tax recoverable, other recoverable and advance payment to supplier).
The Group measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specific dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest rate ("EIR") method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired. Interest income from these financial assets is included in interest income using the EIR method.

Equity instruments

The Group subsequently measures all its equity investments at their fair values. Equity investments are classified as FVTPL with movements in their fair values recognised in profit or loss in the period in which the changes arise and presented in either "other income" or "other expenses".

2. Material accounting policy information (cont'd)

p) Financial assets (cont'd)

Impairment

The Group recognises an allowance for expected credit losses ("**ECLs**") for financial assets carried at amortised cost. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate.

The impairment methodology applied depends on whether there has been a significant increase in credit risk. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL).

For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables that do not have a significant financing component, the Group applies a simplified approach to recognise a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted as appropriate for current conditions and forward-looking factors specific to the debtors and the economic environment.

If the Group has measured the loss allowance for a financial asset at an amount equal to lifetime ECL in the previous reporting period, but determines at the current reporting date that the conditions for lifetime ECL are no longer met, the Group measures the loss allowance at an amount equal to 12-month ECL at the current reporting date.

The Group recognises an impairment gain or loss in profit or loss for all financial assets with a corresponding adjustment to their carrying amount through a loss allowance account.

Offset

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

q) Cash and cash equivalents in the statement of cash flows

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents comprise cash on hand, deposits with financial institutions which are subject to an insignificant risk of change in value, bank overdrafts that form an integral part of the Group's cash management, other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value and excludes pledged fixed deposits. Bank overdrafts are included in current borrowings on the statements of financial position.

2. Material accounting policy information (cont'd)

r) Financial liabilities

Financial liabilities are recognised on the statements of financial position when, and only when, the Group becomes a party to the contractual provisions of the financial instruments.

Financial liabilities are recognised initially at fair value, plus, in the case of financial liabilities other than derivatives, directly attributable transaction costs.

Subsequent to initial recognition, derivatives are measured at fair value. Other financial liabilities (except for the financial guarantees) are measured at amortised cost using the effective interest method.

For financial liabilities other than derivatives, gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process. Any gains or losses arising from changes in fair value of derivatives are recognised in profit or loss. Net gains or losses on derivatives include exchange differences. A financial liability is derecognised when the obligation under the liability is extinguished.

s) Financial guarantees

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantee contracts are initially recognised at their fair values plus transaction costs. Financial guarantees are classified as financial liabilities.

Subsequent to initial measurement, the financial guarantees are stated at the higher of the amount initially recognised less cumulative amount of income recognised in accordance with the principles of SFRS(I) 15 and the amount of expected loss computed using the impairment methodology under SFRS(I) 9.

t) Provisions for other liabilities

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past event, and it is probable that an outflow of economic resources will be required to settle that obligation and the amount can be estimated reliably. Provisions are measured at the management's best estimate of the expenditure required to settle the obligation at the end of the reporting period. Where the effect of the time value of money is material, the amount of the provision shall be discounted to present value using a pre-tax discount rate that reflects the current market assessment of the time value of money and risks specific to the obligation.

When discounting is used, the increase in the provision due to passage time is recognised as a finance cost in profit or loss.

2. Material accounting policy information (cont'd)

u) Derivative financial instruments

Derivative financial instruments are initially measured at fair value on the contract date, and are remeasured to fair value at the subsequent reporting period. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instruments, and if so, the nature of the item being hedged.

Changes in the fair value of derivative financial instruments that are not designated or do not qualify for hedge accounting are recognised in profit or loss as they arise.

v) Share capital

Ordinary shares

Proceeds from issuance of ordinary shares are recognised as share capital in equity. Incremental costs directly attributable to the issuance of ordinary shares are deducted against share capital.

Treasury shares

When any entity within the Group purchases the Company's ordinary shares ("treasury shares"), the consideration paid including any directly attributable incremental cost is presented as a component within equity attributable to the Company's equity holders, until they are cancelled, sold or reissued.

When treasury shares are subsequently cancelled, the cost of treasury shares are deducted against the share capital account if the shares are purchased out of the capital of the Company, or against the retained earnings of the Company if the shares are purchased out of earnings of the Company.

When treasury shares are subsequently sold or reissued pursuant to the employee share option scheme, the cost of treasury shares is reversed from the treasury share account and the realised gain or loss on sale or reissue, net of any directly attributable incremental transaction costs and related income tax, is recognised in the capital reserve of the Company.

2. Material accounting policy information (cont'd)

w) Foreign currencies

Functional and presentation currency

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which that entity operates (the "functional currency"). The consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company are presented in Singapore dollar, which is the Company's functional and presentation currency.

Transactions and balances

Transactions in a currency other than the functional currency ("foreign currency") are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Currency translation gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss, except for currency translation differences on net investment in foreign operations and borrowings and other currency instruments qualifying as net investment hedges for foreign operations, which are recognised in other comprehensive income and accumulated in the foreign currency translation reserve within equity in the consolidated financial statements. The foreign currency translation reserve is reclassified from equity to profit or loss on disposal of the foreign operation.

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

Translation of Group entities' financial statements

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

(i) Assets and liabilities are translated at the closing rates at the end of the reporting period;
(ii) Income and expenses are translated at average exchange rates (unless the average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated using the exchange rates at the dates of the transactions); and
(iii) All resulting exchange differences are recognised in other comprehensive income and accumulated in the foreign currency translation reserve within equity.

On consolidation, exchange differences arising from the translation of the net investment in foreign operations (including monetary items that, in substance, form part of the net investment in foreign entities), and of borrowings and other currency instruments designated as hedges of such investments, are recognised in other comprehensive income and accumulated in the foreign currency translation reserve within equity.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

On disposal of a foreign operation/entity, the cumulative amount of the foreign currency translation reserve relating to that particular foreign operation/entity is reclassified from equity and recognised in profit or loss when the gain or loss on disposal is recognised.

2. Material accounting policy information (cont'd)

x) Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incurs expenses, including revenues and expenses that relate to transactions with other components of the Group. Operating segments are reported in a manner consistent with the internal reporting provided to the Group's chief operating decision maker for making decisions about allocating resources and assessing performance of the operating segments.

y) Non-current assets (or disposal groups) held for sale and discontinued operations

Non-current assets (or disposal groups) are classified as assets held for sale and stated at the lower of carrying amount and fair value less costs to sell if their carrying amount is recovered principally through a sale transaction rather than through continuing use. Any impairment loss on initial classification and subsequent measurement is recognised as an expense. Any subsequent increase in fair value less costs to sell (not exceeding the accumulated impairment loss that has been previously recognised) is recognised in profit or loss.

The assets are not depreciated or amortised while they are classified as held for sale.

A discontinued operation is a component of an entity that either has been disposed of, or that is classified as held for sale and

(a) represents a separate major line of business or geographical area of operations; or
(b) is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations; or
(c) is a subsidiary acquired exclusively with a view to resale.

Classification as a discontinued operation occurs upon disposal or when the operation meets the criteria to be classified as held for sale, if earlier. When an operation is classified as a discontinued operation, the comparative statement of comprehensive income is re-presented as if the operation had been discontinued from the start of the comparative year.

The entity shall measure a non-current asset or disposal group that ceases to be classified as held for sale or ceases to be included in a disposal group at the lower of its carrying amount before the asset (or disposal group) was classified as held for sale, adjusted for any depreciation, amortisation or revaluations that would have been recognised had the asset (or disposal group) not been classified as held for sale, and its recoverable amount at the date of the subsequent decision not to sell or distribute. The entity shall include any required adjustment to the carrying amount of a non-current asset that ceases to be classified as held for sale in profit or loss from continuing operations in the period in which the non-current asset (or disposal group) that ceases to be classified as held for sale or ceases to be included in a disposal group classified as held for sale.

3. Critical accounting judgements and key sources of estimation uncertainty

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

3.1 Critical judgements made in applying accounting policies

In the process of applying the Group's summary of significant accounting policies which are described in Note 2, management has made the following judgements that have the most significant effect on the amounts recognised in the financial statements.

Going concern assumption

As at 31 March 2024, the Group was in a net current asset position of $3,928,000 (2023: net current liabilities of $19,236,000). In assessing the appropriateness of preparing the financial statements on a going concern basis, the Board of Directors has exercised significant judgement, taking into consideration the financial position of the Group and the Company, the developments arising from the restructuring process and the measures undertaken during and subsequent to the financial year.

<u>*Winding-Up application*</u>

On 21 November 2023, a creditor filed a winding-up application in the High Court of Singapore against the Company in respect of a claim of approximately $95,488 under a deed of indemnity. Hearings in respect of the application were initially scheduled for December 2023 and January 2024.

The proceedings were subsequently stayed by the statutory moratorium that took effect upon the Company being placed under interim judicial management on 11 March 2024 and remained stayed until the Company was discharged from judicial management on 17 July 2026.

Trading in the shares of the Company on the Singapore Exchange Securities Trading Limited was suspended with effect from 23 February 2024.

<u>*Under Judicial Management ("JM")*</u>

On 23 February 2024, the Board of Directors announced that, in view of the financial difficulties faced by the Group, an application had been made to the High Court to place the Company under judicial management.

Interim Judicial Managers from Deloitte & Touche LLP were appointed on 11 March 2024. Subsequently, on 11 June 2024, the High Court granted an order placing the Company under judicial management. Upon the order, the appointed Judicial Managers assumed control of the affairs of the Company and a statutory moratorium took effect in respect of proceedings against the Company while the restructuring plan was being pursued.

The Company was subsequently discharged from judicial management on 17 July 2026 following the implementation of the restructuring arrangements described below.

3. Critical accounting judgements and key sources of estimation uncertainty (cont'd)

3.1 Critical judgements made in applying accounting policies (cont'd)

Going concern assumption (cont'd)

Entry into Implementation Agreement ("IA")

On 24 April 2024, the Company entered into an implementation agreement with Hinterland Investments Pte Ltd (the "Investor") in relation to, amongst others, rescue financing to facilitate its ongoing restructuring process (the "Restructuring").

Subsequently, on 2 May 2024, the Company announced the details of the implementation agreement, which included provisions for new loans, potential equity conversions and security arrangements, subject to various conditions precedent.

The implementation agreement was intended to provide the Company with access to additional funds to support its working capital and restructuring requirements. In this regard, the Investor has provided a written undertaking to provide continuing financial support to the Company and its subsidiaries to enable them to continue as going concerns and to meet their obligations as and when they fall due for at least 12 months from the date of approval of these financial statements by the Board of Directors.

Restructuring plan, creditors' meetings and extension of the JM order

On 6 September 2024, a meeting of creditors of the Company was held to consider the Judicial Managers' Statement of Proposals for the restructuring of the Group. At the meeting, the creditors approved the Judicial Managers' restructuring plan and endorsed an extension of the judicial management order by a further six months.

Pursuant to this approval, the High Court extended the judicial management period to March 2025. Subsequently, on 3 June 2025, the High Court granted a further extension of the judicial management of the Company and the Judicial Managers' term by an additional 180 days, from 8 June 2025 to 5 December 2025, to allow additional time for the implementation of the restructuring plan.

On 28 October 2025, a further meeting of creditors of the Company was held to consider the Judicial Managers' Statement of Proposals for the restructuring of the Group. At the meeting, the creditors approved the Judicial Managers' restructuring plan and endorsed a further extension of the judicial management order.

On 4 December 2025, the High Court granted a further extension of the judicial management of the Company and the Judicial Managers' term by an additional 180 days, from 5 December 2025 to 5 June 2026, to allow additional time for the implementation of the restructuring plan.
On 9 April 2026, at a meeting of scheme creditors, the creditors approved the scheme of arrangement.

On 21 May 2026, the High Court sanctioned the scheme of arrangement and granted a further extension of the judicial management of the Company to facilitate the completion and implementation of the restructuring.

Following the implementation of the scheme of arrangement, the Company was discharged from judicial management on 17 July 2026.

3. Critical accounting judgements and key sources of estimation uncertainty (cont'd)

3.1 Critical judgements made in applying accounting policies (cont'd)

Going concern assumption (cont'd)

Disposal of the properties of subsidiaries

On 22 February 2024, a subsidiary completed the disposal of three properties located at 182, 184 and 186 Woodlands Industrial Park E5, Singapore 757515, to Royal Engineering & Trading (S) Pte Ltd for an aggregate consideration of $22,000,000.

Subsequently, on 16 February 2026, the subsidiary entered into settlement agreements with the purchaser to conclude the outstanding matters relating to the transaction. The proceeds from the disposal were applied towards the discharge of the Group's secured obligations and improvement of the Group's liquidity position.

On 18 July 2024, a subsidiary entered into a contract for the disposal of its property located at 51 Bukit Batok Crescent #03-26/27 Unity Centre, Singapore 658077 to B + L Investment Pte Ltd for a sale consideration of $1,650,000, excluding GST.

The net proceeds, after repayment of the outstanding mortgage owing to United Overseas Bank Limited ("UOB") and related expenses, were intended to be used to improve the Group's working capital position. The purchaser also agreed to lease the property back to the Company for up to one year to minimise operational disruption.

The disposal formed part of the Group's restructuring measures to realise asset value, reduce liabilities and strengthen its working capital position. The disposal was subsequently completed on 29 October 2024.

On 16 December 2024, a subsidiary completed the disposal of its investment property located at 2 Tuas South Street 15, Singapore 637079 to Excellence New Energy (S) Pte Ltd for a consideration of $3,920,000. The proceeds from the disposal contributed towards the Group's debt reduction and working capital requirements.

Settlement with UOB

On 25 June 2025, the High Court granted the Judicial Managers liberty to enter into a settlement agreement with UOB on behalf of the Group.

Following negotiations, the Judicial Managers reached a settlement with UOB in July 2025 and, in August 2025, UOB provided executed documents for the release and discharge of its security interests, except for certain corporate guarantees, over the Group's assets.

UOB also obtained leave of court to withdraw its winding-up applications against two subsidiaries of the Company following the settlement.

The settlement reduced the Group's exposure to enforcement actions and formed part of the broader measures undertaken to restructure the Group's financial obligations and stabilise its financial position.

3. Critical accounting judgements and key sources of estimation uncertainty (cont'd)

3.1 Critical judgements made in applying accounting policies (cont'd)

Going concern assumption (cont'd)

Board of Directors' assessment

In determining whether the going concern basis remains appropriate, the Board of Directors has considered the above developments together with the financial forecasts, financing arrangements and operational measures implemented or available to the Group and the Company.

In particular, the Board of Directors considered the following:

1. The Group has prepared an 18-month consolidated cash flow forecast for the period from 1 April 2026 to 30 September 2027. Based on the forecast and the assumptions adopted therein, the Group and the Company are expected to generate sufficient cash flows to meet their financial obligations as and when they fall due for at least 12 months from the date of approval of these financial statements.

   In preparing the forecast, management has taken into consideration the following matters:

   (a) the expected positive operating cash flows from the Group's principal operating segments, comprising the distribution of marine engine products and the supply and calibration of scientific and industrial instrumentation, supported by appointments secured subsequent to the reporting date as distributor of IQAir air purification products in Singapore and Indonesia and as authorised dealer and distributor for Honda Marine and Hidea outboard motors;

   (b) the cost management and operational efficiency measures implemented by management to contain the Group's operating expenditure and preserve its operating margins over the forecast period; and

   (c) the compromise and rescheduling of the Group's liabilities pursuant to the scheme of arrangement sanctioned by the High Court on 21 May 2026, under which the claims of scheme creditors are to be settled in accordance with the terms of the scheme rather than on demand, thereby reducing the Group's contractual cash outflows over the forecast period.

2. On 19 September 2025, the Company entered into a conditional, non-interest-bearing convertible financing arrangement with Ascendro Group Limited for funding of up to $3,000,000, subject to the satisfaction of the conditions stipulated in the financing agreement.

3. The Company's subsidiary, Supratechnic Properties Sdn Bhd, entered into an agreement to dispose of its property at No. 2 Jalan Tiang U8/91, Bukit Jelutong Industrial Park, Shah Alam, Selangor, Malaysia for a consideration of RM20,000,000 (approximately $6,370,000). The net proceeds from the proposed disposal are intended to be applied towards the settlement of creditors and the working capital requirements of the Group.

4. The Company was discharged from judicial management on 17 July 2026 following the implementation of the scheme of arrangement, enabling the Company to resume the normal conduct of its business.

3. Critical accounting judgements and key sources of estimation uncertainty (cont'd)

3.1 Critical judgements made in applying accounting policies (cont'd)

Going concern assumption (cont'd)

Board of Directors' assessment (cont'd)

5. The Company has obtained additional financing support from Ascendro Group Limited and Hinterland Investments Pte Ltd (collectively known as "investors") in an aggregate amount of up to $2,000,000. In addition, the investors have given a written undertaking to provide financial support to the Group and Company to enable the Group and Company to operate as going concerns and to meet their liabilities as and when they fall due within the next 12 months from the date of approval of the financial statements by the Board of Directors.

6. The Company intends to undertake a compliance placement of new shares to new investors as part of its trading resumption proposal to SGX RegCo, to raise additional working capital and to restore compliance with the shareholding spread requirement under the SGX-ST Listing Manual.

Having considered the above factors, including the restructuring measures completed subsequent to the financial year, the financing arrangements available to the Group and the Company, the Group's forecasted operating cash flows and the assumptions underlying the cash flow forecast, the Board of Directors is of the view that the Group and the Company have adequate resources to continue in operational existence and to meet their financial obligations as and when they fall due for at least 12 months from the date of approval of these financial statements.

Accordingly, the Board of Directors considers that the use of the going concern basis in the preparation of the financial statements is appropriate.

The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or to the amounts and classification of liabilities that may be necessary including the provision for further liabilities that might arise if the Group and the Company are unable to continue as going concerns.

Determination of functional currency

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

3. Critical accounting judgements and key sources of estimation uncertainty (cont'd)

3.2 Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the financial year, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are described below.

Calculation of allowance for impairment loss for financial assets at amortised cost

When measuring ECL, the Group and the Company use reasonable and supportable forward-looking information, which is based on assumptions and forecasts of future economic conditions. Loss given default is an estimate of the loss arising on default. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, taking into account cash flows from collateral and integral credit enhancements.

Probability of default constitutes a key input in measuring ECL. Probability of default is an estimate of the likelihood of default over a given time horizon, the calculation of which includes historical data, assumptions and expectations of future conditions.

The Group uses provision matrix to calculate ECL for trade receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns. The provision matrix is initially based on the Group's historical observed default rates. The Group will adjust historical credit loss experience with current and forward-looking information.

As the calculation of impairment loss allowance on trade receivables and other receivables is subject to assumptions and forecasts, any changes to these estimations will affect the amounts of loss allowance recognised and the carrying amounts of receivables. Details of ECL measurement and carrying value of trade and other receivables at the end of the reporting period are disclosed in Note 17.

Valuation of inventories

A review is made on inventory for obsolete or slow-moving inventory and declines in net realisable value below cost and inventories are written down for any such declines. The review requires management to consider the future demand for the products. In any case, the realisable value represents the best estimate of the recoverable amount and is based on the acceptable evidence available at the end of the reporting year and inherently involves estimates regarding the future expected realisable value. The considerations for estimating the net realisable values and determining the amount of write-down include current economic condition, historical sales record, ageing analysis, technical assessment and subsequent sales. In general, such an evaluation process requires significant judgement and materially affects the carrying amount of inventories at the end of the reporting year. Any significant changes in anticipated future selling prices and saleability may affect the carrying value of the inventories.

The carrying amounts of the Group's inventories at the end of the reporting period and the amount of inventories written down for the financial year are disclosed in Note 16.

3. Critical accounting judgements and key sources of estimation uncertainty (cont'd)

3.2 Key sources of estimation uncertainty (cont'd)

Impairment of non-financial assets

The Group assesses whether there are any indicators of impairment for all non-financial assets at each reporting date. Goodwill is tested for impairment annually and at other times when such indicators exist. Other non-financial assets are tested for impairment when there are indicators that the carrying amounts may not be recoverable. An impairment exists when the carrying value of an asset or cash-generating unit exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value in use.

When value in use calculations are undertaken, management must estimate the expected future cash flows from the asset or cash-generating unit and choose a suitable discount rate in order to calculate the present value of those cash flows. Further details of the key assumptions applied in the impairment assessment of goodwill, and the carrying amount of the goodwill are disclosed in Note 14 to the financial statements. The carrying amounts of property, plant and equipment is disclosed in Note 11 to the financial statements.

Fair value measurement for investment properties

Investment properties are initially recorded at cost and subsequently carried at fair value, determined by an external professional valuer.

In estimating the fair value, the professional valuers have adopted valuation techniques including the Income Capitalisation Method and the Direct Comparison Method, as appropriate for the respective investment properties. In relying on the valuation reports, management has evaluated and is satisfied that the professional valuers have appropriate recognised professional qualifications, are competent, used appropriate valuation methodologies and have applied estimates which are reflective of current market conditions at the end of the reporting period.

The valuation techniques and significant unobservable inputs used to determine the fair value of the investment properties are further explained in Note 12.

The carrying amount of the investment properties at the end of the reporting period date disclosed in Note 12.

Impairment of investments in subsidiaries

The Company reviews the investments in subsidiaries at the end of the financial year to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and value in use) of the investment is estimated to determine the impairment loss or reversal of impairment. Where value in use calculations are undertaken, management is required to estimate the expected future cash flows from the investment or cash-generating unit and choose a suitable discount rate in order to calculate the present value of those cash flows.

The carrying amount of the Company's investments in subsidiaries at the end of the reporting period are disclosed in Note 13.

4. Revenue

	Group	
	2024	2023
	$'000	$'000
Sales of marine equipment and accessories	**18,887**	24,826
Sales of scientific and precision equipment	**1,358**	1,108
Sale of recycling of waste oil	**772**	3,052
Rendering of marine equipment related services	**-**	1
Rendering of rental related services	**1,576**	3,913
Rental income	**1,704**	2,072
	24,297	34,972

Disaggregation of revenue

The following table provides a disaggregation disclosure of the Group's revenue by primary geographical markets and timing of revenue recognition:

	2024	2023
	$'000	$'000
Malaysia	**14,992**	21,633
Singapore	**7,268**	11,409
Others	**2,037**	1,930
	24,297	34,972
Timing of transfer of goods and services		
At a point in time	**21,159**	32,900
Overtime	**3,138**	2,072
	24,297	34,972

Revenue recognised during the financial year from:

	Group	
	2024	2023
	$'000	$'000
Amounts included in contract liabilities at beginning of the financial year	**-**	605

The Group applies the practical expedient in SFRS(I) 15 and does not disclose information about its remaining performance obligation if:

- The performance obligation is part of a contract that has an original expected duration of one year or less; or
- The Group has a right to invoice a customer in an amount that corresponds directly with its performance to date, and it recognises revenue in that amount.

5. Other gains and losses - Others

	Group	
	2024	2023
	$'000	$'000
Other income		
Foreign exchange (loss)/gain, net	**(129)**	746
Gain on disposal of property, plant and equipment	**799**	52
Government grants	**46**	138
Reversal of provision for bad debts	**295**	-
Inventories written down	**(185)**	-
Rent concession	**-**	126
Sublease income	**195**	136
Others	**1,198**	381
	2,219	1,579

Job Support Scheme government grant amount of $46,000 (2023: $138,000) was recognised during the financial year under the Jobs Support Scheme (the "JSS").

6. Finance costs

	Group	
	2024	2023
	$'000	$'000
Interest expenses:		
- Bank overdraft	**1,116**	52
- Lease liabilities	**301**	58
- Bank loans	**47**	1,259
- Trade financings	**522**	607
	1,986	1,976

7. Loss before tax

In addition to the transactions disclosed elsewhere in the notes to the financial statements, the loss before tax is arrived at after charging/(crediting) the following:

	Group	
	2024	2023
	$'000	$'000
Auditor's remuneration paid/payable to:		
- Auditor of the Company	**357**	205
- Other auditors of the Group	**24**	42
Bad debts written off – other receivables (Note 17)	**-**	1
Depreciation of property, plant and equipment	**1,562**	1,388
Reversal of impairment on trade receivables (Note 17)	**-**	(14)
Professional fees	**1,675**	2,379
Property tax	**278**	340
Rental expenses (Note 32)	**152**	461
Staff costs (Note 8)	**4,335**	5,927

8. Staff costs

	Group	
	2024	2023
	$'000	$'000
Key management personnel:*		
Wages, salaries and other related costs excluding directors' fees	**73**	11
Employer's contribution to defined contribution plans including Central Provident Fund	**-**	-
	73	11
Other staff:		
Wages, salaries and other related costs	**3,801**	5,156
Employer's contribution to defined contribution plans including Central Provident Fund	**461**	760
	4,335	5,927

* Comprise amounts paid/payable to:		
- Directors of the Company	**73**	11
- Other key management personnel	**-**	-
	73	11

9. Tax expense

	Group	
	2024	2023
	$'000	$'000
Tax expense recognised in profit or loss comprises:		
- Current income Tax	**182**	438
- Deferred Tax	**2**	24
	184	462
Over/(under) provision in respect of prior years		
- Current income Tax	**(4)**	(2)
- Deferred Tax	**-**	-
	180	460

The income tax expense on the results of the financial year differs from the amount of income tax determined by applying the Singapore statutory rate of income tax due to the following factors:

	Group	
	2024	2023
	$'000	$'000
Loss before tax from continuing operations	**(2,326)**	(590)
Tax calculated at a tax rate of 17% (2023: 17%)	**(395)**	(100)
Expenses not deductible for tax purposes	**14**	538
Over provision of current income tax in respect of prior years	**(4)**	(2)
Deferred tax assets not recognised	**205**	24
	180	460

The potential deferred tax assets on the following deductible temporary differences have not been recognised in the financial statements at the end of the reporting period due to uncertainty of its recoverability:

	Group	
	2024	2023
	$'000	$'000
Unabsorbed tax losses	**21,613**	20,554
Unabsorbed capital allowances	**3,346**	3,184
Accelerated tax depreciation	**135**	135
Others	**605**	605
	25,699	24,478

9. Tax (expense)/credit (cont'd)

As at 31 March 2024, the Group has unutilised tax losses and unabsorbed capital allowances of $21,613,000 and $3,346,000 (2023: $20,554,000 and $3,184,000) respectively that are available for set-off against future taxable profits. The use of these tax losses and capital allowances is subject to the agreement of the tax authority and compliance with certain provisions of the tax legislations of the respective countries in which the Group operates.

The unutilised tax losses and unabsorbed capital allowance do not have any expiry date except for the unutilised tax losses arising from the subsidiaries in the jurisdiction of Republic of Indonesia and Malaysia amounting to $23,000 and $275,000 (2023: $23,000 and $113,000) respectively which can only be utilised for the set-off against its future taxable profits within five and seven years from the date the tax losses were incurred.

10. Loss per share

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

	Group	
	2024	2023
	$'000	$'000
Loss for the year attributable to equity holders of the Company	**(2,322)**	(1,073)
Weighted average number of ordinary shares outstanding for basic earnings per share ('000)	**90,287**	90,287
Basic and diluted loss per share (cents)	**(2.57)**	(1.19)

There was no difference between the basic and diluted loss per share as the effect of all potentially dilutive shares outstanding was anti-dilutive for the financial years ended 31 March 2024 and 31 March 2023.

11. Property, plant and equipment

	Freehold lands and buildings $'000	Leasehold land and properties $'000	Leasehold improvement $'000	Plant and Machinery $'000	Office equipment $'000	Furniture and fittings $'000	Motor vehicles $'000	Computers $'000	Construction in progress	Total $'000
Group										
2024										
Cost										
At 1 April 2023	**5,427**	**23,831**	**396**	**7,521**	**1,283**	**755**	**1,611**	**379**	**13**	**41,216**
Additions	1	-	-	1	62	-	33	-	-	97
Disposal	-	(4,805)	-	(2)	(108)	(3)	(32)	-	-	(4,950)
Translation differences	(69)	-	(14)	(5)	(50)	(18)	(28)	14	-	(171)
At 31 March 2024	**5,359**	**19,026**	**382**	**7,515**	**1,187**	**734**	**1,584**	**393**	**13**	**36,193**
Accumulated depreciation and										
At 1 April 2023	**622**	**8,909**	**379**	**5,622**	**1,210**	**745**	**1,470**	**334**	**-**	**19,291**
Depreciation charge for the financial year	-	833	108	514	23	3	11	70	-	1,562
Disposal	(31)	-	-	(2)	(86)	(3)	(20)	-	-	(142)
Translation differences	(70)	(325)	(116)	(604)	36	(17)	33	(46)	-	(1,109)
At 31 March 2024	**521**	**9,417**	**371**	**5,530**	**1,183**	**728**	**1,494**	**358**	**-**	**19,602**
Net carrying value										
At 31 March 2024	**4,838**	**9,609**	**11**	**1,985**	**4**	**6**	**90**	**35**	**13**	**16,591**

11. Property, plant and equipment (cont'd)

	Freehold lands and buildings $'000	Leasehold land and properties $'000	Leasehold improvement $'000	Plant and Machinery $'000	Office equipment $'000	Furniture and fittings $'000	Motor vehicles $'000	Computers $'000	Construction in progress	Total $'000
Group										
2023										
Cost										
At 1 April 2022	6,531	25,677	578	5,321	779	818	1,663	630	13	42,010
Additions	156	670	4	59	166	3	43	17	-	1,118
Disposal	(952)	(200)	-	(7)	(31)	(2)	(98)	-	-	(1,290)
Translation differences	(308)	(2,316)	(186)	2,148	369	(64)	3	(268)	-	(622)
At 31 March 2023	**5,427**	**23,831**	**396**	**7,521**	**1,283**	**755**	**1,611**	**379**	**13**	**41,216**
Accumulated depreciation and										
At 1 April 2022	727	8,482	564	5,058	749	811	1,659	590	-	18,640
Depreciation charge for the financial year	-	903	6	281	100	5	70	23	-	1,388
Disposal	(105)	(147)	-	-	(2)	(2)	(91)	-	-	(347)
Translation differences	-	(329)	(191)	283	363	(69)	(168)	(279)	-	(390)
At 31 March 2023	**622**	**8,909**	**379**	**5,622**	**1,210**	**745**	**1,470**	**334**	**-**	**19,291**
Net carrying value										
At 31 March 2023	**4,805**	**14,922**	**17**	**1,899**	**73**	**10**	**141**	**45**	**13**	**21,925**

11. Property, plant and equipment (cont'd)

	Office equipment $'000	Computers $'000	Leasehold Building $'000	Total $'000
Company				
2024				
Cost				
At 1 April 2023 and at 31 March 2024	**119**	**33**	**363**	**515**
Accumulated depreciation				
At 1 April 2023	119	29	217	365
Depreciation charge for the financial year	-	4	146	150
At 31 March 2024	**119**	**33**	**363**	**515**
Net carrying value				
At 31 March 2024	**-**	**-**	**-**	**-**

	Office equipment $'000	Computers $'000	Leasehold Building $'000	Total $'000
Company				
2023				
Cost				
At 1 April 2022	119	27	363	509
Additions	-	6	-	6
At 31 March 2023	**119**	**33**	**363**	**515**
Accumulated depreciation				
At 1 April 2022	96	26	166	288
Depreciation charge for the financial year	23	3	51	77
At 31 March 2023	**119**	**29**	**217**	**365**
Net carrying value				
At 31 March 2023	**-**	**4**	**146**	**150**

11. Property, plant and equipment (cont'd)

a) Purchase of property, plant and equipment in the consolidated cash flows:

	Group	
	2024	2023
	$'000	$'000
Aggregate cost of property, plant and equipment acquired		
- Continuing operations	**97**	1,118
Less: Additions to right-of-use assets	**-**	-
Net cash outflow for purchase of property, plant and equipment	**97**	1,118

b) Bank loans are secured on properties of the Group with a net carrying value of $6,757,000 (2023: $6,757,000) (Note 23).

c) As at 31 March 2024, the net carrying value of the Group's right-of-use assets under property, plant and equipment was $4,352,000 (2023: $4,830,000).

12. Investment properties

	Group	
	2024	2023
	$'000	$'000
At fair value		
Balance at the beginning of financial year	**26,000**	26,000
Disposal of investment properties	**(22,000)**	-
Balance at the end of financial year	**4,000**	26,000

These investment properties are mortgaged to secured bank loans (Note 23).

The following amounts are recognised in profit or loss:

	Group	
	2024	2023
	$'000	$'000
Rental and other related income from investment properties	**3,138**	2,072
Direct operating expenses (including repairs and maintenance) arising from investment properties that generated rental income.	**78**	496

12. Investment properties (cont'd)

The investment properties held by the Group are as follows:

Description and location	Existing use	Floor area (sqm)	Tenure	Significant unobservable input [(1)]
182, 184, 186 Woodlands Industrial Park E5, Singapore 757515	Workshops, offices and workers' dormitory	8,560.3	30 years lease commencing 25 April 2007	Price per square foot[(1)(2)]
2 Tuas South Street, 15 Singapore 637079	Single-user general industrial factory, boiler house, sheds, compressor room, weigh bridge storage of flammable materials, ancillary office and temporary workers' dormitory	4,654.6	Leasehold 17 years 10 months commencing 16 February 2013	Price per square foot[(1)]

(1) Any significant increase (decrease) in the significant unobservable input would result in a significantly higher (lower) fair value measurement.

(2) Investment property has been disposed during the financial year.

The fair value of the investment property located at Tuas South Street at the end of the reporting period is determined based on the valuation performed by a professional valuer on a market value basis with vacant possession and free from all encumbrances, using a direct comparison with transactions of similar properties in the subject or comparable localities. The valuer has taken into consideration the prevailing market conditions and has made due adjustments for differences between the property and the comparables in terms of location, size, tenure, age, condition, standard of finishes, use, facilities provided, date of transaction and other relevant factors affecting its value. This fair value measurement is categorised within Level 3 of the fair value hierarchy.

In prior year, the fair value of the investment properties located at Woodlands Industrial Park at the end of the reporting period was determined based on the valuation performed by a professional valuer on the properties' using the Income Capitalisation Method on an as-is basis subject to existing tenancies, with reference to market rental evidence, occupancy levels, remaining lease tenure and capitalisation rates. The valuation was supported by a direct comparison with recent transactions of comparable properties within the vicinity.at the end of the reporting period. The valuer has taken into consideration the prevailing market conditions and has made due adjustments for differences between the property and the comparables in terms of location, size, layout and other factors affecting its value. This fair value measurement was categorised within Level 3 of the fair value hierarchy.

During the financial year ended 31 March 2024, the Company's subsidiary, Koon Cheng Development Pte Ltd has completed its disposal of 3 properties, 182,184 and 186 Woodlands Industrial Park E5, Singapore 757515 with purchaser, Royal's Engineering & Trading (S) Pte Ltd on 22 February 2024. The consideration for this property is $22,000,000. The subsidiary has entered into settlement agreements with Purchaser on 16 February 2026.

13. Investments in subsidiaries

	Company 2024 $'000	Company 2023 $'000
Unquoted equity shares, at cost	**1,458**	1,458
Less: Allowance for impairment	**(861)**	(861)
Net carrying amounts	**597**	597

Movements in the allowance for impairment are as follows:

	2024	2023
Balance at the beginning of the financial year	**861**	261
Impairment of investment in subsidiaries	**-**	600
Balance at the end of the financial year	**861**	861

(a) Details of the subsidiaries as at the end of the financial year are as follows:

Name of subsidiary	Principal activities	Country of incorporation and operations	Effective equity interest held by Group 2024 %	2023 %
Held by the Company				
USP Properties Pte Ltd [1]	Investment holding and real estate developer.	Singapore	**100**	**100**
Supratechnic SII Pte Ltd *(f.k.a. USP Industrial Pte Ltd)* [1]	Investment holding, research and development, engineering, manufacturing, and consultancy for biofuel industry.	Singapore	**100**	**100**
Biofuel Research Pte Ltd [4]	Research and development, engineering, manufacturing and consultancy for biofuel industry.	Singapore	**7**	**7**
Theme A investment Holdings Pte Ltd [5c]	Investment holding	Singapore	**100**	**100**
Held by Supratechnic SII Pte Ltd.:				
Biofuel Research Pte Ltd [4]	Research and development, engineering, manufacturing and consultancy for biofuel industry	Singapore	**86**	**86**
BOS Marine Pte Ltd [5c]	Wholesale of marine equipment and accessories	Singapore	**100**	**100**
Supratechnic Capital Pte Ltd *(f.k.a USPI Investment Pte Ltd)* [1]	Investment Holding	Singapore	**100**	**100**
Scientific & Industrial Instrumentation Pte Ltd [1]	Trading in scientific and industrial instruments	Singapore	**100**	**100**

14. Investments in subsidiaries (cont'd)

(a) Details of the subsidiaries as at the end of the financial year are as follows (cont'd):

Held by Scientific Industrial & Instrumentation Pte Ltd.:				
SII Scientific (S) Pte Ltd (5c)	Wholesale of medical, professional, scientific and precision equipment	Singapore	**100**	**100**
Held by BOS Marine Pte Ltd (5c)				
BOS Marine (M) Sdn Bhd (2)	Wholesale of marine equipment and accessories	Malaysia	**100**	**100**
Held by Supratechnic Capital Pte Ltd				
Supratechnic Pte Ltd (1)	Wholesale of industrial machinery and equipment, marine equipment and accessories	Singapore	**100**	**100**
Held by Supratechnic Pte Ltd				
Supratechnic (M) Sdn Bhd (2)	Trading in outboard motors and general merchandise	Malaysia	**100**	**100**
PT Supratechnic Instrumentasi (3)	Trading in outboard motors and general merchandise	Indonesia	**100**	**100**
Held by Supratechnic (M) Sdn Bhd				
Supratechnic Properties Sdn Bhd *(f.k.a Semangat Hitech Sdn Bhd)* (2)	Letting out properties and general traders	Malaysia	**100**	**100**
Held by USP Properties Pte Ltd				
USPP Woodlands Pte Ltd (1)	Investment holding	Singapore	**100**	**100**
Theme A Properties Pte Ltd (5b)	Commercial and industrial real estate management	Singapore	**100**	**100**
Threeone Recruitant Pte Ltd (5b)	Recruitment and deployment of workers and mgmt staff	Singapore	**65**	**65**
Held by USPP Woodlands Pte Ltd				
Koon Cheng Development Pte Ltd (1)	Letting and operating self-owned properties	Singapore	**100**	**100**

13. Investments in subsidiaries (cont'd)

(a) Details of the subsidiaries as at the end of the financial year are as follows (cont'd):

Held by Theme A Investment Holdings Pte Ltd [4d]				
Darts Engineering Pte Ltd [5a]	Process industrial plant engineering design and consultancy services; building and repair of ships, tankers and other ocean vessels; installation of industrial machinery and equipment, mechanical engineering works and scaffolding works	Singapore	**65**	65

[1] Audited by PKF-CAP LLP, Singapore
[2] Audited by KS Chia & Associates., Malaysia
[3] Audited by PKF Paul Hadiwinata, Hidajat, Arsono, Retno, Palilingan & Rekan, Indonesia
[4] Liquidated on 10 January 2025
[5] Unaudited, in liquidation
[a] 25 April 2025
[b] 13 October 2025
[c] 16 December 2025

(b) At the end of the reporting period, there are no subsidiaries with non-controlling interests that are material to the Group. Accordingly, the summarised financial information of the subsidiaries is not disclosed.

14. Intangible assets

	Customer relationships $'000	Goodwill $'000	Club membership $'000	Total $'000
Group				
Cost				
At 1 April 2021	1,866	22	1	1,889
Write off	-	-	(1)	(1)
Transfer from disposal group asset held for sale	-	459	-	459
At 31 March 2023 and 31 March 2024	**1,866**	**481**	**-**	**2,347**
Accumulated amortisation and impairment				
At 1 April 2021	723	22	-	745
Amortisation charged for the financial year	170	-	-	170
Impairment charged for the financial year	973	-	-	973
At 31 March 2023 and 31 March 2024	**1,866**	**22**	**-**	**1,888**
Net carrying amount				
At 31 March 2023 and 31 March 2024	-	459	-	459

During the previous financial year ended 31 March 2020, full impairment was recognised by management on the carrying amount of the acquired customer relationships of $973,000 as Supratechnic group switched the principal of a featured product to which the acquired customer relationships were related. Therefore, management did not expect future economic benefits to be derived from the acquired customer relationship of Supratechnic group as at the end of the financial year 31 March 2020.

14. Intangible asset (cont'd)

Impairment test for goodwill

Goodwill acquired through business combination has been allocated to a cash-generating unit ("CGU"), which is also the reportable operating segment, for impairment testing.

The carrying amount of goodwill allocated to the CGU is as follows:

	2024	2023
	$'000	$'000
Recycling of waste oil business	**459**	459

Key assumptions used in value-in-use calculation

In prior financial year 2021, the recoverable amount of the CGU is determined from value-in-use calculations. The key assumptions for the value-in-use calculations are those regarding the discount rate, revenue growth rates and gross margins during the period. Management estimates discount rate using pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the CGU. The revenue growth rates and gross margins are estimated based on past performance and expected trends and developments in the market including consideration of the current business condition.

The Group's value-in-use calculation was computed based on the cash flow forecasts derived from the most recent financial budgets approved by management covering a five years period. Cash flows beyond the five-year period was extrapolated using an estimated terminal value growth rate of 2%.

Sensitivity to changes in assumptions

These key inputs and assumptions were estimated by management based on prevailing market, economic and other conditions at the end of the reporting period, and based on management's estimations of the expected orders and recovery in business conditions amidst the current COVID-19 pandemic.

15. Deferred tax

	Group	
	2024	2023
	$'000	$'000
At beginning of the financial year	**881**	928
Charge to profit or loss (Note 9)	**2**	24
Translation difference	**(505)**	(71)
At end of the financial year	**378**	881
Representing:		
Deferred tax liabilities	**763**	1,269
Deferred tax assets	**(385)**	(388)
	378	881

Major deferred tax assets and liabilities recognised by the Group are as follows:

	Accelerated tax depreciation $'000	**Fair value uplift on assets from acquisition of subsidiaries $'000**	**Provision $'000**	**Others $'000**	**Total $'000**
At 1 April 2022	(268)	1,588	(32)	(360)	928
(Credit)/charged to profit or loss for the financial year	-	-	-	24	24
Currency translation differences	-	-	-	(71)	(71)
At 31 March 2023	**(268)**	**1,588**	**(32)**	**(407)**	**881**
(Credit)/charged to profit or loss for the financial year	-	-	-	3	3
Currency translation differences	-	-	-	(506)	(506)
At 31 March 2024	**(268)**	**1,588**	**(32)**	**(910)**	**378**

16. Inventories

	Group	
	2024	2023
	$'000	$'000
Finished goods	**9,578**	12,511
Goods in transit	**-**	-
	9,578	12,511

The following amounts are recognised in profit or loss:

Inventories recognised as an expense in cost of sales	**15,494**	21,192
Inclusive of the following:		
- Inventories written down (Note 5)	**185**	-

17. Trade and other receivables

	Group		Company	
	2024	2023	**2024**	2023
	$'000	$'000	**$'000**	$'000
Current				
Trade receivables - third parties	**4,742**	6,026	**-**	-
Less: Allowance for impairment Note 27	**(1,424)**	(1,460)	**-**	-
	3,318	4,566	**-**	-
Other receivables:				
- Third parties	**5,641**	1,257	**-**	-
- Subsidiaries	-	-	**10,533**	39,082
- Allowance for impairment	**(548)**	(551)	**(4,932)**	(29,702)
	5,093	706	**5,601**	9,380
Deposits	**687**	930	**237**	171
Prepayments	**438**	401	**-**	45
Advance payment to supplier	**125**	300	**-**	-
Tax recoverable	**-**	12	**-**	-
	1,250	1,643	**237**	216
Total	**9,661**	6,915	**5,838**	9,596

17. Trade and other receivables (cont'd)

Movement in allowance for impairment loss are as follows

	Group		Company	
	2024	2023	**2024**	2023
	$'000	$'000	**$'000**	$'000
Trade receivables				
At 1 April	**1,460**	1,544	**-**	-
Write back	**-**	14	**-**	-
Impairment loss written off	**-**	-	**-**	-
Currency translation difference	**(36)**	(98)	**-**	-
	1,424	1,460	**-**	-
Other receivables				
At 1 April	**551**	888	**29,702**	29,842
Impairment loss written off	**-**	1	**(24,430)**	-
Write back	**(295)**	-	**(340)**	-
Currency translation difference	**292**	(338)	**-**	(140)
	548	551	**4,932**	29,702

The amounts due from subsidiaries are non-trade in nature, unsecured, interest-free and repayable on demand.

18. Cash and cash equivalents

	Group		Company	
	2024	2023	**2024**	2023
	$'000	$'000	**$'000**	$'000
Cash and bank balances	**977**	840	**4**	34
Fixed deposit	**2,744**	2,648	**-**	-
	3,721	3,488	**4**	34

At the end of the reporting period, restricted cash represented fixed deposits pledged to secure certain bank facilities amounted to approximately $2,744,000 (2023: $2,648,000).

Cash and cash equivalents in the consolidated statement of cash flows comprised the following:

	Group	
	2024	2023
	$'000	$'000
Cash at bank and in hand and short-term term deposits	**3,721**	3,488
Less: Bank overdrafts (Note 23)	**(921)**	(906)
Less: Restricted cash-pledged bank deposits (Note 23)	**(2,744)**	(2,648)
	56	(66)

19. Share capital

	Group and Company			
	2024		2023	
	Number of shares $'000	**Issued share capital $'000**	Number of shares $'000	Issued share capital $'000
At 1 April and 31 March	**90,922**	**50,913**	90,922	50,913

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

20. Treasury shares

	Group and Company			
	2024		2023	
	Number of shares	**$'000**	Number of shares	$'000
Balance at beginning and end of financial year	**634,600**	**99**	634,600	99

Treasury shares relate to ordinary shares of the Company that is held by the Company.

During the financial year ended 31 March 2018, the Company acquired 634,600 shares in the Company through purchases of the Singapore Exchange. Consideration paid to purchase shares amounted to $99,378 which was presented as a component within the equity in the financial statements.

21. Other reserves

	Group		Company	
	2024	2023	**2024**	2023
	$'000	$'000	**$'000**	$'000
Foreign currency translation reserve	**(482)**	(1,102)	**-**	-
Gain or loss on reissuance of treasury share	**(504)**	(504)	**(504)**	(504)
Capital reserve	**2,941**	2,941	**-**	-
Other	**2,507**	2,507	**149**	149
	4,462	3,842	**(355)**	(355)

a) Foreign currency translation reserve

The foreign currency translation reserve comprises exchange differences arising from the translation of the financial statements of foreign operations whose functional currencies differ from the Group's presentation currency. The reserve reflects cumulative foreign exchange gains and losses recognised in other comprehensive income and is reclassified to profit or loss upon disposal of the relevant foreign operation.

b) Gain or loss on reissuance of treasury shares

The gain or loss on reissuance of treasury shares represents the cumulative difference arising from the purchase, sale, reissuance, transfer or cancellation of treasury shares. In accordance with the relevant statutory and regulatory requirements, the reserve is not available for dividend distribution and may not be distributed, whether in cash or otherwise, to shareholders of the Company.

c) Capital reserve pertains to the followings:

- Revaluation surplus arising from the freehold land and building in May 2011, being transferred to capital reserve for the purpose of issuing bonus share;

- The premium received from non-controlling interest for acquisition of parts of non-controlling interest in subsidiaries, Supratechnic (M) Sdn. Bhd and Scientific & Industrial Instrumentation Pte Ltd on 01 March 2019 amounting to $2,884,000.

d) Others – equity consideration

The other reserve represents equity consideration paid or payable to the vendors in connection with the acquisition of Supratechnic Pte. Ltd. during the financial year ended 31 March 2016. The reserve reflects the equity component of the acquisition consideration recognised in accordance with the terms of the acquisition agreement.

Movements in the above other reserves are disclosed in the statements of changes in equity.

22. Other payables, non-current

	Group	
	2024	2023
	$'000	$'000
Security Deposit	**-**	**68**

The non-current portion of security deposits was unsecured and carried at amortised cost with an imputed interest rate of 5%. The carrying amount of the non-current portion of security deposits approximates its fair value at the end of the reporting period.

23. Borrowings

	Group		Company	
	2024	2023	**2024**	2023
	$'000	$'000	**$'000**	$'000
Non-current				
Bank loans				
Bank loan III	**757**	963	**-**	-
	757	963	**-**	-
Current				
Bank loans				
Bank loan II	**916**	916	**-**	-
Bank loan III	**136**	136	**-**	-
Bank loan IV	**65**	4,349	**-**	-
Bank loan VI	**-**	16,233	**-**	-
	1,117	21,634	**-**	-
Bank overdrafts	**921**	906	**-**	-
Loan from shareholder	**-**	-	**-**	-
Trade financings	**6,752**	8,840	**-**	-
	7,673	9,746	**-**	-
	9,547	32,343	**-**	-

a) Secured liabilities

Bank loans

Loan II is secured by mortgage over certain leasehold property (Note 11) of Scientific & Industrial Instrumentation Pte Ltd., personal guarantee by a former director of the Company and corporate guarantee by the Company. Bank loan II bears floating interest rate ranging from 1.91% to 3.22% (2023: 1.91% to 3.22%) per annum rolled over on quarterly basis. The loan is denominated in Singapore Dollar.

23. Borrowings (cont'd)

a) Secured liabilities (cont'd)

Bank loans (cont'd)

Loan III is secured by Supratechnic (M) Sdn Bhd on certain properties of the subsidiaries and a third party., fixed deposits of the subsidiary (Note 18) and corporate guarantee by Supratechnic Pte Ltd. Bank loan III bears floating interest rate ranging from 1.00% to 1.25% (2023: 1.00% to 1.25%) per annum above the bank's prevailing base lending rate and is repayable by monthly instalments over 15 years commenced in 2014. The loan bear interest rate from 4.59% to 4.70% (2023: 4.59% to 4.70%) per annum. The loan is denominated in Malaysia Ringgit.

Loan IV is secured by Supratechnic Capital Pte Ltd on mortgage over certain leasehold property (Note 11), personal guarantee by a former director of the Company and corporate guarantee by the Company, first fixed charge over 100% shares in the share capital of Supratechnic Pte Ltd and Supratechnic Capital Pte Ltd, and a fixed and floating charge over Supratechnic Pte Ltd's present and future undertakings, property assets, revenues and rights. The 5-year term loan is repayable over 60 monthly instalments (comprising principal and interest) from May 2016 and amortised over 16 years loan profile with final bullet payment at the end of loan maturity date. The loan bears floating interest rate at 2.00% per annum over the applicable3-month SWAP Offer Rate ("SOR") or 2.00% per annum over prevailing rates 3-months Cost of Funds ("COF"), whichever is higher, or at such other rates as the bank may stipulate from time to time at its discretion. The effective interest rates range from 2.40% to 3.02% (2023: 2.40% to 3.02%) per annum. The loan is denominated in Singapore Dollar. This loan is classified as current as the loan repayment is due but the Group did not make any repayments during the financial year.

Bank overdrafts

Bank overdrafts bear interest rates ranging from 6.35% to 7.92% (2023: 6.35% to 7.92%) per annum and are secured by the subsidiary's leasehold properties and joint and several personal guarantees of the former directors of the Company and subsidiaries.

Trade Financings

Trade Financings comprise bridging loan, trust receipts and short term loan. Trade financings bear interest rates ranging from 2.00% to 7.15% (2023: 2.00% to 7.15%) per annum.

Trade financings are secured by certain subsidiaries' leasehold properties, joint and several personal guarantees of the former directors of the Company and subsidiaries, negative pledge and the legal mortgage of the subsidiaries freehold and leasehold properties, corporate guarantees provided by the Company, pledge of subsidiaries deposit and deed of assignment of rental proceeds from a subsidiary.

23. Borrowings (cont'd)

b) Fair Values

The carrying amounts of current borrowings approximate their fair values at the end of the reporting period.

Based on the discounted cash flow analysis using a discount rate based upon market lending rate for similar borrowings which management expects would be available to the Group at the end of the reporting period, the fair values of the fixed borrowings at the end of the reporting period approximate their carrying values as there are no significant changes in the marketing lending interest rates available to the Group at the end of the reporting period. The floating rates borrowings are instruments that are repriced to market interest rates on or near the end of the reporting period. Accordingly, the fair values of these borrowings, determined from the discounted cash flow analysis using market lending rates for similar borrowings which the management would be available to the Group at the end of reporting period, would approximate their carrying amounts at the end of the reporting period. This fair value measurement for disclosure purposes is categorised in the Level 3 of fair value hierarchy.

c) Breach of covenant and default

On 30 March 2022, the Group's subsidiaries obtained letters from the bank to accommodate the breach of loan covenants on a one-off basis as the Company, which is the corporate guarantor, did not fulfil the requirement to maintain a minimum consolidated tangible net worth of $25,000,000 and a subsidiary did not fulfil the requirement to maintain a minimum debt service coverage ratio of 1.5. In addition to the waiver granted, on 31 March 2022, the bank also revised the loan covenant for the Company to maintain a minimum consolidated tangible net worth of $20,000,000 at all times.

Interest payables of $492,000 on the Group's borrowings were due but remained unpaid as at 31 March 2022. The carrying amount of total borrowings in default as at 31 March 2022 was $12,701,000. Accordingly, these borrowings were classified as current liabilities on the statement of financial position as at 31 March 2023 and 31 March 2024.

23. Borrowings (cont'd)

d) Reconciliation of movements of liabilities to cash flows arising from financing activities

	Bank loans $'000	Lease liabilities $'000	Trade financings $'000	Loan from shareholder $'000	Total $'000
Group					
2024					
Balance as at 1 April 2023	**22,597**	**4,988**	**8,840**	**-**	**36,425**
Changes from financing cash flows:					
- Proceeds	-	-	-	-	-
- Repayments	(20,723)	(1,824)	(2,088)	-	(24,635)
- Interest paid	(1,684)	(301)	-	-	(1,985)
Non-cash changes:					
- Interest expense	1,684	301	-	-	1,985
- Lease Modifications	-	-	-	-	-
Interest payable	-	-	-	-	-
Foreign exchange translation	-	-	-	-	-
Non-cash rent concession	-	-	-	-	-
Balance at 31 March 2024	**1,874**	**3,164**	**6,752**	**-**	**11,790**

23. Borrowings (cont'd)

d) Reconciliation of movements of liabilities to cash flows arising from financing activities (cont'd)

	Bank loans $'000	Lease liabilities $'000	Trade financings $'000	Loan from shareholder $'000	Total $'000
Group					
2023					
Balance as at 1 April 2022	24,538	4,860	7,733	1,000	38,131
Changes from financing cash flows:					
- Proceeds	-	-	1,107	-	1,107
- Repayments	(1,941)	(254)	-	(1,000)	(3,195)
- Interest paid	(1,391)	(58)	(487)	-	(1,936)
Non-cash changes:					
- Interest expense	1,391	58	487	-	1,936
- Lease Modifications	-	508	-	-	508
Interest payable		-	-	-	-
Foreign exchange translation	-	-	-	-	-
Non-cash rent concession	-	(126)	-	-	(126)
Balance at 31 March 2023	**22,597**	**4,988**	**8,840**	**-**	**36,425**

24. Provision for restoration cost

	Group	
	2024	2023
	$'000	$'000
Balance at 1 April	**191**	191
Addition	**-**	-
Balance at 31 March	**191**	191

The provision for restoration costs represents the present value of management's best estimate of the future outflow economic benefits that will be required to reinstate the lease property to its original state. The estimate has been made on the basis of quotes obtained from external contractors. The unexpired term of the lease is 6 years and 8 months (2023: 7 years and 8 months).

25. Trade and other payables

	Group		Company	
	2024	2023	**2024**	2023
	$'000	$'000	**$'000**	$'000
Trade payables	**1,162**	3,227	**-**	-
Deposit received	**1,940**	2,327	**-**	-
Other payables – Third parties	**2,531**	1,348	**1,684**	697
Subsidiaries	**-**	-	**-**	3,518
Accrued operating expenses	**4,460**	3,078	**961**	195
Deferred rent payable	**41**	41	**-**	-
	10,134	10,021	**2,645**	4,410

Trade and other payables are non-interest bearing and are generally on 30 to 60 days' terms. They are recognised at their original invoice amounts which represent their fair values on initial recognition.

26. Contingent liabilities

Details and estimates of maximum amounts of contingent liabilities are as follows:

(i) On 7 April 2020, the Company together with its subsidiaries (collectively referred to as "the Group"), commenced High Court suit no S328/00 (S328) against M/s Sin Hong Hwa Pte Ltd and Mr. Oon Kong Cheng and Li Hua (collectively referred to as "the Defendants"). 328 was brought by the Group pursuant to a Sale and Purchase agreement of Koon Cheng Development Pte Ltd dated 18 December 2015 ("SPA") against the Defendants for misrepresentations, failure to perform conditions precedent of SPA, and unlawful means, conspiracy. The Group sought the following relief against the Defendants: (1) the sum $13,677,600; (2) alternative damages to be assessed; (3) alternative misrepresentation to be assessed; (4) the costs; (5) the interest and (6) such further or orders by the Court as deems fit.

(ii) On 9 June 2020, the Group commenced DC suit no DC1363/2020 ("DC1363") against Mr Yin Kum Choy ("Mr Yin") and Mr. Oon Kong Cheng ("Mr Oon") (collectively referred to as "the Defendants"). The action was brought by the Group against Mr Yin for breach of fiduciary duties; (2) against Mr Oon for dishonest assistance; and (3) against the Defendants for unlawful conspiracy. The following reliefs were sought by the Group against the Defendants: (1) an order that Mr Yin has breached his duties to the Group the sum $13,677,600; (2) an aggregate sum of $130,227; (3) legal costs incurred by the Group in relation to OS137 and CWU108; (4) alternative damages to be assessed; (5) the costs; (6) the interest and (7) such further or orders by the Court as deems just and fit. DC1363 was transferred to High Court on 16 March 2021 in High Court Suit No S292 of 2021.

(iii) On 8 July 2020, Mr. Oon Kong Cheng ("Mr Oon") commenced High Court suit no S612/2020 ("S612") against the Company, Mr Tanoto Sau Ian and Mr Li Hua (collectively referred to as "the Defendants"). The action was brought by Mr Oon against the Defendant for conspiracy with the intention to injure Mr Oon's interests. The following reliefs were sought by Mr Oon are: (1) injunctive relief against the Defendants; (2) damages; (3) the costs; (4) the interest and (5) such further or orders by the Court as deems just and fit.

26. Contingent liabilities (cont'd)

Details and estimates of maximum amounts of contingent liabilities are as follows (cont'd):

(iv) On 8 September 2019, the Company commenced High Court suit no S855/2020 ("S855") against Mr Yin Kum Choy ("Mr Yin") and M/s TMF Singapore H Pte Ltd ("Mr TMF") (collectively referred to as "the Defendants"). The action was brought by the Company in relation to the Circular issued for the Company's Extraordinary General Meeting on 10 February 2020 ("the Circular"). The following reliefs were sought by the Company against the Defendants: (1) an Order that the Circular was, under the advice of the TMF, in breach of Rule 1206(1) of SGX Mainboard Rules; (2) an Order that Mr Yin has breached his duties to the Company; (3) damages, loss and expenses to be assessed; (4) equitable compensation; (5) the costs; (6) the interest and (7) such further or orders by the Court as deems just and fit. On 6 December 2021, the Company entered into a Settlement agreement with the 2nd Defendant, TMF, and the 3rd Defendant, an employee of TMF which had been added as a defendant in S855 later on.

(v) On 22 January 2021, the Company commenced High Court suit no S88/2021 ("S88") against Mr Tham Wai Mun Raphael ("Mr Tham"), Mr Wong Peng Wai ("Mr Wong"), Mr Chau Leung Yu ("Mr Chau"), Mr Pua Chieh Sze ("Mr Pua") and Ms Lim Soh Sian ("Ms Lin") (collectively referred to as "the Defendants"). The action was brought by the Company in relation to the acquisition of three (3) Eco Fuel Transaction Plants, against the Defendants for Breach of Fiduciary Duties, Dishonest Assistance, Fraudulent Misrepresentation/Deceit, Breach of Contract, Unlawful Interference with/ Inducing a Breach of Contract and Unlawful Conspiracy. The following reliefs were sought by the Company against the Defendants: (1) an Order for accounting on a wilful default or common account basis against Mr Tham and Mr Wong; (2) an Order that the Defendants pay damages of US$ 11 million to the Company; (3) an Order that Mr Tham pay damages; (4) an Order that Mr Wong pay damages; (5) a declaration that each Sales Agreement had been rescinded; (6) a declaration there is a change in favour of the Company over assets transacted in breach of duty; (7) an Order that the Defendants restore to the Plaintiff any asset transacted in breach of duty; (8) an Order that Mr Tham and Mr Wong indemnify the Company and hold the Company harmless against liabilities, loss or damaged incurred or to be incurred as a result of the under-declaration of GST; (9) the costs; (10) the interest and (11) such further or orders by the Court as deems just and fit.

(vi) On 2 February 2021, the Group commenced High Court suit no S130/00 ("S130") against Mr Li Hua ("Mr Li"). The action was brought by the Group, in relation to the acquisition of three (3) Eco Fuel Transaction Plants, Sale and Purchase of Koon Cheng Development Pte Ltd, and installation of Automated Environmental Sanitizer System, against Mr Li for Breach of Director's Duties. The following relief were sought by the Company against Mr Li: (1) a declaration that the Defendant has breached his duties to the Group; (2) the sum of US$11 million; (3) the sum of $13,677,600.00; (4) the sum of $138,672.00; (5) an account of the profit made by Mr Li by reason of all said transactions; (6) payment of all sums found due to the Group on taking the aforementioned account; (7) indemnity for loss and expenses incurred by the Group as a result of the underpayment of GST; (8) indemnity for loss and expenses incurred by the Group in S328; (9) loss and damages to be assessed; (10) equitable compensation; (11) interest under Section 12 of the Civil Law Act (Cap 43); (12) costs; and (13) such further or orders by the Court as deems fit

(vii) On 13 December 2021, the Company commenced Originating Summons No. OS1270/2021 ("OS1270") against Fervent Chambers LLC ("Fervent"). OS1270 was brought by the Company to seek an order against Fervent to send disputed invoices for taxation.

26. Contingent liabilities (cont'd)

Details and estimates of maximum amounts of contingent liabilities are as follows (cont'd):

(viii) On 6 June 2021, Fervent Chambers LLC ("Fervent") commenced Bill of Costs No. BC77/2021 to tax the disputed invoice no. FCL/D/2021-04-18 for an amount of $37,643.77 (excluding disbursements), in relation to legal services rendered to the Company in High Court Suit No. S612/2020. At the hearing on 16 November 2021, the Court has allowed (i) costs at $27,530.73 and (ii) Court allocatur fees at $1,651.84 with an additional fee of $50 for the Registrar's Certificate to be awarded to Fervent. On 23 November 2021, the Company had filed for a review of the taxation order to be made on 16 November 2021.

(ix) On 9 June 2021, Fervent Chambers LLC ("Fervent") commenced Bill of Costs No. BC81/2021 to tax the disputed invoice no. FCL/D/2021-04-16 for an amount of $36,749.50 (excluding disbursements), in relation to legal services rendered to the Company in High Court Suit No. S855/2020. At the hearing on 16 November 2021, the Court has allowed (i) costs at $33,159.60 and (ii) Court allocatur fees at $1,989.58 with an additional fee of $50 for the Registrar's Certificate to be awarded to Fervent. On 23 November 2021, the Company had filed for a review of the taxation order to be made on 16 November 2021.

(x) On 11 June 2021, Fervent Chambers LLC ("Fervent") commenced Bill of Costs No. BC82/2021 ("BC82") to tax the disputed invoice no. FCL/D/2021-04-19 for an amount of $17,096.25 (excluding disbursements), in relation to legal services rendered to the Company in High Court Suit No. S292/2021. At the hearing on 16 November 2021, the Court has allowed (i) costs at $16,782.25 and (ii) Court allocatur fees at $1,006.94 with an additional fee of $50 for the Registrar's Certificate to be awarded to Fervent. On 23 November 2021, the Company had filed for a review of the taxation order to be made on 16 November 2021.

(xi) On 11 June 2021, Fervent Chambers LLC ("Fervent") commenced Bill of Costs No. BC83/2021 ("BC83") to tax the disputed invoice no. FCL/D/2021-04-35 for an amount of $18,944.00 (excluding disbursements), in relation to legal services rendered to the Company in High Court Suit No. S115/2020 and S116/2020. At the hearing on 16 November 2021, the Court has allowed (i) costs at $17,120.31 and (ii) Court allocatur fees at $1,027.22 with an additional fee of $50 for the Registrar's Certificate to be awarded to Fervent. On 23 November 2021, the Company had filed for a review of the taxation order to be made on 16 November 2021.

(xii) On 9 July 2021, Fervent Chambers LLC ("Fervent") commenced Bill of Costs No. BC100/2021 ("BC100") to tax the disputed invoice no. FCL/D/2021-06-08 for an amount of $20,476.31 (excluding disbursements), in relation to legal services rendered to the Company in High Court Suit No. S292/2020. At the hearing on 16 November 2021, the Court has allowed (i) costs at $19,123.79 and (ii) Court allocatur fees at $1,179.61 with an additional fee of $50 for the Registrar's Certificate to be awarded to Fervent. On 23 November 2021, the Company had filed for a review of the taxation order to be made on 16 November 2021.

26. Contingent liabilities (cont'd)

Details and estimates of maximum amounts of contingent liabilities are as follows (cont'd):

(xiii) On 9 July 2021, Fervent Chambers LLC ("Fervent") commenced Bill of Costs No. BC101/2021 ("BC101") to tax the disputed invoice no. FCL/D/2021-06-07 for an amount of $47,137.26 (excluding disbursements), in relation to legal services rendered to the Company in High Court Suit No. S855/2020. At the hearing on 16 November 2021, the Court has allowed (i) costs at $40,278.93 and (ii) Court allocatur fees at $2,416.74 with an additional fee of $50 for the Registrar's Certificate to be awarded to Fervent. On 23 November 2021, the Company had filed for a review of the taxation order to be made on 16 November 2021.

27. Financial instruments

a) Categories of financial instruments

Financial instruments at their carrying amounts at the end of the financial year are as follows:

	Group		Company	
	2024	2023	**2024**	2023
	$'000	$'000	**$'000**	$'000
Financial assets at amortised costs	**12,819**	9,690	**5,842**	**9,585**
Financial liabilities, at amortised cost	**22,845**	46,818	**2,645**	**4,980**

b) Financial risk management

The Group and Company are exposed to financial risks arising from their operations and the use of financial instruments. The key financial risks include foreign currency risk, interest rate risk, credit risk and liquidity risk. The Group's overall risk management strategy seeks to minimise adverse effects from these financial risks on the Group's financial performance. The Group does not hold derivative financial instruments for trading purposes. The Board reviews and agrees policies for managing risks and they are summarised below.

There have 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.

Foreign currency risk

The Group has currency exposures arising from transactions, assets and liabilities that are denominated in currencies other than the respective functional currencies of entities in the Group. The foreign currencies in which the Group's currency risk arises are mainly United State dollars ("USD"), Japanese Yen ("JPY") and Malaysian Ringgit ("MYR").

27. Financial instruments (cont'd)

b) Financial risk management (cont'd)

Foreign currency risk (cont'd)

At the end of the reporting period, the Group has the following financial assets and financial liabilities denominated in foreign currency:-

	MYR $'000
Group	
2024	
Financial assets	
Cash and cash equivalents and fixed deposits	2,778
Trade and other receivables	1,679
	4,457
Financial liabilities	
Trade and other payables	(3,074)
Borrowings	-
	(3,074)
Net financial assets denominated in foreign currency	**1,383**

	MYR $'000
Group	
2023	
Financial assets	
Cash and cash equivalents and fixed deposits	2,708
Trade and other receivables	1,913
	4,621
Financial liabilities	
Trade and other payables	(2,666)
Borrowings	-
	(2,666)
Net financial assets denominated in foreign currency	**1,955**

27. Financial instruments (cont'd)

b) Financial risk management (cont'd)

Foreign currency risk (cont'd)

There is exposure to foreign currency risk as part of its normal business.

Sensitivity analysis:

	2024	2023
A hypothetical 10% (2023: 10%) strengthening in the exchange rate of the functional currency $ against MYR with all other variables held constant would have a (unfavourable)/favourable effect on pre-tax profit of	**(138)**	(196)

The above table shows sensitivity to the hypothetical percentage variations in the functional currency against the relevant non-functional foreign currencies. The sensitivity rate used is the reasonably possible change in foreign exchange rates. For similar rate weakening of the functional currency against the relevant foreign currencies above, there would be comparable impacts in the opposite direction.

In management's opinion, the above sensitivity analysis is unrepresentative of the foreign currency risks as the historical exposure does not reflect the exposure in future.

Interest rate risk

The interest rate risk exposure is from changes in fixed rate and floating interest rates and it mainly concerns borrowings which are both fixed rate and floating rate. The following table analyses the breakdown of the significant financial instruments by type of interest rate:

	2024	2023
Financial Liabilities		
Fixed rates	**3,164**	15,274
Floating rates	**9,547**	31,544

27. Financial instruments (cont'd)

b) Financial risk management (cont'd)

Interest rate risk (cont'd)

Sensitivity analysis:

A hypothetical variation in floating interest rate by 100 basis points with all other variables held constant, would have an increase/decrease in pre-tax loss for the year by	**86**	**315**

The analysis has been performed for floating interest rate over a year for financial instruments. The impact of a change in interest rates on floating interest rate financial instruments has been assessed in term of changing of their cash flows and therefore in terms of the impact on profit or loss. The hypothetical changes in basis points are not based on observable market data (unobservable inputs).

The Company is not exposed to significant interest rate risk as it does not have financial liabilities carry at floating interest rate.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. For receivables, the Group adopts the policy of dealing only with customers of appropriate credit history, and obtaining sufficient collateral where appropriate to mitigate credit risk. For other financial assets, the Group adopts the policy of dealing only with credit quality counterparties.

The Group has no significant concentration of credit risk. The Company has no significant concentration of credit risk except for the loans and receivables from subsidiaries as disclosed in Note 17.

The following sets out the Group's internal credit evaluation practices and basis for recognition and measurement of expected credit losses ("ECL"):

Description of evaluation of financial assets	Basis for recognition and measurement of ECL
Counterparty has a low risk of default and does not have any past due amounts	12-month ECL
Contractual payments are more than 30 days past due or where there has been a significant increase in credit risk since initial recognition	Lifetime ECL - not credit-impaired
Contractual payments are more than 90 days past due and there is evidence of credit impairment	Lifetime ECL- credit-impaired
There is evidence indicating that the Group has no reasonable expectation of recovery of payments such as when the debtor has been placed under liquidation or has entered into bankruptcy proceedings	Write-off

27. Financial instruments (cont'd)

b) Financial risk management (cont'd)

Credit risk (cont'd)

Significant increase in credit risk

In assessing whether the credit risk on a financial asset has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial asset as at the reporting date with the risk of a default occurring on the financial asset as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information, such as future economic and industry outlook, that is available without undue cost or effort.

In particular, the Group considers the following information when assessing whether credit risk has increased significantly since initial recognition:

- significant deterioration in external market indicators of credit risk for a particular financial instrument, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor, or the length of time or the extent to which the fair value of a financial asset has been less than its amortised cost;

- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations;

- significant increases in credit risk on other financial instruments of the same debtor; and

- an actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations.

The Group regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increase in credit risk before the amount becomes past due.

Regardless of the evaluation of the above factors, the Group presumes that the credit risk on a financial asset has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

The Group also assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if it has an internal or external credit rating of "investment grade" as per globally understood definition, or the financial asset has a low risk of default; the borrower has a strong capacity to meet its contractual cash flow obligations in the near term; and adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations.

27. Financial instruments (cont'd)

b) Financial risk management (cont'd)

Credit risk (cont'd)

Definition of Default

The Group considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that receivables that meet the following criteria are generally not recoverable.

(i) information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Group, in full (without taking into account any collaterals held by the Group).

Irrespective of the above analysis, the Group considers that default has occurred when a financial asset is more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred such as evidence that the borrower is in significant financial difficulty, there is a breach of contract such as default or past due event; there is information that it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; the disappearance of an active market for that financial asset because of financial difficulties; or the purchase or origination of a financial asset at a deep discount that reflects the incurred credit losses.

Estimation techniques and significant assumptions

There has been no change in the estimation techniques or significant assumptions made during the current financial year for recognition and measurement of credit loss allowances.

Concentration of trade receivable customers as at the end of the reporting date as follows:

	Group	
	2024	**2023**
Top 1 customers	605	1,088
Top 2 customers	370	370
Top 3 customers	175	272

The Company has significant credit risk exposures arising on amounts due from subsidiaries (Note 17).

The maximum exposure to credit risk is represented by the carrying amount of each financial asset presented on the statements of financial position and the amount of $11,973,000 (2023: $33,273,000) relating to corporate guarantees given by the Company to banks for the subsidiaries' bank borrowings (Note 23).

27. Financial instruments (cont'd)

b) Financial risk management (cont'd)

Credit risk (cont'd)

Estimation techniques and significant assumptions (cont'd)

Movements in credit loss allowance are as follows:

	Trade Receivables $'000	Other Receivables $'000	Total $'000
Group			
Balance as at 1 April 2022	1,544	888	2,432
Loss allowance measured:			
Lifetime ECL			
- simplified approach	-	-	-
- write back	14	-	14
- currency translation differences	(98)	(337)	(435)
Balance as at 31 March 2023	1,460	551	2,011
Loss allowance measured:			
Lifetime ECL			
- simplified approach	-	-	-
- write back	-	(295)	(295)
- currency translation differences	(36)	292	256
Balance as at 31 March 2024	1,424	548	1,972

27. Financial instruments (cont'd)

b) *Financial risk management* (cont'd)

Credit risk (cont'd)

Estimation techniques and significant assumptions (cont'd)

Movements in credit loss allowance are as follows (cont'd):

	Trade Receivables $'000	Other Receivables $'000	Total $'000
Company			
Balance as at 1 April 2022	-	29,842	29,842
Loss allowance measured:			
Lifetime ECL			
- credit-impaired	-	-	-
- write off	-	-	-
- currency translation differences	-	(140)	(140)
	-	(140)	(140)
Balance as at 31 March 2023	-	29,702	29,702
Loss allowance measured:			
Lifetime ECL			
- credit-impaired	-	(24,430)	(24,430)
- write back	-	(340)	(340)
- currency translation differences	-	-	-
Balance as at 31 March 2024	-	4,932	4,932

Trade receivables

The Group has applied the simplified approach by using a provision matrix to measure the lifetime expected credit loss allowance for trade receivables. The Group estimates the expected credit loss rates for each category of past due status of the debtors based on historical credit loss experience adjusted as appropriate to reflect current conditions and forecasts of future economic conditions affecting the ability of the customers to settle the receivables.

There has been no change in the estimation techniques or significant assumptions made during the current financial year.

27. Financial instruments (cont'd)

b) *Financial risk management* (cont'd)

Credit risk (cont'd)

Trade receivables (cont'd)

A trade receivable is written off when there is information indicating that there is no realistic prospect of recovery from the debtor such as when the debtor has been placed under liquidation, has entered into bankruptcy proceedings, cannot be located or are not recoverable despite legal recourse made to recover the debt, including reminders and letters of demand issued for debts due for more than 12 months.

The group's credit risk exposure in relation to trade receivables under SFRS(I) 9 is set out in the provision matrix below:

		Past due				
	Not past due	Within 3 months	3 to 6 months	6 to 12 months	More than 1 year	Total
	$'000	$'000	$'000	$'000	$'000	$'000
Group						
2024						
Marine distributors and dealerships						
Expected loss rate	0.23%	3.02%	2.44%	1.00%	99.26%	
Gross Receivables	1,997	663	63	320	1,398	4,441
Loss allowance	(5)	(20)	(2)	(3)	(1,388)	(1,418)
Calibration of environmental equipment						
Expected loss rate	0%	0%	50.00%	0%	0%	
Gross Receivables	197	85	11	-	-	293
Loss allowance	-	-	(6)	-	-	(6)
Property investments						
Expected loss rate	0%	0%	0%	0%	0%	
Gross Receivables	8	-	-	-	-	8
Loss allowance	-	-	-	-	-	-
Total gross receivables	2,202	748	74	320	1,398	4,742
Total loss allowance	(5)	(20)	(8)	(3)	(1,388)	(1,424)
Net carrying amount	2,197	728	66	317	10	3,318

27. Financial instruments (cont'd)

b) *Financial risk management* (cont'd)

Credit risk (cont'd)

Trade receivables (cont'd)

		Past due				
	Not past due $'000	Within 3 months $'000	3 to 6 months $'000	6 to 12 months $'000	More than 1 year $'000	Total $'000
Group						
2023						
Marine distributors and dealerships						
Expected loss rate	0.23%	3.02%	2.44%	1.00%	99.26%	
Gross Receivables	2,777	919	88	452	1,424	5,660
Loss allowance	(6)	(28)	(2)	(5)	(1,413)	(1,454)
Calibration of environmental equipment						
Expected loss rate	0%	0%	50.00%	0%	0%	
Gross Receivables	212	92	12	-	-	316
Loss allowance	-	-	(6)	-	-	(6)
Property investments						
Expected loss rate	0%	0%	0%	0%	0%	
Gross Receivables	50	-	-	-	-	50
Loss allowance	-	-	-	-	-	-
Recycling of waste oil						
Expected loss rate	0%	0%	0%	0%	0%	
Gross Receivables	-	-	-	-	-	-
Loss allowance	-	-	-	-	-	-
Total gross receivables	3,039	1,011	100	452	1,424	6,026
Total loss allowance	(6)	(28)	(8)	(5)	(1,413)	(1,460)
Net carrying amount	3,033	983	92	447	11	4,566

27. Financial instruments (cont'd)

(b) *Financial risk management* (cont'd)

Credit risk (cont'd)

Other financial assets at amortised cost

The table below details the credit quality of the Group's financial assets (other than trade receivables):

Group 2024	**12-month or lifetime ECL**	**Gross carrying amount $'000**	**Loss allowance $'000**	**Net carrying amount $'000**
Deposits	N.A. Exposure Limited	687	-	687
Other receivables	Lifetime ECL	5,641	(548)	5,093
Cash and cash equivalents	N.A. Exposure Limited	3,721	-	3,721
Group 2023	**12-month or lifetime ECL**	**Gross carrying amount $'000**	**Loss allowance $'000**	**Net carrying amount $'000**
Deposits	N.A. Exposure Limited	930	-	930
Other receivables	Lifetime ECL	1,257	(551)	706
Cash and cash equivalents	N.A. Exposure Limited	3,488	-	3,488

27. Financial instruments (cont'd)

(b) *Financial risk management* (cont'd)

Credit risk (cont'd)

Other financial assets at amortised cost

The table below details the credit quality of the Company's financial assets (other than trade receivables):

Company 2024	**12-month or lifetime ECL**	**Gross carrying amount $'000**	**Loss allowance $'000**	**Net carrying amount $'000**
Amounts due from subsidiaries	N.A. Exposure Limited	1,233	-	1,233
	Lifetime ECL	9,300	(4,932)	4,368
Deposits	Lifetime ECL	237	-	237
Cash and cash equivalents with financial institutions	N.A. Exposure Limited	4	-	4
Company 2023	**12-month or lifetime ECL**	**Gross carrying amount $'000**	**Loss allowance $'000**	**Net carrying amount $'000**
Amounts due from subsidiaries	N.A. Exposure Limited	1,233	-	1,233
	Lifetime ECL	37,849	(29,702)	8,147
Deposits	Lifetime ECL	171	-	171
Cash and cash equivalents with financial institutions	N.A. Exposure Limited	34	-	34

The credit loss exposure for cash and cash equivalents and deposits is immaterial as at 31 March 2024 and 31 March 2023.

Financial guarantee

The Company has issued financial guarantees to banks for borrowings of its subsidiaries. These guarantees are subject to the impairment requirements of SFRS(I) 9. The directors do not expect credit loss exposure arising from these guarantees in view that the borrowings were secured (Note 23).

27. Financial instruments (cont'd)

(b) *Financial risk management* (cont'd)

Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group's and the Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by credit facilities.

In managing its liquidity, Management monitors and reviews the Group's and Company's forecasts of liquid reserves (comprise cash and cash equivalents and undrawn borrowing facilities) on the basis of expected cash flows determined at local level in the respective operating companies of the Group in accordance with limits set by the Group.

The table below summarises the maturity profile of the Group's and the Company's non-derivative financial liabilities at the end of reporting period based on contractual undiscounted repayment obligations.

	1 year or less $'000	1 to 5 years $'000	Over 5 years $'000	Total $'000
Group **2024**				
Trade and other payables	10,134	-	-	10,134
Borrowings	8,900	760	-	9,660
Lease Liabilities	18	3,154	-	3,172
2023				
Trade and other payables	10,021	68	-	10,089
Borrowings	31,380	963	-	32,343
Lease Liabilities	334	4,654	-	4,988

27. Financial instruments (cont'd)

(b) *Financial risk management* (cont'd)

Liquidity risk (cont'd)

	1 year or less $'000	1 to 5 year $'000	Over 5 year $'000	Total $'000
Company **2024**				
Trade and other payables	2,645	-	-	2,645
Lease Liabilities	-	-	-	-
Corporate guarantees to banks*	11,973	-	-	11,973
2023				
Trade and other payables	4,410	-	-	4,410
Lease Liabilities	162	408	-	570
Corporate guarantees to banks*	33,273	-	-	33,273

* At the end of reporting period, the maximum exposure of the Company in respect of the intra-group corporate guarantees based on facilities drawn down by the subsidiaries is $11,973,000 (2023: $33,273,000). The Company does not consider it probable that a claim will be made against the Company under the intragroup corporate guarantees.

At the end of the reporting period, the Group has undrawn available credit facilities with certain banks of $6,991,000 (2023: $6,991,000).

28. Significant related party transactions

a) In addition to the information disclosed elsewhere in these financial statements, the following transactions took place between the Company and related parties during the financial year on terms agreed by the parties concerned:

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	Group	
	2024	2023
	$'000	$'000
With shareholder		
Loan from shareholder	**-**	**-**
Interest expense	**-**	**-**

b) Key management personnel compensation

Total Key management personnel compensation is analysed as follows:

	Group	
	2024	2023
	$'000	$'000
Salaries, director's fee and other short-term employee benefits	**73**	**11**
Contributions to defined plan	**-**	**-**

Included in the above amount are the following items:

Directors' remuneration	**73**	**11**

Further information about the remuneration of individual directors is provided in the report on corporate governance.

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

29. Fair value of assets and liabilities

(a) Fair value hierarchy

The tables below analyse the fair value measurements by the levels in the fair value hierarchy based on the inputs to the valuation techniques. The different levels are defined as follows:

(i) Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;
(ii) Level 2 - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly (i.e. derived from prices); and
(iii) Level 3 - Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

29. Fair value of assets and liabilities (cont'd)

(b) Fair value measurements of assets that are measured at fair value

The following table presents the level of fair value hierarchy for each class of assets measured at fair value at the end of the reporting period.

	Level 1	**Level 2**	**Level 3**	**Total**
	$'000	$'000	$'000	$'000
Recurring fair value measurements				
Group				
2024				
Non-financial assets				
Investment properties	-	-	4,000	4,000
2023				
Non-financial assets				
Investment properties	-	-	26,000	26,000

(c) Determination of fair values

Investment properties

The basis of determining fair values for disclosure at the end of the reporting period is disclosed in Note 12.

The following table shows a reconciliation from the beginning balances to the ending balances for Level 3 fair value measurements:

	Investment properties	
	2024	2023
	$'000	$'000
Group		
Balance at beginning of financial year	26,000	26,000
Fair value loss recognised in profit or loss	-	-
Disposal of assets	(22,000)	-
Balance at end of financial year	4,000	26,000

(d) Valuation process applied by the Group

The management of the Group oversees the Group's financial reporting valuation process and is responsible for setting and documenting the Group's valuation policies and procedures. In this regard, management reports to the Group's ARMC.

29. Fair value of assets and liabilities (cont'd)

(e) Valuation process applied by the group (cont'd)

For all significant financial reporting valuations using valuation models and significant unobservable inputs, it is the Group's policy to engage external valuation experts to perform the valuation. Management is responsible for selecting and engaging valuation experts that possess the relevant credentials and knowledge on the subject of valuation, valuation methodologies, and SFRS(I) 13 Fair Value Measurement guidance to perform the valuation. For valuations performed by external valuation experts, management reviews the appropriateness of the valuation methodologies and assumptions adopted.

Management also evaluates the appropriateness and reliability of the inputs used in the valuations.

Significant changes in fair value measurements from period to period are evaluated by management for reasonableness. Key drivers of the changes are identified and assessed for reasonableness against relevant information from independent sources, or internal sources if necessary and appropriate.

(f) Assets and liabilities not carried at fair value but which fair values are disclosed

The carrying amounts of non-current other payables and non-current borrowings approximate their fair values at the end of the reporting period, as the market lending rates at the end of the reporting period were not significantly different from either their respective coupon rates of the agreements or market lending rate at the initial measurement date.

The basis of determining fair value disclosure purposes at the end of the reporting period are disclosed in Notes 22 and 23 respectively.

The above does not include financial assets and financial liabilities whose carrying amounts measured on the amortised cost basis approximate their fair values due to their short-term nature and where the effect of discounting is immaterial.

30. Segment information

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 Group is organised into the following major strategic operating segments that offer different products and services: (1) property investments, (2) marine distributors and dealerships, (3) calibration of environment equipment, (4) recycling of waste oil and (5) others which include investment holding.

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 chief operating decision maker in deciding how to allocate resources and in assessing the performance of each segment. They are managed separately because each business requires different strategies.

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

a) The property investments segment is a property developer and property investment.
b) The marine distributors and dealerships is a trader of marine equipment and related products.
c) The calibration of environment equipment segment is a trader and service provider of mechanical and electronic scientific and industrial instruments as well as air purification products.
d) The recycling of waste oil segment is a research and development, engineering, manufacturing and consultancy for the biofuel industry.
e) The others segment includes investment holding companies.

30. Segment information (cont'd)

The segment information provided to management for the reportable segments are as follows:

	Property Investment $'000	Marine distributors and dealerships $'000	Calibration of environmental equipment $'000	Recycling of waste oil $'000	Others $'000	Elimination $'000	Total $'000
For the financial year ended 31 March 2024							
Revenue							
Sales	3,139	18,944	1,358	772	180	(96)	24,297
Results							
Segment results before interest and income tax	16,860	1,639	(29)	(656)	(2,117)	(15,928)	(231)
Interest income	3	68	-	-	-	-	71
Interest expense	-	(666)	(4)	(274)	(1,042)	-	(1,986)
Profit/(Loss) before income tax	16,863	1,041	(33)	(930)	(3,159)	(16,108)	(2,326)
Tax expense	(189)	354	(12)	-	(333)	-	(180)
(Loss)/Profit for the financial year	**16,674**	**1,395**	**(45)**	**(930)**	**(3,492)**	**(16,108)**	**(2,506)**
Depreciation of property, plant and equipment (Note 11)	(401)	(341)	(95)	(701)	(24)	-	(1,562)
Gain/(Loss) on disposal of property, plant and equipment (Note 11)	23	770	-	6	-	-	799
Interest expense	-	(666)	(4)	(274)	(1,042)	-	(1,986)
Interest income	3	68	-	-	-	-	71

30. Segment information (cont'd)

Assets FY2024	Property Investment $'000	Marine distributors and dealerships $'000	Calibration of environmental equipment $'000	Recycling of waste oil $'000	Others $'000	Elimination $'000	Total $'000
Segment assets	30,553	33,786	4,393	6,383	50,883	(81,603)	44,395
Consolidated total assets							**44,395**
Segment assets include:							
Capital expenditure on plant, property and machinery	-	83	2	12	-	-	97
Liabilities							
Segment liabilities	2,024	19,245	1,785	4,200	64,372	(67,736)	23,890
Consolidated total liabilities							**23,890**

30. Segment information (cont'd)

	Property Investment $'000	Marine distributors and dealerships $'000	Calibration of environmental equipment $'000	Recycling of waste oil $'000	Others $'000	Elimination $'000	Total $'000
For the financial year ended 31 March 2023							
Revenue							
Sales	3,522	26,518	1,446	2,937	2,982	(2,433)	34,972
Results							
Segment results before interest and income tax	1,330	652	(246)	319	(1,929)	1,213	1,339
Interest income	-	47	-	-	-	-	47
Interest expense	-	(768)	(35)	-	(1,173)	-	(1,976)
Profit/(Loss) before income tax	1,330	(69)	(281)	319	(3,102)	1,213	(590)
Tax expense	(322)	(125)	(61)	-	-	48	(460)
(Loss)/Profit for the financial year	**1,008**	**(194)**	**(342)**	**319**	**(3,102)**	**1,261**	**(1,050)**
Depreciation of property, plant and equipment (Note 11)	(13)	(316)	(178)	(715)	(166)	-	(1,388)
Gain/(Loss) on disposal of property, plant and equipment (Note 11)	-	16	36	-	-	-	52
Interest expense	-	(768)	(35)	-	(1,173)	-	(1,976)
Interest income	-	47	-	-	-	-	47

30. Segment information (cont'd)

Assets FY2023	Property Investment $'000	Marine distributors and dealerships $'000	Calibration of environmental equipment $'000	Recycling of waste oil $'000	Others $'000	Elimination $'000	Total $'000
Segment assets	14,692	38,545	4,404	7,081	9,631	(2,667)	71,686
Consolidated total assets							**71,686**
Segment assets include:							
Capital expenditure on plant, property and machinery	-	747	159	-	212	-	1,118
Liabilities							
Segment liabilities	2,837	25,225	1,768	3,958	19,885	(4,378)	49,295
Consolidated total liabilities							**49,295**

30. Segment information (cont'd)

Segment results

Performance of each segment is evaluated based on segment profit or loss which is measured in a manner that is consistent with loss before tax in the consolidated financial statements. Income taxes are managed on a group basis and are not allocated to operating segments.

Segment assets

The amounts provided to the management with respect to total assets are measured in a manner consistent with that of the financial statements. Management monitors the assets attributable to each segment for the purposes of monitoring segment performance and for allocating resources between segments. All assets are allocated to reportable segments other than deferred tax assets and tax recoverable which are classified as unallocated assets.

Segment liabilities

The amounts provided to management with respect total liabilities are measured in a manner consistent with that of the financial statements. All liabilities are allocated to the reportable segments based on the operations of the segments other than deferred tax liabilities and income tax payable. These liabilities are classified as unallocated liabilities.
Geographical information

Geographical information

Revenue and non-current assets information based on the geographical location of customers and assets respectively are as follows:

	Sales to external customers		Non-current assets	
	2024	2023	**2024**	2023
	$'000	$'000	**$'000**	$'000
Malaysia	**14,992**	21,633	**3,629**	3,681
Singapore	**7,268**	11,409	**17,637**	44,142
Rest of Asia	**2,037**	1,930	**484**	561
	24,297	34,972	**21,750**	48,384

Non-current assets information presented above related to non-current assets as presented on the consolidated statement of financial position excluding deferred tax asset.

31. Capital management

The objectives when managing capital are: to safeguard the 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.

In order to maintain its listing on the Singapore Stock Exchange, it has to have share capital with a free float of at least 10% of the shares. 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 receives 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 monitors the capital on the basis of the debt-to-adjusted capital ratio. This ratio is calculated as net debt divided by adjusted capital, as shown below. Net debt is calculated as total borrowings less cash and cash equivalents.

	Group	
	2024	2023
	$'000	$'000
Net debt:		
All current and non-current borrowings including leases	**12,711**	37,331
Less: Cash and cash equivalents (Note 18)	**(3,721)**	(3,488)
Net debt	**8,990**	33,843
Total equity	**20,505**	22,391
Gearing ratio	**44%**	151%

32. Leases

a) The Group and the Company as a lessee

Nature of the Group and the Company's leasing activities

The Group and the Company's leasing activities comprise the following:

(i) The Group and the Company lease land, office, factories and motor vehicles from non-related parties under non-cancellable lease agreements. The leases have a tenure of 2 to 41 years.

(ii) In addition, the Group leases certain office equipment with contractual terms of 6 months to five years. These leases are short-term and/or low-value items. The Group has elected not to recognise right-of-use assets and lease liabilities for these leases.

The Group has options to purchase certain equipment/motor vehicles for a nominal amount at the end of the lease term. The Group's obligations are secured by the lessors' title to the leased assets for such leases. No restrictions are imposed on dividends or further leasing.

The maturity analysis of the lease liabilities is disclosed in Note 27(b).

	Group	
	2024	2023
	$'000	$'000
Lease liabilities - current	**17**	334
Lease liabilities – non-current	**3,147**	4,654
	3,164	4,988

	Group	
	2024	2023
	$'000	$'000
Amounts recognised in profit or loss		
Depreciation of right-of-use assets	**478**	543
Interest expense on lease liabilities (Note 6)	**301**	58

b) The Group as a lessor

Nature of the Group's leasing activities – Group as a lessor

The Group leased out its investment properties to third parties for monthly lease payments. The lease is classified as an operating lease because the risks and rewards incidental to ownership of the assets are not substantially transferred.

Rental income from investment properties is disclosed in Note 4.

32. Leases (cont'd)

b) The Group as a lessor (cont'd)

Nature of the Group's leasing activities – Group as a lessor (cont'd)

Subleases – classified as operating leases

The Group leases office space under a head lease arrangement and subleases part of the office space to third parties as an intermediate lessor. The sub-lease periods do not form a major part of the remaining lease terms under the head leases and accordingly, the sub-leases are classified as operating leases.

Income from subleasing recognised during the financial year amounted to $195,000 (2023: $136,000).

The following table shows the maturity analysis of the undiscounted lease payments to be received:

	Total
	$'000
2024	
Less than one year	-
1 to 5 years	-
Total undiscounted lease payments	-
2023	
Less than one year	2,208
1 to 5 years	3,440
Total undiscounted lease payments	5,648

33. Events occurring after the financial year

Except for the subsequent events disclosed in Note 3.1, which were considered by the Board of Directors in assessing the appropriateness of the going concern basis of preparation, the other significant event occurring after the financial year is set out below.

Change of names of wholly-owned subsidiaries

On 5 June 2026, the Company's wholly owned subsidiaries, Supratechnic SII Pte. Ltd. and Supratechnic Capital Pte. Ltd., changed their names to SuprAI Pte. Ltd. and SuprAI Capital Pte. Ltd., respectively. The changes relate solely to the corporate names of the subsidiaries and did not result in any changes to their principal activities, operations, assets, liabilities, shareholdings or the Group's structure.

Proposed Loan Capitalisation

Subsequent to the reporting date, on 14 August 2026, the Company announced a proposed capitalisation of a non-interest-bearing loan of $3,000,000 obtained on 19 November 2025 from Ascendro Group Limited (Note 3.1) into 270,862,209 new ordinary shares to be issued to Ascendro Group Limited. Upon completion, Ascendro Group Limited is expected to hold approximately 75% of the enlarged issued share capital of the Company and become its controlling shareholder. The proposed transaction remains subject to, amongst others, shareholders' approval and regulatory approvals. Management has assessed the matter as a material non-adjusting event after the reporting period.

33. Events occurring after the financial year (Cont'd)

Entry into Joint Venture and Letter of Intent

On 26 August 2026, the Company's indirect wholly-owned subsidiary, Scientific & Industrial Instrumentation Pte Ltd ("SII"), entered into an unincorporated joint venture and commercial collaboration agreement with the Kimera Health group of companies for the joint marketing, distribution, registration and servicing of healthcare, laboratory and instrumentation products across Singapore, Malaysia and Indonesia. No capital contribution or consideration is payable by the Group. Concurrently, SII and the Company entered into a non-binding letter of intent in respect of a proposed acquisition of up to 51% of the Kimera Health entities, which remains subject to due diligence, valuation, definitive documentation and requisite approvals. Management has assessed the matter as a material non-adjusting event after the reporting period.

34. Authorisation of financial statements

The consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company for the financial year ended 31 March 2024 were authorised for issue in accordance with a resolution of the Board of Directors on 31 August 2026.

USP Group Ltd - FS FY24 (Final)

Final Audit Report 2026-08-31

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