MERCURIUS CAPITAL INVESTMENT LIMITED

(Company Registration No.: 198200473E)
(Incorporated in the Republic of Singapore)

CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE THREE MONTHS PERIOD ENDED 30 SEPTEMBER 2026

Mercurius Capital Investment Limited (the "Company") wishes to inform the shareholders of the Company that pursuant to Rules 705(2)(d) and 705(2C) of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist, the Company is required to announce its quarterly financial statements in view of the disclaimer of opinion issued by the Company's independent auditor for the financial year ended 31 December 2022.

This announcement has been reviewed by the Company's sponsor, Novus Corporate Finance Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange 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 Mr. Pong Chen Yih, Chief Operating Officer, 7 Temasek Boulevard, #04-02 Suntec Tower 1, Singapore 038987, telephone (65) 6950 2188.

MERCURIUS CAPITAL INVESTMENT LIMITED
AND ITS SUBSIDIARY CORPORATIONS

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MERCURIUS CAPITAL INVESTMENT LIMITED
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CONDENSED INTERIM CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE PERIOD ENDED 30 SEPTEMBER 2026

	3 Months Ended			9 Months Ended		
	30/9/2026 S$'000 Unaudited	30/9/2025 S$'000 Unaudited	Change %	30/9/2026 S$'000 Unaudited	30/9/2025 S$'000 Unaudited	Change %
Continuing operations						
Revenue	-	-	-	-	-	-
Cost of sales	-	-	-	-	-	-
Gross profit	-	-	-		-	-
Other gains/(losses), (net)	(16)	12	NM	(13)	42	NM
Other income	-	211	(100)	-	211	(100)
Expenses						
- Administrative	(193)	(92)	110	(391)	(233)	68
- Finance	-	(28)	(100)	-	(341)	(100)
Share of loss from joint venture	- [1]	- [1]	-	- [1]	- [1]	-
Loss on disposal of joint venture	(1,882)	-	NM	(1,882)	-	NM
Profit/(Loss) before income tax	(2,091)	103	NM	(2,286)	(321)	612
Income tax expense	-	-	-	-	-	-
Net profit/(loss)	(2,091)	103	NM	(2,286)	(321)	612
Other comprehensive income/(loss), net of tax:						
Items that may be reclassified subsequently to profit or loss:						
- Share of other comprehensive loss of joint venture	- [1]	- [1]	-	- [1]	- [1]	-
- Currency translation gains/(losses) arising from consolidation	21	(19)	NM	17	(9)	NM
- Reclassification of cumulative translation differences to profit or loss on disposal of joint venture	916	-	NM	916	-	NM
Other comprehensive income/(loss), net of tax	937	(19)	NM	933	(9)	NM
Total comprehensive income/(loss)	(1,154)	84	NM	(1,353)	(330)	310
Net profit/(loss) attributable to:						
Equity holders of the Company	(2,091)	103	NM	(2,286)	(321)	612
Non-controlling interests	*	*	NM	*	*	NM
	(2,091)	103	NM	(2,286)	(321)	612
Total comprehensive income/(loss) attributable to:						
Equity holders of the Company	(1,154)	84	NM	(1,353)	(330)	310
Non-controlling interests	*	*	NM	*	*	NM
	(1,154)	84	NM	(1,353)	(330)	310

Earnings per share for profit for the period attributable to the owners of the Company during the period:

	3 Months Ended		9 Months Ended	
	30/9/2026 Unaudited	30/9/2025 Unaudited	30/9/2026 Unaudited	30/9/2025 Unaudited
Earnings/(Losses) per share attributable to equity holders of the Company (cents per share)				
Basic earnings/(losses) per share (cents)	(0.150)	0.007	(0.164)	(0.023)
Diluted earnings/(losses) per share (cents)	(0.150)	0.007	(0.164)	(0.023)

NM = Not meaningful
** Amount less than S$1,000*

[1] The Group recorded nil for the Group's share of loss from joint venture for three-month and nine-month period ended 30 September 2026 and 30 September 2025. This is attributed to the Company's inability to acquire the pertinent information from its joint venture, Grand Bay Hotel Co., Ltd. ("**Grand Bay**") since the financial year ended 31 December 2023, which is crucial for accurate reporting purposes. Despite the Company's diligent efforts, challenges in acquiring the necessary data have resulted in an inability to quantify this specific aspect of the financial disclosure.

MERCURIUS CAPITAL INVESTMENT LIMITED
AND ITS SUBSIDIARY CORPORATIONS

CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION
AS AT 30 SEPTEMBER 2026

		Group		Company	
		30/9/2026	31/12/2025	30/9/2026	31/12/2025
		S$'000	S$'000	S$'000	S$'000
	Note	Unaudited	Unaudited	Unaudited	Unaudited
ASSETS					
Current assets					
Cash and bank balances		4,322	3	4,320	1
Trade and other receivables		43	59	47	63
		4,365	62	4,367	64
Non-current assets					
Investments in subsidiary corporations	11	-	-		-
Investment in a joint venture	12	-	5,300	-	5,300
Property, plant and equipment	13	-	-	-	-
		-	5,300	-	5,300
TOTAL ASSETS		4,365	5,362	4,367	5,364
LIABILITIES					
Current liabilities					
Trade and other payables		3,353	2,994	3,291	2,935
Borrowings	14	6,193	6,196	6,193	6,196
		9,546	9,190	9,484	9,131
TOTAL LIABILITIES		9,546	9,190	9,484	9,131
NET LIABILITIES		(5,181)	(3,828)	(5,117)	(3,767)
EQUITY					
Capital and reserves attributable to equity holders of the Company					
Share capital	15	154,852	154,852	154,852	154,852
Other reserves		(1,670)	(2,603)	325	325
Accumulated losses		(158,371)	(156,085)	(160,294)	(158,944)
		(5,189)	(3,836)	(5,117)	(3,767)
Non-controlling interests		8	8	-	-
TOTAL EQUITY		(5,181)	(3,828)	(5,117)	(3,767)

Explanatory Notes to the Consolidated Interim Statements of Financial Position

a. The substantial increase in cash and cash equivalents was primarily attributable to proceeds from the disposal of the investment in Grand Bay by way of a capital reduction, with a corresponding decrease in the investment in a joint venture.
b. Trade and other payables increased primarily due to higher amount of advances from the directors and payables to professional parties for operating expenses.

MERCURIUS CAPITAL INVESTMENT LIMITED
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CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS

	9 Months Ended	
	30/9/2026	30/9/2025
	S$'000	S$'000
	Unaudited	Unaudited
Cash flows from operating activities		
Net loss	(2,286)	(321)
Adjustment for:		
Interest expense	-	341
Unrealised currency translation (gain)/loss	14	(42)
Loss on disposal of joint venture	1,882	-
	(390)	(22)
Changes in working capital:		
Trade and other receivables	16	8
Trade and other payables	359	6
Cash used in operations	(15)	(8)
Income tax paid	-	-
Net cash used in operating activities	(15)	(8)
Cash flows from investing activities		
Proceeds from disposal of investment in joint venture	4,334	-
Net cash from investing activities	4,334	-
Net movement in cash and cash equivalents	4,319	(8)
Cash and cash equivalents		
Beginning of financial period	3	11
End of financial period	4,322	3
Cash and cash equivalents for statement of cash flow:		
Cash and bank balances	4,322	3
	4,322	3

MERCURIUS CAPITAL INVESTMENT LIMITED
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CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY

	← Attributable to equity owners of the Company →						
	Share capital	Other reserves	Equity component of convertible loans	Accumulated losses	Total	Non-controlling interests	Total equity
	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Group							
2026							
Balance as at 1 January 2026	154,852	(2,928)	325	(156,085)	(3,836)	8	(3,828)
Loss for the financial period	-	-	-	(2,286)	(2,286)	*	(2,286)
Other comprehensive income for the financial period	-	933	-	-	933	*	933
Total comprehensive loss for the financial period	-	933	-	(2,286)	(1,353)	*	(1,353)
Balance as at 30 September 2026	154,852	(1,995)	325	(158,371)	(5,189)	8	(5,181)
2025							
Balance as at 1 January 2025	154,852	(2,866)	325	(155,883)	(3,572)	8	(3,564)
Loss for the financial period	-	-	-	(321)	(321)	*	(321)
Other comprehensive income for the financial period	-	(9)	-	-	(9)	*	(9)
Total comprehensive loss for the financial period	-	(9)	-	(321)	(330)	*	(330)
Balance as at 30 September 2025	154,852	(2,875)	325	(156,204)	(3,902)	8	(3,894)

** Amount less than S$1,000.*

MERCURIUS CAPITAL INVESTMENT LIMITED
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CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY

	← Attributable to equity owners of the Company →			
	Share capital	Equity component of convertible loans	Accumulated losses	Total equity
	$'000	$'000	$'000	$'000
Company				
2026				
Balance as at 1 January 2026	154,852	325	(158,944)	(3,767)
Loss for the financial period	-	-	(1,350)	(1,350)
Balance as at 30 September 2026	154,852	325	(160,294)	(5,117)

	← Attributable to equity owners of the Company →			
	Share capital	Equity component of convertible loans	Accumulated losses	Total equity
	$'000	$'000	$'000	$'000
Company				
2025				
Balance as at 1 January 2025	154,852	325	(157,864)	(2,687)
Loss for the financial period	-	-	(326)	(326)
Balance as at 30 September 2025	154,852	325	(158,190)	(3,013)

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

Mercurius Capital Investment Limited (the "**Company**") is listed on the Catalist board of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") and incorporated and domiciled in Singapore. The address of its registered office is 138 Robinson Road #26-03 Oxley Tower Singapore 068906.

These condensed interim consolidated financial statements as at and for the three and nine months ended 30 September 2026 comprise the Company and its subsidiaries (together referred to as the "**Group**").

The principal activity of the Company is investment holding. The subsidiary corporations are dormant and the Company's joint venture, which was principally involved in real estate development, was effectively disposed in September 2026 via a share capital reduction exercise.

2. BASIS OF PREPARATION

The condensed interim financial statements for the three months and the nine months ended 30 September 2026 have been prepared in accordance with SFRS(I) 1-34 Interim Financial Reporting issued by the Accounting Standards Council Singapore. The condensed interim 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 interim financial statements for the period ended 30 June 2026[1].

The accounting policies adopted and methods of computation are consistent with those of the previous financial period and the most recently audited annual financial statements 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 interim financial statements are presented in Singapore dollar ("**S$**") which is the Company's functional currency and all values are rounded to the nearest thousand ('000) except otherwise indicated.

[1] On 4 July 2024, the Company announced that it was unable to complete the audit for FY2023 in a timely manner, in order to publish the annual report and convene the annual general meeting for FY2023 by the extended deadline of 29 July 2024. The Company is looking into its options in order to finalise the audited financial statements for FY2023 and will subsequently commence preparations for the annual report. As last announced on 16 April 2026, without completing the audit for FY2023, the Company is also unable to complete the audits for FY2024 and FY2025 and convene the annual general meetings for FY2024 and FY2025.

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.

2.2 CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS

Estimates, assumptions and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under circumstances and conditions available.

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.2 CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS

*Expected Credit Loss ("**ECL**") of trade and other receivables*

ECL on trade and other receivables are probability-weighted estimates of credit losses which are determined by evaluating a range of possible outcomes and taking into account past events, current conditions and assessment of future economic conditions.

The Group had used a simplified approach (lifetime expected credit loss) for its trade receivables and general approach (12 months expected credit losses or lifetime expected credit loss) for its other receivables.

In determining the ECL, the Group uses the relevant historical information to determine the probability of default of the instruments and incorporated forward-looking information. Notwithstanding the above, the Group evaluates the ECL on trade and other receivables in financial difficulties separately.

3. GOING CONCERN

(a) During the nine months ended 30 September 2026, the Group recorded a net loss of S$2,286,000 (30 September 2025: net loss of S$321,000). During the three months ended 30 September 2026, the Group recorded a net loss of S$2,091,000 (30 September 2025: net profit of S$103,000). The Group and the Company had total liabilities of S$9,546,000 and S$9,484,000 respectively as at 30 September 2026 (31 December 2025: S$9,190,000 and S$9,131,000) and net liabilities of S$5,181,000 and S$5,117,000 respectively (31 December 2025: S$3,828,000 and S$3,767,000). These events or conditions indicate the existence of a material uncertainty which may cast significant doubt on the Group's and the Company's ability to continue as going concerns and discharge their liabilities in the ordinary course of business.

As announced on 8 August 2023, 14 August 2023 and 21 August 2023, the High Court of Malaysia ordered Songmart Malaysia Sdn. Bhd. ("**Songmart Malaysia**"), Tan Lee Heng Sdn. Bhd. ("**TLH**") and Songmart Holdings Sdn. Bhd. ("**Songmart**" and together with Songmart Malaysia and TLH, the "**Songmart Group**") to be wound up. A liquidator was appointed to facilitate the winding up process of the Songmart Group and assumed control over the Songmart Group's assets and liabilities in August 2023. Consequently, the Group deconsolidated Songmart Group's assets and liabilities from its accounts as of 30 June 2023.

As announced on 13 March 2025, the Company had, on 10 March 2025, received a letter of demand dated 5 March 2025 from the solicitors of the liquidator of Songmart Malaysia. The solicitors of the liquidator had given notice to the Company to pay a sum of RM364,749.00 within 14 days of 5 March 2025, relating to stamp duty paid by Songmart Malaysia on behalf of the Company for the Company's acquisition of Songmart from the shareholders of Songmart in 2021. As of the date of this announcement, there is no further notice received from the solicitors of the liquidator on the payment.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (CONT'D)

3. GOING CONCERN (CONT'D)

(b) Furthermore, in a subsequent announcement on 19 February 2024, it was announced that Alliance Bank Malaysia Berhad (the "**Bank**") had successfully obtained summary judgment applications on 18 February 2024 for an aggregate sum of RM22,862,805.02, plus any interest and disbursements. As announced on 17 July 2024, the Company received a letter of demand on 15 May 2024 from the Bank's solicitors, demanding an outstanding sum of RM4,062,116.18 ("**Total Debt**") under the summary judgment and on 3 July 2024, the Company made a payment of US$460,000 (equivalent to approximately RM2,171,000), which constitutes approximately 50% of the Total Debt, as a full and final settlement ("**Final Settlement**") with the Bank. In response, the Bank's solicitors sent a letter dated 9 July 2024 confirming that the Bank will cease all legal proceedings against the Company and will not initiate any further legal actions.

(c) As announced on 14 May 2024 and 20 May 2024, the Company received a letter of demand on 8 May 2024 and a winding-up statutory demand on 20 May 2024, respectively, from the legal representatives of Mr. Chew Hai Chiene Hester Arthur ("**Mr. Chew**"), the former Group Chief Executive Officer and Executive Director of the Company. These demands pertain to an overdue payment of S$200,000, part of a total aggregate sum of S$576,387.20, as agreed upon between Mr. Chew and the Company in a settlement agreement. Subsequently, as announced by the Company on 13 November 2024, the Company had on 12 November 2024 received an originating claim and a statement of claim, filed by solicitors acting on behalf of Mr. Chew in the High Court of the Republic of Singapore.

As announced on 15 April 2025, a settlement agreement (the "**Settlement Agreement**") was reached between the parties during a mediation session held on 11 April 2025. Pursuant to the terms of the Settlement Agreement, the Company is required to make a one-time payment of S$365,000 (the "**Settlement Sum**") to Mr. Chew within three (3) months from the date of the Settlement Agreement. If the Company fails to make payment by the due date and no waiver in writing has been obtained by Mr. Chew, Mr. Chew will be entitled to immediately enter into a judgement in the Singapore High Court against the Company, whereby the Company shall pay S$576,387.20 to Mr. Chew, as well as interest on the sum of S$576,387.20 at the rate of 5.33% per annum calculated from 12 November 2024 until the date of full payment. In addition, the Company will indemnify Mr. Chew against all costs and expenses incurred in connection with the Settlement Agreement.

As announced on 10 July 2025, the Company has paid the Settlement Sum, being S$365,000 within the agreed due date. The Company has received the notice of discontinuance in relation to the legal suit by Mr. Chew on 10 July 2025, in which Mr. Chew has wholly discontinued his claim against the Company with no order as to costs.

(d) As announced on 12 June 2024, the Company had on 11 June 2024, notified the SGX-ST (via the Company's Sponsor) of its cash company status pursuant to Rule 1017 of the SGX-ST Listing Manual Section B: Rules of Catalist.

(e) As announced on 10 April 2025, the Bangkok South Civil Court in Thailand had issued a civil judgement in November 2024 in respect of a legal suit filed by CS Property (Thailand) Company Limited ("**CS Property**") against (a) Grand Bay, (b) Apex Development Public Company Limited, ("**Apex**") being the joint venture partner which owns the remaining 50.0% of Grand Bay, and (c) the director of Grand Bay and Apex who is a guarantor (the "**Defendants**"), in respect of a dispute of the Loan (as defined below) (the "**Judgement**"). Grand Bay is currently a dormant entity.

3. GOING CONCERN (CONT'D)

In 2019, Grand Bay and Apex had issued promissory notes to Srisawad Power 2014 Company Limited ("**Srisawad**") for a loan with a principal amount of up to THB200.0 million (the "**Loan**"). The promissory notes are interest-bearing and are secured by way of a charge over 6 parcels of land under Grand Bay in favour of Srisawad (the "**Lands**"). In February 2021, Srisawad transferred its rights and obligations of the Loan to CS Property at a consideration of approximately THB230.0 million. Subsequently in March 2021, CS Property demanded the repayment of the Loan from the Defendants.

The Company understands that the Judgement was made to Grand Bay as one of the Defendants to, *inter* alia, repay the Loan and the related interests to CS Property. In the case of non-performance, the Lands shall be seized for auction sale in order to settle the Loan and the related interests owing to CS Property. The Company was made aware of the potential auction of the Lands under Grand Bay only in late February 2025 by a third party and had immediately requested its legal adviser to handle the legal issues related to Grand Bay.

The Company subsequently received an unofficial translated version of the Judgement from the legal adviser of Apex on 19 March 2025. Following the Judgement, an order of seizure was issued on 8 May 2025 (the "**Seizure Order**") by the Phuket Legal Execution Office. The Seizure Order was registered with the Phuket Provincial Land Office, Thalang Branch, and had placed the Land at imminent risk of compulsory enforcement and disposal.

As announced on 16 July 2025, Grand Bay entered into a land sale and purchase agreement (the "**SPA**") with Octave Real Estate (Thailand) Co., Ltd. (the "**Purchaser**") on 4 July 2025 for the disposal of the Lands for a total consideration of THB 625 million (the "**Purchase Consideration**") less any Advance Payment (as defined herein), subject to the terms and conditions of the SPA (the "**Disposal**"). The Disposal was completed on 7 July 2025.

The Purchase Consideration was applied towards the following:
(i) Full settlement of Grand Bay's debt obligations to CS Property, including accrued interest;
(ii) Payment of enforcement, legal, and disposal-related expenses; and
(iii) Distribution of the remaining balance, if any, to Grand Bay's shareholders (including the Company and Apex) in proportion to their respective shareholding interests in Grand Bay.

Grand Bay had, on 8 July 2025, received a net amount of approximately THB 294 million from the Purchaser, being the Purchase Consideration less any payments that the Purchaser has made to Grand Bay, CS Property, or any person, entity or any governmental authority on or before the completion date of the Disposal ("**Advance Payment**") in respect of the Lands (including, inter alia, fees for withdrawal of Seizure Order and outstanding land tax).

The Company had expected to receive a cash distribution of approximately S$5.3 million to S$5.5 million from the proposed liquidation of Grand Bay, which was expected to be completed in approximately three months following the Disposal.

Subsequently, the expected liquidation of Grand Bay encountered a new development. A cryptocurrency company had on 10 October 2025 offered to acquire Grand Bay for S$22 million, but with a payment schedule spread over 12 monthly instalments. After discussions, the Board concluded that this proposal carried excessive risk and could potentially cause significant losses to the Company. Accordingly, the Company rejected the acquisition proposal.

3. GOING CONCERN (CONT'D)

However, Apex expressed interest in cooperating with the cryptocurrency company and therefore refused to consent to the continuation of Grand Bay's liquidation. Consequently, the proposed liquidation came to a halt as corporate liquidation in Thailand requires approval from at least 75% of the shareholders.

The Company subsequently undertook an exit from Grand Bay through a capital reduction exercise where the shares in Grand Bay held by the Company would be cancelled and the Company would receive a cash distribution in relation thereto, after which Apex would hold 100% of the shares of Grand Bay. As part of this process, Grand Bay completed the audit of its financial statements for the financial year ended 31 December 2025, and the shareholders of Grand Bay approved the capital reduction exercise on 29 June 2026. The capital reduction exercise had been completed and the Company received proceeds of approximately S$4.3 million on 24 September 2026. Following the completion of the exercise, the Company no longer holds any shares in GBH. Pursuant to Rule 1017(1)(a) of the Catalist Rules, 90% of the Company's cash and short-dated securities, including the proceeds received from the capital reduction exercise, is required to be placed in an escrow account. In view of the Company's existing financial obligations, ongoing restructuring efforts and the additional constraints associated with maintaining an escrow account, the Board intends to seek a waiver or modification of the escrow requirements through its continuing sponsor. The Company has consolidated the outstanding amounts due to creditors, assessed its funding requirements in support of the application, and submitted the application to SGX-ST. The Company will make further announcement(s) as and when appropriate.

(f) The Company received a letter of demand (the "**Letter of Demand**") dated 2 February 2026 from the trustees ("**Trustees**") of the bankruptcy estate of Dr Chong Cheong Sin ("**Dr Chong**"), the former Non-Executive and Independent Director of the Company, in relation to certain loans extended to the Company by Dr Chong. The Trustees have demanded an aggregate amount of S$178,061.94, inclusive of interest purportedly owing to Dr Chong.

The Company has on 9 March 2026 received a letter from JWS Asia Law Corporation, acting for the Trustees. The letter constitutes a statutory demand pursuant to Section 125(2)(a) of the Insolvency, Restructuring and Dissolution Act 2018, in relation to the aforementioned loans. The Company is currently reviewing the matter together with its legal advisers and will take appropriate steps in response to the statutory demand.

Given these circumstances, the Board is of the view that there is a material uncertainty surrounding the Group's ability to continue its operations as a going concern and meet its financial obligations in the ordinary course of business. Meanwhile, the Board is actively formulating strategies to address the going concern uncertainties and will disclose further details in subsequent monthly update announcements or any other relevant announcements.

4. SEASONAL OPERATIONS

The Company has ceased its operations in property development and property investment as of 7 July 2025 following the Disposal.

5. SEGMENT AND REVENUE INFORMATION

The revenue for the three month and nine month periods ended 30 September 2026 and 30 September 2025 stand at nil.

5. SEGMENT AND REVENUE INFORMATION (CONT'D)

For the three month and nine month periods ended 30 September 2025, the Group principally operated in a single business segment which is property development and property investment. In view that the property development and property investment had not commenced, as well as the Disposal, no segmental information is presented. The Company has ceased its operations in property development and property investment as of 7 July 2025, following the Disposal. Subsequently, the Group has no operating segments. The Group has also exited from the joint venture, Grand Bay, in September 2026.

6. FINANCIAL ASSETS AND FINANCIAL LIABILITIES

Set out below is an overview of the carrying amount of financial assets and financial liabilities of the Group and the Company as at 30 September 2026 and 31 December 2025:

	At amortised cost	
	30/9/2026	31/12/2025
	S$'000	S$'000
Group		
Financial assets		
Cash and bank balances	4,322	3
Trade and other receivables	43	59
	4,365	62

	At amortised cost	
	30/9/2026	31/12/2025
	S$'000	S$'000
Group		
Financial liabilities		
Trade and other payables	3,353	2,994
Borrowings	6,193	6,196
	9,546	9,190

	At amortised cost	
	30/9/2026	31/12/2025
	S$'000	S$'000
Company		
Financial assets		
Cash and bank balances	4,320	1
Trade and other receivables	47	63
	4,367	64
Financial liabilities		
Trade and other payables	3,291	2,935
Borrowings	6,193	6,196
	9,484	9,131

7. LOSS BEFORE INCOME TAX

7.1 SIGNIFICANT ITEMS

Profit/(Loss) before income tax has been arrived after charging:

	3 Months Ended		9 Months Ended	
	30/9/2026 S$'000 Unaudited	30/9/2025 S$'000 Unaudited	30/9/2026 S$'000 Unaudited	30/9/2025 S$'000 Unaudited
Professional fees	155	58	261	147
Settlement gain	-	(211)	-	(211)
Currency exchange loss/(gain)	16	(12)	13	(42)
Finance expenses – Convertible loans	-	-	-	258
Finance expenses – Directors' loans	-	28	-	83

7.2 RELATED PARTY TRANSACTIONS

	3 Months Ended		9 Months Ended	
	30/9/2026 S$'000 Unaudited	30/9/2025 S$'000 Unaudited	30/9/2026 S$'000 Unaudited	30/9/2025 S$'000 Unaudited
Advances				
Payment made by directors on behalf of Group	20	373	112	544

There are no material related party transactions apart from those disclosed in Note 7.2 or elsewhere in the financial statements.

8. TAXATION

The Group calculates the period income tax expense using the tax rate that would be applicable to the expected total annual earnings. There is no tax expense recorded as the Group has no taxable profits.

9. DIVIDENDS

No dividend has been declared or recommended for the three months and nine months ended 30 September 2026 ("**3Q2026**")("**9M2026**") as the Group had recorded cumulative losses of S$158,371,000 as at the end of 3Q2026 and a net loss of S$2,091,000 for 3Q2026.

10. NET LIABILITY VALUE

	Group		Company	
	30/9/2026 S$ Unaudited	31/12/2025 S$ Unaudited	30/9/2026 S$ Unaudited	31/12/2025 S$ Unaudited
Net liability value per ordinary share (cents)	(0.37)	(0.27)	(0.37)	(0.27)

The calculation of net liability value per ordinary share was based on 1,392,973,333 shares as at both 30 September 2026 and 31 December 2025.

11. INVESTMENT IN SUBSIDIARY CORPORATIONS

	Company	
	30/9/2026 $'000	31/12/2025 $'000
Equity investments at cost		
Beginning and end of financial period / year	19,560	19,560
Allowance for impairment		
Beginning and end of financial period / year	19,560	19,560
Net carrying amount	-	-

12. INVESTMENT IN A JOINT VENTURE

	Group		Company	
	30/9/2026 S$'000 Unaudited	31/12/2025 S$'000 Unaudited	30/9/2026 S$'000 Unaudited	31/12/2025 S$'000 Unaudited
Cost				
Beginning of financial period/year	5,300	5,120	5,300	5,945
Add: Increase in carrying amount	-	180	-	-
Less:				
Impairment loss	-	-	-	(645)
Disposal	(5,300)	-	(5,300)	-
End of financial period/year	-	5,300	-	5,300

The loss on disposal is as follows:

	Group $'000	Company $'000
Cash proceeds from disposal	4,334	4,334
Carrying amount of investment in a joint venture	(5,300)	(5,300)
Reclassification of cumulative translation differences to profit or loss on disposal of joint venture	(916)	-
Loss on disposal of joint venture	(1,882)	(966)

12. INVESTMENT IN A JOINT VENTURE (CONT'D)

Set out below is the joint venture of the Group as at 30 September 2026 and 31 December 2025:

Name of company	Principal activity	Country of business /incorporation	Equity interest held by the Group	
			30/9/2026	31/12/2025
			%	%
Grand Bay Hotel Co., Ltd	Real estate development	Thailand	-	50

The Group had diversified its business into property development and property investment in financial year ended 31 December 2017 and had on 12 June 2019, entered into joint venture agreement ("**JVA**") with Apex Development Public Company Limited ("**Apex**") and Grand Bay Hotel Co., Ltd ("**Grand Bay**").

The Group had joint control over Grand Bay under the contractual agreement with Apex, and unanimous consent was required from both parties for all relevant activities. The contractual agreement provided the Group and Apex with rights to the net assets of Grand Bay. Therefore, the investment in Grand Bay was classified as a joint venture. There were no contingent liabilities relating to the Group's interest in the joint venture. The joint venture was effectively disposed in September 2026 via a share capital reduction exercise.

13. PROPERTY, PLANT AND EQUIPMENT

	Office equipment	Total
Group	**S$'000**	**S$'000**
Cost		
At 1 January 2025	25	25
Written off	(25)	(25)
At 31 December 2025 and 30 September 2026	-	-
Accumulated depreciation		
At 1 January 2025	25	25
Written off	(25)	(25)
At 31 December 2025 and 30 September 2026	-	-
Net book value		
At 31 December 2025 and 30 September 2026	-	-

During the three months and nine months ended 30 September 2026, the Group has not acquired or disposed of any assets.

14. BORROWINGS

- Amount repayable in one year or less, or on demand

	As at 30/9/2026		As at 31/12/2025	
	Secured S$'000	Unsecured S$'000	Secured S$'000	Unsecured S$'000
Convertible loans [(1)]	-	5,605	-	5,605
Loan from third party [(2)]	-	588	-	591
	-	6,193	-	6,196

Notes:

(1) Convertible loans include accrued interests and are recorded at fair value of the liability component. The fair value of the liability component is calculated using a market interest rate for an equivalent non-convertible loan at the date of issue. The residual amount, representing the value of the equity conversion component, is included in shareholders' equity in other reserves, net of deferred income taxes.

(2) Loan from a third party, Asia Assets Development Co. Ltd. ("AAD"), amounting to US$460,000 is unsecured, interest-free, and was to be repaid in full on 3 July 2025. This loan was utilised to pay the Final Settlement. Our Group Chief Executive Officer is a minority shareholder of AAD. The Company reached a verbal understanding with AAD to extend the maturity date until a reverse takeover of the Company ("RTO") has been completed.

The Group has no other borrowings that are repayable beyond one year.

There were no collaterals for the borrowings as at 30 September 2026 and 31 December 2025.

Convertible loans

On 13 and 23 December 2019, the Company entered into two convertible loan agreements (the "**Agreements**") with four investors for loan amounts of $1,750,000 ("**13 Dec 2019 Convertible Loans**") and $1,000,000 ("**23 Dec 2019 Convertible Loan**") respectively, which are subject to annual interest rate of 10%. All the convertible loans holders are non-related parties, except for 23 Dec 2019 Convertible Loan, which was extended by a then-Director of the Company.

On 3 January 2020, the Company entered into a convertible loan agreement with an investor for a loan amount of $800,000 ("**3 Jan 2020 Convertible Loan**") which is subject to annual interest rate of 10%.

In the financial year ended 31 December 2021, the Company repaid $250,000 in respect of the 13 Dec 2019 Convertible Loans. Accordingly, the outstanding principal loan amount from the 13 Dec 2019 Convertible Loans was reduced to $1,500,000.

14. BORROWINGS (CONT'D)

Convertible loans

Throughout the preceding financial years, the Group has successfully extended the date of maturity through various supplementary agreements with the investors on multiple occasions (disclosed below as "**Previous extended date of maturity**"). Most recently on 18 February 2025, the Company had entered into supplemental agreements to further extend the maturity of the convertible loans ("**Revised date of maturity**") as follows:

	Previous extended date of maturity	Revised date of maturity
13 Dec 2019 Convertible Loans	13 December 2024	13 June 2025
23 Dec 2019 Convertible Loan	23 December 2024	23 June 2025
3 Jan 2020 Convertible Loan	3 December 2024	3 June 2025

As at 30 September 2026, the outstanding 13 Dec 2019 Convertible Loans, 23 Dec 2019 Convertible Loan and 3 Jan 2020 Convertible Loan (including interest) are convertible up to 25,483,673 shares, 16,942,786 shares and 13,628,356 shares (31 December 2025: 25,483,673 shares, 16,942,786 shares and 13,628,356 shares) respectively, in total amounting to 56,054,815 (31 December 2025: 56,054,815) new ordinary shares in the capital of the Company at the option of the investors, subject to the terms and conditions of the Agreements.

The Company has reached a verbal understanding with the respective investors to extend the maturity dates of the loans, with interest accruals to be suspended from 1 July 2025, until an RTO has been completed.

The fair value of the liability component is calculated using a market interest rate for an equivalent non-convertible loan at the date of issue. The residual amount, representing the value of the equity conversion component, is included in shareholders' equity in other reserves, net of deferred income taxes.

The carrying amount of the liability component of the convertible loans at the reporting date is derived as follows:

	Group and Company	
	30/9/2026 $'000	31/12/2025 $'000
Face value of convertible loans at issuance	3,550	3,550
Equity conversion component on initial recognition	(325)	(325)
Liability component on initial recognition	3,225	3,225
Repayment of convertible loan (included interest) up-to-date	(289)	(289)
Accumulated gains arising from modification of convertible loans	(858)	(858)
Accumulated amortisation of interest expenses	3,527	3,527
Liability component at end of financial period	5,605	5,605

15. SHARE CAPITAL

	Group and Company	
	Number of ordinary Shares	Amount
	'000	$'000
30/9/2026		
Beginning of financial period	1,392,973	154,852
Issuance of new ordinary shares	-	-
End of the financial period	1,392,973	154,852
31/12/2025		
Beginning of financial year	1,392,973	154,852
Issuance of new ordinary shares	-	-
End of the financial year	1,392,973	154,852

All issued ordinary shares are fully paid. There is no par value for these ordinary shares.

Fully paid ordinary shares carry one vote per share and carry a right to dividends as and when declared by the Company.

As disclosed in Note 14 of this announcement, the Company had entered into the 13 Dec 2019 Convertible Loans, 23 Dec 2019 Convertible Loan, and 3 Jan 2020 Convertible Loan. Subsequently, the Company had, on 18 February 2025, entered into new supplemental agreements to further extend the maturity date of each of the outstanding convertible loans to 13 June 2025, 23 June 2025 and 3 June 2025, respectively. The Company has reached a verbal understanding with the respective investors to extend the maturity dates of the loans, with interest accruals to be suspended from 1 July 2025, until an RTO has been completed. As at 30 September 2026, all three convertible loans, inclusive of interest, are convertible up to 56,054,815 new ordinary shares of the Company (31 December 2025: 56,054,815) upon maturity. Save for this, the Company does not have any other convertible securities.

	As at 30/9/2026	As at 30/9/2025
Shares to be issued on conversion of all outstanding convertibles	56,054,815	56,054,815
Total number of issued shares excluding treasury shares and subsidiary holdings of the issuer	1,392,973,333	1,392,973,333
Shares to be issued upon conversion as a percentage of total number of issued shares excluding treasury shares and subsidiary holdings of the issuer	4.02%	4.02%

There were no changes in the Company's share capital arising from rights issue, bonus issue, subdivision, consolidation, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since 30 June 2026.

There were no treasury shares or subsidiary holdings as at 30 September 2026, 31 December 2025 and 30 September 2025.

There was no sale, transfer, cancellation and/or use of treasury shares or subsidiary holdings as at 30 September 2026.

16. EARNINGS PER SHARE

Earnings per ordinary share of the Group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends:

	3 Months Ended		9 Months Ended	
	30/9/2026	30/9/2025	30/9/2026	30/9/2025
Earnings/(Losses) per share attributable to equity holders of the Company (cents per share)				
Weighted average number of ordinary shares for basic earnings per share	1,392,973,333	1,392,973,333	1,392,973,333	1,392,973,333
Weighted average number of ordinary shares for diluted earnings per share	1,449,028,148	1,449,028,148	1,449,028,148	1,449,028,148
Net profit/(loss) used to determine basic and diluted losses per share (S$'000)	(2,091)	103	(2,286)	(321)
Add back: Interest on convertible loans (S$'000)	-	-	-	258
Adjusted net profit/(loss) for the financial period (S$'000)	(2,091)	103	(2,286)	(63)
Basic earnings/(losses) per share (cents)	(0.150)	0.007	(0.164)	(0.023)
Diluted earnings/(losses) per share (cents)[(1)]	(0.150)	0.007	(0.164)	(0.023)

Note:

(1) For the purpose of calculating diluted losses per share, loss attributable to equity holders of the Company and the weighted average number of ordinary shares outstanding are adjusted for the effects of all dilutive potential ordinary shares. The diluted losses per share computations have not taken into consideration the effects of the convertible loans as at 30 September 2026 and 30 September 2025, as they were anti-dilutive.

17. SUBSEQUENT EVENTS

Following the capital reduction of shares in Grand Bay, the Company's bank is currently completing the necessary verification and documentation requirements relating to the Company's directors and authorised signatories. Accordingly, the funds received from the capital reduction are presently unavailable for withdrawal or transfer. The Company acknowledges the escrow requirements under Catalist Rule 1017(1)(a), which requires a cash company to place 90% of its cash and short-dated securities in an account opened with and operated by an escrow agent which is part of any financial institution licensed and approved by the Monetary Authority of Singapore. In view of the Company's existing financial obligations, ongoing restructuring efforts and the additional constraints associated with maintaining an escrow account, the Board intends to seek a waiver or modification of the escrow requirements through its continuing sponsor. The Company has consolidated the outstanding amounts due to creditors, assessed its funding requirements in support of the application, and submitted the application to SGX-ST.

OTHER INFORMATION REQUIRED PURSUANT TO APPENDIX 7C OF THE CATALIST RULES

1. Whether the figures have been audited or reviewed and in accordance with which auditing standard or practice.

The condensed interim financial statements of financial position of Mercurius Capital Investment Limited and its subsidiary corporations as at 30 September 2026 and the related condensed interim consolidated statement of profit or loss and other comprehensive income, condensed interim statements of changes in equity and condensed interim consolidated statement of cash flows for the period then ended and certain explanatory notes have not been audited or reviewed.

2. Where the latest financial statements are subject to an adverse opinion, qualified opinion or disclaimer of opinion (other than a material uncertainty related to going concern):-

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

The latest audited financial statement for the financial year ended 31 December 2022 was subject to disclaimer of opinion on the basis of the following:

(i) Since the prior financial year ended 31 December 2021, the auditor of the Company was unable to obtain sufficient appropriate audit evidence to ascertain that the unaudited management accounts of the Company's investment in a joint venture, Grand Bay present a true and fair view with no material misstatement and as such was unable to ascertain the share of losses of Grand Bay recognised in the consolidated statement of comprehensive income for the financial year ended 31 December 2021 and the carrying amount of the investment in the joint venture recognised in the consolidated statement of financial position as at 31 December 2021 due to the absence of satisfactory audit evidence and explanation from the Company. As such, the auditor of the Company was unable to carry out any alternative audit procedures to obtain sufficient and appropriate audit evidence to determine whether any adjustments, if any, are required to be made to the opening balances, and whether there will be possible effects on the comparability of the figures as at 31 December 2022 with corresponding figures.

The Company has a 50% shareholding interest in Grand Bay. The Company has been actively working with the management of Grand Bay on the audit matters for financial year ended 31 December 2022 and has resolved the audit issues for the financial year ended 31 December 2022 although the recoverable amount and resultant impairment, if any, on the carrying amount of the investment in joint venture as at 31 December 2021 remains unresolved. In relation to audit matters for the financial year ended 31 December 2023, the Company, despite making diligent efforts, has faced difficulties in obtaining the required information.

Following the disposal of Grand Bay in September 2026, this issue will be resolved going forward.

(ii) Limitation of scope on significant subsidiary corporations, Songmart Holdings Sdn. Bhd. and its subsidiary corporations including incomplete accounting records, insufficient information and explanations provided by the management of Songmart Group throughout the audit process. The component auditors have encountered various challenges and difficulties in completing the audit of the consolidated statement of financial position of Songmart Group as at the acquisition date i.e., 28 October 2022 as well as the consolidated financial statements of Songmart Group as at 31 December 2022 and for the financial period from 28 October 2022 to 31 December 2022. Despite raising this issue to the group management level and their efforts to assist, they were unable to provide viable solution to address the concerns of the component auditors.

The Group had on 28 October 2022, completed the acquisition of Songmart Holdings Sdn. Bhd. and its subsidiary corporations ("**Songmart Group**"). Songmart Group consists of (a) a Malaysia based grocery business that operates supermarket operations in Johor Bahru (b) wholesale trading of foodstuff and groceries business mainly in Malaysia.

As announced on 8 August 2023, 14 August 2023 and 21 August 2023, the High Court of Malaysia had ordered the Songmart Group to be wound up. The liquidator appointed to facilitate the winding up process of the Songmart Group had assumed control over the Songmart Group's assets and liabilities. Consequently, the Group had deconsolidated the Songmart Group on 30 June 2023 pursuant to the Company's loss of control over the assets and liabilities of the Songmart Group.

The audit concern highlighted by the Company's external auditors remains unresolved, as the Songmart Group ceased business operations on 30 June 2023 and has faced challenges in managing personnel to address the audit issue. Efforts are underway to develop a comprehensive strategy through close collaboration with external auditors to systematically address and resolve these concerns.

(iii) Impairment assessment of investment in subsidiary corporations, Songmart Group due to absence of available information which auditors were unable to obtain sufficient appropriate audit evidence with respect to the recoverable amount and resultant impairment, if any, on the carrying amount of the investment in subsidiary corporations, Songmart Group as at 31 December 2022 and were also unable to perform appropriate alternative audit procedures to determine the effect of adjustments, if any, on the statement of financial position of the Group as at 31 December 2022.

The Group has performed a full impairment assessment on Songmart Group taking into consideration the receipt of summary judgment as announced by the Company on 19 February 2024.

(iv) The Group acts as one of the guarantors to a bank in respect of bank borrowings granted to its subsidiary corporations, Songmart Group, and as at 31 December 2022, these bank borrowings were collectively in breach of loan covenants, which could result in expected credit losses.

As announced on 17 July 2024, the Company paid US$460,000 on 3 July 2024, which represents about 50% of the Total Debt, as a full and final settlement with the Bank. In response, the Bank's solicitors sent a letter dated 9 July 2024 confirming that the Bank will cease all legal proceedings against the Company and will not initiate any further legal actions.

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

The board of directors (the "Board") confirms that the impact of the audit issues on the financial statements has been adequately disclosed.

3. A review of the performance of the Group, to the extent necessary for a reasonable understanding of the Group's business. It must include a discussion of the following:

(a) any significant factors that affected the turnover, costs, and earnings of the Group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
(b) any material factors that affected the cash flow, working capital, assets or liabilities of the Group during the current financial period reported on.

(A) Review of condensed interim consolidated statement of profit or loss and other comprehensive income

Revenue and Gross Profit

The Group's principal operating subsidiaries have ceased their business operations, resulting in no revenue and no gross profit or loss being attributed to the Group for the three months and nine months ended 30 September 2026 ("**3Q2026**" and "**9M2026**", respectively) and 30 September 2025 ("**3Q2025**" and "**9M2025**", respectively).

Cost of sales

In view of the abovementioned, the Group recorded nil cost of sales for 3Q2026, 9M2026, 3Q2025 and 9M2025 respectively.

Other gains/(losses), net

Other gains/(losses), net for 3Q2026 and 9M2026 consist of currency exchange losses of S$16,000 and S$13,000 respectively.

Other income

Other income for 3Q2026 and 9M2026 amounted to nil compared with S$211,000 for 3Q2025 and 9M2025. In July 2025, the Company paid S$365,000 as Settlement Sum of a debt which amounted to S$576,387.20 to Mr. Chew pursuant to the terms of the Settlement Agreement. Consequently, a gain on settlement of debts amounting to S$211,000 was recognised as other income for 3Q2025 and 9M2025.

Administrative expenses

Administrative expenses have increased from S$92,000 for 3Q2025 to S$193,000 for 3Q2026, and from S$233,000 for 9M2025 to S$391,000 for 9M2026, primarily due to increase in professional fees in relation to legal fees incurred for the capital reduction exercise for Grand Bay.

Finance Costs

Finance costs are substantially due to the accrued interest from the 13 Dec 2019 Convertible Loans, the 23 Dec 2019 Convertible Loan and the 3 Jan 2020 Convertible Loan, with the remaining portion attributable to interest on loans from directors. There is no finance cost in 3Q2026 and 9M2026 as interest accruals had been suspended from 1 July 2025, until an RTO has been completed.

Share of loss from joint venture

Share of loss from joint venture was recorded at nil during 3Q2026, 3Q2025, 9M2026 and 9M2025. This is attributed to the Company's inability to obtain the pertinent financial information from the joint venture during the specified periods resulting in an inability to reliably estimate the joint venture's share of losses.

Loss on disposal of joint venture

Following the capital reduction of the Company's shareholding interest in Grand Bay, the Group recognised loss on disposal of investment in joint venture amounting to S$1,882,000 for Q32026 and 9M2026.

Net Profit/(Loss)

As a result of the above, the Group recorded a net loss after tax of S$2,091,000 during 3Q2026 as compared to a net profit of S$103,000 during 3Q2025, and a net loss of S$2,286,000 during 9M 2026 as compared to a net loss of S$321,000 during 9M2025.

(B) Review of condensed interim financial statements of financial position

Current Assets

Current assets increased from S$62,000 as at 31 December 2025 to S$4,365,000 as at 30 September 2026, mainly due to an increase in cash and cash equivalents following the proceeds from the capital reduction of Grand Bay amounting to S$4,334,000 during Q32026.

Non-current Assets

Non-current assets decreased from S$5,300,000 as at 31 December 2025 to nil as at 30 September 2026 due to the capital reduction of shares in Grand Bay during 3Q2026.

Liabilities

Trade and other payables increased from S$2.99 million as at 31 December 2025 to S$3.35 million as at 30 September 2026, mainly due to higher advances from directors and payables to professional parties for operating expenses.

Borrowings remained relatively unchanged at S$6.19 million as at 30 September 2026 and S$6.20 million as at 31 December 2025 as interest accruals had been suspended with effect from 1 July 2025.

Working Capital

The Group recorded negative working capital of S$5.18 million as at 30 September 2026, as compared to S$9.13 million as at 31 December 2025, primarily due to the increase in cash and cash equivalents, and partially offset by the increase in trade and other payables.

Equity

The Group's equity decreased from negative S$3.83 million as at 31 December 2025 to negative S$5.18 million as at 30 September 2026, mainly due to losses incurred amounting to S$2,286,000 during the period.

(C) Review of condensed interim consolidated statement of cash flows

Net cash used in operating activities amounted to S$15,000 for 9M2026, mainly due to operating cash outflows before working capital changes of S$390,000, a decrease in trade and other receivables of S$16,000 and an increase in trade and other payables of S$359,000.

Net cash from investment activities amounted to S$4,334,000 for 9M2026 and is derived from proceeds from the capital reduction of shares of Grand Bay.

There were no cash flows from financing activities during 9M2026.

As a result, the Group had a net cash inflow of S$4,319,000 for 9M2026. Cash and cash equivalents of the Group increased from S$3,000 as at 1 January 2026 to S$4,322,000 as at 30 September 2026.

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

Not applicable as no forecast was previously disclosed.

5. **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 reporting period and the next 12 months.**

As announced on 27 February 2026, the Board was assessing the feasibility of a collaboration with AAD relating to its proposed blue carbon credit development as the Company continues to actively seek investors for the required funding. Subsequently, as announced on 17 June 2026, the Company will not be proceeding with the proposed collaboration with AAD as the pre-condition of securing funding has not been fulfilled. Further as announced on 6 October 2025, the SGX-ST has informed the Company that it would need to voluntarily seek a delisting should it fail to sign a definitive agreement for its RTO plan by 31 December 2025. As announced in its monthly updates, the Company notes that the deadline has passed and as it has yet to enter into a definitive agreement, it is considering its options and next steps to take.

The Company is currently engaged in multiple on-going discussions in relation to potential transactions, including reverse takeovers and transfer listing opportunities. Among these, a company engaged in geothermal power projects has expressed interest in identifying a suitable listed shell company in Singapore, and discussions on feasibility are currently ongoing.

A Malaysia-based company operating a chain of hospitals has also expressed interest in identifying a suitable listed shell company in Singapore, and discussions on feasibility are currently being planned.

As a result of the above developments, the Group's outlook and financial performance for the forthcoming reporting period and the next 12 months will be closely tied to the final outcome of the above.

6. Dividend

(a) Current Financial Period reported on

Any dividend declared for the current financial period reported on?

No

(b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the corresponding period of the immediately preceding financial year?

No.

(c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated).

Not applicable.

(d) The date the dividend is payable.

Not applicable.

(e) The date on which Registrable Transfers received by the company (up to 5:00pm) will be registered before entitlements to the dividend are determined.

Not applicable.

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

No dividend has been declared or recommended for 3Q2026 and 9M2026 as the Group had recorded cumulative losses of S$158,371,000 as at the end of 3Q2026 and a net loss for 9M2026.

8. If the Group has obtained a general mandate from shareholders for Interested Person Transactions (IPTs), the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.

No general mandate for IPTs has been obtained from shareholders of the Company.

9. Confirmation pursuant to Rule 720(1) of the Catalist Rules.

The Company confirms that it has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) pursuant to Rule 720(1) of the Catalist Rules.

10. Disclosure pursuant to Rule 706A of the Catalist Rules

On 17 September 2026, the Company's shares in Grand Bay were cancelled by way of a share capital reduction. As a result, the Company no longer holds any shares in Grand Bay. The Company received in cash, THB 115 million (approximately S$4.3 million), which was based on the net assets of Grand Bay as at 31 December 2025, less a buffer of approximately THB 44 million (approximately S$1.7 million) for tax obligations and remaining expenses of Grand Bay. The net asset value represented by the shares was approximately THB 117 million (approximately S$4.5 million).

11. Confirmation by the Board Pursuant to Rule 705(5) of the Catalist Rules

On behalf of the Board, we, the undersigned, hereby confirm to the best of our knowledge that nothing has come to the attention of the Board which may render the condensed interim financial statements for the nine-month period ended 30 September 2026 to be false or misleading in any material aspect.

BY ORDER OF THE BOARD

Chu Yun Yuan
Group Chief Executive Officer

Wong Leong Chui
Lead Independent Non-Executive Director

13 November 2026