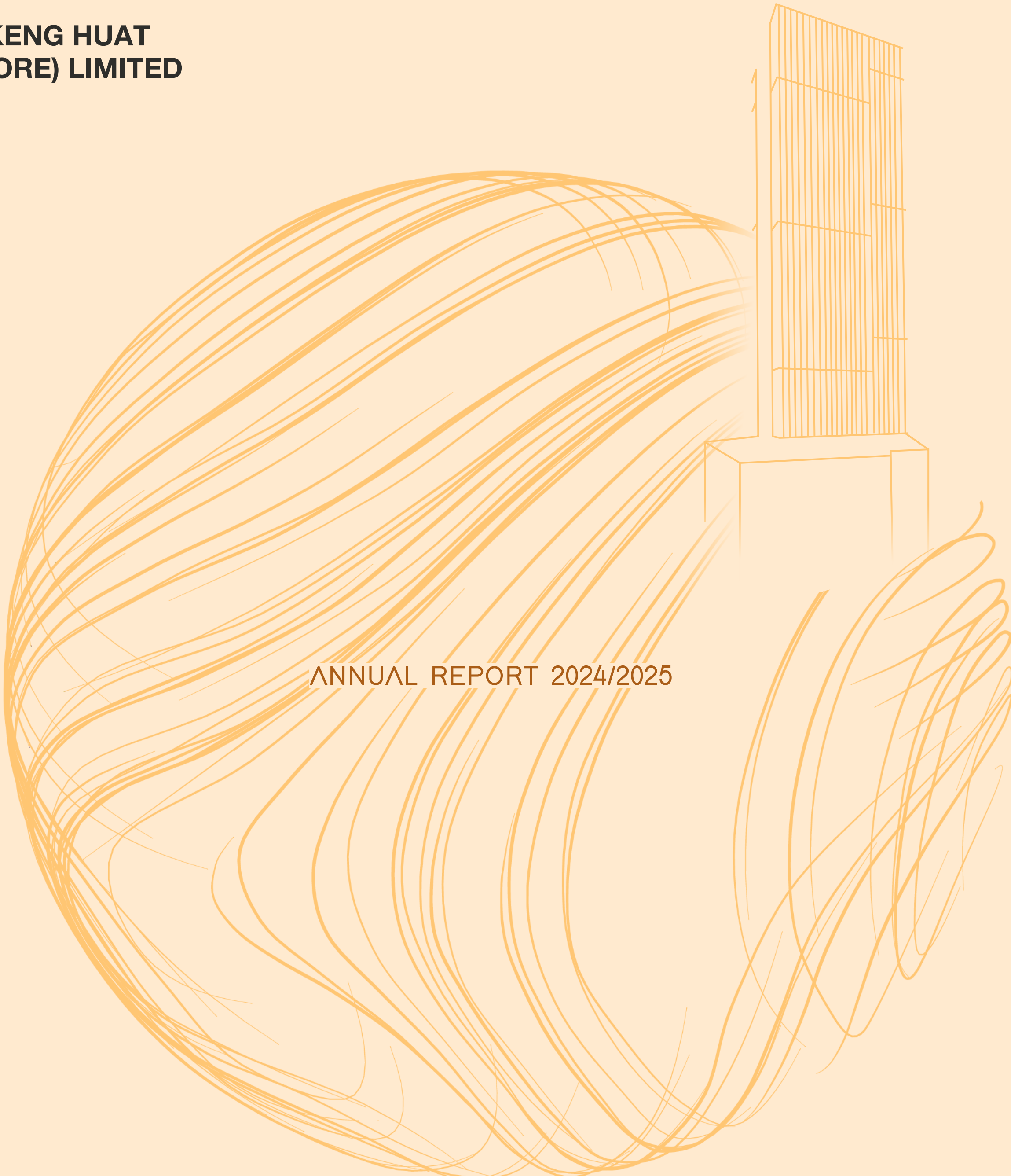
LOW KENG HUAT (SINGAPORE) LIMITED



ANNUAL REPORT 2024/2025

Klimt Cairnhill

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CORPORATE PROFILE

Low Keng Huat (Singapore) Limited ("LKHS" or the "Company"), together with its subsidiaries (the "Group"), was established since 1969, as a general building construction company. LKHS was listed on the Mainboard of the Singapore Exchange on 9 March 1992. Today, its business has grown to encompass property development and investments, which includes retail malls, serviced apartments in Singapore and a hotel in Australia.

The Group's construction arm currently focuses on in-house development and investment projects. Major development projects include Klimt Cairnhill, Dalvey Haus, Uptown @ Farrer, Kismis Residences, Parkland Residences, The Minton, Duchess Residences, One North Residences and Paya Lebar Square. The Group's main investment properties are retail malls - Paya Lebar Square and BT Centre in Singapore.

It also owns serviced apartments in Singapore, namely Citadines Balestier and Lyf @ Farrer, both managed by The Ascott Group. In addition, the Group owns and operates a deluxe hotel in Perth (Australia) under the in-house brand, Duxton. Its other hospitality related business in Singapore is its food and beverage business under the in-house brand, Carnivore.

Klimt Cairnhill

CHAIRMAN'S STATEMENT

"We remain focused on identifying new acquisition and investment opportunities, including expanding our landbank, with a prudent approach. This will help ensure sustainable returns for shareholders while adapting to the evolving economic environment."

Mr Low Keng Boon @ Lau Boon Sen

Dear Shareholders,

On behalf of the Board of Directors, I am pleased to present the annual report of Low Keng Huat (Singapore) Limited and its subsidiaries ("the Group") for the financial year ended 31 January 2025 ("FY2025").

Review of Financial Year

The Group achieved a revenue of $482.7 million for FY2025, an increase of 31.3% from $367.7 million in the previous year. This was mainly driven by contributions from the Klimt Cairnhill project, which was fully sold as of 31 January 2025. The Project obtained its Temporary Occupation Permit ("TOP") in March 2025.

To support future growth, the Group, together with a joint venture partner, secured a residential development site at Canberra Crescent in August 2024, where we hold a 30% equity stake. The project is scheduled for launch in second half of 2025.

The hospitality segment had mixed results. While Duxton Hotel Perth's operating performance improved driven by stronger travel demand, our serviced apartments in Singapore faced challenges from regional competition and increased hotel availability. Additionally, uncertainties in the local F&B scene impacted Carnivore restaurant's performance.

Paya Lebar Square retail maintained high occupancy levels and positive rental reversions, though the broader retail market faced challenges from softer consumer spending, increased outbound travel, and growing e-commerce competition. Despite these pressures, the mall's strong positioning supported its performance.

For the financial year, the Group's profit before fair value changes, other gains/(losses) and taxation decreased to $6.2 million from $7.6 million in the previous year. Overall, profitability was further impacted by fair value losses on an Australian property fund, foreign exchange losses, and an impairment loss for the restaurant business, partially offset by an impairment write-back at BT Centre. Despite these challenges, the Group achieved a net profit attributable to shareholders of $2.1 million, reversing a net loss of $1.1 million from the prior year.

Operating cashflows remained healthy, supported by progress payments from the Klimt Cairnhill project. During the financial year, the Group invested in the Canberra Crescent project and incurred capital expenditure for Duxton Hotel. At the same time, we continue to prepay project loans, leading to an improved net gearing ratio.

Property Development

Property development revenue increased to $415.8 million in FY2025 from $297.3 million in the financial year ended 31 January 2024 ("FY2024"), driven by progress in completion percentage and the sale of 48 units at the Klimt Cairnhill project during the financial year. As of 31 January 2025, all 138 units of the project were sold. Klimt Cairnhill was at a project completion stage of 99% as of 31 January 2025.

The segment also recognised a share of profit from associated companies and joint ventures of $1.1 million. The Dalvey Haus project, held through the Group's 40% associate Dalvey Breeze Development Pte. Ltd. ("Dalvey Breeze"), obtained TOP in July 2023 and Certificate of Statutory Completion ("CSC") in December 2023. The share of profits recognised from the associate for the units sold during the year was partially offset by losses from the initial phase expenses of the new project at Canberra Crescent.

Net profit before tax and non-controlling interests was $8.9 million in FY2025, as compared to a net profit of $11.2 million in FY2024. This was mainly due to lower average prices achieved for the remaining less premium units for the Klimt Cairnhill project in the financial year, and a reduced share of profit from associated companies and joint ventures.

Hotel

Hotel revenue increased to $47.9 million in FY2025 from $46.6 million in FY2024, mainly due to higher revenue at Duxton Hotel Perth from improved occupancy and average daily rate. Citadines Balestier experienced a decline in revenue due to a lower average daily rate, although its occupancy remained stable. On the other hand, Lyf@Farrer's average daily rate and occupancy remained stable when compared to the previous year.

Net loss before tax and non-controlling interests for the Hotel segment was $2.8 million in FY2025, compared to a net loss of $0.8 million in FY2024. While Duxton Hotel Perth's operating performance improved, higher depreciation from refurbishment works impacted its bottom line. An impairment was also made on the Group's F&B business due to operating losses at the restaurant.

Investment

Investment revenue decreased to $19.0 million in FY2025 from $23.8 million in FY2024. The decrease in construction revenue was partially offset by an increase in revenue from Paya Lebar Square retail, which benefitted from positive rental reversion and near full occupancy.

Net loss before tax and non-controlling interests for the Investment segment was $4.6 million in FY2025, as compared to a net loss of $12.0 million in FY2024. Segment performance was impacted by a fair value loss on financial assets at FVPL, and a net foreign exchange loss from AUD depreciation against the SGD. However, a gain from the impairment write-back at BT Centre partially offsets the loss. In FY2024, the segment recognised a higher fair value loss on financial assets at FVPL as compared to FY2025.

Dividends

The Board is pleased to recommend a first and final dividend of 1.5 cents per share. The dividend is tax exempt (one-tier), and the total dividend payment will amount to approximately $11.1 million. This dividend recommendation is subject to the approval of shareholders at the Annual General Meeting to be held on 30 May 2025. The proposed dividend, if approved by shareholders, will be paid on 20 June 2025.

Outlook

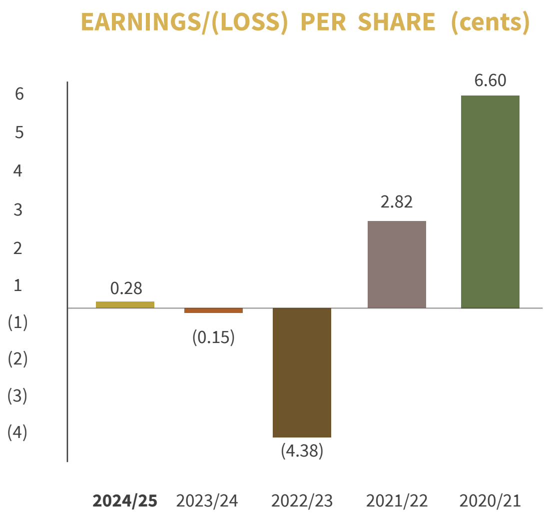
With the completion of the Klimt Cairnhill project, revenue contribution from the development segment is expected to decline in FY2026. We remain focused on identifying new acquisition and investment opportunities, including expanding our landbank, with a prudent approach. This will help ensure sustainable returns for shareholders while adapting to the evolving economic environment.

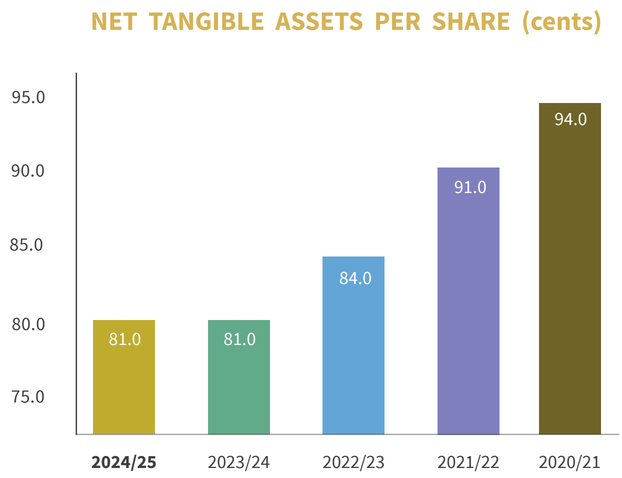
Appreciation

On behalf of the Board, I would like to express my sincere appreciation to our stakeholders, including our shareholders, customers, and business associates for their continued support of the Group and to the management and staff of the Group for their hard work, dedication, and commitment in the past year.

Low Keng Boon @ Lau Boon Sen
Executive Chairman

5 YEARS
FINANCIAL HIGHLIGHTS

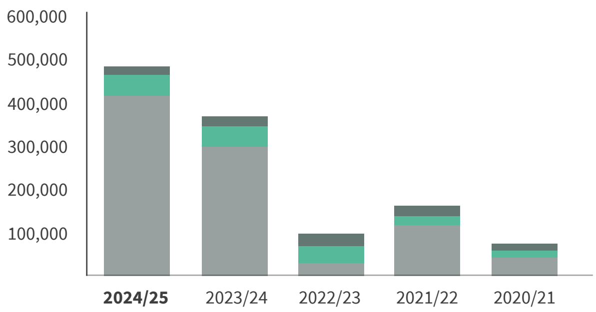




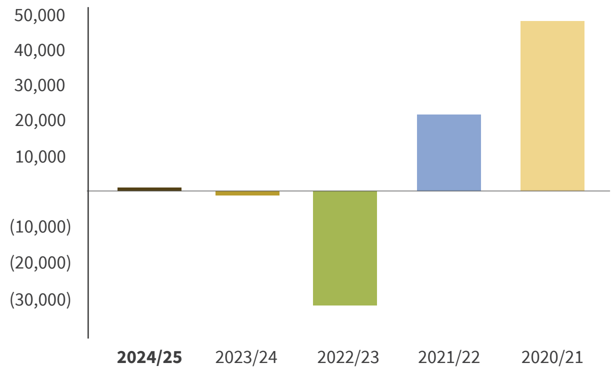
FINANCIAL YEAR	2024/25	2023/24	2022/23	2021/22	2020/21
OPERATING RESULTS					
Revenue ($'000)	**482,705**	367,680	97,267	161,638	73,351
EBITDA ($'000)	**35,127**	37,329	408	45,198	69,155
Pretax profit/(loss) ($'000)	**1,459**	(1,668)	(30,255)	22,987	48,741
Net profit/(loss) ($'000)	**2,577**	(1,030)	(31,896)	20,407	47,872
EBITDA margin (%)	**7.3%**	10.2%	0.4%	28.0%	94.3%
Pretax margin (%)	**0.3%**	(0.5%)	(31.1%)	14.2%	66.4%
Net margin (%)	**0.5%**	(0.3%)	(32.8%)	12.6%	65.3%
FINANCIAL POSITION					
Total assets ($'000)	**1,091,028**	1,215,993	1,308,722	1,446,943	1,548,649
Total borrowings ($'000)	**448,124**	547,446	624,319	718,176	737,122
Shareholders' equity ($'000)	**601,263**	609,721	622,414	671,073	695,539
Net debt : equity (times)	**0.62**	0.76	0.92	0.88	0.94
PER SHARE DATA					
Earnings/(loss) (cents)	**0.28**	(0.15)	(4.38)	2.82	6.60
Dividends (cents)	**1.5**	1.5	1.0	2.0	2.5
Net tangible assets (cents)	**81.0**	81.0	84.0	91.0	94.0
Year end share price (cents)	**32.0**	33.0	41.0	44.5	40.0
SHAREHOLDERS' RETURN					
Return on equity (%)	**0.4%**	(0.2%)	(5.1%)	3.0%	6.9%
Return on asset (%)	**0.2%**	(0.1%)	(2.4%)	1.4%	3.1%
Dividend yield (%)	**4.7%**	4.5%	2.4%	4.5%	6.3%
Dividend payout ratio (%)	**535.7%**	(1,000.0%)	(22.8%)	71.4%	37.9%

5 YEARS FINANCIAL HIGHLIGHTS

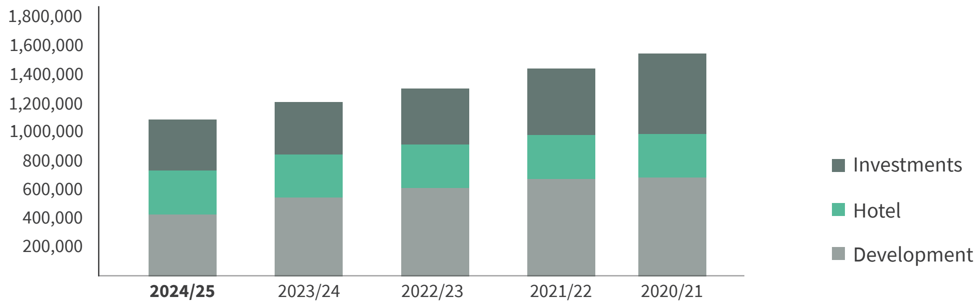
REVENUE ($'000)



PROFIT/(LOSS) BEFORE TAX ($'000)



TOTAL ASSETS* ($'000)



FINANCIAL YEAR	2024/2025 ($'000)	2023/2024 ($'000)	2022/2023 ($'000)	2021/2022 ($'000)	2020/2021 ($'000)
REVENUE					
Development	**415,784**	297,320	28,687	116,597	40,585
Hotel	**47,892**	46,580	38,766	20,365	16,027
Investments	**19,029**	23,780	29,814	24,676	16,739
Total	**482,705**	367,680	97,267	161,638	73,351
PROFIT/(LOSS) BEFORE TAX					
Development	**8,858**	11,164	(7,688)	(36)	(1,495)
Hotel	**(2,835)**	(825)	2,060	(1,755)	(6,711)
Investments	**(4,564)**	(12,007)	(24,627)	24,778	56,947
Total	**1,459**	(1,668)	(30,255)	22,987	48,741
TOTAL ASSETS*					
Development	**420,532**	541,100	611,969	673,951	683,894
Hotel	**295,848**	298,630	302,743	304,440	304,306
Investments	**371,932**	374,055	393,068	468,344	559,385
Total	**1,088,312**	1,213,785	1,307,780	1,446,735	1,547,585

* Excluding deferred tax assets and any GST receivable

OPERATING & FINANCIAL REVIEW

REVENUE

Consolidated revenue increased to $482.7 million in FY2025 from $367.7 million in FY2024. This increase was mainly driven by higher revenues from the Property Development and Hotel segments, partially offset by lower contribution from the Investment segment.

Revenue from the Property Development segment increased to $415.8 million in FY2025 from $297.3 million in FY2024. The increase was driven by (a) a higher percentage of completion for the Klimt Cairnhill project, which was 41% in FY2025, as compared to 27% in FY2024; and (b) an increased number of units sold, with all 138 units sold as of 31 January 2025, up from 90 units as of 31 January 2024. As of 31 January 2025, construction completion reached 99%, compared to 58% a year ago. During FY2025, 48 units (out of 138 units) of the project were sold, compared to 82 units during FY2024.

Revenue from the Hotel segment increased to $47.9 million in FY2025 from $46.6 million in FY2024. The increase was primarily driven by higher revenue at Duxton Hotel Perth, due to improved occupancy and average daily rates. Citadines Balestier experienced a decline in revenue due to lower average daily rates, while its occupancy remained stable. On the other hand, Lyf@ Farrer's average daily rate and occupancy remained at similar levels when compared to last year.

Revenue from the Investment segment decreased to $19.0 million in FY2025 from $23.8 million in FY2024. The decrease was mainly due to the absence of construction revenue in FY2025 following the completion of the Dalvey Haus project. Meanwhile, revenue from Paya Lebar Square improved year-on-year, driven by positive rental reversion. The retail mall maintained near full occupancy rate throughout the financial year.

COST OF SALES

Cost of sales increased to $420.5 million in FY2025 from $307.6 million in FY2024. The increase was mainly due to higher costs recognised for the Klimt Cairnhill project, in line with improved revenue. This increase was partially offset by lower construction costs following the completion of the Dalvey Haus project in the previous financial year.

GROSS PROFIT

Gross profit increased to $62.2 million in FY2025 from $60.1 million in FY2024, primarily driven by higher contributions from the Property Development and Investment segments. This was largely due to the sale of units for Klimt Cairnhill project, as well as improved performance of Paya Lebar Square retail. However, gross profit from the Hotel segment declined, attributed to weaker contributions from the serviced apartments and F&B outlet, Carnivore Brazilian Churrascaria, in Singapore, albeit an improved performance from Duxton Hotel Perth.

Despite the increase in gross profit, gross profit margin decreased to 13% in FY2025 from 16% in FY2024. This decrease was mainly due to a higher percentage of gross profit contribution from the Property Development segment, which had a lower margin compared to the Hotel and Investment segments.

Carnivore Restaurant @ Robertson Quay

MISCELLANEOUS INCOME

Miscellaneous income decreased to $2.8 million in FY2025 from $4.0 million in FY2024. Miscellaneous income primarily includes service and secondment fees, dividend income and forfeited customer deposits. The decrease was mainly due to lower forfeiture fees, driven by a decline in aborted unit sales at the Klimt Cairnhill project.

DISTRIBUTION COSTS, ADMINISTRATIVE COSTS AND FINANCE COSTS

Distribution costs mainly pertained to agents' sales commissions for residential unit transactions. The increase to $23.2 million in FY2025 from $16.9 million in FY2024 was driven by incremental sales and a higher percentage of completion at the Klimt Cairnhill project.

Administrative costs decreased to $13.9 million in FY2025 from $14.3 million in FY2024, mainly due to (a) lower property management fees for the serviced apartments, which were linked to their operating performance; and (b) the absence of professional fees related to loan refinancing or new loans. The decrease was partially offset by higher staff costs.

Finance costs decreased to $22.1 million in FY2025 from $27.5 million in FY2024, mainly due to lower average borrowings, as well as a decline in the effective interest rate. The effective interest rate for the Group's borrowings was 4.39% in FY2025 as compared to 4.56% in FY2024.

SHARE OF RESULTS OF JOINT VENTURES AND ASSOCIATED COMPANIES

Share of results from joint ventures and associated companies was a profit of $0.8 million in FY2025, as compared to $2.8 million in FY2024. This decline was mainly driven by the performance of the Group's 40% associate, Dalvey Breeze. In FY2025, 4 units for the Dalvey Haus project were sold, as compared to 8 units in FY2024. As at 31 January 2025, all 17 units of the project had been sold, compared to 13 units sold as at 31 January 2024. In addition, losses from initial phase expenses of a new project, in which the Group holds a 30% stake, contributed to the decrease.

Klimt Cairnhill

OPERATING & FINANCIAL REVIEW

Citadines Balestier

Duxton Hotel Perth

FAIR VALUE LOSS ON FINANCIAL ASSETS AT FVPL

The Group recognised a fair value loss on financial assets at FVPL, amounting to $2.8 million in FY2025. This loss resulted from lower valuations on properties held under the Group's 41% stake in an Australian Property Fund.

PROFIT BEFORE FAIR VALUE CHANGES, OTHER LOSSES (NET) AND TAXATION

Profit before fair value changes, other losses (net) and taxation decreased to $6.2 million in FY2025 from $7.6 million in FY2024. The Property Development segment remained the largest contributor, driven by profits from the Klimt Cairnhill project. Despite higher revenue generated, the segment's profit before tax declined due to lower average prices achieved for the remaining less premium units sold at the project, as well as a reduced share of profit from associates and joint ventures. The Hotel segment also contributed to the decline, partly offset by higher contributions from Paya Lebar Square. While reduced borrowings lowered interest expenses, elevated interest rates continued to impact the Group's overall profitability.

NET PROFIT ATTRIBUTABLE TO SHAREHOLDERS

Net profit attributable to shareholders was $2.1 million in FY2025, as compared to a net loss of $1.1 million in FY2024. The net profit for the year was affected by fair value losses on financial assets at FVPL, net foreign exchange losses and impairment losses on property, plant and equipment, though partially offset by a gain from the write-back of an impairment loss on an investment property.

In FY2024, the Group's profit from its core business was more than offset by fair value and foreign exchange losses, resulting in a net loss attributable to shareholders.

INVESTMENT PROPERTIES

The net book value of investment properties decreased by $1.6 million to $288.4 million as at 31 January 2025 from $290.0 million as at 31 January 2024, mainly due to depreciation expenses of $3.5 million, partially offset by a reversal of impairment loss on investment properties of $1.9 million.

PROPERTY, PLANT AND EQUIPMENT

The net book value of property, plant and equipment decreased by $2.8 million to $291.7 million as at 31 January 2025 from $294.5 million as at 31 January 2024. The decrease was mainly driven by depreciation expenses of $8.1 million, a foreign exchange loss of $1.1 million, as well as impairment loss on property, plant and equipment of $1.1 million. This was partially offset by additions of $7.5 million, primarily from the ongoing refurbishment works at Duxton Hotel Perth.

JOINT VENTURES AND ASSOCIATED COMPANIES

Joint ventures increased by $44.1 million to $53.5 million as at 31 January 2025 from $9.4 million as at 31 January 2024. The increase was mainly due to (a) shareholders' loans extended by the Group to Peak Crescent Pte. Ltd. and Bina Meganmas Sdn. Bhd.; and (b) an appreciation of the Malaysian Ringgit against the Singapore Dollar in FY2025. This was partially offset by share of losses from joint ventures and dividend received from Promatik Emas Sdn. Bhd.

Associated companies decreased by $12.2 million to $18.1 million as at 31 January 2025 from $30.3 million as at 31 January 2024. The decrease was mainly due to net loan repayments, as well as dividend received from the Group's 40% associate, Dalvey Breeze. This was partially offset by the share of profits from associated companies and an appreciation of the Malaysian Ringgit against the Singapore Dollar in FY2025.

Paya Lebar Square

FINANCIAL ASSETS AT FVOCI AND FINANCIAL ASSETS AT FVPL

Financial assets at FVOCI decreased by $0.9 million to $3.8 million as at 31 January 2025 from $4.7 million as at 31 January 2024, due to fair value changes to the Group's investment in quoted equity investments.

Financial assets at FVPL decreased by $4.0 million to $24.1 million as at 31 January 2025 from $28.1 million as at 31 January 2024 due to a $2.8 million fair value loss from the Australian Fund and a $1.2 million foreign exchange loss.

DEVELOPMENT PROPERTIES

Development properties decreased by $317.6 million to $3.7 million as at 31 January 2025 from $321.3 million as at 31 January 2024. The decrease was mainly due to the sale of 48 units at the Klimt Cairnhill project in FY2025. As at 31 January 2025, all 138 units of the Klimt Cairnhill project had been sold, as compared to 90 units as at 31 January 2024

CASH AND CASH EQUIVALENTS AND FIXED DEPOSITS

Cash and cash equivalents and fixed deposits decreased by $9.0 million to $74.7 million as at 31 January 2025 from $83.7 million as at 31 January 2024. During the year, operating cash flows generated were primarily allocated to capital expenditures, debt repayments and additional loan injections into associated companies and joint ventures.

BORROWINGS

Borrowings decreased by $99.3 million to $448.1 million as at 31 January 2025 from $547.4 million as at 31 January 2024. During the year, part of the proceeds from progress billings and new sales at the Klimt Cairnhill project were used to prepay project loan. On the other hand, drawdowns on existing banking facilities were made to support the Group's working capital and investment needs. As a result, net gearing ratio improved to 0.62 as at 31 January 2025 from 0.76 as at 31 January 2024.

OPERATING & FINANCIAL REVIEW

A. DEVELOPMENT PROJECTS ON HAND	LOCATION	LKHS SHARE (%)	TYPE	NO. OF UNITS	STATUS
1. Klimt Cairnhill	71 Cairnhill Road	100	Freehold Condominium	138	TOP obtained in March 2025
2. Peak Crescent	Canberra Crescent	30	Leasehold Condominium	376	Expected launch in 2H 2025
3. Bina Park	Jalan Bina 1, Bina Park, Bandar Seni Alam, Johor	49	3-Storey shops with sub-basement	31	• Launched in January 2012 • 27 units sold • 2 units held for own use • 2 units unsold
4. Taman Rinting	Taman Rinting	49	Landed Bungalows	20	Planning Stage

B. KEY INVESTMENT PROPERTIES	LOCATION	LKHS SHARE (%)	TYPE	NO. OF UNITS	STATUS
1. Paya Lebar Square	60 Paya Lebar Road	100	Retail mall	159	As at 31 January 2025, 100% occupied.
2. BT Centre	207 Balestier Road	100	Commercial retail units	31	As at 31 January 2025, 98% of net leasable area occupied.

C. PROPERTY, PLANT AND EQUIPMENT	LOCATION	LKHS SHARE (%)	TYPE	NO. OF UNITS	STATUS
1. Duxton Hotel Perth	No. 1 St Georges Terrace	75	Hotel	306	Average occupancy of approximately 71% in FY2025.
2. Citadines Balestier	207 Balestier Road	100	Serviced apartment	166	Average occupancy of approximately 89% in FY2025.
3. Lyf @ Farrer	2 Perumal Road	100	Serviced apartment	240	Average occupancy of approximately 77% in FY2025.

D. LAND BANK	LOCATION	LKHS SHARE (%)	AREA (SQF)	USE
1. Bina Park	Bandar Seri Alam, Johor	49	66,137	Hotel Land Planning Stage
2. Unnamed	Bandar Seri Alam, Johor	49	3,330,996	Proposed Bungalow Lots Planning Stage
3. Tiram Park	Jalan Kota Tinggi, Johor	49	6,528,337	Proposed Industrial Development
4. Unnamed	Bandar Seri Alam, Johor	49	616,453	Proposed Mixed Commercial Development

CORPORATE INFORMATION

BOARD OF DIRECTORS

Low Keng Boon
(Executive Chairman)

Dato' Marco Low Peng Kiat
(Managing Director)

Low Poh Kuan
(Executive Director)

Alvin Teo Poh Kheng
(Executive Director)

Cheo Chai Hong
(Lead Independent, Non-Executive Director)

Chris Chia Woon Liat
(Independent, Non-Executive Director)

Michael Leong Choon Fai
(Independent, Non-Executive Director)

Jason Eng
(Independent, Non-Executive Director)

AUDIT COMMITTEE

Cheo Chai Hong *(Chairman)*
Chris Chia Woon Liat
Jason Eng

NOMINATING COMMITTEE

Chris Chia Woon Liat *(Chairman)*
Low Keng Boon
Dato' Marco Low Peng Kiat
Cheo Chai Hong
Michael Leong Choon Fai

REMUNERATION COMMITTEE

Michael Leong Choon Fai *(Chairman)*
Dato' Marco Low Peng Kiat
Chris Chia Woon Liat
Jason Eng

COMPANY SECRETARY

Alvin Tan Teck Loon
FCA (Singapore)

AUDITORS

External Auditor
Foo Kon Tan LLP
Chartered Accountants
1 Raffles Place
#04-61 One Raffles Place (Tower 2)
Singapore 048616
Partner-in-charge: Ong Soo Ann
(Year of appointment: Financial year ended 31 January 2022)

Internal Auditor
NLA Risk Consulting Pte Ltd
143 Cecil Street
#17-03 GB Building
Singapore 069542
Director-in-charge: Gary Ng

BANKERS

United Overseas Bank Limited
DBS Bank Limited
Oversea-Chinese Banking Corporation Limited
Malayan Banking Berhad
The Bank of East Asia, Limited
The Hongkong and Shanghai Banking Corporation Limited

SHARE REGISTRARS & SHARE TRANSFER OFFICE

KCK CorpServe Pte. Ltd.
1 Raffles Place
#04-63 One Raffles Place (Tower 2)
Singapore 048616

REGISTERED OFFICE

80 Marine Parade Road
#18-05/09 Parkway Parade
Singapore 449269
Tel: +65 6344 2333
Fax: +65 6345 7841
Website: https://www.lkhs.com.sg

LISTING

The Company's ordinary shares are listed and traded on the Mainboard of the Singapore Exchange Securities Trading Limited.

BOARD OF DIRECTORS

Mr Low Keng Boon @ Lau Boon Sen
Executive Chairman

Date of first appointment as a director
14 April 1969

Date of first appointment as Chairman
25 March 2019

Date of last re-election as a director
31 May 2023

Length of service as a director (as at 31 January 2025)
55 years 10 months

Low Keng Huat (Singapore) Limited Board Committee Membership:
- Nominating Committee (Member)

Academic & Professional Qualification:
- Chung Ling High School

Present Directorships in other listed companies:
- Nil

Major Appointments/ Principal Commitments:
- Nil

Past Directorships in other listed companies over the preceding five years:
- Nil

Dato' Marco Low Peng Kiat
Managing Director

Date of first appointment as a director
7 November 2006

Date of last re-election as a director
31 May 2024

Length of service as a director (as at 31 January 2025)
18 years 3 months

Low Keng Huat (Singapore) Limited Board Committee Membership:
- Nominating Committee (Member)
- Remuneration Committee (Member)

Academic & Professional Qualification:
- Bachelor of Science in Management & Systems from City University, England

Present Directorships in other listed companies:
- Nil

Major Appointments/ Principal Commitments:
- Nil

Past Directorships in other listed companies over the preceding five years:
- Nil

Mr Low Poh Kuan
Executive Director

Date of first appointment as a director
5 April 2004

Date of last re-election as a director
31 May 2022

Length of service as a director (as at 31 January 2025)
20 years 10 months

Low Keng Huat (Singapore) Limited Board Committee Membership:
- Nil

Academic & Professional Qualification:
- Bachelor of Science in Marketing and Economics from the University of Indiana, Bloomington, USA

Present Directorships in other listed companies:
- Nil

Major Appointments/ Principal Commitments:
- Nil

Past Directorships in other listed companies over the preceding five years:
- Nil

Mr Alvin Teo Poh Kheng
Executive Director

Date of first appointment as a director
5 April 2021

Date of last re-election as a director
31 May 2023

Length of service as a director (as at 31 January 2025)
3 years 10 months

Low Keng Huat (Singapore) Limited Board Committee Membership:
- Nil

Academic & Professional Qualification:
- Bachelor of Science in Estate Management (Hons) from The National University of Singapore
- Diploma in Marketing Management from Singapore Institute of Management
- Postgraduate Diploma in Marketing from The Chartered Institute of Marketing
- Member of The Chartered Institute of Marketing
- Member of Singapore Institute of Surveyors and Valuers

Present Directorships in other listed companies:
- Nil

Major Appointments/ Principal Commitments:
- Chairman of MCST 4311, Paya Lebar Square
- Chairman of MCST 4774, Uptown@Farrer
- Member of School Management Committee, Assumption English School

Past Directorships in other listed companies over the preceding five years:
- Nil

BOARD OF DIRECTORS

Mr Cheo Chai Hong
Non-Executive Lead Independent Director

Date of first appointment as a director
7 December 2018

Date of last re-election as a director
31 May 2024

Length of service as a director (as at 31 January 2025)
6 years 2 months

Low Keng Huat (Singapore) Limited Board Committee Membership:
- Audit Committee (Chairman)
- Nominating Committee (Member)

Academic & Professional Qualification:
- Bachelor of Business Administration (Hons) degree from University of Singapore

Present Directorships in other listed companies:
- United Overseas Insurance Limited (Independent Non-Executive Director)

Major Appointments/ Principal Commitments:
- United Overseas Insurance Limited (Independent Non-Executive Director)
- The Anglo-Chinese Schools Foundation Ltd (Director)
- ACS Old Boys Association (Member)
- The Anglo-Chinese School (International) Singapore (Board of Management)

Past Directorships in other listed companies over the preceding five years:
- Nil

Mr Michael Leong Choon Fai
Non-Executive Independent Director

Date of first appointment as a director
7 December 2018

Date of last re-election as a director
31 May 2023

Length of service as a director (as at 31 January 2025)
6 years 2 months

Low Keng Huat (Singapore) Limited Board Committee Membership:
- Remuneration Committee (Chairman)
- Nominating Committee (Member)

Academic & Professional Qualification:
- EMP Certificate, Singapore University of Social Sciences
- GCERT Property, University of Newcastle, Australia

Present Directorships in other listed companies:
- Nil

Major Appointments/ Principal Commitments:
- Trustee and Member, Management Committee, Chinese Swimming Club

Past Directorships in other listed companies over the preceding five years:
- Nil

Mr Chris Chia Woon Liat
Non-Executive Independent Director

Date of first appointment as a director
12 September 2018

Date of last re-election as a director
31 May 2022

Length of service as a director (as at 31 January 2025)
6 years 5 months

Low Keng Huat (Singapore) Limited Board Committee Membership:
- Nominating Committee (Chairman)
- Audit Committee (Member)
- Remuneration Committee (Member)

Academic & Professional Qualification:
- Bachelor of Commerce from University of Western Australia (Major in Accounting and Finance)
- Bachelor of Commerce (Honours) from University of Western Australia (Major in Accounting)
- Master of Accounting from University of Western Australia
- Master of Business Administration from MIT Sloan School of Management
- Master of Liberal Arts from Harvard University

Present Directorships in other listed companies:
- Nil

Major Appointments/ Principal Commitments:
- Druk Holding & Investments Limited (Advisor)
- Malaysia Venture Capital Management Berhad (Independent Non-Executive Director)
- Jelawang Capital Sdn Bhd (f.k.a. Penjana Kapital Sdn Bhd) (Independent Non-Executive Director)

Past Directorships in other listed companies over the preceding five years:
- Malaysia Airports Holdings Berhad

Mr Jason Eng
Non-Executive Independent Director

Date of first appointment as a director
27 March 2024

Date of last re-election as a director
31 May 2024

Length of service as a director (as at 31 January 2025)
10 months

Low Keng Huat (Singapore) Limited Board Committee Membership:
- Audit Committee (Member)
- Remuneration Committee (Member)

Academic & Professional Qualification:
- LLB (Second Upper Class Honors) from University College London
- Graduate Diploma in Singapore Law (Merit) from National University of Singapore
- Graduate Diploma in Financial Management from Singapore Institute of Management

Present Directorships in other listed companies:
- Nil

Major Appointments/ Principal Commitments:
- Dymon Asia Capital (Singapore) Pte Ltd (Partner; General Counsel and Chief Compliance Officer)

Past Directorships in other listed companies over the preceding five years:
- Nil

KEY MANAGEMENT

Lee Yoon Moi

Chief Operating Officer

Mr Lee Yoon Moi is responsible for all construction and development activities undertaken by the Group. He is also appointed as the Management Representative overseeing the development, implementation and maintenance of the Company's ISO Quality Assurance Program. Prior to joining LKHS in 1990, he was the General Manager of Construction Technology Pte Ltd (Contech), a wholly government owned construction company set up to spearhead modernisation and mechanisation in the construction industry.

Mr Lee has a Bachelor of Civil Engineering degree (First Class Honours) from the then University of Singapore and a Master of Engineering degree from McGill University, Montreal, Canada.

Alvin Tan Teck Loon

Chief Financial Officer

Mr Alvin Tan joined the Company in July 2022 as its Chief Financial Officer. He has over two decades of experience in financial services, credit risk and strategic financial analysis in banking institutions, corporate finance and rating agencies. Prior to joining the Company, he worked in several banks in Singapore, which include First Abu Dhabi Bank, Credit Suisse and Sumitomo Mitsui Banking Corporation. He was also an analyst for the property sector in Moody's.

Mr Tan is a Fellow Chartered Accountant of Singapore. He graduated with a Bachelor of Accountancy from Nanyang Technological University of Singapore.

Low Chin Han

Director – Investments & Hospitality & Chief Sustainability Officer

Mr Low Chin Han is involved with the Property Investment division of the Group overseeing the investment and hospitality assets. He is also the Chief Sustainability Officer and is responsible for the sustainability efforts of the Group. During his time, he has successfully guided the Group's divestment out of Vietnam and Westgate Towers.

Mr Low graduated with a Bachelor of Business Management majoring in finance in 2003 from Singapore Management University. Prior to working for Duxton Hotels, he worked with several investment banks in Singapore and Hong Kong in both debt and equity capital markets.

Low Poh Kok

Business Development Director & Chief Technology Officer

Mr Low Poh Kok joined the Company in July 2004. Prior to that, he worked in the United States of America for 8 years as a project manager for an IT company. He was promoted to Business Development Director on 1 February 2021. With his additional role as Chief Technology Officer, he is also responsible for the Group's digital transformation to enhance productivity and efficiency, streamline processes and improve supply chain management. During his two decades with the Company, he has worked across the Company's various businesses that have enabled him to gain considerable experience and build up extensive networks, allowing him to perform multiple roles within the Group's business segments in hospitality, property development and property management. He brings to the Company his overseas experiences and project management skills.

Mr Low has a Diploma in Business Studies from Ngee Ann Polytechnic and a Bachelor of Science in Computer Information System from Indiana University at Bloomington, USA.

David Leong Soon Kuen

General Manager (Projects)

Mr David Leong has been with the Company since 2000. He is currently the General Manager in-charge of construction projects. He began his career in LKHS as Project Manager in 2000 and was appointed to his current position in 2008. He has over 40 years of experience in the building industry and is an Accredited Construction Professional A-Star (ACP A-Star). His experience includes 7 years of working in the construction industry in Malaysia and 9 years working in a Singaporean A1 licensed builder prior to joining LKHS.

Mr Leong graduated from The City University in the United Kingdom with a Bachelor of Science (Hons) in Civil Engineering.

This section provides a summary of the Group's Sustainability Report ("Report") for the financial year ended 31 January 2025. The full Sustainability Report 2024/2025 is published separately and should be read together with the Annual Report for a holistic picture of our business and performance.

Our Report highlights the Group's strategy, key focus areas and sustainability performance and is prepared in accordance with the Singapore Exchange Securities Trading Limited ("SGX-ST")'s Listing Manual and with reference to Global Reporting Initiatives ("GRI") Standards 2021. The scope of reporting covers the Company's operations in:

i. Development/Construction;
ii. Investment Properties; and
iii. Corporate Headquarters.

The Sustainability Committee identifies material environmental, social, and governance ("ESG") factors, which are then reviewed and approved by the Board. The Board ensures that these factors are effectively managed and monitored by the Sustainability Committee.

We have identified five key focus areas to guide our sustainability strategy, which are central to achieving our long-term goals:

As part of our ongoing commitment to climate action, we have adopted the recommendations of the Task Force on Climate-related Financial Disclosures ("TCFD") by incorporating climate scenarios to assess the long-term impact of identified climate risks and opportunities. In addition, we are preparing to align our internal processes with the upcoming International Sustainability Standards Board ("ISSB") requirements for climate-related disclosures, which will become mandatory in the next financial year.

Our sustainability efforts are also closely aligned with the United Nations Sustainable Development Goals ("UN SDGs"), reflecting our commitment to addressing global challenges through responsible business practices.

CORPORATE GOVERNANCE

The Board of Directors (the "Board") of Low Keng Huat (Singapore) Limited (the "Company" and collectively with its subsidiaries, the "Group") is committed to upholding strong corporate governance practices to ensure transparency and safeguard shareholders' value. The Group has adopted a framework of corporate governance policies and practices in accordance with the principles and guidelines set out in the Code of Corporate Governance 2018 (the "Code") and its accompanying Practice Guidance.

STATEMENT OF COMPLIANCE

During the financial year ended 31 January 2025 ("FY2025"), the Company adhered to the principles and provisions of the Code and best practices in the accompanying Practice Guidance, as presented in this report.

BOARD MATTERS

PRINCIPLE 1: THE BOARD'S CONDUCT OF AFFAIRS

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

Provision 1.1
Board's Role

The Directors serve as fiduciaries, acting objectively in the best interests of the Company while ensuring that Management is held accountable for its performance. The Board establishes a Code of Conduct and Ethics, sets the appropriate tone from the top, promotes the desired organisational culture, and ensures proper accountability across the Group. Directors facing conflicts of interest recuse themselves from relevant discussions and decisions.

The roles of the Board, apart from its statutory responsibilities, comprises:

(a) providing entrepreneurial leadership and setting strategic objectives, focusing on value creation, innovation and sustainability;

(b) ensuring that adequate resources are in place for the Company to meet its strategic objectives;

(c) establishing and maintaining a sound risk management framework to effectively monitor and manage risks, and to achieve an appropriate balance between risks and the Company's performance;

(d) engaging in constructive discussions with the Management and reviewing its performance;

(e) instilling an ethical corporate culture and ensuring that the Company's values, standards, policies and practices are consistent with the culture; and

(f) ensuring transparency and accountability to key stakeholders.

Provision 1.2
Duties, Continuous Training and Development of Directors

New Directors are briefed on the Group's businesses, their directorship duties and the Company's governance policies. These include policies relating to disclosure of interests in securities, any conflict of interest in transactions involving the Company, prohibitions on dealing in the Company's securities, and handling of price-sensitive information.

A first-time Director of a listed company must undergo training in the roles and responsibilities of a director of a listed issuer as prescribed by the Singapore Exchange Securities Trading Limited ("SGX-ST"). Further training for a first-time director in areas such as accounting, legal matters, and industry-specific knowledge may be arranged and funded by the Company.

Mr Jason Eng was appointed as the Independent Director of the Company on 27 March 2024. Mr Eng attended the mandatory Masterclass Programme for a first-time director and additional Masterclass Programme relevant to his appointment as a member of the Remuneration Committee and Audit Committee.

All Directors are encouraged to update their knowledge by attending training programs, seminars, and workshops organised by various professional bodies and organisations, with funding provided by the Company, as applicable.

During the financial year, the Directors received updates on regulatory changes to the Listing Rules of the SGX-ST, accounting standards, and amendments to the Companies Act 1967 and the Code. The Managing Director provided updates to the Board at each meeting on business and strategic developments. Additionally, the Management highlighted salient issues and risk management considerations for the industries in which the Group operates.

In accordance with the Guidelines for Developers on Anti-Money Laundering and Counter Terrorism Financing, directors, key management personnel, and employees have completed an online certification training to reinforce their understanding of their respective roles and responsibilities in combating money laundering and terrorism financing.

Provision 1.3
Internal Guidelines on Matters Requiring Board's Approval

The Board has a Board Charter which outlines the matters reserved for the Board's decision and has provided clear directions to Management on matters that require Board approval.

Matters reserved for Board Approval

Matters specifically reserved for the Board's approval include:

(a) matters involving conflict of interest pertaining to a substantial shareholder or a director;

(b) material acquisitions and disposal of assets;

(c) corporate or financial restructuring;

(d) share issuances, interim dividends and other returns to shareholders; and

(e) any material investments or expenditures not in the ordinary course of the Group's business.

Provision 1.4
Delegation of Authority to Board Committees

To assist the Board in the execution of its responsibilities, the Board has established and delegated certain authorities and functions to the following Board Committees:

- The Nominating Committee ("NC");
- The Remuneration Committee ("RC"); and
- The Audit Committee ("AC").

Each of the above committees has its respective written objectives, authorities and duties, and reporting requirements to the Board, which are regularly reviewed. Committee members are required to disclose their interests and recuse themselves from discussions and decisions involving conflicts of interest. The Board also continually assesses the effectiveness of each committee. The segments of this report under Principles 4 to 10 set out the activities of the NC, RC and AC, respectively.

The present Board and Board Committees members are as follows:

		Board Committees		
Name of Director	**Board Membership**	**Nominating Committee**	**Remuneration Committee**	**Audit Committee**
Low Keng Boon @ Lau Boon Sen	Executive Chairman	Member	–	–
Dato' Marco Low Peng Kiat	Managing Director	Member	Member	–
Low Poh Kuan	Executive Director	–	–	–
Alvin Teo Poh Kheng	Executive Director	–	–	–
Cheo Chai Hong	Lead Independent Director	Member	–	Chairman
Michael Leong Choon Fai	Independent Director	Member	Chairman	–
Chris Chia Woon Liat	Independent Director	Chairman	Member	Member
Jason Eng	Independent Director	–	Member	Member

Provision 1.5
Meetings of Board and Board Committees

The Directors are updated with the matters of the Group via regular scheduled Board and Board Committee meetings, additional meetings as warranted by circumstances, and circulars. The NC takes into consideration other board representations held by the Directors and ensures that Directors allocate sufficient time and attention to the affairs of the Group.

As provided in the Company's Constitution, the Board may convene meetings by teleconferencing or videoconferencing. The Board and Board Committees meetings were conducted in both physical and virtual modes allowing Directors who could not attend these meetings in person to stay updated on the Group's matters by participating via videoconferencing.

The attendance of each Director at the meetings of the Board and Board Committees held in FY2025 is as follows:

	Directors	**Board**	**Audit Committee**	**Nominating Committee**	**Remuneration Committee**
		No. of Meetings held in FY2025			
		4	4	1	1
		No. of Meetings Attended in FY2025			
1	Low Keng Boon @ Lau Boon Sen	4	–	1	–
2	Dato' Marco Low Peng Kiat	4	–	1	1
3	Low Poh Kuan	4	–	–	–
4	Alvin Teo Poh Kheng	4	–	–	–
5	Cheo Chai Hong	4	4	1	–
6	Chris Chia Woon Liat	4	4	1	1
7	Michael Leong Choon Fai	4	–	1	1
8	Jason Eng^	3	3	–	1
9	Jimmy Yim Wing Kuen*	1	1	1	1

^ *Mr. Jason Eng was appointed as Independent Director on 27 March 2024.*
* *Mr. Jimmy Yim Wing Kuen retired as Lead Independent Director on 31 May 2024.*

Provision 1.6
Director's Access to information

The Directors are provided with Board and Board Committee papers in advance of each respective meeting. These papers include management accounts with explanations of the Group's financial performance and operations, along with other relevant information. These papers are intended to offer comprehensive, adequate, timely, and reliable information, enabling the Directors to make informed decisions in the discharge of their duties and responsibilities. Where necessary, Management or external consultants engaged in specific projects are also available to brief the Directors via electronic communications or physically at the Board and Board Committee meetings.

When applicable, information about developments in legislation, government policies, and regulations affecting the Group's business and operations, is promptly provided to all Directors.

Provision 1.7
Director's Access to Management, Company Secretary and External Advisers

The Directors have separate and independent access to the Management, and the Company Secretary, at all times. The Company Secretary attends all meetings of the Board and Board Committees. The Company Secretary also ensures that Board and Board Committees procedures are followed, and applicable rules and regulations are complied with. The appointment and removal of the Company Secretary are subject to the approval of the Board.

The Board and each Director have the right to seek independent professional advice at the Company's expense, where necessary, regarding any aspect of the Group's operations or undertakings to fulfill their duties and responsibilities as Directors.

PRINCIPLE 2: BOARD COMPOSITION AND GUIDANCE

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

Provision 2.1, 2.2 and 2.3
Board Independence

The Board comprises eight Directors, with four being independent and four being executive.

The criterion for independence is based on the definition given in the Code and the Listing Rules of SGX-ST. The Code defines an "independent" director as someone who demonstrates independence in conduct, character, and judgement and who has no relationship with the Company, its related corporations, its substantial shareholders, or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the director's independent business judgement in the best interests of the Company. According to the Listing Rules of SGX-ST, an independent director is not someone who is or has been employed by the Company or any of its related corporations for the current financial year or any of the past three financial years. They also cannot have an immediate family member who is or has been employed by the Company or any of its related corporations in the past three financial years, and whose remuneration is and was determined by the RC. They are also not be considered independent if they have served the Board for more than nine years.

As of FY2025, none of the Independent Directors have served the Board for more than nine years. All the Independent Directors of the Company have confirmed their independence. They have affirmed that they do not have any relationship with the Company, its related corporations, its substantial shareholders, or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of their independent business judgement in the best interests of the Company.

The number of Independent Directors represents half of the Board, complying with the Listing Rules of SGX-ST, which require Independent Directors to constitute at least one-third of the Board.

The Code stipulates that Independent Directors to constitute the majority of the Board when the Chairman is not independent and that Non-Executive Directors to also make up the majority of the Board. Mr. Low Keng Boon @ Lau Boon Sen **("Mr. Low Keng Boon")** has been a non-independent Executive Chairman since March 2019. He is also the co-founder of the Company and a significant shareholder. Given that all the Non-Executive Directors, who are also Independent Directors, represent 50% of the Board composition, provisions 2.2 and 2.3 are not satisfied.

The Board believes that the Independent Directors have consistently demonstrated a strong level of independence and judgement over the years in fulfilling their duties and responsibilities for the Company, showing a firm commitment to safeguarding the interests of the shareholders. They actively contribute individual and independent viewpoints, engage in constructive debates, and objectively scrutinise and challenge Management. All major decisions made by the Board have been unanimous, and the Independent Directors have not been outvoted. The Board maintains that the current composition, with a strong element of independence, is suitable for effective decision-making. Given the nature and scope of the Company's operations, the Board maintains their plan of not to appoint an additional Independent Director in the coming year to achieve a majority of the Board.

Provision 2.4
Composition and Size of the Board

The NC regularly reviews the Board's size and composition to assess their appropriateness and effectiveness, considering the nature, scope, and requirements of the Company's operations. After such reviews, the NC informed the Board on the outcome of the reviews. The Board is satisfied with the current composition and size.

The Company has established a board diversity policy that recognises and emphasises the importance and advantages of a diverse Board, as necessitated by the Group's business needs. The Company believes that diversity is an important attribute of a well-functioning and effective Board.

The current Board members bring invaluable experience and a collective core set of competencies, including accounting, finance, law, business management, and industry expertise. The Board believes it has achieved a good diversity of skills and experiences to ensure its effective functioning.

Additionally, the Board recognises the importance of gender diversity, alongside factors such as age, ethnicity, and educational background among its members. It believes that a diverse Board can lead to higher-quality decision-making. The Company will continue to evaluate each candidate in its Board renewal process, seeking candidates based on merit rather than gender or ethnicity, while also considering the overall balance and effectiveness of the Board.

The profiles of the Directors are set out on pages 14 to 17 of this Annual Report.

Provision 2.5
Role of Non-Executive Directors and/or Independent Directors

During the financial year, the Non-Executive Directors, who also served as Independent Directors, engaged in constructive evaluation and contributed to the development of both the Group's short-term and long-term business strategies. They monitored closely the Management's progress in implementing the agreed-upon business strategies.

Additionally, the Non-Executive Directors, led by the Lead Independent Director, held discussions or meetings among themselves without the presence of Management, whenever the need arose. Subsequently, the Lead Independent Director provides feedback to the Executive Chairman after such discussions or meetings. The Company also benefitted from Management's accessibility to Directors for guidance and the exchange of views, both within and outside the formal settings of Board and Board Committee meetings.

PRINCIPLE 3: CHAIRMAN AND CHIEF EXECUTIVE OFFICER

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

Provision 3.1 and 3.2
Separate roles of Executive Chairman and Managing Director

The clear division of responsibilities between the Executive Chairman and the Managing Director ensures a proper balance of power and authority at the top management of the Group. The positions of Executive Chairman and Managing Director are held by Mr. Low Keng Boon and Dato' Marco Low Peng Kiat ("Dato' Marco"), respectively. Dato' Marco, is the nephew of the Executive Chairman.

The Executive Chairman leads the Board, approves the agendas for Board meetings, and ensures sufficient time allocation for thorough discussion of each agenda item. He also ensures that Directors receive complete, adequate, and timely information and encourages constructive relations within the Board and between the Board and Management.

The Managing Director is responsible for making key decisions on the management and operations of the Group and overseeing the conduct of the Group's business and affairs.

Provision 3.3
Lead Independent Director

Under the Code, which recommends that when the Chairman is not independent, the Company may appoint an independent non-executive director to serve as the Lead Independent Director of the Company. Such an appointment further enhances the independence of the Board and provides an additional channel of communication to shareholders.

Mr. Cheo Chai Hong ("Mr. Cheo") is the Lead Independent Director. The key responsibilities of the Lead Independent Director include:

(a) providing an additional and independent channel of contact to shareholders;

(b) leading the Non-Executive/Independent Directors in providing independent perspective and contributing a balance of viewpoints on the Board;

(c) co-ordinate the activities and meetings of Non-Executive/Independent Directors;

(d) providing independent oversight and assistance in resolving conflicts of interest;

(e) advises the Executive Chairman on the planning of Board and Board Committees meetings; and

(f) promoting high standards of corporate governance.

The contact information for the Lead Independent Director is available in the Company's Whistleblowing Policy and Procedures ("Whistleblowing Policy"), which is published on the Company's corporate website at https://www.lkhs.com.sg.

PRINCIPLE 4: BOARD MEMBERSHIP

The Board has a formal and transparent process for the appointment and re-appointment of directors, considering the need for progressive renewal of the Board.

Provisions 4.1 and 4.2
Nominating Committee

The NC comprises five Directors, including the Lead Independent Director, with the majority (including the Chairman) being Independent Directors:

Mr. Chris Chia Woon Liat	Chairman
Mr. Low Keng Boon	Member
Dato' Marco Low Peng Kiat	Member
Mr. Cheo Chai Hong	Member
Mr. Michael Leong Choon Fai	Member

The NC functions under a written terms of reference, which sets out its responsibilities as follows:

(a) review of Board succession plans for Directors; in particular the appointment and/or replacement of the Executive Chairman, Directors, Managing Director and key management personnel;

(b) develop the process for evaluation of the performance of the Board, its Board Committees and the Directors and conduct a formal assessment of the effectiveness of the Board, Board Committees and contribution by each Director;

(c) review of training and professional development programs for Directors;

(d) determine the criteria for identifying candidates for directorship;

(e) review of nominations and make recommendations to the Board on all Board appointments;

(f) make recommendations to the Board on the re-appointment of retiring Directors standing for re-election at the Company's Annual General Meeting ("AGM");

(g) determine the independence of the Independent Directors, annually;

(h) determine whether a Director can and has been adequately carrying out his duties as a Director of the Company; and

(i) ensure disclosure of the Director's key information in the Annual Report as required by the Code.

Provision 4.3
Process for the Selection and Appointment of New Directors

The NC conducts an annual review of the Board's composition, considering the size of the Board, mix of skills and qualifications of Board members. If deemed appropriate, it may recommend the appointment of additional directors to strengthen the Board's composition as part of the ongoing Board renewal process. The NC also reviews and identifies the desired competencies for new appointments.

In the event of resignation or retirement of an existing Director, the NC re-evaluates the Board's composition to assess the competencies needed for a replacement.

Once the NC determines the desired competencies for an additional or replacement Director to complement the skills and competencies of existing Directors, it submits its recommendations to the Board for approval.

Candidates are initially sourced through a network of contacts and selected based on the established criteria. Recommendations from Directors and Management are the usual sources for potential candidates. When applicable, sourcing through external search consultants may be considered.

The NC shortlists candidates and conducts formal interviews with each of them to assess their suitability and ensure they understand the expectations and level of commitment required. Thereafter, the NC presents its recommendations for appointment(s) to the Board for approval.

Regulation 88 of the Constitution stipulates that one-third of the Directors (or, if their number is not a multiple of three (3), the number nearest to one-third) shall retire from office by rotation and be eligible for re-election at the upcoming AGM. Accordingly, Mr. Low Keng Boon, Mr. Low Poh Kuan, and Mr. Chris Chia Woon Liat will retire at the upcoming AGM and they have consented to re-election. Considering their performance, time commitment, and ability to continue contributing to the Board, the NC is satisfied and has recommended their re-election, and it was approved by the Board. Mr. Low Keng Boon, Mr. Low Poh Kuan, and Mr. Chris Chia Woon Liat recused themselves from the NC's and Board's deliberations and decisions regarding their respective re-elections.

In accordance with the Appendix 7.4.1 of the Listing Rules of SGX-ST, the information in respect of Mr. Low Keng Boon, Mr. Low Poh Kuan, and Mr. Chris Chia Woon Liat are provided on pages 176 to 178 of this Annual Report.

Provision 4.4
Determining Directors' Independence

The Independent Directors are required to disclose any relationships with the Company, its related corporations, its substantial shareholders or its officer before their appointment and on an annual basis thereafter. If such relationships exist and the NC assessed and considered the director to be independent, the Board will disclose the relationship and its reasons in the Annual Report.

The NC has conducted an annual review on the independence of the Independent Directors, using the criteria of independence outlined in the Code, the Listing Rules of SGX-ST, and Transitional Practice Note 4 of the Listing Rules, and has determined that they are independent.

Provision 4.5
Multiple Board Representations

The NC ensures that new Directors are aware of their duties and obligations. Each Director signs the form of undertaking as set out in Appendix 7.7 of the Listing Rules of SGX-ST, committing to use their best endeavors to comply with the Listing Rules of SGX-ST and to ensure the Company's compliance.

The NC has considered and holds the view that it would not be appropriate to set a limit on the number of company directorships that a director may hold. Directors have varying capabilities, and the organisations and committees they serve differs in complexity. Therefore, each Director personally assesses the demands of their various directorships and obligations, determining the number of directorships they can effectively manage.

Annually, the NC assesses whether a director is capable of and has been adequately fulfilling their duties for the Company, considering the number of directorships and principal commitments they hold.

The NC expects Directors to commit sufficient time to discharge their duties effectively. The appointment of Alternate Directors should only be considered under exceptional circumstances. Currently, the Company does not have any Alternate Directors.

Details of the Directors' principal commitments and other listed company directorships are set out on pages 14 to 17 of this Annual Report.

PRINCIPLE 5: BOARD PERFORMANCE

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

Provisions 5.1 and 5.2
Conduct of Board Performance
Criteria for Board Evaluation of Individual Directors

The NC conducts an annual evaluation of each Director and the Board's performance.

The general assessment parameters for a Director include their experience as a company director, competence, and knowledge. Specific assessment parameters for a director encompass the level and quality of involvement throughout the year, attendance records at Board and Board Committee meetings, intensity of participation, and the quality of interventions and special contributions.

The NC also assesses the effectiveness of the Board using both quantitative and qualitative terms. Quantitative performance measurement primarily relies on shareholder value creation metrics, such as share price performance and earnings per share. Qualitative performance indicators encompass compliance with the Code, transparency in terms of disclosure, and feedback from authorities and investors.

The NC assesses the performance of the Board Committees based on their adherence to their terms of reference and their objectivity and independence in deliberations and recommendations presented to the Board.

For FY2025, the NC conducted a review of the overall performance of the Board and its Committees, evaluating their roles, responsibilities, and conduct. The NC concluded that the performance of both the Board and its Committees has been satisfactory, and individual Directors have made contributions to the Board's overall performance.

The Company does not utilise any external professional facilitators for the assessments of the Board, Board Committees, and individual Directors. It will consider the use of such facilitators as and when appropriate.

REMUNERATION MATTERS

PRINCIPLE 6: PROCEDURES FOR DEVELOPING REMUNERATION POLICIES

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

Provisions 6.1 and 6.2
Remuneration Committee

The Code recommends that the RC should consist entirely of non-executive directors, the majority of whom, including the Chairman, should be independent.

The RC comprises four Directors, the majority of whom (including the Chairman) are Non-Executive Independent Directors:

Mr. Michael Leong Choon Fai	Chairman
Dato' Marco Low Peng Kiat	Member
Mr. Chris Chia Woon Liat	Member
Mr. Jason Eng	Member

The Independent Directors believe that the RC benefits from having Dato' Marco, the Group Managing Director, as a member of the RC. His understanding of executive job duties is valuable in ensuring that remuneration packages align with the job scope and level of responsibilities of each executive. He also contributes to constructive discussions when proposing executive remuneration to the Board. Having an RC member who is an executive does not compromise the independence of the RC, as the majority of the RC consists of Independent Directors. No Director or RC member is allowed to participate in the deliberations, and they must abstain from voting on any resolution related to their own remuneration or that of employees associated with them.

The principal responsibilities of the RC under the written terms of reference are to:

(a) approve the structure of the compensation program for Directors and key management personnel, ensuring that the program is competitive and sufficient to attract, retain and motivate senior management of the required quality to run the Company successfully; and

(b) review the Directors' and key management personnel specific remuneration packages annually and determine the appropriate adjustments.

Provision 6.3
Review of remuneration

The RC is responsible for overseeing all aspects of remuneration, including but not limited to Directors' fees, salaries, allowances, bonuses, and benefits in-kind. Each RC member will abstain from voting on any resolution concerning their own remuneration package. The RC's recommendations will be submitted to the Board for endorsement.

Each Executive Director and key management personnel has an employment contract with the Company that can be terminated by either party giving notice of resignation or termination. The employment contracts do not contain onerous removal clauses.

Provision 6.4
Engagement of remuneration consultants

For FY2025, the RC did not engage any remuneration consultants. The RC will seek expert advice on remuneration matters as needed, with the Company covering the expense of such services.

PRINCIPLE 7: LEVEL AND MIX OF REMUNERATION

The level and structure of remuneration of the Board and key management personnel are appropriate and proportionate to the sustained performance and value creation of the company, considering the strategic objectives of the company.

Provision 7.1
Remuneration of Executive Directors and Key Management Personnel

The Company's remuneration policy aims to provide compensation packages at market rates that reward successful performance, and attract, retain, and motivate Directors and key management personnel. The level and structure of remuneration should also align with the long-term interests and risk policies of the Company. The RC believes it is appropriate to attract, retain, and motivate Directors to provide good stewardship and key management personnel to deliver effective management for the Company.

The Executive Directors' remuneration, includes salary, bonuses, allowances, and benefits, are governed by their employment contract with the Company. Key management personnel receive a fixed monthly salary, and bonuses based on their operating unit's and individual performance. For FY2025, the Executive Directors and key management personnel met their stipulated performance conditions and were compensated accordingly.

The Company's employment contracts do not include provisions allowing it to reclaim incentive components of remuneration from Executive Directors and key management personnel. The Board believes that since performance bonuses are based on actual performance, including that of the operating unit and the individual (excluding unrealised profits and fair value gains), "claw-back" provisions may not be relevant or appropriate.

Provision 7.2
Remuneration of Non-Executive Directors

Non-Executive Directors do not have service agreements with the Company and receive only Directors' fees. These fees are determined based on a remuneration framework that includes basic fees and committee fees. The Company submits the quantum of Directors' fees for each year to the shareholders for approval at each AGM, and these fees are paid upon the conclusion of the AGM. The RC has reviewed the fee structure for Non-Executive Directors to ensure it reflects their responsibilities, time and work commitments, and recommended the Directors' fees for FY2025 to the Board for shareholders' approval at the upcoming AGM.

Provision 7.3
Appropriate remuneration to attract, retain and motivate Directors and Key Management Personnel

The RC is satisfied that the remuneration structure for Executive Directors and key management personnel, as described in Provision 7.1, and that for Non-Executive Directors, as described in Provision 7.2, are appropriate to attract, retain, and motivate Directors to provide good stewardship and key management personnel to deliver effective management while contributing to the Group's performance for the long term.

The RC conducts an annual review of compensation matters for Directors and key management personnel by comparing them to market benchmarks from similar companies within the same industry. The current review indicates that there is no significant difference in the compensation of Directors and key management personnel compared to the market standards.

PRINCIPLE 8: DISCLOSURE ON REMUNERATION

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

Provision 8.1
Remuneration Report

Below is the breakdown of the level and mix of remuneration for each Director and the top five key executives for FY2025. A substantial portion of key executives' remuneration is tied to their operating unit's and individual performance. Directors' remuneration is fully disclosed on a named basis and in bands of $250,000 each.

	Directors' Fee [1]	Salary (annual)	Bonus (annual)	CPF/ Super-annuation	Allowances /Benefits (annual)	Total
Directors						
$1,000,001 to $1,250,000						
Dato' Marco Low Peng Kiat	–	741,600	173,040	16,218	195,769	1,126,627
Low Keng Boon	–	741,600	173,040	7,155	161,318	1,083,113
$750,001 to $1,000,000						
Alvin Teo Poh Kheng	–	556,200	129,780	15,161	111,125	812,266
$500,001 to $750,000						
Low Poh Kuan	–	296,640	69,216	15,433	156,605	537,894
Below $250,001						
Cheo Chai Hong	60,041	–	–	–	–	60,041
Michael Leong Choon Fai	50,000	–	–	–	–	50,000
Chris Chia Woon Liat	50,000	–	–	–	–	50,000
Jason Eng^	42,486	–	–	–	–	42,486
Jimmy Yim Wing Kuen*	21,489	–	–	–	–	21,489
Key Executives						
$250,001 to $500,000						
Lee Yoon Moi	–	72%	18%	2%	8%	100%
Alvin Tan Teck Loon	–	76%	18%	4%	2%	100%
Low Chin Han	–	62%	14%	–	24%	100%
Low Poh Kok	–	73%	17%	–	10%	100%
David Leong Soon Kuen	–	68%	14%	4%	14%	100%

Note:

[1] Directors' fee proposed for FY2025.
^ *Mr Jason Eng was appointed as Independent Director on 27 March 2024.*
* *Mr Jimmy Yim Wing Kuen retired as Lead Independent Director on 31 May 2024.*

As mentioned in Provision 7.2, the Directors' fees are subject to shareholders' approval at the upcoming AGM.

The aggregate remuneration paid to the top 5 key management personnel (who are not Directors or the Managing Director) was $1,854,209.

Mr. Low Chin Han is the son of Mr. Low Keng Boon.

Dato' Marco, Mr. Low Poh Kuan, and Mr. Low Poh Kok are the nephews of Mr. Low Keng Boon.

Provision 8.2
Remuneration of employees who are substantial shareholders or are immediate family members of a Director, the Managing Director or a substantial shareholder

Remuneration of Immediate Family Members of Directors or Managing Director

The remuneration details of an employee who is a substantial shareholder of the Company or immediate family member of a Director, Managing Director, or substantial shareholder is as follows:

	Relationship to Director / Managing Director / substantial shareholder	**Designation in the Company**
$100,001 to $200,000		
Steven Low Chee Leong	Son of Mr. Low Keng Boon Cousin of Dato' Marco and Mr. Low Poh Kuan	Head, Safety Department

Except as disclosed, no employee of the Group is a substantial shareholder or an immediate family member of a Director, Managing Director, or substantial shareholder, and their remuneration does not exceed $100,000 in the year under review.

Provision 8.3
Employee Share Scheme

The Company does not have any share option or other share incentive schemes for its employees. The RC has reviewed and is satisfied that the current remuneration structure for management personnel and executives, paid in cash, remains sufficient to incentivise performance without being excessive. For other employees, incentives are generally preferred to be provided in cash.

ACCOUNTABILITY AND AUDIT

PRINCIPLE 9: RISK MANAGEMENT AND INTERNAL CONTROLS

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

Provision 9.1
Risk Governance

The Board is responsible for the governance of risk and recognises the importance of a robust system of risk management and internal controls as part of good corporate governance. It has delegated the responsibility to the AC to assist them in overseeing the risk management and internal control systems within the Group.

After considering the Group's business operations, existing internal controls, and risk management systems, the Board believes that a separate risk committee is currently not necessary.

The primary risks associated with the Group's business and financial instruments are operational and financial risks. Operational risk is inherent in all business activities. To minimise such risks, the Group has established a QEHS (Quality, Environmental, Occupational Health and Safety) system for the construction business and an operating manual for the hotel business. Senior management takes a proactive and "hands-on" approach in managing and supervising the Group's business. Additionally, the Group has comprehensive insurance policies to cover unexpected events and losses. When necessary, the Group engages external consultants and experts to assist with its operations.

In compliance with the requirements pertaining to anti-money laundering and terrorism financing under the Housing Developers (Control and Licensing) Act 1965 ("HDCLA") and its Rules, Housing Developers (Anti-Money Laundering and Terrorism Financing) Rules, and Sale of Commercial Properties Act 1979 ("SCPA") and its Rules, Sale of Commercial Properties (Anti-Money Laundering and Terrorism Financing) Rules, the Group has taken the following measures to mitigate the money laundering and terrorism financing risks:

- developed an Anti-Money Laundering/ Combating the Financing of Terrorism ("AML/CFT") Policy Governance and Standard Operating Procedure ("SOP") Manual (the "Manual"), based on the Guidelines for Developers on Anti-Money Laundering and Counter Terrorism Financing; and

- engaged two service providers to perform a thorough and ongoing due diligence on our buyers.

The AC reviews and the Board endorses the Company's risk tolerance and risk policies, considering the Company's strategic and business objectives. The Board is responsible for ensuring that Management designs, implements, and monitors the risk management and internal control systems to protect shareholders' investments and the assets of the Group.

Internal Controls

The Group has an internal control system in place designed to provide reasonable assurance that proper accounting records are maintained, assets are safeguarded, and financial information used for financial reporting is reliable.

The AC has assessed the effectiveness of the Group's internal control system, considering key business and financial risks affecting its operations, and is satisfied that the system remains adequate and effective.

With the assistance of the Internal Audit function and AC, the Board continually reviews the adequacy and effectiveness of key internal controls and risk management. This review occurs at least once a year, and the Board offers its insights on the management controls, ensuring that necessary corrective actions are taken promptly.

Based on the work conducted by the internal and external auditors, the assurance received from the Executive Chairman, Managing Director, and Chief Financial Officer, and the reviews conducted by the AC and the Board, the Board is of the opinion that, as of 31 January 2025, the Group's internal control and risk management systems are adequate and effective. The AC concurred with the Board's opinion based on their reviews of audit findings on internal controls and risks by the internal and external auditors.

The Board also notes that the Group's risk management and internal control systems provide reasonable, though not absolute, assurance that the Group would not be adversely affected by the occurrence of material errors, poor judgment in decision-making, human error, losses, fraud, irregularities, or other events arising from the business environment in which the Group operates.

Provision 9.2
Assurance from the Executive Chairman, Managing Director and Chief Financial Officer

For FY2025, the Board received assurance from the Executive Chairman, Managing Director and the Chief Financial Officer that the financial records have been properly maintained. They also confirmed that the financial statements provide a true and fair view of the Group's operations and finances, and that the Group's risk management and internal control system is adequate and effective.

Principle 10: AUDIT COMMITTEE

The Board has an AC which discharges its duties objectively.

Provisions 10.1 and 10.2
Audit Committee

The AC comprises three Directors, all of whom (including the Chairman) are independent:

Mr. Cheo Chai Hong	Chairman
Mr. Chris Chia Woon Liat	Member
Mr. Jason Eng	Member

These AC members have extensive experience in senior management roles within the financial and legal sectors.

All AC members stay informed about changes in accounting standards and related issues through regular updates from the external auditors, training sessions, and reports from industry bodies and advisory firms. The Board is of the view that the AC members possess the necessary accounting and financial management expertise and experience to effectively fulfill their roles within the AC.

Roles, Responsibilities and Authorities of AC

The AC assists the Board in fulfilling its responsibilities related to financial reporting, managing financial and control risks, and monitoring the internal control and risk management systems.

The AC meets periodically to perform the following functions:

(a) review the significant financial reporting issues and judgements to ensure the integrity of the financial statements of the Company and any announcements relating to the Company's financial performance;

(b) review, at least annually, the adequacy and effectiveness of the Company's internal controls and risk management systems;

(c) review the assurance from the Executive Chairman, Managing Director and the Chief Financial Officer on the financial records and financial statements;

(d) ensure that policies and arrangements are in place to allow concerns about possible improprieties in financial reporting or other matters to be safely raised, independently investigated and appropriately followed up on.

(e) review the adequacy, effectiveness, independence, scope and results of the external audit and the Company's internal audit function;

(f) review, with the external and internal auditors, the audit plan, and their evaluation of the accounting, operational and compliance controls, risk management and audit report;

(g) review the assistance given by Management and the staff of the Company to the external auditor;

(h) review the independence of the external auditor;

(i) recommends to the Board on the appointment and removal of external auditors for shareholders' approval, and the remuneration and terms of engagement of the external auditors;

(j) oversee the internal audit function;

(k) review the interested person transactions between the Group and interested persons; and

(l) review the whistleblowing policy and procedures.

The AC has the authority to conduct or authorise investigations into any matters within its scope of responsibility. The AC also has full access to Management, the internal auditor, and external auditor. Additionally, it has discretion to invite any Director and executive officer to attend its meetings.

Independence of External Auditors

For the year under review, the AC has reviewed the matters outlined in the Directors' Report, including the scope of non-audit services provided by the external auditor, and is content that the nature and extent of these services will not compromise the independence of the external auditor.

The AC observed that the total amount of fees paid and payable by the Group to the external auditors for FY2025 amounted to $191,200. This sum includes audit fees of $178,200 and non-audit fees of approximately $13,000.

Regarding the appointment of the audit firm for the Group, the Company has adhered to Rule 712, 713, and 716 of the Listing Rules of SGX-ST.

Interested Person Transactions

The Company maintains records and reports on interested person transactions, which are subject to review by the AC to ensure they are conducted on normal commercial terms. Details of interested person transactions during the year under review, as required by the SGX-ST Listing Rules, are as follows:

Name of interested person	**Nature of relationship**	**Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than $100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)**	**Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than $100,000)**
Binakawa Sdn. Bhd.	Subsidiary of immediate and ultimate holding company, Consistent Record Sdn. Bhd.	Loan to Binakawa Sdn. Bhd. **S$1,288,103**	Nil
Bina Meganmas Sdn. Bhd.	Subsidiary of immediate and ultimate holding company, Consistent Record Sdn. Bhd.	Loan to Bina Meganmas Sdn. Bhd. **S$666,961**	Nil
Hawkeye Security Solutions Pte. Ltd.	Owned/managed by daughter and son-in-law of Executive Chairman, Mr. Low Keng Boon	Security services awarded to Hawkeye Security Solutions Pte. Ltd. **S$234,575**	Nil

Whistleblowing Policy

The Company has implemented a Whistleblowing Policy. The Board believes that an effective whistleblowing arrangements serve as a deterrent to malpractice and wrongdoing, promote openness, transparency, support the Group's risk management systems, and enhance its reputation. The policy has been uploaded to the Company's corporate website and distributed to all employees for implementation. It aims to encourage and provide a confidential channel for employees and other stakeholders to report concerns in good faith, including possible fraud, improprieties in financial reporting, or other matters. The objective of this policy is to ensure there are independent investigations of such matters and appropriate follow-up actions.

The AC is responsible for overseeing this policy, which is administered with the assistance of the Chief Financial Officer. The AC has the authority to take necessary actions independently to address the concerns raised and may direct senior management to assist or cooperate in these actions.

All whistleblowing reports will be handled confidentially, except as required for investigation and remedial action in accordance with applicable laws and regulations. The identity of the whistleblower will be kept confidential and disclosed only on a need-to-know basis to the AC, the investigating team, the Board, and any parties required by law.

The Company does not tolerate harassment or victimisation of individuals reporting genuine concerns. No one should face reprisal for reporting a genuine concern, even if it turns out to be mistaken. While this policy protects whistleblowers from unfair treatment, it strictly prohibits malicious, frivolous, and false complaints made in bad faith. Whistleblowers who report in bad faith may be subject to internal disciplinary actions and legal actions.

Provision 10.3
Partners or Directors of the Company's existing Auditing Firm

No former Partner or Director of the Company's existing auditing firm is a member of the AC.

Provision 10.4
Internal Audit Function

For FY2025, the Company outsourced the Group's internal audit function to a qualified accounting and advisory firm, NLA Risk Consulting Pte Ltd. The firm is a member of The Institute of Internal Auditors Singapore and is staffed with professionals who possess relevant qualifications and experience. The internal audit team is led by a Director, Mr. Gary Ng, who has over 20 years of relevant experience and is a Certified Internal Auditor. The Internal Auditor has adopted the International Standards for the Professional Practice of Internal Auditing as set by The Institute of Internal Auditors.

The Internal Auditor has unrestricted access to all the Group's documents, records, properties, and personnel, including direct and unrestricted access to the AC when conducting internal audit reviews. The Internal Auditor reports directly to the AC on internal audit matters and has confirmed their independence to the AC.

To ensure the adequacy of the internal audit function, the AC conducts an annual review of its scope, methodology, and observations. The AC is satisfied that the Company's internal audit function is independent, effective, and adequately resourced.

Provision 10.5
Meeting with external and internal auditors without the presence of Management

During the financial year, the Company's internal and external auditors were invited to attend the AC meetings and make presentations as appropriate. The AC also has the discretion to meet separately with the external auditors and internal auditors without the presence of Management.

The internal and external auditors confirmed during the AC meeting that there were no significant disagreements with Management during their audit.

SHAREHOLDER RIGHTS AND ENGAGEMENT

PRINCIPLE 11: SHAREHOLDER RIGHTS AND CONDUCT OF GENERAL MEETINGS

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

Provision 11.1
Providing Opportunity for Shareholders to Participate and Vote at General Meetings

All shareholders have the right to receive notices of general meetings and to vote at such meetings.

Notices of meetings, accompanied by explanatory notes, are published on the SGX's website via SGXNET and the Company's corporate website. Hardcopies were dispatched to shareholders at least 14 days before each general meeting. The Board welcomes questions from shareholders, providing them with an opportunity to raise issues either formally or informally before, during or after the general meetings.

Shareholders are encouraged to attend the AGM and other general meetings of the Company to ensure a high level of accountability and stay informed of the Group's development. General meetings serve as the principal forum for dialogue with shareholders. Shareholders can vote in person or by the appointed proxy at these meetings, and the information on voting procedures is provided to them, ensuring that the shareholders can exercise their voting rights effectively and participate meaningfully.

Provision 11.2
Separate Resolutions at General Meetings

The Board presents separate resolutions for each distinct issue at general meetings, unless there are interdependent issues which forms one significant proposal. Each special business item listed in the notice of meeting is accompanied, where relevant, by an explanation.

Provision 11.3
Attendance of Directors and Auditors at General Meetings

Barring unforeseen circumstances, all Directors, particularly the Chairpersons of the AC, NC, RC, and Senior Management personnel, will be available to address any relevant queries by shareholders at general meetings. The external auditors are also present to respond to shareholders' questions regarding the audit process of the Company's financial statement and the preparation of the Auditors' Report. The Company Secretary attends all general meetings to ensure compliance with procedures outlined in the Company's Constitution and the SGX-ST Listing Manual.

In the year 2024, the Company held one general meeting, namely the AGM, which was attended by all the Directors.

Provision 11.4
Absentia Voting

The Company's Constitution allows shareholders who are absent from a general meeting to appoint proxies to exercise their votes on their behalf. Each shareholder, who is not considered a relevant intermediary under the Companies Act 1967, can appoint up to two proxies to attend and vote at general meetings. Relevant intermediaries, such as the CPF agent bank nominees, are allowed to appoint multiple proxies to represent CPF investors at the Company's general meetings.

In compliance with the Listing Rules of the SGX-ST, all resolutions tabled at the forthcoming AGM would be put to vote by poll, the procedures of which will be explained by the appointed scrutineer at the general meeting to the shareholders. The poll results will be read out to shareholders immediately after voting tabulations. The results of the votes casted on the resolutions as well as the name of the independent scrutineer were announced via SGXNET after the 2024 AGM.

The Company's upcoming 56th AGM ("2025 AGM") will be held physically. The arrangements relating to attendance and voting for the 2025 AGM, appointment of proxies, submission of questions, and addressing of substantial and relevant questions in advance of the 2025 AGM are set out in the Company's Notice of AGM.

Provision 11.5
Minutes of General Meetings

The Company Secretary prepares the minutes of general meetings that include a record of the proceedings, as well as any comments or queries from shareholders relating to the meeting's agenda, along with responses from the Board and Management. These minutes are recorded and made available to the public on the SGX's website via SGXNET and the Company's corporate website.

Provision 11.6
Dividend

For FY2025, the Board has recommended a first and final tax-exempt (one-tier) dividend of 1.5 cents for approval by shareholders at the upcoming AGM. Details of the proposed dividend are stated on page 5 of this Annual Report. The Company does not have a specific policy regarding dividend payments. Instead, the Board takes into account factors such as the Group's cash and bank balances, retained earnings, business prospects, as well as projected capital expenditure and investments before making a dividend proposal.

PRINCIPLE 12: ENGAGEMENT WITH SHAREHOLDERS

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

Provision 12.1
Avenues for Communication between the Board and Shareholders

The Company maintains effective communication with its shareholders, other stakeholders, and the investment community by promptly issuing announcements on SGX-ST. Financial results and material information are communicated to shareholders in a timely manner.

In accordance with the Listing Rules of the SGX-ST, the Board's policy ensures that all shareholders are promptly informed about major developments affecting the Group. The Company adheres to a policy of not practicing selective disclosure, and any price-sensitive information is immediately released to the public as required by the SGX-ST Listing Rules.

The Company's general meeting serves as a platform for shareholders to engage with the Board, allowing them to ask questions about the resolutions presented at the meeting and the Company, and express their views. Shareholders can also submit substantial and relevant questions or share their views through the "Contact Us" form on our Company's corporate website.

The Company will also consider using other communication forums, such as analyst briefings, when appropriate.

Provisions 12.2 and 12.3
Investor Relations

The Company's Investor Relations Policy emphasises the principles and practices for equitable and timely dissemination of information to its shareholders, other stakeholders, and the investment community. This communication is primarily achieved through announcements made on SGXNET and convening general meetings at least once annually. The Company is committed to avoid selective disclosure.

To enhance outreach to shareholders, other stakeholders, and investors, the Company maintains an online investor relations site within its corporate website at https://www.lkhs.com.sg. This dedicated section provides regular updates on the latest information of the Group. Additionally, shareholders, other stakeholders, and investors are encouraged to utilise the contact form available at https://www.lkhs.com.sg to submit their queries. The Company endeavours to respond promptly to all substantial and relevant enquiries.

MANAGING STAKEHOLDERS' RELATIONSHIPS

PRINCIPLE 13: ENGAGEMENT WITH STAKEHOLDERS

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

Provisions 13.1 and 13.2
Engagement with its Material Stakeholder Groups

The Group's primary stakeholders encompass its shareholders, customers, employees, business partners, and the community. In pursuit of its sustainable business objectives, the Company also actively collaborates with these stakeholders through its sustainability initiatives and corporate social responsibility programs, as elaborated in its Sustainability Report for the financial year ended on 31 January 2025.

For more comprehensive information, please refer to the detailed Sustainability Report. To comply with the updated SGX-ST Listing Rules, effective from 1 January 2022, we have engaged NLA Risk Consulting Pte Ltd to conduct an internal assessment of the Group's sustainability reporting process for the financial year.

Provision 13.3
Corporate Website to Communicate and Engage with Stakeholders

The Group maintains a corporate website at https://www.lkhs.com.sg, where stakeholders can readily access information related to the Group. This website serves as a platform offering various resources, including corporate announcements, press releases, and profiles outlining the Group's activities. To facilitate communication, shareholders and stakeholders are also provided with a contact form and contact information at the aforesaid website, allowing them to establish contact with the Company.

OTHER MATTERS

DEALINGS IN SECURITIES

The Company has instituted and executed a securities trading policy that aligns with Rule 1207(19) of the Listing Rules of SGX-ST. This policy effectively prohibits Directors, Management, and finance personnel from engaging in any transactions involving the Company's shares one month before the release of the half-year and full-year financial statements, and at any time while in possession of undisclosed material information that is price-sensitive.

Directors and officers are obligated to adhere to insider trading laws and regulations, regardless of when they engage in trading activities involving the Company's securities. These individuals are strongly discouraged from conducting transactions in the Company's securities based on short-term considerations. They are also reminded to exercise caution and awareness regarding insider trading regulations.

The Company has consistently complied with best practices as stipulated in Rule 1207(19)(c) of the Listing Rules of SGX-ST by refraining from trading in its own securities during restricted trading periods.

MATERIAL CONTRACTS

Apart from the contracts that have been disclosed, there were no material contracts executed by the Company or any of its subsidiary entities that pertain to the interests of the Executive Chairman, any Director, or the controlling shareholder of the Company.

DIRECTORS' STATEMENT

For the financial year ended 31 January 2025

The Directors present their statement to the members, together with the audited financial statements of the Group, for the financial year ended 31 January 2025 and the statement of financial position of the Company as at 31 January 2025.

In the opinion of the Directors,

(a) the consolidated financial statements of the Group and the statement of financial position of the Company are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 January 2025 and the financial performance, changes in equity and cash flows of the Group for the financial year ended on that date in accordance with the provisions of the Singapore Companies Act 1967 and Singapore Financial Reporting Standards (International); and

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

The Board of Directors has, on the date of this statement, authorised these financial statements for issue.

Names of Directors

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

Low Keng Boon
Dato' Marco Low Peng Kiat
Low Poh Kuan
Alvin Teo Poh Kheng
Cheo Chai Hong
Chris Chia Woon Liat
Michael Leong Choon Fai
Jason Eng (appointed on 27 March 2024)

Mr. Cheo Chai Hong, Mr. Chris Chia Woon Liat, Mr. Michael Leong Choon Fai and Mr. Jason Eng are independent and non-executive directors.

Arrangements to enable Directors to acquire shares and debentures

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

DIRECTORS' STATEMENT

For the financial year ended 31 January 2025

Directors' interest in shares or debentures

According to the Register of Directors' Shareholdings kept by the Company under Section 164 of the Singapore Companies Act 1967, none of the Directors who held office at the end of the financial year had any interest in the shares or debentures of the Company or its related corporations, except as follows:

	Holdings registered in the name of director		**Holdings in which a director is deemed to have an interest**	
Name of director	As at 1.2.2024	**As at 31.1.2025**	As at 1.2.2024	**As at 31.1.2025**
		Number of ordinary shares		
The Company -				
Low Keng Huat (Singapore) Limited				
Low Keng Boon	52,773,806	**52,773,806**	23,000,000	**23,000,000**
Dato' Marco Low Peng Kiat	300,000	**300,000**	399,945,345	**399,945,345**
Low Poh Kuan	1,998,000	**1,998,000**	–	**–**
Alvin Teo Poh Kheng	–	**–**	4,188,000	**4,188,000**
Michael Leong Choon Fai	100,000	**100,000**	–	**–**
		Number of ordinary shares of RM1.00 each		
Ultimate holding company -				
Consistent Record Sdn. Bhd.				
Dato' Marco Low Peng Kiat	16	**16**	16	**16**

Dato' Marco Low Peng Kiat, by virtue of the provisions of Section 7 of the Singapore Companies Act 1967, is deemed to have an interest in the Company and all the related corporations of the Company.

There was no change in any of the above-mentioned interests in the Company between the end of the financial year and 21 February 2025.

Share option scheme

There were no options granted during the financial year to subscribe for unissued shares of the Company or of its subsidiaries.

There were no shares issued during the financial year to which this statement relates by virtue of the exercise of the options to take up unissued shares of the Company or any subsidiary.

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

Audit Committee

The Audit Committee at the end of the financial year comprises the following members:

Cheo Chai Hong (Chairman)
Chris Chia Woon Liat
Jason Eng

The Audit Committee performs the functions set out in Section 201B(5) of the Singapore Companies Act 1967, the SGX Listing Manual and the Code of Corporate Governance. In performing these functions, the Audit Committee has met four times since the last Annual General Meeting and reviewed the following, where relevant, with the executive directors and external and internal auditors of the Company:

(i) overall scope of both the internal and external audits and the assistance given by the Company's officers to the auditors. It met with the Company's internal and external auditors to discuss the results of their respective examinations and their evaluation of the Company's system of internal accounting controls;

(ii) the audit plan of the Company's independent auditor and any recommendations on internal accounting controls arising from the statutory audit;

(iii) the quarterly financial information and the statement of financial position of the Company and the consolidated financial statements of the Group for the financial year ended 31 January 2025, as well as the auditor's report thereon;

(iv) effectiveness of the Company's internal controls, including financial, operational and compliance controls and information technology controls and risk management systems, via reviews carried out by the internal auditors;

(v) the auditors confirmed during the Audit Committee meeting that there was no significant disagreement with management and non-compliance with accounting standards and internal controls during the audit;

(vi) legal and regulatory matters that may have a material impact on the financial statements, related compliance policies and programmes and any reports received from regulators;

(vii) the cost effectiveness and the independence and objectivity of the external auditor;

(viii) the nature and extent of non-audit services provided by the external auditor;

(ix) recommended to the Board of Directors the external auditor and internal auditors to be nominated, approved the compensation of the external auditor and internal auditors, and reviewed the scope and results of the audits;

(x) reported actions and minutes of the Audit Committee to the Board of Directors, with such recommendations as the Audit Committee considered appropriate; and

(xi) interested person transactions (as defined in Chapter 9 of the Listing Manual of the Singapore Exchange).

Audit Committee (Cont'd)

The Audit Committee has full access to management and is given the resources required for it to discharge its functions. It has full authority and discretion to invite any director or executive officer to attend its meetings. The Audit Committee also recommends the appointment of the external auditor and reviews the level of audit and non-audit fees.

The Audit Committee is satisfied with the independence and objectivity of the external auditor and has recommended to the Board of Directors that the auditor, Foo Kon Tan LLP, be nominated for re-appointment as auditor at the forthcoming Annual General Meeting of the Company.

Full details regarding the Audit Committee are provided in the "Corporate Governance" section of the annual report.

In appointing the auditors for the Company, subsidiaries, associates and joint ventures, we have complied with Rules 712, 715 and 716 of the SGX Listing Manual.

Independent auditor

The independent auditor, Foo Kon Tan LLP, Public Accountants and Chartered Accountants, has expressed its willingness to accept re-appointment.

On behalf of the Directors

DATO' MARCO LOW PENG KIAT

LOW POH KUAN

Dated: 7 May 2025

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Low Keng Huat (Singapore) Limited (the "Company") and its subsidiaries (the "Group"), which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 31 January 2025, and 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 for the financial year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements of the Group and the statement of financial position of the Company are properly drawn up in accordance with the provisions of the Singapore Companies Act 1967 (the "Act") and Singapore Financial Reporting Standards (International) ("SFRS(I)s") so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 January 2025 and the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the financial year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

Key audit matter	Risk	Our responses and work performed
Impairment of investment properties and property, plant and equipment [Notes 2(d), 2(e), 15 and 16]	As at 31 January 2025, the Group's investment properties and property, plant and equipment amounted to $288.4 million and $291.7 million, respectively, representing 26.4% and 26.7%, respectively of the Group's total assets. The Group's investment properties are mainly held by Paya Lebar Square Pte. Ltd., Balestier Tower Pte. Ltd., Quality Investments Pte. Ltd. and Perumal Development Pte. Ltd.	Our review of the impairment assessment included the following: ● we assessed the indicators of impairment for the Group's investment properties and property, plant and equipment and discussed with management to determine where impairment indicators existed; ● we read the terms of engagement of the management's expert to determine whether there were any matters that might have affected their objectivity or limited the scope of their work;

Key Audit Matters (Cont'd)

Key audit matter	Risk	Our responses and work performed
Impairment of investment properties and property, plant and equipment [Notes 2(d), 2(e), 15 and 16] (Cont'd)	The Group's property, plant and equipment are mainly held by the Company, Carnivore Brazilian Churrascaria Pte. Ltd., Amuret Pty. Ltd., Paya Lebar Square Pte. Ltd., Balestier Tower Pte. Ltd., Perumal Development Pte. Ltd. and Herman Investments Pte. Ltd. As at the end of the reporting period, due to indication that certain of these non-financial assets may be impaired, the Group estimated the recoverable amount of these assets. The Group engaged independent professional valuers (management's expert) to carry out valuations on the investment properties and property, plant and equipment based on the properties' highest-and-best use. These were performed on the basis of open market values to determine the fair value. The impairment testing performed on the Group's and the Company's investment properties and property, plant and equipment is considered to be a key audit matter due to the significant judgement required in the use of the assumptions and estimates to derive the recoverable amount of the cash-generating unit, which is based on the higher of the value-in-use and fair value less costs of disposal.	Our review of the impairment assessment included the following (Cont'd): ● we evaluated the management's expert competence, capability and objectivity for the required purposes; ● we, together with the auditor's expert, assessed the appropriateness of the valuation methodologies, assumptions and reasonableness of estimates used by the management's expert; ● we performed sensitivity analysis over the assumptions, estimates and its measurement against source data and appropriate external sources, where appropriate; ● we assessed the competency, capability and objectivity of the auditor's expert; and ● we also considered the adequacy of the Group's disclosures in relation to impairment of the investment properties and property, plant and equipment.

Key Audit Matters (Cont'd)

Key audit matter	Risk	Our responses and work performed
Revenue recognition of development properties [Notes 2(d)(ii) and 26]	Revenue recognition of the development properties requires management's use of estimates in identification of performance obligations, assessment of the number of performance obligations and whether they are satisfied over time or at a point in time, and determination of an appropriate method to measure progress of the property development project for revenue recognition. Revenue on development properties is recognised using the percentage of completion ("POC") method. Significant judgements are required to determine the total construction costs which include estimation for variation works and any other claims from contractors. Any changes to the estimated total construction costs will impact the stage of completion, and consequentially the revenue recognised. As disclosed in Note 26 to the financial statements, revenue from property development amounting to $415.8 million was recognised over time, with reference to the Group's progress towards completing the construction of the property development.	Our review of the revenue recognition of development properties included the following: ● we read the sales and purchase agreements for sale of development properties and engaged management to obtain an understanding of the performance obligations of the Group as the developer, and its contractual rights. We discussed with management to assess whether the criteria for recognising revenue over time or at a point in time are met, taking into consideration the contractual terms; ● we performed procedures to review the managements estimated total construction cost for all the development projects, and assessed the reasonableness of the assumptions and estimates applied by management which included key elements such as construction costs and variation works, taking also into consideration the need by management to account for any effects of significant or unusual events that occurred during the year which may impact the estimated total construction cost; ● in addition, we also used the value of the main contractor costs incurred to date as certified by third party architects or quantity surveyors, compared to the estimated total main contractor costs and performed arithmetic computations of the stage of completion and revenue to be recognised for the year; and ● we also considered the adequacy of the disclosure in the financial statements, regarding the inherent degree of subjectivity and key assumptions in the estimates.

Other Information

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Directors for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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

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

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

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

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

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

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

INDEPENDENT AUDITOR'S REPORT

To the Members of Low Keng Huat (Singapore) Limited

Report on Other Legal and Regulatory Requirements

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

The engagement partner on the audit resulting in this independent auditor's report is Ong Soo Ann.

Foo Kon Tan LLP
Public Accountants and
Chartered Accountants

Singapore, 7 May 2025

STATEMENTS OF FINANCIAL POSITION

As at 31 January 2025

The Group	Note	**31 January 2025 $'000**	31 January 2024 $'000
ASSETS			
Current Assets			
Cash and cash equivalents	3	**66,585**	71,212
Fixed deposits	4	**8,107**	12,441
Trade and other receivables	6	**35,742**	27,025
Contract assets	8(a)	**294,107**	112,958
Contract costs	8(b)	**345**	10,942
Inventories	9	**443**	324
Development properties	10	**3,656**	321,341
		408,985	556,243
Non-current Assets			
Trade and other receivables	6	**160**	710
Financial assets at FVPL	5	**24,103**	28,068
Financial assets at FVOCI	11	**3,795**	4,676
Joint ventures	12	**53,542**	9,359
Associated companies	13	**18,108**	30,318
Investment properties	15	**288,370**	289,954
Property, plant and equipment	16	**291,740**	294,457
Deferred tax assets	17	**2,225**	2,208
		682,043	659,750
Total assets		**1,091,028**	1,215,993
LIABILITIES			
Current Liabilities			
Trade and other payables	18	**24,299**	39,088
Amount owing to non-controlling shareholders of subsidiaries (non-trade)	19	**716**	361
Provision for directors' fee		**224**	215
Current tax payable		**4,131**	4,702
Borrowings	21	**120,273**	5,493
		149,643	49,859
Non-current Liabilities			
Provision	20	**27**	26
Borrowings	21	**327,851**	541,953
Deferred tax liabilities	17	**3,240**	3,441
		331,118	545,420
Total liabilities		**480,761**	595,279
NET ASSETS		**610,267**	620,714

The annexed notes form an integral part of and should be read in conjunction with these financial statements.

STATEMENTS OF FINANCIAL POSITION

As at 31 January 2025

The Group	Note	**31 January 2025 $'000**	31 January 2024 $'000
EQUITY			
Capital and Reserves			
Share capital	22	**161,863**	161,863
Capital reserve	23(a)	**(30,214)**	(30,214)
Fair value reserve	24	**95**	976
Retained profits	23(b)	**475,783**	484,762
Currency translation reserve	25	**(6,264)**	(7,666)
		601,263	609,721
Non-controlling interests		**9,004**	10,993
Total equity		**610,267**	620,714

The annexed notes form an integral part of and should be read in conjunction with these financial statements.

STATEMENTS OF FINANCIAL POSITION

As at 31 January 2025

The Company	Note	31 January 2025 $'000	31 January 2024 $'000
ASSETS			
Current Assets			
Cash and cash equivalents	3	**3,657**	39,289
Trade and other receivables	6	**4,783**	4,833
Amount owing by subsidiaries (non-trade)	7(a)	**3,682**	3,072
Contract assets	8(a)	**2,458**	5,586
		14,580	52,780
Non-current Assets			
Trade and other receivables	6	**2,876**	6,303
Joint ventures	12	**10,441**	9,078
Subsidiaries	14	**602,292**	598,973
Property, plant and equipment	16	**3,754**	4,055
		619,363	618,409
Total assets		**633,943**	671,189
LIABILITIES			
Current Liabilities			
Trade and other payables	18	**7,500**	24,234
Amount owing to subsidiaries (non-trade)	7(b)	**5,660**	11,140
Amount owing to non-controlling shareholders of subsidiaries (non-trade)	19	**370**	–
Provision for directors' fee		**224**	215
Borrowings	21	**1,080**	1,271
		14,834	36,860
Non-current Liability			
Borrowings	21	**3**	1,083
Total liabilities		**14,837**	37,943
NET ASSETS		**619,106**	633,246
EQUITY			
Capital and Reserves			
Share capital	22	**161,863**	161,863
Retained profits	23(b)	**457,243**	471,383
Total equity		**619,106**	633,246

The annexed notes form an integral part of and should be read in conjunction with these financial statements.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the financial year ended 31 January 2025

The Group	Note	**Year ended 31 January 2025 $'000**	Year ended 31 January 2024 $'000
Revenue	26, 38	**482,705**	367,680
Cost of sales		**(420,472)**	(307,628)
Gross profit		**62,233**	60,052
Other income			
- Finance income	27(a), 38	**1,572**	1,710
- Miscellaneous income	27(b)	**2,790**	3,990
Expenses			
- Distribution costs		**(23,178)**	(16,912)
- Administrative costs	28	**(13,898)**	(14,326)
- Other operating expenses	29	**(2,074)**	(2,144)
- Finance costs	30, 38	**(22,115)**	(27,511)
Share of results of joint ventures and associated companies	12, 13, 38	**830**	2,764
Profit before fair value changes, other losses (net) and taxation		**6,160**	7,623
Fair value loss on financial assets at FVPL	5, 38	**(2,751)**	(7,543)
Other losses, net	31, 38	**(1,950)**	(1,748)
Profit/(loss) before taxation	32, 38	**1,459**	(1,668)
Taxation	33, 38	**1,118**	638
Profit/(loss) after taxation		**2,577**	(1,030)
Other comprehensive income/(loss) after tax:			
Items that may be reclassified subsequently to profit or loss			
Exchange differences on translation of the financial statements of foreign entities (net of tax at Nil%)	25	**1,402**	(3,632)
Items that will not be reclassified subsequently to profit or loss			
Fair value loss on financial assets at FVOCI (net of tax at Nil%)	11, 24	**(881)**	(538)
Exchange differences on translation of the financial statements of foreign entities (net of tax at Nil%)		**(66)**	(157)
Other comprehensive income/(loss) for the year, net of tax		**455**	(4,327)
Total comprehensive income/(loss) for the year		**3,032**	(5,357)
Profit/(loss) attributable to:			
Owners of the parent	38	**2,103**	(1,135)
Non-controlling interests	38	**474**	105
		2,577	(1,030)
Total comprehensive income/(loss) attributable to:			
Owners of the parent		**2,624**	(5,305)
Non-controlling interests		**408**	(52)
		3,032	(5,357)
Earnings/(loss) per share (cents)			
- Basic	34	**0.28**	(0.15)
- Diluted	34	**0.28**	(0.15)

The annexed notes form an integral part of and should be read in conjunction with these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the financial year ended 31 January 2025

The Group	Share capital $'000	Capital reserve $'000	Fair value reserve $'000	Retained profits $'000	Currency translation reserve $'000	Total attributable to owners of the parent $'000	Non-controlling interests $'000	Total $'000
	← Attributable to equity holders of the Company →							
Balance at 1 February 2023	161,863	(30,214)	1,514	493,285	(4,034)	622,414	10,942	633,356
(Loss)/profit for the year	–	–	–	(1,135)	–	(1,135)	105	(1,030)
Other comprehensive loss for the year	–	–	(538)	–	(3,632)	(4,170)	(157)	(4,327)
Total comprehensive loss for the year	–	–	(538)	(1,135)	(3,632)	(5,305)	(52)	(5,357)
Dividends paid to owners of the parent [Notes 23(b) and 36]	–	–	–	(7,388)	–	(7,388)	–	(7,388)
Cancellation of dividends by a subsidiary	–	–	–	–	–	–	850	850
Dividends paid by a non-wholly owned subsidiary of the company	–	–	–	–	–	–	(747)	(747)
Total transaction with owners, recognised directly in equity	–	–	–	(7,388)	–	(7,388)	103	(7,285)
Balance at 31 January 2024	161,863	(30,214)	976	484,762	(7,666)	609,721	10,993	620,714
Balance at 1 February 2024	**161,863**	**(30,214)**	**976**	**484,762**	**(7,666)**	**609,721**	**10,993**	**620,714**
Profit for the year	**–**	**–**	**–**	**2,103**	**–**	**2,103**	**474**	**2,577**
Other comprehensive income/(loss) for the year	**–**	**–**	**(881)**	**–**	**1,402**	**521**	**(66)**	**455**
Total comprehensive income/(loss) for the year	**–**	**–**	**(881)**	**2,103**	**1,402**	**2,624**	**408**	**3,032**
Dividends paid to owners of the parent [Notes 23(b) and 36]	**–**	**–**	**–**	**(11,082)**	**–**	**(11,082)**	**–**	**(11,082)**
Dividend paid by a non-wholly owned subsidiary of the company	**–**	**–**	**–**	**–**	**–**	**–**	**(109)**	**(109)**
Liquidation of a subsidiary with non-controlling interests	**–**	**–**	**–**	**–**	**–**	**–**	**(2,288)**	**(2,288)**
Total transaction with owners, recognised directly in equity	**–**	**–**	**–**	**(11,082)**	**–**	**(11,082)**	**(2,397)**	**(13,479)**
Balance at 31 January 2025	**161,863**	**(30,214)**	**95**	**475,783**	**(6,264)**	**601,263**	**9,004**	**610,267**

The annexed notes form an integral part of and should be read in conjunction with these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

For the financial year ended 31 January 2025

The Group	Note	Year ended 31 January 2025 $'000	Year ended 31 January 2024 $'000
Cash Flows from Operating Activities			
Profit/(loss) before taxation		**1,459**	(1,668)
Adjustments for:			
Share of results of joint ventures and associated companies		**(830)**	(2,764)
Depreciation of:			
- Investment properties	15, 32	**3,454**	3,671
- Property, plant and equipment	16, 32	**8,099**	7,815
Gain on disposal of property, plant and equipment	31	**(19)**	(27)
Government grant income		**–**	(66)
Impairment loss on:			
- Property, plant and equipment	16, 31, 32	**1,123**	–
- Trade receivables	6, 29	**–**	22
- Investments in joint ventures and associated companies	31	**–**	360
Write-back of impairment loss on:			
- Investment properties	15, 31, 32	**(1,902)**	–
- Trade receivables	6, 27(b)	**(9)**	–
Amortisation of contract costs	8(b), 32	**21,810**	14,554
Fair value loss on financial assets at FVPL	5, 32	**2,751**	7,543
Other receivables (non-trade) written off	31	**1,186**	–
Property, plant and equipment written off	31, 32	**3**	2
Investment properties written off	31	**89**	–
Dividend income from quoted equity investments	27(b)	**(149)**	(134)
Unrealised foreign exchange loss from financial assets at FVPL	5	**1,180**	1,557
Finance costs	30	**22,115**	27,511
Finance income	27(a)	**(1,572)**	(1,710)
Operating profit before working capital changes		**58,788**	56,666
(Increase)/decrease in inventories		**(119)**	15
Decrease in development properties		**317,685**	222,499
Increase in contract assets and contract costs		**(192,362)**	(128,426)
(Increase)/decrease in operating receivables		**(9,645)**	5,772
Decrease in operating payables		**(14,319)**	(1,899)
Cash generated from operations		**160,028**	154,627
Income tax refunded/(paid)		**317**	(867)
Net cash generated from operating activities		**160,345**	153,760
Balance carried forward		**160,345**	153,760

The annexed notes form an integral part of and should be read in conjunction with these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

For the financial year ended 31 January 2025

The Group	Note	**Year ended 31 January 2025 $'000**	Year ended 31 January 2024 $'000
Balance brought forward		**160,345**	153,760
Cash Flows from Investing Activities			
Additions to property, plant and equipment	Note A	**(7,485)**	(4,844)
Additions to investment properties		**(57)**	–
Interest received		**1,678**	1,558
Distributions from investments in financial assets at FVPL		**34**	–
Dividend received from quoted equity investments		**149**	134
Dividend received from an associated company	13	**2,920**	–
Dividend received from a joint venture	12	**180**	–
Advances and loans made to joint ventures and associated companies		**(45,256)**	(2,175)
Investment in a joint venture		**(900)**	–
Investment in financial assets at FVPL	5	**–**	(848)
Loan repayment from an associated company		**13,860**	–
Proceeds from disposal of property, plant and equipment		**28**	36
Net cash used in investing activities		**(34,849)**	(6,139)
Cash Flows from Financing Activities			
Dividends paid to shareholders of the Company	36	**(11,082)**	(7,388)
Final distribution paid to non-controlling interests, upon liquidation of subsidiary		**(1,866)**	–
Dividends paid to non-controlling shareholders of subsidiaries		**(109)**	(747)
Government grant received		**–**	66
Bank borrowings:			
- Proceeds		**32,282**	119,434
- Principal paid		**(131,112)**	(197,105)
- Interest paid		**(22,033)**	(27,717)
Lease liabilities:			
- Principal paid		**(425)**	(404)
- Interest paid		**(102)**	(59)
Decrease/(increase) in fixed deposits pledged		**4,334**	(4,948)
Net cash used in financing activities		**(130,113)**	(118,868)
Net (decrease)/increase in cash and cash equivalents		**(4,617)**	28,753
Cash and cash equivalents at beginning of year		**71,212**	42,894
Exchange differences on translations of cash and cash equivalents at beginning of year		**(10)**	(435)
Cash and cash equivalents at end of year	3	**66,585**	71,212

The annexed notes form an integral part of and should be read in conjunction with these financial statements.

For the financial year ended 31 January 2025

A. Acquisition of property, plant and equipment

During the financial year ended 31 January 2025, the Group acquired property, plant and equipment at an aggregate cost of $7,494,000 (2024 - $6,122,000). All additions were paid to suppliers of property, plant and equipment for the financial year ended, except for leased assets. Cash payment of $7,485,000 (2024 - $4,844,000) were made to purchase property, plant and equipment. The Group wrote off and disposed of assets amounting to $12,000 (2024 - $11,000).

Reconciliation of liabilities arising from financing activities

The following is the disclosure of reconciliation of items for which cash flows have been, or would be, classified as financing activities, excluding equity items:

			Cash flows						Non-cash changes					
		1 February 2024	Proceeds	Principal paid	Interest paid	Pledged fixed deposits discharged	Dividend paid	New leases	Interest expense	Foreign exchange movement	Accrued interest	Others	31 January 2025
	Note	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Amount owing to non-controlling shareholders of subsidiaries:													
- Advances	19	361	-	-	-	-	-	-	-	(15)	-	370	716
Bank borrowings	21	545,298	32,282	(131,112)	(22,033)	-	-	-	22,013	(250)	15	-	446,213
Lease liabilities (Note A)	37(a)	2,148	-	(425)	(102)	-	-	9	102	(50)	-	229	1,911
Fixed deposits pledged	4	(12,441)	-	-	-	4,334	-	-	-	-	-	-	(8,107)

A. Lease modification

There is modification in the scope or the consideration of the lease that was not part of the original term. In this case, the lease liability is re-measured by discounting the revised lease payments using a revised discount rate at the effective date for the lease modification.

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The annexed notes form an integral part of and should be read in conjunction with these financial statements.

Reconciliation of liabilities arising from financing activities (Cont'd)

			Cash flows						Non-cash changes					
		1 February 2023	Proceeds	Principal paid	Interest paid	Increase in fixed deposit pledged	Dividend paid	New leases	Interest expense	Foreign exchange movement	Accrued interest	Others	31 January 2024
	Note	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Amount owing to non-controlling shareholders of subsidiaries:													
- Advances	19	379	–	–	–	–	–	–	–	(18)	–	–	361
- Dividend payable (Note B)	19	877	–	–	–	–	(747)	–	–	(27)	–	(103)	–
Bank borrowings	21	622,969	119,434	(197,105)	(27,717)	–	–	–	27,452	–	265	–	545,298
Lease liabilities	37(a)	1,350	–	(404)	(59)	–	–	1,251	59	(49)	–	–	2,148
Fixed deposits pledged	4	(7,493)	–	–	–	(4,948)	–	–	–	–	–	–	(12,441)

B. Dividends paid to non-controlling interests

Dividends for non-controlling interests of $103,000 in FY2024 pertained to the net impact arising from:

i) a cancellation of FY2022 dividend of $850,000 declared by an overseas subsidiary; and

ii) lower dividends of $747,000 declared by the same subsidiary for FY2023, paid in FY2024.

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The annexed notes form an integral part of and should be read in conjunction with these financial statements.

1 General information

Low Keng Huat (Singapore) Limited (the "Company") is listed on the Singapore Exchange and incorporated and domiciled in Singapore. The address of its registered office is 80 Marine Parade Road #18-05/09, Parkway Parade, Singapore 449269.

The principal activities of the Group are construction, property development, ownership and operation of serviced apartments, a hotel and a restaurant, as well as investment holding. The principal activities of the subsidiaries are disclosed in Note 14 to the financial statements.

The Company's immediate and ultimate holding company is Consistent Record Sdn. Bhd., a company incorporated in Malaysia.

The consolidated financial statements of the Group and statement of financial position of the Company for the financial year ended 31 January 2025 were authorised for issue by the Board of Directors on the date of the directors' statement.

2(a) Basis of preparation

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

These financial statements are presented in Singapore Dollar which is the Company's functional currency. All financial information has been presented in Singapore Dollar and rounded to the nearest thousand ($'000), unless otherwise stated.

The preparation of financial statements in conformity with SFRS(I) requires management to exercise its judgement in the process of applying the Group's accounting policies. It also requires the use of certain critical accounting estimates and assumptions. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 2(d).

The accounting policies used by the Group have been applied consistently to all periods presented in these financial statements.

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2(b) Adoption of new and revised SFRS(I) effective for the current financial year

On 1 February 2024, the Group and the Company have adopted all the new and revised SFRS(I), SFRS(I) interpretations ("SFRS(I) INT") and amendments to SFRS(I), effective for the current financial year that are relevant to them. The adoption of these new and revised SFRS(I) pronouncements did not result in significant changes to the Group's and the Company's accounting policies and has no material effect on the amounts or the disclosures reported for the current or prior reporting periods.

Reference	Description	Effective date (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
Amendment to SFRS(I) 16	*Lease Liability in a Sale and Leaseback*	1 January 2024
Amendment to SFRS(I) 1-7 and SFRS(I) 7	*Supplier Finance Arrangements*	1 January 2024

2(c) New and revised SFRS(I) issued but not yet effective

At the date of authorisation of these financial statements, the Group and the Company have not adopted the new and revised SFRS(I), SFRS(I) INT and amendments to SFRS(I) that have been issued but are not yet effective to them. Management anticipates that the adoption of these new and revised SFRS(I) pronouncements in future periods will not have a material impact on the Group's and the Company's accounting policies in the period of their initial application.

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

2(d) Critical accounting judgements and key sources of estimation uncertainty

The preparation of the financial statements in conformity with SFRS(I) requires the use of judgements, 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 ("FY"). Although these estimates are based on management's best knowledge of current events and actions, actual results may differ from those estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the reporting period in which the estimate is revised and in any future reporting periods affected. The areas involving significant judgement and critical accounting estimates and assumptions used are described below.

(i) Significant judgements used in applying accounting policies

The following are the critical judgements, apart from those involving estimations (which are presented separately below), that have been made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in financial statements.

Classification of properties (Notes 10, 15 and 16)

The Group determines whether a property is classified as development property, investment property, or owner-occupied property as follows:

- Development properties comprise completed properties for sale, properties for development and properties in the course of development in the ordinary course of business. Principally, these are residential, offices and retail properties that the Group develops and intends to sell before or on completion of construction.

- Investment properties comprise offices and retail units which are not occupied substantially for use by, or in the operations of, the Group, nor for sale in the ordinary course of business, but are held primarily to earn rental income and capital appreciation.

- Owner-occupied properties comprise properties that are used by the Group in the production or supply of goods and services or for administrative services.

Joint ventures (Note 12)

The Group holds 25% to 49% ownership interest of its joint ventures recognised in the consolidated accounts using the equity method in accordance with the percentage owned. Management has assessed that the holdings are joint arrangements as there are contractual arrangement with the parties resulting in the Group having joint control. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control. As the joint arrangements provide the Group with rights to the net assets of the arrangements, the arrangements are joint ventures to the Group. Further details are disclosed in Note 12 to the financial statements.

2(d) Critical accounting judgements and key sources of estimation uncertainty (Cont'd)

(i) Significant judgements used in applying accounting policies (Cont'd)

Income tax (Notes 17 and 33)

The Group has exposures to income taxes in several jurisdictions. Significant judgement is involved in determining the group-wide provision for income taxes. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for expected tax issues based on estimates of whether additional taxes will be due.

Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

Determination of the lease term

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). The lease term is re-assessed if an option is actually exercised (or not exercised) or the Group becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects the assessment, and that is within the control of the lessee. For leases of leasehold properties and plant and equipment, the following factors are normally the most relevant:

- If there are significant penalties to terminate (or not extend), the Group is typically reasonably certain to extend (or not terminate).

- If any leasehold improvements are expected to have a significant remaining value, the Group is typically reasonably certain to extend (or not terminate).

- Otherwise, the Group considers other factors including historical lease durations and the costs and business disruption required to replace the leased asset.

Allowance for expected credit losses of trade and other receivables and contract assets [Notes 6 and 8(a)]

Allowance for expected credit losses ("ECL") of trade and other receivables and contract assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the ECL calculation, based on the Group's past collection history, existing market conditions as well as forward looking estimates at each reporting date. 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.

2(d) Critical accounting judgements and key sources of estimation uncertainty (Cont'd)

(i) Significant judgements used in applying accounting policies (Cont'd)

Allowance for expected credit losses of trade and other receivables and contract assets [Notes 6 and 8(a)] (Cont'd)

The Group uses a provision matrix to calculate ECL for trade receivables and contract assets. 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 calibrate the matrix to adjust historical credit loss experience with forward-looking information. The assessment of the correlation between historical observed default rates, forecast economic conditions and ECL is a significant estimate. The amount of ECL is sensitive to changes in circumstances and forecast economic conditions.

The Group and the Company apply the 3-stage general approach to determine ECL for non-trade amounts due from external parties and related parties. ECL is measured as an allowance equal to 12-month ECL for stage-1 assets, or lifetime ECL for stage-2 or stage-3 assets. An asset moves from stage-1 to stage-2 when its credit risk increases significantly and subsequently to stage-3 as it becomes credit-impaired. In assessing whether credit risk has significantly increased, the Group and the Company consider qualitative and quantitative reasonable and supportable forward looking information. Lifetime ECL represents ECL that will result from all possible default events over the expected life of a financial instrument whereas 12-month ECL represents the portion of lifetime ECL expected to result from default events possible within twelve months after the reporting date.

The carrying amount of the Group's and the Company's trade and other receivables and contract assets at the end of the reporting period are disclosed in Notes 6 and 8(a) to the consolidated financial statements. A decrease of 10% in the estimated future cash inflows will not lead to further allowance for impairment on the Group's and the Company's trade and other receivables and contract assets.

(ii) Key sources of estimation uncertainty

Impairment of non-financial assets [Notes 8(b), 12, 13, 14, 15 and 16]

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 of disposal ("FVLCD") and its value-in-use ("VIU"). The FVLCD calculation is based on available data from binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing the asset. The VIU calculation is based on a discounted cash flow ("DCF") model. The cash flows are derived from the budget for the next three or five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the cash-generating unit being tested. The key assumptions in deriving the recoverable amount include discount rate used for the DCF model, as well as the expected future cash inflows and the growth rate used for extrapolation purposes.

2(d) Critical accounting judgements and key sources of estimation uncertainty (Cont'd)

(ii) Key sources of estimation uncertainty (Cont'd)

Impairment of non-financial assets [Notes 8(b), 12, 13, 14, 15 and 16] (Cont'd)

The FVLCD estimation is affected by the uncertainty caused by more volatile asset prices and currency exchange rates in countries in which the Group operates in. The VIU estimation is based on forecasted cash flows of the underlying business.

The carrying amounts of the Group's and the Company's non-financial assets are disclosed in Notes 8(b), 12, 13, 14, 15 and 16 to the consolidated financial statements. In 2025 and 2024, a decrease of 5% in each of the Group's and the Company's non-financial assets' recoverable amounts will not increase any impairment losses that had been provided on the Group's and Company's non-financial assets.

Net realisable value of development properties (Note 10)

Development properties in the course of development and completed properties are stated at lower of cost and estimated net realisable value. When it is probable that the total development costs will exceed the total projected revenue, the amount in excess of net realisable value is recognised as an expense immediately. The process of evaluating the net realisable value of each property is subject to management judgement and the effect of assumptions in respect of development plans, timing of sale and the prevailing market conditions. Management performs cost studies for each development property, taking into account the costs incurred to date, the development status and costs to complete. Any future variation in plans, assumptions and estimates can potentially impact the carrying amounts of the respective properties.

There is uncertainty inherent in estimating net realisable value of the development properties due to increased volatility in their selling prices because there is still significant uncertainty in the recovery trajectory of the economy in the near future.

The carrying amount of the Group's development properties, including any write down to net realisable value, is disclosed in Note 10. In 2025 and 2024, an increase of 5% in total projected development costs will not lead to any allowance for diminution in value required for the Group's development properties.

Valuation of financial assets at FVOCI (Note 11)

In the current environment, the volatility of stock prices in the Singapore market has also increased which affects the financial assets at FVOCI directly, as the fair value is determined based on market prices in case of shares traded on an active market.

The carrying amount of the Group's financial assets at FVOCI are disclosed in Note 11. If the fair value of the financial assets increase/decrease by 5%, the carrying amount of financial assets at FVOCI would increase/decrease by $190,000 (2024 - $234,000) at the Group level.

2(d) Critical accounting judgements and key sources of estimation uncertainty (Cont'd)

(ii) Key sources of estimation uncertainty (Cont'd)

Valuation of financial assets at FVPL (Note 5)

The Group's investment in the limited partnership, HThree City Australian Commercial Fund 3 LP, is subject to the terms and conditions of the limited partnership agreement as disclosed in Note 5. The investment in the limited partnership is primarily valued based on its latest audited financial statements. The Group reviews the details of the reported information obtained from the partnership and considers:

- The valuation of the limited partnership's underlying investments;
- The value date of the net asset value ("NAV") provided; and
- Cash flows (calls/distributions) since the latest value date.

If the fair value of the underlying investments, commercial real estates increase/decrease by 5%, the carrying amount of financial assets at FVPL would increase/decrease by $1,205,000 (2024 - $1,403,000) at the Group level.

Estimation of the incremental borrowing rate ("IBR") (Note 37)

For the purpose of calculating the right-of-use asset and lease liability, an entity applies the interest rate implicit in the lease ("IRIIL") and, if the IRIIL is not readily determinable, the entity uses its IBR applicable to the lease asset. The IBR is the rate of interest that the entity would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. For most of the leases whereby the Group are the lessee, the IRIIL is not readily determinable. Therefore, the Group estimates the IBR relevant to each lease asset by using observable inputs (such as market interest rate and asset yield) when available, and then making certain lessee specific adjustments (such as a group entity's credit rating). The carrying amount of the Group's right-of-use assets and lease liabilities are disclosed in Notes 37(b) and 37(a), respectively. An increase/decrease of 50 basis points in the estimated IBR will not result in a material impact to the right-of-use assets and lease liabilities at the Group level.

Revenue recognition for development properties (Note 26)

The Group recognises contract revenue based on the stage of completion for the sale of development properties where the Group has enforceable rights to payment for performance completed to date. The stage of completion is measured by reference to certifications of the value of work performed to date as compared to the estimated total construction costs of the development projects. The Group is required to estimate the total construction costs which include estimation for variation works and any other claims from contractors. In making these estimates, the Group relies on past experience and the work of specialists. The amount of revenue recognised from development properties by the Group is therefore subject to uncertainty in respect of variation works and estimation of future costs.

The Group's revenue recognised from development properties for the year is disclosed in Note 26. If the estimated costs for variation works increase/decrease by 10%, there is no material impact to the Group's revenue for the year as the unexpected variation works remain minimum and immaterial.

2(d) Critical accounting judgements and key sources of estimation uncertainty (Cont'd)

(ii) Key sources of estimation uncertainty (Cont'd)

Depreciation of investment properties (Note 15)

Investment properties of the Group are depreciated on a straight-line basis over their estimated useful lives.

The carrying amount of the Group's investment properties as at 31 January 2025 is $288,370,000 (2024 - $289,954,000).

If the actual useful lives of investment properties differ by 10% from management's estimates, the carrying amount of the investment properties of the Group will be approximately $315,000 (2024 - $335,000) lower or $384,000 (2024 - $409,000) higher, respectively.

Depreciation of property, plant and equipment (Note 16)

Property, plant and equipment are depreciated on a straight-line basis over their estimated useful lives. The carrying amounts of the Group's and the Company's property, plant and equipment as at 31 January 2025 are $291,740,000 (2024 - $294,457,000) and $3,754,000 (2024 - $4,055,000), respectively. Changes in the expected level of usage and technological developments could impact the economic useful lives and the residual values of these assets, therefore future depreciation charges could be revised.

If the actual useful lives of property, plant and equipment differ by 10% from management's estimates, the carrying amounts of the property, plant and equipment of the Group will be approximately $736,000 (2024 - $597,000) lower or $900,000 (2024 - $730,000) higher.

If the actual useful lives of property, plant and equipment differ by 10% from management's estimates, the carrying amounts of the property, plant and equipment of the Company will be approximately $38,000 (2024 - $34,000) lower or $46,000 (2024 - $42,000) higher.

Deferred tax assets (Note 17)

The Group reviews the carrying amount of deferred tax assets at the end of each reporting period. Deferred tax assets are recognised to the extent that it is probable that future taxable income will be available against which the temporary differences can be utilised. This involves judgement regarding future financial performance of the particular legal entity or tax group in which the deferred tax asset has been recognised. Management has assessed that it is reasonable to recognise deferred tax assets based on probable future taxable income. The carrying amount of the Group's deferred tax assets is disclosed in Note 17.

In 2025 and 2024, a decrease of 10% in the probable future taxable income will not affect the amount of deferred tax assets recognised.

2(e) Material accounting policy information

Consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at the end of the reporting period. The financial statements of the subsidiaries used in the preparation of the consolidated financial statements are prepared with the same reporting date as the Company. Consistent accounting policies are applied to like transactions and events in similar circumstances. Information on its subsidiaries is given in Note 14 to the financial statements.

All intra-group balances, income and expenses and unrealised gains and losses resulting from intra-group transactions and dividends are eliminated in full.

Subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control and continue to be consolidated until the date that such control ceases.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries and investees are attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries or investees to bring their accounting policies in line with the Group's accounting policies.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- de-recognises the assets (including goodwill, if any) and liabilities of the subsidiary at their carrying amounts as at that date when control is lost;
- de-recognises the carrying amount of any non-controlling interest;
- de-recognises the cumulative translation differences recorded in equity;
- recognises the fair value of the consideration received;
- recognises the fair value of any investment retained;
- recognises any surplus or deficit in profit or loss; and
- reclassifies the Group's share of components previously recognised in other comprehensive income to profit or loss or retained earnings, as appropriate.

A subsidiary is an investee that is controlled by the Group. The Group controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

2(e) Material accounting policy information (Cont'd)

Consolidation (Cont'd)

Thus, the Group controls an investee if and only if the Group has all of the following:

- power over the investee;
- exposure, or rights or variable returns from its involvement with the investee; and
- the ability to use its power over the investee to affect its returns.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Group has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Group considers all relevant facts and circumstances in assessing whether or not the Group's voting rights in an investee are sufficient to give it power, including:

- the size of the Group's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Group, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate the Group has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

When the Group loses control of a subsidiary, the gain or loss on disposal recognised in profit or loss is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), less liabilities of the subsidiary and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as required/permitted by applicable SFRS(I)).

Transactions with non-controlling interests

Non-controlling interests represent the equity in subsidiaries not attributable, directly or indirectly, to owners of the Company, and are presented separately in the consolidated statement of comprehensive income and within equity in the consolidated statement of financial position, separately from equity attributable to owners of the Company.

2(e) Material accounting policy information (Cont'd)

Net investment in a foreign operation

When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely to occur in the foreseeable future, foreign exchange gains and losses arising from such a monetary item are considered to form part of a net investment in a foreign operation. These are recognised in other comprehensive income and are presented in the "currency translation reserve" in equity.

Investment properties

Investment properties include commercial buildings and those portions of office buildings that are held for long-term rental yields and/or for capital appreciation and land under operating leases that are held for long-term capital appreciation or for a currently indeterminate use, and where an insignificant portion is held for the Group's own occupation.

Investment properties are initially recognised at cost and subsequently carried at cost less accumulated depreciation and accumulated impairment losses. Depreciation is computed using the straight-line method over its remaining lease period. Freehold land held as an investment property is not subject to depreciation. Freehold property is depreciated over 50 years.

Investment properties are subject to renovations or improvements at regular intervals. The costs of major renovations and improvements are capitalised as additions 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.

Investment properties are de-recognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. On disposal or retirement of an investment property, the difference between any disposal proceeds and the carrying amount is recognised in profit or loss.

Transfers to or from investment properties are made when there is a change in use evidenced by:

- Commencement of owner's occupation, for a transfer from investment properties to property, plant and equipment;

- Commencement of development with a view to sell, for a transfer of investment properties to development properties;

- End of owner occupation, for a transfer from property, plant and equipment to investment properties; or

- Inception of an operating lease to another party, for a transfer from development properties to investment properties.

For transfer to investment properties from development properties for sale, the deemed cost for subsequent accounting is the fair value at the date of change in use. For a transfer from owner occupied property to investment property, the property is accounted for in accordance with the accounting policy for property, plant and equipment up to the date of change in use.

For transfer from development properties to investment properties, any difference between the fair value of the property at that date and its previous carrying amount shall be recognised in profit or loss.

2(e) Material accounting policy information (Cont'd)

Property, plant and equipment

All items of property, plant and equipment are initially recorded at cost.

Subsequently to initial recognition, property, plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses. Depreciation on other items of property, plant and equipment is calculated using the straight-line method to allocate their depreciable amount over their estimated useful lives as follows:

Leasehold land	Over lease period of 94 years
Leasehold buildings	3 to 96 years
Freehold properties	50 years
Plant, machinery and surveying equipment	5 to 40 years
Motor vehicles	8 to 10 years
Furniture, fittings and equipment	3 to 10 years
Renovation	10 years

No depreciation is provided on assets under construction.

The cost of property, plant and equipment includes expenditure that is directly attributable to the acquisition of the items. 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. Cost may also include transfers from equity of any gains/losses on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment, if any.

Subsequent expenditure relating to property, plant and equipment that have been recognised is added to the carrying amount of the asset when it is probable that future economic benefits in excess of the standard of performance of the asset before the expenditure was made will flow to the Group and the cost can be reliably measured. Other subsequent expenditure is recognised as an expense in the financial year in which it is incurred.

For acquisitions and disposals during the financial year, depreciation is provided from the month of acquisition and to the month before disposal, respectively. Fully depreciated property, plant and equipment are retained in the books of accounts until they are no longer in use.

Depreciation methods, useful lives and residual values are reviewed, and adjusted as appropriate, at each reporting date, as a change in estimates.

On disposal of property, plant and equipment, the difference between the disposal proceeds and its carrying amount is recognised in profit or loss within "other losses, net".

Investments in subsidiaries

In the Company's separate financial statements, investments in subsidiaries are stated at cost less accumulated impairment loss in the Company's statement of financial position. On disposal of such investments, the difference between the disposal proceeds and their carrying amounts is recognised in profit or loss.

2(e) Material accounting policy information (Cont'd)

Investments in associates

An associate is an entity over which the Group has the power to participate in the financial and operating policy decisions of the investee but does not have control or joint control over those policies.

In the Company's separate financial statements, investments in associates are stated at cost less accumulated impairment losses in the statement of financial position. On disposal of such investments, the difference between disposal proceeds and the carrying amounts of the investments is recognised in profit or loss.

The Group accounts for its investments in associates using the equity method from the date on which it becomes an associate.

On acquisition of the investment, any excess of the cost of the investment over the Group's share of the net fair value of the investee's identifiable assets and liabilities is accounted as goodwill and is included in the carrying amount of the investment. Any excess of the Group's share of the net fair value of the investee's identifiable assets and liabilities over the cost of the investment is included as income in the determination of the entity's share of the associate's profit or loss in the period in which the investment is acquired.

Under the equity method, the investments in associates are carried in the statement of financial position at cost plus post-acquisition changes in the Group's share of net assets of the associates. The profit or loss reflects the share of results of operations of the associates. Distributions received from associates reduce the carrying amount of the investment. Where there has been a change recognised in other comprehensive income by the associates, the Group recognises its share of such changes in other comprehensive income. Unrealised gains and losses resulting from transactions between the Group and the associates are eliminated to the extent of the interest in the associates.

When the Group's share of losses in an associate equals or exceeds its interest in the associate, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

After application of the equity method, the Group determines whether it is necessary to recognise an additional impairment loss on the Group's investments in associates. The Group determines at the end of each reporting period whether there is any objective evidence that the investment in the associate is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognises the amount in profit or loss.

The financial statements of the associates are prepared as of the same reporting date as the Group unless it is impracticable to do so. When the financial statements of an associate used in applying the equity method are prepared as of a different reporting date from that of the Group (not more than three months apart), adjustments are made for the effects of significant transactions or events that occur between that date and the reporting date of the Group.

Upon loss of significant influence over the associate, the Group measures the retained interest at fair value. Any difference between the fair value of the retained interest (including proceeds from disposal) and the carrying amount of the investment at the date the equity method was discontinued is recognised in profit or loss.

2(e) Material accounting policy information (Cont'd)

Investments in associates (Cont'd)

The Group accounts for all amounts previously recognised in other comprehensive income in relation to that associate on the same basis as would have been required if that associate or joint venture had directly disposed of the related assets or liabilities.

When an investment in an associate becomes an investment in a joint venture, the Group continues to apply the equity method and does not re-measure the retained interest.

If the Group's ownership interest in an associate is reduced, but the Group continues to apply the equity method, the Group reclassifies to profit or loss the proportion of the gain or loss that had previously been recognised in other comprehensive income relating to that reduction in ownership interest if that gain or loss would be required to be reclassified to profit or loss on the disposal of the related assets or liabilities.

Joint arrangements

A joint arrangement is a contractual arrangement whereby two or more parties have joint control. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

A joint arrangement is classified either as joint operation or joint venture, based on the rights and obligations of the parties to the arrangement.

To the extent the joint arrangement provides the Group with rights to the assets and obligations for the liabilities relating to the arrangement, the arrangement is a joint operation. To the extent the joint arrangement provides the Group with rights to the net assets of the arrangement, the arrangement is a joint venture.

The Group re-assesses whether the type of joint arrangement in which it is involved has changed when facts and circumstances change. The Group does not have any joint arrangement classified as joint operation.

Joint ventures

In the Company's separate financial statements, investments in joint ventures are stated at cost less accumulated impairment losses in the statement of financial position. On disposal of such investments, the difference between disposal proceeds and the carrying amounts of the investments is recognised in profit or loss.

The Group recognises its interest in a joint venture as an investment and accounts for the investment using the equity method from the date on which it becomes a joint venture. On acquisition of the investment, any excess of the cost of the investment over the Group's share of the net fair value of the investee's identifiable assets and liabilities represents goodwill and is included in the carrying amount of the investment. Any excess of the Group's share of the net fair value of the investee's identifiable assets and liabilities over the cost of the investment is included as income in the determination of the entity's share of the associate or joint venture's profit or loss in the period in which the investment is acquired.

2(e) Material accounting policy information (Cont'd)

Joint arrangements (Cont'd)

Joint ventures (Cont'd)

Under the equity method, the investments in joint ventures are carried in the statements of financial position at cost plus post-acquisition changes in the Group's share of net assets of the joint ventures. The profit or loss reflects the share of results of the operations of the joint ventures. Where there has been a change recognised in other comprehensive income by the joint ventures, the Group recognises its share of such changes in other comprehensive income. Unrealised gains and losses resulting from transactions between the Group and the joint ventures are eliminated to the extent of the interest in the joint ventures.

When the Group's share of losses in a joint venture equals or exceeds its interest in the joint venture, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the joint venture.

After application of the equity method, the Group determines whether it is necessary to recognise an additional impairment loss on the Group's investments in joint ventures. The Group determines at the end of each reporting period whether there is any objective evidence that the investment in the joint venture is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the joint venture and its carrying value and recognises the amount in profit or loss.

The financial statements of the joint ventures are prepared as of the same reporting date as the Group unless it is impracticable to do so. When the financial statements of a joint venture used in applying the equity method are prepared as of a different reporting date from that of the Group (not more than three months apart), adjustments are made for the effects of significant transactions or events that occur between that date and the reporting date of the Group.

Upon loss of joint control over the joint venture, the Group measures the retained interest at fair value. Any difference between the fair value of the retained interest (including proceeds from disposal) and the carrying amount of the investments at the date the equity method was discontinued is recognised in profit or loss.

Leases

(i) The Group as lessee

The Group assesses whether a contract is or contains a lease, at inception of the contract. The Group recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of twelve months or less) and leases of low value assets. For these 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.

2(e) Material accounting policy information (Cont'd)

Leases (Cont'd)

(i) <u>The Group as lessee (Cont'd)</u>

(a) Lease liability

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 the incremental borrowing rate specific to the lessee. The incremental borrowing rate is defined as the rate of interest that the lessee would have to pay to borrow over a similar term and with a similar security, for the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

Lease payments included in the measurement of the lease liability comprise:

- fixed lease payments (including in-substance fixed payments), less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- the amount expected to be payable by the lessee under residual value guarantee;
- exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

Variable lease payments that are not based on an index or a rate are not included as part of the measurement and initial recognition of the lease liability. The Group shall recognise those lease payments in profit or loss in the periods that trigger those lease payments.

For all contracts that contain both lease and non-lease components, the Group has elected to not separate lease and non-lease components and account these as one single lease component.

The lease liabilities are presented within "Borrowings" in the statements of financial position.

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

2(e) Material accounting policy information (Cont'd)

Leases (Cont'd)

(i) <u>The Group as lessee (Cont'd)</u>

(a) Lease liability (Cont'd)

The Group re-measures the lease liability (with a corresponding adjustment to the related right-of-use asset or to profit or loss if the carrying amount of the right-of-use asset has already been reduced to nil) whenever:

- the lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is re-measured by discounting the revised lease payments using a revised discount rate;

- the lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is re-measured by discounting the revised lease payments using the initial discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used); or

- modification in the scope or the consideration of the lease that was not part of the original term, in which the lease liability is re-measured by discounting the revised lease payments using a revised discount rate at the effective date for the lease modification.

(b) Right-of-use asset

The right-of-use asset comprises the initial measurement of the corresponding lease liability, lease payments made at or before the commencement date, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and any accumulated impairment losses.

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. To the extent that the costs relate 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.

Depreciation on right-of-use assets is calculated using the straight-line method to allocate their depreciable amounts over the shorter period of lease term and useful life of the underlying asset.

If a lease transfer ownership of the underlying asset or the cost of the right-of-use asset reflects that the Group expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

2(e) Material accounting policy information (Cont'd)

Leases (Cont'd)

(i) The Group as lessee (Cont'd)

(b) Right-of-use asset (Cont'd)

Right-of-use assets (except for those which meets the definition of an investment property) are presented within "Property, plant and equipment".

Right-of-use assets which meet the definition of an investment property are presented within "Investment properties" and accounted for in accordance with Note 2(e).

The Group applies SFRS(I) 1-36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss.

(ii) The Group as lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for a major part of the economic life of the asset.

At inception or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. If an arrangement contains lease and non-lease components, then the Group applies SFRS(I) 15 to allocate the consideration in the contract.

The Group recognises lease payments received from investment property under operating leases as income on a straight-line basis over the lease term within "revenue" in profit or loss. Lease incentives if any, are recognised as an integral part of the net consideration agreed for the use of the leased asset. Penalty payments on early termination, if any, are recognised in profit or loss when incurred.

Financial assets

Classification and measurement

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

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

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

2(e) Material accounting policy information (Cont'd)

Financial assets (Cont'd)

Classification and measurement (Cont'd)

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

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

At initial recognition

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

At subsequent measurement

Debt instruments

Debt instruments mainly comprise of cash and cash equivalents, bank deposits pledged and trade and other receivables.

The Group's business model for these financial assets is by collecting the contractual cash flow where those cash flows represent solely payments of principal and interest, measured at amortised cost. A gain or loss on a debt instrument that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is de-recognised or impaired. Interest income from these financial assets is included in interest income using the effective interest rate method.

Equity investments

The Group subsequently measures all its equity investments at their fair values. Equity investments are classified as FVPL with movements in their fair values recognised in profit or loss in the period in which the changes arise and presented in "fair value loss on financial assets at FVPL", except for those equity securities which are not held for trading. The Group has elected to recognise changes in fair value of equity securities not held for trading in other comprehensive income as these are strategic investments and the Group considers this to be more relevant. Movements in fair values of investments classified as FVOCI are presented as "fair value loss on financial assets at FVOCI" in other comprehensive income. Dividends from equity investments are recognised in profit or loss as "dividend income".

Assessment of expected credit losses

The Group assesses on a forward-looking basis the expected credit losses associated with its debt financial assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 40.5 details how the Group determines whether there has been a significant increase in credit risk.

2(e) Material accounting policy information (Cont'd)

Financial assets (Cont'd)

Assessment of expected credit losses (Cont'd)

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

For other receivables, and cash and cash equivalents and fixed deposits, the general 3-stage approach is applied. Credit loss allowance is based on 12-month expected credit loss if there is no significant increase in credit risk since initial recognition of the assets. If there is a significant increase in credit risk since initial recognition, lifetime expected credit loss will be calculated and recognised.

Write-off policy

The Group writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery (e.g., when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings), or in the case of trade receivables, when the amounts are over two years past due, whichever occurs sooner. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

Recognition and de-recognition

Regular 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 de-recognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

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

Trade receivables

A receivable represents the Group's right to an amount of consideration that is unconditional (i.e. only the passage of time is required before payment of the consideration is due).

Foreign exchange gains and losses

The carrying amount of financial assets that are denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. Specifically,

- for financial assets measured at amortised cost that are not part of a designated hedging relationship, exchange differences are recognised in profit or loss in the 'Other losses, net' line item; and

- for financial assets measured at FVPL that are not part of a designated hedging relationship, exchange differences are recognised in profit or loss in the 'Other losses, net' line item as part of the fair value gain or loss.

2(e) Material accounting policy information (Cont'd)

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Contract costs

The Group pays sales commission to its intermediaries for each contract that they obtain for sale of development properties. The Group capitalises such commission as incremental costs to obtain a contract with the customer if these costs are recoverable. The capitalised costs are amortised to profit or loss as the Group recognises the related revenue.

Contract liabilities

Contract liabilities relate primarily to the progress billing issued in excess of the Group's right to the consideration in respect of its property development business.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined on a weighted average cost method, and includes all costs in bringing the inventories to their present location and condition.

Provision is made for obsolete, slow-moving and defective inventories in arriving at the net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs necessary to make the sale.

Development properties

Development properties are properties being constructed or developed for future sale. These include completed properties and those in the course of development. Costs capitalised include cost of land and other directly related development expenditure, including borrowing costs incurred in developing the properties.

Capitalisation of borrowing costs ceases at the earlier of Temporary Occupation Permit obtained or when the properties can be sold. The capitalisation rate is determined by reference to the actual rate payable on borrowings for development property, weighted as applicable.

Each property under development is accounted for as a separate project. Where a project comprises more than one component or phase with a separate Temporary Occupation Permit, each component or phase is treated as a separate project, and interest and other net costs are apportioned accordingly.

Upon completion of construction, development properties are transferred to completed development properties for sale.

2(e) Material accounting policy information (Cont'd)

Development properties (Cont'd)

Unsold development properties

Development properties that are unsold are carried at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business less costs to complete development and selling expenses.

Sold development properties

Revenue and cost on development properties that have been sold are recognised using the percentage of completion method. The stage of completion is measured by reference to certifications of the value of work performed to date as compared to the estimated total construction costs of the development projects. When it is probable that the total development costs will exceed the total revenue, the expected loss is recognised as an expense immediately.

Development properties are stated at the lower of cost and net realisable value. Net realisable value represents, the estimated selling price in the ordinary course of business, less estimated total costs of completion and selling expenses.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, bank deposits with financial institutions, and fixed deposits with maturities of 3 months or less from the placement date, which are subject to an insignificant risk of changes in value. These balances are readily convertible to known amounts of cash and are held to meet short-term liquidity requirements, ensuring that the Group can fulfil its operational and financial obligations as they fall due.

Share capital

Ordinary shares are classified as equity.

Financial liabilities

Initial recognition and measurement

Financial liabilities are recognised initially at fair value less directly attributable transaction costs. These financial liabilities comprise amount owing to subsidiaries, amount owing to non-controlling shareholders of subsidiaries, borrowings, lease liabilities and trade and other payables.

Trade and other payables

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

Trade and other payables are initially measured at fair value, and subsequently measured at amortised cost, using the effective interest method.

2(e) Material accounting policy information (Cont'd)

Financial liabilities (Cont'd)

Initial recognition and measurement (Cont'd)

Financial guarantees

The Company has issued financial guarantees to banks for bank borrowings of its subsidiaries. These guarantees are financial guarantee contracts as they require the Company to reimburse the banks if the subsidiaries and joint ventures fail to make principal or interest payments when due in accordance with the terms of their borrowings.

Financial guarantee contracts are initially measured at fair value plus transaction costs and subsequently measured at the higher of:

(a) premium received on initial recognition less the cumulative amount of income recognised in accordance with the principles of SFRS(I) 15; and

(b) the amount of expected loss computed using the impairment methodology under SFRS(I) 9.

De-recognition of financial liabilities

The Group de-recognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability de-recognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments. These foreign exchange gains and losses are recognised in the 'Other losses, net' line item in profit or loss for financial liabilities that are not part of a designated hedging relationship.

Borrowings

Borrowings are presented as current liabilities unless the Group has an unconditional right to defer settlement for at least 12 months after the end of the reporting period, in which case they are presented as non-current liabilities.

Borrowings are initially recognised at fair value (net of transaction costs) and subsequently carried at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings using the effective interest method.

The covenants that the Group is required to comply with on or before the reporting date are taken into consideration when classifying the loan as current or non-current at the reporting date. The covenants that the Group is required to comply with after the reporting date do not affect the current or non-current classification of the loan at the reporting date.

2(e) Material accounting policy information (Cont'd)

Borrowings (Cont'd)

Borrowings are de-recognised when the obligation is discharged, cancelled or expired. The difference between the carrying amount and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

Gains and losses are recognised in the profit or loss when the liabilities are de-recognised as well as through the amortisation process.

Borrowings which are due to be settled within 12 months after the end of the reporting period are included in current borrowings in the statements of financial position even though the original terms were for a period longer than twelve months and an agreement to refinance, or to reschedule payments, on a long-term basis is completed after the end of the reporting period. Other borrowings due to be settled more than twelve months after the end of the reporting period are included in non-current borrowings in the statements of financial position.

Borrowing costs

Borrowing costs are recognised in profit or loss in "finance costs" using the effective interest method except for those costs that are directly attributable to the construction or development of properties and assets under construction. This includes those costs on borrowings acquired specifically for the construction or development of properties and assets under construction, as well as those in relation to general borrowings used to finance the construction or development of properties and assets under construction.

The actual borrowing costs incurred during the period up to earlier of the readiness of sale of the development properties or issuance of the Temporary Occupation Permit, are capitalised in the cost of the property under development. Borrowing costs on general borrowings are capitalised by applying a capitalisation rate to construction or development expenditures that are financed by general borrowings.

Employee benefits

(i) Defined contribution plans

The Company and the Group participate in the defined contribution national pension schemes as provided by the laws of the countries in which they have operations. In particular, the Singapore incorporated companies in the Group contribute to the Central Provident Fund ("CPF"), a defined contribution plan regulated and managed by the Government of Singapore, which applies to the majority of the employees. The contributions to CPF or other defined contribution plans are charged to the profit or loss in the period to which the contributions relate.

(ii) Employee leave entitlements

Employee entitlements to annual leave are recognised when they accrue to employees. Accrual is made for the estimated liability of the unconsumed leave as a result of services rendered by employees up to the end of reporting period.

2(e) Material accounting policy information (Cont'd)

Key management personnel

Key management personnel are those persons having the authority and responsibility for planning, directing and controlling the activities of the entity. Directors and certain managerial personnel are considered key management personnel.

Finance costs

Finance costs comprise interest expense on borrowings and lease liabilities. Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement of financial position if the Group currently has a legally enforceable right to offset the recognised amounts and it intends to either settle them on a net basis or to realise the assets and settle the liabilities simultaneously.

Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Present obligations arising from onerous contracts are recognised as provisions.

The Group recognises the estimated costs of dismantlement, removal or restoration of items of property, plant and equipment arising from the acquisition or use of assets. This provision is estimated based on the best estimate of the expenditure required to settle the obligation, taking into consideration of time value of money.

Changes in the estimated timing or amount of the expenditure or discount rate for asset dismantlement, removal and restoration costs are adjusted against the cost of the related property, plant and equipment, unless the decrease in the liability exceeds the carrying amount of the asset or the asset has reached the end of its useful life. In such cases, the excess of the decrease over the carrying amount of the asset or the changes in the liability is recognised in profit or loss immediately.

The Group reviews the provisions annually and where in their opinion, the provision is inadequate or excessive, due adjustment is made.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of the time is recognised as finance costs.

2(e) Material accounting policy information (Cont'd)

Government grants

Grants from the government are recognised as a receivable at their fair value when there is reasonable assurance that the grant will be received, and the Group will comply with all the attached conditions.

Government grants received are recognised as income over the periods necessary to match them with the related costs which they are intended to compensate, on a systematic basis. Government grants relating to expenses are shown separately as other income.

Government grants relating to assets are deducted against the carrying amount of the assets.

Income taxes

Income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the consolidated statement of profit or loss and other comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are not taxable or tax deductible. The Group's liability for current tax is calculated using tax rates (and tax laws) that have been enacted or substantively enacted in countries where the Company and subsidiaries operate by the end of the reporting period.

Deferred income tax is recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination, and affects neither accounting or taxable profit or loss and does not give rise to equal taxable and deductible temporary differences at the time of the transaction.

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

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

Deferred tax assets and liabilities are recognised on transactions that, on initial recognition, give rise to equal amounts of deductible and taxable temporary differences, arising from leases.

Deferred income tax is measured:

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

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

2(e) Material accounting policy information (Cont'd)

Income taxes (Cont'd)

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

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

Impairment of non-financial assets

As at each reporting date, the Group reviews the carrying amounts of its tangible and intangible 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. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified. If any such indication exists, the asset's recoverable amount is estimated.

Recoverable amount is the higher of fair value less costs to sell 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 for which the estimates of future cash flows have not been adjusted.

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, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

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 reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

2(e) Material accounting policy information (Cont'd)

Revenue recognition

Revenue is recognised when the Group satisfies a performance obligation by transferring a promised good or extending a service to the customer, which is when the customer obtains control of the good or derived benefits from the usage of the service. A performance obligation may be satisfied at a point in time or over time. If a performance obligation is satisfied over time, the revenue is recognised based on the percentage of completion reflecting the progress towards complete satisfaction of that performance obligation. The amount of revenue recognised is the amount allocated to the satisfied performance obligation. Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties.

Revenue from serviced apartments, hotel and restaurant operations

Revenue from serviced apartments, hotel and restaurant operations is recognised over the period in which the accommodation and related services are provided, except for revenue from the sale of food and beverages, which is recognised at a point in time when the food and beverages are delivered.

Revenue from property development - sale of development properties

Revenue from the sale of development properties is recognised when or as the control of the asset is transferred to the customer. Depending on the terms of the contract and the laws that apply to the contract, control of the asset may transfer at a point in time or over time.

For development properties where the Group does not have an enforceable right to payment for performance completed to date, revenue is recognised when the customer obtains control of the asset, such as when the property is accepted by the customer, or deemed as accepted according to the contract, or when title has passed to the customer.

For development properties where the Group is restricted contractually from directing the properties for another use as they are being developed and has an enforceable right to payment for performance completed to date, revenue is recognised over time, based on the Group's efforts or inputs to the satisfaction of the performance obligation, by reference to the stage of completion of the properties. The stage of completion is measured by reference to the proportion of the total construction cost incurred to date, as per certification by quantity surveyors, to the estimated total construction costs. Costs incurred that are not related to the contract or that do not contribute towards satisfying a performance obligation are excluded from the measure of progress and instead are expensed as incurred.

Progress billings to the customers are based on a payment schedule in the contract and are typically triggered upon achievement of specified construction milestones. Payment is typically due within two weeks. A contract asset is recognised when the Group has performed under the contract but has not yet billed the customer. Conversely, a contract liability is recognised when the Group has not yet performed under the contract but has received advance payments from the customer. Contract assets are transferred to receivables when the rights to consideration become unconditional. Contract liabilities are recognised as revenue as the Group performs under the contract.

The period between the transfer of the promised goods and payment by the customer may exceed one year. For such contracts, the Group adjusts the promised amount of consideration for the effect of a financing component, if significant.

2(e) Material accounting policy information (Cont'd)

Revenue recognition (Cont'd)

<u>Revenue from construction contracts</u>

The Group constructs properties for customers as general building contractors through cost-plus contracts. Contract revenue is recognised when the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced.

For these contracts, revenue is recognised over time by reference to the Group's progress towards completion of the contract. The measure of progress is determined based on the value of work performed relative to the total contract value as determined by surveys of work performed ("output method"). Costs incurred that are not related to the contract or that do not contribute towards satisfying a performance obligation are excluded from the measure of progress and instead are expensed as incurred.

In some circumstances such as in the early stages of a contract where the Group may not be able to reasonably measure its progress but expects to recover the contract costs incurred, contract revenue is recognised only to the extent of the contract costs incurred until such time when the Group can reasonably measure its progress.

Contract modifications that add distinct goods or services at their standalone selling prices are accounted for as separate contracts. Contract modifications that add distinct goods or services but not at their standalone selling prices are accounted for as a continuation of the existing contract. The Group combines the remaining consideration in the original contract with the consideration promised in the modification to create a new transaction price that is then allocated to all remaining performance obligations. Contract modifications that do not add distinct goods or services are accounted for as a continuation of the original contract and the change is recognised as a cumulative adjustment to revenue at the date of modification.

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in the profit or loss in the period in which the circumstances that give rise to the revision become known by management.

The period between the transfer of the promised services and customer payment may exceed one year. For such contracts, there is no significant financing component present as the payment terms is an industry practice to protect the customers from the performing entity's failure to adequately complete some or all of its obligations under the contract. As a consequence, the Group does not adjust any of the transaction prices for the time value of money.

The customer is invoiced on a milestone payment schedule. If the value of the goods transferred by the Group exceeds the payments, a contract asset is recognised. If the payments exceed the value of the goods transferred, a contract liability is recognised.

For costs incurred in fulfilling the contract which are within the scope of another SFRS(I) (eg. inventories), these have been accounted for in accordance with those other SFRS(I). If these are not within the scope of another SFRS(I), the Group will capitalise these as contract costs assets only if the costs relate directly to the contract, generate or enhance resources used in satisfying the contract and are expected to be recovered. Other contract costs are expensed as incurred.

2(e) Material accounting policy information (Cont'd)

Revenue recognition (Cont'd)

Revenue from construction contracts (Cont'd)

Capitalised contract costs are subsequently amortised on a systematic basis as the Group recognises the related revenue. An impairment loss is recognised in profit or loss to the extent that the carrying amount of the capitalised contract costs exceeds the remaining amount of consideration that the Group expects to receive in exchange for the goods or services to which the contract costs relate less the costs that relate directly to providing the goods and that have not been recognised as expenses.

Revenue from property investments - rental income

Rental income from operating leases (net of any incentives given to the lessees) is recognised on a straight-line basis over the lease term.

Interest income

Interest income is recognised on a time-apportioned basis using the effective interest rate method.

Dividend income

Dividend income is recognised when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and the amount of the dividend can be reliably measured.

Foreign currency transactions and translation

The individual financial statements of each group entity are measured and presented in the currency of the primary economic environment in which the entity operates (the functional currency). The consolidated financial statements of the Group and the statement of financial position of the Company are presented in Singapore Dollar, which is the functional currency of the Company and the presentation currency for the consolidated financial statements.

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency are recorded at the rate of exchange prevailing on the date of the transaction. As at each reporting date, monetary items denominated in foreign currencies are retranslated at the rates prevailing at the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items and on retranslation of monetary items are included in profit or loss for the period. Exchange differences arising on the retranslation of non-monetary items carried at fair value are included in profit or loss for the period except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised in other comprehensive income. For such non-monetary items, any exchange component of that gain or loss is also recognised in other comprehensive income.

2(e) Material accounting policy information (Cont'd)

Foreign currency transactions and translation (Cont'd)

For the purpose of presenting consolidated financial statements, the assets and liabilities of the Group's foreign operations (including comparatives) are expressed in Singapore Dollar using exchange rates prevailing at the end of the reporting period. Income and expense items (including comparatives) are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in a separate component of equity under the header of currency translation reserve.

On the disposal of a foreign operation (i.e. disposal of the Group's entire interest in a foreign operation, or disposal involving loss of control over a subsidiary that includes a foreign operation, loss of significant influence over an associate that includes a foreign operation, or loss of joint control over a jointly controlled entity that includes a foreign operation), all of the accumulated exchange differences in respect of that operation attributable to the Group are reclassified to profit or loss. Any exchange differences that have previously been attributed to non-controlling interests are de-recognised, but they are not reclassified to profit or loss.

In the case of a partial disposal (i.e. no loss of control) of a subsidiary that includes a foreign operation, the proportionate share of accumulated exchange differences are re-attributed to non-controlling interests and are not recognised in profit or loss. For all other partial disposals (i.e. of associates or jointly controlled entities that do not result in the Group losing significant influence or joint control), the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

On consolidation, exchange differences arising from the translation of the net investment in foreign entities (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 a separate component of equity under the header of currency translation reserve.

Dividends

Final dividends proposed by the directors are not accounted for in shareholders' equity as an appropriation of retained profits, until they have been approved by the shareholders in a general meeting. When these dividends have been approved by the shareholders and declared, they are recognised as a liability.

Related parties

A related party is defined as follows:

(a) A person or a close member of that person's family is related to the Group and Company if that person:

    (i) has control or joint control over the Company;

    (ii) has significant influence over the Company; or

    (iii) is a member of the key management personnel of the Group or Company or of a parent of the Company.

2(e) Material accounting policy information (Cont'd)

Related parties (Cont'd)

(b) An entity is related to the Group and the Company if any of the following conditions applies:

(i) the entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others);

(ii) one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member);

(iii) both entities are joint ventures of the same third party;

(iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity;

(v) the entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company;

(vi) the entity is controlled or jointly controlled by a person identified in (a);

(vii) a person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity); or

(viii) the entity, or any member of a group which is a part, provides key management personnel services to the reporting entity or to the parent of the reporting entity.

Current and non-current classification

The Group presents assets and liabilities in the statements of financial position based on current or non-current classification. An asset is current when it is:

- expected to be realised or intended to be sold or consumed in the normal operating cycle;
- held primarily for the purpose of trading;
- expected to be realised within twelve months after the reporting period; or
- cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- it is expected to be settled in the normal operating cycle;
- it is held primarily for the purpose of trading;
- it is due to be settled within twelve months after the reporting period; or
- there is no right to defer the settlement of the liability for at least twelve months after the reporting period.

2(e) Material accounting policy information (Cont'd)

Current and non-current classification (Cont'd)

The terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification. The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its 'highest-and-best use' or by selling it to another market participant that would use the asset in its 'highest-and-best use'.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of SFRS(I) 16 *Leases*, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in SFRS(I) 1-2 *Inventories* or value-in-use in SFRS(I) 1-36 *Impairment of Assets.*

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 - Valuation techniques for which the lowest level inputs that are significant to the fair value measurement are directly or indirectly observable; and
- Level 3 - Valuation techniques for which the lowest level inputs that are significant to the fair value measurement are unobservable.

Operating segments

For management purposes, operating segments are organised based on their products and services which are independently managed by the respective segment managers responsible for the performance of the respective segments under their charge. The segment managers are directly accountable to the Executive Chairman and the Managing Director who regularly review the segment results in order to allocate resources to the segments and to assess segment performance.

2(e) Material accounting policy information (Cont'd)

Earnings per share

The Group presents basic and diluted earnings per share data for its ordinary shares. Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the financial year.

Diluted earnings per share is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, for the effect of all dilutive potential ordinary shares.

Financial instruments

Financial instruments carried on the statements of financial position include cash and cash equivalents, financial assets and financial liabilities. The particular recognition methods adopted are disclosed in the individual policy statements associated with each item. These instruments are recognised when contracted for.

Disclosures on financial risk management objectives and policies are provided in Note 40.

3 Cash and cash equivalents

	The Group		The Company	
	2025	2024	**2025**	2024
	$'000	$'000	**$'000**	$'000
Cash on hand	**11**	18	**6**	6
Cash at banks	**28,654**	34,922	**2,730**	4,011
	28,665	34,940	**2,736**	4,017
Fixed deposits with maturity of three months or less from date of placement	**37,920**	36,272	**921**	35,272
	66,585	71,212	**3,657**	39,289

Cash and cash equivalents are denominated in the following currencies:

	The Group		The Company	
	2025	2024	**2025**	2024
	$'000	$'000	**$'000**	$'000
Singapore Dollar	**65,090**	64,881	**2,633**	38,796
Australian Dollar	**1,188**	729	**735**	214
Malaysian Ringgit	**64**	210	**46**	50
Chinese Renminbi	**–**	5,162	**–**	–
United States Dollar	**243**	230	**243**	229
	66,585	71,212	**3,657**	39,289

3 Cash and cash equivalents (Cont'd)

The Group

Chinese Renminbi is not freely convertible into foreign currencies. However, under People's Republic of China's ("PRC") Foreign Exchange Control Regulations and Administration of Settlement, Sale and Payment of Foreign Exchange Regulations, the Group is permitted to exchange Chinese Renminbi for other currencies through banks that are authorised to conduct foreign exchange business. The remittance of these funds maintained with banks in the PRC by the Group out of the PRC is subject to currency exchange restrictions.

The fixed deposits carry an effective interest rate of 2.31% (2024 - 3.89%) per annum which mature on varying dates between the earliest, 3 February 2025 (2024 - 5 February 2024) and the latest, 11 March 2025 (2024 - 30 April 2024).

The Company

The fixed deposits carry an effective interest rate of 4.27% (2024 - 3.91%) per annum which mature on varying dates between the earliest, 3 February 2025 (2024 - 5 February 2024) and the latest, 11 March 2025 (2024 - 30 April 2024).

The Group and the Company

Fixed deposits that are not pledged and mature in 3 months or less from the date of placement are classified as part of cash and cash equivalents. Further information about the financial risk management is disclosed in Note 40.

4 Fixed deposits

The Group

Included in fixed deposits of $8,107,000 (2024 - $12,441,000) are (a) fixed deposits aggregating $8,107,000 (2024 - $8,389,000) placed by subsidiaries as security for bank borrowings amounting to a total of $334,560,000 (2024 - $326,360,000) (Note 21); and (b) a fixed deposit of $Nil (2024 - $4,052,000) pledged as cash collateral for a Qualifying Certificate Bond pertaining to a development project.

The fixed deposits carry interest at an effective interest rate of 2.12% (2024 - 3.16%) per annum and mature on 3 February 2025 (2024 - 29 February 2024), being the earliest date and 8 April 2025 (2024 - 3 January 2025), being the latest date. Fixed deposits are denominated in Singapore Dollar.

Further information about the financial risk management is disclosed in Note 40.

5 Financial assets at FVPL

The Group	Note	**2025 $'000**	2024 $'000
Investment in limited partnership			
Balance at beginning of year		**28,068**	36,320
Additions		**–**	848
Distributions		**(34)**	–
Fair value loss	32	**(2,751)**	(7,543)
Exchange difference		**(1,180)**	(1,557)
Balance at end of year		**24,103**	28,068

The investment is mandatorily measured at fair value through profit or loss.

Investment in limited partnership

During the financial year ended 31 January 2025, the Group, through its wholly-owned subsidiary Glocity Capital Pte. Ltd. ("Glocity"), made capital contributions of $Nil (2024 - $848,000) to HThree City Australian Commercial Fund 3 LP (the "Partnership"). In addition, the Group received distributions of $34,000 (2024 - $Nil) from the Partnership.

The objective of the Partnership is to invest in commercial real estate assets located in Australia. The Group's joint venture entity, HThree City Australia Pte. Ltd. ("HThree City"), is the investment manager to the Partnership (the "Investment Manager"). HThree City ACF3 GP Pte. Ltd., a wholly-owned subsidiary of HThree City, is the general partner of the Partnership (the "General Partner"). Details on these entities can be found in Note 12 to the financial statements. Financial assets at FVPL are denominated in Australian Dollar.

The Investment Manager manages the partnership. The partnership primarily serves as a feeder vehicle for the purpose of pooling the interests of the investors. The General Partner, on behalf of the Partnership, will be the sole shareholder of HThree City ACF3 MSPV Pte. Ltd. (the "Master Fund") and shall procure that the business and affairs of the Master Fund shall be conducted and managed in a manner consistent with the limited partnership agreement. The Master Fund will make, manage and dispose of investments in accordance with investment guidelines.

As at 31 January 2025, Glocity has undrawn capital commitment of $4,153,000 (2024 - $4,334,000) to the Partnership (Note 43.1), which will be paid as capital contributions to the Partnership as and when the Partnership issues capital calls to its limited partners.

The fair value measurement was categorised as Level 3 fair value based on the inputs in the valuation technique used. Further information about the fair value measurement is disclosed in Note 41.

6 Trade and other receivables

The Group	Note	2025 $'000	2024 $'000
Current			
Trade receivables			
Trade receivables			
- Third parties		**26,069**	19,019
- Associate		**1**	815
		26,070	19,834
Accrued rental income		**170**	252
Accrued billings		**91**	82
Retention money - associate		**550**	–
		26,881	20,168
Loss allowance of trade receivables			
Balance at beginning of year		**(199)**	(177)
Allowance during the year	29	**–**	(22)
Allowance written back	27(b)	**9**	–
Allowance written off		**120**	–
Balance at end of year		**(70)**	(199)
Net trade receivables	(i)	**26,811**	19,969
Other receivables			
Amount owing by joint ventures		**2,927**	1,923
Deposits		**350**	440
Interest receivable - banks		**62**	167
GST receivable		**491**	–
Prepayments		**1,750**	3,191
Recoverable expenses		**72**	1,244
Sundry debtors		**158**	91
Others	14	**3,121**	–
		8,931	7,056
Loss allowance of other receivables			
Balance at beginning of year		**–**	(44)
Allowance written off		**–**	44
Balance at end of year		**–**	–
Net other receivables	(ii)	**8,931**	7,056
Total	(i) + (ii)	**35,742**	27,025
Non-current			
Trade receivables			
Accrued rental income		**160**	160
Retention money - associate		**–**	550
	(iii)	**160**	710
Grand total	(i) + (ii) + (iii)	**35,902**	27,735

Others relate to the outstanding balance to be received from the liquidation of Shanghai Nova Realty Co., Ltd. ("Shanghai Nova"). The liquidation was completed on 21 October 2024. Subsequent to the end of reporting period, the balance is received.

6 Trade and other receivables (Cont'd)

The Company	Note	**2025 $'000**	2024 $'000
Current			
Trade receivables			
Trade receivables			
- Associate of the Group		**1**	–
- Third parties		**–**	1
Retention money			
- Associate of the Group		**550**	815
- Subsidiary		**2,876**	–
Net trade receivables	(i)	**3,427**	816
Other receivables			
Interest receivable - banks		**4**	89
Deposits		**56**	148
GST receivable		**491**	–
Prepayments		**739**	2,532
Recoverable expenses		**9**	1,189
Sundry debtors		**57**	59
Net other receivables	(ii)	**1,356**	4,017
Total	(i) + (ii)	**4,783**	4,833
Non-current			
Trade receivables			
Retention money			
- Associate of the Group		**–**	550
- Subsidiary		**2,876**	5,753
	(iii)	**2,876**	6,303
Grand total	(i) + (ii) + (iii)	**7,659**	11,136

Trade and other receivables are denominated in the following currencies:

	The Group		The Company	
	2025 $'000	2024 $'000	**2025 $'000**	2024 $'000
Singapore Dollar	**31,414**	26,750	**7,659**	11,136
Australian Dollar	**1,366**	984	**–**	–
Malaysian Ringgit	**1**	1	**–**	–
Chinese Renminbi	**3,121**	–	**–**	–
	35,902	27,735	**7,659**	11,136

6 Trade and other receivables (Cont'd)

As at 1 February 2024, the Group's and the Company's gross trade receivables from contracts with customers amounted to $20,168,000 and $816,000 (2023 - $27,939,000 and $2,375,000), respectively.

All receivables are subject to credit risk exposure where the credit terms are generally between 30 days and 90 days (2024 - 30 days and 90 days), excluding the retention money withheld. Retention money from construction works withheld will be paid upon the issuance of final payment certificates from architects. The Group does not identify specific concentrations of credit risk with regards to trade and other receivables, as the amounts recognised resemble a large number of receivables from various customers.

The trade receivables ageing is generally between 30 days and 90 days (2024 - 30 days and 90 days).

Accrued rental income is the rental for the free fit out period and rental waiver given to certain tenants to be amortised over the lease term.

Accrued billings relate to additional rental income that has yet to be billed as at the end of the reporting period.

The non-trade amounts owing by joint ventures represent advances, which are unsecured and interest-free and repayable on demand.

The information regarding the credit risk exposures is disclosed in Note 40.5.

7(a) Amount owing by subsidiaries (non-trade)

The Company	**2025** **$'000**	2024 $'000
Amounts owing by subsidiaries (non-trade)	**16,136**	15,026
Loss allowance on amounts owing by subsidiaries (non-trade)		
Balance at beginning of year	**(11,954)**	(10,874)
Allowance during the year	**(500)**	(1,080)
Balance at end of year	**(12,454)**	(11,954)
	3,682	3,072

The non-trade amounts owing by subsidiaries represent advances, which are unsecured and interest-free. The amounts are repayable on demand.

An impairment of $500,000 (2024 - $1,080,000) was provided for amounts owing by subsidiaries due to a significant increase in credit risk, given the subsidiary had suffered from financial losses for the current and previous financial years. These receivables are not secured by any collateral or credit enhancements. The information regarding credit risk exposures is disclosed in Note 40.5.

7(a) Amount owing by subsidiaries (non-trade) (Cont'd)

The non-trade amounts owing by subsidiaries are denominated in the following currencies:

The Company	**2025** **$'000**	2024 $'000
Singapore Dollar	**3,639**	3,004
Australian Dollar	**43**	68
	3,682	3,072

7(b) Amount owing to subsidiaries (non-trade)

The non-trade amounts of $5,660,000 (2024 - $11,140,000) owing to subsidiaries represent advances, which are unsecured and interest-free. The amounts are repayable on demand.

The non-trade amounts owing to subsidiaries are denominated in Singapore Dollar.

8(a) Contract assets

	The Group		The Company	
	2025	2024	**2025**	2024
	$'000	$'000	**$'000**	$'000
Contract assets	**294,107**	112,958	**2,458**	5,586

The contract assets relate primarily to the Group's and the Company's right to recognise revenue for percentage of work completed but not yet billed at the reporting date on the sold development properties and property construction contracts. Upon fulfilling certain agreed performance milestones with customers or commissioning and handing over of projects to customers, the amounts recognised as contract assets are reclassified to trade receivables when the rights become unconditional. The information regarding credit risk exposures is disclosed in Note 40.5.

Increases in contract assets during the reporting period at Group level were due to increase in completion of work that has yet to be invoiced to the customers and 48 units (2024 – 82 units) sold during the financial year. Decrease in contract assets during the reporting period at Company level were due to decrease in differences between the agreed payment schedule and progress of the construction work during the financial year.

Significant changes in the contract assets during the period are as follows:

	The Group		The Company	
	2025	2024	**2025**	2024
	$'000	$'000	**$'000**	$'000
Contract assets billed during the financial year	**(112,958)**	(8,376)	**(5,586)**	(4,964)
Revenue recognised during the year, but not billed	**294,107**	112,958	**2,458**	5,586

8(a) Contract assets (Cont'd)

Unsatisfied performance obligations

The Group	2025 $'000	2024 $'000
Aggregate amount of the transaction price allocated to contracts that are partially or fully unsatisfied as at end of financial year:		
- Construction contracts of residential properties under construction	**–**	1,535
Transaction price allocated to unsatisfied performance obligations as at end of financial year may be recognised as revenue in the next reporting periods as follows:		
- FY 2025	**–**	1,535

8(b) Contract costs

The Group	Note	2025 $'000	2024 $'000
Costs to obtain sales contracts for development properties:			
Balance at beginning of year		**10,942**	1,652
Addition		**11,213**	23,844
Amortisation	32	**(21,810)**	(14,554)
Balance at end of year		**345**	10,942

Costs to obtain sale contracts for development properties relate to incremental commission fees paid to intermediaries as a result of obtaining residential property sales contracts. These costs are amortised on a straight-line basis over the period of construction as this reflects the period over which the residential property is transferred to the customer.

Amortisation of contract costs amounting to $21,810,000 (2024 - $14,554,000) are recognised within "distribution costs" in the consolidated profit or loss. There has been no impairment loss recognised on the contract costs for the financial years ended 31 January 2025 and 2024.

9 Inventories

The Group	**2025 $'000**	2024 $'000
At cost:		
Hotel supplies	**156**	127
Restaurant supplies	**287**	197
	443	324
Cost of inventories included in cost of sales	**2,637**	2,664

Inventories of $443,000 (2024 - $324,000) are expected to be realised within 12 months from the reporting date.

10 Development properties

The Group	Note	**2025 $'000**	2024 $'000
Properties in the course of development	10(a)	**3,656**	321,341

10(a) Properties in the course of development

The Group	**2025 $'000**	2024 $'000
Properties in the course of development:		
- Land and other related costs	**3,655**	248,023
- Development costs	**1**	73,318
	3,656	321,341
Cost of development properties included in cost of sales	**378,310**	261,744

Details of development property as at the end of reporting period are as follows:

Name/Location	Description of development	Tenure/ Group's interest in property	Site area (sq. metres)	Estimated gross floor area (sq. metres)	Stage of completion/ Date of TOP
71 Cairnhill Road, Klimt Cairnhill, Singapore	A 36-storey residential development (138 units) with carpark, pool and communal facilities	Freehold land/ 100%	5,844	21,890	99% (2024 – 58%) / 27 March 2025

10(a) Properties in the course of development (Cont'd)

As at the end of reporting period, the development property has been pledged to a financial institution to secure bank borrowings (Note 21). Subsequent to reporting date, the development property has obtained Temporary Occupancy Permit ("TOP").

Notes:

The Group had amalgamated 67 and 69 Cairnhill Road into 71 Cairnhill Road and has redeveloped the combined site into a high-end residential condominium. Construction for the Klimt Cairnhill project was 99% (2024 – 58%) completed as at 31 January 2025. In the previous financial year, an independent professional valuer, Knight Frank Pte. Ltd., valued the property under development to be $596,000,000 as at 31 January 2024, using the Direct Comparison Method and Residual Value Method.

11 Financial assets at FVOCI

The Group	Note	**2025 $'000**	2024 $'000
Quoted equity investments			
Balance at beginning of year		**4,676**	5,214
Fair value loss recognised in other comprehensive loss	24	**(881)**	(538)
Balance at end of year		**3,795**	4,676

The quoted equity instruments are held for medium to long term purposes, and for capital appreciation, and are accounted as FVOCI. The fair value of quoted equity investments is determined by reference to stock exchange quoted bid closing prices.

Further information about the financial risk management and the fair value measurement is disclosed in Notes 40 and 41, respectively.

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12 Joint ventures

		The Group		The Company	
		2025	2024	**2025**	2024
	Note	**$'000**	$'000	**$'000**	$'000
Unquoted equity investments, at cost		**1,554**	654	**540**	540
Share of accumulated losses and reserve, net of dividend received		**(678)**	(89)	**–**	–
Exchange fluctuation difference		**(283)**	(303)	**–**	–
	(i)	**593**	262	**540**	540
Amounts owing by joint ventures (non-trade)		**55,827**	12,671	**13,338**	12,671
Exchange fluctuation difference		**(2,697)**	(3,393)	**(2,697)**	(3,393)
	(ii)	**53,130**	9,278	**10,641**	9,278
Impairment loss on investments in joint ventures:					
Balance at beginning of year		**(181)**	–	**(740)**	–
Impairment loss during the year		**–**	(181)	**–**	(740)
Balance at end of year	(iii)	**(181)**	(181)	**(740)**	(740)
Carrying amount of joint ventures	(i) + (ii) + (iii)	**53,542**	9,359	**10,441**	9,078
Share of results of joint ventures, net of tax		**(409)**	(61)	**–**	–

The non-trade amounts owing by joint ventures are regarded as an extension of the Group's and the Company's net investments in the joint ventures because they are neither planned nor likely to be settled in the foreseeable future. They represent net investment with indeterminable repayments. These non-trade amounts owing are unsecured and interest-free.

The non-trade amounts owing by joint ventures are denominated in the following currencies:

	The Group		The Company	
	2025	2024	**2025**	2024
	$'000	$'000	**$'000**	$'000
Singapore Dollar	**42,489**	–	**–**	–
Malaysian Ringgit	**10,641**	9,278	**10,641**	9,278
	53,130	9,278	**10,641**	9,278

All of the joint ventures are accounted for using the equity method in these consolidated financial statements.

During the financial years ended 31 January 2025 and 2024, the Group and the Company assessed the carrying amounts of its investments in joint ventures for indicators of impairment. Based on the assessment, impairment loss of $Nil (2024 - $181,000) was recognised at the Group level and $Nil (2024 - $740,000) was recognised at the Company level.

12 Joint ventures (Cont'd)

Details of the joint ventures at the end of the reporting period are as follows:

	Name of joint venture	Country of incorporation/ principal place of business	Proportion of ownership interests and voting rights held by the Group		Principal activities
			2025	2024	
			%	%	
	Held by the Company				
(1)	Bina Meganmas Sdn. Bhd. ("Bina Meganmas")	Malaysia	**49**	49	To build bungalow lots at Bandar Seri Alam, Johor
(2)	Promatik Emas Sdn. Bhd. ("Promatik Emas")	Malaysia	**25**	25	Developed Panaroma, a parcel of land at Persiaran Hampshire, Kuala Lumpur
	Held by Huatland Development Pte. Ltd.				
(3)	Peak Crescent Pte. Ltd. ("Peak Crescent")	Singapore	**30**	–	Property development
	Held by Glocity Capital Pte. Ltd.				
(4)	HThree City Australia Pte. Ltd. ("HThree City")	Singapore	**33**	33	Property fund management
	Held by HThree City Australia Pte. Ltd.				
(5)	HThree City ACF3 GP Pte. Ltd.	Singapore	**33**	33	Act as general partner to the partnership and as a trustee
(5)	HThree City ACF3 Head Pty. Ltd.	Australia	**33**	33	Act as trustee
	Held by HThree City ACF3 Head Pty. Ltd.				
(5)	HThree ACF3 Sub Pty. Ltd.	Australia	**33**	33	Act as trustee
	Held by Paya Lebar Square Pte. Ltd.				
(6)	Paya Lebar Central Partnership Ltd.	Singapore	**–**	33	Management consultancy services

Notes:

(1) Audited by Crowe Malaysia PLT.

(2) Audited by PricewaterhouseCoopers, Malaysia. The entity is a subsidiary of UOL Group Limited, a public company listed on the Singapore Exchange. The results of this joint venture are based on unaudited results as of 31 December 2024 and 2023, which is within three months of the Group's financial year-end. No adjustments were made to these joint ventures' financial results as in the opinion of the directors, there were no material transactions and events that had occurred in the intervening period.

(3) Incorporated on 21 August 2024. Audited by KPMG LLP, Singapore, with its financial year-end on 31 December. The results of the joint venture are based on unaudited results as of 31 December 2024 for group consolidation purpose.

12 Joint ventures (Cont'd)

Details of the joint ventures at the end of the reporting period are as follows: (Cont'd)

Notes: (Cont'd)

(4) Audited by Ernst & Young LLP, Singapore. The shareholders of HThree City are Glocity Capital Pte. Ltd., Holland Hill Holding Pte. Ltd. and Adelanto Investments Pte. Ltd. The results of the joint venture and its subsidiaries are based on audited results as of 31 December 2024 and 2023, which is within three months of the Group's financial year-end. No adjustments were made to these joint ventures' financial results as in the opinion of the directors, there were no material transactions and events that had occurred in the intervening period.

(5) Not audited as the entities are dormant and are not required to be audited in the country of establishment.

(6) Not audited as the entity was dormant and not required to be audited in the country of establishment. On 4 March 2024, the joint venture was struck off on from the Registrar of Companies under Section 344A of the Companies Act 1967.

In accordance with Rule 716 of the Singapore Exchange Securities Trading Limited – Listing Rules, the Audit Committee and Board of Directors of the Company confirmed that they are satisfied that the appointment of different auditors for its joint ventures would not compromise the standard and effectiveness of the audit of the Group and of the Company.

Details of material joint ventures

Bina Meganmas and Peak Crescent act as strategic partners of the Group in the property development business in Malaysia and Singapore, respectively.

Summarised financial information in respect of the Group's material joint venture is set out below. The summarised financial information below represents amounts shown in the joint venture's financial statements prepared in accordance with SFRS(I), adjusted by Group for equity accounting purposes.

Summarised statement of financial position

	Bina Meganmas		Peak Crescent	
	2025	2024	**2025**	2024
	$'000	$'000	**$'000**	$'000
Current assets	**1,405**	1,297	**317,047**	–
Includes				
- Cash and cash equivalents	**21**	10	**5,161**	–
Non-current assets	**20,045**	17,772	**–**	–
Current liabilities	**(261)**	(243)	**(6)**	–
Includes				
- Financial liabilities (excluding trade and other payables and provisions)	**(258)**	(240)	**–**	–
Non-current liabilities	**(21,671)**	(19,116)	**(315,130)**	–
Includes				
- Financial liabilities (excluding trade and other payables and provisions)	**(21,671)**	(19,116)	**(315,130)**	–
Net (liabilities)/assets	**(482)**	(290)	**1,911**	–

12 Joint ventures (Cont'd)

Details of material joint ventures (Cont'd)

Summarised statement of comprehensive income

	Bina Meganmas		Peak Crescent	
	2025	2024	**2025**	2024
	$'000	$'000	**$'000**	$'000
Loss after taxation and total comprehensive loss for the year	**(166)**	(142)	**(1,089)**	–

There were no revenue, depreciation and income tax expense recognised for the current and previous financial years.

The above loss for the year includes the following:

	Bina Meganmas		Peak Crescent	
	2025	2024	**2025**	2024
	$'000	$'000	**$'000**	$'000
Interest income	**–**	–	**(18)**	–
Interest expense	**38**	47	**–**	–

There was no dividend received from the material joint ventures during the current and previous financial years.

Reconciliation of the above summarised financial information to the carrying amount of the interest in the joint ventures recognised in the consolidated financial statements is as follows:

	Bina Meganmas	Peak Crescent	Immaterial joint ventures	Total
	$'000	$'000	$'000	$'000
2025				
Net (liabilities)/assets of joint ventures	**(482)**	**1,911**	**588**	**2,017**
Group's share of net (liabilities)/assets	**(236)**	**573**	**256**	**593**
Amounts owing by joint ventures	**10,641**	**42,489**	**–**	**53,130**
Impairment losses recognised	**(181)**	**–**	**–**	**(181)**
Carrying amount of joint ventures	**10,224**	**43,062**	**256**	**53,542**
2024				
Net (liabilities)/assets of joint ventures	(290)	–	1,199	909
Group's share of net (liabilities)/assets	(142)	–	404	262
Amounts owing by joint ventures	9,278	–	–	9,278
Impairment losses recognised	(181)	–	–	(181)
Carrying amount of joint ventures	8,955	–	404	9,359

12 Joint ventures (Cont'd)

Aggregate information of joint ventures that are not individually material

The Group	2025 $'000	2024 $'000
Share of profit after taxation and total comprehensive income for the year	**1**	6

The unrecognised share of profit of joint ventures for the financial year was $8,000 (2024 - $21,000) and the cumulative unrecognised share of loss of joint ventures was $131,000 (2024 - $139,000). During the current financial year, there was a dividend of $180,000 (2024 - $Nil) received from an immaterial joint venture.

There are no contingent liabilities relating to the Group's interest in the joint ventures.

13 Associated companies

The Group	Note	2025 $'000	2024 $'000
Unquoted equity investments, at cost		**5,710**	5,710
Share of associated companies' post-acquisition profits and reserve, net of dividend received		**2,249**	3,930
Exchange fluctuation difference		**(2,822)**	(3,189)
	(i)	**5,137**	6,451
Amounts owing by associated companies (non-trade)		**15,304**	27,064
Exchange fluctuation difference		**(2,154)**	(3,018)
	(ii)	**13,150**	24,046
Impairment loss on investments in associated companies:			
Balance at beginning of year		**(179)**	–
Impairment loss during the year		**–**	(179)
Balance at end of year	(iii)	**(179)**	(179)
Carrying amount of associated companies	(i) + (ii) + (iii)	**18,108**	30,318
Share of results of associated companies, net of tax		**1,239**	2,825

These associated companies are accounted for using the equity method in these consolidated financial statements of the Group.

The non-trade amounts owing by associated companies are regarded as an extension of the Group's net investments in the associated companies because they are neither planned nor likely to be settled in the foreseeable future. They represent net investment with indeterminable repayments. These non-trade amounts owing are unsecured and interest-free.

13 Associated companies (Cont'd)

The non-trade amounts owing by associated companies are denominated in the following currencies:

The Group	**2025** **$'000**	2024 $'000
Singapore Dollar	**–**	13,048
Malaysian Ringgit	**13,150**	10,998
	13,150	24,046

During the financial years ended 31 January 2025 and 2024, the Group assessed the carrying amounts of its investments in associates for indicators of impairment. Based on the assessment, impairment loss of $Nil (2024 - $179,000) was recognised.

Details of the associated companies at the end of the reporting period are as follows:

	Name	Country of incorporation/ principal place of business	Proportion of ownership interests and voting rights held by the Group		Principal activities
			2025 %	2024 %	
	Held by Prodev Pte. Ltd.				
(1)	Binakawa Sdn. Bhd. ("Binakawa")	Malaysia	**49**	49	Property development and investment holding
	Held by LKHS Development Pte. Ltd.				
(2)	Dalvey Breeze Development Pte. Ltd. ("Dalvey")	Singapore	**40**	40	Property development

Notes:

(1) Audited by Crowe Malaysia PLT.

(2) Audited by UHY Lee Seng Chan & Co., Singapore, reporting period 31 March. The associated company is a subsidiary of KOP Limited, a public company listed on the Singapore Exchange. The results of the company are based on unaudited results as of 31 January 2025 and 2024 for the Group consolidation purpose.

In accordance with Rule 716 of the Singapore Exchange Securities Trading Limited – Listing Rules, the Audit Committee and Board of Directors of the Company confirmed that they are satisfied that the appointment of different auditors for its associated companies would not compromise the standard and effectiveness of the audit of the Group and of the Company.

Dalvey and Binakawa act as strategic partners of the Group in the property development business in Singapore and Malaysia, respectively.

13 Associated companies (Cont'd)

Details of associated companies

Summarised financial information in respect of each of the Group's associated companies is set out below. The summarised financial information below represents amounts shown in the associated companies' financial statements prepared in accordance with SFRS(I), adjusted by Group for equity accounting purposes.

Summarised statement of financial position

	Dalvey		Binakawa	
	2025	2024	**2025**	2024
	$'000	$'000	**$'000**	$'000
Current assets	**4,299**	69,908	**762**	674
Current liabilities	**(3,860)**	(5,390)	**(28,089)**	(25,542)
Non-current assets	**–**	154	**37,844**	35,130
Non-current liabilities	**–**	(60,666)	**(389)**	(362)
Net assets	**439**	4,006	**10,128**	9,900

Summarised statement of comprehensive income

	Dalvey		Binakawa	
	2025	2024	**2025**	2024
	$'000	$'000	**$'000**	$'000
Revenue	**50,921**	81,562	**81**	55
Profit/(loss) from continuing operations	**4,882**	8,574	**(502)**	(616)
Post-tax profit/(loss) from continuing operations, representing total comprehensive income/(loss)	**3,733**	7,731	**(502)**	(616)

Dividends of $2,920,000 (2024 - $Nil) were received from Dalvey during the current financial year.

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13 Associated companies (Cont'd)

Reconciliation of the above summarised financial information to the carrying amount of the interest in the associated companies recognised in the consolidated financial statements is as follows:

	Dalvey $'000	Binakawa $'000	Total $'000
2025			
Net assets	**439**	**10,128**	**10,567**
Group's share of net assets	**176**	**4,961**	**5,137**
Amount owing by associated companies	**–**	**13,150**	**13,150**
Impairment losses recognised	**–**	**(179)**	**(179)**
Carrying amount of associated companies	**176**	**17,932**	**18,108**

	Dalvey $'000	Binakawa $'000	Total $'000
2024			
Net assets	4,006	9,900	13,906
Group's share of net assets	1,602	4,849	6,451
Amount owing by associated companies	13,048	10,998	24,046
Impairment losses recognised	–	(179)	(179)
Carrying amount of associated companies	14,650	15,668	30,318

There are no contingent liabilities relating to the Group's interest in the associated companies.

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14 Subsidiaries

The Company	2025 $'000	2024 $'000
Unquoted equity investments		
Balance at beginning and end of year	**55,686**	55,686
Discount implicit in non-current loan to subsidiaries	**47,139**	66,392
Amounts owing by subsidiaries (non-trade):		
- Interest-free	**539,592**	517,020
	642,417	639,098
Impairment loss on investments in subsidiaries		
Balance at beginning of year	**(40,125)**	(29,683)
Allowance for the year	**–**	(10,442)
Balance at end of year	**(40,125)**	(40,125)
Total	**602,292**	598,973

The non-trade amounts owing by subsidiaries of $539,592,000 (2024 - $517,020,000) are regarded as an extension of the Company's net investments in the subsidiaries because they are neither planned nor likely to be settled in the foreseeable future. They represent net investment with indeterminable repayments. The non-trade amounts are unsecured and interest-free and is repayable at the discretion of borrower.

For the financial years ended 31 January 2025 and 2024, the Company evaluates any indication of impairment on the investment in subsidiaries at the end of each reporting period. The Company carries out a review of the recoverable amount of its investment in subsidiaries based on the higher of its fair value less cost to sell and value-in-use. Based on this assessment, the Company recognised an impairment loss totalling $Nil (2024 - $10,442,000) mainly due to its subsidiaries incurring losses from their business activities.

The recoverable amount of the investments has been determined based on the revalued net assets of these subsidiaries as at the reporting date which is classified under Level 3 of the fair value hierarchy.

The Company has commitments to provide financial guarantees to banks for credit facilities granted to certain subsidiaries, as disclosed in Note 43.2.

Amounts owing by subsidiaries are denominated in the following currencies:

The Company	2025 $'000	2024 $'000
Singapore Dollar	**484,817**	462,985
Malaysian Ringgit	**16,703**	14,304
Australian Dollar	**38,072**	39,731
	539,592	517,020

14 Subsidiaries (Cont'd)

Details of the subsidiaries at the end of the reporting period are as follows:

	Name	Country of incorporation/ principal place of business	Cost of investments		Proportion of ownership interests and voting rights held by the Group		Principal activities
			2025	2024	**2025**	2024	
			$'000	$'000	**%**	%	
	Subsidiaries held by the Company						
(1)	Low Keng Huat International Pte. Ltd.	Singapore	**3,000**	3,000	**100**	100	Investment holding
(1)	Quality Investments Pte. Ltd.	Singapore	**500**	500	**100**	100	Investment holding
(1)	Prodev Pte. Ltd.	Singapore	**10**	10	**100**	100	Investment holding
(1)	Bali Investment Pte. Ltd.	Singapore	*	*	**100**	100	Investment holding
(1)	Duxton Hotel (Pte.) Ltd.	Singapore	*	*	**100**	100	Hotel management services
(1)	Domitian Investment Pte. Ltd.	Singapore	*	*	**100**	100	Investment holding
(1)	Balestier Tower Pte. Ltd.	Singapore	**2,000**	2,000	**100**	100	Property investment
(1)	Starworth Pte. Ltd.	Singapore	*	*	**100**	100	Investment holding
(1)	LKHS Property Investment Pte. Ltd.	Singapore	*	*	**100**	100	Investment holding
(1)	Huatland Development Pte. Ltd.	Singapore	**1,000**	1,000	**100**	100	Investment holding
(1)	East Peak Development Pte. Ltd.	Singapore	*	*	**100**	100	Investment holding
(1)	Kendall Pte. Ltd.	Singapore	**1**	1	**75**	75	Investment holding
(1)	Paya Lebar Square Pte. Ltd.	Singapore	**45,175**	45,175	**100**	100	Property investment
(1)	Perumal Development Pte. Ltd.	Singapore	**2,000**	2,000	**100**	100	Property investment
(1)	Glocity Capital Pte. Ltd.	Singapore	*	*	**100**	100	Investment holding
(1)	Glopeak Development Pte. Ltd.	Singapore	**2,000**	2,000	**100**	100	Property development
(1)	LKHS Development Pte. Ltd.	Singapore	*	*	**100**	100	Investment holding
	Balance carried forward		**55,686**	55,686			

14 Subsidiaries (Cont'd)

Details of the subsidiaries at the end of the reporting period are as follows (Cont'd):

	Name	Country of incorporation/ principal place of business	Cost of investments		Proportion of ownership interests and voting rights held by the Group		Principal activities
			2025	2024	**2025**	2024	
			$'000	$'000	**%**	%	
	Balance brought forward		**55,686**	55,686			
	Subsidiary held by Bali Investment Pte. Ltd.						
(2)	Vista Mutiara Sdn. Bhd.	Malaysia	**+**	+	**100**	100	Investment holding
	Subsidiary held by Starworth Pte. Ltd.						
(1)	Carnivore Brazilian Churrascaria Pte. Ltd.	Singapore	**+**	+	**100**	100	Restaurant
	Subsidiary held by Duxton Hotel (Pte.) Ltd.						
(3)	Duxton Hotels International Pty. Ltd.	Australia	**+**	+	**100**	100	Owner of trademark
	Subsidiary held by Kendall Pte. Ltd.						
(4)	Amuret Pty. Ltd.	Australia	**+**	+	**75**	75	Investment holding
	Subsidiaries held by Low Keng Huat International Pte. Ltd.						
(4)	Narymal Pty. Ltd.	Australia	**+**	+	**75**	75	Hotel and restaurant operations
(5)	Shanghai Nova Realty Development Co., Ltd.	People's Republic of China	**–**	+	**–**	63	Investment holding
	Subsidiary held by Quality Investments Pte. Ltd.						
(1)	Herman Investments Pte. Ltd.	Singapore	**+**	+	**100**	100	Investment holding
	Subsidiary held by Glocity Capital Pte. Ltd.						
(6)	HThree Capital Pte. Ltd.	Singapore	**+**	+	**51**	51	Property fund management
			55,686	55,686			

* Represents amount less than $500.

\+ Interest held through subsidiaries.

(1) Audited by Foo Kon Tan LLP.

(2) Audited by Crowe Malaysia PLT.

14 Subsidiaries (Cont'd)

Details of the subsidiaries at the end of the reporting period are as follows (Cont'd):

(3) Not required to be audited under the country of jurisdiction.

(4) Audited by Crowe Perth, Australia.

(5) Liquidated on 12 October 2024.

(6) Audited by Ernst & Young LLP, Singapore, reporting period 31 December. The results of the company are based on unaudited results as at 31 December 2024 with adjustments made to 31 January 2025 for the Group consolidation purpose.

In accordance with Rule 716 of the Singapore Exchange Securities Trading Limited - Listing Rules, the Audit Committee and Board of Directors of the Company confirmed that they are satisfied that the appointment of different auditors for its subsidiaries would not compromise the standard and effectiveness of the audit of the Group and of the Company.

Liquidation of Shanghai Nova

On 12 October 2024, the Group completed the voluntary liquidation of its 63%-owned subsidiary, Shanghai Nova. The financial effects arising from the liquidation of Shanghai Nova were as follows:

	Note	2025 $'000
De-recognition of net assets of the subsidiary		
Net assets attributable to the Group		**3,121**
Net assets attributable to non-controlling interests		**2,288**
		5,409
Consideration comprises of:		
Other receivables	6	**3,121**
Final distribution paid to non-controlling interests, upon liquidation of subsidiary		**1,866**
Adjustments for over-provision of taxation for liquidated subsidiary		**370**
Foreign exchange differences		**52**
		5,409

From 1 February 2024 to the date of liquidation, the loss and other comprehensive income attributable to non-controlling interests were:

	2025 $'000
Loss after tax for the year	**(14)**
Other comprehensive income	**31**

14 Subsidiaries (Cont'd)

Details of non-wholly owned subsidiaries that have material non-controlling interests

The table below shows details of non-wholly owned subsidiaries of the Group that have material non-controlling interests.

Name of subsidiary	Country of incorporation/ principal place of business	Proportion of ownership interests and voting rights held by non-controlling interests	Profit/(loss) allocated to non-controlling interests	Accumulated non-controlling interests	Dividends paid to non-controlling interests
		%	$'000	$'000	$'000
2025					
Held by the Company					
Kendall Pte. Ltd.	Singapore	**25**	**14**	**9,887**	**–**
Held by a subsidiary					
Narymal Pty. Ltd.	Australia	**25**	**344**	**1,483**	**(109)**
Other individually non-significant subsidiaries with NCI			**116**	**(2,366)**	**–**
			474	**9,004**	**(109)**
2024					
Held by the Company					
Kendall Pte. Ltd.	Singapore	25	16	9,873	–
Held by a subsidiary					
Narymal Pty. Ltd.	Australia	25	106	1,248	–
Other individually non-significant subsidiaries with NCI			(17)	(128)	103
			105	10,993	103

Dividends for non-controlling interests of $103,000 in FY2024 pertained to the net impact arising from:

i) a cancellation of FY2022 dividend of $850,000 declared by an overseas subsidiary; and

ii) lower dividends of $747,000 declared by the same subsidiary for FY2023, paid in FY2024.

14 Subsidiaries (Cont'd)

Details of non-wholly owned subsidiaries that have material non-controlling interests (Cont'd)

Summarised financial information in respect of the Group's subsidiaries that have material non-controlling interests is set out below. The summarised financial information below represents amounts before intra-group eliminations.

Summarised statement of financial position

	Kendall Pte. Ltd. $'000	Narymal Pty. Ltd. $'000
2025		
Non-current assets	**26,303**	**295**
Current assets	**4,596**	**8,265**
Current liabilities	**(1,330)**	**(2,156)**
2024		
Non-current assets	26,303	904
Current assets	4,598	7,794
Current liabilities	(1,389)	(2,960)

Summarised statement of comprehensive income

	Kendall Pte. Ltd. $'000	Narymal Pty. Ltd. $'000
2025		
Revenue	**–**	**22,643**
Other income/(expenses)	**55**	**(21,266)**
Profit for the year, representing total comprehensive income for the year	**55**	**1,377**
Total comprehensive income attributable to non-controlling interests	**14**	**344**
2024		
Revenue	–	20,698
Other income/(expenses)	65	(20,272)
Profit for the year, representing total comprehensive income for the year	65	426
Total comprehensive income attributable to non-controlling interests	16	106

Other summarised information

	Kendall Pte. Ltd. $'000	Narymal Pty. Ltd. $'000
2025		
Net cash outflow from operating activities	**(2)**	**(631)**
2024		
Net cash (outflow)/inflow from operating activities	(3)	1,273

15 Investment properties

The Group	Note	2025 $'000	2024 $'000
Cost			
Balance at beginning of year		**323,348**	321,767
Addition		**57**	–
Written off		**(99)**	–
Transfer from property plant and equipment	16	**–**	1,581
Balance at end of year		**323,306**	323,348
Accumulated depreciation			
Balance at beginning of year		**31,492**	27,151
Depreciation for the year	32	**3,454**	3,671
Written off		**(10)**	–
Transfer from property plant and equipment	16	**–**	670
Balance at end of year		**34,936**	31,492
Impairment			
Balance at beginning of year		**1,902**	1,902
Written back	32	**(1,902)**	–
Balance at end of year		**–**	1,902
Net book value		**288,370**	289,954
Fair value		**431,465**	429,309

(a) Investment properties are leased to third parties under operating leases [Note 37(b)(ii)].

(b) The following amounts are recognised in the consolidated profit or loss:

The Group	Note	2025 $'000	2024 $'000
Income			
Rental income	26	**19,029**	18,530
Expenses			
Direct operating expenses arising from:			
- Investment properties that generated rental income		**7,817**	7,553
- Investment properties that did not generate rental income		**–**	16

15 Investment properties (Cont'd)

(c) The investment properties as at the end of reporting period held by the Group comprise:

	Location	Description	Tenure	Net book value 2025 $'000	2024 $'000	The Group's effective equity interest
(1), (5)	60 Paya Lebar Road, Paya Lebar Square Retail Podium, Singapore	159 retail units	99-year lease commencing 25 July 2011	**241,015**	243,868	100%
(2), (5)	207 Balestier Road, BT Centre, Singapore	A total of 31 commercial units, (out of which 27 (2024 - 28 units) are leased to external parties)	Freehold	**43,825**	42,489	100%
(3), (5)	2 Perumal Road Lyf @ Farrer, Singapore	2 commercial retail units	99-year lease commencing 17 April 2017	**2,654**	2,703	100%
(4)	80 Marine Parade Road, 18-02/03 Parkway Parade Singapore	2 office units	99-year lease commencing 17 August 1979	**876**	894	100%
				288,370	289,954	

Notes:

(1) During the financial year, a firm of independent professional valuers, Knight Frank Pte. Ltd., valued the retail units to be $376,000,000 (2024 - $374,300,000) as at 31 January 2025 based on the property's highest-and-best use using the Direct Comparison Method and Income Capitalisation Method.

The fair value measurement was categorised as Level 3 fair value based on the inputs in the valuation technique used.

(2) During the financial year, a firm of independent professional valuers, Knight Frank Pte. Ltd., valued the mixed commercial cum serviced apartment development at 207 Balestier Road to be $225,000,000 (2024 - $224,500,000) as at 31 January 2025 based on the property's highest-and-best use using the Direct Comparison Method and Income Capitalisation Method. The amount consists of $180,000,000 and $45,000,000 (2024 - $180,000,000 and $44,500,000) allocated to property, plant and equipment and investment properties, respectively.

In the current financial year, the Group had written back an impairment loss of $1,902,000 (2024 - $Nil) (Note 31) for BT Centre to its recoverable amount, as the property achieved improved profitability from its business activities and the recoverable amount is higher than carrying amount. The recoverable amount was computed based on the property's highest-and-best use fair value using the Direct Comparison Method and Income Capitalisation Method.

The fair value measurement was categorised as Level 3 fair value based on the inputs in the valuation technique used.

15 Investment properties (Cont'd)

(c) The investment properties as at the end of reporting period held by the Group comprise: (Cont'd)

Notes: (Cont'd)

(3) During the financial year, a firm of independent professional valuers, Knight Frank Pte. Ltd., valued the mixed commercial cum serviced apartment to be $242,000,000 (2024 - $239,900,000) based on the property's highest-and-best use using the Direct Comparison Method and Income Capitalisation Method. The amount consists of $236,600,000 and $5,400,000 (2024 - $234,530,000 and $5,370,000) allocated to property, plant and equipment and investment properties, respectively.

The fair value measurement was categorised as Level 3 fair value based on the inputs in the valuation technique used.

(4) The Directors of the Company estimated the fair value as at 31 January 2025 to be $5,065,000 (2024 - $5,139,000) for these 2 office units located at 80 Marine Parade Road based on the properties' highest-and-best use using the current market trend and with reference to indicative prices for similar office units in the area. In the previous financial year, these 2 office units were leased out to external parties. Arising from this change in use, the units were reclassified from property, plant and equipment to investment properties as disclosed in Note 16.

The fair value measurement was categorised as Level 3 fair value based on the inputs in the valuation technique used.

(5) At the end of reporting period, these properties had been pledged to a financial institution to secure bank borrowings (Note 21).

The Direct Comparison Method involves the analysis of comparable sales of similar properties and adjusting prices to those reflective of the investment properties. The Income Capitalisation Method capitalises an income stream into a present value using single-year capitalisation rate.

Further information regarding the fair value measurement of the Group's investment properties is provided in Note 41.

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16 Property, plant and equipment

The Group	Freehold properties $'000	Leasehold land $'000	Leasehold buildings $'000	Plant, machinery and surveying equipment $'000	Motor vehicles $'000	Furniture, fittings and equipment $'000	Renovation $'000	Total $'000
Cost								
At 1 February 2023	166,158	85,898	36,252	48,161	2,860	17,018	1,394	357,741
Additions	–	–	1,290	3,878	272	194	488	6,122
Written off	–	–	–	–	–	(3)	(282)	(285)
Disposals	–	–	–	–	(274)	–	–	(274)
Transfer to investment properties (Note 15)	–	–	(1,581)	–	–	–	–	(1,581)
Exchange translation difference	(921)	–	(56)	(1,957)	(2)	(68)	(16)	(3,020)
At 31 January 2024	**165,237**	**85,898**	**35,905**	**50,082**	**2,856**	**17,141**	**1,584**	**358,703**
Additions	**–**	**–**	**–**	**6,957**	**110**	**409**	**18**	**7,494**
Lease modification [Note 16 (ii)]	**–**	**–**	**229**	**–**	**–**	**–**	**–**	**229**
Written off	**–**	**–**	**(980)**	**(4,915)**	**–**	**(971)**	**–**	**(6,866)**
Disposals	**–**	**–**	**–**	**–**	**(205)**	**–**	**–**	**(205)**
Reclassification	**–**	**–**	**–**	**329**	**–**	**–**	**(329)**	**–**
Exchange translation difference	**(787)**	**–**	**(10)**	**(1,913)**	**(1)**	**(44)**	**(1)**	**(2,756)**
At 31 January 2025	**164,450**	**85,898**	**35,144**	**50,540**	**2,760**	**16,535**	**1,272**	**356,599**
Accumulated depreciation								
At 1 February 2023	6,312	910	4,017	35,432	1,353	9,255	629	57,908
Depreciation for the year (Note 32)	829	911	815	2,268	281	2,611	100	7,815
Written off	–	–	–	–	–	(1)	(70)	(71)
Disposals	–	–	–	–	(265)	–	–	(265)
Transfer to investment properties (Note 15)	–	–	(670)	–	–	–	–	(670)
Exchange translation difference	(215)	–	(12)	(1,530)	(1)	(45)	–	(1,803)
At 31 January 2024	**6,926**	**1,821**	**4,150**	**36,170**	**1,368**	**11,820**	**659**	**62,914**
Depreciation for the year (Note 32)	**949**	**911**	**1,059**	**2,402**	**274**	**2,329**	**175**	**8,099**
Written off	**–**	**–**	**–**	**(4,915)**	**–**	**(940)**	**–**	**(5,855)**
Disposals	**–**	**–**	**–**	**–**	**(196)**	**–**	**–**	**(196)**
Exchange translation difference	**(267)**	**–**	**(15)**	**(1,226)**	**(1)**	**(41)**	**–**	**(1,550)**
At 31 January 2025	**7,608**	**2,732**	**5,194**	**32,431**	**1,445**	**13,168**	**834**	**63,412**
Accumulated impairment loss								
At 1 February 2023	–	–	980	186	–	166	212	1,544
Impairment no longer required	–	–	–	–	–	–	(212)	(212)
At 31 January 2024	**–**	**–**	**980**	**186**	**–**	**166**	**–**	**1,332**
Additions (Note 32)	**–**	**–**	**706**	**20**	**–**	**16**	**381**	**1,123**
Impairment no longer required	**–**	**–**	**(980)**	**–**	**–**	**(28)**	**–**	**(1,008)**
At 31 January 2025	**–**	**–**	**706**	**206**	**–**	**154**	**381**	**1,447**
Net book value								
At 31 January 2025	**156,842**	**83,166**	**29,244**	**17,903**	**1,315**	**3,213**	**57**	**291,740**
At 31 January 2024	158,311	84,077	30,775	13,726	1,488	5,155	925	294,457

In current financial year, the impairment loss on property, plant and equipment of $1,008,000 (2024 - $212,000) was written off, as the assets were no longer in use.

16 Property, plant and equipment (Cont'd)

The Company	Plant, machinery and surveying equipment $'000	Motor vehicles $'000	Furniture, fittings and equipment $'000	Renovation $'000	Leasehold properties $'000	Total $'000
Cost						
At 1 February 2023	84	2,825	841	655	4,009	8,414
Additions	–	272	9	–	–	281
Disposals	–	(274)	–	–	–	(274)
At 31 January 2024	**84**	**2,823**	**850**	**655**	**4,009**	**8,421**
Additions	**–**	**110**	**12**	**–**	**–**	**122**
Disposals	**–**	**(205)**	**–**	**–**	**–**	**(205)**
Written off	**(84)**	**–**	**(453)**	**–**	**–**	**(537)**
At 31 January 2025	**–**	**2,728**	**409**	**655**	**4,009**	**7,801**
Accumulated depreciation						
At 1 February 2023	84	1,341	737	467	1,573	4,202
Depreciation for the year	–	277	41	67	44	429
Disposals	–	(265)	–	–	–	(265)
At 31 January 2024	**84**	**1,353**	**778**	**534**	**1,617**	**4,366**
Depreciation for the year	**–**	**270**	**35**	**65**	**44**	**414**
Disposals	**–**	**(196)**	**–**	**–**	**–**	**(196)**
Written off	**(84)**	**–**	**(453)**	**–**	**–**	**(537)**
At 31 January 2025	**–**	**1,427**	**360**	**599**	**1,661**	**4,047**
Net book value						
At 31 January 2025	–	**1,301**	**49**	**56**	**2,348**	**3,754**
At 31 January 2024	–	1,470	72	121	2,392	4,055

Right-of-use assets acquired under leasing arrangements are presented together with the owned assets of the same class. Details of such leased assets are disclosed in Note 37(b).

The Group	Note	**2025 $'000**	2024 $'000
Depreciation expense charged to:			
Cost of sales		**7,543**	7,032
Administrative costs	28	**556**	587
Other operating expenses	29	**–**	196
		8,099	7,815

16 Property, plant and equipment (Cont'd)

(i) The freehold properties comprise:

	Location	Description	Tenure	The Group's effective equity interest	Net book value 2025 $'000	Net book value 2024 $'000
(1),(3)	No.1 St. Georges Terrace, Perth, Western Australia, Australia	306-room Duxton Hotel Perth	Freehold	75%	**15,802**	16,620
(2),(3)	207 Balestier Road, Citadines Balestier, Singapore	27-storey serviced apartment 166 units and 3 commercial retail units	Freehold	100%	**141,040**	141,691
					156,842	158,311

Notes:

(1) The fair value for Duxton Hotel Perth based on its latest valuation report for the year ended 31 January 2023 was Australian Dollar A$92,000,000. Management has assessed that the fair value has not changed materially since the last valuation, and therefore, no revaluation was performed during the financial years ended 31 January 2025 and 2024.

The fair value measurement was categorised as Level 3 fair value based on the inputs in the valuation technique used.

(2) During the financial year, a firm of independent professional valuers, Knight Frank Pte. Ltd., valued the mixed commercial cum serviced apartment development at 207 Balestier Road to be $225,000,000 (2024 - $224,500,000) as at 31 January 2025 based on the property's highest-and-best use using the Direct Comparison Method and Income Capitalisation Method. The amount consists of $180,000,000 and $45,000,000 (2024 - $180,000,000 and $44,500,000) allocated to property, plant and equipment and investment properties, respectively.

The fair value measurement was categorised as Level 3 fair value based on the inputs in the valuation technique used.

(3) At the end of the reporting period, these properties has been pledged to a financial institution to secure bank borrowings (Note 21).

Further information regarding the fair value measurement of the Group's property, plant and equipment is provided in Note 41.

16 Property, plant and equipment (Cont'd)

(ii) The leasehold land and buildings comprise:

	Location	Description	Tenure	The Group's effective equity interest	Net book value 2025 $'000	Net book value 2024 $'000
(1), (6)	No. 1 St Georges Terrace, Perth, Western Australia, Australia	Hotel parking and entrance forecourt	21-year lease commencing 1 January 2018	75%	**1,007**	887
(2)	30 Robertson Quay, #01-10/11 Riverside View, Singapore	Restaurant premises	3-year lease commencing 27 October 2023	100%	**–**	1,109
(3)	80 Marine Parade Road, 18th Floor of Parkway Parade, Singapore	7 office units	99-year lease commencing 17 August 1979	100%	**3,217**	3,243
(4)	60 Paya Lebar Road, 4th Floor of Paya Lebar Square, Singapore	1 office unit	99-year lease commencing 25 July 2011	100%	**1,675**	1,695
(5), (6)	2 Perumal Road Lyf @ Farrer, Singapore	16-storey serviced apartment 240 units and 5 commercial units	99-year lease commencing 17 April 2017	100%	**106,511**	107,918
					112,410	114,852

Notes:

(1) Duxton Hotel Perth has a long-term lease contract in place with the State of Western Australia (Department of Planning, Land and Heritage) in relation to the Forecourt (i.e. hotel parking and entrance). During the financial year, the rent per month was revised. Owing to this rental revision, this was accounted for as a lease modification and the right-of-use assets and lease liability was re-measured and adjusted accordingly.

(2) In the current financial year, the Group recognised an impairment loss of $1,123,000 (2024 - $Nil) as the recoverable amount was lower than the carrying amount and the subsidiary concerned was incurring continuing losses from its restaurant operations at the new location. The recoverable amount was based on fair value less costs of disposal. The impairment loss was recognised within "other losses, net" in profit or loss (Note 31).

In the previous financial year, the Group's subsidiary, Carnivore Brazilian Churrascaria Pte. Ltd. ("Carnivore") moved its restaurant premises to 30 Robertson Quay. As a result, the net book value of the restaurant's previously leased premises @ CHJIMES amounting to $2,000 (Note 31) was written off.

16 Property, plant and equipment (Cont'd)

(ii) The leasehold land and buildings comprise (Cont'd):

Notes: (Cont'd)

(3) The Directors of the Company estimated the fair value for these 7 (2024 – 7) office units located at 80 Marine Parade Road as at 31 January 2025 to be $17,401,000 (2024 - $17,656,000), based on the properties' highest-and-best use using the current market trend and with reference to indicative prices for similar office units in the area. In the previous financial year, 2 office units were leased out to external parties. Arising from this change in use, the units were reclassified from property, plant and equipment to investment properties as disclosed in Note 15.

The fair value measurement was categorised as Level 3 fair value based on the inputs in the valuation technique used.

(4) The Directors of the Company estimated the fair value for the office unit located at 60 Paya Lebar Road as at 31 January 2025 to be $2,941,000 (2024 - $2,767,000), based on the properties' highest-and-best use using the current market trend and with reference to indicative prices for similar office units in the area.

The fair value measurement was categorised as Level 3 fair value based on the inputs in the valuation technique used.

(5) During the financial year, a firm of independent professional valuers, Knight Frank Pte. Ltd. valued the mixed commercial cum serviced apartment to be $242,000,000 (2024 - $239,900,000) based on the property's highest-and-best use using the Direct Comparison Method and Income Capitalisation Method. The amount consists of $236,600,000 and $5,400,000 (2024 - $234,530,000 and $5,370,000) allocated to property, plant and equipment and investment properties, respectively.

The fair value measurement was categorised as Level 3 fair value based on the inputs in the valuation technique used.

(6) At the end of the reporting period, these properties have been pledged to a financial institution to secure bank borrowings (Note 21).

Further information regarding the fair value measurement of the Group's property, plant and equipment is provided in Note 41.

17 Deferred taxation

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current income tax assets against current income tax liabilities and when the deferred income taxes relate to the same fiscal authority. The carrying amounts, determined after appropriate offsetting, are shown on the statement of financial position as follows:

The Group	**2025** **$'000**	2024 $'000
Deferred tax assets		
To be recovered - After one year	**2,225**	2,208
Deferred tax liabilities		
To be settled - After one year	**3,240**	3,441

17 Deferred taxation (Cont'd)

The deferred tax assets balance comprises tax on the following temporary differences:

The Group	Lease liabilities $'000	Excess of tax written down value over net book value of property, plant and equipment $'000	Unutilised tax losses $'000	Total $'000
At 1 February 2023	–	212	670	882
Credited to profit or loss	485	32	850	1,367
Exchange fluctuation difference	–	(11)	(30)	(41)
At 31 January 2024	485	233	1,490	2,208
Credited/(charged) to profit or loss	**471**	**23**	**(449)**	**45**
Exchange fluctuation difference	**(14)**	**(11)**	**(3)**	**(28)**
At 31 January 2025	**942**	**245**	**1,038**	**2,225**

The deferred tax liabilities balance comprises tax on the following temporary differences:

The Group	Right-of-use assets $'000	Excess of net book value over tax written value of property, plant and equipment $'000	Total $'000
At 1 February 2023	–	3,022	3,022
Charged/(credited) to profit or loss	455	(36)	419
At 31 January 2024	455	2,986	3,441
Credited to profit or loss	**(140)**	**(48)**	**(188)**
Exchange fluctuation difference	**(13)**	**–**	**(13)**
At 31 January 2025	**302**	**2,938**	**3,240**

Unrecognised deferred tax assets

Subject to the agreement by the tax authorities, the Group has unutilised tax losses of $20,631,000 (2024 - $29,081,000) available for offset against future profits at the reporting date. As of reporting date, deferred tax assets have been recognised in respect of $5,979,000 (2024 - $7,898,000) of these unutilised tax losses. No deferred tax asset has been recognised in respect of the remaining $14,652,000 (2024 - $21,183,000) as there is no reasonable certainty of its realisation in future periods. The unutilised tax losses have no expiry dates.

Recognised deferred tax assets

Deferred tax assets are recognised for tax losses carried forward to the extent that realisation of the related tax benefits through future taxable profits is probable. The Group's deferred tax mainly relates to tax losses of $988,000 (2024 - $1,150,000) from a wholly-owned subsidiary, Glopeak Development Pte. Ltd and $50,000 (2024 - $340,000) from a 75%-owned subsidiary, Narymal Pty. Ltd. respectively.

17 Deferred taxation (Cont'd)

Recognised deferred tax assets (Cont'd)

For the former, the subsidiary incurred tax losses when its development property was in the construction phase, and no taxable profits are recognised until the project is substantially completed, which is indicated by the issuance of Temporary Occupation Permit by the relevant authority. For the latter, the subsidiary incurred losses in its hotel operations in the previous financial years and has generated taxable income since financial year ended 31 January 2023.

The Group is of the view that the deferred tax assets are recoverable based on the estimated future taxable income. The related tax losses have no expiry date.

18 Trade and other payables

		The Group		The Company	
		2025	2024	**2025**	2024
		$'000	$'000	**$'000**	$'000
Current					
Trade payables					
- Third parties	(i)	**8,081**	21,401	**6,818**	19,114
Other payables					
Accruals		**6,352**	5,725	**472**	506
Deposits received from third parties		**5,604**	5,406	**–**	–
Deposits received from subsidiary		**–**	–	**3**	3
Advance payments received from customers		**1,961**	2,668	**–**	–
Interest payable		**517**	532	**1**	2
GST payable		**410**	611	**–**	183
Amount owing to subsidiaries		**–**	–	**–**	4,200
Provision for unutilised staffs' leave		**740**	737	**193**	180
Sundry payables		**634**	2,008	**13**	46
	(ii)	**16,218**	17,687	**682**	5,120
Grand total	(i) + (ii)	**24,299**	39,088	**7,500**	24,234

Trade and other payables are denominated in the following currencies:

	The Group		The Company	
	2025	2024	**2025**	2024
	$'000	$'000	**$'000**	$'000
Singapore Dollar	**21,998**	35,951	**7,500**	24,234
Australian Dollar	**2,300**	3,135	**–**	–
Malaysian Ringgit	**1**	2	**–**	–
	24,299	39,088	**7,500**	24,234

18 Trade and other payables (Cont'd)

Deposits received from third parties relate to rental deposits placed by tenants or guests for the leases of retail units, serviced apartments and hotel.

Advance payments received from customers relate to (i) advance rental of $571,000 (2024 - $818,000) received from customers; and (ii) advances of $1,390,000 (2024 - $1,850,000) made for the purchase of development property.

Trade and other payables with third parties have credit terms of between 30 to 90 (2024 - 30 to 90) days.

The non-trade amounts due to subsidiaries, comprising mainly of advances and payments on behalf, are unsecured, interest-free and repayable on demand.

Further information on financial risk management is disclosed in Note 40.

19 Amount owing to non-controlling shareholders of subsidiaries (non-trade)

	The Group		The Company	
	2025	2024	**2025**	2024
	$'000	$'000	**$'000**	$'000
Non-trade amount owing to non-controlling shareholders of subsidiaries:				
- Advances	**716**	361	**370**	–

The amount owing to non-controlling shareholders of subsidiaries are denominated in the following currencies:

	The Group		The Company	
	2025	2024	**2025**	2024
	$'000	$'000	**$'000**	$'000
Australian Dollar	**346**	361	**–**	–
Singapore Dollar	**370**	–	**370**	–
	716	361	**370**	–

The Group

The non-trade advances of $716,000 (2024 - $361,000) owing to non-controlling shareholders of subsidiaries, are unsecured, interest-free and repayable on demand.

The Company

The non-trade advances of $370,000 (2024 - $Nil) owing to non-controlling shareholders of subsidiaries, are unsecured, interest-free and repayable on demand.

Further information on financial risk management is disclosed in Note 40.

20 Provision

The Group	2025 $'000	2024 $'000
Reinstatement of premises - non-current	**27**	26

Provision for reinstatement of premises is the estimated costs of dismantlement, removal or restoration of plant and equipment arising from the acquisition and use of restaurant assets, which are capitalised and included in the cost of plant and equipment. The provision is based on estimates made from historical data associated with reinstatement works on contracts of similar nature. The Group does not expect to incur the liability within the next 12 months.

Movement in provision for reinstatement of premises is as follows:

The Group	2025 $'000	2024 $'000
Balance at beginning of year	**26**	29
Provision during the year	**1**	26
Provision utilised during the year	**–**	(29)
Balance at end of year	**27**	26

21 Borrowings

The Group	2025 $'000	2024 $'000
Bank borrowings		
Temporary bridging loan - unsecured	**1,075**	2,341
Revolving credit loans - secured	**18,678**	597
Term loans - secured	**426,460**	542,360
	446,213	545,298
Lease liabilities [Note 37(a)]	**1,911**	2,148
	448,124	547,446
Amount repayable:		
Not later than one year	**120,273**	5,493
Later than one year and not later than five years	**327,036**	541,273
More than five years	**815**	680
	327,851	541,953
	448,124	547,446

21 Borrowings (Cont'd)

The Company	2025 $'000	2024 $'000
<u>Bank borrowings</u>		
Temporary bridging loan - unsecured	**1,075**	2,341
Lease liabilities [Note 37(a)]	**8**	13
	1,083	2,354
Amount repayable:		
Not later than one year	**1,080**	1,271
Later than one year and not later than five years	**3**	1,083
	1,083	2,354

Bank borrowings are denominated in the following currencies:

	The Group		The Company	
	2025 $'000	2024 $'000	**2025 $'000**	2024 $'000
Singapore Dollar	**439,535**	544,701	**1,075**	2,341
Australian Dollar	**6,678**	597	**–**	–
	446,213	545,298	**1,075**	2,341

<u>Temporary bridging loan - unsecured</u>

Temporary bridging loan of $1,075,000 (2024 - $2,341,000) at both the Group and the Company level is unsecured and carries an effective interest rate of 2.00% (2024 - 2.00%) per annum. There is a fixed term monthly repayment of $108,000 up to the maturity date, 20 November 2025.

<u>Revolving credit loans - secured</u>

Revolving credit loan (secured) of the Group of $6,678,000 (2024 - $597,000) is secured by mortgages over the property, plant and equipment [Note 16(i)(1)] located at No.1 St Georges Terrace, Perth and General Security Agreement over Amuret Pty. Ltd. The effective interest rate per annum for the revolving credit loan is 5.40% (2024 - 5.24%).

Revolving credit loan (secured) of the Group of $12,000,000 (2024 - $Nil) is secured by a mortgage over the investment property [Note 15(c)(1)] located at 60 Paya Lebar Road, Singapore, all assignments of rental proceeds and insurance policies, and fixed deposits of $3,600,000 (2024 - $Nil). The effective interest rate per annum for the revolving credit loan is 3.81% (2024 - Nil%).

21 Borrowings (Cont'd)

Term loans - secured

Term loans of the Group totalling $426,460,000 (2024 - $542,360,000) are secured by mortgages over the development properties (Note 10), certain investment properties [Note 15(c)] and property, plant and equipment [Note 16(i)(3) and Note 16(ii)(6)] of certain subsidiaries, as well as and charges on all new assignments of tenancy, sales agreements and construction contracts and fixed deposits of $8,107,000 (2024 - $8,389,000) of subsidiaries (Note 4). The effective interest rates per annum for the term loans ranges from 4.29% to 4.46% (2024 - 4.56% to 4.83%).

All the Group's and the Company's loans (except for the temporary bridging loan, which is fixed at 2.00%) are drawn under various committed floating rates, with reference to Singapore Overnight Rate Average ("SORA") and Bank Bill Swap Bid Rate ("BBSY"). The carrying amounts of the Group's and the Company's borrowings approximate their fair values.

The maturity dates of bank borrowings are as follows:

	The Group		The Company	
	2025	2024	**2025**	2024
	$'000	$'000	**$'000**	$'000
Repayable in/by				
FY2025	**–**	5,066	**–**	1,266
FY2026	**119,775**	219,875	**1,075**	1,075
FY2027	**150,138**	144,057	**–**	–
FY2028	**98,300**	98,300	**–**	–
FY2029	**78,000**	78,000	**–**	–
	446,213	545,298	**1,075**	2,341

Non-current borrowings with covenants

The Group's revolving credit loans and term loans are subject to financial covenants, which are tested annually. As at 31 January 2025, the non-current portion of these borrowings amounted to $326,438,000 (2024 - $539,157,000). The covenants require the Group to maintain financial ratios, such as (i) loan to value, ratios and debt service coverage and ratios which are customary to finance project loans and term loans; and (ii) minimum interest coverage ratios of 1.1 to 2.0. The Group has complied with all such covenants in financial years ended 31 January 2025 and 2024.

The Group manages its liquidity risk by maintaining sufficient cash to enable them to meet its normal operating commitments and having an adequate amount of credit facilities available.

Further information about the financial risk management is disclosed in Note 40.

22 Share capital

	Number of ordinary shares		Amount	
	2025	2024	**2025**	2024
The Group and the Company			**$'000**	$'000
Issued and fully paid with no par value:				
Balance at beginning and end of year	**738,816,000**	738,816,000	**161,863**	161,863

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All issued shares rank equally with regard to the Company's residual assets.

23(a) Capital reserve

	2025	2024
The Group	**$'000**	$'000
Balance at beginning and end of year	**(30,214)**	(30,214)

Capital reserve represents excess of consideration paid in the acquisition of the non-controlling interests in subsidiaries.

23(b) Retained profits

	The Group		The Company	
	2025	2024	**2025**	2024
	$'000	$'000	**$'000**	$'000
Balance at beginning of year	**484,762**	493,285	**471,383**	525,476
Profit/(loss) for the year	**2,103**	(1,135)	**(3,058)**	(46,705)
Dividends paid (Note 36)	**(11,082)**	(7,388)	**(11,082)**	(7,388)
	(8,979)	(8,523)	**(14,140)**	(54,093)
Balance at end of year	**475,783**	484,762	**457,243**	471,383

24 Fair value reserve

		2025	2024
The Group	Note	**$'000**	$'000
Balance at beginning of year		**976**	1,514
Net fair value loss on financial assets at FVOCI	11	**(881)**	(538)
Balance at end of year		**95**	976

Fair value reserve arises from fair value changes on revaluation of financial assets at FVOCI held as at the end of reporting period.

25 Currency translation reserve

The Group	2025 $'000	2024 $'000
Balance at beginning of year	**(7,666)**	(4,034)
Exchange fluctuation difference	**1,402**	(3,632)
Balance at end of year	**(6,264)**	(7,666)

The currency translation reserve is a non-distributable reserve and relates to the exchange difference arising from translation of the financial statements of foreign subsidiaries, associated companies and joint ventures.

26 Revenue

Revenue of the Group includes revenue from construction contracts, sale of development properties, serviced apartments, hotel and restaurant operations, and rental income from investment properties, and excludes inter-company transactions, and applicable goods and services taxes or value-added taxes.

The Group derives revenue from contracts with customers based on transfer of goods and services over time and at a point in time as follows:

	2025			2024		
The Group	**At a point in time $'000**	**Over time $'000**	**Total $'000**	At a point in time $'000	Over time $'000	Total $'000
Revenue from contracts with customers:						
Sales of development properties	**–**	**415,784**	**415,784**	–	297,320	297,320
Serviced apartments, hotel and restaurant operations	**9,968**	**37,924**	**47,892**	10,052	36,528	46,580
Construction of buildings	**–**	**–**	**–**	–	5,250	5,250
	9,968	**453,708**	**463,676**	10,052	339,098	349,150
Rental income [Note 15(b)]			**19,029**			18,530
Total revenue of the Group			**482,705**			367,680

The segment analysis of the Group is disclosed in Note 38 to the financial statements.

27(a) Finance income

The Group	2025 $'000	2024 $'000
Interest income		
- Banks	**16**	25
- Fixed deposits	**1,556**	1,685
	1,572	1,710

27(b) Miscellaneous income

The Group	Note	**2025** **$'000**	2024 $'000
Dividend income from quoted equity investments:			
- Relating to investments held at the end of reporting period		**149**	134
Write back of impairment loss on trade receivables	6	**9**	–
Management fee		**1,854**	1,779
Government grant income		**100**	66
Forfeiture of deposit		**194**	1,660
Sundry income		**484**	351
		2,790	3,990

28 Administrative costs

The Group	Note	**2025** **$'000**	2024 $'000
Audit fees		**239**	270
Non-audit fees		**13**	47
Bank charges		**48**	69
Cleaning fees		**–**	90
Credit card commission expenses		**246**	415
Employee benefit costs	32	**9,063**	8,531
Depreciation of property, plant and equipment	16	**556**	587
Directors' fee		**224**	215
Insurance		**511**	439
Maintenance fees		**63**	137
Professional fees		**312**	610
Property management fees		**1,480**	1,525
Property tax		**48**	49
Repair and maintenance		**118**	159
Subscription fees		**186**	153
Travelling and transportation expenses		**102**	112
Unclaimable GST		**34**	65
Utilities		**18**	148
Others		**637**	705
		13,898	14,326

29 Other operating expenses

The Group	Note	**2025 $'000**	2024 $'000
Depreciation of property, plant and equipment	16	**–**	196
Hotel maintenance and utilities		**2,026**	1,922
Impairment loss on trade receivables	6	**–**	22
Sundry expenses		**48**	4
		2,074	2,144

30 Finance costs

The Group	Note	**2025 $'000**	2024 $'000
Interest expense			
- Lease liabilities	37(a)	**102**	59
- Loans		**22,013**	27,452
		22,115	27,511

31 Other losses, net

The Group	Note	**2025 $'000**	2024 $'000
Gain on disposal of property, plant and equipment		**19**	27
Foreign exchange losses	32	**(1,470)**	(1,413)
Impairment loss on investments in joint ventures and associated companies		**–**	(360)
Write-back of impairment loss on investment properties	15, 32	**1,902**	–
Impairment loss on property, plant and equipment	16, 32	**(1,123)**	–
Other receivables (non-trade) written off		**(1,186)**	–
Investment properties written off		**(89)**	–
Property, plant and equipment written off	32	**(3)**	(2)
		(1,950)	(1,748)

32 Profit/(loss) before taxation

The Group	Note	2025 $'000	2024 $'000
Profit/(loss) before taxation has been arrived at after charging/(crediting):			
Audit fee:			
- Auditors of the Company			
- Current year		**178**	173
- Under provision in respect of prior years		**3**	33
- Other auditors – non-network firms		**58**	64
Non-audit fees, audit-related services ("ARS")			
- Auditors of the Company		**2**	3
Non-audit fees, non-audit-related services ("non-ARS")			
- Auditors of the Company		**11**	11
- Other auditors – non-network firms		**–**	33
Depreciation of:			
- Investment properties	15	**3,454**	3,671
- Property, plant and equipment	16	**8,099**	7,815
Cost of development properties recognised as expense	10(a)	**378,310**	261,744
Cost of inventories recognised as expense	9	**2,637**	2,664
Foreign exchange losses	31	**1,470**	1,413
Amortisation of contract costs	8(b)	**21,810**	14,554
Fair value loss on financial assets at FVPL	5	**2,751**	7,543
Property, plant and equipment written off	31	**3**	2
Write-back of impairment loss on investment properties	15, 31	**(1,902)**	–
Impairment loss on property, plant and equipment	16, 31	**1,123**	–
Employee benefit costs:			
Directors of the Company			
- Salaries and other related costs		**3,506**	3,199
- CPF contributions and other equivalent contributions		**54**	54
Key management personnel (other than directors)			
- Salaries, wages and other related costs		**1,820**	1,686
- CPF contributions and other equivalent contributions		**34**	34
		5,414	4,973
Other than key management personnel			
- Salaries, wages and other related costs		**15,792**	15,449
- CPF contributions and other equivalent contributions		**1,569**	1,575
		22,775	21,997
Employee benefit charged to profit or loss as follows:			
- Cost of sales		**13,712**	13,466
- Administrative expenses	28	**9,063**	8,531
		22,775	21,997

33 Taxation

The Group	2025 $'000	2024 $'000
Current taxation		
- Singapore	**1,523**	1,252
- Foreign	**27**	(12)
	1,550	1,240
(Over)/under provision in prior financial years:		
- Current taxation	**(903)**	693
Utilisation of previously unrecognised tax losses, via group relief	**(1,532)**	(1,623)
	(2,435)	(930)
Deferred taxation	**(233)**	(948)
Tax credit	**(1,118)**	(638)

Domestic income tax is calculated at 17% (2024 - 17%) of the estimated assessable profit for the year. Taxation for other jurisdictions is calculated at 24%, 25% and 30% (2024 - 24%, 25% and 30%) for jurisdictions located in Malaysia, PRC and Australia, respectively.

The tax on the Group's results before tax differs from the theoretical amount that would arise using the various applicable corporate tax rates of income tax as follows:

The Group	2025 $'000	2024 $'000
Profit/(loss) before taxation	**1,459**	(1,668)
Share of results of joint ventures and associated companies, net of tax	**(830)**	(2,764)
	629	(4,432)
Tax at domestic rate applicable to profits in the countries concerned[1]	**193**	(694)
Tax effect on non-deductible expenses[2]	**73,759**	51,000
Tax effect on non-taxable income[3]	**(71,733)**	(48,827)
Tax effect on temporary differences not recognised	**(887)**	(1,122)
Tax effect on Singapore statutory stepped income exemption	**(42)**	(53)
Withholding taxes paid/(recovered)	**27**	(12)
(Over)/under provision of current taxation in respect of prior years	**(903)**	693
Utilisation of previously unrecognised tax losses, via group relief	**(1,532)**	(1,623)
	(1,118)	(638)

Notes:

(1) This is prepared by aggregating separate reconciliations for each national jurisdiction.

(2) This relates mainly to disallowed expenditures incurred in the ordinary course of business which includes cost of development properties sold at the Klimt Cairnhill project which would only be deductible upon obtaining Temporary Occupation Permit, depreciation on non-qualifying assets, impairment on property, plant and equipment and impairment of investment properties.

(3) This relates mainly to non-taxable income occurred in the ordinary course of business which includes revenue from sold development properties at the Klimt Cairnhill project which would only be taxable upon obtaining Temporary Occupation Permit, impairment losses no longer required for non-qualifying property, plant and equipment, investment properties and one-tier tax exempt dividend income from quoted equity investments.

34 Earnings/(loss) per share

Basic and diluted earnings per share are calculated by dividing the net profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the financial year.

The following table reflects the consolidated income statement and share data used in the computation of basic and diluted earnings per share from continuing operations for the financial years ended 31 January:

The Group	**2025** **$'000**	2024 $'000
Net profit/(loss) attributable to equity holders of the Group	**2,103**	(1,135)
Weighted average number of ordinary shares for purpose of calculating basic and diluted earnings per share (Note 22)	**738,816,000**	738,816,000
Basic and diluted earnings/(loss) per share (cents)	**0.28**	(0.15)

As there are no dilutive potential ordinary shares that were outstanding during the financial year, the basic loss per share is the same as the diluted loss per share.

35 Related party transactions

In addition to the information disclosed elsewhere in the financial statements, the following are significant transactions that took place between the Group and related parties at mutually agreed amounts:

The Group	**2025** **$'000**	2024 $'000
Dividend received from an associated company	**2,920**	–
Dividend received from a joint venture	**180**	–
Repayment of loan from an associated company	**13,860**	–
Security services charged by other related party	**235**	221
Shareholders' loans to a joint venture	**43,156**	196
Construction work performed for an associated company	**–**	5,250
Shareholders' loans to associated companies	**2,100**	1,979
Service and secondment fee charged to joint ventures	**1,854**	1,779

Other related party refers to a company which is controlled by the Group's key management personnel and his close family members.

36 Dividends

The Group and the Company	2025 $'000	2024 $'000
Dividends paid		
- Ordinary dividends:		
First and final dividend of 1.5 cents (2024 - 1.0 cent) per share, tax exempt paid in respect of the previous financial year [Note 23(b)]	**11,082**	7,388
Dividends proposed		
- Ordinary dividends:		
First and final dividend of 1.5 cents (2024 - 1.5 cents) per share, tax exempt	**11,082**	11,082

At the forthcoming Annual General Meeting, a first and final tax-exempt (one-tier) ordinary dividend of 1.5 cents (2024 - 1.5 cents) per share amounting to $11,082,000 (2024 - $11,082,000) will be proposed. These financial statements do not reflect the dividends payable, which will be accounted for as a reduction in equity as a distribution of retained profits in the financial year ending 31 January 2026.

37 Leases

37(a) Lease liabilities

	The Group		The Company	
	2025 $'000	2024 $'000	**2025 $'000**	2024 $'000
Undiscounted lease payments due:				
- Financial Year 1	**561**	506	**5**	5
- Financial Year 2	**463**	557	**3**	5
- Financial Year 3	**86**	458	**–**	4
- Financial Year 4	**84**	81	**–**	–
- Financial Year 5	**84**	79	**–**	–
- Financial Year 6 and onwards	**969**	787	**–**	–
	2,247	2,468	**8**	14
Less: future interest cost	**(336)**	(320)	*****	(1)
Lease liabilities	**1,911**	2,148	**8**	13
Presented under borrowings (Note 21) as:				
- Current	**498**	427	**5**	5
- Non-current	**1,413**	1,721	**3**	8
	1,911	2,148	**8**	13

* Less than $1,000.

37 Leases (Cont'd)

37(a) Lease liabilities (Cont'd)

Lease liabilities are denominated in the following currencies:

	The Group		The Company	
	2025	2024	**2025**	2024
	$'000	$'000	**$'000**	$'000
Singapore Dollar	**828**	1,195	**8**	13
Australian Dollar	**1,083**	953	**–**	–
	1,911	2,148	**8**	13

Interest expense on lease liabilities of $102,000 (2024 - $59,000) (Note 30) is recognised within finance costs in profit or loss.

Rental expenses not capitalised in lease liabilities but recognised within costs of sales in profit or loss are set out below:

	2025	2024
The Group	**$'000**	$'000
Leases of low-value assets	**4**	4

Total cash outflows for all leases in the year amount to $561,000 (2024 - $509,000).

As at 31 January 2025, the Group's short-term lease commitments at the reporting date are not substantially dissimilar to those giving rise to the Group's short-term lease expense for the year.

Information about the Group's leasing activities is disclosed in Note 37(b).

Further information about the financial risk management is disclosed in Note 40.

The Group's lease liabilities are secured by the lessors' title to the leased assets.

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37 Leases (Cont'd)

37(b) Lease arrangements

(i) The Group as lessee

Leasehold land and buildings

The Group has made upfront payments to secure the right-of-use of various leasehold land and buildings. The leasehold land and buildings are recognised within the Group's property, plant and equipment (Note 16) when they are used in the production or supply of goods or services. Otherwise, these are classified within investment properties (Note 15) when they are held for long-term rental yields and/or for capital appreciation.

The Group also makes monthly lease payments for the use of several leasehold properties for operation purposes [Note 37(a)]. These leasehold properties are recognised within the Group's property, plant and equipment (Note 16). There are no externally imposed covenants on these property lease arrangements.

Variable lease payments

The leases for restaurant premise contain variable lease payments that are based on 2% of gross sales generated by the restaurant, on top of fixed payments. Such variable lease payments are recognised in profit or loss when incurred, and an amount of $30,000 (2024 - $42,000) has been recognised in profit or loss for the financial year ended 31 January 2025.

Office equipment

The Group makes monthly lease payments to lease office equipment used for administrative operation activities. This equipment is recognised as the Group's property, plant and equipment (Note 16).

Set below are the carrying amounts of right-of-use assets classified within property, plant and equipment and the movement during the period:

The Group	Office equipment $'000	Leasehold land $'000	Leasehold buildings $'000	Total $'000
At 31 January 2024	**23**	**84,077**	**6,934**	**91,034**
Additions	**9**	**–**	**–**	**9**
Lease modification	**–**	**–**	**229**	**229**
Exchange translation difference	**–**	**–**	**5**	**5**
Depreciation expense	**(10)**	**(911)**	**(562)**	**(1,483)**
Impairment loss	**–**	**–**	**(706)**	**(706)**
At 31 January 2025	**22**	**83,166**	**5,900**	**89,088**
At 31 January 2023	36	84,988	6,918	91,942
Additions	–	–	1,290	1,290
Transfer to investment properties	–	–	(910)	(910)
Exchange translation difference	–	–	(44)	(44)
Depreciation expense	(13)	(911)	(320)	(1,244)
At 31 January 2024	23	84,077	6,934	91,034

37 Leases (Cont'd)

37(b) Lease arrangements (Cont'd)

(ii) The Group as lessor

Investment properties

Operating leases, in which the Group is the lessor, relate to investment properties (Note 15) owned by the Group. The lease terms range between 1 to 6 years with the option to extend for another 3 years, for certain tenants. All operating lease contracts contain market review clauses in the event that the lessee exercises its option to renew. The lessee does not have an option to purchase the property at the expiry of the lease period.

These leases are classified as operating lease because the risk and rewards incidental to ownership of the assets are not substantially transferred. The Group is exposed to changes in residual value at the end of the lease term, the Group typically enters into new operating leases and therefore will not immediately realise any reduction in residual value at the end of these lease. Expectations about the future residual values are reflected in the fair value of the investment properties.

The Group's revenue from rental income received on the investment properties are disclosed in Note 15(b).

Variable lease payments received during the financial year that do not depend on an index or rate from rental of investment properties is $559,000 (2024 - $512,000).

The future minimum rental receivable under non-cancellable operating leases contracted for at the reporting date are as follows:

The Group	**2025 $'000**	2024 $'000
Undiscounted lease payments to be received:		
- Financial Year 1	**16,882**	18,114
- Financial Year 2	**14,365**	12,475
- Financial Year 3	**11,559**	9,248
- Financial Year 4	**7,389**	6,785
- Financial Year 5	**2,860**	3,754
- Financial Year 6 and onwards	**712**	580
	53,767	50,956

38 Operating segments

For management purposes, the Group's operating businesses are organised and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The Group's reportable operating segments are as follows:

(i) Property development

Activities in this segment comprise the development of properties.

(ii) Hotel

Activities in this segment comprise ownership and operation of serviced apartments, a hotel and a restaurant.

(iii) Investments

Activities in this segment relate mainly to investment in properties, investment in quoted and unquoted equities, construction activities, as well as firm-wide expenses not allocated to core segments.

There are no other operating segments that have been aggregated to form the above reportable operating segments.

The Executive Chairman and the Managing Director monitor the operating results of its operating segments for the purpose of making decisions on resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss which in certain aspects, as set out below, is measured differently from operating profit or loss in the consolidated financial statements.

Group taxation is managed on a group basis and is not allocated to operating segments.

Sales between operating segments are carried out at arm's length basis, similar to transactions with third parties.

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38 Operating segments (Cont'd)

(a) Business Segments

The Group	Property development 2025 $'000	Property development 2024 $'000	Hotel 2025 $'000	Hotel 2024 $'000	Investments 2025 $'000	Investments 2024 $'000	Consolidated 2025 $'000	Consolidated 2024 $'000
REVENUE								
Total sales	**415,784**	297,320	**50,083**	48,795	**66,708**	54,358	**532,575**	400,473
Inter-segment sales	**–**	–	**(2,191)**	(2,215)	**(47,679)**	(30,578)	**(49,870)**	(32,793)
External sales	**415,784**	297,320	**47,892**	46,580	**19,029**	23,780	**482,705**	367,680
RESULTS								
Segment results	**14,581**	20,587	**5,471**	5,869	**5,821**	4,204	**25,873**	30,660
Finance income	**524**	173	**–**	–	**1,048**	1,537	**1,572**	1,710
Finance costs	**(7,331)**	(12,360)	**(6,911)**	(6,694)	**(7,873)**	(8,457)	**(22,115)**	(27,511)
Share of results of joint ventures and associated companies	**1,084**	2,764	**–**	–	**(254)**	–	**830**	2,764
Profit/(loss) before fair value changes, other losses (net) and taxation	**8,858**	11,164	**(1,440)**	(825)	**(1,258)**	(2,716)	**6,160**	7,623
Fair value loss on financial assets at FVPL	**–**	–	**–**	–	**(2,751)**	(7,543)	**(2,751)**	(7,543)
Other losses, net	**–**	–	**(1,395)**	–	**(555)**	(1,748)	**(1,950)**	(1,748)
Profit/(loss) before taxation	**8,858**	11,164	**(2,835)**	(825)	**(4,564)**	(12,007)	**1,459**	(1,668)
Taxation							**1,118**	638
Profit attributable to non-controlling interests							**(474)**	(105)
Net profit/(loss) attributable to owners of the parent							**2,103**	(1,135)

38 Operating segments (Cont'd)

(a) Business Segments (Cont'd)

The Group	Property development 2025 $'000	Property development 2024 $'000	Hotel 2025 $'000	Hotel 2024 $'000	Investments 2025 $'000	Investments 2024 $'000	Consolidated 2025 $'000	Consolidated 2024 $'000
OTHER INFORMATION								
Segment assets	**377,376**	526,450	**295,848**	298,630	**343,438**	349,028	**1,016,662**	1,174,108
Investments in joint ventures and associated companies under equity method	**43,156**	14,650	**–**	–	**28,494**	25,027	**71,650**	39,677
Consolidated total assets (excluding taxation)	**420,532**	541,100	**295,848**	298,630	**371,932**	374,055	**1,088,312**	1,213,785
Segment liabilities (excluding taxation)	**(108,802)**	(221,195)	**(160,041)**	(157,387)	**(204,137)**	(207,943)	**(472,980)**	(586,525)
Capital expenditure								
- Property, plant and equipment	**–**	–	**7,361**	5,828	**133**	294	**7,494**	6,122
- Investment properties	**–**	–	**–**	–	**57**	–	**57**	–
Depreciation								
- Property, plant and equipment	**–**	–	**7,620**	7,319	**479**	496	**8,099**	7,815
- Investment properties	**–**	–	**–**	–	**3,454**	3,671	**3,454**	3,671
Impairment loss/(write-back), net on								
- Property, plant and equipment	**–**	–	**1,123**	–	**–**	–	**1,123**	–
- Investment properties	**–**	–	**–**	–	**(1,902)**	–	**(1,902)**	–
- Trade receivables	**–**	–	**–**	–	**(9)**	22	**(9)**	22
Written off								
- Property, plant and equipment	**–**	–	**3**	2	**–**	–	**3**	2
- Investment properties	**–**	–	**–**	–	**89**	–	**89**	–
- Other receivables (non-trade)	**–**	–	**–**	–	**1,186**	–	**1,186**	–
Gain on disposal of								
- Property, plant and equipment	**–**	–	**–**	–	**(19)**	(27)	**(19)**	(27)
Amortisation of contract costs	**21,810**	14,554	**–**	–	**–**	–	**21,810**	14,554
Fair value loss on financial assets at FVPL	**–**	–	**–**	–	**2,751**	7,543	**2,751**	7,543
Unrealised foreign exchange loss from financial assets at FVPL	**–**	–	**–**	–	**1,180**	1,557	**1,180**	1,557

38 Operating segments (Cont'd)

(b) Geographical Segments

In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of external customers. Non-current assets other than the deferred tax assets and derivative financial instruments are based on the geographical location of the assets.

The Group	Revenue 2025 $'000	Revenue 2024 $'000	Non-current assets 2025 $'000	Non-current assets 2024 $'000
Singapore	**460,062**	346,982	**589,386**	569,147
Australia	**22,643**	20,698	**33,963**	29,915
Malaysia	**–**	–	**28,411**	25,026
	482,705	367,680	**651,760**	624,088

Non-current assets information presented above consists of investments in joint ventures and associated companies, investment properties and property, plant and equipment.

(c) Information about major customers

The Group does not have any major customer.

(d) Reconciliation of segments total assets and total liabilities

The Group	2025 $'000	2024 $'000
Reportable segments' assets are reconciled to total assets as follows:		
Segment assets	**1,016,662**	1,174,108
Investments in joint ventures and associated companies under equity method	**71,650**	39,677
Deferred tax assets	**2,225**	2,208
GST receivable	**491**	–
Total assets	**1,091,028**	1,215,993
Reportable segments' liabilities are reconciled to total liabilities as follows:		
Segment liabilities	**472,980**	586,525
Deferred tax liabilities	**3,240**	3,441
GST payable	**410**	611
Current tax payable	**4,131**	4,702
Total liabilities	**480,761**	595,279

39 Disclosure of directors' remuneration

As required by the Listing Manual of the Singapore Exchange, the remuneration of Directors of the Company is disclosed in bands as follows:

	Number of directors	
	2025	2024
$1,000,001 to $1,250,000	**2**	1
$750,001 to $1,000,000	**1**	2
$500,001 to $750,000	**1**	–
$250,001 to $500,000	**–**	1
Below $250,001	**5**	4
Total	**9**	8

40 Financial risk management objectives and policies

The Group's and the Company's financial risk management policies set out their overall business strategies and risk management philosophies. The Group and the Company are exposed to financial risks arising from their operations and the use of financial instruments. The key financial risks include currency risk, interest rate risk, liquidity risk, market price risk and credit risk. The Group's and the Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise adverse effects from such unpredictability on their financial performances.

The Board of Directors reviews and agrees policies and procedures for the management of these risks. The Audit Committee provides independent oversight to the effectiveness of the risk management process.

The Group and the Company do not hold or issue derivative financial instruments for speculative purposes.

As at 31 January 2025 and 2024, the Group's and the Company's financial instruments mainly consisted of cash and cash equivalents, financial assets at FVOCI, financial assets at FVPL, receivables, payables, lease liabilities and bank borrowings.

There has been no change to the Group's and the Company's exposures to these financial risks or the manner in which they manage and measure the risk. Market risk exposures are measured using sensitivity analysis indicated below.

40 Financial risk management objectives and policies (Cont'd)

40.1 Currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. Currency risk arises when transactions are denominated in foreign currencies.

Part of the Group's revenue, expenses, investments, assets and liabilities are denominated in foreign currencies which give rise to foreign exchange risk, particularly of its overseas subsidiaries, associates, joint ventures and investments in financial assets at FVPL. This risk primarily arises from exposure to Australian Dollar (AUD), Chinese Renminbi (RMB), Malaysian Ringgit (RM) and United States Dollar (USD).

In terms of operations, sales and purchases are denominated in the same currency as much as is practicable. The Group also matches the currency of its bank borrowings, if any, with the location of its investment to mitigate the risk of currency exposure. As such, the Group does not deem it necessary to enter into any derivative contracts to hedge against foreign currency risk.

Exposure to foreign currency risk is insignificant as the Group's income and related expenses, assets and liabilities are substantially denominated in the respective functional currencies of the Group's entities. The exposure is monitored on an ongoing basis and the Group endeavours to keep the net exposure at an acceptable level.

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40 Financial risk management objectives and policies (Cont'd)

40.1 Currency risk (Cont'd)

The Group and the Company also hold cash and cash equivalents denominated in foreign currencies for working capital purposes. As at the end of each reporting period, the carrying amounts of monetary assets and monetary liabilities denominated in currencies other than the respective group entities' functional currencies are as follows:

	USD $'000	AUD $'000	RM $'000	RMB $'000	Total $'000
The Group					
At 31 January 2025					
Cash and cash equivalents	**243**	**735**	**57**	**–**	**1,035**
Financial assets at FVPL	**–**	**24,103**	**–**	**–**	**24,103**
Trade and other receivables	**–**	**–**	**–**	**3,121**	**3,121**
Amount owing to non-controlling shareholders of subsidiaries (non-trade)	**–**	**(346)**	**–**	**–**	**(346)**
	243	**24,492**	**57**	**3,121**	**27,913**
At 31 January 2024					
Cash and cash equivalents	229	214	210	–	653
Financial assets at FVPL	–	28,068	–	–	28,068
Amount owing to non-controlling shareholders of subsidiaries (non-trade)	–	(361)	–	–	(361)
	229	27,921	210	–	28,360
The Company					
At 31 January 2025					
Cash and cash equivalents	**243**	**735**	**46**	**–**	**1,024**
Amount owing by subsidiaries	**–**	**38,115**	**16,703**	**–**	**54,818**
	243	**38,850**	**16,749**	**–**	**55,842**
At 31 January 2024					
Cash and cash equivalents	229	214	50	–	493
Amount owing by subsidiaries	–	39,799	14,304	–	54,103
	229	40,013	14,354	–	54,596

Sensitivity analysis for foreign currency risk

The following table demonstrates the sensitivity to a reasonably possible change in foreign currencies against the functional currency of each group entity, with all other variables held constant, of the Group's profit or loss and equity.

40 Financial risk management objectives and policies (Cont'd)

40.1 Currency risk (Cont'd)

Sensitivity analysis for foreign currency risk (Cont'd)

	Increase/(Decrease)			
	2025		2024	
	Profit or loss $'000	**Equity $'000**	Profit or loss $'000	Equity $'000
The Group				
Australian Dollar				
- strengthened 5% (2024 - 5%)	**1,225**	**1,225**	1,396	1,396
- weakened 5% (2024 - 5%)	**(1,225)**	**(1,225)**	(1,396)	(1,396)
Malaysian Ringgit				
- strengthened 5% (2024 - 5%)	**3**	**3**	10	10
- weakened 5% (2024 - 5%)	**(3)**	**(3)**	(10)	(10)
United States Dollar				
- strengthened 5% (2024 - 5%)	**12**	**12**	11	11
- weakened 5% (2024 - 5%)	**(12)**	**(12)**	(11)	(11)
Chinese Renminbi				
- strengthened 5% (2024 - 5%)	**156**	**156**	–	–
- weakened 5% (2024 - 5%)	**(156)**	**(156)**	–	–
The Company				
Australian Dollar				
- strengthened 5% (2024 - 5%)	**1,943**	**1,943**	2,001	2,001
- weakened 5% (2024 - 5%)	**(1,943)**	**(1,943)**	(2,001)	(2,001)
Malaysian Ringgit				
- strengthened 5% (2024 - 5%)	**837**	**837**	718	718
- weakened 5% (2024 - 5%)	**(837)**	**(837)**	(718)	(718)
United States Dollar				
- strengthened 5% (2024 - 5%)	**12**	**12**	11	11
- weakened 5% (2024 - 5%)	**(12)**	**(12)**	(11)	(11)

40 Financial risk management objectives and policies (Cont'd)

40.2 Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in market interest rates.

The Group's and the Company's exposure to interest rate risk arises primarily from bank borrowings and fixed deposits placed with financial institutions.

The interest rates of fixed deposits placed with financial institutions and bank borrowings are disclosed in Notes 3, 4, and 21 to the financial statements.

The following table sets out the carrying amount, by maturity, of the Group's and the Company's financial instruments that are exposed to interest rate risk:

	Within 1 year $'000	1 - 2 years $'000	2 - 3 years $'000	3 - 4 years $'000	4 - 5 years $'000	Total $'000
The Group						
At 31 January 2025						
Floating rate						
Financial assets	**46,027**	**–**	**–**	**–**	**–**	**46,027**
Financial liabilities	**(119,775)**	**(150,138)**	**(98,300)**	**(78,000)**	**–**	**(446,213)**
	(73,748)	**(150,138)**	**(98,300)**	**(78,000)**	**–**	**(400,186)**
At 31 January 2024						
Floating rate						
Financial assets	48,714	–	–	–	–	48,714
Financial liabilities	(5,066)	(219,875)	(144,057)	(98,300)	(78,000)	(545,298)
	43,648	(219,875)	(144,057)	(98,300)	(78,000)	(496,584)
The Company						
At 31 January 2025						
Floating rate						
Financial assets	**921**	**–**	**–**	**–**	**–**	**921**
Financial liabilities	**(1,075)**	**–**	**–**	**–**	**–**	**(1,075)**
	(154)	**–**	**–**	**–**	**–**	**(154)**
At 31 January 2024						
Floating rate						
Financial assets	35,272	–	–	–	–	35,272
Financial liabilities	(1,266)	(1,075)	–	–	–	(2,341)
	34,006	(1,075)	–	–	–	32,931

40 Financial risk management objectives and policies (Cont'd)

40.2 Interest rate risk (Cont'd)

The Group's financial assets subject to floating rate above include unencumbered fixed deposits of $37,920,000 (2024 - $36,272,000) (Note 3) with maturity of less than three months and pledged fixed deposits aggregating $8,107,000 (2024 - $12,441,000) (Note 4). Pledged fixed deposits include $6,607,000 (2024 - $6,889,000) with maturity of less than three months from date of placement and $1,500,000 (2024 - $5,552,000) with maturity of more than three months from date of placement. Maturity periods stated are calculated based on date of placement to date of maturity.

The Group's financial liabilities subject to floating above comprises bank borrowings as disclosed in Note 21.

The other financial instruments of the Group and the Company that are not included in the above table are not subject to interest rate risks.

Sensitivity analysis for interest rate risk

The sensitivity analysis below has been determined based on the exposure to interest rates for non-derivative instruments at the end of reporting period and on the assumption that the change took place at the beginning of the financial year and is held constant throughout the reporting period. The magnitude represents management's assessment of the likely movement in interest rates under normal economic conditions.

	Increase/(Decrease)			
	2025		2024	
	Profit or loss	**Equity**	Profit or loss	Equity
	$'000	**$'000**	$'000	$'000
The Group				
Interest rate				
- decreased by 1% per annum	**4,002**	**4,002**	4,966	4,966
- increased by 1% per annum	**(4,002)**	**(4,002)**	(4,966)	(4,966)
The Company				
Interest rate				
- decreased by 1% per annum	**2**	**2**	(329)	(329)
- increased by 1% per annum	**(2)**	**(2)**	329	329

40 Financial risk management objectives and policies (Cont'd)

40.3 Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Group's and the Company's exposure to liquidity arises primarily from mismatches between 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.

The Group and the Company ensure that there are adequate funds to meet all its obligations in a timely and cost-effective manner. The Group and the Company aim at maintaining flexibility in funding by keeping credit facilities available as disclosed in Note 21 to the financial statements.

The table below summarises the Group's and the Company's financial liabilities into relevant maturity groupings based on the remaining period from the end of reporting period to the contractual maturity date. The amounts disclosed in the table are based on the contractual undiscounted cash flows.

The Group	Less than 1 year $'000	Between 1 and 5 years $'000	More than 5 years $'000	Total $'000
At 31 January 2025				
Trade and other payables*	**21,928**	**–**	**–**	**21,928**
Amounts owing to non-controlling shareholders of subsidiaries (non-trade)	**716**	**–**	**–**	**716**
Provision for directors' fee	**224**	**–**	**–**	**224**
Borrowings	**135,219**	**340,145**	**969**	**476,333**
	158,087	**340,145**	**969**	**499,201**
At 31 January 2024				
Trade and other payables*	35,809	–	–	35,809
Amounts owing to non-controlling shareholders of subsidiaries (non-trade)	361	–	–	361
Provision for directors' fee	215	–	–	215
Borrowings	30,636	580,841	787	612,264
	67,021	580,841	787	648,649

* Excludes GST payable and advanced payments received from customers.

40 Financial risk management objectives and policies (Cont'd)

40.3 Liquidity risk (Cont'd)

The Company	Less than 1 year $'000	Between 1 and 5 years $'000	More than 5 years $'000	Total $'000
At 31 January 2025				
Trade and other payables*	**7,500**	**–**	**–**	**7,500**
Amounts owing to subsidiaries (non-trade)	**5,660**	**–**	**–**	**5,660**
Amount owing to non-controlling shareholders of subsidiaries (non-trade)	**370**	**–**	**–**	**370**
Provision for directors' fee	**224**	**–**	**–**	**224**
Borrowings	**1,097**	**3**	**–**	**1,100**
	14,851	**3**	**–**	**14,854**
Financial guarantees for subsidiaries	**164,900**	**319,760**	**–**	**484,660**
At 31 January 2024				
Trade and other payables*	24,051	–	–	24,051
Amounts owing to subsidiaries (non-trade)	11,140	–	–	11,140
Provision for directors' fee	215	–	–	215
Borrowings	1,297	1,100	–	2,397
	36,703	1,100	–	37,803
Financial guarantees for subsidiaries	2,800	585,760	–	588,560

* Excludes GST payable and advance payments received from customers.

40.4 Market price risk

Market price risk arises mainly from uncertainty about future prices of instruments used in the Group's operations. It represents the potential loss the Group might suffer through holding investments in the face of price movements. It is the Group's policy to hold an appropriate spread of investments in the portfolio in order to reduce the risk arising from factors specific to a particular sector or industry.

The Group is exposed to marketable securities price risk arising from its investments in equity investments classified as financial assets held at fair value through other comprehensive income. These securities are listed on the Singapore Exchange.

The Group is also exposed to market price risk arising from its investment in the limited partnership classified as financial assets held at fair value through profit or loss. The partnership will invest in the Master Fund whose valuation is mainly based on the valuation of the underlying commercial real estate assets less borrowings. All investments present a risk of loss of capital. The General Partner moderates this risk via careful selection and recommendation by the Investment Manager to the Partnership and the Master Fund within the specified investment guidelines.

40 Financial risk management objectives and policies (Cont'd)

40.4 Market price risk (Cont'd)

The Group	**2025** **$'000**	2024 $'000
Financial assets at FVOCI		
- Listed in Singapore	**3,795**	4,676
Financial assets at FVPL		
- Investment in limited partnership	**24,103**	28,068
Total equity securities	**27,898**	32,744

Sensitivity analysis for market price risk

The sensitivity analysis below has been determined based on the portfolio of quoted equity securities held by the Group and the Company as at the end of reporting period, if prices for equity securities listed in Singapore and unquoted investment in limited partnership increase/decrease by 2% (2024 - 2%) with all other variables including tax rate being held constant throughout the reporting period. The magnitude represents management's assessment of the likely movement in the prices for equity securities under normal economic conditions.

Investments

	Increase/(Decrease)					
	2025			2024		
The Group	**Profit or loss $'000**	**OCI $'000**	**Equity $'000**	Profit or loss $'000	OCI $'000	Equity $'000
Prices for quoted equity investments						
- increased by 2% per annum	**–**	**76**	**76**	–	94	94
- decreased by 2% per annum	**–**	**(76)**	**(76)**	–	(94)	(94)
Prices for unquoted investment in limited partnership						
- increased by 2% per annum	**482**	**–**	**482**	561	–	561
- decreased by 2% per annum	**(482)**	**–**	**(482)**	(561)	–	(561)

40 Financial risk management objectives and policies (Cont'd)

40.5 Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group adopts the policy of dealing only with:

- Customers of appropriate credit standing and history, and/or obtaining sufficient collateral where appropriate to mitigate credit risk; and

- High credit quality counterparties rated by external credit rating agencies.

The Group's and the Company's exposure to credit risk arise primarily from trade and other receivables, contract assets, related parties' balances and cash placed with financial institutions. Cash is held with reputable financial institutions. For trade receivables, the Group and the Company adopt the policy of dealing only with customers of appropriate credit history or by obtaining sufficient collateral to mitigate risk. For other financial assets, the Group and the Company adopt the policy of dealing only with high credit quality counterparties.

The Group's objective is to seek continual growth while minimising losses incurred due to increased credit risk exposure. There are no significant concentrations of credit other than advances to joint ventures, associated companies, and inter-company balances which are eliminated upon consolidation.

As at 31 January 2025 and 2024, none of the counterparties, under trade receivables, individually exceeded 5% of the Group's total assets.

For trade receivables and unbilled revenue from sale of development properties, the Group has policies in place to ensure that sales are made to purchasers with appropriate financial strength and after obtaining sufficient security such as deposits. If a purchaser defaults on payments, the Group may enforce payments via legal proceedings or if the purchaser is assessed to be insolvent, the Group may resume possession of the units, retain a portion of the purchaser's deposits from payments made to date, and resell the property. Unless the selling price falls by more than the portion of purchaser's deposits retained, which is remote, the Group would not be in a loss position in selling those properties.

For trade receivables from property investments, the Group typically collects deposits amounting to two to three months of the monthly lease rental. All late payments are monitored closely and followed up with active chasing or legal action if necessary. The Group also regularly reviews the recoverable amount of each individual trade receivable to ensure that adequate credit losses are made for irrecoverable amounts.

The Group's revenue from serviced apartments, hotel and restaurant operations is subject to immaterial credit loss and transactions are mainly settled through cash or credit card, which have a short collection period.

The Company carries out construction work for entities within the Group and for an associated company. There is insignificant expected credit loss on construction contracts.

The Group and the Company's maximum exposure to credit risk to each class of financial instruments, without taking into account any collateral held or other enhancements, is the carrying amount of that class of financial instruments presented on the statements of financial position, except for corporate guarantee provided by the Company to banks on subsidiaries' loans as disclosed in Note 43.2.

40 Financial risk management objectives and policies (Cont'd)

40.5 Credit risk (Cont'd)

The Group monitors its potential losses on credit extended. The amounts presented in the statements of financial position are net of allowances for doubtful receivables.

The Group's credit risk framework comprises the following categories:

Category	Description	Basis for recognising ECL
Performing	The counterparty has a low risk of default and does not have any past-due amounts.	12-month ECL
Doubtful	Amount is >30 days past due or there has been a significant increase in credit risk since initial recognition.	Lifetime ECL - not credit-impaired
In default	Amount is >90 days past due or there is evidence indicating the asset is credit-impaired.	Lifetime ECL - credit-impaired
Write-off	There is evidence indicating that the debtor is in severe financial difficulty and the Group has no realistic prospect of recovery.	Amount is written off

The tables below detail the credit quality of the Group's and the Company's financial assets and other items, as well as maximum exposure to credit risk by credit risk rating grades:

The Group	Internal credit rating	12-month or lifetime ECL	Gross carrying amount $'000	Loss allowance $'000	Net carrying amount $'000
2025					
Trade receivables	(a)	Lifetime	**27,041**	**(70)**	**26,971**
Contract assets	(a)	Lifetime	**294,107**	**–**	**294,107**
Other receivables*	Performing	12-month	**6,690**	**–**	**6,690**
2024					
Trade receivables	(a)	Lifetime	20,878	(199)	20,679
Contract assets	(a)	Lifetime	112,958	–	112,958
Other receivables*	Performing	12-month	3,865	–	3,865

* Excludes prepayments and GST receivable.

40 Financial risk management objectives and policies (Cont'd)

40.5 Credit risk (Cont'd)

The Company	Internal credit rating	12-month or lifetime ECL	Gross carrying amount $'000	Loss allowance $'000	Net carrying amount $'000
2025					
Trade receivables	(a)	Lifetime	**6,303**	**–**	**6,303**
Contract assets	(a)	Lifetime	**2,458**	**–**	**2,458**
Other receivables*	Performing	12-month	**126**	**–**	**126**
Amount owing by subsidiaries (non-trade)	(b)	12-month	**16,136**	**(12,454)**	**3,682**
2024					
Trade receivables	(a)	Lifetime	7,119	–	7,119
Contract assets	(a)	Lifetime	5,586	–	5,586
Other receivables*	Performing	12-month	1,485	–	1,485
Amount owing by subsidiaries (non-trade)	(b)	12-month	15,026	(11,954)	3,072

* Excludes prepayment and GST receivable.

Cash and cash equivalents, fixed deposits, other receivables and contract assets are subject to immaterial credit loss.

(a) Trade receivables and contract assets

For trade receivables and contract assets, the Group and the Company have applied the simplified approach and used a provision matrix to measure the lifetime expected credit loss allowance. In measuring the expected credit losses, trade receivables and contract assets are grouped based on shared credit risk characteristics and days past due. The contract assets relate to unbilled work-in-progress, which have substantially the same risk characteristics as the trade receivables for the same type of contracts. The Group and the Company have therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets, except for credit-impaired receivables which has been impaired in full.

In calculating the expected credit loss rates, the Group considers historical loss rates for each category of customers and adjusts to reflect current and forward-looking macroeconomic factors affecting the ability of the customers to settle the receivables.

Trade receivables and contract assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Group. The Group considers a financial asset as in default if the counterparty fails to make contractual payments within 90 days when they fall due and writes off the financial asset when a debtor fails to make contractual payments greater than 120 days past due.

Where receivables are written off, the Group and the Company continue to engage in enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognised in profit or loss.

40 Financial risk management objectives and policies (Cont'd)

40.5 Credit risk (Cont'd)

(b) *Other receivables and amount owing by subsidiaries*

For other receivables and amount owing by subsidiaries, management has considered, among other factors (including forward-looking information), the Group's and Company's historical loss pattern over the last three financial years to assess the expected credit loss.

The Group considers both quantitative and qualitative information that is reasonable and supportable, including historical payment experience and the corresponding historical credit loss rates, and adjusted for forward-looking macroeconomic factors.

These financial assets are assessed as credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about events, including but not limited to significant financial difficulty of the borrower or a breach of contract, such as a default or past due event.

(c) *Financial guarantees*

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 Company has assessed that its subsidiaries have the financial capacity to meet the contractual cash flow obligations in the near future and hence, does not expect significant credit losses arising from these guarantees.

At the reporting date, the Company's intra-group financial guarantees (Note 43.2), assuming the banking facilities are fully drawn, amount to $585,000,000 (2024 - $771,700,000). Given the financial position of the Group, the Company considers it is probable that a claim will be made against it under these guarantees.

41 Fair value measurement

(i) Definition of fair value

SFRS(I)s define fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

41 Fair value measurement (Cont'd)

(ii) Non-financial assets and liabilities

(a) *Fair value hierarchy*

The Group categorises fair value measurements using a fair value hierarchy that is dependent on the valuation inputs used. The different levels have been defined as follows:

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

Other than as disclosed elsewhere in these financial statements, the carrying amounts and fair values of non-financial assets and liabilities, including their fair value hierarchy level, are set out below:

	2025			2024		
	Carrying amount	**Fair value**	**Fair value hierarchy**	Carrying amount	Fair value	Fair value hierarchy
	$'000	**$'000**		$'000	$'000	
The Group						
Investment properties:						
Retail units	**241,015**	**376,000**	**Level 3**	243,868	374,300	Level 3
Commercial units	**46,479**	**50,400**	**Level 3**	45,192	49,870	Level 3
Office units	**876**	**5,065**	**Level 3**	894	5,139	Level 3
Property, plant and equipment:						
Hotel	**33,955**	**77,694**	**Level 3**	29,586	81,080	Level 3
Serviced apartments	**251,460**	**416,600**	**Level 3**	256,307	414,530	Level 3
Office units	**4,957**	**20,342**	**Level 3**	5,131	20,423	Level 3
The Company						
Property, plant and equipment:						
Office units	**2,404**	**12,337**	**Level 3**	2,585	12,518	Level 3

The Group's policy is to recognise transfers into and out of fair value hierarchy levels as of the date of the event or change in circumstances that caused the transfer. There were no transfers into or out of fair value hierarchy levels for the financial years ended 31 January 2025 and 2024.

41 Fair value measurement (Cont'd)

(ii) <u>Non-financial assets and liabilities (Cont'd)</u>

(b) Valuation inputs and relationship to fair value

The following table summarises the quantitative information about the significant unobservable inputs used in the Level 3 fair value measurements.

Valuation method	Key unobservable inputs	Retail units	Commercial units	Hotel	Serviced apartments	Office units	Inter-relationship between key unobservable inputs and fair value measurement
Income Capitalisation Method	Capitalisation rate						
	2025	**4.5%**	**4.4%**	**5.5%**	**3.0% to 3.3%**	**–**	Higher the capitalisation rate, lower the fair value
	2024	4.5%	4.4%	5.5%	3.0% to 3.3%	–	
	Occupancy rate						
	2025	**98.0%**	**98.5%**	**68.0%**	**85.0% to 92.0%**	**–**	Higher the occupancy rate, higher the fair value
	2024	98.5%	98.5%	68.0%	87.0% to 91.0%	–	
Discounted Cash Flow Method	Discount rate						
	2025	**–**	**–**	**8.0%**	**–**	**–**	Higher the discount rate, lower the fair value
	2024	–	–	8.0%	–	–	
	Terminal yield rate						
	2025	**–**	**–**	**5.5%**	**–**	**–**	Higher the terminal yield rate, lower the fair value
	2024	–	–	5.5%	–	–	
	Occupancy rate						
	2025	**–**	**–**	**68.0%**	**–**	**–**	Higher the occupancy rate, higher the fair value
	2024	–	–	68.0%	–	–	
Direct Comparison Method	Transacted price of comparable properties (psm)						
	2025	**$16,927 to $36,127**	**$25,714 to $36,127**	**–**	**–**	**$13,522 to $25,889**	Higher the transacted price of comparable properties, higher the fair value
	2024	$29,352 to $30,682	$17,742 to $53,824	–	–	$18,837 to $37,500	

41 Fair value measurement (Cont'd)

(ii) Non-financial assets and liabilities (Cont'd)

(c) *Valuation techniques used to determine Level 3 fair values for properties*

The fair value measurement was categorised as a Level 3 fair value based on the inputs in the valuation technique used. Level 3 fair value of the Group's certain properties were derived using Income Capitalisation Method, Discounted Cash Flow ("DCF") Method and/or Direct Comparison Method.

The Income Capitalisation Method capitalises an income stream into a present value using single-year capitalisation rates. The DCF Method involves the estimation and projection of an income stream over a period and discounting the income stream with an internal rate of return to arrive at the market value. In Direct Comparison Method, properties are valued using transacted prices for comparable properties in the vicinity and elsewhere with necessary adjustments made for differences in location, tenure, size, design, layout, age and condition of the buildings, availability of car parking facilities, dates of transactions and the prevailing market conditions. The most significant input to the valuation approach would be the adopted value per square metre.

(d) *Valuation processes*

The Group engages external, independent and qualified valuers to determine the fair value of certain properties at the end of every financial year based on the properties' highest-and-best use. The fair values of certain properties have been determined by Knight Frank Pte. Ltd. as at 31 January 2025.

For other properties, the finance department of the Group reviews the valuations of assets required for financial reporting purposes, including Level 3 fair values. This team reports directly to the Chief Financial Officer ("CFO"). Discussions of valuation processes and results are held between the CFO, the finance team and management's experts at least annually.

At each financial year end, the finance department:

- verifies all major inputs to the independent valuation reports and internal assessments;
- assesses valuation movements compared to the prior year valuations; and
- holds discussions with the independent valuer.

Changes in 3 fair values are analysed at each reporting date during the annual valuation discussions between the CFO and the finance team.

41 Fair value measurement (Cont'd)

(iii) Financial assets and liabilities

(a) Fair value hierarchy

The following table shows the Levels within the hierarchy of financial assets and liabilities measured at fair value on a recurring basis at 31 January 2025 and 2024:

The Group	Level 1 $'000	Level 2 $'000	Level 3 $'000
2025			
Assets			
Financial assets at FVPL - Unquoted equity investments	**–**	**–**	**24,103**
Financial assets at FVOCI - Quoted equity investments	**3,795**	**–**	**–**
2024			
Assets			
Financial assets at FVPL - Unquoted equity investments	–	–	28,068
Financial assets at FVOCI - Quoted equity investments	4,676	–	–

(b) Valuation techniques used to determine Level 1 fair values for financial assets at FVOCI

The fair value of financial instruments traded in active markets is based on quoted market prices at the end of reporting period. The quoted market price used for financial assets at FVOCI held by the Group is the current bid price. These instruments are included in Level 1.

(c) Valuation techniques used to determine Level 3 fair values for financial assets at FVPL

As at 31 January 2025 and 2024, the whole of the Group's financial assets at FVPL comprises investment in a limited partnership that has been fair valued in accordance with the estimates disclosed in Note 2(d)(ii). The fair value of the partnership is determined based on its latest audited financial statements as of 31 December 2024 and 2023.

The partnership will invest in the Master Fund whose valuation is mainly based on the net assets of the Fund. The Master Fund's investments in commercial real estate assets are measured at fair value. The Master Fund is not publicly traded.

41 Fair value measurement (Cont'd)

(iii) Financial assets and liabilities (Cont'd)

(c) *Valuation techniques used to determine Level 3 fair values for financial assets at FVPL (Cont'd)*

The following table shows the valuation techniques used in measuring Level 3 fair values of equity investment at fair value through profit or loss, as well as the significant unobservable inputs used.

Valuation technique	Significant unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement
The fair value is calculated using the net asset value of the partnership, adjusted for the fair values of assets and liabilities, where applicable.	Fair value of commercial real estate assets	The estimated fair value would increase/decrease if the fair values of commercial real estate assets increase/decrease.

There were no transfers into or out of fair value hierarchy levels for financial years ended 31 January 2025 and 2024.

(iv) Financial instruments that are not carried at fair value and whose carrying amount are reasonable approximation of fair value

The carrying amounts of cash and short-term deposits, current trade and other receivables, non-trade amount owing to joint ventures, provision for directors' fee, current trade and other payables and current bank loans based on their notional amounts, reasonably approximate their fair values due to their short-term nature.

The carrying amounts of non-current bank loans approximate fair values as their interest rates approximate the market lending rate and they are repriced frequently. For non-current payables and receivables, their fair values are not significantly different from their carrying amount.

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42 Financial instruments

Accounting classifications of financial assets and financial liabilities

The carrying amount of the different categories of financial instruments are as follows:

The Group	**2025** **$'000**	2024 $'000
Financial assets at FVOCI	**3,795**	4,676
Financial assets at FVPL	**24,103**	28,068
Cash and cash equivalents	**66,585**	71,212
Fixed deposits	**8,107**	12,441
Trade and other receivables[i]	**33,661**	24,544
Financial assets at amortised cost	**108,353**	108,197
Amount owing to non-controlling shareholders of subsidiaries (non-trade)	**716**	361
Provision for directors' fee	**224**	215
Borrowings	**448,124**	547,446
Trade and other payables[ii]	**21,928**	35,809
Financial liabilities at amortised cost	**470,992**	583,831

The Company	**2025** **$'000**	2024 $'000
Cash and cash equivalents	**3,657**	39,289
Amount owing by subsidiaries (non-trade)	**3,682**	3,072
Trade and other receivables[i]	**6,429**	8,604
Financial assets at amortised cost	**13,768**	50,965
Amount owing to subsidiaries (non-trade)	**5,660**	11,140
Amount owing to non-controlling shareholders of subsidiaries (non-trade)	**370**	–
Provision for directors' fee	**224**	215
Borrowings	**1,083**	2,354
Trade and other payables[ii]	**7,500**	24,051
Financial liabilities at amortised cost	**14,837**	37,760

(i) This excludes GST receivable and prepayment.

(ii) This excludes GST payable and advance payments received from customers.

43 Commitments

43.1 Capital commitments

Capital commitments contracted for at the reporting date but not recognised in the financial statements, excluding those relating to investments in joint ventures (Note 12) and investments in associated companies (Note 13) are as follows:

The Group	**2025** **$'000**	2024 $'000
Capital commitments contracted but not provided for in the financial statements	**7,424**	60,051

The capital commitments principally relate to:

- Consultancy, architectural services and construction cost for the proposed development of 71 Cairnhill Road by Glopeak Development Pte. Ltd. of $2,695,000 (2024 - $55,717,000);
- Fund Partnership commitment by Glocity Capital Pte. Ltd. as limited partner totalling $4,153,000 (2024 - $4,334,000) (Note 5);
- Replacement of air-conditioning units in retail spaces by Paya Lebar Square Pte. Ltd. for $82,000 (2024 - $Nil); and
- Refurbishment works at Duxton Hotel Perth for $494,000 (2024 - $Nil).

43.2 Other commitments

Financial guarantees

The Company has provided financial guarantees to banks for credit facilities totalling $585,000,000 (2024 - $771,700,000) granted to certain subsidiaries. As at the reporting date, the banking facilities utilised stood at $484,660,000 (2024 - $588,560,000), as disclosed in Note 40.3.

At the reporting date, the Company does not consider its probable that a claim will be made against it under the financial guarantees. Accordingly, the Company does not expect any net cash outflows resulting from the financial guarantees.

44 Capital management

The Group's objectives when managing capital are:

(a) to safeguard the Group's ability to continue as going concern;

(b) to support the Group's stability and growth;

(c) to provide capital for the purpose of strengthening the Group's risk management capability; and

(d) to provide adequate returns to shareholders.

44 Capital management (Cont'd)

The Group actively and regularly reviews and manages its capital structure to ensure adequate liquidity. This takes into considerations of the capital requirements of the Group, expected profitability, projected cash flows, capital expenditures and future investment opportunities. The Group does not adopt any formal dividend policy.

The Group monitors capital risk through measuring its net gearing position, calculated as net borrowings divided by equity. Net borrowings are calculated as total borrowings, less cash and cash equivalents and fixed deposits. Equity includes all capital and reserves of the Group that are managed as capital.

The Group	Note	**2025** **$'000**	2024 $'000
Borrowings	21	**448,124**	547,446
Less:			
Cash and cash equivalents	3	**(66,585)**	(71,212)
Fixed deposits	4	**(8,107)**	(12,441)
Net borrowings	(i)	**373,432**	463,793
Equity	(ii)	**601,263**	609,721
Gearing ratio	(i)/(ii)	**0.62**	0.76

The Group has observed its financial covenant obligations under its banking facilities, which includes maintaining gearing ratios within a set range. At the end of the reporting period, there is no breach of loan covenants at the Group and its subsidiaries.

There were no changes in the Group's and Company's approach to capital management during the financial year ended 31 January 2025.

The Group and the Company are not subject to externally imposed capital requirements, other than as disclosed in Note 21.

STATISTICS OF SHAREHOLDINGS

As at 21 April 2025

SHARE CAPITAL INFORMATION

Issued and Fully Paid-Up Capital	:	S$162,151,305
Number of Issued Shares	:	738,816,000
Number of Treasury Shares	:	Nil
Class of shares	:	Ordinary share
Voting rights	:	One vote per share

Size of Holdings	No. of shareholders	% of shareholders	No. of shares	% of shares
1 - 99	12	0.51	375	0.00
100 - 1,000	75	3.17	41,221	0.01
1,001 - 10,000	939	39.74	5,781,589	0.78
10,001 - 1,000,000	1,300	55.01	86,228,360	11.67
1,000,001 and above	37	1.57	646,764,455	87.54
GRAND TOTAL	**2,363**	**100.00**	**738,816,000**	**100.00**

TOP 20 LARGEST SHAREHOLDERS AS AT 21 APRIL 2025

No	Name	No. of shares	%
1	UNITED OVERSEAS BANK NOMINEES P L	396,670,245	53.69
2	EST OF LOW KENG HOO @ LAU KEENG FOO, DEC'D	52,889,946	7.16
3	LOW KENG BOON @ LAU BOON SEN	52,773,806	7.14
4	LAU CHOY LAY	23,000,000	3.11
5	DBS NOMINEES PTE LTD	13,744,100	1.86
6	CITIBANK NOMS SPORE PTE LTD	13,151,400	1.78
7	LOW CHIN HAN	10,000,000	1.35
8	ANGELA LOW SEOK FUN	7,000,000	0.95
9	LOW SEOK LING MONICA	7,000,000	0.95
10	CGS INTL SECURITIES SINGAPORE PL	6,207,200	0.84
11	PHILLIP SECURITIES PTE LTD	5,979,058	0.81
12	LIM AND TAN SECURITIES PTE LTD	4,447,100	0.60
13	LEE CHO SENG @ LEE CHOO SEONG	4,258,500	0.58
14	TAN HUA TOCK	4,228,500	0.57
15	DBS VICKERS SECURITIES (S) PTE LTD	4,208,200	0.57
16	MAYBANK SECURITIES PTE. LTD.	3,605,000	0.49
17	OCBC SECURITIES PRIVATE LTD	3,430,900	0.46
18	LIM BOK HOO	3,374,600	0.46
19	CHIAM HOCK POH	2,970,300	0.40
20	ANG JUI KHOON	2,544,800	0.34
	TOTAL	**621,483,655**	**84.11**

STATISTICS OF SHAREHOLDINGS

As at 21 April 2025

SUBSTANTIAL SHAREHOLDERS AS AT 21 APRIL 2025

	No. of shares fully paid		
Name of Substantial Shareholder	**Direct Interest**	**Deemed Interest**	**Total**
Consistent Record Sdn Bhd	–	395,194,345	395,194,345
Seah Soh Seng	–	395,194,345	395,194,345
Dato' Marco Low Peng Kiat	300,000	399,945,345	400,245,345
Low Keng Boon @ Lau Boon Sen	52,773,806	23,000,000	75,773,806
Est of Low Keng Hoo @ Low Keeng Foo, Dec'd	52,889,946	–	52,889,946

Seah Soh Seng is deemed to be interested in the 395,194,345 shares held by United Overseas Bank Nominees (Private) Limited ("UOBNPL") for current Consistent Record Sdn Bhd ("CRSB") as trustee for her grandsons.

Dato' Marco Low Peng Kiat and a trust for his sons jointly hold all the shares in CRSB. He is deemed to be interested in the 395,194,345 shares held by UOBNPL for account of CRSB. He is deemed to be interested in 2,751,000 shares held by Maybank Securities Pte. Ltd. and 2,000,000 shares held by Raffles Nominees (Pte) Limited for his own account.

Low Keng Boon @ Lau Boon Sen is deemed to be interested in the 23,000,000 shares held by his spouse.

PERCENTAGE OF SHAREHOLDINGS IN PUBLIC HANDS

Based on information available to the Company as at 21 April 2025, approximately 23.46% of the issued ordinary shares of the Company are held in the hands of the public. This in in compliance with Rule 723 of the Listing Manual issued by the Singapore Exchange Securities Trading Limited.

NOTICE OF FIFTY-SIXTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Fifty-Sixth (**56th**) Annual General Meeting ("**AGM**") of Low Keng Huat (Singapore) Limited (the "**Company**") will be convened and held at the Grand Mercure Singapore Roxy, Brooke, Meyer & Frankel Room, Level 3, 50 East Coast Road, Roxy Square, Singapore 428769, on **Friday, 30 May 2025 at 11.00 a.m.** for the purpose of considering and, if thought fit, passing the following resolutions:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement, Auditor's Report and Audited Financial Statements, for the financial year ended 31 January 2025. **Resolution 1**

2. To declare a first and final one-tier tax-exempt dividend of 1.5 cents per ordinary share for the financial year ended 31 January 2025. **Resolution 2**

3. To re-elect Mr. Low Keng Boon, a Director retiring under regulation 88 of the Constitution of the Company. *(Refer to explanatory note (i) provided)* **Resolution 3**

4. To re-elect Mr. Low Poh Kuan, a Director retiring under regulation 88 of the Constitution of the Company. *(Refer to explanatory note (ii) provided)* **Resolution 4**

5. To re-elect Mr. Chris Chia Woon Liat, a Director retiring under regulation 88 of the Constitution of the Company. *(Refer to explanatory note (iii) provided)* **Resolution 5**

6. To approve the payment of Directors' fees of S$224,016 for the financial year ended 31 January 2025 (2024: S$215,000). **Resolution 6**

7. To re-appoint Foo Kon Tan LLP as Independent Auditor of the Company and to authorise the Directors to fix their remuneration. **Resolution 7**

AS SPECIAL BUSINESS

8. To consider and, if thought fit, to pass the following as an ordinary resolution, with or without any modifications: *(Refer to explanatory note (iv) provided)* **Resolution 8**

   <u>Authority to issue shares and/or convertible securities</u>

   That pursuant to Section 161 of the Companies Act 1967 (the "**Companies Act**") and Rule 806(2) of the Listing Manual of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") (the "**Listing Manual**"), authority be and is hereby given to the Directors of the Company to:

   (a) (i) issue shares of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or

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

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

(b) (notwithstanding that the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors while this Resolution was in force,

provided that: -

(1) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed fifty per cent (50%) of the total number of issued Shares, excluding treasury shares and subsidiary holdings (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares to be issued other than on a *pro rata* basis to shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed twenty per cent (20%) of the total number of issued Shares, excluding treasury shares and subsidiary holdings (as calculated in accordance with sub-paragraph (2) below;

(2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the percentage of issued Shares shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, after adjusting for:

   (i) new Shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which were issued and are outstanding or subsisting at the time this Resolution is passed; and

   (ii) any subsequent bonus issue, consolidation or subdivision of Shares;

(3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and

(4) (unless revoked or varied by the Company in general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier.

ANY OTHER BUSINESS

9. To transact any other business that may be transacted at an AGM.

By Order of the Board

Alvin Tan Teck Loon
Company Secretary

Singapore, 9 May 2025

Explanatory Notes of the Resolutions to be proposed at the AGM:-

(i) Ordinary Resolution 3

Mr. Low Keng Boon will, upon being re-elected as a Director of the Company, continue in office as a Executive Chairman and remain as a member of the Nominating Committee. Detailed information on Mr. Low Keng Boon can be found under "Additional Information on Directors Seeking Re-election" section in the Company's Annual Report 2024/2025.

(ii) Ordinary Resolution 4

Mr. Low Poh Kuan will, upon being re-elected as a Director of the Company, continue in office as Executive Director. Detailed information on Mr. Low Poh Kuan can be found under "Additional Information on Directors Seeking Re-election" section in the Company's Annual Report 2024/2025.

(iii) Ordinary Resolution 5

Mr. Chris Chia Woon Liat will, upon being re-elected as a Director of the Company, continue in office as Independent Director and remain as Chairman of the Nominating Committee, and a member of the Audit Committee and Remuneration Committee. He will be considered independent for the purposes of Rule 704(8) of the Listing Manual. Detailed information on Mr. Chris Chia Woon Liat can be found under "Additional Information on Directors Seeking Re-election" section in the Company's Annual Report 2024/2025.

(iv) Ordinary Resolution 8

The ordinary resolution is to authorise the Directors to issue shares and convertible securities in the Company. This issuance is limited to an aggregate amount not exceeding **50%** of the total number of issued shares, excluding treasury shares and subsidiary holdings of the Company. Of this total, shares and convertible securities issued, other than on a pro-rata basis to existing shareholders, shall not exceed **20%** of the total number of issued shares, excluding treasury shares and subsidiary holdings, at the time the resolution is passed. The purpose of this authorisation is to serve the best interests of the Company.

The total number of issued shares for this purpose is calculated by considering the number of issued shares, excluding treasury shares and subsidiary holdings, at the time this resolution is passed. It is adjusted for new shares resulting from the conversion of convertible securities or employee share options in effect at the time this resolution and any subsequent bonus issues, consolidations, or subdivisions of shares.

This authority will remain in effect until the next AGM of the Company unless it is revoked or amended at a general meeting.

NOTES:

General

1. The **56th** AGM of the Company will be held in a wholly physical format, at the Grand Mercure Singapore Roxy, Brooke, Meyer & Frankel Room, Level 3, 50 East Coast Road, Roxy Square, Singapore 428769, on Friday, 30 May 2025 at 11.00 a.m. **There will be no option to participate virtually.**

2. Printed copies of this Notice of AGM, accompanying Proxy Form and the Request Form for a printed copy of the Annual Report will be dispatched by post to members of the Company. These documents will also be published on the Company's website at https://www.lkhs.com.sg and the SGX website at https://www.sgx.com/securities/company-announcements.

Register in person to attend the AGM

3. Members and (where applicable) duly appointed proxies attending the AGM will need to register in person at the registration counter(s) outside the AGM venue on the day of the event. Every attendee is required to bring his or her NRIC or passport to enable the Company to verify his or her identity. The Company reserves the right to refuse admittance to the AGM if the attendee's identity cannot be verified accurately.

Submission of proxies

4. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the AGM. Where such member's Proxy Form appoints two proxies, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.

   (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. The number and class of shares in relation to each proxy shall be specified in the Proxy Form.

   "Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act.

5. A proxy need not be a member of the Company. A member may choose to appoint the Chairman of the AGM as his/her/its proxy.

6. The Proxy Form must be submitted to the Company in the following manner:

   (a) depositing it at or sending by post to the registered office of the Company at 80 Marine Parade Road, #18-05/09 Parkway Parade, Singapore 449269, or

   (b) via email to proxyform@lkhs.com.sg,

   in each case, must be lodged or received (as the case may be) by 11.00 a.m. on 27 May 2025, being at least seventy-two (72) hours before the time appointed for holding the AGM. Any incomplete and incorrect Proxy Form will be rejected by the Company.

7. The Proxy Form must be signed by the appointor or his/her attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised.

8. In the case of members whose shares are entered against their names in the Depository Register (as defined in Part 3AA of the Securities and Futures Act 2001 of Singapore), the Company may reject the Proxy Form submitted if such members' names do not appear on the Depository Register maintained by The Central Depository (Pte) Limited ("CDP") as at 72 hours before the time fixed for holding the AGM.

9. An investor who buys shares using CPF monies ("CPF Investor") and/or SRS monies ("SRS Investor") (as may be applicable) may attend and cast his/her votes at the AGM in person if appointed as proxy of his/her CPF Agent Banks and/or SRS Operators. If the CPF and SRS Investors who are unable to attend the AGM but would like to vote, may inform their respective CPF Agent Banks and SRS Operators to appoint the Chairman of the Meeting to act as their proxy.

Submission of questions

10. Members, CPF Investors and SRS Investors may submit substantial and relevant questions related to the Resolutions to be tabled for approval at the AGM in advance of the AGM via email to agm2025@lkhs.com.sg.

    When submitting questions, members must provide the following details for verification purposes:

    (i) full name as it appears on your CDP/CPF/SRS/Scrip share records;
    (ii) address;
    (iii) number of shares held; and
    (iv) the manner in which the shares are held (e.g., via CDP, CPF/SRS and/or scrip).

    All questions submitted in advance must reach the Company by 11:00 a.m. on 16 May 2025 (the "**prescribed deadline**").

11. The Company will address all substantial and relevant questions received by the prescribed deadline by publishing its responses to such questions on the Company's website and SGX website at least 48 hours prior to the closing of receipt of Proxy Forms.

    The Company will respond to questions or follow-up questions submitted after the prescribed deadline either within a reasonable timeframe before the AGM, or at the AGM itself. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.

    Members, CPF/SRS investors, and (where applicable) duly appointed proxies and representatives can also ask substantial and relevant questions related to the Resolutions at the AGM itself.

Minutes of Annual General Meeting

12. The minutes of the AGM, together with the responses to the substantial and relevant questions raised by the shareholders that are not already answered and announced, will be posted on the SGX website and the Company's website within one month after the AGM.

Personal Data Privacy:

By submitting the Proxy Form, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) for the Purposes, and (iii) agrees to provide the Company with written evidence of such prior consent upon reasonable request.

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	**Mr Low Keng Boon @ Lau Boon Sen**	**Mr Low Poh Kuan**	**Mr Chris Chia Woon Liat**
Date of appointment	14 April 1969	5 April 2004	12 September 2018
Date of last re-appointment	31 May 2023	31 May 2022	31 May 2022
Age	83	55	53
Country of principal residence	Singapore	Singapore	Singapore
The Board's comments on this appointment (including rationale, selection criteria and the search and nomination process)	The re-election of Mr Low Keng Boon as a Director of the Company at the 2025 AGM was recommended by the Nominating Committee and approved by the Board after taking into consideration Mr Low Keng Boon's overall contributions, expertise, and past experiences.	The re-election of Mr Low Poh Kuan as a Director of the Company at the 2025 AGM was recommended by the Nominating Committee and approved by the Board after taking into consideration Mr Low Poh Kuan's contributions, qualifications, and past experiences.	The re-election of Mr Chris Chia Woon Liat as a Director of the Company at the 2025 AGM was recommended by the Nominating Committee and approved by the Board after taking into consideration Mr Chris Chia's background, qualifications, expertise, and past experiences.
Whether the appointment is executive and if so, please state the area of responsibility	The appointment is executive. Mr Low Keng Boon ensures that the Board is effective in its task of setting and implementing the Company's directors and strategy. He will also provide mentorship and guidance to the Board and Management and ensures effective communication with shareholders.	The appointment is executive. Mr Low Poh Kuan's main duties include the management of the overall operations of the Company's property development projects.	Appointment is non-executive.
Job title (e.g. Lead ID, AC Chairman, AC member, etc.)	• Executive Chairman • Member of Nominating Committee	• Executive Director	• Non-Executive Independent Director • Chairman of Nominating Committee • Member of Audit Committee • Member of Remuneration Committee

Name of Director	Mr Low Keng Boon @ Lau Boon Sen	Mr Low Poh Kuan	Mr Chris Chia Woon Liat
Professional memberships / qualifications	Chung Ling High School	Bachelor of Science in Marketing and Economics from the University of Indiana, Bloomington, USA	● Bachelor of Commerce from University of Western Australia (Major in Accounting and Finance) ● Bachelor of Commerce (Honours) from University of Western Australia (Major in Accounting) ● Master of Accounting from University of Western Australia ● Master of Business Administration from MIT Sloan School of Management ● Master of Liberal Arts from Harvard University
Working experience and occupation(s) during the past 10 years	Mr Low Keng Boon is a co-founder of the Company and has over 50 years of experience in building and construction.	Prior to joining the Company, Mr Low Poh Kuan has extensive experience in sales and marketing in the contract furnishing industry.	Mr Chris Chia is the Managing Partner of Kendall Court, an investment partnership focused on alternative financing primarily in the Southeast Asian region and across Asia Pacific. He is also currently a member of the Board of Directors of Bangkok Bank Berhad and serving as SEEDS Investment Panel Member of SG Growth Capital Pte. Ltd. ("**SGCC**").
Shareholding interest in the Company and its subsidiaries	Direct interest of 52,773,806 shares, 7.14% Deemed interest of 23,000,000 shares, 3.11%	Direct interest of 1,998,000 shares, 0.27%	None

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	**Mr Low Keng Boon @ Lau Boon Sen**	**Mr Low Poh Kuan**	**Mr Chris Chia Woon Liat**
Any relationship (including immediate family member relationships) with any existing executive officer, the Company and/or substantial shareholder of the Company or any of its principal subsidiaries	He is the uncle of Dato' Marco, Managing Director.	He is the nephew of Mr Low Keng Boon, Executive Chairman and cousin of Dato' Marco, Managing Director.	None
Conflict of interest (including competing business)	None	None	None
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) submitted to the Company?	Yes	Yes	Yes
Other principal commitments including Directorships - Present	Various subsidiaries of the Company.	Various subsidiaries of the Company.	• Druk Holding & Investments Limited • Malaysia Venture Capital Management Berhad • Jelawang Capital Sdn Bhd (f.k.a. Penjana Kapital Sdn Bhd)
- Past (for the last 5 years)	Nil	Nil	Malaysia Airports Holdings Berhad
Responses to questions (a) to (k) under Appendix 7.4.1 of the Listing Manual of SGX-ST	Negative Confirmation	Negative Confirmation	Negative Confirmation

LOW KENG HUAT (SINGAPORE) LIMITED

Company Registration No. 196900209G
(Incorporated in the Republic of Singapore)

PROXY FORM

Annual General Meeting (AGM)

IMPORTANT

1. The Proxy Form is not valid for use by investors who hold shares in the Company through relevant intermediaries (as defined in Section 181 of the Companies Act 1967), including CPF/SRS investors, and shall be ineffective for all intents and purposes if used or purported to be used by them. CPF/SRS investors who wish to appoint the Chairman as proxy to attend, speak and vote on their behalf should approach their respective CPF Agent Banks and SRS Operators. Other investors holding shares in the Company through relevant intermediaries who wish to vote should approach their relevant intermediaries as soon as possible to specify voting instructions.
2. Personal Data Privacy: By submitting the Proxy Form, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 9 May 2025.

*I/We ________________________ (Name) ________________ (NRIC / Passport / Co. Reg. No.)

of ____ (Address)

being a *member/members of Low Keng Huat (Singapore) Limited (the "**Company**") hereby appoint:

Name	**Address**	**NRIC / Passport Number**	**Proportion of Shareholdings**	
			No. of Shares	**%**
* and / or *(delete as appropriate)*				

as *my/our *proxy/proxies to attend, speak and vote for *my/our behalf at the AGM of the Company to be held at **Grand Mercure Singapore Roxy, Brooke, Meyer & Frankel Room, Level 3, 50 East Coast Road, Roxy Square, Singapore 428769** on **Friday, 30 May 2025** at **11.00 a.m.** or any adjournment thereof in the manner hereinafter.

** Delete where applicable*

Resolutions relating to:		**For****	**Against****	**Abstain****
No.	**(A) Ordinary Business**			
1.	To receive and adopt the Directors' Statement, Auditor's Report and Audited Financial Statements for the financial year ended 31 January 2025.			
2.	To declare a first and final one-tier tax-exempt dividend of 1.5 cents per ordinary share for the financial year ended 31 January 2025.			
3.	To re-elect Mr. Low Keng Boon, a Director retiring under regulation 88 of the Constitution of the Company.			
4.	To re-elect Mr. Low Poh Kuan, a Director retiring under regulation 88 of the Constitution of the Company.			
5.	To re-elect Mr. Chris Chia Woon Liat, a Director retiring under regulation 88 of the Constitution of the Company.			
6.	To approve the payment of Directors' fees of S$224,016 for the financial year ended 31 January 2025.			
7.	To re-appoint Foo Kon Tan LLP as Auditor and to authorise the Directors to fix their remuneration.			
	(B) Special Business			
8.	To authorise the Directors to issue shares pursuant to Section 161 of the Companies Act 1967 and Rule 806(2) of the SGX-ST's Listing Manual.			

** *Voting will be conducted by poll. If you wish your proxy/proxies to cast all your votes "**For**" or "**Against**" a resolution, or to "**Abstain**" from voting on a resolution, please indicate with a tick (✓) in the appropriate box provided in respect of that resolution. Alternatively, please insert the relevant number of shares in the appropriate box provided in respect of that resolution.*

If no specified directions as to voting are given, the proxy/proxies will vote or abstain from voting at his/her/their discretion.

Dated this __________ day of ________________ 2025

Total number of shares held in:	**Number of shares**
(a) CDP Depository Register	
(b) Register of Members	

Signature / Common Seal of Member(s)

IMPORTANT: PLEASE READ NOTES OVERLEAF

IMPORTANT: PLEASE READ NOTES BEFORE COMPLETING THE PROXY FORM

Notes:

1. A member should insert the total number of shares held. If the member has shares entered against his/her name in the Depository Register maintained by The Central Depository (Pte) Limited ("**CDP**"), he/she should insert that number of shares.

   If the member has shares registered in his/her name in the Register of Members of the Company, he/she should insert that number of shares.

   If the member has shares entered against his/her name in the Depository Register and shares registered in his/her name in the Register of Members of the Company, he/she should insert the aggregate number of shares.

   If no number of shares is inserted, this Proxy Form will be deemed to relate to all the shares held by the member of the Company.

2. The AGM of the Company will be held, in a wholly physical format, at the Grand Mercure Singapore Roxy, Brooke, Meyer & Frankel Room, Level 3, 50 East Coast Road, Roxy Square, Singapore 428769, on Friday, 30 May 2025 at 11.00 a.m. Members who wish to vote on the resolutions may vote in person at the AGM or by appointing proxy(ies) to attend, speak and vote at the AGM on their behalf. A member who wishes to appoint a proxy(ies) must complete the instrument appointing a proxy(ies), before submitting it in the manner set out below.

3. A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the AGM. Where such member's instrument appointing a proxy(ies) appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.

4. A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's instrument appointing a proxy(ies) appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument.

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

5. A proxy need not be a member of the Company. A member may choose to appoint the Chairman of the AGM as his/her/its proxy.

6. The Proxy Form must be submitted to the Company in the following manner:

   (a) depositing it at or sending by post to the Registered Office of the Company at 80 Marine Parade Road, #18-05/09 Parkway Parade, Singapore 449269; or

   (b) via email to proxyform@lkhs.com.sg

   in each case, must be lodged or received (as the case may be) by **11.00 a.m. on Tuesday, 27 May 2025**, being at least seventy-two (72) hours before the time appointed for holding the AGM.

7. The Proxy Form must be under the hand of the appointor or his/her attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where a Proxy Form is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the Proxy Form, or if the Proxy Form is submitted electronically via email, be emailed together with the Proxy Form, failing which, the Proxy Form may be treated as invalid.

8. The Company shall be entitled to reject the Proxy Form if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the Proxy Form. In addition, in the case of members of the Company whose shares are entered against their names in the Depository Register, the Company shall be entitled to reject any Proxy Form lodged if such members are not shown to have shares entered against their names in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by CDP to the Company.

LOW KENG HUAT (SINGAPORE) LIMITED

(Registration No.: 196900209G)

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