



SDAI LIMITED

(Company Registration No. 201107179D)
(Incorporated in Republic of Singapore on 25 March 2011)

**MATERIAL VARIANCES BETWEEN THE UNAUDITED FINANCIAL STATEMENTS AND THE
AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024**

The board of directors (the “**Board**”) of SDAI Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the Company’s full yearly results announcement dated 28 February 2025 relating to the unaudited condensed interim financial statements of the Group for the fourth quarter and twelve months period ended 31 December 2024 (“**FY2024**”) (the “**Unaudited Financial Statements**”).

The finalisation of the audit for the consolidated financial statements of the Group for FY2024 (the “**Audited Financial Statements**”) has been completed subsequent to the release of the Unaudited Financial Statements. The external auditor of the Company, Messrs Foo Kon Tan LLP, has proposed certain audit adjustments and reclassifications (the “**Adjustments**”) between the Unaudited Financial Statements and the Audited Financial Statements and the Company has duly incorporated these Adjustments.

Pursuant to Rule 704(5) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited, the details and explanations for the material variances between the Unaudited Financial Statements and Audited Financial Statements are set out below:

**Consolidated Financial Statement of Profit or Loss and Other Comprehensive Income for
FY2024 (the “P&L Statement FY2024”)**

	Audited Financial Statements S\$	Unaudited Financial Statements S\$	Variances S\$	Notes
Continuing operations				
Revenue	520,771	520,771	-	
Cost of sales	(290,155)	(290,155)	-	
Gross profit	230,616	230,616	-	
Other income	1,310,309	1,098,060	212,249	1
Selling and distribution expenses	-	-	-	

	Audited Financial Statements S\$	Unaudited Financial Statements S\$	Variances S\$	Notes
Other operating expenses	(122,444)	(122,444)	-	
General and administrative expenses	(2,923,696)	(2,923,696)	-	
Loss from operations	(1,505,215)	(1,717,464)	212,249	1
Finance costs	(108,372)	(10,830)	(97,542)	2
Share of results of associate	-	-	-	
Impairment loss on investment in associate	-	-	-	
Impairment loss on property, plant and equipment	(103,348)	(103,348)	-	
Loss before tax	(1,716,935)	(1,831,642)	114,707	1,2
Tax expense	(1,391)	(1,391)	-	
Loss from continuing operations	(1,718,326)	(1,833,033)	114,707	1,2
Profit from discontinued operations, net of tax	3,998	3,998	-	
Loss for the year	(1,714,328)	(1,829,035)	114,707	1,2
Net loss attributable to:				
Owners of the Company				
- Loss from continuing operations	(1,527,799)	(1,642,506)	114,707	1,2
- Profit from discontinued operation	3,998	3,998	-	
	(1,523,801)	(1,638,508)	114,707	1,2
Non-controlling interests				
- Loss from continuing operations	(190,527)	(190,527)	-	
- Loss from discontinued operation	-	-	-	
	(190,527)	(190,527)	-	
Loss for the year	(1,714,328)	(1,829,035)	114,707	1,2
Other comprehensive loss, after tax:				
<i>Items that may be reclassified subsequently to profit or loss</i>				
Foreign currency translation differences relating to foreign operations	(117,282)	(117,282)	-	
	(117,282)	(117,282)	-	
<i>Items that will not be reclassified subsequently to profit or loss</i>				
Foreign currency translation differences relating to foreign operations	(29,868)	(29,868)	-	
	(29,868)	(29,868)	-	
Other comprehensive loss for the year (nil tax)	(147,150)	(147,150)	-	
Total comprehensive loss for the year	(1,861,478)	(1,976,185)	114,707	1,2

	Audited Financial Statements S\$	Unaudited Financial Statements S\$	Variances S\$	Notes
Total comprehensive loss attributable to:				
Owners of the Company	(1,641,083)	(1,755,790)	114,707	1,2
Non-controlling interests	(220,395)	(220,395)	-	
Total comprehensive loss for the year	(1,861,478)	(1,976,185)	114,707	1,2

Condensed Statement of Financial Position as at 31 December 2024 (the “Balance Sheet FY2024”)

	Audited Financial Statements S\$	Unaudited Financial Statements S\$	Variances S\$	Notes
ASSETS				
Non-current assets				
Property, plant and equipment	150,297	150,297	-	
Investments in subsidiaries	-	-	-	
Investment in associate	-	-	-	
Deferred tax assets	-	-	-	
Total non-current assets	150,297	150,297	-	
Current assets				
Inventories	99,105	99,105	-	
Trade receivables	31,078	31,078	-	
Other receivables	241,128	241,128	-	
Contract assets	7,006	7,006	-	
Cash and bank balances	725,607	725,607	-	
Total current assets	1,103,924	1,103,924	-	
Total assets	1,254,221	1,254,221	-	
EQUITY				
Capital and reserves				
Share capital	58,948,250	58,948,250	-	
Foreign currency translation reserves	116,096	116,096	-	
Accumulated losses	(65,499,663)	(65,614,370)	114,707	1,2
Equity attributable to owners of the Company	(6,435,317)	(6,550,024)	114,707	1,2
Non-controlling interests	(998,324)	(998,324)	-	
Total equity	(7,433,641)	(7,548,348)	114,707	1,2
LIABILITIES				
Non-current liabilities				
Lease liabilities	84,571	84,571	-	
Borrowings	6,956,790	7,071,497	(114,707)	1
Other payables	9,987	9,987	-	
Total non-current liabilities	7,051,348	7,166,055	(114,707)	1,2
Current liabilities				
Lease liabilities	73,243	73,243	-	
Borrowings	-	-	-	
Trade payables	-	-	-	
Other payables	1,496,099	1,496,099	-	
Contract liabilities	67,172	67,172	-	
Total current liabilities	1,636,514	1,636,514	-	
Total liabilities	8,687,862	8,802,569	(114,707)	1,2
Total liabilities and equity	1,254,221	1,254,221	-	

Condensed Consolidated Statement of Cash Flow for FY2024 (the “Cash Flow Statement FY2024”)

	Audited Financial Statements S\$	Unaudited Financial Statements S\$	Variances S\$	Notes
Cash flows from operating activities				
Loss for the year	(1,714,328)	(1,829,035)	114,707	1,2
Adjustments for:				
Deposit forfeited	(73,231)	-	(73,231)	3
Depreciation of property, plant and equipment	96,036	96,036	-	
Fair value gain on loan	(126,611)	-	(126,611)	1
Gain on derecognition of subsidiaries	(3,998)	(3,998)	-	
Gain on disposal of property, plant and equipment	-	-	-	
Gain on extinguishment of loans	(914,141)	(828,503)	(85,638)	1,2
Gain on lease modification	(6,860)	(6,860)	-	
Impairment loss on contract assets	25,594	25,594	-	
Impairment loss on trade receivables	19,270	19,270	-	
Impairment loss on other receivables	9,729	70,831	(61,102)	4
Impairment loss on investment in associate	-	-	-	
Impairment loss on property, plant and equipment	103,348	103,348	-	
Interest expense	107,004	9,462	97,542	2
Interest income	(1)	(1)	-	
Share of results of associate	-	-	-	
Tax expense	1,391	1,391	-	
Unrealised foreign exchange differences, net	(153,998)	(153,998)	-	
Write-back of accruals	(162)	-	(162)	
Write-off of prepayments	61,102	-	61,102	4
Operating cash flows before working capital changes	(2,569,856)	(2,496,463)	(73,393)	1,2,3,4
Changes in working capital:				
- Inventories	57,645	57,645	-	
- Trade and other receivables	140,067	140,067	-	
- Contract assets	-	-	-	
- Trade and other payables	(1,011,362)	(1,011,524)	162	
- Contract liabilities	(15,495)	(88,726)	(73,231)	3
Cash used in operations	(3,399,001)	(3,399,001)	-	
Income tax paid	(1,391)	(1,391)	-	
Net cash used in operating activities	(3,400,392)	(3,400,392)	-	
Cash Flows from Investing Activities				
Additions to property, plant and equipment	(137,354)	(137,354)	-	
Derecognition of subsidiaries, net of cash disposed	(2)	(2)	-	
Interest received	1	1	-	
Proceeds from disposal of property, plant and equipment	-	-	-	
Net cash used in from investing activities	(137,355)	(137,355)	-	

	Audited Financial Statements S\$	Unaudited Financial Statements S\$	Variances S\$	Notes
Cash flows from financing activities				
Interest paid	(9,462)	(9,462)	-	
Principal payment of lease liabilities	(106,735)	(106,735)	-	
Proceeds from loan from a director	2,900,000	2,900,000	-	
Proceeds from loan from third parties	1,000,000	1,000,000	-	
Repayment of loan from a third party	-	-		
Net cash generated from financing activities	3,783,803	3,783,803		
Net increase in cash and cash equivalents	246,056	246,056	-	
Cash and cash equivalents at beginning of the financial year	475,835	475,835	-	
Effects of foreign exchange rate changes on cash and cash equivalents	3,716	3,716	-	
Cash and cash equivalents at end of the financial year	725,607	725,607	-	

Notes:

1. Recognition of a fair value gain in relation to an interest-free loan amounting to S\$126,611 arising from the measurement of financial liability at fair value at inception in accordance with *Singapore Financial Reporting Standards (International) 9 Financial Instruments* and to recognise of the related interest expenses on the borrowings of S\$85,638 previously netted off in the gain on loan extinguishment.
2. Reclassification adjustment resulted in the re-grossing of both the gain on loan extinguishment and the related interest expenses on borrowings amounting to S\$85,638 and an additional recognition of interest expense of S\$11,904.
3. The forfeited deposit due to discrepancies noted after a review of the account with professional firms, being a non-cash item, has been reclassified as a non-cash adjustment before working capital changes. Previously, this amount was included as a component of contract liabilities within changes in working capital under operating cash flows.
4. Reclassification of "Impairment loss on other receivables" to "Write-off of prepayments".

Save as set out above, the P&L Statement FY2024, the Balance Sheet FY2024 and the Cash Flow Statement FY2024 do not contain any other material adjustments.

Shareholders and potential investors of the Company are advised to read this announcement in conjunction with the Independent Auditor's Report and the Audited Financial Statements that formed a part of the annual report of the Company for FY2024 (which will be released separately on the SGXNet on 7 April 2025) in their entirety, and to exercise caution when dealing in the shares of the Company. Shareholders and potential investors of the Company are advised to read this announcement and any further announcements by the Company carefully. Shareholders and potential investors of the Company should consult their stockbrokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.

The shares of the Company have been suspended from trading on the SGX-ST since 12 July 2021.

By Order of the Board of
SDAI Limited

Mdm Hao Dongting
Executive Chairperson
7 April 2025

*This announcement has been reviewed by the Company's sponsor, ZICO Capital Pte. Ltd. (the "**Sponsor**").*

*This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.*

The contact person for the Sponsor is Ms Yang Zhenni, ZICO Capital Pte. Ltd. at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896, telephone (65) 6636 4201.