



Shanghai Turbo

SHANGHAI TURBO ENTERPRISES LTD.

No.9 Yinghua Road, Zhonglou Economic Development Zone
Changzhou, Jiangsu Province, 213016, the PRC

**SHANGHAI TURBO ENTERPRISES LTD.
Registration No. CT-151624
(Incorporated in the Cayman Islands)
AND SUBSIDIARIES**

**CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED
30 September 2024**



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A. Condensed consolidated statement of profit or loss and other comprehensive income

	Note	The Group		
		9 months ended 30 Sep 2024	9 months ended 30 Sep 2023	Change + / (-)
		RMB'000	RMB'000	%
Revenue	4	60,509	58,533	3%
Cost of sales		(49,169)	(44,547)	10%
Gross profit / (loss)		11,340	13,986	-19%
Other income / (expenses)		2,594	2,069	25%
Distribution and marketing expenses		(4,232)	(6,000)	-29%
General and administrative expenses		(12,967)	(13,672)	-5%
Finance expenses		(1,571)	(1,797)	-13%
Impairment loss on financial assets		-	-	
Loss before income tax	6	(4,836)	(5,414)	11%
Tax expenses	7	-	-	NM
Loss for the financial period, net of tax		(4,836)	(5,414)	11%
Other comprehensive (expenses) /				
Items that may be reclassified to profit or loss in subsequent period (net of tax)				
Currency translation differences on		-	-	NM
Total other comprehensive loss for the		-	-	NM
Total comprehensive loss for the period		(4,836)	(5,414)	11%
Profit / (Loss) attributable to				
- Owners of the Company		(3,859)	(4,320)	11%
- Non-controlling interest		(977)	(1,094)	11%
Total comprehensive loss attributable				
- Owners of the Company		(3,859)	(4,320)	11%
- Non-controlling interest		(977)	(1,094)	11%
Earnings per share for profit / (loss) for the period attributable to the owners of the Company during the year :				
Basic (RMB in cent)		(15.845)	(14.156)	-12%
Diluted (RMB in cent)		(15.845)	(14.156)	-12%
Basic (SGD in cent)		(2.893)	(2.738)	-6%
Diluted (SGD in cent)		(2.893)	(2.738)	-6%

NM - Not meaningful



B. Condensed statements of financial position

	Note	The Group		The Company	
		30 Sep 2024	31 December 2023	30 Sep 2024	31 December 2023
		RMB'000	RMB'000	RMB'000	RMB'000
ASSETS					
Current assets					
Cash and bank balances	15	6,720	9,168	-	-
Trade and other receivables	14	48,038	50,993	-	-
Inventories	13	16,571	9,716	-	-
Total current assets		71,329	69,877	-	-
Non-current assets					
Subsidiaries	12	-	-	71,612	71,612
Property, plant and equipment	10	14,795	18,276	-	-
Right-of-use assets	11	8,153	8,334	-	-
Financial assets at fair value through other comprehensive		-	-	-	-
Total non-current assets		22,948	26,610	71,612	71,612
Total assets		94,277	96,487	71,612	71,612
LIABILITIES					
Current liabilities					
Trade and other payables	16	36,667	31,819	1,725	1,725
Provision	17	4,373	4,373	-	-
Borrowings	18	42,500	44,500	-	-
Due to subsidiaries (non-trade)		-	-	33,136	33,136
Total current liabilities		83,540	80,692	34,861	34,861
Non-current liabilities					
Deferred government grants		-	222	-	-
Total liabilities		83,540	80,914	34,861	34,861
NET ASSETS	9	10,737	15,573	36,751	36,751
EQUITY					
Equity attributable to equity					
Share capital	19	60,318	60,318	60,318	60,318
Share premium	20	79,803	79,803	79,803	79,803
Retained losses		(163,825)	(158,989)	(103,346)	(103,346)
Other Reserves					
Statutory reserve		30,526	30,526	-	-
Foreign exchange translation		3,915	3,915	(24)	(24)
		34,441	34,441	(24)	(24)
Total equity		10,737	15,573	36,751	36,751



C. Condensed statements of changes in equity

The Group							
	Note	Share capital	Share premium	Statutory reserve	Foreign exchange	Retained losses	Total equity
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
2024							
Balance at 1 January 2024		60,318	79,803	30,526	3,915	(158,989)	15,573
期初调整		-	-	-	-	-	-
Total Comprehensive loss for the financial		-	-	-	-	(4,836)	(4,836)
Balance at 30 Sep 2024		60,318	79,803	30,526	3,915	(163,825)	10,737
2023							
Balance at 1 January 2023		60,318	79,803	30,526	3,921	(155,145)	19,423
Issue of share capital		-	-	-	-	-	-
Total Comprehensive loss for the financial		-	-	-	-	(5,414)	(5,414)
Balance at 30 Sep 2023		60,318	79,803	30,526	3,921	(160,559)	14,009
The Company							
	Note	Share capital	Share premium	Statutory reserve	Foreign exchange	Retained losses	Total equity
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
2024							
Balance at 1 January 2024		60,318	79,803	-	(24)	(103,346)	36,751
Issue of share capital		-	-	-	-	-	-
Total Comprehensive loss for the financial		-	-	-	-	-	-
Balance at 30 Sep 2024		60,318	79,803	-	(24)	(103,346)	36,751
2023							
Balance at 1 January 2023		60,318	79,803	-	(342)	(103,346)	36,433
Issue of share capital		-	-	-	-	-	-
Total Comprehensive loss for the financial		-	-	-	-	-	-
Balance at 30 Sep 2023		60,318	79,803	-	(342)	(103,346)	36,433



D. Condensed consolidated statements of cash flows

	Note	The Group		
		9 months ended 30 Sep 2024	9 months ended 30 Sep 2023	Change +/-(-)
		RMB'000	RMB'000	%
Cash flows from operating activities				
Loss before tax		(4,836)	(5,414)	11%
Adjustment for :				
Interest Income		-	-	NM
Depreciation of property, plant and equipment		3,481	4,357	-20%
Amortisation of right of use of assets		181	181	0%
Impairment loss on trade receivables		-	-	NM
Reversal of impairment loss on property, plant and				
Interest Expense		1,571	1,797	-13%
Loss / (gain) on disposal of property, plant &		-	-	NM
Amortisation of deferred government grant				
Transfer from deferred capital grant		(2,003)	-	NM
Foreign Exchange loss/(gain), net		-	-	NM
Operating loss before working capital changes		(1,606)	921	-274%
Decrease / (increase) in inventories		(6,855)	(9,160)	NM
Decrease / (increase) in trade & other Receivables		2,955	(3,631)	-181%
(Decrease) / increase in trade & other Payables		4,848	4,922	NM
Cash generated from / (used in) operations		(658)	(6,948)	-91%
Interest income received		-	-	NM
Net taxation paid		-	-	NM
Net Cash generated from / (used in) operating		(658)	(6,948)	-91%
Cash flow from investing activities				
Purchase of property, plant and equipment		-	-	NM
Proceeds from disposal of property, plant and		-	-	NM
equipment				
Increase in share capital paid through special		-	-	NM
allocation				
Increase in share premium paid through special		-	-	NM
allocation				
Loan to a shareholder		-	-	
Interest income from loan to a shareholder		-	-	
Net cash generated from / (used in) investing activities		-	-	NM
Cash flow from financing activities				
Withdrawal of pledged deposits		-	-	NM
Loan from banks		42,500	44,500	-4%
Repayment to banks		(44,500)	(43,500)	NM
Interest Expense		(1,571)	(1,797)	-13%
Net cash generated from / (used in) financing		(3,571)	(797)	348%
activities				
Net (decrease) / increase in cash and cash		(4,229)	(7,745)	-45%
equivalents				
Cash and cash equivalents at beginning of the		9,168	13,702	-33%
period				
Effects of exchange rate changes in cash and		1,781	(3,887)	-146%
cash equivalents				
Cash and cash equivalents at end of the period		6,720	2,070	225%

Effects of exchange rate changes in cash and cash equivalent
NM - Not meaningful



Cash and bank balances comprise the following:

	Note	The Group		
		9 months ended 30 Sep 2024	9 months ended 30 Sep 2023	Change +/-
		RMB'000	RMB'000	%
Cash and cash equivalent		6,720	2,070	225%
Pledged cash placed with bank		-	-	NM
		6,720	2,070	225%

NM - Not meaningful



E. Notes to the condensed consolidated financial statements

1. Corporate information

Shanghai Turbo Enterprises Ltd. (the “Company”) is a limited liability company domiciled and incorporated in the Cayman Islands and listed on the Mainboard of the Singapore Exchange Securities Trading Limited (“SGX-ST”). The address of the Company’s registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands. The address of its principal place of business is located at No.9, Yinghua Road, Zhonglou Economic Development Zone, Changzhou City, Jiangsu Province, 213016, The People’s Republic of China (“PRC”).

The principal activity of the Company is that of investment holding. The Company has invested in Best Success (Hong Kong) Limited in Hong Kong as investment holding company and Best Success (Hong Kong) Limited has further invested in Changzhou 3D Technological Complete Set Equipment Co., Ltd (“CZ3D”) as manufacturing of vane products and relating subcontracting services, CZ3D has further invested in Sichuan 3D Technological Complete Set Equipment Co., Ltd (“SC3D”) as manufacturing of vane products and relating subcontracting services.

The Group is a precision engineering group that specializes in the production of precision vane products, mainly stationary vanes, moving vanes and nozzles. These vanes are the key components of steam turbine generators used for power generation in power plants, power stations and / or substations. They are also essential components mounted onto steam turbine generators to maximize the efficiency of steam flow in the generation of electricity.

2. Basic of preparation

The condensed financial statements for the nine months ended 30 September 2024 have been prepared in accordance with SFRS(I) 1-34 Financial Reporting issued by the Accounting Standards Council Singapore and International Financial Reporting Standards (“IFRSs”). All references to SFRS(I)s and IFRSs are referred to as SFRS(I)s in these condensed financial statements unless otherwise specified. The condensed financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group’s financial position and performance of the Group since the last annual financial statements for the year ended 31 December 2023.

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

The condensed financial statements are presented in Chinese Renminbi (“RMB”) and all values are rounded to the nearest thousand (RMB’000) as indicated, unless otherwise stated which is the Company’s functional currency.

2.1 New and amended standards adopted by the Group

A number of amendments to Standards have become applicable for the current reporting period. The Group did not have to change its accounting policies or make retrospective adjustments as a result of adopting those standards.

On 1 January 2020, the Group adopted the new or amended SFRS and IFRS, the Interpretations of IFRS (“IFRIC”) that are mandatory for application from that date. Changes to the Group’s accounting policies have been made as required, in accordance with the transitional provisions in the respective IFRS and IFRIC. The adoption of these new or amended SFRS, IFRS and IFRIC did not result in substantial changes to the Group’s and Company’s accounting policies and had no material effect on the amounts reported for the current or prior financial years.



2.2 Use of judgements and estimates

In preparing the condensed financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the year ended 31 December 2023.

3. Seasonal operation

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



4. Segment and revenue information

The Group is organised into one main business segment only.

4.1 Reportable segments

	Note	Segment 1 RMB'000	Consolidation RMB'000
1 January 2024 to 30 Sep 2024			
Total segment revenue		60,509	60,509
Dividend income			
Interest income			
Miscellaneous income		2,594	2,594
Total other income		2,594	2,594
Total revenue and other income		63,103	63,103
Depreciation		(3,662)	(3,662)
Finance expense		(1,571)	(1,571)
Segment profit		57,870	57,870
Unallocated expenses		(62,706)	(62,706)
Loss before taxation		(4,836)	(4,836)
Taxation		-	-
Earnings / (loss) for the interim period		(4,836)	(4,836)
Segment assets		94,277	94,277
Total assets per statement of financial position		94,277	94,277
Expenditures for segment non-current assets - Additions to PPE		-	-
Segment liabilities		83,540	83,540
Deferred government grants		-	-
Total liabilities per statement of financial position		83,540	83,540

		Segment 1 RMB'000	Consolidation RMB'000
1 January 2023 to 30 Sep 2023			
Total segment revenue		58,533	58,533
Dividend income			
Interest income			
Miscellaneous income		2,069	2,069
Total other income		2,069	2,069
Total revenue and other income		60,602	60,602
Depreciation		(4,538)	(4,538)
Finance expense		(1,797)	(1,797)
Segment profit		54,267	54,267
Unallocated expenses		(59,681)	(59,681)
Loss before taxation		(5,414)	(5,414)
Taxation		-	-
Earnings / (loss) for the interim period		(5,414)	(5,414)
Segment assets		113,240	113,240
Total assets per statement of financial position		113,240	113,240
Expenditures for segment non-current assets - Additions to PPE		-	-
Segment liabilities		74,668	74,668
Deferred government grants		1,112	1,112
Total liabilities per statement of financial position		75,780	75,780



4.2 Disaggregate of Revenue

	Note	The Group	
		9 months ended 30 Sep 2024	
		Segment 1	Total
		RMB'000	RMB'000
Types of goods or services			
Sale of goods		60,509	60,509
Total revenue		60,509	60,509
Geographical information :			
China		58,260	58,260
Korea		2,249	2,249
Japan		-	-
Total revenue		60,509	60,509

	Note	The Group	
		9 months ended 30 Sep 2023	
		Segment 1	Total
		RMB'000	RMB'000
Types of goods or services			
Sale of goods		58,533	58,533
Total revenue		58,533	58,533
Geographical information :			
China		53,856	53,856
Korea		4,677	4,677
Japan		-	-
Total revenue		58,533	58,533

5. Financial assets and financial liabilities

Set out below is an overview of the financial assets and financial liabilities of the Group as at 30 September 2024 and 31 December 2023.

	Note	The Group		The Company	
		30 Sep 2024	31 December 2023	30 Sep 2024	31 December 2023
		RMB'000	RMB'000	RMB'000	RMB'000
Financial Assets					
Cash and bank balances and trade and other receivables (Amortised cost)		54,758	60,161	-	-
Financial Liabilities					
Trade and other payables and borrowings (Amortised cost)		83,540	80,692	1,725	1,725



6. Profit before taxation

6.1 Significant items

	Note	The Group		
		9 months ended 30 Sep 2024	9 months ended 30 Sep 2023	Change +/-
		RMB'000	RMB'000	%
Income				
Miscellaneous income		2,594	2,069	25%
Expenses				
Interest on borrowings		(1,571)	(1,797)	-13%
Depreciation of property, plant and equipment and amortisation on use of rights		(3,662)	(4,538)	-19%
Loss / (gain) on disposal of property, plant & equipment		-	-	NM

6.2 Related party transaction

There is no material related party transaction apart from those disclosed elsewhere in the financial statements.

On 12 September 2024, the Subsidiary CZ3D paid the investment funds of RMB6 million to the Subsidiary SC3D to purchase the land-use right.

7. Taxation

The Group calculates the period income tax expense using the tax rate that would be applicable to the expected total annual earnings. The major components of income tax expense in the condensed consolidated statement of profit or loss are:

	Note	The Group		
		9 months ended 30 Sep 2024	9 months ended 30 Sep 2023	Change +/-
		RMB'000	RMB'000	%
Current income tax expense		-	-	NM
Deferred income tax expense relating to origination and reversal of temporary differences		-	-	NM
		-	-	NM

8. Dividends

	Note	The Group		
		9 months ended 30 Sep 2024	9 months ended 30 Sep 2023	Change +/-
		RMB'000	RMB'000	%
Ordinary dividends paid:		-	-	NM
dividend		-	-	NM
Dividend per share (net of tax)		-	-	NM



9. Net Assets Value

	Note	The Group		The Company	
		30 Sep 2024	31 December 2023	30 Sep 2024	31 December 2023
		RMB	RMB	RMB	RMB
Net assets value per ordinary share		0.352	0.510	1.204	1.204

10. Right-of-use assets

	Note	The Group		The Company	
		30 Sep 2024	31 December 2023	30 Sep 2024	31 December 2023
		RMB'000	RMB'000	RMB'000	RMB'000
Cost					
Beginning of financial year		12,547	12,547	-	-
End of period		12,547	12,547	-	-
Accumulated depreciation and impairment losses					
Beginning of financial year		4,213	3,973	-	-
Depreciation charge for the period		181	240	-	-
End of period		4,394	4,213	-	-
Net book value		8,153	8,334	-	-

The Group has 50-year land use right over a plot of state-owned land in the PRC where the Group's manufacturing and storage facilities reside. The land use right has a remaining tenure of 32 years (2023: 33 years).

As at 30 September 2024, the entire land use right is pledged in connection with a bank facility including both bill payable facilities and bank loans.

Impairment testing of land use right

No impairment loss is recognized in 3Q FY2024 (2023: Nil), as the Group has estimated the recoverable amount of the land use rights to be higher than the net carrying amount. The recoverable amount of the land use rights was based on its fair value on 31 December 2022. Valuations are performed by Jones Lang LaSalle, an independent valuer with a recognized and relevant professional qualification and with recent experience in the location and category of the land use rights being valued. The valuations are based on comparable market transactions that consider the sales of similar assets that have been transacted in the open market.



11. Property, plant and equipment

Property, plant and equipment ("PPE"), right of use of assets and intangible assets as at YTD 3Q FY2024 was RMB22.95 million as compared to RMB26.61 million as at YTD 4Q FY2023. The decrease was mainly due to depreciation and amortization in YTD 3Q FY2024 amounting to RMB3.66 million.

Impairment assessment of property, plant and equipment

The Group carried out a review of the recoverable amount of non-financial assets of Changzhou 3D which is determined to be a Cash-Generating Unit ("CGU") arising from indicator for impairment. The Group have recognized an impairment loss of RMB44.856 million in FY2020 with respect to plant and equipment, as the Group has estimated the recoverable amount of the CGU to be lower than the net carrying amount. In FY2021 and FY2022, there was reversal of impairment on plant and equipment of RMB8.442 million and RMB9.082 million respectively.



12. Subsidiaries

	Note	The Group		The Company	
		30 Sep 2024	31 December 2023	30 Sep 2024	31 December 2023
		RMB'000	RMB'000	RMB'000	RMB'000
Unquoted equity shares at cost		-	-	71,612	71,612
Purchase consideration					
Cash paid		-	-	71,612	71,612
Additional : Cash paid during the		-	-	-	-
Impairment loss				-	-
Total		-	-	71,612	71,612

Name of subsidiaries	Note	Principal activities	Country of incorporation and place of business	Proportion (%) of ownership interest	
				30 Sep 2024	31 December 2023
				%	%
Held by the Company					
Best Success (Hong Kong) Limited ("BS")	(1)	Investment holdings	Hong Kong	100	100
Held by BS					
Changzhou 3D Technological Complete Set Equipment Co., Ltd ("CZ3D")	(2)	Manufacturing of vane products and relating subcontracting	China	100	100
Held by CZ3D					
Sichuan 3D Technological Complete Set Equipment Co., Ltd ("SC3D")	(3)	Manufacturing of vane products and relating subcontracting	China	100	

(1) Audited by S. W. Chan & Co, Hong Kong and reviewed by RT LLP for consolidation purpose.

(2) Audited by Changzhou Xinhuarui CPAs (常州新华瑞联合会计师事务所), a firm of Certified Public Accountants registered in the PRC for statutory purpose and by RT LLP for consolidation purpose.

Impairment assessment of investment in subsidiaries

The management had performed an impairment assessment for the investment in Changzhou 3D arising from indicator of impairment. Impairment loss amounting to RMB90.577 million is recognized in 2021, as the Group has estimated the recoverable amount of the investment in subsidiaries to be lower than the net carrying amount. In 2022, there was a reversal of impairment loss of RMB0.3 million.

**13. Inventories**

	Note	The Group		The Company	
		30 Sep 2024	31 December 2023	30 Sep 2024	31 December 2023
		RMB'000	RMB'000	RMB'000	RMB'000
Statements of Financial Position :					
Inventories :					
Raw material		898	536	-	-
Work-in-progress		11,031	7,318	-	-
Finished goods		4,642	1,862	-	-
Total		16,571	9,716	-	-

As at YTD 3Q FY2024, inventories stood at RMB16.57 million (YTD 4Q FY2023:9.72 million) mainly consist of WIP inventory amounting to RMB11.03 million (YTD 4Q FY2023: RMB7.32 million), newly purchased raw materials amounting to RMB0.90 million (YTD 4Q FY2023: RMB0.54 million) and finished goods amounting to RMB4.64million (YTD 4Q FY2023: RMB1.86 million) to fulfill the salesorders.



14. Trade and other receivables

	Note	The Group		The Company	
		30 Sep 2024	31 December 2023	30 Sep 2024	31 December 2023
		RMB'000	RMB'000	RMB'000	RMB'000
Trade receivables					
Bill receivables		5,105	5,320	-	-
Trade receivables		22,577	26,496	-	-
Total trade receivables		27,682	31,816	-	-
Other receivables					
Advances to suppliers		12,507	17,813	-	-
Advances to employees		760	372	-	-
Prepayments		6,689	592	-	-
Tender deposits		400	400	-	-
Other receivables		-	-	-	-
Total other receivables		20,356	19,177	-	-
Total trade and other receivables		48,038	50,993	-	-

	Note	The Group		The Group	
		30 Sep 2024	30 Sep 2024	31 December 2023	31 December 2023
		RMB'000	%	RMB'000	%
Trade receivables					
Customer :					
A		18,746	68%	17,633	55%
B		-	0%	7	0%
Others		8,936	32%	14,176	45%
Total		27,682	100%	31,816	100%
Aged (Days)					
0-90		20,292	73%	20,099	63%
91-180		7,133	26%	2,974	9%
181-270		257	1%	1,776	6%
More Than 270		-	0%	6,967	22%
Total		27,682	100%	31,816	100%

Trade receivables:

Trade receivables decreased from RMB31.82 million in YTD 4Q FY2023 to RMB27.68 million in YTD 3Q FY2024. The balance of trade receivables is stable. The business of the group is mainly concentrated in state-owned enterprises, and the objects of trade receivables are mainly state-owned enterprises also, so the trade receivables can generally be collected as scheduled, there is no risk of bad debt loss.

These outstanding amounts are not owing to any related parties.

These debtors are not related to any directors, key executives, substantial shareholders or their respective associates.

These customers are still in operation.

Based on the assessment performed by the management on the current trade receivables, they are still recoverable although payment may be slow, barring any unforeseen circumstances or changes to the business environment and sluggish market conditions. The management is of the view that the Group has unconditional rights on trade receivables including unbilled trade receivables as at 30 September 2024.



The Board of Directors of the Company (“the Board”) has assessed the recoverability of the Group’s trade receivables based on the contracts signed with the customers and the acceptance of the goods by the customer. The Board will, together with management, closely monitor the recovery of the Group’s trade receivables.

Other receivables:

Other receivables amounting to RMB20.36 million in YTD 3Q FY2024 as compared to RMB19.18 million in YTD 4Q FY2023. This was mainly due to decrease in advance to suppliers amounting to RMB12.51 million in YTD 3Q FY2024 (YTD 4Q FY2023: RMB17.81 million); increase in advances to employees amounting to RMB0.76 million in YTD 3Q FY2024 (YTD 4Q FY2023: RMB0.37 million); increase in prepayments amounting to RMB6.69 million in YTD 3Q FY2024 mainly is prepayment for the purchase of land-use right by the Subsidiary (YTD 4Q FY2023: RMB0.59 million).

15. Cash and bank balances

	Note	The Group		The Company	
		30 Sep 2024	31 December 2023	30 Sep 2024	31 December 2023
		RMB'000	RMB'000	RMB'000	RMB'000
Cash in hand		38	47	-	-
Bank balances		6,682	9,121	-	-
Cash and bank balances as stated in the statement of financial position		6,720	9,168	-	-
Less: Pledged deposits		-	-	-	-
Cash and cash equivalents as stated in the consolidated statement of cash flows		6,720	9,168	-	-

16. Trade and other payables

	Note	The Group		The Company	
		30 Sep 2024	31 December 2023	30 Sep 2024	31 December 2023
		RMB'000	RMB'000	RMB'000	RMB'000
Trade payables					
Bill payables		-	-	-	-
Trade payables		27,668	22,721	-	-
Total trade payables		27,668	22,721	-	-
Other payables					
Accrued operating expenses		3,967	3,967	1,535	1,535
Accrued employee salaries		1,565	1,768	-	-
Accrued director fees		-	563	190	190
Advance from customers		776	22	-	-
Shipping fee payable		5	5	-	-
Security fee payable		-	28	-	-
Legal and professional fee payable		-	-	-	-
Electricity bill payable		-	-	-	-
Labor union expenditure payable		85	77	-	-
Value-Added Tax payables		38	413	-	-
Other taxes payable		313	333	-	-
Other payables		2,250	1,922	-	-
Total other payables		8,999	9,098	1,725	1,725
Total trade and other payables		36,667	31,819	1,725	1,725



Trade payables

The trade payables increased from RMB22.72 million in YTD 4Q FY2023 to RMB27.67 million in YTD 3Q FY2024.

Other payables

Other payables and accruals decreased by RMB0.10 million from RMB9.10 million in YTD 4Q FY2023 to RMB9.00million in YTD 3Q FY2024. This was mainly due to decrease in accrued employee salaries amounting to RMB1.57 million in YTD 3Q 2024 (YTD 4Q FY2023: RMB1.77 million); decrease in accrued director fees amounting to RMB0.00 million in YTD 3Q 2024 (YTD 4Q FY2023: RMB0.56 million); decrease in security fee payable amounting to RMB0.00 million in YTD 3Q 2024 (YTD 4Q FY2023: RMB0.03 million); decrease in value-Added Tax payables amounting to RMB0.04 million in YTD 3Q 2024 (YTD 4Q FY2023: RMB0.41 million); decrease in other taxes payable amounting to RMB0.31 million in YTD 3Q 2024 (YTD 4Q FY2023: RMB0.33 million); increase in other payables amounting to RMB2.25 million in YTD 3Q 2024 (YTD 4Q FY2023: RMB1.92 million); increase in advance from customers amounting to RMB0.78 million in YTD 3Q 2024 (YTD 4Q FY2023: RMB0.02 million); .

17. Provisions

CZ3D was served with a notice dated 2017 by the local government agency which required the subsidiary to provide compliance documents relating to its leasehold buildings in accordance with relevant laws and regulations in PRC (“the Notice”). The buildings were constructed in 2003 without obtaining relevant permits from government.

Provision for government fine

As at 31 December 2017, the management estimated and provided for government fine of RMB4,373,000 which is 10% of the replacement cost estimated by a certified cost engineer. In accordance with relevant laws and regulations as advised by CZ3D’s legal counsel, 10% is the upper limit of the fine prescribed, ranging from 5% to 10% of replacement cost.

Contingent liability on rectification cost

In addition to the fine, in order to apply for building permit of the relevant properties, it may be necessary to incur costs to improve or reinforce the properties to comply with relevant regulations (“rectification costs”), if any and as noted by government agency.

The management has obtained legal opinion from the subsidiary’s legal counsel stating that the Notice indicates the local government has commenced administrative enforcement procedures for relevant properties. It is still at the stage of investigation and evidence collection, and has yet to reach the stage to file “letter of statement of averment”, nor represents final administrative conclusive document. The legal counsel advised that CZ3D shall actively apply for and complete the necessary legal procedures for the relevant properties and, if the government agency continues to conduct investigations, the subsidiary can explain to the government on the progress of the legal procedures of the relevant properties and strive for understanding. Since 2017 and up to the date these financial statements are authorised for issue, the management confirms that CZ3D has received neither further information regarding the investigation nor notification of the specific necessary rectification from the government agency.

18. Borrowings

	Note	The Group		The Company	
		30 Sep 2024	31 December 2023	30 Sep 2024	31 December 2023
		RMB'000	RMB'000	RMB'000	RMB'000
Borrowings		42,500	44,500	-	-
Amount repayables within one year or on					
Secured	*	29,500	34,500	-	-
Unsecured	~	13,000	10,000	-	-
Total		42,500	44,500	-	-



Description	Note	RMB'000	Started Date	Expired Date	Interest Rate Per Annum
Secured Loan	*#	30,000	16 Jan 2023	16 Jan 2024	4.200%
Secured Loan	**#	4,500	15 Mar 2023	9 Mar 2024	3.900%
Unsecured Loan	~#	5,000	13 Mar 2023	9 Mar 2024	3.900%
Unsecured Loan	~#	5,000	28 Mar 2023	27 Mar 2024	3.650%
		44,500			
Secured Loan	*	20,000	24 May 2024	24 May 2025	3.800%
Unsecured Loan	~	5,000	5 Mar 2024	4 Mar 2025	3.700%
Secured Loan	**	4,500	28 Feb 2024	25 Feb 2025	3.700%
Secured Loan	***	5,000	25 Mar 2024	25 Mar 2025	4.000%
Unsecured Loan	~	8,000	30 Aug 2024	29 Aug 2025	3.000%
Total loans at 30 Sep 2024		42,500			
*# Secured by right-of-use assets and shareholder Liu Ming's personal credit and has renewed on 12 January 2024 to 12 January 2025, and repaid at 24 May 2024 in advance.					
**#Secured by private property of shareholder Liu Ming and repaid at 27 Feb 2024					
~# Unsecured loan repaid on Mar 2024					
* Secured by right-of-use assets and shareholder Liu Ming's personal credit since May 2024.					
** Secured by private property of shareholder Liu Ming since Feb 2024.					
*** Secured by right-of-use assets and shareholder Liu Ming's personal credit since March 2024.					
~ Unsecured by personal credit of shareholder Liu Ming since March 2024 and since August 2024 respectively.					

The bank borrowings and credit facilities of the Group are secured over certain right-of-use assets of the Group.

Notes :

The Subsidiary has repaid the loan of RMB6 million to JRC Bank and has renewed on 15 June 2021 to 8 November 2021 with the interest rate 5.21% per annum amounting to RMB5.99 million. Thereafter, the loan of RMB3.50 million was repaid on 26 July 2021 and renewed until 8 November 2021 with an interest rate of 5.21%. The secured loan in JRC Bank amounting to RMB9.49 million is charged against its current land use rights.

On 14 February 2022, the Subsidiary has repaid the loan of RMB9.49 million to JRC Bank. Then, the Subsidiary has further obtained the loan from JRC Bank for RMB20 million on 14 February 2022 and RMB10 million on 16 February 2022 with the interest rate 4.2% per annum.

The Subsidiary has further obtained a new non-secured loan amounting to RMB2 million on 30 July 2021 from BCM. The total loan from BCM amounting to RMB8 million and will be expired on 18 June 2022. The loan of RMB8 million has been fully repaid prior to 31 March 2022, i.e. RMB4.4 million paid on 9 March 2022 and RMB3.6 million paid on 30 March 2022. Subsequently, the Subsidiary has been granted with a new loan of RMB4 million for the period from 31 March 2022 to 29 March 2023 with an interest rate 3.7% per annum from BCM.

On 30 March 2022 and 31 March 2022, the Subsidiary has further obtained new non-secured loans of RMB5 million and RMB4.5 million respectively with an interest rate 4.7% per annum from Wuxi Rural Commercial Bank ("WX").

In January 2023, the Subsidiary has repaid the secured loan of RMB30 million to JRC Bank and has renewed on 16 January 2023 to 16 January 2024 with the interest rate 4.2% per annum.

In March 2023, the Subsidiary has repaid the non-secured loans of RMB5 million and RMB4.5 million to Wuxi Rural Commercial Bank ("WX"), and repaid the non-secured loans of RMB4 million to BCM. Then, the Subsidiary has obtained a new secured loan amounting to RMB4.5 million on 15 March 2023 and a new non-secured loan amounting to RMB5 million on 13 March 2023 from Wuxi Rural Commercial Bank ("WX"), and obtained a new non-secured loan amounting to RMB5 million on 28 March 2023 from Bank of Communications Limited in Changzhou, China ("BCM").

In January 2024, the Subsidiary has repaid the secured loan of RMB30 million to JRC Bank and has renewed on 12 January 2024 to 12 January 2025 with the interest rate 4.0% per annum.



The Subsidiary has repaid the secured loans of RMB4.5 million in February 2024 and repaid the non-secured loans of RMB5 million in March 2024 to Wuxi Rural Commercial Bank (“WX”). Then the Subsidiary has obtained a new secured loan amounting to RMB4.5 million on 28 Feb 2024 and a new non-secured loan amounting to RMB5 million on 5 March 2024 with the interest rate 3.7% per annum from Wuxi Rural Commercial Bank (“WX”),

The Subsidiary has obtained a new secured loan amounting to RMB5 million on 25 March 2024 with the interest rate 4.0% per annum from JRC Bank and repaid the non-secured loans of RMB5 million to BCM in March 2024.

In May 2024, the Subsidiary has repaid the secured loan of RMB30 million with the interest rate 4.0% per annum to JRC Bank in advance and has renewed on 24 May 2024 to 24 May 2025 with the lower interest rate 3.8% per annum.

The Subsidiary has obtained a new unsecured loan amounting to RMB8 million on 30 August 2024 with the interest rate 3.0% per annum from BCM Bank.

In September 2024, the Subsidiary has repaid the secured loan of RMB10 million with the interest rate 3.8% per annum to JRC Bank in advance.

19. Share capital

	Note	The Group		The Company	
		30 Sep 2024	31 December 2023	30 Sep 2024	31 December 2023
		No. of shares	No. of shares	No. of shares	No. of shares
Authorized		200,000,000	200,000,000	200,000,000	200,000,000
Issued and fully paid					
At beginning		30,520,000	30,520,000	30,520,000	30,520,000
Additional : share capital paid		-	-	-	-
At end of the period		30,520,000	30,520,000	30,520,000	30,520,000
	Note	The Group		The Company	
		30 Sep 2024	31 December 2023	30 Sep 2024	31 December 2023
		USD'000	RMB'000	RMB'000	RMB'000
Issued and fully paid @ USD0.25 per share					
At beginning		7,630	7,630	7,630	7,630
Additional : share capital paid		-	-	-	-
At end of the period		7,630	7,630	7,630	7,630
	Note	The Group		The Company	
		30 Sep 2024	31 December 2023	30 Sep 2024	31 December 2023
		RMB'000	RMB'000	RMB'000	RMB'000
Issued and fully paid					
At beginning		60,318	60,318	60,318	60,318
Additional : share capital paid		-	-	-	-
At end of the period		60,318	60,318	60,318	60,318

The Company did not hold any treasury shares as at 30 September 2024.

The Company's subsidiaries do not hold any shares in the Company as at 30 September 2024 and 31 December 2023.



20. Share premium

	Note	The Group		The Company	
		30 Sep 2024	31 December 2023	30 Sep 2024	31 December 2023
		RMB'000	RMB'000	RMB'000	RMB'000
Issued and fully paid					
At beginning		79,803	79,803	79,803	79,803
Additional : share capital paid		-	-	-	-
At end of the period		79,803	79,803	79,803	79,803

21. Subsequent events

There are no known subsequent events which have led to adjustments to this set of financial statements.

The financial effects of the above transaction have not been included in this interim financial statements for the period ended 30 September 2024.

The Subsidiary CZ3D has paid the investment funds of RMB 2 million on 14 October 2024 and RMB 2 million on 29 October 2024 to the Subsidiary SC3D.



F. Other information required by Listing Rule Appendix 7.2

1. Review

The condensed consolidated statement of financial position of Shanghai Turbo Enterprises Ltd. and its subsidiaries as at 30 September 2024 and the related condensed consolidated profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the nine-month period then ended and certain explanatory notes have not been audited or reviewed.

2. Review of performance of the Group

Overview

The Group's revenue was derived from bidding for projects in open tender exercises conducted by the customers and as such, quarterly results would not be accurately reflecting the actual performance. Full-year to full-year comparisons are more appropriate for analytical purposes.

Revenue

3Q FY2024 vs 3Q FY2023

Revenue increased by 3% from RMB58.53 million in 3Q FY2023 to RMB60.51 million in 3Q FY2024 mainly due to the Subsidiary's orders fulfilled to local customers during 3Q FY2024. The Group's sales target is around 5% in FY2024.

Cost of Sales

3Q FY2024 vs 3Q FY2023

Cost of sales increased by 10% from RMB44.55 million in 3Q FY2023 to RMB49.17 million in 3Q FY2024 mainly due to revenue increased in the same period. The cost of sales in compared to revenue was 81.26% and 76.11% for 3Q FY2024 and 3Q FY2023 respectively.

Gross profit / (gross loss)

3Q FY2024 vs 3Q FY2023

The Group achieved a gross profit amounting to RMB11.34 million in FY2024 as compared to a gross profit of RMB13.99 million in FY2023. Gross profit margin is 18.74% and 23.89% for FY2024 and FY2023 respectively. The decrease in gross profit margin was mainly due to the increase in production costs such as raw material procurement.

Other operating income

3Q FY2024 vs 3Q FY2023

Other operating income increased by 25% from RMB2.07 million in 3Q FY2023 to RMB2.59 million in 3Q FY2024. The other operating income consists mainly of sales of scraps and wastage iron and rental income.



Selling and distribution expenses

3Q FY2024 vs 3Q FY2023

Selling and distribution expenses decreased by 29% from RMB6.00 million in 3Q FY2023 to RMB4.23 million in 3Q FY2024 mainly due to decrease in entertainment expenses(3Q FY2024: RMB1.83 million; 3Q FY2023: 3.31 million); decrease in repair and maintenance expenses (3Q FY2024: RMB0.16 million; 3Q FY2023: 0.33 million); decrease in staff costs (3Q FY2024: RMB0.42 million; 3Q FY2023: 0.72 million); decrease in quality control expenses (3Q FY2024: RMB0.02 million; 3Q FY2023: 0.28 million);increase in sales tender cost(3Q FY2024: RMB0.46 million; 3Q FY2023: 0.37 million);increase in sales commission (3Q FY2024: RMB1.30 million; 3Q FY2023: 0.91 million);

Administrative expenses

3Q FY2024 vs 3Q FY2023

Administrative expenses decreased from RMB13.67 million in 3Q FY2023 to RMB12.97 million in 3Q FY2024 mainly due to decrease in social benefits (3Q FY2024: RMB3.30 million; 3Q FY2023: RMB3.34 million); decrease in office expenses (3Q FY2024: RMB0.46 million; 3Q FY2023: RMB0.68 million); decrease in depreciations (3Q FY2024: RMB1.94 million; 3Q FY2023: RMB2.34 million); decrease in repair and maintenance expenses (3Q FY2024: RMB0.44 million; 3Q FY2023: RMB0.67million); decrease in legal fee (3Q FY2024: RMB0.24 million; 3Q FY2023: RMB0.26million); decrease in audit fees (3Q FY2024: RMB0.03 million; 3Q FY2023: RMB0.38million);increase in salaries (3Q FY2024: RMB1.87million; 3Q FY2023: RMB1.81million);increase in security fee (3Q FY2024: RMB0.22million; 3Q FY2023: RMB0.19million); increase in discounts (3Q FY2024: RMB0.99 million; 3Q FY2023: RMB0.8million); increase in water & electricity (3Q FY2024: RMB0.81million; 3Q FY2023: RMB0.69million). increase in other taxes (3Q FY2024: RMB1.2million; 3Q FY2023: RMB1.02million).

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

3Q FY2024

The Group's net cash used in operating activities amounting to RMB0.66 million arising from loss before income tax adjusted for non-cash effects items of RMB4.84 million after accounting of positive changes in working capital amounting to RMB0.95 million.

The Group's net cash generated from financing activities amounting to negative RMB3.57 million mainly due to the new secured loan RMB30 million obtained from JRC Bank, new secured loan amounting to RMB4.5 million from WX, new non-secured loan amounting to RMB5 million from WX, new secured loan amounting to RMB5 million from JRC and new unsecured loan amounting to RMB8 million from BCM, including the payoff of the loan of RMB30 million to JRC Bank, of the loan of RMB 9.5 million to WX, of the loan of RMB5 million to BCM and the loan of RMB10 million to JRC Bank. The interest expenses of the bank loans were RMB1.57 million in 3Q FY2024.

In 3Q FY2024, the Group had a negative cash outflow of RMB4.23 million.

3A. Where the latest financial statements are subject to an adverse opinion, qualified opinion or disclaimer opinion

(i) Updates on the efforts taken to resolve each outstanding audit issue

In the Group's latest audited financial statements for the financial year ended 31 December 2020 ("FY2020"), RT LLP ("EA") has issued a disclaimer of opinion in respect of: (i) Going concern assumption; (ii) Impairment testing on property, plant and equipment; (iii) Impairment assessment of investment in subsidiaries; and (iv) Opening balances and comparative figures.

Going concern assumption

The Group has repaid the secured loan to BCM on 9 March 2022 amounting to RMB4.4 million and the non-secured loan to BCM on 31 March 2022 amounting to RMB3.6 million. The Group has further obtaining a new non-secured loan from BCM on 31 March 2022 with interest rate of 3.7% per annum.



The Group has met the bank officers of WX and obtaining 2 new non-secured loans amounting to RMB5 million on 30 March 2022 and RMB4.5 million on 31 March 2022 with interest rate of 4.7% per annum.

The Group has repaid the secured loan of RMB30 million to JRC Bank on 26 January 2023 and has renewed on 16 January 2023 to 16 January 2024 with the interest rate 4.2% per annum.

The Group has repaid the non-secured loans of RMB5 million and RMB4.5 million to WX on 28 March 2023, and repaid the non-secured loans of RMB4 million to BCM on 29 March 2023. The Group has further obtaining a new secured loan amounting to RMB4.5 million on 15 March 2023 and a new non-secured loan amounting to RMB5 million on 13 March 2023 from WX, and obtaining a new non-secured loan amounting to RMB5 million on 28 March 2023 from BCM.

In January 2024, the Subsidiary has repaid the secured loan of RMB30 million to JRC Bank and has renewed on 12 January 2024 to 12 January 2025 with the interest rate 4.0% per annum.

The Subsidiary has repaid the secured loans of RMB4.5 million in February 2024 and repaid the non-secured loans of RMB5 million in March 2024 to Wuxi Rural Commercial Bank ("WX"). Then the Subsidiary has obtained a new secured loan amounting to RMB4.5 million on 28 Feb 2024 and a new non-secured loan amounting to RMB5 million on 5 March 2024 with the interest rate 3.7% per annum from Wuxi Rural Commercial Bank ("WX"),

The Subsidiary has obtained a new secured loan amounting to RMB5 million on 25 March 2024 from JRC Bank and repaid the non-secured loans of RMB5 million to BCM in March 2024.

In May 2024, the Subsidiary has repaid the secured loan of RMB30 million with the interest rate 4.0% per annum to JRC Bank in advance and has renewed on 24 May 2024 to 24 May 2025 with the lower interest rate 3.8% per annum.

The Subsidiary has obtained a new unsecured loan amounting to RMB8 million on 30 August 2024 with the interest rate 3.0% per annum from BCM Bank.

In September 2024, the Subsidiary has repaid the secured loan of RMB10 million with the interest rate 3.8% per annum to JRC Bank in advance.

The Group is able to maintain and work on improving its liquidity position for the continuing operational existence of the Subsidiary.

The Group has addressed the immediate issue on the going concern issued by the EA. Based on the information available, the Board is of the opinion that the Group should be able to operate as a going concern entity, barring any unforeseen circumstances.

The Board has taken efforts to resolve the audit issues raised by the EA under the disclaimer of opinion.

(ii) Confirmation from the Board that the impact of outstanding audit issues on the financial statements have been adequately disclosed

The Board confirms that all impact of outstanding audit issues on financial statements in relation to FY2023 have been adequately disclosed.



4. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the Group operates and any known factors or events that may affect the Group in the next operating period and the next 12 months

In recent years, with the continuous upgrading of domestic industrial manufacturing technology, the domestic steam turbine market scale and export trade scale continued to expand, and the industry has a great future for the development. The output of Chinese steam turbine has been greatly increased, and the industry scale is gradually forming and expanding. The overall equipment level of the industry has basically approached the advanced world levels. Specifically, the annual production capacity of Chinese steam turbine industry has reached more than 8000MW.

At present, the factors affected by the COVID-19 pandemic have been eliminated, and the production and operation of the subsidiary have recovered. Combined with previous operation experience and external environment, the Group's sales growth target is around 5% in FY2024. China's economy is returning to the normal track. Since the beginning of this year, the national government has issued targeted policies to expand domestic demand and enhance market confidence. Economic improvement is a top priority and the local governments have also made various efforts to promote economic development. At the same time, the Group will further optimize the organizational structure to improve work efficiency, optimize employee incentive system and improve employee's work enthusiasm and creativity. In terms of sales, on the basis of maintaining existing customers, the Group is actively developing new customers to improve sales performance through multiple channels. Although the Group still faces many difficulties, the Group is confident of achieving this year's economic growth target.

5. Dividends information

(a) Current Financial Period Reported On

None

(b) Corresponding Period of the Immediately Preceding Financial Year

None

(c) Date payable

Not applicable

(d) Record date

Not applicable

(e) If no dividend has been declared/(recommended), a statement to that effect and the reason(s) for the decision.

No dividend has been declared for 3Q FY2024 as the Group has been incurring losses since year 2017.

**6. Interested person transaction**

The Group has not obtained a general mandate from shareholders of the Company for Interested Person Transactions.

The Group has established procedures to ensure that all transactions with interested persons are reported in a timely manner to the Audit Committee ("AC"), and that the transactions are conducted on an arm's length basis and are not prejudicial to the interests of the shareholders. All interested person transactions are subject to review by the AC to ensure compliance with the established procedures.

Pursuant to Rule 907 of the Listing Manual of SGX-ST, there are no interested person transactions during the financial year under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920 of the Listing Manual).

7. Update on use of net proceeds from placement

The Board refers to the previous announcements released on 25 June 2021 and 19 July 2021 in relation to the Use of Net Proceeds of approximately S\$1,235,420.92 raised from the Placement of 3,051,527 new ordinary shares at S\$0.423 each in the issued and paid-up share capital of the Company on 24 May 2021 (the "Net Proceeds") and wishes to provide an update on the use of Net Proceeds as of date of this announcement:

Description	SGD	RMB	HKD
Net Proceeds Raised as at 25 May 2021	1,235,420.92	*5,968,194.92	*7,224,741.54
Working Capital Required and Utilized on 25 June 2021	#1,206,703.83	5,653,548.77	6,903,340.00
Balance of Net Proceeds as at 30 June 2021	28,717.09	314,646.15	321,401.54
Working Capital Required and Utilized on 19 July 2021	28,717.09	314,646.15	321,401.54

Notes :

* The calculation is based on the Monetary Authority of Singapore's ("MAS") exchange rates as at 25 May 2021 with SGD1 = RMB4.8309 and SGD1 = HKD5.848.

The amount is extracted from the bank debit advice as at 25 June 2021.

The balance of the Net Proceeds as at 25 June 2021 amounting to SGD28,717.09 was placed in the escrow account maintained with The United Overseas Bank Limited in Singapore. The amount of SGD28,717.09 has been utilized to make the partial payment of Directors' Fees for the financial year ending 31 December 2021 which was approved at the Extraordinary General Meeting held on 31 March 2021 and due for payment on 30 June 2021. This amount has been deducted from the Company's bank account on 19 July 2021.

The above utilizations are in line with the intended uses of the Net Proceeds stated in the Company's announcement released on 27 April 2021.



THE PLACEMENT

On 24 May 2021, the Company issued 3,051,527 new ordinary shares via share placement to one investor at an issue price of SGD0.423 per share, raising gross proceeds of approximately SGD1,290,795.92 (“the Placement”).

The estimated Net Proceeds from the Placement (after deducting professional fees and related expenses of approximately SGD55,375) are approximately SGD1,235,420.92.

The Board of CZ3D has requested the Company to raise working capital for its daily operation amounting to RMB5,653,548.77 with the purpose of repayment of trade payables and procurement of machinery on 18 June 2021.

The Board of CZ3D has further commented that such working capital should be deposited to CZ3D through increasing of share capital by its foreign investor, Best Success (Hong Kong) Limited (“BS”). BS is holding 100% shareholdings of CZ3D and it is a company incorporated in Hong Kong.

On 31 May 2021, the Board of BS held a Board Meeting and a Board Minutes were recorded. 2 members of the Board of BS were present at the Board Meeting and 1 member was absent on 31 May 2021. The Board Minutes dated 31 May 2021 were notarized through the lawyer of Hong Kong, Liang Jin Ming, on 16 June 2021 and validated by The Ministry of Justice of The People's Republic of China entrusted Hong Kong lawyers with notarized documents used in the Mainland, China Legal Services (Hong Kong) Co., Ltd., Shenzhen No. 32951

On 18 June 2021, the Board of CZ3D held a Board Meeting and 2 Board Resolutions were signed by 2 out of 3 members of the Board of CZ3D. One resolution agreed that BS will increase the share capital of RMB5,653,548.77 of CZ3D and CZ3D will use the share capital of RMB5,653,548.77 to make the repayment to trade payables accounts as well as procurement of machineries.

On 25 June 2021, after reviewing the Board Resolutions of CZ3D, Board Minutes of BS and Notarized Documents of BS, the Board of the Company, 3 out of 4 have agreed to transfer the money of HKD6,903,340 equivalent to RMB5,653,548.77 to BS. The Board of the Company has agreed to use the Net Proceeds of HKD6,903,340 equivalent to RMB5,653,548.77 to increase the share capital of BS. Then, when BS received the Net Proceeds of HKD6,903,340, BS will transfer the sum to the bank account of CZ3D to increase the share capital of CZ3D to RMB5,653,548.77. Thereafter, CZ3D will use the money to pay the trade payables accounts and procurement of machineries.

The Company has utilized the Net Proceeds through injection of share capital of HKD6,903,340 (RMB5,653,548.77) from the Company to BS. Then, BS will further inject the share capital of RMB5,653,548.77 to CZ3D. Under China's Banking Rule and Regulations, as the Company does not have any direct relationship with CZ3D, the Net Proceeds could not transfer from the Company to CZ3D directly. Hence, the Net Proceeds has to be channeled through BS to CZ3D and CZ3D has lodged a report with Changzhou Municipal Bureau of Industry and Commerce (常州市工商局) to allow CZ3D to open a foreign investor injection fund bank account to receive the Net Proceeds amounting RMB5,653,548.77 from BS.

On 28 June 2021, Changzhou Municipal Bureau of Industry and Commerce (常州市工商局) has granted approval to approve CZ3D to update its share capital paid from RMB111,846,451.23 to RMB117,500,000 and the amount must deposit during July 2021. On 19 July 2021, CZ3D has received the share capital paid RMB5,653,548.77 from BS.

On 7 July 2021, CZ3D has successfully opened such foreign investor injection fund bank account with China Construction Bank and BS has transferred the amount of RMB5,653,548.77 to CZ3D at 4.16 pm on 13 July 2021 and this amount has been credited to CZ3D's foreign investor injection fund bank account on 19 July 2021.



RATIONALE AND USE OF NET PROCEEDS

The Board of the Company is of the view that the Placement is beneficial to the Group as it has increased the resources and working capital available to the Company so as to pursue acquisition and/or business opportunities and improve cash flow, as part of management's strategy to achieve long-term growth and deliver shareholder value.

The estimated Net Proceeds from the Placement (after deducting professional fees and related expenses of approximately SGD55,375) are approximately SGD1,235,420.92 (the "Net Proceeds").

The Company intends to utilize the entire amount of the Net Proceeds for general working capital purposes to be used by the Company and CZ3D.

The Company has utilized the Net Proceeds through injection of share capital of HKD6,903,340 (RMB5,653,548.77) from the Company to BS. Then, BS will further inject the share capital of RMB5,653,548.77 to CZ3D. Under China's Banking Rule and Regulations, as the Company does not have any direct relationship with CZ3D, the Net Proceeds cannot be directly transferred from the Company to CZ3D. Therefore, the Net Proceeds must be channelled through BS. Thereafter, BS can then transfer it to CZ3D. CZ3D must lodge a report with Changzhou Municipal Bureau of Industry and Commerce (常州市工商局) and CZ3D has to open a foreign investor injection fund bank account to receive the Net Proceeds amount of RMB5,653,548.77 from BS.

The Company will comply with the rules and regulations of Cayman Islands, Singapore, Hong Kong and China on the utilization of the Net Proceeds.

CZ3D has used the money to pay the procurement of machineries amounting to 0.8million; travel expenses amounting to 0.14 million; meal subsidy amounting to 0.28 million; water & electricity amounting to 1.97 million; staff's housing fund and social security amounting to 1.36 million; tax amounting to 0.83 million and other daily operating expense amounting to 0.28 million.

The above utilization is in line with the intended uses of the Net Proceeds stated in the Company's announcement.

8. Confirmation that the issuer has procured undertaking from all its directors and executive officers (in the format set out in Appendix 7.7) under Rule 720(1)

The Company has received undertaking from all its directors and executive officers in the format as set out in Appendix 7.7 under Rule 720(1) of the Listing Manual of the SGX-ST



Confirmation by the Board

On behalf of the Board of Directors of the Company, we, the undersigned, hereby confirm to the best of our knowledge that nothing has come to the attention of the Board of Directors of the Company which may render the financial statements for the nine-month period ended 30 September 2024 to be false or misleading in any material aspect.

On behalf of the Board of Directors

Zhang Wen Jun
Director

Foo Chee Meng
Director

Singapore
14 November 2024