



# Resilient & Rising

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At Seatrium, resilience is more than strength – it is the springboard for transformation. Amid evolving market dynamics, we have strengthened our foundations, embraced innovation, and advanced towards sustainable growth. "Resilient and Rising" encapsulates our ability to navigate changes, drive performance and create long-term value for stakeholders. Ours is a story of adaptability, ambition, and progress – anchored in purpose and powered by people. We are not just navigating change, we are leading it.



**>16 GW**

Total capacity of offshore wind substation projects to date – **capable of powering 20 million households**



**~17M BOPD<sup>1</sup>**

Total oil production capacity of past and ongoing projects – **equivalent to about one-sixth of global oil demand**



**>55 MTPA<sup>2</sup>**

LNG regasification capacity of past and ongoing FSRU conversion projects – **>9x Singapore's annual LNG imports**



# Rooted In Strength

1 Barrels of Oil Per Day – a standard industry measure of crude oil production or equivalent, representing the volume produced over a 24-hour period. One barrel equals 42 US gallons.  
2 Million Tonnes Per Annum – a unit of measure used to indicate the production capacity or throughput of a facility in millions of metric tonnes per year.

Secured fourth repeat order from TenneT – a 2.2GW HVDC Offshore Converter Platform for the BalWin5 wind farm development in the German North Sea.



Our resilience stems from strong foundations. Seatrium's proven track record, core capabilities, and global scale position us for long-term success. These fundamentals empower us to navigate the future with confidence.



Achievement of First Oil by newbuild FPSO P-78, marking the expansion of Seatrium's end-to-end capabilities to include offshore commissioning for FPSOs.



**>S\$17B**

**Strong net order book**



**>S\$32B**

**Pursuing robust pipeline opportunities over next 24 months**



**106%**

**YoY growth in Net Profit After Tax**



# Momentum with Visibility

We are rising with clarity and purpose. With our solid order book, healthy pipeline, and diversified business, Seatrium is strategically positioned to capture opportunities amidst the global energy transition. This momentum provides earnings visibility and reinforces our ability to deliver consistent growth.

# Driving Enduring Value



**5.2%**

First positive Total Shareholder Return since the 2023 merger



**3.0 cents**

Final proposed dividend for FY2025 (doubled YoY)



**\$3M**

Community contributions



Advancing a greener tomorrow through sustainability initiatives globally.

Seatrium plays a critical role in building the systems underpinning the world's energy infrastructure. Guided by purpose, we create lasting impact for shareholders, customers, employees, and communities. Our commitment to innovation and progress drives growth that endures, delivering value for generations to come.

# Corporate Profile

## ABOUT SEATRIUM LIMITED

Headquartered and listed in Singapore, Seatrium Limited is a leading provider of specialised engineering solutions for the global offshore, marine, and energy sectors. Seatrium plays a pivotal role in delivering offshore energy infrastructure assets globally that is the backbone to some of the world's essential energy systems.

With over 60 years of proven expertise, Seatrium operates across 15 countries through an integrated network of advanced yards, engineering and technology centres, supported by a diverse and dedicated workforce of more than 24,000 employees.

Seatrium's diversified business positions it to play a critical role in the global energy transition. Its core business segments mainly include Oil & Gas Newbuilds and Conversions; Offshore Wind; and Repairs & Upgrades. The Group delivers complex solutions

underpinning the world's energy ecosystem. Its expanding product portfolio includes FPSOs, FPU's, Offshore Converter Platforms and a wide range of offshore installation vessels, amongst others.

Longstanding customer relationships with the world's largest energy majors, asset operators and owners, and Transmission System Operators underscore Seatrium's ability to consistently deliver high standards of safety, quality and timeliness.

Amidst the global transition, Seatrium has robust capabilities in developing new technologies and solutions (such as Carbon Capture & Storage and New Energies). Guided by a culture of innovation and core values prioritising people, safety and sustainability, Seatrium strives to create enduring value for all stakeholders, engineering towards a sustainable energy future.

Discover more:



[Seatrium.com](https://www.seatrium.com)



[Seatrium](https://www.linkedin.com/company/seatrium)

# Our Global Presence



**LEGEND**

- Yards
- Engineering Centres
- Technology Centres
- Offices / Facilities

<p>Cities</p> <p><b>24</b></p>	<p>Yard Facilities</p> <p><b>11</b></p>	<p>Engineering &amp; Technology Centres / Offices</p> <p><b>&gt;20</b></p>
<p>Employees</p> <p><b>&gt;24k</b></p>	<p>Engineers</p> <p><b>&gt;4k</b></p>	<p>Technologists</p> <p><b>&gt;200</b></p>

# One Seatrium Global Delivery Model

At the heart of our operating model is the One Seatrium Global Delivery Model – a centralised and coordinated execution platform integrating our people and assets worldwide, turning scale into strength.

Coordinated global network to deliver **increasingly complex products at an ever increasing scale.**




**Central Planning and Resource Allocation**

Seatrium’s combined capacity to harness collective resources and optimise our distribution through central planning allows for efficient and agile execution of projects on a global scale.



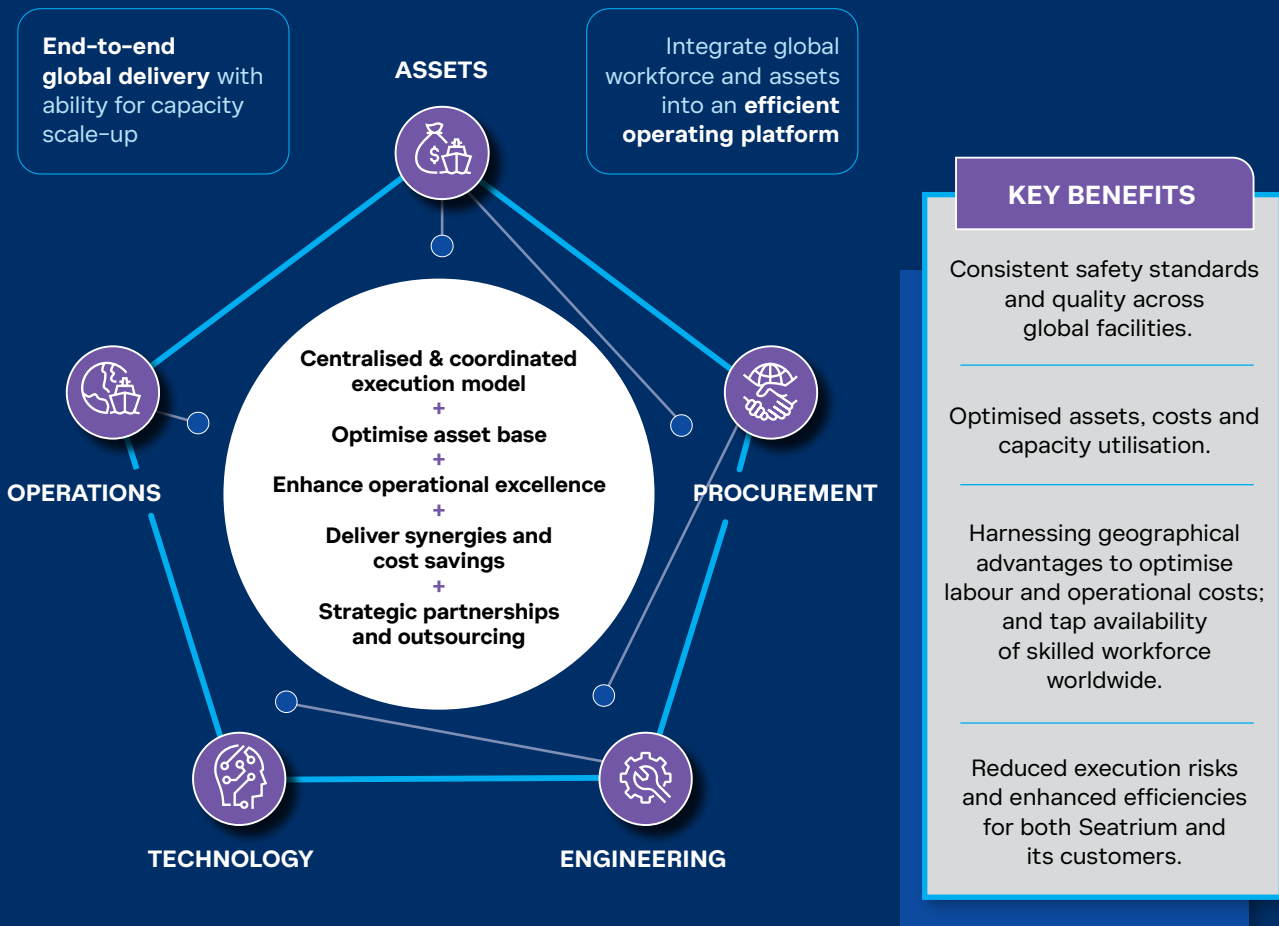
**Global Integrated Management**

Business functions are managed across geographies through a unified integrated operational structure that supports worldwide operations.




**Streamlined Footprint**

With the ability to centrally manage its global operations, Seatrium continues to review, streamline and rationalise assets and footprint to drive cost and operational efficiencies.



Managed centrally from Singapore, we optimise capacity to build projects larger than ever across continents – faster, smarter, and better.

Distributed execution routes work to the **best-fit facility, scale capacity, and taps local partners for smarter delivery.**



**Engineering Offices**

Located regionally to harness an abundance of talent to be deployed globally.




**Yards**

Strategically situated both near Singapore HQ and across the world to better serve our customers.



**Technology Centres**

Located across geographies for impactful technology foresight.




**Partner Yards**

Network of local partners and subcontractors for greater execution agility.



FPSO P-78


### One Seatrium Global Delivery Model In Action



**Fabrication & integration**



**Topside modules fabrication**



**Topside modules fabrication & engineering**

**Hull fabricated by partner yard (managed by Seatrium)**

# Order Book Highlights

CLEAR EARNINGS VISIBILITY; STRONG EXECUTION

5

FY2025 Deliveries

## Execution discipline to deliver robust order book

### 2025

#### One Guyana (SBM Offshore)

FPSO modules fabrication and integration

#### BW Opal (BW Offshore)

FPSO integration

#### Greater Changhua 2b & 4 Project (Ørsted)

600MW Offshore Substation

#### Charybdis (Dominion Energy)

America's first domestically built WTIV

#### Raia (MODEC)

FPSO modules fabrication

### 2026<sup>1</sup>

#### Frederick Paup (Manson Construction)

Trailing suction hopper dredger newbuild

#### Maersk Viridis (Maersk Offshore Wind)

Next-generation WTIV newbuild

<sup>1</sup> Delivered projects as at 28 Feb 2026.

>S\$4B

New Order Wins

## Enforced mid-teens project margin hurdles and progressive payments

FPU Tiber (Shell Offshore)

2.2GW HVDC platform BalWin5 (TenneT)

FLNG Hilli Episeyo upgrade (Golar)

Heavy Lift Vessel (Penta-Ocean Construction)

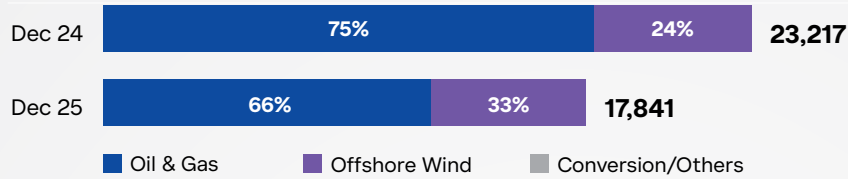
FSRU conversion Høegh Gandria (Høegh Evi)



Tiber FPSU, the second Series Build unit awarded by bp, is based on more than 85% on Kaskida FPSU's design (shown above).

## ROBUST ORDER BOOK

### Net Order Book<sup>2</sup> (S\$'M)



Delivery Year	No. of Projects	Contract Value (S\$'M)	
		Gross	Net
2026	9	5,807	376
2027	6	9,808	2,685
2028	3	5,786	2,606
2029	2	7,076	3,675
2030 onwards	4	11,088	8,499
<b>Total</b>	<b>24</b>	<b>39,565</b>	<b>17,841</b>

<sup>2</sup> Includes major Upgrade and Conversion orders requiring >12 months to complete. Net order book as at Dec 2025 excludes the Frederick Paup dredger which was delivered in Jan 2026.

### NET ORDER BOOK

# S\$17.8B

**24 projects**  
in order book with deliveries till 2033

**40%**  
of net order book are renewables and green/cleaner solutions

**<S\$220M**  
of pre-merger, non-FPSO projects remaining in net order book

**~95%**  
of net order book are Series Build projects

[Learn more about our pipeline opportunities in the CEO Message on page 22.](#)



Empire Wind offshore substation successfully installed (Credits: Equinor).

# Chairman's Statement



“  
**WE WILL CONTINUE TO BUILD A BUSINESS THAT GROWS RESPONSIBLY AND SUSTAINABLY, CREATES MEANINGFUL OPPORTUNITIES FOR OUR PEOPLE, AND DELIVERS VALUE TO OUR SHAREHOLDERS AND STAKEHOLDERS.**  
”

**Mark Gainsborough**  
Chairman

## REVENUE

**S\$11.5**  
Billion  
+24% YoY

## EBITDA

**S\$837**  
Million  
+34% YoY

## NET PROFIT AFTER TAX

**S\$324**  
Million  
+106% YoY

### Dear Shareholders,

FY2025 was a year that tested the mettle of the global energy industry and also one that affirmed Seatrium's strategic positioning. Seatrium is in a very unique position today – we are anchored by over 60 years of proven expertise and track record, yet empowered with the agility of a two-year old start-up. This rare combination gives us the opportunity to shape the right foundations and culture for a Singapore-rooted global powerhouse, one that is building and enabling the underlying systems for some of the world's most important energy infrastructure. So it is important that we do this well from the start.

As a Group, we entered the second full year of Seatrium's formation with a clear focus on business growth; operational discipline; people and culture; governance; and sustainability. These critical pillars will forge a resilient company, capable of standing strong notwithstanding the macroeconomic and geopolitical uncertainties in the world we live in today. This will in turn drive performance and enhance shareholder value for years to come.

### DRIVING PERFORMANCE, DELIVERING VALUE

Seatrium today stands on firmer footing than before, built on strategic clarity, diversified portfolio, a strengthened balance sheet, a robust order book profile and a sharper execution focus. Recognition of Seatrium as a trusted partner to global energy, offshore and marine players continues to grow as we support customers navigating the transition towards more sustainable energy systems.

Our performance for FY2025 reflects these advances. We achieved our second consecutive full-year profitability with net profit after tax attributable to shareholders ("NPAT") doubling to S\$324 million compared to the previous year. ROE has doubled to close to 5% while Total Shareholder Returns has turned positive to 5.2% in FY2025. We remain focused on driving ROE and shareholder returns, while making meaningful progress towards achieving our financial and sustainability targets.

We remain firmly committed to protecting shareholder interests by upholding the highest standards

of transparency and corporate governance. We are concurrently enhancing our disclosures and deepening our engagement with the investment community, with the goal of improving the understanding of our business fundamentals, strategic priorities and long-term value creation approach.

**Our focus continues to be on driving sustainable total shareholder returns through a balanced capital allocation framework that supports growth while delivering consistent dividends and executing share buybacks.**

In appreciation of our shareholders' support, the Board of Directors has also proposed a final one-tier tax-exempt ordinary dividend of 3.0 Singapore cents per share that will be put forth for approval at the upcoming Annual General Meeting. If approved, the dividend will be paid on 18 May 2026. The final proposed dividend for FY2025 is double of the 1.5 Singapore cents in dividends distributed for FY2024, in line with the doubled NPAT.

Alongside dividends, we have returned capital to shareholders through our S\$100 million Share Buyback Programme. By end-FY2025, we repurchased S\$58 million worth of shares from the open market, and we will continue the programme in FY2026. These shares may be cancelled to boost shareholder returns if they are not used for employee share plans or the share component of directors' fees.

[Read more about our investor relations efforts on pages 86 to 89 of this Annual Report.](#)

## HONING OUR RESILIENCE

In FY2025, we demonstrated the strength of our integrated organisation and the benefits of a diversified portfolio across oil & gas, renewables and new energies. The industry backdrop was complex and uncertain during the year, resulting in slower-than-expected decisions for oil & gas investments and mixed momentum in offshore renewables. Nonetheless, we have secured over S\$4 billion in new orders during the year. Our sharpened focus on harnessing synergies and maintaining disciplined cost and risk management is also starting to reflect in our expanded margins. Collectively, we have fortified our ability to withstand industry cycles and balance near-term volatility with long-term opportunity.

This resilience has translated into meaningful progress. Our One Seatrium Global Delivery Model continued to mature, enabling us to execute and deliver large-scale newbuild projects with greater efficiency and proficiency, while supporting diversified, recurring workstreams in repairs and upgrades. Our contract wins, which span offshore wind platform, deepwater oil & gas production vessels, heavy lift vessel, cruise refurbishments, naval retrofits, LNG carrier upgrades, and offshore asset repairs, reflect the breadth and depth of Seatrium's engineering capabilities.

At the same time, we have continued to augment execution certainty and predictability across our yards by enhancing project governance and embedding lessons learnt from executed projects. Central to this progress is our Series Build strategy, which enables Seatrium to construct complex projects with replicable designs and execution models. This approach is being applied to bp's FPU's, Kaskida

and Tiber, as well as TenneT's four HVDC offshore wind platforms in our order book. This drives greater efficiencies, safety and reduces execution risks for Seatrium and our customers. The success in securing Series Build repeat orders reaffirms our role as a trusted partner for complex offshore energy infrastructure in both conventional and renewable markets.

During the financial year, we also closed a longstanding chapter with the conclusion of matters related to Operation Car Wash. The outcome allows us to fully turn the page on this legacy matter and give our full attention towards reinforcing our governance foundations and driving a culture grounded in integrity, accountability and transparency. It is also a meaningful turning point that lets our people and customers look ahead with greater clarity and confidence.

## RISING WITH DISCIPLINE & PURPOSE

As we close FY2025, Seatrium is not only standing resilient, but also rising with renewed momentum. We are rising on the strength of confidence and trust our customers place in us and in our ability to deliver increasingly complex, high-specification projects across conventional and transitional energy markets. We are also rising in our ambition to play a meaningful role in the global energy transition.

Beyond our stronghold in offshore oil & gas, we have expanded our participation in fast-growing segments such as offshore renewables, electrification and decarbonisation, and clean maritime technologies. These will play an increasingly important role in our long-term growth, complementing our strong position in offshore engineering and systems.

# Chairman's Statement

The global push for energy security, affordability and lower-carbon solutions will continue to drive demand for advanced energy solutions and Seatrium is well-positioned to support our customers on this journey. We have evolved alongside the industry over the last six decades, and will continue to do so amidst the global energy transition for long-term resilience. Supporting these efforts are ongoing investments in digitalisation, automation and yard modernisation to enhance our ability to deliver consistently and reliably.

Seatrium entered 2026 as a stronger, leaner organisation with improved cost and margin profiles; strong order book for near-term earnings visibility and ample growth opportunities in pipeline deals we are pursuing. FY2025 performance was strong, but we are not done yet – we have a clear path to realise our full margin and growth potential. Looking ahead, we remain committed to the fundamentals that matter most: safe operations, disciplined execution, and developing the talent and capabilities that underpin our long-term competitiveness. We will continue to build a business that grows responsibly and sustainably, creates meaningful opportunities for our people, and delivers value to our shareholders and stakeholders.

## **STRENGTH AT THE CORE: PEOPLE, PLANET & PRINCIPLES**

We have made strong progress toward our Sustainability Vision 2030, achieving our 2025 interim targets and deepening our commitments across social responsibility, environmental stewardship, governance, and sustainable finance. In FY2025, we launched our inaugural Sustainability Day as part of our

Global Staff Conference, engaging employees across our worldwide operations in our key sustainability priorities and reinforcing our shared commitment to long-term sustainable development.

The safety and well-being of our workers is our top priority. During the year, we formalised our Human Rights Policy, which affirms our commitment to upholding internationally recognised human rights principles and ensuring fair and respectful treatment for all employees. We also completed a comprehensive Health, Safety and Environment culture survey which, together with our Back-to-Basics safety campaign, will guide the next phase of enhancements to our safety roadmap and reinforce a culture of care, accountability and operational discipline across the Group.

## **On the environmental front, we launched our Climate Transition Plan, which sets out clear pathways toward achieving our 2030 and 2050 net-zero targets.**

As part of our Climate Transition Plan, we are integrating climate mitigation, adaptation and resilience measures across our operations and value chain. By harnessing cleaner energy sources and replacing our assets with electrified alternatives, we are actively accelerating our shift towards a sustainable, low-carbon future.

We strengthened industry collaboration through a Memorandum of Understanding with the American Bureau of Shipping (ABS) to build a more sustainable maritime and EPC supply chain, including new supplier ESG guidance and eco-labelling to support our suppliers in their decarbonisation efforts.

We strengthened our sustainability governance by aligning the Group's CSR Committee's Terms of Reference, disclosures and practices with emerging global frameworks, including the International Sustainability Standards Board's (ISSB) International Financial Reporting Standards (IFRS) S1 and S2, and the Taskforce on Nature-related Financial Disclosures (TNFD) framework. We also institutionalised a unified project-level ESG governance structure, embedding sustainability considerations from design through to delivery.

Our Sustainable Finance Framework continued to direct capital toward projects that generate both sustainability impact and long-term value creation. Today, more than 70% of our financing is sustainability-linked, with clearly defined Sustainability Performance Targets that tie financial outcomes to our environmental, social and governance ambitions.

*Read more about our sustainability focus on pages 52 to 55 of this Annual Report and further details in our Sustainability Report.*



**GROWING WITH ALIGNMENT**

Across every level of the organisation, from our frontline teams to the Boardroom, we share a unified purpose to create long-term value for our shareholders and stakeholders. This internal cohesion mirrors our commitment to shareholders, ensuring that our strategies, decisions, and actions consistently safeguard their interests. The Board plays a vital role in this process, guiding Seatrium's trajectory with strategic oversight and leveraging the collective experience, diverse perspectives, and global networks of its members. Through this dual alignment – inside and out – we are building a stronger, more resilient

company positioned for sustainable growth.

I would like to express my sincere appreciation to my fellow Directors for their guidance and unwavering commitment to strengthening Seatrium for the long term. I also extend my heartfelt thanks to our senior management team for their dedication and leadership in steering Seatrium through a dynamic environment and driving our transformation agenda forward.

To our shareholders, thank you for journeying with us and for your continued trust and support. To our customers, business partners, suppliers and industry collaborators,

we appreciate your partnership and trust in Seatrium. Finally, to our employees across all our yards and offices worldwide, your dedication and professionalism underpin every success we have achieved this year.

I am confident that the progress we have made thus far will put us in good stead for the future. Together, we are resilient and will rise to meet the challenges and opportunities that lie ahead of us.

**MARK GAINSBOROUGH**  
Chairman



Making positive waves globally – Community care initiative by Seatrium in Batam, Indonesia, as part of the Group's corporate social responsibility programme.

# CEO's Message



“  
**SEATRIMUM WILL LEVERAGE OUR PRIME POSITIONING TO PLAY AN INCREASINGLY CRITICAL ROLE IN SHAPING THE BACKBONE OF THE WORLD'S ENERGY SYSTEMS AND CREATING ENDURING VALUE FOR ALL STAKEHOLDERS.**  
”

**Chris Ong**  
Chief Executive Officer

## Dear Shareholders,

FY2025 stands as a defining year for Seatrium — a clear reflection of the relentless focus and hard work we have invested to accelerate our momentum toward sustainable growth and resilience. Through strengthened fundamentals and disciplined execution, we have reinforced our ability to navigate a dynamic market environment while positioning Seatrium to capture opportunities arising from the global energy transition. Seatrium will leverage our prime positioning to play an increasingly critical role in shaping the backbone of the world's energy systems and creating enduring value for all stakeholders.

The past year underscored the importance of resilience and execution discipline amid a rapidly evolving global landscape. Against this backdrop, demand for reliable, high-quality offshore energy infrastructure remained robust, and well-supported by long-term fundamentals. The global energy trilemma of balancing security, affordability and sustainability continues to drive investments as nations advance efforts to strengthen energy independence and diversify supply.

In the financial year ended 31 December 2025 (“FY2025”), Seatrium

remained laser-focused on executing our strategic priorities. Our strong performance for the year reflects the resilience of our integrated business model, the unwavering commitment of our people and the continued trust our customers place in us.

## **STRATEGIC PRIORITIES – EARNINGS VISIBILITY, DISCIPLINE AND OPTIMISATION**

Seatrium's strategic priorities remain consistent, and these will continue to drive our growth and strengthen our resilience in the years ahead:

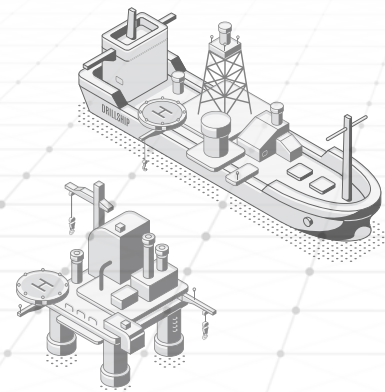
First, we are focused on **building a robust and resilient order book**. Global demand for offshore energy infrastructure remains strong, and we are well-positioned to capitalise on this trend. Our priority is to convert the identified pipeline of opportunities across oil & gas and offshore wind into high-quality contract wins. Concurrently, we are pursuing Series Build projects to reap design efficiencies, apply lessons learned and further enhance project execution. A sizeable and diversified order book, more than S\$32 billion in active pipeline deals, alongside a steady flow of high-value Repairs & Upgrades projects – will provide long-term revenue visibility and resilience for the Group.

## NET ORDER BOOK

**S\$17.8**  
Billion

**24 projects**  
with deliveries till 2033

**40%**  
are renewables and  
green/cleaner solutions



Second, we are committed to **expanding margins through operational and financial discipline**. We expect margins to improve progressively as higher-margin projects secured post-merger translate into a higher proportion of earnings; continued cost optimisation and reduction of overheads that will reshape our cost structure.

While replenishing order book is critical to topline visibility, project execution and risk management are also paramount for margin efficiency. We have over the last two years raised the bar significantly on this front – such as instilling a risk-adjusted hurdle rate of mid-teens project margins (%) when we tender for projects, being insistent on project milestone payments to manage our risks given the scale, complexity and time required to build our projects, aligning contracts with procurement, and ensuring that all projects are cash-flow positive, amongst other policies.

Leveraging our ability to centrally optimise our global assets and footprint from Singapore, we continue to strengthen execution efficiency, streamline our cost structure, and accelerate automation and digitalisation across our operations. These efforts are designed to enhance productivity, improve predictability and drive sustainable improvements in profitability.

[Read more about our One Seatrium Global Delivery Model on pages 10 to 11.](#)

Additionally, our Series Build strategy applied across a growing portfolio of products – including the P-Series FPSOs for Petrobras, FPU for Shell and bp, and HVDC platforms for TenneT, amongst others – will also improve operational and cost efficiencies over time with higher repeatability and accumulated experience, while reducing risks for both our

customers and ourselves. We will continue to expand this strategy across additional product lines as our business continues to grow.

Third, we have accelerated our **asset portfolio optimisation strategy** to strengthen our cost structure and sharpen our competitive edge. With clearer visibility across our global operations as One Seatrium, we have earmarked non-core assets for divestments with the aim of rightsizing our cost structure by streamlining our asset footprint, improving utilisation and monetising non-core assets in a disciplined and structured manner. We have announced a series of divestments, which is expected to contribute >S\$50 million in annualised cost savings when they complete by 1H2026. These assets are also expected to unlock more than S\$230 million in gross gains and over S\$330 million in cash proceeds. Moving forward, we have earmarked an additional >S\$200 million of assets (by book value) that is estimated to bring total operational cost savings from

>S\$50 million executed so far, to >S\$100 million by FY2028, including savings expected from the return of Admiralty Yard to the authorities. This approach ensures that capital is deployed to areas that create the greatest long-term value and positions the Group to scale efficiently as opportunities arise.

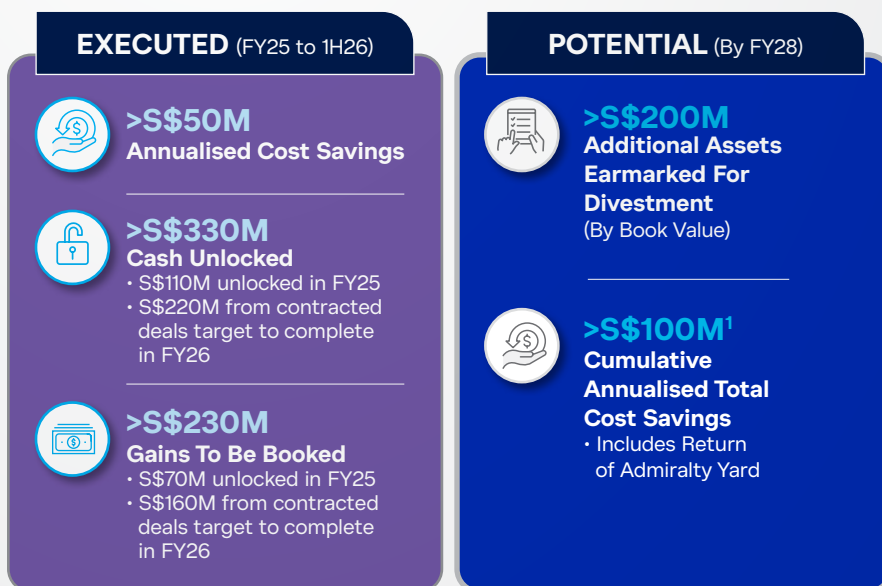
### BUILDING THE RIGHT TRAJECTORY FOR SUSTAINABLE GROWTH

We bolstered our financial performance in FY2025, building upon the foundations laid over the last two years. Our results were underpinned by disciplined execution of a diversified order book and ongoing optimisation of our cost and asset base.

In FY2025, we recorded a 24% year-on-year growth in revenue to S\$11.5 billion, driven by robust execution of projects in our order book - mainly the P-Series for the Oil & Gas segment; and the TenneT HVDC projects for the Offshore Wind segment.

## DIVESTMENTS & MONETISATION

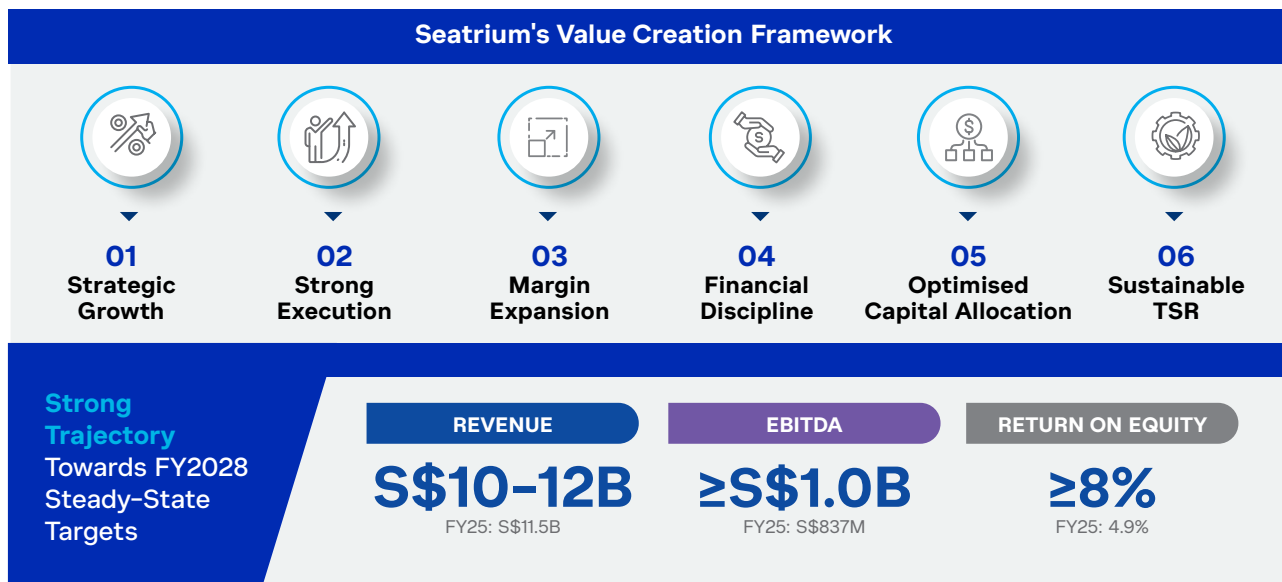
### Unlocking Value & Optimising Cost Structure



<sup>1</sup> Includes >S\$50M annualised cost savings from divestments by 1H26.

# CEO's Message

## Strategic Roadmap to Long-Term Value Creation



**Our robust order book of 24 projects with deliveries extending till 2033 provides us strong near-term revenue visibility.**

We are also focused on growing our Repairs & Upgrades business to provide a stable baseload for our business.

Gross margin expanded to 7.4% in FY2025 from 3.1% in FY2024. The margin expansion was underpinned by improved project mix, higher operating leverage, and effective cost optimisation. Consequentially, EBITDA grew to S\$837 million in FY2025, a 34% increase from S\$627 million in FY2024.

Net profit for the year was S\$324 million, more than double of S\$157 million in FY2024, outpacing revenue growth and underscoring the strong progress we are making in expanding margins. This marks our second full-year net profit since 2017, underscoring the continued momentum in Seatrium's financial performance. The doubling of our net profit

underscores the significant uplift in our core performance – powered by revenue growth, stronger margins, sustained cost optimisation, and disciplined execution.

On capital management, we are focused on de-leveraging our balance sheet and continued optimisation of our cost of capital. During the year, we reduced gross debt to S\$2.5 billion as at 31 December 2025, compared to S\$2.6 billion in the previous year. Concurrently, cost of debt fell to 3.4% as at end-December 2025, from 4.9% as at end-December 2024. With an improved credit profile and largely favourable interest rate environment, we will continue to refinance proactively to reduce our financing costs. We will also diversify funding sources and extend our average debt maturities. As at 31 December 2025, Net Debt to EBITDA reduced to 0.8 times from 1.1 times a year ago.

Alongside the aforementioned strategic priorities, we are making steady progress towards our FY2028 steady-state targets that were announced back in FY2024 to reflect our sustainable core performance ambitions.

[Read more about our FY2025 financial highlights on pages 30 to 33.](#)

### DELIVERING WITH DISCIPLINE AND PRECISION

Operationally, we sustained steady execution momentum across our global network of yards throughout the period. As at end-February 2026, we successfully delivered seven projects from our order book, while driving disciplined progress across the rest of the portfolio.

One of the year's most significant achievements was the sailaway of FPSO P-78, the first of six newbuild units in the series for Petrobras. On 31 December 2025, after completing offshore commissioning activities at Brazil's Búzios Field, P-78 achieved First Oil – a milestone that underscored the Group's successful expansion of its end-to-end EPCC capabilities to include offshore commissioning for FPSOs. The lessons learned from the execution of P-78, particularly in engineering and workflow efficiencies, are now being systematically applied to the five other P-Series FPSOs in our order book, strengthening our operational



Contract signing of BalWin5 2.2GW HVDC Offshore Converter Platform for TenneT's offshore wind farm project in Germany.

cadence and enhancing overall productivity. P-80, P-82, and P-83 are concurrently undergoing integration works at Tuas Boulevard Yard.

We maintained our leadership position as the yard of choice for vessel repairs, upgrades and conversions. During the year, we delivered 185 repair and upgrade projects, including works on 34 offshore vessels, 18 naval retrofits and 20 cruise retrofits. Among the highlights were the deliveries of Karmol LNGT Powership Antarctica and Karadeniz LNGT Powership Americas – our fourth and fifth FSRU conversions for Kinetics, an energy transition initiative by global floating power leader Karpowership. These complex and high-value projects showcase our proven capabilities in specialised retrofits and conversions.

As we look ahead, our focus remains on delivering every project with the discipline, precision and safety that define Seatrium. The progress we achieved in 2025 reflects the strength of our One Seatrium Global Delivery Model and deep execution expertise across our global footprint. We are well-positioned to support our customers' growth ambitions and capture the next wave of opportunities across the offshore energy and maritime sectors.

**>90%**  
global FSRU/FSU  
conversions  
performed by Seatrium

[Read more about our project and business highlights on pages 34 to 49 in the Business Review section.](#)

### DIVERSIFIED NEW ORDERS SECURED

Our proven execution and strong market position have enabled us to secure new wins and pursue a healthy pipeline of opportunities. Despite some industry-wide delays in final investment decisions in the first half of the year due to uncertainties arising from the tariffs announced on Liberation Day, we secured over S\$4 billion in new orders in FY2025. These wins underscore the breadth of our capabilities and the resilience of our commercial momentum.

During the year, we marked a strategic milestone with our entry into Japan's offshore wind market through a Heavy Lift Vessel order from Penta-Ocean Construction, gaining a foothold in a market with strong long-term offshore wind ambitions. We also secured the upgrading of the FLNG Hilli

Episeyo<sup>2</sup>, further extending our track record in delivering complex FLNG projects.

A major highlight was the award of the FPU Tiber contract from bp. With more than 85% design replication from the ongoing FPU Kaskida, Tiber exemplifies the strength of our Series Build approach, which drives productivity, standardisation and execution efficiency. By systematically applying lessons learned and best practices from Kaskida, we enhance quality, improve efficiency and support margin expansion.

In addition, we secured BalWin5, a 2.2GW offshore HVDC project for TenneT in the German North Sea, together with our consortium partner, GE Vernova. This marks the consortium's first win relating to TenneT's German 2GW projects. Building on our long-standing partnership with GE Vernova and TenneT, BalWin5 is the fourth project awarded to the consortium under the five-year Framework Cooperation Agreement with TenneT and reinforces our positioning as a trusted partner for repeat, large-scale offshore wind solutions in Europe. With the latest BalWin5 order, Seatrium has accumulated more than 16GW of offshore wind projects delivered or underway, demonstrating our strong track record of partnering with leading Transmission System Operators and offshore wind developers.

<sup>2</sup> FLNG Hilli Episeyo was the world's first Floating Liquefied Natural Gas (FLNG) vessel converted from an LNG carrier. It was delivered in 2017 by Keppel Offshore & Marine, now part of Seatrium.

# CEO's Message

In Repairs & Upgrades, we continue to leverage our market leadership and strong strategic partnerships to pursue higher-value works. Notably, we secured two FSRU conversion contracts from Höegh Evi and Kinetics, respectively, alongside other high-value projects across various vessel types. We also signed a Letter of Intent with a longstanding partner, Karpowership, to carry out the integration of New Generation Powerships and FSRU conversions.

## VISIBLE GLOBAL PIPELINE OPPORTUNITIES FOR GROWTH

We are actively pursuing over S\$32 billion in pipeline deals over the next 24 months. In oil & gas, we continue to see sustained demand for newbuild floating production assets in Brazil, the Gulf of America and Guyana, markets where we have strong customer relationships and a solid track record. Our significant yard presence in Brazil positions us well to support full-scope EPC newbuilds as well as module

fabrication and integration work. Our single-lift integration approach for Gulf of America FPU's, enabled by the 30,000-tonne twin cranes at our flagship Singapore yard, delivers significant safety and efficiency advantages, and is proving to be a game-changer.

In Guyana, we have participated in 6 of 6 FPSO integration / topside fabrication projects available in the Stabroek Block so far, four already in operation and two undergoing works. This reflects our unparalleled FPSO integration capability and reinforces our leadership in the floating production space.

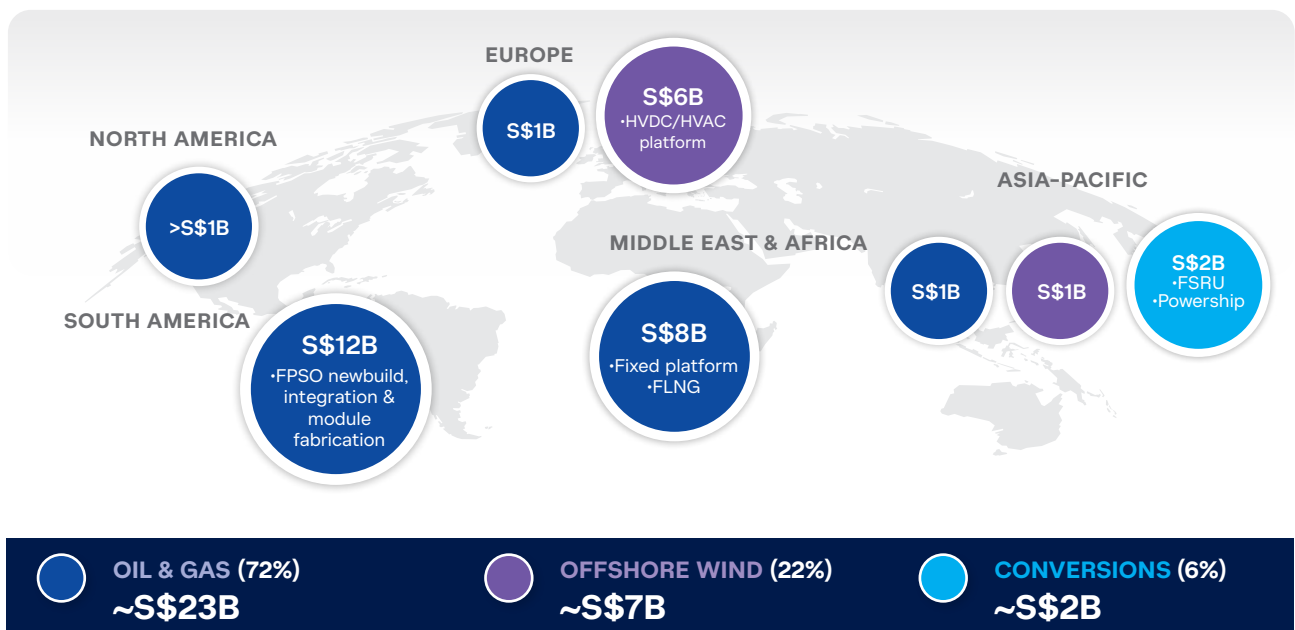
Meanwhile, our strong heritage in jack-up rig designs continues to open new opportunities. Today, two-thirds of the world's operational jack-up rigs are based on Seatrium's designs.

Building on this established leadership, we are capitalising on the rig maintenance, repair and overhaul market in the Middle East

and India, expanding our presence into Saudi Arabia and securing strategic partnerships with key industry players for our rig designs, rig kit and aftermarket services.

Offshore Wind remains a key growth area for Seatrium. While the US market is facing near-term policy headwinds, it remains a nascent market for Seatrium. Moreover, the broader momentum behind global energy transition and the shift toward a net-zero future remains intact. Outside of the US, Europe and Asia are expected to present significant opportunities, supported by strong government commitments and accelerating renewable energy targets. Global offshore wind capacity reached 83GW in 2024, with another 350GW of offshore wind energy capacity expected to be added over the next decade<sup>4</sup>. This will create sustained demand for offshore wind infrastructure assets such as substations and installation vessels.

## Pursuing a Strong >S\$32B Pipeline of New Orders<sup>3</sup> Over 24 Months



<sup>3</sup> As of January 2026. Aggregated value in S\$'billion estimated using mid-point contract value of each project's scope applicable to Seatrium.

<sup>4</sup> Source: Global Offshore Wind Report published in June 2025 by the Global Wind Energy Council.

We also identified S\$2 billion in conversion opportunities and are actively pursuing higher-value floater conversions and powership integration projects.

**Despite being formed just three years ago during the merger, we have under our belt >60 years of proven track record; and a unique ability to deliver projects with consistent safety standards and quality across a large global manufacturing footprint. This presents scalability, geopolitical diversity and some cost arbitrage opportunities.**

These are competitive levers that not many players around the world possess, and we believe we are well-positioned to secure a significant share of these pipeline opportunities.

### **ADVANCING MARITIME DECARBONISATION AND GLOBAL ENERGY TRANSITION**

We have been advancing clean energy and decarbonisation solutions to support the global transition toward a lower-carbon future. We continue to invest in research and innovation to broaden our portfolio in areas that can make a meaningful difference to reduce emissions.

There is growing interest for Seatrium's maritime decarbonisation solutions. During the year, we signed a Letter of Intent with our long-term strategic partner, Solvang ASA, for the installation and retrofitting of carbon capture

and storage ("CCS") systems across its fleet. This collaboration builds on our successful delivery of the world's first onboard CCS retrofit, Clipper Eris, and will further support Solvang ASA in advancing its fleet decarbonisation goals.

As the industry is in active transition, we have identified technologies that leverage our capabilities and knowledge with potential for us to play strongly in the near-, mid- and long-term. This will be vital for us to remain ahead of the curve, offering practical, scalable solutions that will enable cleaner energy systems for the industry.

*Read more about our innovation in maritime decarbonisation and solutions for emerging energies on pages 45 to 47 in the Business Review section.*

Seatrium remains on track toward our Sustainability Vision 2030, delivering on our 2025 targets and strengthening our foundations across safety, environmental performance and governance. During the year, we reinforced our commitment to our people through our Human Rights Policy and Group-wide HSE initiatives, while advancing our decarbonisation pathway with the launch of our Climate Transition Plan and deeper industry collaboration, including our partnership with American Bureau of Shipping.

We continued to embed sustainability into how we operate and govern the business, enhancing data transparency and aligning with emerging global standards.

*Read more about our sustainability focus on pages 52 to 55 of this Annual Report and further details in our Sustainability Report.*

### **RISING ON STRONGER FOUNDATIONS**

Looking ahead to FY2026, macroeconomic uncertainties may continue to influence investment cycles. However, global energy needs and the broader energy transition remain powerful, long-term drivers of demand for offshore energy infrastructure. Energy consumption is expected to rise as economies expand, electrification accelerates, and data centres and artificial intelligence grow in scale. With an optimised operating structure, a diversified portfolio and the collective strength of One Seatrium, we are well-positioned to harness industry tailwinds and build a stronger, more resilient Seatrium that will grow from strength to strength.

*Read more about how we are leveraging AI and technology meaningfully on pages 48 to 49.*

On behalf of the management team, I would like to express our deepest appreciation to our customers, partners, employees and shareholders for your unwavering trust and support. The progress we achieved in FY2025 is a testament to your dedication, partnership and belief in Seatrium. As we build on our foundations and pursue new opportunities, we remain steadfast in our commitment to delivering long-term value for all our stakeholders.

#### **CHRIS ONG**

Chief Executive Officer

# Board of Directors



**MARK GAINSBOROUGH, 67**

Chairman  
Non-Executive/Independent Director

**Date of appointment as a Director:**

28 February 2023

**Date of last re-election:**

26 April 2024

Chairman, Nomination and Remuneration Committee  
Chairman, Transformation Committee  
Member, Corporate Social Responsibility Committee



**YAP CHEE KEONG, 65**

Deputy Chairman  
Non-Executive/Independent Director

**Date of appointment as a Director:**

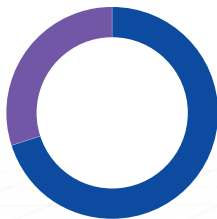
8 December 2021

**Date of last re-election:**

23 April 2025

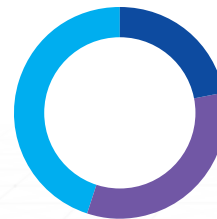
Chairman, Audit and Risk Committee  
Member, Nomination and Remuneration Committee  
Member, Transformation Committee

**Gender Diversity**  
1/3 of Board members are female



● Male 67%  
● Female 33%

**Age Diversity**



● 50-54 years 22%  
● 55-59 years 33%  
● ≥ 60 years 45%



**CHRIS ONG, 51**

Chief Executive Officer  
Executive/Non-Independent Director



**JAN HOLM, 57**

Non-Executive/  
Independent Director

**Date of appointment as a Director:**

28 February 2023

**Date of last re-election:**

23 April 2025

Member, Corporate Social Responsibility Committee  
Member, Transformation Committee

**Date of appointment as a Director:**

28 February 2023

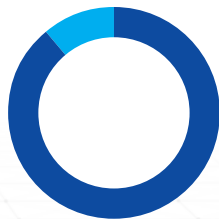
**Date of last re-election:**

23 April 2025

Chairman, Corporate Social Responsibility Committee  
Member, Audit and Risk Committee

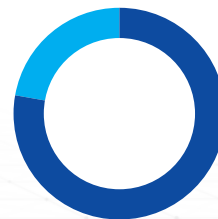
Please see pages 218 to 223 for full biographies.

**Tenure Mix**  
Directors' average length of service is  
2 years 9 months



● ≤ 2 years 11%  
● > 2 years 89%

**Independence**  
Majority of Board members  
are independent



● Independent 78%  
● Non-Independent 22%

# Board of Directors



**IEDA GOMES YELL, 69**

Non-Executive/  
Independent Director

**Date of appointment as a Director:**  
1 May 2023

**Date of last re-election:**  
26 April 2024

Member, Corporate Social  
Responsibility Committee  
Member, Transformation Committee



**SARJIT SINGH GILL, 72**

Non-Executive/  
Independent Director

**Date of appointment as a Director:**  
1 June 2023

**Date of last re-election:**  
26 April 2024

Member, Audit and Risk Committee



**ASTRID SKARHEIM ONSUM, 55**

Non-Executive/  
Independent Director

**Date of appointment as a Director:**  
1 September 2023

**Date of last re-election:**  
26 April 2024

Member, Audit and Risk Committee  
Member, Transformation Committee

## Diverse Domain Knowledge

Directors bring diverse domain knowledge in five or more areas



- Finance and Accounting
- Business and Management
- Regulatory and Compliance
- Mergers & Acquisitions
- Risk
- Sustainability

## Broad Industry Expertise

Directors contribute industry expertise from five or more segments



- Financials
- Energy
- Industrials
- Media
- Professional Services



MARIEL VON SCHUMANN, 54

ENG AIK MENG, 56

Non-Executive/  
Independent Director

Non-Executive/  
Non-Independent Director

**Date of appointment as a Director:**

1 October 2023

**Date of appointment as a Director:**

1 March 2025

**Date of last re-election:**

26 April 2024

**Date of last re-election:**

23 April 2025

Member, Corporate Social Responsibility Committee  
Member, Nomination and Remuneration Committee

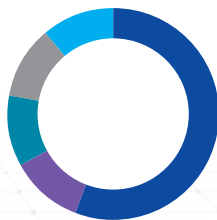
Member, Nomination and Remuneration Committee

Please see pages 218 to 223 for full biographies.

**International Experience**

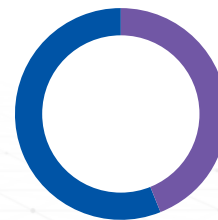
Majority of the Board has global/international experience

Directors by Country of Residence



- Singapore 56%
- United Kingdom 11%
- Isle of Man 11%
- Norway 11%
- Germany 11%

**Directors by Race or Ethnicity**



- European 56%
- Asian 44%

# Senior Management

Seatrium's senior management team embodies the vision and leadership that drive our progress. United as One Seatrium, this team comprises specialists from diverse disciplines, combining deep industry knowledge with strategic foresight. Their collective expertise ensures Seatrium remains agile, innovative, and committed to creating enduring value for all stakeholders.



**01. Mr Chris Ong**  
Chief Executive Officer

**02. Dr Stephen Lu**  
Chief Financial Officer

**03. Mr Chor How Jat**  
Chief Operating Officer

**04. Dr Lee Chay Hoon**  
Chief People Officer

**05. Mr Lim Howe Run**  
Chief Risk Officer

**06. Mdm Looi Lee Hwa**  
General Counsel and Company Secretary

**07. Mr Lim Shih Hsien**  
Executive Vice President, Cyber IT & OT

**08. Mr Aziz Merchant**  
Executive Vice President, Technology & New Product Development

**09. Mr Giovanni Bruni**  
Executive Vice President, Strategy & Sustainability

**10. Mr William Gu**  
Executive Vice President, Seatrium Energy (Marketing)

**11. Mr Marlin Khiew**  
Executive Vice President, Seatrium Energy (Projects) and President, LATAM

**12. Mr Samuel Wong**  
Executive Vice President, Seatrium Energy (Fixed Platforms)

**13. Mr Alvin Gan**  
Executive Vice President, Repairs & Upgrades

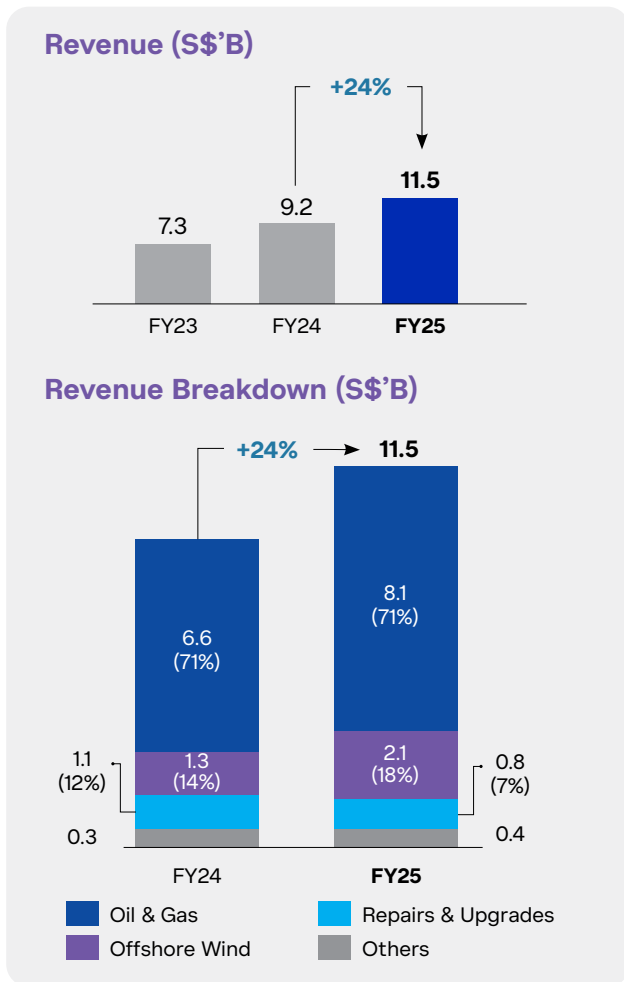
Please see pages 232 to 234 for full biographies.



# Financial Highlights

## TOPLINE GROWTH DRIVEN BY STRONG EXECUTION

For the financial year ended 31 December (“FY”) 2025, the Group achieved its second consecutive year of strong topline growth, with revenue rising 24% to S\$11.5 billion from S\$9.2 billion in FY2024. This demonstrates the strength of Seatrium’s order book and the disciplined execution that continues to ensure reliable delivery for customers. It also highlights the effectiveness of the One Seatrium Global Delivery Model, which enhances integration, drives operational consistency and improves overall efficiency.



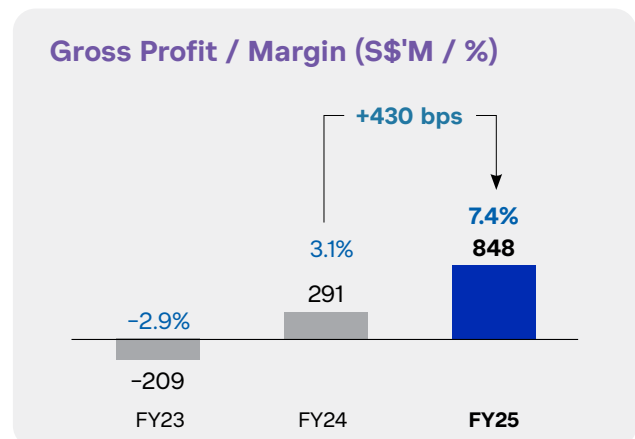
Revenue from the Oil and Gas solutions grew to S\$8.1 billion in FY2025, 24% higher year-on-year, underpinned by steady progress on the six newbuild Petrobras FPSOs, including FPSOs P-84 and P-85, which commenced work in second half of 2024.

Offshore Wind solutions increased by 60% to S\$2.1 billion in FY2025, from S\$1.3 billion in FY2024, anchored by three 2GW HVDC Offshore Converter Platform projects for TenneT – Beta, Gamma and Nederwiek 2.

The Repairs & Upgrades business recorded revenue of S\$0.8 billion in FY2025, a 25% decrease due mainly to trade-related uncertainties and softness in the LNGC market. Despite this, 185 projects were delivered during the year, and the business continues to focus on higher-value opportunities, including FSRU conversions and Powership integrations. In the meantime, the Group’s 23 long-standing strategic partnerships with large global customers continue to provide a steady baseload revenue of a more recurring nature.

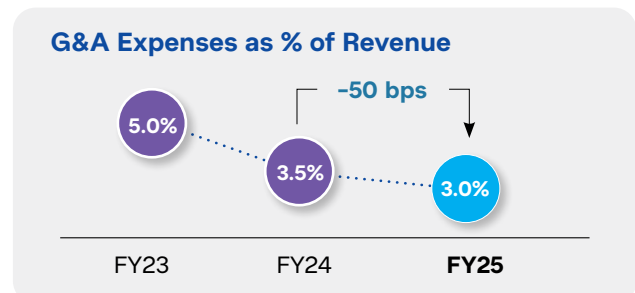
In the Others segment, revenue rose 55% to S\$0.4 billion in FY2025, supported by higher contributions from specialised shipbuilding, chartering activities, as well as rig kit sales and MRO projects delivered through Seatrium Offshore Technology.

## STRONG OPERATIONAL PERFORMANCE SIGNALS NEW BASELINE LEVELS



Gross profit increased to S\$848 million in FY2025, from S\$291 million in the prior year. Gross margin, an indicator of operational performance, increased sharply by 430 basis points to 7.4% from 3.1%, supported by a higher-margin project mix, improved yard utilisation, productivity gains and Series Build projects. The repeatability of Series Build projects reduces risks and enhances cost efficiency.

Exceeded **S\$300M** synergies and cost savings & **S\$200M** procurement savings cumulative targets



The stronger gross profit performance also reflects the benefits of integration and cost transformation initiatives launched since FY2023.

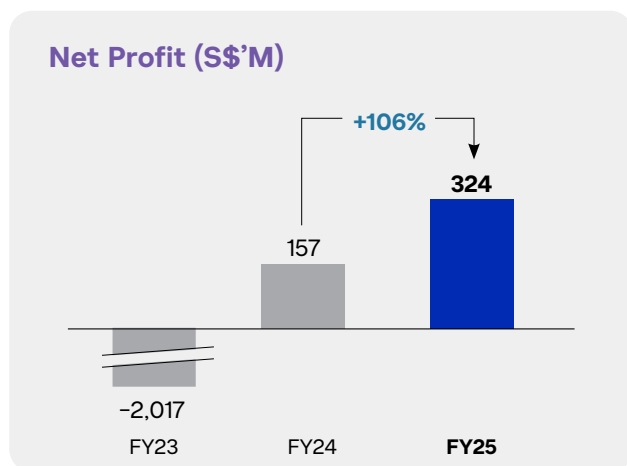
Having surpassed the initial targets of S\$300 million in synergy and cost savings and S\$200 million in procurement savings, the Group has structurally reduced its cost base through tighter cost discipline, scale efficiencies and portfolio optimisation.

These efforts contributed to the significant improvement in gross margins from -2.9% in FY2023 to 7.4% in FY2025, alongside reductions in general and administrative (“G&A”) expenses. G&A expenses as a percentage of revenue declined to 3.0% in FY2025 from 3.5% in FY2024, reflecting continued discipline in cost management.

**The Group expects further potential for margin expansion from (i) cost initiatives implemented in late-FY2025 that have not seen its benefits fully reflected in its FY2025 numbers yet; (ii) ongoing divestments that is expected to progressively deliver annualised cost savings of over S\$100 million by FY2028. This will structurally reduce overheads and drive operating efficiencies that will enhance business resilience in the long-term.**

*Read more about our ongoing divestment efforts in the CEO Message on page 19.*

**DOUBLED NET PROFIT ON STRONGER MARGINS**



Overall, the Group delivered FY2025 net profit of S\$324 million, more than double the S\$157 million recorded in FY2024. This strong performance underscores the significant uplift driven by revenue growth, stronger margins, sustained cost optimisation, and disciplined execution.

**CASH FLOW AND LIQUIDITY**

**OPERATING CASH FLOW<sup>1</sup>**

**S\$440M**  
(FY24: S\$97M)

**INVESTING CASH FLOW**

**S\$2M**  
(FY24: S\$120M)

**FREE CASH FLOW<sup>1,2</sup>**

**S\$443M**  
(FY24: S\$218M)

Cash flows were significantly stronger in FY2025, reflecting disciplined project cash flow management and progressive milestone payment terms. Operating cash flow increased to S\$142 million from S\$97 million in the prior year. Excluding legacy one-off payments, operating cash flow rose to S\$440 million, reflecting the Group’s underlying cash-generation abilities.

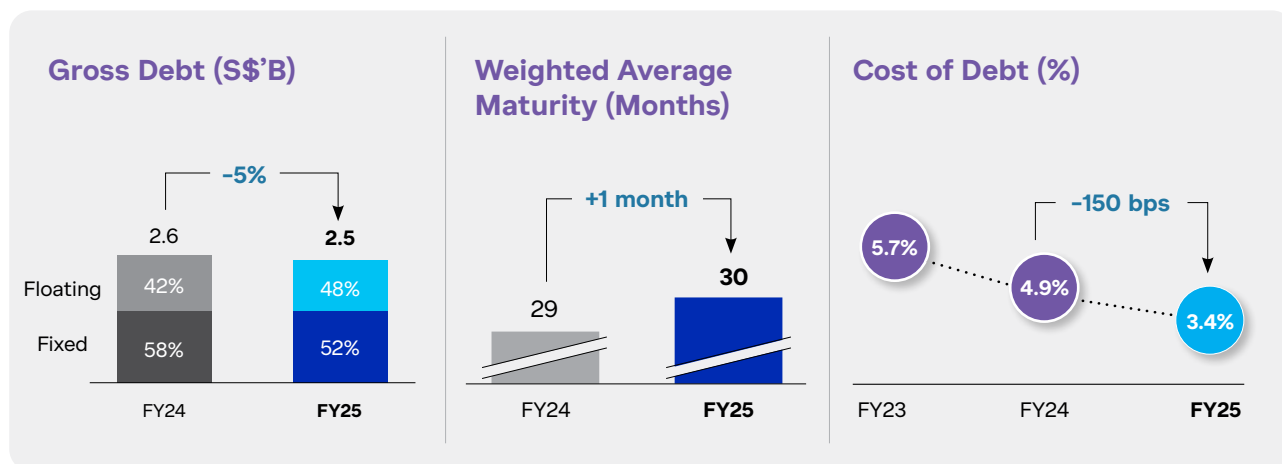
Capital expenditure amounted to S\$122 million, primarily for project needs and safety enhancements, including upgrades at the Batam Yard to support upcoming 2GW HVDC projects. Investing cash flows were broadly neutral, with capital spending largely offset by divestments of non-core assets, including the disposal of GNL (Guanabara Navegação Ltda) and other yard assets.

Free Cash Flow, excluding legacy one-off payments, was S\$443 million – more than double the S\$218 million recorded in FY2024 – driven by stronger operating cash generation. Including legacy payments, Free Cash Flow was S\$145 million.

1 Excluding legacy one-off payments comprising the S\$172M Car Wash final settlement with the Brazilian authorities and the S\$126M payment to customer for the P-52 project.  
 2 Free cash flow is defined as the sum of net cash generated from operating activities, capex, proceeds from disposal of assets and capital reduction, dividends received and distribution from other investments.

# Financial Highlights

## ROBUST BALANCE SHEET; POSITIONING FOR GROWTH



The Group continued to strengthen its balance sheet through active debt repayment and refinancing initiatives aimed at reducing borrowing costs and extending debt maturities. New sustainability-linked revolving credit facilities amounting to US\$1.25 billion were secured from various banks.

As at 31 December 2025, gross debt stood at S\$2.5 billion compared to S\$2.6 billion a year earlier. Net debt declined slightly to S\$680 million from S\$689 million in FY2024. The Group achieved 74% of its borrowings from sustainability-linked or green facilities, underscoring its commitment to sustainability financing.

Active refinancing initiatives also lowered the Group's cost of debt from 4.9% at end-December 2024 to 3.4% at end-December 2025, driven by both lower base rates and tighter credit margins.

The FY2025 debt portfolio comprised 52% fixed-rate debt and 48% floating-rate debt. The Group continues to actively manage the debt portfolio mix, broaden funding sources, and leverage its improved credit profile to secure favourable refinancing outcomes.

### NET LEVERAGE RATIO

**0.8x**

(FY24: 1.1x)

### NET GEARING RATIO

**0.1x**

(FY24: 0.1x)

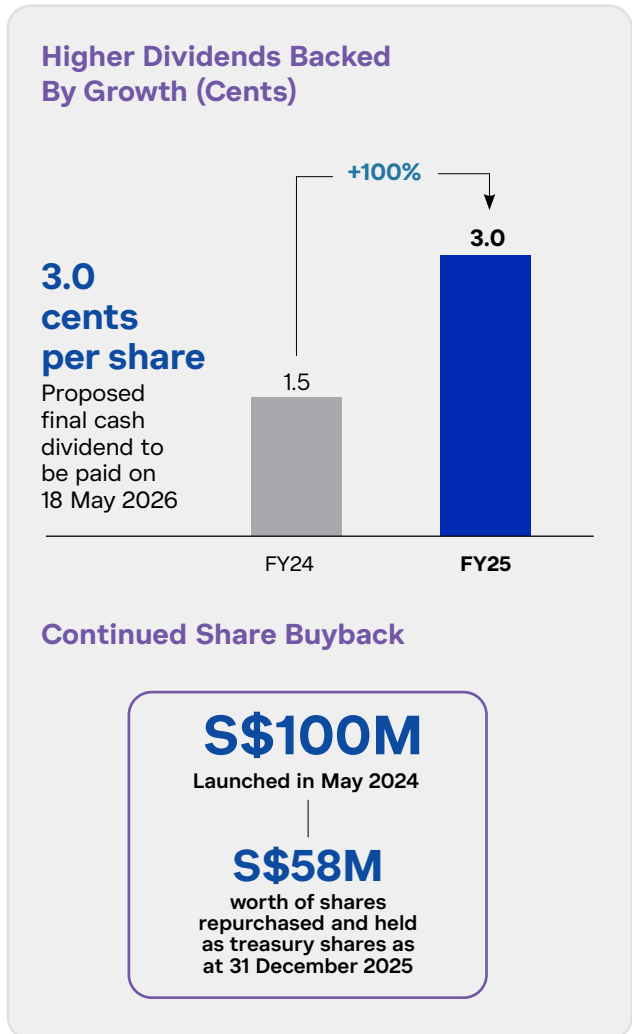
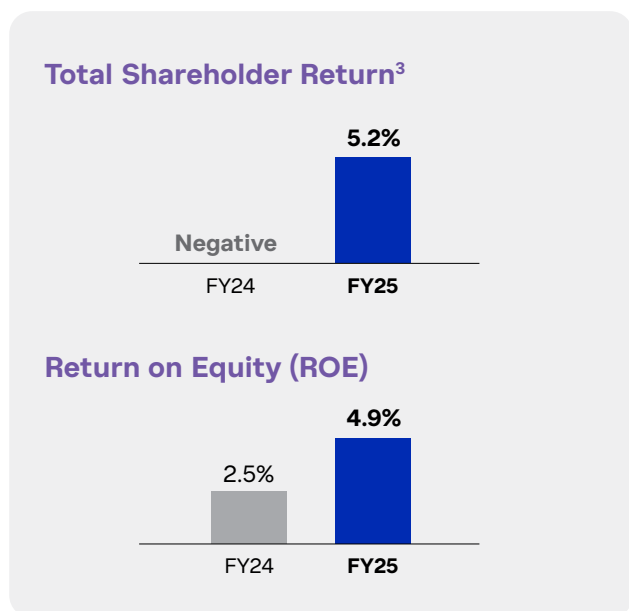
### AVAILABLE LIQUIDITY

**S\$3.1B**

Overall, the balance sheet remained robust, with a low net leverage ratio of 0.8x and net gearing of 0.1x as at 31 December 2025. Liquidity also remained strong, with S\$3.1 billion in cash and undrawn committed credit facilities available to support operations, pursue growth opportunities and meet broader capital allocation needs.

The Group maintains a prudent and disciplined financial approach that enhances resilience while providing the agility to capitalise on future growth opportunities.

**DRIVING LONG-TERM SHAREHOLDER RETURNS**



**In FY2025, the Group delivered a total shareholder return of 5.2%, return on equity of 4.9% and earnings per share of 9.6 cents.**

The Board of Directors has proposed a final dividend of 3.0 cents per share for FY2025, up from 1.5 cents per share for FY2024. The Board has also proposed the renewal of the share buyback mandate of up to 2% of the total number of issued shares. Both proposals are subject to shareholders' approval at the upcoming Annual General Meeting on 22 April 2026.

In parallel, the Group will continue to execute its S\$100 million Share Buyback Programme launched in May 2024.

Seatrium is committed to drive long-term total shareholder returns through sustainable growth. The Group's capital allocation priorities include investing for future growth, optimising capital structure to support long-term value creation, and maintaining disciplined returns to shareholders through dividends and share buybacks.

<sup>3</sup> Source: Bloomberg; for the period 31 December 2024 to 31 December 2025.

# Business Review

FY2025 was a year of disciplined execution and strategic progress for Seatrium, as the Group continued to strengthen its operational foundations while advancing its transformation and growth objectives. Seatrium delivered a solid set of financial outcomes, underpinned by its robust order book, disciplined project execution, and a continued focus on safety, risk management and operational excellence.



## **DIVERSIFIED BUSINESS PORTFOLIO: LONG-TERM RESILIENCE & COMPETITIVE POSITIONING**

Seatrium's business is anchored by a diversified portfolio spanning both Oil & Gas and renewables-related projects. Working alongside its partners and customers, the Group plays a critical role building the backbone to some of the world's largest energy infrastructure. Being a proxy to global energy macro trends, Seatrium's business mix also reflects the ongoing global energy transition as the Group positions itself as a preferred partner to energy majors in both the Oil & Gas and

renewables segment. With a global delivery model supporting its geographically-diversified projects, the Group's diversified business also benefits from markets that offer distinct cycles for business resilience.

While Seatrium remains well-positioned to support energy transition ambitions, it remains selective and disciplined in pursuing projects that are aligned with its strategic priorities and meet its requirements for margin quality and cash-flow resilience. This pragmatic, value-driven approach ensures that growth is accretive and supports the delivery of sustainable long-term shareholder returns.



Diverse projects underway at Tuas Boulevard Yard, including P-80, P-82 and P-83 – three P-Series FPSO newbuilds for Petrobras undergoing integration works.

# Business Review

## Continuous Optimisation Through One Seatrium & Series Build Strategy

FY2025 also marked further progress in advancing the Group's One Seatrium Global Delivery Model. Seatrium continued to leverage opportunities for further optimisation of its footprint and assets across the globe. Apart from operational and cost efficiencies, the One Seatrium Global Delivery Model offers the agility the Group requires as the scale of its projects get increasingly larger and more complex. Having the ability to centrally manage its global operations also ensures consistent quality and safety standards across all facilities.

[Read more about the One Seatrium Global Delivery Model on pages 10 to 11.](#)

The Group also doubled down on its Series Build strategy, replicating proven designs and formulas, and taking the lessons learnt into new projects. This repeatability lowers the learning curve every time a proven design is replicated, it also reduces project risks for both Seatrium and its customers, enabling projects to be delivered more efficiently and possibly faster.



Various works in progress at Seatrium's Angra dos Reis Yard in Brazil.

Today, Seatrium has successfully built a franchise of Series Build projects across various product types including Floating Production, Storage and Offloading ("FPSO") vessels, Floating Production Unit

("FPU"), High-Voltage Direct Current ("HVDCs") offshore substation platforms, amongst others, and plans to continuously expand its franchise offered to customers.

## Expanding Series Build: High-Value Franchises

Oil & Gas		Offshore Wind		Repairs & Upgrades	NEW!
					
<b>FPSOs</b>	<b>FPU</b>	<b>Offshore Substations</b>	<b>Offshore Installation Vessels</b>	<b>FSRU/FSU Conversions</b>	<b>Powerships</b>
<b>Newbuilds</b> <ul style="list-style-type: none"> <li>• P-78</li> <li>• P-80</li> <li>• P-82</li> <li>• P-83</li> <li>• P-84</li> <li>• P-85</li> </ul>	<ul style="list-style-type: none"> <li>• Sparta</li> <li>• Kaskida</li> <li>• Tiber</li> </ul>	<b>2GW HVDC</b> <ul style="list-style-type: none"> <li>• Beta</li> <li>• Gamma</li> <li>• Nederwiek 2</li> <li>• BalWin5</li> </ul>	<b>WTIV</b> <ul style="list-style-type: none"> <li>• Maersk Viridis</li> </ul> <b>HLV</b> <ul style="list-style-type: none"> <li>• Penta-Ocean</li> </ul>	<ul style="list-style-type: none"> <li>• Höegh Gandria</li> </ul>	<b>Karpowership LOI</b> <ul style="list-style-type: none"> <li>• <b>Integration:</b></li> <li>4 units</li> <li>+ option for 2 more</li> </ul>
<b>Integration/ Topsides</b> <ul style="list-style-type: none"> <li>• Errea Wittu</li> <li>• Jaguar</li> </ul>		<b>HVAC</b> <ul style="list-style-type: none"> <li>• Revolution Wind</li> <li>• Empire Wind</li> </ul>		<div style="border: 2px solid blue; border-radius: 50%; padding: 10px; text-align: center;"> <p>Completed <b>&gt;90%</b> of the world's FSRU/FSU conversions</p> </div>	

*Note: Only selected ongoing projects are listed.*



Seatrium, ExxonMobil and SBM Offshore teams marking the FPSO One Guyana naming and sailaway in 1Q2025.

### Robust Project Discipline and Risk Management

Project execution discipline remained a cornerstone of Seatrium's operating approach. The Group enjoys a high proportion of repeat customers consisting of large energy majors, asset operators and Transmission System Operators. These global customers continuously set new industry benchmarks and Seatrium has achieved many world-firsts alongside these discerning partners. These long-standing customer relationships are a strong testament of Seatrium's reliability in delivering projects on-time, on-quality and safely every time.

Since its formation in 2023, Seatrium has continued to strengthen its risk management across the organisation, including projects, systems and processes. It applies a rigorous risk-management framework to support prudent contract selection, targeting mid-teens project margins that are appropriately risk-adjusted. This is complemented by the use of procurement strategies that aligns the timing and cost of its contracts with suppliers and customers. Collectively, these measures are aimed at strengthening margin and cash flow resilience, while mitigating exposure to cost volatility and execution risks, to achieve positive cash flow throughout the project lifecycle.

### Enablers of Operational Excellence

Beyond core project execution, the Group continued to invest in key enablers of long-term operational

excellence that could also unlock new growth opportunities. Technology and digitalisation initiatives were focused on enhancing productivity and improving decision-making across operations.

Safety is non-negotiable at Seatrium and remains deeply embedded in its culture. The Group prioritises strong ownership and accountability through active management engagement and contractor townhalls, ensuring leadership presence at the forefront. The Group's commitment to excellence is reflected in rigorous compliance engagements and cross-yard audits that uphold the highest standards across all operations. Concurrently, a culture of care is nurtured through initiatives such as dormitory visits, safety campaigns, and global safety culture assessments, reinforcing that the well-being of its people is paramount. By leveraging technology, transparency and responsiveness are enhanced with digital observation reporting and advanced data analytics. These continuous efforts reflect the Group's unwavering commitment to strict and consistent safety standards across all global operations.

Taken together, these underscore a year of focused execution and steady progress. With a resilient order book, disciplined operating framework and strengthened capabilities, the Group is well positioned to deliver complex projects safely and efficiently while continuing to create sustainable value for shareholders.

# Business Review

## OIL & GAS



The Oil & Gas (“O&G”) business remains core to Seatrium, underpinning its longstanding reputation with leading industry players such as Petrobras, Shell and bp. O&G continues to represent a significant component of the Group’s business, as the sector accounts for many of the largest and most complex projects within the global offshore energy landscape.

Demand for O&G developments continues to be driven primarily by the Americas, with Brazil still a key market.

**The Group maintains a strong and long-standing customer relationship with Petrobras, supported by its three yards in Brazil, which provide an unparalleled competitive advantage in meeting local content requirements.**

As at 31 December 2025, Seatrium’s order book includes six P-Series FPSOs for Brazil. During the financial year, P-78 achieved sail-away and subsequently achieved first oil in December 2025. This project marks the Group’s successful expansion of

its end-to-end capabilities to include offshore commissioning for FPSOs, strengthening its competitive positioning as an integrated player. This also augurs well for the remaining five FPSOs in Seatrium’s order book that similarly includes offshore commissioning in its scope.

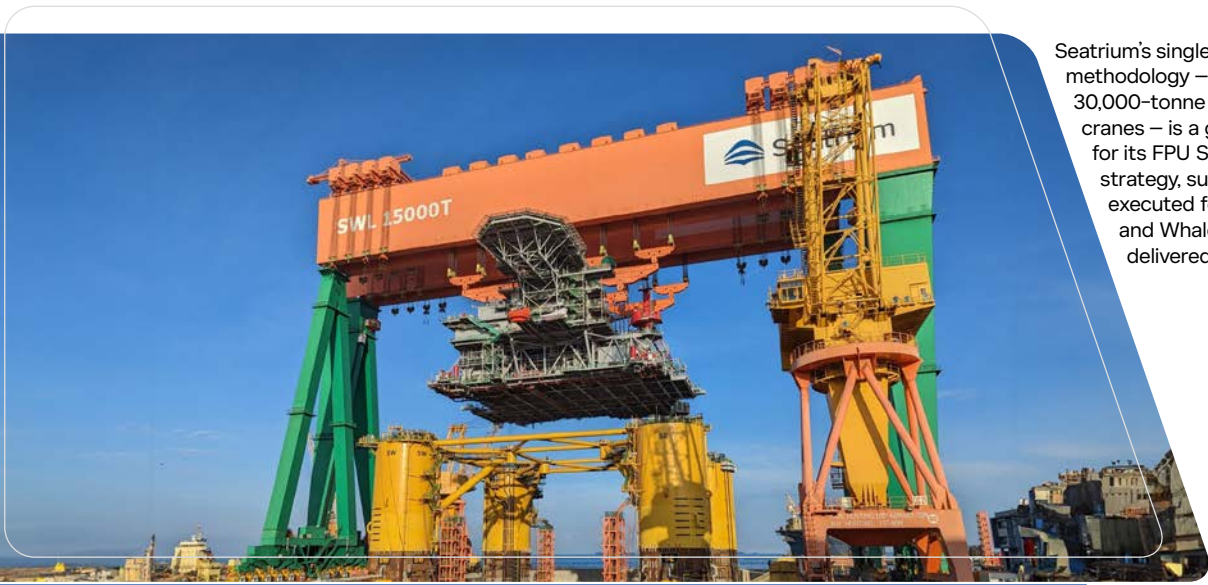
While Seatrium possesses proven capabilities across the full engineering, procurement, construction, installation and commissioning (“EPCIC”) value chain, its operating approach remains focused on value capture and maintaining an appropriate balance between risk and return. Delivery models are adapted to customer requirements, with a willingness to undertake selected high-value work with attractive margins and risk profiles, such as integration. This disciplined approach is exemplified by Seatrium’s FPSO integration work in Guyana, where the Group has secured the first six available tenders to date and is well positioned to participate in future developments in the region.

In the Gulf of America, the Group has secured all five of the most recent FPU projects awarded in the region by Shell and bp, with the latest being the Tiber project. Notably,

Tiber shares approximately 85% commonality with the preceding Kaskida project, providing a strong foundation to extend the Group’s Series Build strategy and develop another repeatable product type. This approach enhances execution efficiency and supports disciplined growth within the Group’s O&G business.

Adding to Seatrium’s leadership in FLNG conversions, in August 2025, the Group secured a contract from Golar Hilli Corporation to perform the upgrading of FLNG Hilli Episeyo, which was previously converted and delivered by the Group in 2017. The upgrading of FLNG Hilli Episeyo is part of a broader suite of solutions developed by Seatrium to address the industry’s focus on energy transition, with LNG widely regarded as a transition fuel.

Key deliveries during the year also included the completion of topside fabrication of three modules for FPSO Raia for MODEC; the delivery of Seatrium’s 18<sup>th</sup> FPSO for BW Offshore – the BW Opal, one of the largest FPSOs ever delivered to Australia; and the delivery of FPSO One Guyana to SBM Offshore.



Seatrium’s single-lift methodology – enabled by its 30,000-tonne goliath twin cranes – is a game-changer for its FPU Series Build strategy, successfully executed for FPUs Vito and Whale (shown here) delivered to Shell.

FOR DELIVERY IN			
	Products/Services	Clients	Year Awarded
2026	FPSO Errea Wittu integration	Offshore Frontier (MODEC)	2024
	Gas Topsides EPCI	Major energy company	2022
	FPU Sparta	Shell Offshore	2024
	FPSO P-78	Petrobras	2021
2027	FPSO P-80	Petrobras	2022
	FPSO P-82	Petrobras	2022
	FPSO Jaguar modules fabrication and integration	SBM Offshore	2024
	FPU Kaskida	bp	2024
	FLNG Hilli Episeyo upgrade	Golar	2025
2028	FPSO P-83	Petrobras	2022
	FPU Tiber	bp	2025
2029	FPSO P-84	Petrobras	2024
2030 onwards	FPSO P-85	Petrobras	2024

**In Guyana, the Group has participated in all FPSO vessels deployed or under construction for Guyana’s Stabroek Block, with the fifth and sixth remaining in Seatrium’s order book – Errea Wittu and Jaguar.**

This track record positions Seatrium strongly to participate in future phases of development in the region.

The FPU segment is similarly supported by ongoing demand from operators such as Shell and bp who are particularly active in the Gulf of America. The increasing commonality across successive projects supports a Series Build approach, enhancing execution efficiency, cost predictability and risk management while strengthening product-line depth.

The FLNG sector is expected to present selective growth opportunities. The Group continues to explore expansion into new geographies, including Africa. The successful conversion of Golar’s FLNG Hilli Episeyo and FLNG Gimi – the industry’s first and second FLNG conversion projects – has demonstrated the Group’s differentiated capabilities in FLNG conversions and positions it well to secure future projects.

In the jack-up and drilling assets space, opportunities are emerging as the Group leverages its proprietary designs and modular rig kits to pursue selective opportunities, including those in the Middle East and North Africa (“MENA”) market.

Overall, the O&G outlook remains robust, supported by energy security considerations, sustained upstream investment and a strong pipeline of offshore developments.

*Read more about our pipeline opportunities in the CEO Message on page 22.*

### Robust O&G Pipeline Opportunities Ahead

Looking forward, the O&G sector is expected to remain a meaningful contributor to the global offshore energy landscape. According to a report by the Organization of Petroleum Exporting Countries (OPEC) in December 2025, global oil demand in 2026 is projected to rise to 106.5 million barrels per day (“BOPD”), up 1.4 million BOPD year-on-year, underpinning sustained investment in upstream developments, particularly across Latin America, especially in resource-rich markets such as Brazil and Guyana.

Against this backdrop, demand for FPSO units is expected to remain robust. In Brazil, long-term offshore development plans under Petrobras’ Strategic Plan continue to present opportunities.



Successful delivery of One Guyana, Seatrium’s fourth FPSO project for Guyanese waters, to SBM Offshore after completing topsides fabrication, installation and integration.

# Business Review

## OFFSHORE WIND & RENEWABLES



Offshore Wind forms a growing component of the Group's diversified business portfolio, supporting continued relevance and engagement with global energy majors as the energy transition unfolds. In this sector, Seatrium is extending its deep offshore engineering expertise and execution know-how to offshore wind and broader renewables applications, leveraging capabilities built over decades in complex offshore projects.

While near-term progress for renewables has moderated in certain markets, the Group believes that the global project pipeline and longer-term global ambitions remain intact.

**Structural drivers such as decarbonisation commitments, energy security considerations and long-term power demand continue to underpin offshore wind as a critical component of future energy systems**

Source: Boston Consulting Group, Offshore Wind Industry Update, August 2025.

Against this backdrop, the strategic focus is on positioning the Group as a preferred partner in the offshore wind space. This includes building technical readiness, strengthening execution capabilities and maintaining a disciplined presence in key markets, ensuring that the Group is well-positioned to lead when project momentum accelerates and investment cycles turn more favourable.

Engagement with major energy companies and Transmission System Operators remains an important aspect of this approach. Ongoing dialogue provides early insight into development timelines, contracting strategies and technical requirements, enhancing forward visibility and enabling selective, value-focused participation in future offshore wind opportunities. Through this measured and preparedness-led strategy, the offshore wind business is primed to complement the Group's portfolio over the long-term.

### Strong Momentum in Europe and Asia

In Europe, Seatrium's consortium with GE Vernova has secured a major contract in December 2025 to construct the 2.2GW BalWin5 Offshore Converter Platform for TenneT in Germany. This landmark award marks the Consortium's first project under TenneT's 2GW programme to transmit wind-generated power from the German North Sea to the onshore grid. Once operational, BalWin5 is expected to provide enough renewable electricity to power approximately 2.75 million households. This project is an important step forward for Germany in strengthening its electricity infrastructure in support of its long-term goals for energy security and decarbonisation. Work for the BalWin5 HVDC has commenced in January 2026, across Seatrium's yards in Singapore and Batam, Indonesia.

The Group also has three other 2GW HVDC offshore converter platform projects for TenneT in the Netherlands in its order book, all progressing well, positioning it for further opportunities with TenneT. While the design of all four HVDC units are similar, the BalWin5 platform boasts an additional 200MW above the standard 2GW design from building the system with enough technical headroom to transport more power when wind conditions permit. This means more renewable electricity can be delivered without needing extra infrastructure or added cost.

In Germany's North Sea, Seatrium's ongoing 900MW DolWin5 Offshore Converter Platform project achieved energisation in October 2025 with the Aibel-Seatrium consortium continuing to support TenneT during the upcoming trial operations.

In Asia, Seatrium had in January 2025 secured a landmark project for Japan's offshore wind market that will be among the world's highest-capacity lifting vessels. This enables larger next-generation turbine installations, underscoring Seatrium's role in pushing boundaries to accelerate energy transition efforts. Just eight months after securing the contract, Seatrium achieved the strike-steel milestone alongside its customer, Penta-Ocean Construction, in October 2025 across its facilities in Nantong, China, and Subic in the Philippines.



Completed delivery of Greater Changhua 2b and 4 Offshore Substation.

FOR DELIVERY IN			
	Products/Services	Clients	Year Awarded
2026	OSS Revolution Wind	Ørsted	2021
	OSS Empire Wind	Empire Offshore Wind	2023
	WTIV Maersk Viridis	Maersk Offshore Wind	2022
	HVDC OCP DolWin5	TenneT	2019
2028	Heavy lift vessel	Penta-Ocean Construction	2025
2029	HVDC OCP Beta	TenneT	2023
2030 onwards	HVDC OCP Gamma	TenneT	2023
	HVDC OCP Nederwiek 2	TenneT	2024
	HVDC OCP BalWin5	TenneT	2025

During 3Q2025, the Group delivered the Greater Changhua 2b and 4 HVAC Offshore Substation in Taiwan to Ørsted, reinforcing its execution capabilities and positioning the Group to capture growing offshore wind demand across the region. The substation is a crucial step towards the full realisation of the 920MW offshore wind project that will contribute a total of 1.8GW of power in the region.

### US Offshore Wind Projects Nearing Full Delivery

In FY2025, the Group announced the divestment of its AmFELS yard in Brownsville, Texas, as part of its ongoing initiative to rationalise non-core assets and streamline operations. Seatrium is pleased to report that the two projects carried out in the AmFELS yard have been delivered, and the asset divestment was completed in January 2026.

Amongst the two projects completed is the Charybdis WTIV that was handed over to Dominion Energy in September 2025. The Charybdis was the first American Jones Act compliant WTIV built in the US, and is one of the largest vessels of its kind globally.

Meanwhile, the Group’s projects relating to the US offshore wind market are nearing completion. The Empire Wind offshore substation project contracted directly with end customer, Equinor, has sailed away and is currently installed in the wind farm southeast of Long Island. Similarly, the offshore substation topsides built for Ørsted’s Revolution Wind Farm achieved successful energisation in the first quarter of 2026. The WTIV for Maersk Offshore Wind successfully completed sea trials in January 2026 and was delivered to the customer on 26 February 2026.

### Seizing Offshore Wind Opportunities Amid Energy Transition And Security

The global offshore wind market continues to offer significant long-term growth opportunities, driven by energy transition commitments, ambitious renewable capacity targets and increasing demand for larger, more complex offshore infrastructure. Beyond supporting decarbonisation, offshore wind plays a critical role in enhancing energy security by diversifying supply sources. Europe and Asia remain Seatrium’s core offshore wind markets, accounting for the majority of the Group’s order book and pipeline, supported by established regulatory frameworks, mature project ecosystems and sustained investment momentum.

In comparison, given that Seatrium’s offshore wind projects in the US have achieved sailaway and are almost fully completed in the offshore phase, the US offshore wind market represents a relatively small share of the Group’s current exposure. These projects are structured around progressive milestone payments, and the majority of the associated revenue has been recognised.

Looking ahead, Seatrium remains focused on disciplined project selection and execution, prioritising markets and opportunities where it has strong capabilities and is able to realise appropriate risk-adjusted returns.

[Read more about our pipeline opportunities in the CEO Message on page 22.](#)



Next-generation WTIV Maersk Viridis delivered to Maersk Offshore Wind on 26 February 2026.

# Business Review

## REPAIRS & UPGRADES



Seatrium is a market leader in Repairs & Upgrades, having secured a steady stream of repair and upgrade contracts from long-term partners and regular customers. The Group's track record underscores the depth of its capabilities. These achievements are supported by a strong ecosystem of 23 long-term strategic customers, reinforcing Seatrium's position as a trusted partner across the global maritime and energy value chain.

### Repairs

Repairs is a resilient pillar of Seatrium's Repairs & Upgrades business, underpinned by the breadth and complexity of vessels served across the global maritime and offshore ecosystem.

**The Group undertakes high-value repair, maintenance and upgrade works that require deep engineering expertise, strong project management and precision execution.**

Seatrium's capabilities span a wide range of vessel types, including highly specialised LNG carriers, cruise ships, naval vessels and offshore vessels, amongst others. These segments also represent key growth areas for the Group and are characterised by partners and customers who prioritise certainty of turnaround timelines, quality of workmanship and operational reliability. This positions Seatrium well in niche markets where its proven execution track record, stringent safety standards and ability to deliver complex scopes continue to differentiate the Group.

During the year, Seatrium completed and delivered 185 ships and projects. Key deliveries in the niche segments included *HMNZS Aotearoa*, the first Royal New Zealand Navy maintenance project under partnership with Babcock International Group. A total of 18 naval ships from various navies and partners completed retrofits in 2025, reinforcing Seatrium's commitment to expanding the Group's defence and security portfolio through trusted, long-term partnerships.

Seatrium also completed 34 offshore vessels, including the conversion and upgrade of *Sea Challenger*, a specialised offshore support vessel for Japan Offshore Marine, a joint venture between Penta-Ocean Construction and DEME Offshore. One of the highlights of this milestone completion was the successful execution of a highly complex single lift of 1,600MT in one day.

## Market Leader in Repairs & Upgrades

### World Leader in LNGC Repairs and Conversions



**1,022**  
delivered since 1979

### Pioneer in FSRU/FSU Conversions



**23**  
delivered since 2007

### Regional Navy MRO Strategic Partner



**456**  
vessels repaired since 1983

### Asia's Leader in Cruise Repairs



**431**  
delivered since 1978

### Leader in Green Technology Retrofits



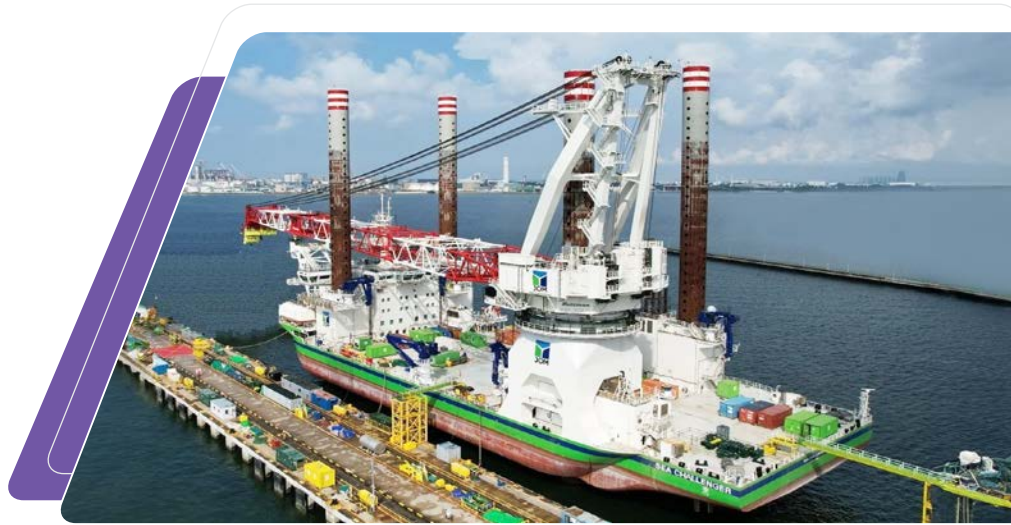
**602**

### Long-term Strategic Partners



**23**

Sea Challenger alongside Seatrium Pioneer Yard, upon completion of conversion and upgrading.



Seatrium is a market leader in the repair and upgrading of cruise vessels in Asia.

The Group also delivered 20 cruise ship retrofits in 2025 for its long-term partners. These included Queen Elizabeth, Discovery Princess and Crown Princess for Princess Cruises of Carnival Corporation, Anthem of the Seas from Royal Caribbean Cruise Line, Norwegian Spirit from Norwegian Cruise Line and Paul Gauguin from Ponant Explorations Group, as well as major upgrade of a royal yacht from the Middle East. These deliveries reinforce Seatrium's position as Asia's market leader in cruise ship repairs and upgrades.

**Upgrades and Green Conversions**

As the global energy landscape continues to evolve, Seatrium is leveraging its deep engineering expertise and proven execution capabilities to deliver vessel upgrades and green conversion

solutions that enable customers to reduce carbon emissions, enhance energy efficiency and meet increasingly stringent environmental and energy-transition requirements.

During the year, Seatrium completed two Carbon Capture and Storage ("CCS") retrofits. Delivered in February 2025 to long-term partner Solvang ASA, the Clipper Eris is the world's first full-scale, turnkey CCS retrofit, designed to capture up to 70% of its CO<sub>2</sub> emissions – one of the highest carbon-reduction levels achieved among marine vessels. In March 2025, Nexus Victoria was completed for Mitsui O.S.K. Lines, as the first Japanese vessel fitted with a commercially installed CO<sub>2</sub> capture system. The Group also delivered Asia Endeavour in August 2025, the fourth and final LNG carrier in Chevron's series of lower carbon LNG fleet upgrades.

These milestone projects further reinforce Seatrium's pioneering role in enabling next-generation low-carbon shipping solutions.

In the highly specialised FSRU conversion segment, Seatrium further cemented its global leadership with the successful deliveries of three FSRUs to Kinetics, the Karmol LNGT Powership Antarctica and Karadeniz LNGT Powership Americas in 2025, and LNGT Powership Oceania in early March 2026.

**With a track record of 23 FSRU/FSU projects delivered since 2007, the Group has secured a significant share in this market, having performed over 90% of the world's FSRU/FSU conversions.**

# Business Review

## REPAIRS & UPGRADES



Seatrium delivered the fourth FSRU conversion, Karmol LNGT Powership Antarctica, to Kinetics in June 2025.

In addition, the Group secured new contracts for more FSRU conversions. These include the LNGT Turkiye, the seventh FSRU project for Kinetics, a Karpowership initiative. Another contract is the conversion of the Höegh Gandria, from an LNG carrier into a FSRU for Höegh Evi, a pioneering global leader in floating energy infrastructure with one of the world's largest fleets of FSRUs for importing natural gas. These wins further reinforce Seatrium's strong pipeline and leading position in supporting global LNG infrastructure and energy security.

### Long-term Strategic Partnerships

Long-term or Favoured Customer Contract ("FCC") partnerships are the cornerstone of Seatrium's Repairs & Upgrades business, enabling closer collaboration, more effective long-term planning with partners, as well as greater value-add to customers. For customers, a strong partnership provides certainty through secured dock slots and predictable turnaround timelines, reducing operational risk and downtime. For Seatrium, long-term partnerships enhance visibility and certainty of the order pipeline, supporting better capacity planning, improving operational efficiency and resource optimisation.

In June 2025, Seatrium signed a Letter of Intent with long-term FCC partner Solvang ASA for the installation and retrofitting of full-scale CCS systems on its fleet of newbuildings. In the same month, Seatrium also entered into a Memorandum of Understanding with DNV focused on advancing decarbonisation retrofit solutions for energy efficiency, onboard carbon capture storage (OCCS) and alternative fuels for the maritime sector. This is a strong testament to Seatrium's capabilities and commitment to advance sustainable solutions in the maritime decarbonisation journey.

During the year, the Group deepened its strategic partnership with Karpowership – a global energy company and the owner, operator and builder of the world's largest Powerships (floating power plant) fleet. Under the Letter of Intent signed in August 2025, Seatrium will carry out the integration of four New Generation Powerships with an option for two additional units; as well as the conversion, life extension and repairs of three LNG carriers into FSRUs. This collaboration reflects Seatrium's growing role in the global floating power infrastructure space and the Group's strategic ambition to play a leading role in the future of distributed and sustainable energy.

### Growing through Strategic Partnerships, High-Value Projects & Green Conversions

With higher volume and relatively shorter project timelines, the Repairs & Upgrades business plays a pivotal role as a stabilising anchor to the Group's performance, providing recurring and resilient revenue streams that complement the project-driven nature of the broader business portfolio.

Moving forward, the Repairs & Upgrades business continues to focus on three growth priorities: grow its strategic partnerships and customer base; reinforce its market leadership to dominate niche repair and conversion segments; and capture a greater share of the decarbonisation retrofits market segment.

By reinforcing its foundation of stable and recurring revenue streams while expanding into higher-value, EPC-related and future-oriented segments, the Repairs & Upgrades business will continue to function as both a stabilising anchor and a key growth driver for Seatrium. Its strategic emphasis on long-term partnerships, operational excellence, and decarbonisation-led innovation positions the business to navigate industry cyclicity effectively, while capturing long-term value creation opportunities as the maritime and energy sectors advance their transition towards a more sustainable future.

## INNOVATION AND DIGITALISATION



### Market-Led Innovation

Robust and sustained technology and new product development is central to Seatrium's strategy to future-proof its business and maintain leadership in the evolving and highly-complex offshore and energy solutions. As the industry transitions from conventional oil and gas towards lower-carbon and more sustainable energy systems, continuous innovation is critical for Seatrium to remain relevant, competitive and differentiated.

**Through measured and targeted investments, Seatrium aims to deliver innovative, buildable and commercially viable solutions that meet evolving customer needs while reinforcing sustainable long-term value creation.**

Seatrium's innovation efforts are anchored in its core business segments and key products for Lower Emissions Oil & Gas (Lower Emissions), Offshore Wind, Decarbonisation and New Energies, while selectively pursuing opportunities in adjacent areas supported by a deep understanding of anticipated market demand. Technology and new product development priorities are guided by clearly defined time horizons, encompassing (i) the expansion of existing capabilities, (ii) solutions addressing near- to mid-term market needs, and (iii) longer-term strategic initiatives aligned with global energy transition trends.

Seatrium has demonstrated its ability to monetise proprietary intellectual property ("IP"), underscoring the value of its long-term investment in new product development. Today, more than two-thirds of the world's jack-up rigs are based on Seatrium's designs, reflecting the Group's successful translation of deep engineering expertise into repeatable commercial value. This is evidenced by multiple follow-on orders secured in 2025, including the contracts for Kingdom 3 and Kingdom 4 jack-up rig kits awarded by the International Maritime Industries – the largest shipyard in the MENA region. Seatrium's flexible approach allows clients to build assets at the Group's yards or leverage its proven rig kits to meet local content requirements. These repeat orders from customers reflect strong confidence in Seatrium's proven designs and reinforce the scalability of its IP-led business model.

Innovation also plays a critical role in enabling Seatrium to anticipate and meet evolving customer requirements. A case in point is the Group's Floating Wind Semi-Submersible ("FWSS"), which demonstrates how sustained new product development translates into practical, market-ready solutions. FWSS is designed to address key customer priorities, including lower energy production costs, serial fabrication efficiency and compatibility with larger next-generation wind turbines, thereby accelerating the progress of the industry's offshore wind ecosystem development.



FWSS solution for enhanced cost-efficiency and optimised operations.

In addition, Seatrium's technology and new product development capabilities underpin its ability to take ownership of the full value chain, from design through to EPCIC. By controlling the full value chain, the Group achieves greater execution certainty and more effective risk management across complex projects. This approach is exemplified by FLEXHull™, where early design standardisation reduces construction risk, interface complexity and schedule uncertainty, lowers overall project costs, and enhances bankability for customers. Today, Seatrium utilises its proprietary FLEXHull™ designs to offer competitive differentiation in its participation in active tenders.

Seatrium has also developed strong capabilities in new energy and carbon capture solutions to advance the global transition towards maritime decarbonisation and sustainable operations. Building on its deep engineering expertise, the Group is developing innovative solutions that include next-generation ammonia-to-power solutions, ammonia-powered vessels, scalable liquid hydrogen carriers, and proprietary carbon capture systems. By integrating these advancements with proven offshore execution capabilities, Seatrium aims to deliver commercially viable, future-ready solutions that meet the industry's evolving needs towards a net-zero future.



### FLEXHull™ FPSO Design – Future-ready for Flexibility and Sustainability

Seatrium's FLEXHull™ 1500K-M FPSO hull platform demonstrates the Group's commitment to future-ready offshore solutions through adaptability, assurance, and emissions reduction. Developed by Seatrium, the hull has secured AiP from the ABS. Designed to address redeployment needs, FLEXHull™ supports flexible topside configurations of 40,000–80,000 MT, expanded storage exceeding 1.5 million barrels, and deepwater operations up to 2,500m. The platform is also engineered to integrate advanced emission-reduction technologies, and CCUS-ready layouts, positioning Seatrium at the forefront of sustainable deepwater FPSO solutions.

# Business Review

## Innovating for Long-term Resilience and Sustainable Growth



### CURRENT CAPABILITIES EXPANSION



### NEAR- TO MID-TERM MARKET DEMAND



#### Oil & Gas (Lower Emissions)

##### FPSO

###### FLEXHull FPSO

Tailor-made hull standardised FPSO hull design for BOT concept that accelerates time-to-market, with AiP from ABS

##### FLNG

###### FLNG topside & hull designs

Standardised, scalable gas designs shorten project timelines across 3 MTPA mid-scale and 6 MTPA developments

##### FPU

###### Proprietary FPU designs

New in-house semi-submersible FPU concept enables scalable series builds, leveraging proven lean FPU experience

##### Offshore Tech

###### Rigs Kits / Cranes / BESS

Proven rig kit model from Kingdom Class jack-ups extended to WTIVs, cranes, and other products.



#### Offshore Wind

##### Bottom Fixed Substation

###### OSS-500A Offshore Substation

Modular next-generation 500MW offshore substation platform design that is scalable, grid-flexible and execution-proven for global offshore wind applications

##### WTIV

###### WTIV

Flexible next-generation WTIV designs addressing evolving industry drivers while accommodating client-specific requirements

##### Specialised Vessels Supporting Offshore Wind

###### Specialised Vessels Supporting Offshore Wind

**Heavy Lift Vessel**  
LMG 6000-HLV is a DNV-classed next-generation heavy lift vessel with advanced DP and decarbonised systems

##### Specialised Vessels Supporting Offshore Wind

###### Specialised Vessels Supporting Offshore Wind

**Cable Laying Vessel**  
New cable lay vessel design, BV AiP-approved, builds on proven Reliance-class delivery track record



#### Decarbonisation

##### Onboard Carbon Capture

###### SEARA

Bespoke SEARA system leverages proprietary amine technology for low-energy, modular, and scalable CO<sub>2</sub> capture

##### Carbon Storage

###### CO<sub>2</sub> Injection Unit

Floating Injection Unit (FIU) concept, capable of unmanned operations to support efficient offshore CO<sub>2</sub> storage and injection, with a fully enclosed hull for enhanced green-sea protection

##### CO<sub>2</sub> Liquefaction

###### CO<sub>2</sub> ndensia

Aragon's CO<sub>2</sub> ndensia delivers proprietary CO<sub>2</sub> capture and conditioning under SEARA, enhanced with NOx removal capabilities

##### Carbon Storage Equipment

###### CO<sub>2</sub> Injection Skid

Seatrium's modular CO<sub>2</sub> injection skid enables continuous deepwater CCS, leveraging Aragon's proven process technology



#### New Energies

##### Ammonia Transport

###### Ammonia Bunker Vessel

Seatrium's AiP-backed ammonia bunker vessels support zero-carbon maritime fuel, building on LNG expertise

##### Ammonia to Power

###### X POWERSHIP

Ammonia-to-power floating plant offering ammonia bunkering and fuelling for vessels, and electric charging for marine electric fleets – built on Seatrium's proprietary GraviFloat platform

##### Ammonia Equipment

###### Ammonia Fuel / Cargo Handling / Release Mitigation Systems

Seatrium's SeaVion™ portfolio provides safe, modular, and efficient integrated ammonia solutions for maritime and offshore operations

##### Ammonia Production

###### Ammonia FPSO

Aragon's Bluebell FPSO produces refrigerated blue ammonia with integrated >95% CO<sub>2</sub> capture for export markets



#### Specialised / Next-generation Vessels



**LONG-TERM BETS**

**Offshore Wind**

**Floating Wind Semi-Submersible (FWSS)**

*Differentiated full-EPC solution with scalable modular steel designs adaptable to turbine and metocean requirements*

**Carbon Transport**

**LCO<sub>2</sub> Carrier**

*Scalable LCO<sub>2</sub> carriers designed by LMG Marin with capacities from 7,500m<sup>3</sup> to 50,000m<sup>3</sup>, supporting optimised CCS across pressures and trade distances*

**Hydrogen Transport**

**LH<sub>2</sub> Carrier**

*LH<sub>2</sub> carrier developed by LMG Marin, TotalEnergies and GTT with BV AiP, for efficient large-scale hydrogen transport*

**Hydrogen Production**

**Hydrogen Platform**

*Seatrium's hydrogen platforms enable scalable, zero-emission hydrogen production and renewable energy export*

**Nuclear Vessels & Systems**

**Floating Nuclear & Nuclear Propulsion**

*Seatrium plans to advance SMR-power generation and nuclear vessels and platforms concepts for safe, long-endurance, zero-emission offshore energy and maritime applications*

**Floating Data Centres**

**Floating Data Centre**

*Seatrium's near-shore Green Floating Data Centre provides modular, energy-efficient compute capacity using innovative cooling and power systems*

**Autonomous Vessels**

**Autonomous Vessels**

*Seatrium is deploying electric zero-emission autonomous vessels for container transportation in Singapore to advance a low-carbon future*

# Business Review

## INNOVATION AND DIGITALISATION



Apart from offshore innovations, the Group is also growing its digital asset operational capabilities in areas that will accelerate innovation in maritime energy solutions. The Floating Living Lab (“FLL”) is a first-of-its-kind floating power plant designed and built by Seatrium with batteries that can refuel LNG vessels, charge electric harbourcrafts and generate electricity. Aimed at driving sustainable energy generation for marine and offshore applications, this groundbreaking FLL project – developed in partnership with the Energy Market Authority – showcases Seatrium’s capabilities spanning the full EPC spectrum from navigating regulatory requirements to operating the asset. Since its launch in 2020, the FLL has advanced its technologies testbed significantly and is expected to commence power generation and grid connection in 2026.

Seatrium believes it is well-positioned to expand its capabilities to benefit from the gradual progression of the global energy transition and to play a meaningful role in supporting customers as they progressively decarbonise their operations. The shift towards greener and lower-carbon solutions is driving larger and more complex contract opportunities. With longstanding customer relationships and deep entrenchment across the offshore oil & gas value chain, Seatrium is well-placed to capture these opportunities as customers accelerate investments to reduce emissions and improve environmental performance.

### Digitalisation & Cultivating New Digital Offerings

As a forward-thinking organisation, Seatrium has adopted digitalisation as a core pillar of its operating model. To stay competitive and ahead of the curve, the Group continues to deploy advanced technologies and embed artificial intelligence across its systems and IT infrastructure to enhance operational efficiency – an imperative for a business with complex, global projects and geographically dispersed operations.

Today, Seatrium leverages a broad spectrum of AI capabilities, including vision AI, generative AI and agentic AI.

**The adoption of AI is deliberate and strategic, permeating every facet of the organisation, driving significant benefits across functions and geographies.**

From vision AI that powers advanced monitoring, to generative and agentic AI that accelerate decision-making and unlock new efficiencies, Seatrium leverages intelligence to strengthen knowledge management, drive operational excellence, and deliver predictive insights. This enterprise-wide integration is reinforced

**5G Remote Inspection**

**Global Yard Digital Twin Monitoring**

**Remote AR/VR Collaboration**

**BENEFITS**  
Up to 30% reduction of manhours required on site

**BENEFITS**  
10-20% increase in field engineers' efficiency

**BENEFITS**  
Enabler for cross-border collaboration to increase site-to-site EPC coordination



The newly launched A<sup>2</sup> Hub integrates advanced technologies, AI, and machine learning to drive efficiencies and optimise synergies across the One Seatrium Global Delivery Model – enabling operations that are faster, smarter, and more connected than ever before.

by a resilient cyber posture, ensuring that as AI deepens its reach, Seatrium remains secure, agile, and future-ready.

In 2025, Seatrium marked a defining milestone with the launch of the AI Acceleration Hub (“A<sup>2</sup> Hub”) in Singapore — a dynamic innovation sandbox and collaboration space where the One Seatrium Global Delivery Model comes alive. Designed to synergise Seatrium’s deep internal capabilities with the brightest minds in research, academia, industrial technology, hyperscaler and start-up ecosystem, the A<sup>2</sup> Hub is where experimentation, co-creation, and breakthrough ideas are rapidly tested and scaled. By co-locating functionally and connecting with leading institutes of learning and innovation, the A<sup>2</sup> Hub becomes a crucible where expertise and

technology converge to push the boundaries of possibilities across the Group’s global footprint.

By 2026, Seatrium will complete the full integration and digital twin rollout across all key yards, cementing the A<sup>2</sup> Hub as the nerve centre of the Group’s global delivery model. This achievement will not only redefine operational synergies but also set new benchmarks for safety, efficiency, and innovation in the industry.

Moving ahead, Seatrium sees significant potential to extend its deep experience in embracing AI, machine learning, automation, remote monitoring and control, as well as digital twins within Operational Technology (“OT”) for customers.

**By combining proprietary engineering know-how with advanced software and OT capabilities, the Group is well-positioned to offer software-defined solutions for marine and offshore assets it designs and builds.**

Early involvement from design to construction enables Seatrium to manage risks effectively, overcome operational challenges and deliver assets with intelligence built in from the outset. This creates a strong foundation to unlock truly “smart” fleets, with opportunities in multiple digital frontiers such as predictive maintenance, AI-enabled assistance, energy optimisation, as well as enhanced environmental and safety performance.

# Awards and Accolades



## SAFETY

### WORKPLACE SAFETY AND HEALTH AWARDS

#### Workplace Safety and Health ("WSH") Council

- 
**WSH Performance Award**  
 Silver Award for strong WSH performance.
- 
**WSH Award for Supervisors**  
 Award to personnel for exemplary focus on safety.
- 
**Safety and Health Award Recognition for Projects**  
 12 awards for projects with exemplary safety standards.

#### WSH Innovation Awards

**iRobot**  
 An advanced robotic system to automate silicone sealing at elevated areas, enhancing efficiency and reducing safety risks.




**Spark Shield**  
 A reusable spark protection cover that improves safety during hot work and enables efficient one-person operation.



## INNOVATION


### MOST PROMISING MARITIME TECHNOLOGY AWARD

- 
**Singapore–Norway Innovation Conference (SNIC) 2025**  
 Recognition for sustainable marine technology development of an innovative carbon capture solution.




**SEARA Onboard Carbon Capture System**  
 Awarded for proprietary solution that enables efficient onboard CO<sub>2</sub> capture, liquefaction, purification and storage to reduce emissions in real time for greener vessel operations.

### BEST PROJECT – INNOVATION AWARD

- 
**ShipTek Awards 2025**  
 Recognition for breakthrough hydrogen fuel-cell system integration project towards emission-free shipping.

**Penguin Tenacity project**  
 Retrofitted Singapore's first hydrogen-powered vessel with Shell, Penguin International, Bureau Veritas, VINSSEN, and Air Liquide, showcasing expertise in cleaner energy solutions.

### TECHNOLOGICAL INNOVATION AWARD

- 
**Offshore Jack-Up and Marine Engineering (OJME) Conference 2025**  
 Recognition for breakthrough offshore engineering project that integrates innovative technologies.

**OBANA project**  
 Awarded for repurposing two legacy rigs into the world's largest offshore decommissioning jack-up in partnership with Petrodec, setting new benchmarks for circularity and environmental sustainability.



### SMART DIGITAL REALITY AWARD (1<sup>ST</sup> PLACE)

- 
**Hexagon Elite Awards 2025**  
 Recognition for harnessing smart digital reality and digital twin technologies to enhance design, optimise fabrication and enable real-time predictive maintenance and performance monitoring across the Group's P-Series projects and assets portfolio.



## CORPORATE

### ASMI BUSINESS AWARD



#### Association of Singapore Marine and Offshore Energy Industries (ASMI)

Recognition for significant contributions in driving industry transformative progress through capability building, innovation development, and sustainability advancement.

### BEST TRADE FINANCE SOLUTION



#### The Asset Triple A Awards

Recognition for a US\$1 billion global syndicated bank guarantee facility – a first-of-its-kind financing structure in Singapore's offshore and marine industry – secured by the Group.

### BILLION DOLLAR CLUB 2025 AWARDS



#### The Edge Singapore

Recognition with three awards for financial resilience and value creation for shareholders.

- Highest Returns to Shareholders over Three Years (Energy)
- Highest Weighted ROE over Three Years (Energy)
- Overall Sector Winner (Energy)



## SUSTAINABILITY

### SUSTAINABILITY RATINGS AND BENCHMARKS



#### Global Agencies and Indices

Recognition by prominent rating agencies for responsible stewardship and strong sustainability focus.

- **MSCI ESG ratings**  
Achieved 'A' rating
- **FTSE4Good Index Series**  
Constituent for the 8<sup>th</sup> consecutive year
- **Carbon Disclosure Project (CDP)**  
Attained 'B' rating
- **Sustainalytics' ESG Risk Ratings**  
Ranked in medium-risk category

### MOST COMMITTED TO ESG BRONZE AWARD



#### FinanceAsia 2025 Awards

Recognition for responsible stewardship and commitment in integrating environmental, and governance practices across the organisation.

### CHAMPION OF GOOD



#### National Volunteer & Philanthropy Centre

Highest accolade conferred for purpose-driven corporate citizenship and community-focused initiatives that create positive impact environmental, social and governance impact.

### SINGAPORE ENVIRONMENTAL ACHIEVEMENT AWARDS 2025



#### Singapore Environment Council

Recognition for embedding effective sustainability management systems and processes.

- **Systems and Management Merit Winner** – Awarded for data-driven ESG monitoring system and robust frameworks for integrated assurance, sustainable financing, and responsible risk and capital management.
- **Leadership and Advocacy Merit Winner** – Accorded for strong sustainability leadership in shaping the industry's transition towards a low-carbon future.

### OUTSTANDING COMMUNITY PARTNERSHIP AWARD



#### Singapore Police Force

Recognition for active engagement and strong collaboration with law enforcement agencies to safeguard community safety and public security.

### COMMUNITY CHEST AWARDS 2025



#### Community Chest

Recognition for active contributions and impactful volunteerism towards community and social causes.

- **Charity Bronze Award**
- **Volunteer Partner Award**

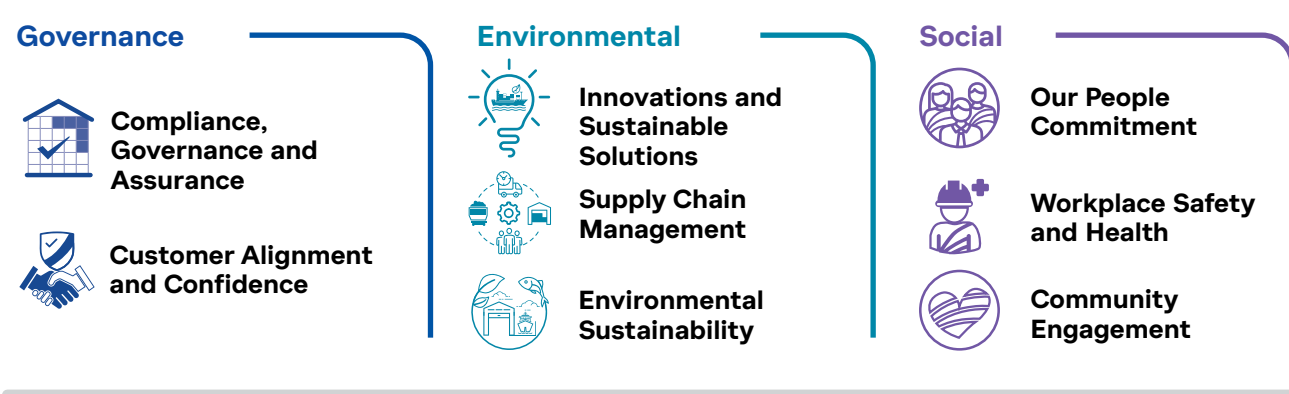
# Sustainability

Seatrium is steadfast in its dedication to promote a sustainable economy, environment, and society. Leveraging its expertise and capabilities, the Group actively supports the global offshore, marine, and energy industries, while addressing environmental challenges, fostering positive social impact, and upholding ethical governance. With a strategic focus on advancing purpose-driven growth and transformation, the Group is committed to delivering long-term value for stakeholders and contributing to a more sustainable future.

## SUSTAINABILITY STRATEGY

Seatrium's Sustainability Framework outlines key imperatives and material topics, providing a structured approach to managing risks and opportunities, guiding decision-making, and delivering positive impact. It is built around three core sustainability imperatives: Operating a Responsible Business, Engineering a

Sustainable Future, and Caring for Our People and Communities, ensuring balanced growth and resilience. These imperatives address eight material sustainability topics, identified through a comprehensive materiality assessment conducted in 2023, which continue to be critical to the Group's business and operations.



## SUSTAINABILITY VISION AND PERFORMANCE

Seatrium's Sustainability Vision 2030 drives its commitment to responsible growth, business resilience, and the energy transition. In 2025, the Group met its environmental, social, and governance targets, demonstrating progress in climate action,

operational efficiency, workforce safety, and community engagement. For more details on the Group's sustainability performance, please refer to pages 9 and 10 of the Sustainability Report 2025 ("SR2025").

# Sustainability Vision 2030

## OPERATING A RESPONSIBLE BUSINESS

**Doubling** (100% increase in) revenue from renewable energy solutions from 2023 baseline

**95%** customer satisfaction in all projects

**100%** contracted responsible procurement spend in compliance with our codes of conduct

Uphold **HIGH STANDARDS** of corporate governance

**ZERO TOLERANCE POLICY** towards fraud, bribery and corruption

## ENGINEERING A SUSTAINABLE FUTURE

**40%** reduction of Scope 1 & Scope 2 emissions from 2008 levels

**ZERO** harm to the environment

**Adopt NET-ZERO pathway to 2050**

Achieve **100%** compliance with product safety and health requirements

## CARING FOR OUR PEOPLE AND COMMUNITIES

Build a **DIVERSE, EQUITABLE** and **INCLUSIVE** workplace

Achieve **22** training hours per employee per year

**VISION ZERO** incidence target

Workplace injury rate **BELOW** national benchmark

**S\$3 million** annual investment for community engagement

**>15,000** hours of participation in community projects and volunteering activities by employees



Aligning sustainability reporting with ISSB IFRS Standards  
Institutionalised Project ESG teams



Established Climate Transition Plan  
Received eight AiPs for our innovation projects  
Signed a Sustainable Supply Chain Collaboration Agreement with ABS  
Expanded Scope 3 Coverage



Implemented Human Rights Policy  
Conducted quarterly Contractor Watch Group Cross-yard Engagement Walks  
Launched Seatrium Safety Culture Survey & Back-to-Basics campaign  
Established community engagement teams across our Global Operating Yards

Achieved **A** rating in the MSCI ESG ratings



**FTSE4Good** Constituent of the FTSE4Good Index Series for **8th** consecutive year

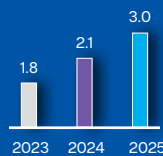
Rated in the **Medium-risk** category in Sustainalytics' ESG Risk Ratings

Ranked **Top 20%** in the Singapore Governance and Transparency Index 2025

Ranked **B** for the Carbon Disclosure Project Climate Change Assessment 2025



**30%** Reduction in emissions (Scope 1 & 2) from 2008 levels, in line with target



**S\$3 billion** Revenue from Renewables & Cleaner/Green Solutions



**60%** Reduction in Workplace Injury Rate compared to 2024 – consistently lower than Singapore's marine industry benchmark

# Sustainability

## SUSTAINABILITY AND CLIMATE DISCLOSURES

Seatrium’s SR2025 aligns with SGX-ST Listing Rules 711B and the SGX Sustainability Reporting Guide (Practice Note 7.6). This year, the Group enhanced its climate-related disclosures by incorporating key elements from ISSB IFRS S1 and S2, building on its previous alignment with the Task Force on Climate-related Financial Disclosures. These improvements ensure compliance with global standards and position Seatrium to meet SGX RegCo’s strengthened reporting requirements.


The Group continues to apply the GRI Standards 2021 for comprehensive sustainability reporting, while incorporating relevant metrics from the Sustainability Accounting Standards Board (“SASB”) and aligning with the United Nations Sustainable Development Goals. Additionally, Seatrium has strengthened its nature-related disclosures in line with the Taskforce on Nature-related Financial Disclosures (“TNFD”), further enhancing

its commitment to addressing both climate and nature-related risks.

PricewaterhouseCoopers LLP has been engaged to assure selected sustainability information. For more details on the Group’s disclosures, please refer to the SR2025.

### Climate Risks and Opportunities

The table below presents the financial impacts of the physical and transition climate risks and opportunities, which were identified through a comprehensive scenario analysis conducted earlier in 2025, based on the Intergovernmental Panel on Climate Change (“IPCC”) Shared Socioeconomic Pathways (“SSPs”) and International Energy Agency (“IEA”) energy transition models. For more details on the scenario analysis exercise, please refer to pages 62 to 65 of the SR2025.



## PHYSICAL RISK

### DRIVERS


Acute – Extreme Weather Events | Extreme Heat | Extreme Rainfall and Flooding | Extreme Wind Speeds

### MITIGATION / ADAPTATION MEASURES

The organisation is implementing heat-stress programmes and hydration campaigns, expanding shaded work areas, and carrying out preventive maintenance of drains, gutters, and critical equipment. It is also assessing assets for upgrades, constructing yards at higher datum levels, activating pre-storm procedures, reinforcing shipyard facilities, and installing wave breakers to strengthen resilience.

### CURRENT & ANTICIPATED FINANCIAL EFFECT

In FY2025, the Group’s assets were not significantly affected by extreme weather events such as heat, rainfall, flooding, or high winds, resulting in no material financial impact. The Group is closely monitoring potential insurance premium increases, which will depend on the frequency and severity of extreme weather. The Group also regularly assesses assets for upgrades, constructing yards at higher datum levels, and reinforcing shipyard facilities. Any related costs are integrated within normal capital expenditure planning and are not material for financial reporting purposes.



## TRANSITION RISK

### DRIVERS

Technology – Costs to Transition to Lower Emissions  
Market – Cost of Raw Materials | Changing Customer Behaviour

### MITIGATION / ADAPTATION MEASURES

Seatrium has developed six strategic abatement levers to mitigate transition risks across its global operations. These levers focus on specific actions to achieve its emission reduction target. In addition, project cost resilience is being reinforced through tighter management of raw material and operational expenses, along with supplier diversification to reduce dependency risks. The Group is also exploring and establishing green material options to enhance the sustainability and flexibility of its supply chain. The Group is also increasing investments in renewables and clean energy, diversifying its portfolio to include offshore wind, new energy, and carbon capture and storage (“CCS”) products and services.

### CURRENT & ANTICIPATED FINANCIAL EFFECT

To aid the Group to meet the emission reduction target (as disclosed in pages 8 of SR2025), and to transition to lower-emission technologies, the Group invested S\$0.17 million during the year to electrify certain aging assets, with further capex of S\$0.3 million in 2030. As the Group diversifies its suppliers’ base to explore more materials manufactured under lower carbon emission costs, material price escalation is expected. Arising from energy transition that calls for investments in renewables and clean energy businesses, the Group incurred S\$2.2 million in the current year in marketing to tap into new market opportunities and explore green and diversified options in supply chain. Such costs will continue to be incurred in future periods as the Group examines changing products and services for new business opportunities.

Seatrium is advancing a sustainable future by harnessing solar energy, enhancing energy efficiency and leveraging digital technologies to drive cleaner, greener and smarter operations.



**TRANSITION OPPORTUNITY**

**DRIVERS**

Supportive Policy Initiatives

**STRATEGIES**

The Group has established a Sustainable Finance Framework and is leveraging global renewable energy certificates and carbon markets to drive decarbonisation, while actively pursuing grants that support innovation and the development of new products.

**CURRENT & ANTICIPATED FINANCIAL EFFECT**

The Group has realised near-term financial benefits from climate-related opportunities, including approximately S\$3.25 million in government grants supporting decarbonisation, innovation and workforce upskilling. Over the medium to long term, supportive policy initiatives are expected to generate additional estimated benefits of approximately S\$2.0 million by 2030, enhancing transition readiness, innovation capability and workforce preparedness. 74% (2024: 50%) of external borrowings in FY2025 relate to green or sustainability-linked financing. Future financing-related benefits beyond the amounts disclosed on page 25 of the sustainability report remain subject to market conditions, regulatory developments, and financing structures. However, interest cost savings in the current and prior years were not material relative to total financing costs. No further material incremental financing benefits are currently anticipated through FY2030.



**TRANSITION OPPORTUNITY**

**DRIVERS**

Growing Demand for Low-carbon Products & Services | Successful Investment in Research & Development and Technology

**STRATEGIES**

Strategic initiatives include establishing post-delivery maintenance services for offshore wind, and developing a new energy asset business model. Additionally, Seatrium aims to leverage the emerging offshore wind market in the Asia-Pacific region and enter into joint development agreements to advance technology development, commercialisation, and potential intellectual property creation. The Group is also developing in-house proprietary technology for new energy, carbon capture and ammonia products, leverage existing engineering expertise and LNG track record and pursue targeted mergers and acquisitions.

**CURRENT & ANTICIPATED FINANCIAL EFFECT**

Of the Group's contract revenue, S\$3.0 billion (2024: S\$2.1 billion) was derived from offshore platform projects incorporating renewables and cleaner/green solutions. Based on the secured order book to date and management's forecast, revenue from such projects is expected to increase to approximately S\$4.1 billion by 2030. To support its target of doubling revenue from renewable energy solutions by 2030 (as disclosed on page 9 of the SR2025), the Group invested S\$1.35 million in energy transition business during the year, comprising S\$0.74 million in technology and product development and S\$0.61 million in IP-related costs. Of this, S\$0.43 million was capitalised and S\$0.92 million expensed. Potential mergers and acquisitions investments of up to S\$100 million remain under evaluation.

# Corporate Governance

This report describes the corporate governance practices of Seatrium Limited (the “Company” and, together with its subsidiaries, the “Group”) for the financial year ended 31 December 2025 (“FY2025”) with reference to the Code of Corporate Governance 2018 (the “Code”). The Company has complied with the principles of the Code and substantially with all the provisions thereunder. Any deviations from compliance with the provisions of the Code are explained in this report to demonstrate that our practices are consistent with the intent and spirit of the Code.

## CORE VALUES AND CODE OF CONDUCT

To strive for the highest standards of corporate performance and accountability, the Group has embedded corporate governance principles into its culture. This culture is in turn anchored on a clear set of core values, an effective leadership, a strong compliance culture, and a system of robust internal controls.

Seatrium has a set of Core Values and a Code of Conduct that all directors, employees and third-party representatives of the Company are required to observe and be guided by. The Core Values

act as a guiding compass, while the Code of Conduct guides the Group’s directors, employees and third-party representatives to carry out their duties and responsibilities to the highest standards of personal and corporate integrity. The Code of Conduct is available on the Company’s corporate website.

## CORPORATE GOVERNANCE FRAMEWORK

(As at 31 December 2025)

As at 31 December 2025, the Board of Directors (the “Board”) comprised nine members, of whom seven are independent directors, one is a non-executive and non-independent director and one is an executive director.

### Board of Directors

(As at 31 December 2025)

**Total number of Directors: 9**

<b>7</b> <b>Independent Directors</b>	<b>1</b> <b>Non-Executive and Non-Independent Director</b>	<b>1</b> <b>Executive Director</b>
------------------------------------------	---------------------------------------------------------------	---------------------------------------

#### Chairman’s Responsibilities

- Lead the Board to ensure effectiveness on all aspects of its role
- Promote a culture of openness and debate in the Board
- Encourage constructive discussions and relations within the Board and between the Board and Management
- Facilitate effective contributions of non-executive Directors

#### Board Responsibilities

- Set values, mission and vision statements
- Provide oversight and guidance to Management
- Set strategic objectives
- Review Management’s performance and remuneration
- Establish a framework of prudent and effective internal controls
- Integrate sustainability issues in decision making

The Board has constituted the following Board committees to assist it in the discharge of its duties:

<p><b>Audit and Risk Committee</b> (4 members)</p>	<p><b>Nomination and Remuneration Committee</b> (5 members)</p>
<p><b>4</b> Independent Directors</p>	<p><b>3</b> Independent Directors      <b>1</b> Non-executive and Non-independent Director      <b>1</b> Co-opted member (non-director)</p>
<p><b>Key Responsibilities</b></p>	<p><b>Key Responsibilities</b></p>
<ul style="list-style-type: none"> <li>Assist the Board in discharging its statutory and other responsibilities relating to internal controls, financial and accounting matters, and business and financial risk management</li> <li>Assist the Board in ensuring that Management maintains a sound system of risk management and internal controls to safeguard shareholders' interests as well as the Group's assets</li> <li>Determine the nature and extent of the significant risks that the Board is willing to take in achieving its strategic objectives</li> <li>Oversee and monitor the whistleblowing process</li> </ul>	<ul style="list-style-type: none"> <li>Assist the Board in evaluating the performance of Management and the Board, its committees and directors</li> <li>Review the profiles and independence of directors</li> <li>Make recommendations on directors' appointments and re-appointments</li> <li>Assist the Board in overseeing the remuneration of the Board and Management</li> <li>Set appropriate remuneration framework and policies (including long-term incentive schemes) to deliver annual and long-term performance of the Group</li> </ul>
<p><b>Corporate Social Responsibility Committee</b> (5 members)</p>	<p><b>Transformation Committee</b> (5 members)</p>
<p><b>4</b> Independent Directors      <b>1</b> Executive Director</p>	<p><b>4</b> Independent Directors      <b>1</b> Executive Director</p>
<p><b>Key Responsibilities</b></p>	<p><b>Key Responsibilities</b></p>
<ul style="list-style-type: none"> <li>Assist and support the Board in fulfilling its oversight over sustainability as well as workplace, safety and health ("WSH") matters</li> </ul>	<ul style="list-style-type: none"> <li>Drive and oversee the integration and transformation exercise of the Group</li> </ul>

**BOARD MATTERS**

**The Board's Conduct of Affairs**

**Principle 1**  
The Company is headed by an effective Board which is collectively responsible and works with Management for the long-term success of the Company.

The Board aims to create value for its shareholders and stakeholders, and drive the Group's long-term success. The Board holds Management accountable for its performance by focusing on the right business strategies, implementing a robust risk management framework, developing the desired culture within

the organisation and building a strong management team to lead the organisation. It also aims to align the interests of the Board and Management with those of shareholders and balance the interests of all stakeholders.

The Board sets the appropriate tone-from-the-top for the Group on ethics and values to be observed when pursuing and undertaking its businesses and operations. The Group has also put in place a set of well-defined policies and procedures such as an anti-bribery and anti-corruption policy, a prevention of insider trading policy, a whistleblowing policy and a Code of Conduct to track and monitor corporate performance and ensure proper accountability within the Group.

# Corporate Governance

## Role and Responsibilities of the Board

The Board's primary function is to protect the Group's assets and oversee its business affairs. The Board is accountable to shareholders for the Group's long-term financial performance. It reviews and approves policies, annual budgets, major funding, investments and divestments, risk tolerance levels, and sustainability and material issues. The Board also approves the appointment of directors and decides the composition of Board committees and remuneration for the Board and Management.

The Board has established a clear matrix on matters that would require its approval, which is clearly communicated to Management in writing. These include financial authorisation and approval limits for operating and capital expenditures, procurement of goods and services, and acquisition and divestment of investments. The Board approves transactions exceeding certain threshold limits, while delegating authority for transactions below those limits to the Chief Executive Officer ("CEO") to optimise operational efficiency. These limits are subject to regular review for relevance and effectiveness.

## Role and Responsibilities of Directors

Directors are fiduciaries of the Company and hold Management accountable for the financial and operating performance of the Group. All directors are expected to always act objectively in the best interests of the Company.

Each director is required to notify the Company of his or her direct or indirect interests in all transactions or proposed transactions with the Group, and provide details on the nature of such interests as soon as practicable after the relevant facts have come to his or her knowledge. This declaration is also provided by all directors to the Board annually.

The Company's Constitution provides that a director shall not vote in respect of a proposal in which he has any personal material interests, directly or indirectly. Such a director shall also not be counted in the quorum at a meeting in relation to any resolution on which he is required to abstain from voting. When facing a conflict of interest or potential conflict of interest, directors are required to recuse themselves from discussions and decisions involving the issues of conflict.

## Director Development and Training

The Board has established a policy on directors' training and development to ensure directors understand, meet and maintain appropriate competency requirements to perform and discharge their duties and responsibilities effectively. Directors are expected to understand the Group's business as well as their directorship duties (including their roles as executive, non-executive and independent directors).

The Board has a comprehensive orientation programme (including yard visits and visits to major vessels) for newly-appointed directors. As part of the programme, all newly-appointed directors are briefed on the Group's business activities, financial performance, governance policies and practices, enterprise risk management, regulatory regime and their duties as directors. This induction programme allows new directors to get acquainted with Management, thereby facilitating Board interaction and independent access to Management.

A director who has no prior experience as a director of an issuer listed on the Singapore Exchange Securities Trading Limited ("SGX-ST") is required to undergo training in the roles and responsibilities of a director of a listed issuer as prescribed by the SGX-ST, unless the Nomination and Remuneration Committee is of the view that training is not required because the director has other relevant experience, in which case the basis of the assessment will be disclosed.

The Company values ongoing professional development of its directors and provides them with opportunities to undergo training to develop and maintain their skills and knowledge at the Company's expense to enable them to serve effectively on, and contribute to, the Board. Each director is required to perform an annual self-assessment to identify his or her training needs and undertake training in order to acquire the requisite competencies.

Site visits are also conducted periodically for directors to familiarise themselves with the operations of the various segments so as to enhance their understanding of the Company's business and improve their performance as Board or Board committee members. In FY2025, several directors attended the P-78 FPSO sailaway ceremony at Benoi Yard and toured Tuas Boulevard Yard in Singapore, as well as visited the Group's overseas yards in Brazil and China.

In FY2025, the directors attended various training courses (conducted internally or externally), e-learning modules, webinars, conferences and briefings on various topics, including but not limited to cybersecurity, energy, renewables, decarbonisation, sustainability, AI, compliance, governance and finance.

Virtual trainings were also conducted on fraud, sanctions and anti-bribery management systems, and Seatrium's Code of Conduct. All the directors had previously attended training on sustainability matters mandated by the SGX-ST. Directors also received training by an external trainer on cybersecurity.

Each director was also invited to participate in the Seatrium Safety Convention 2025, Global Forum 2025, and Sustainability Day 2025, which brought together the Board, Management and distinguished

guests from Seatrium's valued partners to share their perspectives on landscape and importance of health, safety and sustainability within the industry. Seatrium's employees from across the world also shared Seatrium's achievements, business insights, and strategies.

### Board Committees

The Board has established the following Board committees to assist it in discharging its stewardship and fiduciary obligations:

- a. Audit and Risk Committee ("ARC")
- b. Nomination and Remuneration Committee ("NRC")
- c. Corporate Social Responsibility Committee ("CSRC")
- d. Transformation Committee ("TC")

The role of the CSRC is to assist and support the Board in fulfilling its oversight over sustainability and WSH matters, which are important performance indicators for the Group. The Board, with guidance provided by the CSRC, adopts specific targets and key performance indicators relating to sustainability and climate-related matters (including carbon management, climate transition plan, climate risks and opportunities, and reduction targets) and WSH matters. As disclosed above, some of the directors attended the Seatrium Safety Convention 2025, Global Forum 2025 and Sustainability Day 2025. For more details, please refer to the Company's Sustainability Report 2025, which is prepared in accordance with the SGX-ST's Sustainability

Reporting standards/guidelines, the Global Reporting Initiative and the International Sustainability Standards Board, and in alignment with other globally recognised frameworks.

The role of the TC is to assist and support the Board in driving and overseeing strategic and corporate transformation of the Group.

The roles and other details of the ARC and NRC are set out in other sections of this report.

The Board committees are formed with clear written terms of reference which set out their compositions, authorities and duties (including reporting back to the Board). These terms of reference are reviewed by the Board on a regular basis. Board approval is required for any change to these terms of reference.

The Board committees have the authority to investigate any activity within their respective terms of reference. They also have full access to and co-operation of Management, and full discretion to invite any director or executive officer to attend their meetings. The Board committees are also empowered and have authority to obtain advice and support from external advisers, as and when needed, at the expense of the Company.

As at 31 December 2025, the compositions of the Board and its Board committees were as follows:

Board	Audit and Risk Committee	Nomination and Remuneration Committee	Corporate Social Responsibility Committee	Transformation Committee
Mark Gainsborough (Chairman) (Independent director)		Chairman	Member	Chairman
Yap Chee Keong (Deputy Chairman) (Independent director)	Chairman	Member		Member
Chris Ong (CEO) (Executive director)			Member	Member
Jan Holm (Independent director)	Member		Chairman	
Ieda Gomes Yell (Independent director)			Member	Member
Sarjit Singh Gill (Independent director)	Member			
Astrid Skarheim Onsum (Independent director)	Member			Member

# Corporate Governance

Board	Audit and Risk Committee	Nomination and Remuneration Committee	Corporate Social Responsibility Committee	Transformation Committee
<p>Mariel von Schumann (Independent director)</p>		Member	Member	
<p>Eng Aik Meng (Non-independent and non-executive director)</p>		Member		
<p>Chan Wai Ching<sup>(1)</sup> (Non-Board member of NRC)</p>		Co-opted member		
<p>7 independent directors (including the Chairman)</p> <p>1 non-independent and non-executive director</p> <p>1 executive director</p>	<p>4 independent directors (including the ARC Chairman)</p>	<p>3 independent directors (including the NRC Chairman)</p> <p>1 non-independent and non-executive director</p> <p>1 co-opted member (non-director)<sup>(1)</sup></p>	<p>4 independent directors (including the CSRC Chairman)</p> <p>1 executive director</p>	<p>4 independent directors (including the TC Chairman)</p> <p>1 executive director</p>

**Note:**

Ms Chan Wai Ching is not a director of the Company but has been co-opted as a member of the NRC. Provision 2.4 of the Code provides (inter alia) that the Board and Board committees should comprise directors who as a group provide the appropriate balance and mix of skills, knowledge, experience and diversity. Provision 4.2 of the Code provides that the Nominating Committee should comprise at least three directors, the majority of whom, including the Chairman, should be independent. Provision 6.2 of the Code provides that the Remuneration Committee should comprise at least three directors. All members of the Remuneration Committee should be non-executive directors, the majority of whom, including the Chairman, should be independent. Ms Chan is currently the Chief Corporate Officer and Head, Organisation & People at Temasek Holdings (Private) Limited, and is a leader in human resources. Although Ms Chan is not a director of the Company, given her extensive experience in human resources, she has provided and will continue to provide expertise and insights into organisational development, leadership as well as remuneration matters to the NRC, and contribute towards establishing formal and transparent processes and procedures for the appointment and re-appointment of directors, and for the development of policies on director and executive remuneration.

The profiles of the directors are set out on pages 218 to 223 of the Annual Report 2025.

## Board Practices

The schedules of all Board meetings, Board committee meetings and the annual general meeting (“AGM”) are planned more than one year in advance in consultation with the directors to ensure that there are no scheduling conflicts. The Board meets at least four times a year at regular intervals. Besides the scheduled meetings, the Board meets on an ad-hoc basis as warranted by particular circumstances. Directors are expected to attend and actively participate in Board and Board committee meetings. Directors who are unable to attend a Board or Board committee meeting in person may participate via telephone or video conference, as permitted by the Company’s Constitution.

The Board also holds annual strategy meetings in person to interact with senior and middle management. At these meetings, the Board is briefed on developments

in the markets in which the Group operates, is updated on trends, and has in-depth discussions on the Group’s strategic direction. For FY2025, the annual strategy meeting was held in person in Singapore in August 2025.

The Board is also invited to participate in major key events organised by the Group such as public lectures, safety conventions and decarbonisation forums. This is with a view to ensuring that the Board and Management are aligned on the strategic thrust of the Group. This also helps the Board to keep abreast of the mega trends in the markets relating to the Group’s business. For FY2025, the Seatrium Safety Convention 2025 and Global Forum 2025 were held in person in Singapore in August 2025 and were attended by the Board, Management, employees and distinguished guests from Seatrium’s valued partners.

The attendance record of directors who held office during FY2025 at Board and Board committee meetings held during the period in which they were directors in FY2025, and at the AGM held during FY2025, is disclosed as follows:

Director	Board	Audit and Risk Committee	Nomination and Remuneration Committee	Corporate Social Responsibility Committee	Transformation Committee
	No. of Meetings held: 6	No. of Meetings held: 5	No. of Meetings held: 6	No. of Meetings held: 4	No. of Meetings held: 5
	Attended	Attended	Attended	Attended	Attended
Mark Gainsborough	6/6	-	6/6	4/4	5/5
Yap Chee Keong	6/6	5/5	6/6	-	5/5
Chris Ong	6/6	-	-	3/4	5/5
Nagi Hamiyeh <sup>(1)</sup>	1/2	1/2	2/3	-	0/2
Jan Holm	6/6	5/5	-	4/4	-
Ieda Gomes Yell	6/6	-	-	4/4	5/5
Sarjit Singh Gill	6/6	5/5	-	-	-
Astrid Skarheim Onsum <sup>(2)</sup>	6/6	5/5	-	-	2/2
Mariel von Schumann	6/6	-	6/6	4/4	-
Eng Aik Meng <sup>(3)</sup>	5/5	-	2/2	-	-

Notes:

(1) Mr Nagi Hamiyeh stepped down as a director of the Company and as a member of the ARC, NRC and TC on 23 April 2025.

(2) Ms Astrid Skarheim Onsum was appointed as a member of the TC on 1 June 2025.

(3) Mr Eng Aik Meng was appointed as a director of the Company on 1 March 2025. He was appointed as a member of the NRC on 1 June 2025.

All the directors (including the Chairman of the Board and the respective Board committees and the CEO) of the Company holding office as at the date of the most recent AGM held on 23 April 2025 (i.e., Mr Mark Gainsborough, Mr Yap Chee Keong, Mr Chris Ong, Mr Nagi Hamiyeh (who has stepped down as a director with effect from 23 April 2025), Mr Jan Holm, Ms Ieda Gomes Yell, Mr Sarjit Singh Gill, Ms Astrid Skarheim Onsum, Ms Mariel von Schumann and Mr Eng Aik Meng) attended the AGM.

Management provides directors with resources and access to complete, adequate and timely information prior to meetings and on an ongoing basis to enable them to make informed decisions and discharge their duties and responsibilities. Directors are provided with electronic tablets which enable them to readily access Board and Board committee papers in advance of and

during meetings. In addition, directors receive financial and operational performance, health and safety updates, analysts' reports, industry market updates, major projects tendered, progress updates on major projects, yard development updates and summaries of decisions made by Board committees on a quarterly basis. Board and Board committee papers and attachments with confidential information are sent to the directors using password encryption or are loaded on a secured digital platform, to enable secure access and to safeguard such confidential documents and information.

Directors have separate and independent access to the CEO, members of Management and the Company Secretary at all times. Management is present at Board meetings to address directors' queries or to provide further insights into matters concerned.

# Corporate Governance

The Company Secretary attends all Board and certain Board committee meetings. She is responsible for ensuring that meeting procedures are followed and applicable rules and regulations complied with. The Company Secretary assists the Board in implementing and strengthening corporate governance policies and practices.

The appointment and removal of the Company Secretary is subject to the Board's approval.

When directors, either individually or as a group, require advice from external advisers in the furtherance of their duties, the Company Secretary will, upon approval by the Board, appoint external advisers to render such services at the Company's expense.

## Board Composition and Guidance

### Principle 2

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

### Board Independence

As at 31 December 2025, the Board comprised nine directors, of whom seven are independent directors, one is an executive director and one is a non-executive and non-independent director. Independent directors thus make up a majority of the Board (seven out of nine). All the directors are non-executive, save for Mr Chris Ong who is the CEO and an executive director, as at 31 December 2025.

The non-executive directors and/or independent directors meet without the presence of Management at least once annually and provide feedback to the Board and/or the Chairman after such meetings, as appropriate. In FY2025, four of such meetings were held.

### Board Diversity Policy, Targets, Timelines and Progress

The Company recognises and embraces the benefits of having a diverse Board, which include adopting a broader strategic perspective, avoiding groupthink, enhancing decision-making and ensuring effective governance. To this end, the Company maintains a Board Diversity Policy that addresses and takes into account gender, skills and experience, board independence, and other relevant aspects of diversity.

In line with the Company's Board Diversity Policy, the NRC reviews the size and composition of the Board and the Board committees from time to time, and seeks to ensure that (i) the size of the Board and the Board committees are conducive for effective discussion and decision-making, (ii) the Board and the Board committees have the requisite number and proportion of independent directors, and (iii) the directors as a group have a broad range of skills,

experience and industry knowledge, and are diverse in age, gender and cultural background.

The Board has met the following diversity targets set by the Company for FY2025, and will endeavour to maintain these for the financial year ending 31 December 2026 ("FY2026"):

- a. a majority of the Board members are independent directors;
- b. at least one Board member has extensive experience in the industry in which the Group operates;
- c. at least two Board members have relevant accounting or related financial management expertise or experience; and
- d. at least two Board members are female.

The Board is made up of members from diverse cultural backgrounds (in terms of ethnicity and nationality) and with varied industry experience and expertise (including but not limited to the core competencies of accounting, finance, legal and business management experience, as well as leadership experience) which are important to the Group to provide effective stewardship and oversight of the Group as it deals with different groups of stakeholders. Each director brings in different perspectives and ideas at Board discussions. As at 31 December 2025, three out of the nine Board members are female. The members of the Board are diverse, including Asian, Brazilian and European individuals, and residents of Singapore, United Kingdom, the Isle of Man, Norway and Germany. While striving for diversity, all Board nominations and appointments are ultimately made on the basis of merit, taking into account the skills, experience, independence and knowledge needed for the Board as a whole to be effective. The Board, taking into account the views of the NRC, considers that the Board is of an appropriate size, and as a group possesses an appropriate level of independence and balance of skills, knowledge, experience and gender mix to manage and contribute effectively to the Company.

The Board will seek to ensure a good balance between continuity and fresh perspectives, and will also review and determine the Board's size and composition regularly to stay appropriate and effective for the Group's operations and geographic footprint.

## Chairman and Chief Executive Officer

### Principle 3

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

The Chairman and the CEO are separate persons, so as to ensure an appropriate balance of power, increased accountability, and greater capacity of the Board for

independent decision making. The Chairman and the CEO are not related.

The Board has established and set out in writing the division of responsibilities between the Chairman and the CEO. The Chairman is a non-executive appointment and is separate from the office of the CEO. The Chairman leads the Board and is responsible for ensuring the Board's effectiveness and its governance processes, while the CEO is responsible for following through the Board's direction and managing the day-to-day business and operations.

The Chairman provides leadership and facilitates the Board's effectiveness in all aspects of its roles, both inside and outside the boardroom. This includes setting the agendas for Board meetings and ensuring sufficient time is allocated for thorough discussion of each agenda item. The Chairman also plays a pivotal role in fostering constructive dialogue between shareholders, the Board and Management.

The Chairman promotes an open environment for debate and ensures that the independent directors are able to speak freely and contribute effectively. He closely monitors the translation of the Board's decisions and directions into executive actions. He also exercises control over the quality and quantity of information between the Board and Management. In addition, he provides support, close oversight, guidance, advice and leadership to the CEO, while respecting his executive responsibility.

The CEO heads the Company's Management team and manages the Group's businesses and operations in accordance with the Group's policies. He provides oversight, guidance, advice and leadership to the Management team on executing the Board's decisions. The Management team meets regularly to discuss performance, business, operation, risk, compliance and other relevant issues.

As a majority of the Board comprises independent directors and there are sufficient channels of communication for shareholders to raise concerns to the Board (such as through the independent Chairman or the independent chairman of each of the respective Board committees), no lead independent director has been appointed.

## Board Membership

### Principle 4

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

## Nomination and Remuneration Committee

As at 31 December 2025, the NRC comprised five members, of whom three (including the NRC Chairman) are independent directors, one is a non-executive and non-independent director and one is a co-opted member (non-director):

Mr Mark Gainsborough (Chairman)  
Mr Yap Chee Keong  
Ms Mariel von Schumann  
Mr Eng Aik Meng  
Ms Chan Wai Ching<sup>(1)</sup>

Note:

- (1) Ms Chan Wai Ching is not a director of the Company but has been co-opted as a member of the NRC. Provision 2.4 of the Code provides (inter alia) that the Board and Board committee should comprise directors who as a group provide the appropriate balance and mix of skills, knowledge, experience and diversity. Provision 4.2 of the Code provides that the Nominating Committee should comprise at least three directors, the majority of whom, including the Chairman, should be independent. Provision 6.2 of the Code provides that the Remuneration Committee should comprise at least three directors. All members of the Remuneration Committee should be non-executive directors, the majority of whom, including the Chairman, should be independent.

Ms Chan is currently the Chief Corporate Officer and Head, Organisation & People at Temasek Holdings (Private) Limited, and is a leader in human resources. Although Ms Chan is not a director of the Company, given her extensive experience in human resources, she has provided and will continue to provide expertise and insights into organisational development, leadership as well as remuneration matters to the NRC, and contribute towards establishing formal and transparent processes and procedures for the appointment and re-appointment of directors, and for the development of policies on director and executive remuneration.

The key responsibilities of the NRC in relation to Board membership and performance matters include the following:

- To review the size, diversity and composition of the Board and Board committees
- To identify, review and recommend Board appointments for the Board's approval, taking into account the experience, expertise, knowledge, skills and diversity of the candidates and the needs of the Board
- To review and recommend to the Board the re-appointment of directors, having regard to their performance, commitment and ability to contribute to the Board as well as their skill sets
- To review the Board's succession plans for directors, in particular, the appointment and/or replacement of the Chairman, the CEO and key management personnel
- To make recommendations for the Board's approval the objective performance criteria and process for the evaluation of the effectiveness of the Board as a whole and of each Board committee separately, as well as the contribution by the Chairman and each individual director to the Board
- To conduct a performance evaluation of the Board, the Board committees and individual directors on an annual basis

# Corporate Governance

- To conduct an annual assessment of whether each director has sufficient time to discharge his responsibilities, taking into consideration other listed company board representations and principal commitments, if any
- To determine the independence of new and existing directors, and whether each new and/or existing director is a fit and proper person and is qualified for the office of director
- To review and recommend training and professional development programmes for the Board and directors, and to ensure that new directors are aware of their duties and obligations
- To make recommendations on the key performance indicators and Management's balanced scorecards

## Rotation and Re-election of Directors

NRC reviews and recommends to the Board the re-election of directors at each AGM.

Pursuant to Article 94 of the Company's Constitution, one-third of the directors for the time being (or, if their number is not a multiple of three, the number nearest to but not less than one-third) are required to retire from office by rotation at each AGM. The directors to retire in every year are those who have been longest in office since their last re-election or appointment and as between persons who became or were last re-elected directors on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by lot. Pursuant to Rule 720(5) of the Listing Manual of the SGX-ST, all directors (including the CEO) are also required to submit themselves for re-nomination and re-appointment at least once every three years. Retiring directors are eligible for re-election.

Pursuant to Article 100 of the Company's Constitution, all newly appointed directors may only hold office until the next AGM immediately following their appointment, and are eligible for re-election at such AGM.

Where a director is required to retire from office, the NRC will review the composition of the Board and take into account factors such as the retiring director's competencies, attendance and participation in Board and Board committee meetings, performance and contributions to the Board and competing time commitments, when deciding whether to recommend that director for re-election.

Ms Ieda Gomes Yell, Mr Sarjit Singh Gill and Ms Astrid Skarheim Onsum will be retiring by rotation under Article 94 of the Company's Constitution at the upcoming AGM to be held on 22 April 2026 ("2026 AGM") and, being eligible, have offered themselves for re-election at the 2026 AGM.

Additional information on the directors seeking re-election at the 2026 AGM is set out on pages 224 to 231 of the Annual Report 2025.

## Selection and Nomination Process for New Directors

The Board has put in place a process for the selection and appointment of new directors. The process is led by the NRC, which recognises that an effective and cohesive board requires the right balance of industry knowledge, experience, core competencies, skills and professional qualifications, as well as diversity (including having regard to the Board Diversity Policy and the diversity targets set thereunder).

When searching for potential candidates for appointment as directors, the NRC reviews the range of expertise, skills and attributes of the Board and its composition, so as to identify the competencies required and/or desired to supplement the Board's existing attributes, which is then used for identifying potential candidates for nomination. The NRC also conducts an assessment of the potential candidate's qualifications, attributes, capabilities, skills, age, past experience and independence.

In considering potential candidates for appointment as directors, the NRC also takes into consideration whether a candidate had previously served on the board of companies with adverse track records or a history of irregularities, and whether this would cast any doubt on his or her ability to act as a director of the Company.

The NRC may tap on or engage external third-party search firms to assist in identifying and shortlisting a broader slate of candidates for nomination as new directors for the Board's consideration.

The Board considers the NRC's recommendations before appointing a candidate as a director of the Company in accordance with the Company's Constitution. Upon appointment, the NRC also reviews and recommends to the Board the new director's appointment to the appropriate Board committee(s) after matching the director's skill set to the needs of each Board committee and taking into consideration an equitable distribution of responsibilities among Board members.

## Review of Directors' Independence

The NRC reviews annually, and as and when circumstances require, if a director is independent having regard to the Listing Manual of the SGX-ST and the Code, as well as any other salient factors.

To facilitate the NRC's review, all directors are required to submit an evaluation and disclosure form prior to his or her appointment as a director and thereafter, on an annual basis, which would state all the factors considered in determining if the director is independent, including the factors described in the Listing Manual of the SGX-ST and the Code.

Mr Eng Aik Meng holds an executive position in Temasek International Pte Ltd ("TIPL"), which is a

related corporation of a substantial shareholder of the Company. He is therefore considered to be a non-executive and non-independent director. The Board and the NRC are of the view that, save for Mr Eng Aik Meng and Mr Chris Ong (who is the CEO and an executive director), none of the other directors have any relationship with the Company, its related corporations, its substantial shareholders or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of each director's independent business judgment in the best interests of the Company. In particular, none of the other directors are or have been employed by the Company or any of its related corporations in the current or any of the past three financial years, and none of them have an immediate family member who is employed or has been employed by the Company or any of its related corporations in the current or any of the past three financial years, and whose remuneration was determined by the NRC. None of the directors have served for an aggregate period of more than nine years on the Board. All of the directors, save for Mr Eng Aik Meng and Mr Chris Ong, are therefore considered to be independent directors.

#### Review of Directors' Time Commitments

The NRC determines annually whether a director has been adequately carrying out his or her duties as a director, taking into account the number of other listed company directorships and principal commitments of the director. Each director is expected to allocate sufficient time and attention to the Company's affairs. The Board has adopted a policy to address directors' competing time commitments when they serve on multiple boards and have other principal commitments. In general, each director cannot hold more than four directorships in listed companies.

For FY2025, all directors met the guidelines set on the maximum number of listed company directorships that he or she may hold. The NRC has reviewed and is satisfied that the directors who held office as at 31 December 2025 had committed sufficient time and attention to the Company's affairs and had contributed meaningfully to the Group as evidenced by the attendance of the directors at the Board and Board committee meetings and the quality of the discussions at these meetings.

Information on each director's other listed company directorships and principal commitments is disclosed on pages 218 to 223 of the Annual Report 2025.

The Board does not encourage the appointment of alternate directors. No alternate director is currently appointed to the Board.

#### Succession Planning for Management

Succession planning is key to the Company's long-term organisational strategy, ensuring the Company's

preparedness for the future and that it has the right leaders to drive Seatrium's success. The Company focuses on building a strong talent bench strength that enables it to meet evolving business demands. By identifying, nurturing and developing high-potential leaders, the Company ensures that Seatrium's leadership pipeline is robust and capable of taking on key management roles as the business grows and evolves.

As part of the Company's annual talent review process to identify high-potential employees, succession plans are discussed and finalised with inputs from Management. The NRC reviews the succession plans for Management to ensure alignment with Seatrium's long-term strategy and contingency planning to mitigate unforeseen changes. This disciplined approach allows for a thorough examination of the Company's organisational structure, talent bench strength and leadership pipeline, enabling the Company to assess both its current capabilities and future needs to achieve business outcomes.

### Board Performance

#### Principle 5

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

Using objective performance criteria and processes recommended by the NRC and approved by the Board, the NRC assesses at least once annually whether the Board, Board committees and individual directors are performing effectively so as to identify steps for improvement. The Board believes that active participation and valuable contributions are essential to the overall effectiveness of the Board.

In FY2025, the Board, upon the recommendation of the NRC, appointed an independent external consultant, KornFerry ("KF"), to conduct a performance evaluation to assess the effectiveness of the Board and the Board committees as well as identify any opportunities for further improvement.

The Board believes that the use of an external independent consultant greatly enhances the quality and objectivity of the evaluation.

As part of the evaluation process, KF circulated a board evaluation questionnaire to each director and selected Management team members for their completion. KF then conducted one-on-one interviews with each director and selected Management team members to obtain more in-depth feedback and perspectives on the performance of the Board on key issues and strategy, where and how the Board spends its time, Board and Board Committee processes, Board composition, Board culture and dynamics, and overall Board effectiveness. Each director and selected Management team member was also asked

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to provide developmental feedback for each director. Insights from the feedback collated were then shared with each director to further enhance their contribution, as part of the Board and respective Board members' training and continuous improvement program.

The NRC and Board analysed the report prepared by KF and engaged in discussions regarding the findings and recommendations. The results of the Board evaluation exercise showed that the Board and Board committees discharges its duties and responsibilities and is well-managed. Moving forward, the Chairman will act on the recommendations from the evaluation, in consultation with the NRC.

In addition to the annual Board evaluation exercise, the NRC also conducts an annual evaluation of each individual director. The NRC appraises the performance of each individual director based on criteria such as the director's attendance, preparedness, participation, industry and business knowledge, and contributions at Board meetings. The Chairman acts on the results of the performance evaluation and works with the directors to further enhance their contributions.

## REMUNERATION MATTERS

### Procedures for Developing Remuneration Policies

#### Principle 6

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

The composition and members of the NRC, as at 31 December 2025, are set out in the section "Nomination and Remuneration Committee" in this report.

The key responsibilities of the NRC in relation to remuneration matters include the following:

- To oversee the governance of the Group's remuneration policy (including share plans and other long-term incentive plans), including reviewing and making recommendations to the Board on the framework of remuneration for the Board and key management personnel
- To agree on the key performance indicators ("KPIs") or balanced scorecard as performance matrix for Management
- To oversee the remuneration of senior executives, including reviewing and making recommendations to the Board on the specific remuneration packages for the CEO and other key management personnel

- To oversee human capital plans to deepen core competencies, and the strength and leadership capabilities of Management
- To oversee the grant of incentives and annual variable bonus pool for Management
- To review the specific remuneration for each non-executive director and make recommendations to the Board for tabling of directors' remuneration at the AGM for shareholders' approval

The NRC considers all aspects of remuneration, including termination terms to ensure that they are fair and reasonable and not overly generous.

On an annual basis, a comprehensive talent management programme and succession plans are presented to the NRC for review. The NRC reviews the succession plans for key and critical positions to align the business goals and the Group's human capital needs. This enables the Company to identify a talent pool to focus on and develop the identified successors to their full potential.

The Company has, during FY2025, engaged Willis Towers Watson Consulting (Singapore) Pte Ltd ("WTW") to advise the NRC on the remuneration of senior executives. WTW is an independent external consultancy firm. There is no relationship between the Group and WTW that would have affected the independence and objectivity of WTW.

The CEO was not present during discussions relating to his own remuneration, terms and conditions of service, and the review of his performance.

No NRC member or director was involved in the deliberations of his or her own remuneration, compensation or any form of benefits. The Board believes in the ability of the NRC to exercise considered judgment in its deliberations and act in the best interests of the Company.

### Level and Mix of Remuneration

#### Principle 7

The level and structure of remuneration of the Board and key management personnel are appropriate and proportionate to the sustained performance and value creation of the Company, taking into account the strategic objectives of the Company.

#### Remuneration of Non-Executive Directors

The NRC ensures that the remuneration of non-executive directors is appropriate to the level of contribution, taking into account factors such as effort, time spent and responsibilities, and to attract, retain and

motivate the directors to provide good stewardship of the Company.

The NRC reviews and recommends a framework to the Board for determining the remuneration of non-executive directors, including the Board Chairman.

### Directors' Fees Framework

The Company has adopted the following directors' fees framework as detailed in the Company's Directors' Fees Policy as disclosed below.

As provided in the Directors' Fees Policy of the Company, the fees payable to non-executive directors will typically comprise a cash component and a share component. Up to 30% of the aggregate directors' fees approved by shareholders for a particular financial year may be paid out in the form of restricted share awards under the Seatrium Restricted Share Plan 2020 ("RSP 2020"). The balance 70% is paid in cash. A non-executive director who steps down before the delivery of the share component will receive all of his directors' fees (calculated on a pro-rata basis) in cash. The payment of directors' fees (both cash and the share components) is contingent upon shareholders' approval. Directors and their associates abstain from voting on any resolution(s) relating to their remuneration.

Share awards granted to directors under the RSP 2020 as part of directors' fees typically consist of the grant of fully paid shares outright with no performance

and vesting conditions attached, but with a selling moratorium whereby each non-executive director is required to hold the equivalent of one year's Chairman all-in fee, Deputy Chairman all-in fee or non-executive director basic retainer fee (as applicable), for the duration of his or her tenure as a director and for one year after he or she steps down as a director. Any excess may be disposed of as desired.

The actual number of shares to be awarded to each non-exclusive director shall be determined by reference to the volume-weighted average price of the Company's shares on the SGX-ST over the 14 trading days from (and including) the day on which the shares are first quoted ex-dividend after the AGM (or, if no final dividend is proposed at the AGM or the resolution to approve such final dividend is not approved at the AGM, over the 14 trading days immediately following the date of the AGM).

Employees of Temasek who serve as directors on the boards of companies in which Temasek has investments will decline all directors' fees, payments or allowances and equity. Consequently, Mr Eng Aik Meng, an employee of Temasek, has declined all director's fees which would have been payable to him by the Company with effect from the date of his appointment in FY2025.

The Directors' fee structure is as follows:

Description	Board	Audit and Risk Committee	Nomination and Remuneration Committee	Corporate Social Responsibility Committee	Transformation Committee
Board Chairman (all-in) <sup>(1)</sup>	S\$600,000				
Deputy Board Chairman (all-in) <sup>(2)</sup>	S\$500,000				
Basic Retainer Fee <sup>(3)</sup>	S\$80,000				
Board Committee Chairman's Fee		S\$50,000	S\$35,000	S\$35,000	S\$50,000
Board Committee Member's Fee		S\$30,000	S\$20,000	S\$20,000	S\$30,000

Notes:

- (1) The Chairman does not receive the basic retainer fee for directors, or any further fees or allowances for his services as chairman or member of any Board committees.
- (2) The Deputy Chairman does not receive the basic retainer fee for directors, or any further fees or allowances for his services as chairman or member of any Board committees.
- (3) The executive director does not receive the basic retainer fee for directors or any other Board fees.

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Attendance Fees <sup>(1)(2)</sup>	Board Meeting	Board Committee Meeting and General Meeting
Teleconference	S\$2,000	S\$1,000
Home – City	S\$5,000	S\$2,500
In – Region <sup>(3)</sup>	S\$8,000	S\$4,000
Out – Region <sup>(3)</sup>	S\$15,000	S\$7,500

Notes:

- (1) Only one attendance fee (the higher amount) is paid for multiple meetings held on the same day.
- (2) The executive director does not receive any attendance fees for meetings.
- (3) In-region<sup>3</sup> attendance fees are paid when the travelling time from the director's home country to the country where the meeting is held is below 7 hours (one way), and "Out-region" attendance fees are paid when the travelling time is 7 hours or more (one way).

At the last AGM held on 23 April 2025, shareholders of the Company approved the payment of directors' fees of up to S\$2,900,000 for FY2025. The total directors' fees for FY2025 amounted to S\$2,246,000. The share component (30%) of the directors' fees (save in respect of Mr Eng Aik Meng) for FY2025 will be delivered in the form of restricted share awards under the RSP 2020 after the AGM in year 2026 has been held and the cash component (70%) of the directors' fees for FY2025 was paid/will be paid to the non-executive directors in FY2025 and FY2026.

The Company will be seeking shareholders' approval at the forthcoming 2026 AGM to be held on 22 April 2026 for payment of directors' fees for FY2026 of up to S\$2,900,000 (same as the approved directors' fee for FY2025). Subject to shareholders' approval, the cash component of the directors' fees for FY2026 is intended to be paid half yearly in arrears and where applicable, the share component of the directors' fees for FY2026 is to be delivered after the AGM in year 2027 has been held.

The amount of FY2026 directors' fees is computed based on/takes into account (i) a board size of nine directors (including eight non-executive directors), (ii) full attendance by all of the non-executive directors based on the meeting schedule for year 2026, and (iii) a buffer to cater for any unforeseen circumstances, including, for example, unplanned, ad-hoc or additional meetings, additional appointments of directors to the Board and/or Board committees, and formation of any ad-hoc or additional Board committees. An executive director does not receive directors' fees and is remunerated as part of Management.

## Remuneration for CEO and Senior Executives

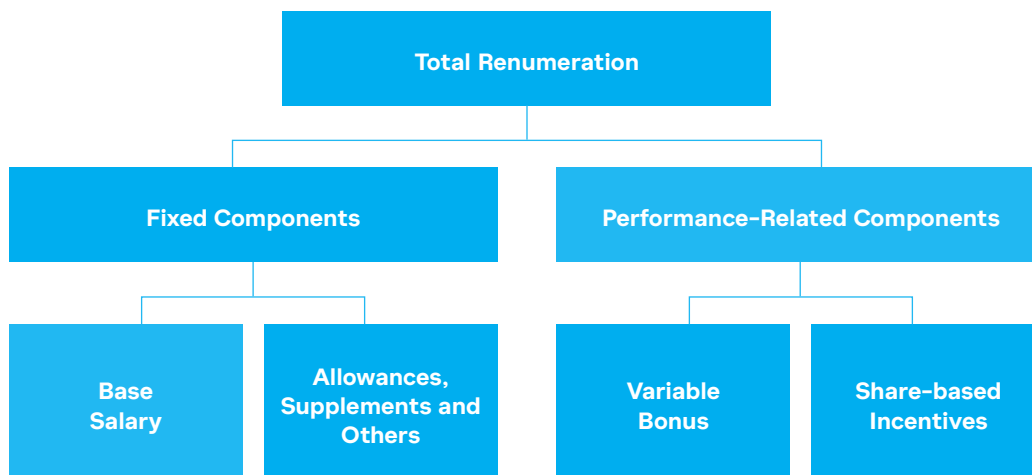
The Group believes that its remuneration and reward system is aligned with the long-term interests and risk policies of the Group and that a competitive remuneration and reward system based on corporate and individual performance is important to attract, retain and incentivise the best talent. In determining corporate performance, the Group uses a balanced scorecard, which assesses the achievements of the Group.

Our FY2025 corporate balanced scorecard covers a comprehensive set of assessment perspectives:

- Financials (overall weightage of 45%) – Comprising financial and order book KPIs
- Safety and Sustainability (overall weightage of 25%) – Comprising KPIs related to safety, environment, governance, economic and social metrics
- People Development (overall weightage of 15%) – Comprising KPIs related to high-potentials and succession planning
- Compliance (overall weightage of 15%) – Comprising achievement of compliance-related objectives

The Company's remuneration and reward system for senior executives (including the CEO) is designed to ensure a competitive level of compensation to attract, retain and motivate employees to deliver high-level performance in accordance with the Company's established risk policies and to incentivise them to drive the long-term success of the Company. A significant and appropriate proportion of the senior executives' remuneration is structured so as to link rewards to corporate and individual performance.

### Remuneration for Senior Executives



The remuneration for senior executives comprises fixed components and performance-related components.

#### Fixed Remuneration

Fixed remuneration includes annual basic salary, and where applicable, fixed allowances, an annual wage supplement and other emoluments. Base salaries of senior executives are determined by the scope, criticality and complexity of each role, equity against peers with similar responsibilities, experience and competencies and individual performance relative to market competitiveness of roles with similar responsibilities.

#### Annual Variable Bonuses

The annual variable bonus (“AVB”) recognises the performance and contributions of the individual, while driving the achievement of key business results for the Company. To this end, the overall AVB budget for the Company is determined by the achievement level of the Company balanced scorecard, which includes KPIs relating to the Company’s financial performance, safety, sustainability, people development, and risk & compliance. The AVB pool is distributed to individual employees according to their individual performance rating.

#### Share-based Incentives

The Company’s share-based incentive plans are designed to motivate senior executives to continue striving for the Group’s long-term shareholder value. In addition, the share-based incentive plans aim to align the interests of participants with the interests of shareholders, improve performance and achieve sustainable growth for the

Company. To this end, the KPIs for share-based incentives include the Company’s financial performance, absolute shareholders’ return and carbon emission reduction.

In 2025, the Board approved a one-off three-year Transformation Incentive Plan (“PSP-TI”) under the Company’s PSP 2020 to selected senior management and key employees who will be contributing significantly towards Vision 2030. The performance conditions under the PSP-TI are highly stretched and closely aligned to the Group’s strategic priorities in greener order book mix, new energies, financial performance & shareholder returns, and alignment with corporate values.

Details of the share-based incentives granted by the Company in FY2025 are set out on pages 93 to 97 of the Annual Report 2025.

#### Disclosure of Remuneration

##### Principle 8

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

Information regarding the remuneration of each director (including the CEO) for FY2025 is set out on page 216 of the Annual Report 2025.

# Corporate Governance

Mr Chris Ong, the CEO, as an executive director, does not receive directors' fees for serving as a member of the Board or the Board Committees and is remunerated as part of Management. As a lead member of Management, the CEO's compensation for FY2025 consisted of his salary, allowances, as well as bonuses and share-based incentives which are conditional upon meeting certain performance targets set by the NRC.

During FY2025, the Company's top five key management personnel (other than the CEO) are as follows:

Stephen Lu, Chief Financial Officer  
Chor How Jat, Chief Operating Officer  
Lim Howe Run, Chief Risk Officer  
William Gu, EVP, Seatrium Energy (Marketing)  
Samuel Wong, EVP, Seatrium Energy (Fixed Platforms)

The FY2025 aggregate remuneration of the above-mentioned executives, comprising cash, benefits and share-based incentives (which are conditional upon meeting certain performance targets) received, is stated on page 216 of the Annual Report 2025.

No employee of the Group whose remuneration exceeded S\$100,000 during FY2025 was a substantial shareholder of the Company, or an immediate family member of either a director, the CEO or a substantial shareholder of the Company, as at the end of FY2025.

## Risk Management and Internal Controls

### Principle 9

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

The Company has in place a sound system of risk management and internal controls to safeguard shareholders' interests and the Group's assets. The ARC assists the Board in determining the nature and extent of the significant risks which the Company is willing to take in achieving its strategic objectives and value creation, and oversees, *inter alia*, the Group's risk management and internal controls and ensures that the system of risk management and internal controls maintained by Management is adequate and effective.

The composition and members of the ARC, as at 31 December 2025, are set out in the section "Audit and Risk Committee" on page 72 of this report.

### Risk Management and Internal Controls

The key responsibilities of the ARC in relation to risk management and internal controls are as follows:

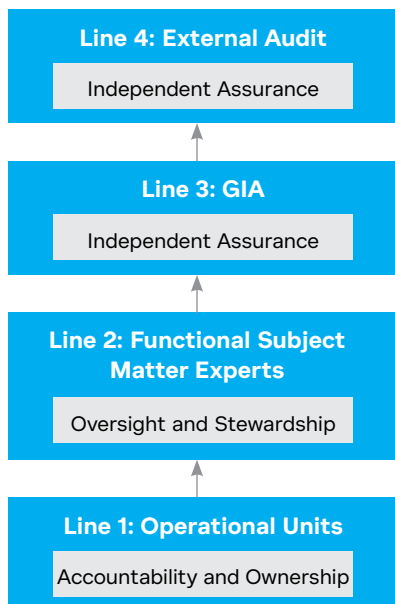
### Responsibilities of the ARC

- To assess and ensure the adequacy and effectiveness of the Group's risk management systems, framework, policies, procedures and processes. Such review can be carried out internally and/or with the assistance of external parties
- To review risk reports from Management which include the Group's risk profile, major risk exposures and material risk issues as well as Management's response and actions taken to monitor and control such exposures/issues
- To review and endorse the Group's risk appetite and risk tolerance limits for approval by the Board and to monitor their status (risks taken/accepted within set limits or otherwise, for which mitigation actions are to be provided) thereafter
- To review at least annually the adequacy and effectiveness of the Group's risk management and internal control systems (including financial, operational, compliance and information technology controls)

The Group adopts an Integrated Assurance Framework (“IAF”). This IAF helps the Group identify, assess and manage key risks in the challenging business environment that it operates in. Please refer to pages 78 to 83 of the Annual Report 2025 for more information on the Group’s IAF.

The IAF adopts a risk-based approach, where the risk universe represents the identified key risk areas. These are addressed through corresponding key controls, which are documented in the risk registers.

Embedded in the IAF is the four Lines of Defence model, providing a comprehensive and robust basis of assurance over the adequacy and effectiveness of our risk management and internal control systems.



The Group has also established a business continuity management policy. The policy sets out the process by which the Board and Management are kept informed of corporate crises in a timely manner and according to their severity. Such crisis includes events that have, or are expected to have, a significant financial, reputational or other impact on the Group’s business and operations.

The Board has assessed that, as at 25 February 2026, there has been no material change in the Group’s risk of being subject to Sanctions Law and the Group did not have any exposure or nexus to any sanctions-related

risks which are relevant and material to its operations. However, due to the current global environment, sanctions-related risks will be monitored on an ongoing basis. If there is any material change in the Group’s risk of being subject to any Sanctions Law, this would be immediately announced on SGXNet. The Group has in place a sanctions and trade compliance policy to address and mitigate sanctions-related risks. This policy, together with the Group’s third-party compliance and due diligence policy, sets out the due diligence process applicable to all third-parties for identifying and assessing sanctions, trade compliance and other compliance-related risks to the Group.

**Assurances to the Board**

For FY2025, the Board has received assurances from the CEO and the Chief Financial Officer (“CFO”) that as at 31 December 2025: a. the financial records were properly maintained and the financial statements gave a true and fair view of the Group’s operations and finances; and b. the Company’s risk management and internal control systems were adequate and effective.

The Board, with the concurrence of the ARC, is satisfied that the Group’s internal controls (including financial, operational, compliance and information technology controls) and risk management systems were adequate and effective as at 31 December 2025 to meet the needs of the Group in the current business environment. There were no material weaknesses in the internal controls or risk management systems of the Group identified by the Board and the ARC as at 31 December 2025. For areas where room for improvements were identified, appropriate steps have been taken to address them.

The opinion was supported by the Group’s IAF and its four Lines of Defence model. This includes the bottom-up sign-off by Management on the adequacy and effectiveness of key controls and is further evidenced by GIA’s independent review of those controls and statutory audits conducted by the external auditors.

The Board notes that the system of internal controls, due to its inherent limitations, can provide only reasonable but not absolute assurance regarding the achievement of their intended control objectives. In this regard, the Board is satisfied that if significant internal control failures or weaknesses were to arise, necessary actions would be swiftly taken to remedy them.

# Corporate Governance

## Audit Committee

### Principle 10

The Board has an Audit Committee which discharges its duties objectively.

### Audit and Risk Committee

As at 31 December 2025, the ARC comprised four directors, all of whom, including the ARC Chairman, are non-executive and independent directors:

Mr Yap Chee Keong (Chairman)  
 Mr Jan Holm  
 Mr Sarjit Singh Gill  
 Ms Astrid Skarheim Onsum

At least two members of the ARC (including the ARC Chairman) have recent and relevant accounting or related financial management expertise or experience.

### Responsibilities of the ARC

The ARC is empowered and functions in accordance with the provisions of Section 201B of the Companies Act 1967, the Listing Manual of the SGX-ST and the Code. The ARC has the authority to investigate any activity within its terms of reference. It has full access to and co-operation of Management, and full discretion to invite any director or executive officer to attend its meetings.

The ARC also reviews and approves the enterprise risk management framework and compliance-related issues within the Group.

Apart from the key responsibilities set out on pages 70 to 72 of the Annual Report 2025, the ARC's key responsibilities also include the following:

Financial Reporting	Internal Controls	Integrated Audit
<ul style="list-style-type: none"> <li>To review significant financial reporting issues and judgments so as to ensure the integrity of the Group's consolidated financial statements</li> <li>To review the Group's consolidated financial statements and any announcements relating to the Group's financial performance</li> <li>To assess and challenge, where necessary, the accuracy, completeness and consistency of the consolidated financial statements (both final and interim), before they are submitted to the Board for approval</li> <li>To review the assurances provided by the CEO and CFO that the financial records have been properly maintained, the financial statements give a true and fair view of the Group's operations and finances, and that the Group's internal controls and risk management systems are adequate and effective</li> </ul>	<ul style="list-style-type: none"> <li>To review with the external and integrated auditors the adequacy of the Group's internal control systems in relation to significant internal control issues which are likely to have a material impact on the Group's operating results and/or financial position</li> <li>To review the representation and opinion of Management on internal controls, and the results of work performed by the integrated and external auditors</li> <li>To oversee and monitor whistleblowing, including review of the policies and procedures adopted by the Company for concerns about possible improprieties in financial reporting or other matters to be safely raised, independently investigated and appropriately followed up on</li> <li>To commission and review the findings of investigations into matters where there is any failure of internal controls which has or is likely to have a material impact on the Group's operating results and/or financial position, and also into matters where there is any suspected fraud or irregularity, or infringement of any law, rule and regulation</li> </ul>	<ul style="list-style-type: none"> <li>To review and approve the integrated audit charter and related policies</li> <li>To review and approve the audit plans</li> <li>To review and approve the appointment, termination and remuneration of the Chief Risk Officer ("CRO") and Head of GIA ("HIA")</li> <li>To review the adequacy of staffing and qualification levels of the integrated audit function</li> <li>To review the report on interested person transactions ("IPTs") prepared by the GIA</li> <li>To meet integrated auditors at least annually in the absence of Management to review the assistance given by the Group's officers to the integrated audit function and to determine that no restrictions have been placed on them by Management</li> <li>To review, at least annually, the adequacy, effectiveness, independence, scope and results of the integrated audit function</li> </ul>

External Audit		Interested Person Transactions
<ul style="list-style-type: none"> <li>To review the audit plans of the external auditors</li> <li>To review the statutory audit report prepared by the external auditors on the Group's full year consolidated financial statements and other reports relating to internal controls and Management's response and actions on any noted weaknesses</li> <li>To review and assess annually the adequacy, effectiveness, independence, scope and results of the external audit</li> <li>To recommend the appointment or re-appointment of the external auditors and their audit fees and terms of engagement to the Board</li> </ul>	<ul style="list-style-type: none"> <li>To review and approve (prior to engagement) the non-audit services provided by the external auditors, and provide a confirmation in the Group's annual report that it has undertaken a review of these non-audit services and that such services, if any, have not affected the independence of the external auditors</li> <li>To meet the external auditors at least annually in the absence of Management to review the assistance given by the Group's officers to the external auditors, to determine that no restrictions have been placed on them by Management</li> </ul>	<ul style="list-style-type: none"> <li>To review and approve, if so required, IPTs in accordance with the requirements of the Listing Manual of the SGX-ST and the IPT mandate</li> </ul>

**ARC Procedures**

During FY2025, the ARC carried out its duties in accordance with its terms of reference. The ARC met quarterly to review the half-year and full-year financial statements as well as the voluntary business updates for the first and third quarters of the financial year, assess the relevance and consistency of the accounting principles adopted and examine the significant financial reporting issues and judgments, so as to obtain reasonable assurance as to the integrity and fairness of the financial statements. The ARC Chairman reported all significant financial matters relating to the Group at the quarterly Board meeting. Management, external auditors and integrated auditors update the ARC as and when there are changes to the accounting standards and issues which have a direct impact on financial statements.

The ARC, through its quarterly meetings, reviewed and assessed the adequacy and effectiveness of internal control and risk management systems, based on updates by Management, integrated auditors and external auditors on the Group's risk mitigation measures and internal controls.

The Company has complied with Rules 712 and 715 of the Listing Manual of the SGX-ST in relation to the appointments of auditing firms for FY2025.

During the year under review, the ARC reviewed all the non-audit services provided to the Group by KPMG LLP ("KPMG"), the Company's external auditors. The ARC was satisfied that the independence of KPMG had not been impaired by the provision of these services. A breakdown of the fees for audit and non-audit services paid to KPMG for FY2025 can be found on page 165 of the Annual Report 2025.

The ARC discussed key audit matters for FY2025 with Management and the external auditors. The ARC concurred with the basis and conclusions included in the independent auditors' report with respect to the key audit matters. For more information on the key audit matters, please refer to pages 99 to 103 of the Annual Report 2025.

During FY2025, the ARC met with the external auditors and with the integrated auditors in each case without the presence of Management.

**Integrated Audit Function**

The GIA provides assurance to the ARC on the adequacy and effectiveness of the Group's risk management systems and internal controls. The HIA reports to the ARC and administratively to the CRO. The CRO also reports functionally to the ARC and administratively to the CEO. In consultation with the CEO, the ARC decides on the appointment, termination, and remuneration of the CRO and the HIA.

# Corporate Governance

The GIA comprises professionals with relevant qualifications and experience. The ARC reviews the training and development opportunities provided to the GIA to ensure technical knowledge and skill sets remain current and relevant. The GIA has unfettered access to the ARC and all of the Company's documents, records, properties and personnel, and has an appropriate standing within the Company.

In line with leading practices, the GIA adopts the Global Internal Audit Standards set out by the Institute of Internal Auditors ("IIA"), and all staff members are expected to observe, apply and uphold IIA Code of Ethics at all times. Quality assessment reviews ("QAR") are carried out at least once in five years by qualified professionals from an external organisation. The last external QAR was completed in 2022, and the GIA generally conforms with the International Standards for the Professional Practice of Internal Auditing that were in force at the time.

The GIA adopts a risk-based approach in developing its annual audit plan with a focus on key risks which was reviewed and approved by the ARC. GIA reviews are designed to assist the Board in promoting sound risk management, robust internal controls and good corporate governance, by assessing the design and operating effectiveness of controls over key business processes and risks identified within the Group's overall risk framework. Any material findings and remediation plans arising from audits will be escalated to Management and the ARC. During FY2025, there were no material weaknesses in the Group's internal controls and risk management systems that were identified by the Board or the ARC. Areas whereby controls could be further improved or enhanced were addressed by the respective functions. In relation to the Group's sustainability reporting process, an independent external consultant was engaged to provide assurance to the ARC and the GIA on the Sustainability Report 2025.

For FY2025, the ARC was satisfied that the GIA was independent and effective, and that the GIA had adequate resources and appropriate standing to discharge its function effectively.

## Whistleblowing Policy

The Group has in place a Whistleblowing Policy which sets out the procedures for a whistleblower to report in confidence any misconduct or wrongdoing relating to the Group and/or its officers. The Policy provides multiple reporting channels through which concerns can be raised in confidence about possible improprieties in financial reporting, suspected fraud, corruption, unethical practices or other matters which may result in financial loss to the Group or damage the Group's reputation.

A global whistleblower reporting mechanism, managed by an independent and reputable third-party provider, has been implemented to facilitate centralised case management and anonymous reporting by whistleblowers in multiple languages and toll-free access across different jurisdictions.

The ARC oversees the Group's Whistleblowing Policy and is responsible for oversight and monitoring of whistleblowing matters. The Whistleblowing Advisory Committee ("WAC") assists the ARC with overseeing the whistleblowing process and any matters arising therefrom. Concerns reported via the independently managed whistleblowing reporting channels are directed to GIA for review. All reasonable steps will be taken to protect the confidentiality and identity of every whistleblower, subject to legal or regulatory requirements. Where warranted, an independent team will be appointed to investigate such matters. The outcomes of such investigations and any remedial actions are reported to the WAC and ARC for appropriate resolution. Whistleblowers who act in good faith will not be subject to any detrimental or unfair treatment. Any reprisal suffered shall be received, reviewed and investigated in the same manner as a whistleblowing report.

The Group's Whistleblowing Policy is available on the Company's corporate website. The Policy and procedures for raising concerns are clearly communicated to employees through staff orientation and periodic refresher training on an ongoing basis.

## SHAREHOLDER RIGHTS AND ENGAGEMENT

### Shareholder Rights and Conduct of General Meetings

#### Engagement with Shareholders

##### Principle 11

The Company treats all shareholders fairly and equitably in order to enable them to exercise shareholders' rights and have the opportunity to communicate their views on matters affecting the Company. The Company provides shareholders a balanced and understandable assessment of its performance, position and prospects.

##### Principle 12

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

### Corporate Disclosure Policy

The Company is committed to upholding effective, timely, accurate and fair communications with all stakeholders, including analysts, investors and shareholders. Financial reports, earnings and other trade or price sensitive information are disseminated to shareholders through announcements via SGXNet, media releases, the Company's corporate website ([www.seatrium.com](http://www.seatrium.com)), webcasts and earnings briefings.

The Company maintains a dedicated Investor Relations & Corporate Communications Department that engages regularly with investors and shareholders, including attending to their queries and concerns effectively and promptly. The Company treats all its shareholders fairly and equitably, and keeps them informed of its corporate activities, including changes in the Company or its business, on a timely, fair, and non-selective disclosure basis. This ensures that shareholders and prospective investors are provided with the information necessary to make well-informed investment decisions.

The Company announces its financial statements on a half-yearly basis, and provides voluntary business updates in between its half-yearly financial results. Quarterly briefings are held via webcasts or conference calls for the investment community after the announcement of the Company's results and interim business updates to provide insights on key developments and foster ongoing engagement.

### Investor Engagement

The Company employs various platforms to effectively engage the investment community and other stakeholders. Engagement with stakeholders include live webcasts of results briefings, conference calls, emails, publications, investor conferences, meetings, and information on the Company's corporate website, as well as yard visits.

The Company has in place a comprehensive investor relations policy which allows for ongoing exchange of views to actively engage and promote regular, effective and fair communication with investors and shareholders. Due care is exercised in its investor and shareholder engagement in compliance with SGX-ST's rules on fair disclosure.

Announcements, financial results and voluntary business updates, including presentations and disclosures, are promptly disseminated via SGXNet and the Company's corporate website. Email alerts are also sent to those who subscribe to the Company's notification service.

Management engages with investors, analysts and the media regularly via in-person and virtual meetings, roadshows and industry conferences organised by major brokerage firms. In FY2025, Management engaged

with institutional investors from Singapore, Malaysia, Hong Kong, Taiwan, Europe, the UK, the US and other locations.

To gather insights and feedback from the investment community, the Company periodically leverages investor surveys, perception studies, and other feedback mechanisms to align its investor communications and engagement strategies with best practices.

The Company's mobile-friendly corporate website is regularly updated with the latest information. These include company announcements, half-yearly results and voluntary business updates, annual reports, investor events, stock information, investor presentation slides, as well as information on general meetings, including presentations and minutes. Audiovisual recordings and transcripts of briefings for financial results and business updates are accessible from the Investor Relations webpage of the Company's corporate website.

All stakeholders may contact the Company's Investor Relations team via email ([investor.relations@seatrium.com](mailto:investor.relations@seatrium.com)) or the phone with any queries or concerns.

More information on the Company's investor relations activities can be found on pages 86 to 89 of the Annual Report 2025.

### General Meetings

The Company invites and encourages registered shareholders to participate in its general meetings. Notices of general meetings are issued to shareholders together with a proxy form which sets out instructions on the appointment of proxies. Notices of general meetings are also advertised in The Business Times and published on SGXNet and the Company's corporate website. The Company provides shareholders with longer than the minimum notice period required for general meetings to allow them ample time to plan their attendance and to review the relevant documents.

Shareholders who are unable to attend the general meeting may appoint up to two proxies to attend, speak and vote on the shareholder's behalf. Under the multiple proxy regime, 'relevant intermediaries' such as banks and nominee companies which provide custodial services for securities are allowed to appoint more than two proxies to participate in and vote at general meetings. This enables indirect investors, including CPF investors, to be appointed as proxies to participate in general meetings.

The Company tables separate resolutions for substantially separate issues at general meetings unless the issues are interdependent and linked so as to form one significant proposal. Where resolutions are "bundled", the reasons and material implications for doing so are set out in the notice of the general meeting.

# Corporate Governance

Directors and Management are expected to attend general meetings to facilitate direct engagement and interaction with shareholders. External auditors are also present at such meetings to address shareholders' queries about the conduct of audit and the preparation and content of the auditors' report.

The Company conducts electronic poll voting for general meetings. Shareholders are also informed of the rules, including voting procedures, governing such general meetings. Votes cast for and against and the respective percentages on each resolution will be displayed live to shareholders/proxies after each poll is conducted. The total number of votes cast for or against the resolutions and the respective percentages are also announced on SGXNet and the Company's corporate website on the same day of the general meeting. All polls are conducted in the presence of independent scrutineers. Shareholders are also invited to put forth any questions they may have on the motions to be debated and decided upon.

Provision 11.4 of the Code provides for a company's constitution to allow for absentia voting at general meetings of shareholders. The Company's Constitution currently does not, however, permit shareholders to vote at general meetings in absentia (such as via mail, email or fax). The Company is of the opinion that despite the variation from Provision 11.4 of the Code, shareholders nevertheless have the opportunity to communicate their views on matters affecting the Company even when they are not in attendance at general meetings. For example, each shareholder is allowed to appoint up to two proxies to vote on his or her behalf at the meeting through proxy forms sent in advance. Institutional shareholders are allowed to appoint multiple proxies, so indirect investors who hold shares through nominee companies and custodian banks and CPF investors, may be appointed as proxies to attend, speak and vote at the AGM.

The Company Secretary prepares minutes of general meetings, which incorporate substantial and relevant comments or queries from shareholders relating to the agenda of the general meeting, and responses from the Board and Management. The Company publishes the minutes of general meetings within a month after such general meetings on SGXNet and the Company's corporate website.

The Company will be holding its upcoming 2026 AGM in a hybrid format using virtual meeting technology, details of which are set out in the Notice of AGM. The hybrid format will incorporate secure electronic voting and real-time Q&A features, ensuring inclusivity and accessibility.

In addition to asking questions at the 2026 AGM itself, shareholders will also be given the opportunity to submit questions in advance of the 2026 AGM, and all substantial and relevant questions received from shareholders by the stipulated submission deadline will be responded to at least 48 hours prior to the closing date and time for the lodgement of instruments appointing a proxy(ies), through publication on SGXNet and the Company's corporate website. Any substantial and relevant questions or follow-up questions submitted after the submission deadline will be responded to either within a reasonable timeframe before the 2026 AGM, or at the 2026 AGM itself.

## Dividend Policy

For FY2024, a final tax-exempt (one-tier) dividend of 1.5 cents per share was paid to the shareholders on 19 May 2025. For FY2025, a final tax-exempt (one-tier) dividend of 3.0 cents per share will be proposed for shareholders' approval at the 2026 AGM. The Company does not have a fixed dividend policy. The form, frequency and amount of future dividends that the Board may recommend or declare in respect of any particular financial year or period will be subject to various factors including the Group's profit, cash position, working capital requirements, capital expenditure plans, investment opportunities and other factors as the Board may deem appropriate. The Company nevertheless clearly communicates and gives shareholders a balanced and understandable assessment of its performance, position and prospects through, inter alia, its financial statements which are announced on a half-yearly basis, and its voluntary business updates announced in between its half-yearly financial statements. Shareholders also have the opportunity to communicate their views during the Company's AGM, amongst others.

## MANAGING STAKEHOLDER RELATIONSHIPS

### Engagement with Stakeholders

#### Principle 13

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

Seatrium recognises that meaningful stakeholder engagement is essential to sustainable and responsible growth. The Company adopts a comprehensive stakeholder engagement approach to identify and engage with its material stakeholder groups (which include individuals, groups of individuals or organisations that affect and/or could be affected by the Company's activities, products or services and associated performance) and to manage its relationships with such groups.

Through structured dialogues, ongoing consultations, collaborative partnerships, and participation in relevant forums, the Company actively gains a deeper understanding of environmental, social, and governance expectations to refine its sustainability strategy, strengthen governance and operations, and create long-term value for customers, suppliers, subcontractors, employees, investors, regulators, industry partners, communities, and the environment.

The Company proactively reaches out through various communication channels and platforms to build strong relationships with internal and external stakeholders across its global operations, especially in key areas of focus. The Company's corporate website ([www.seatrium.com](http://www.seatrium.com)) is a key channel for regular communication and engagement with stakeholders. Various assessment tools, such as surveys, in-depth interviews, desktop research, peer benchmarking and internal reviews, are utilised to obtain feedback from stakeholders in the development of business strategies and sustainability priorities.

The Company's strategy and key areas of focus in relation to the management of stakeholder relationships can be found in the Sustainability (Stakeholders Engagement) section of the corporate website, the Sustainability Report 2025, and pages 86 to 89 of the Annual Report 2025.

## DEALINGS IN SECURITIES

In line with the Listing Manual of the SGX-ST, the Company has in place a policy which prohibits dealings in the Company's securities during the blackout period by the Company and all of the Company's directors and employees. This blackout period commences one month before the announcement of the Company's half-year and full-year financial statements, and two weeks before the announcement of the Company's voluntary business updates for the first and third quarters of each financial year.

The policy also provides that directors and employees who are privy to any material unpublished price-sensitive information should not trade in the securities of the Company until the information is appropriately disseminated to the market, regardless of whether or not it is during the blackout period.

The policy also discourages trading on short-term considerations. In advance of each blackout period, a notice on the policy requirements and reminders will be sent to all directors and employees to remind them of their obligations under the insider trading laws.

## INTERESTED PERSON TRANSACTIONS

Shareholders approved the renewal of a general mandate for IPTs at the AGM held on 23 April 2025. The IPT mandate sets out the levels and procedures for obtaining approval for each type of IPTs covered under the mandate. Information regarding the IPT mandate can be found on the Company's corporate website at [www.seatrium.com](http://www.seatrium.com).

All commercial units are required to be familiar with the IPT mandate and report any such transactions to their respective finance departments. The Group Finance department consolidates the IPTs and keeps a register of the Company's IPTs.

The GIA regularly reviews the IPTs entered into by the Group to verify the accuracy and completeness of the IPT disclosure and to determine whether the IPT reporting requirements under the SGX-ST listing rules have been adhered to. The report is submitted to ARC for review.

Detailed information on IPTs for FY2025 is found on page 217 of the Annual Report 2025.

## MATERIAL CONTRACTS

Save as disclosed in the "Interested Person Transactions" section on page 217 of the Annual Report 2025 and the "Related Party Transactions" section on page 172 of the Annual Report 2025, no other material contracts involving the interests of the CEO, any director or controlling shareholder had been entered into by the Company or any of its subsidiaries since the end of the previous financial year and no such contracts subsisted as at 31 December 2025.

# Risk Management and Integrated Assurance

Effective risk management remains integral to Seatrium’s business strategy, driving sustainable long-term growth and strengthening organisational resilience. The Group embeds risk management into every aspect of its operations and decision-making processes, underpinned by robust internal controls that safeguard stakeholder interests and assist in navigating the complexities of an evolving business landscape.

## INTEGRATED ASSURANCE FRAMEWORK (“IAF”)

The IAF supports consistent and systematic identification, assessment, management, monitoring and reporting of material and emerging risks from strategic top-down and bottom-up perspectives. This enables the Group to address risks and opportunities arising from its operations and value chain, which is central to maintaining business resilience.

The Group has further strengthened the implementation of the IAF across key operating locations, placing greater emphasis on the four Lines of Defence model to provide a comprehensive and robust basis of assurance on the adequacy and effectiveness of the Group’s risk management and internal control systems.

The Group’s risk management approach is underpinned by the following key principles:

### Holistic and Iterative Approach

Evolving to remain aligned with the dynamic nature of Seatrium’s operating environment and risk landscape drawing on new experiences, knowledge and analysis for the revision of process elements, actions and controls at each stage of the process.

### Risk-Aware Culture

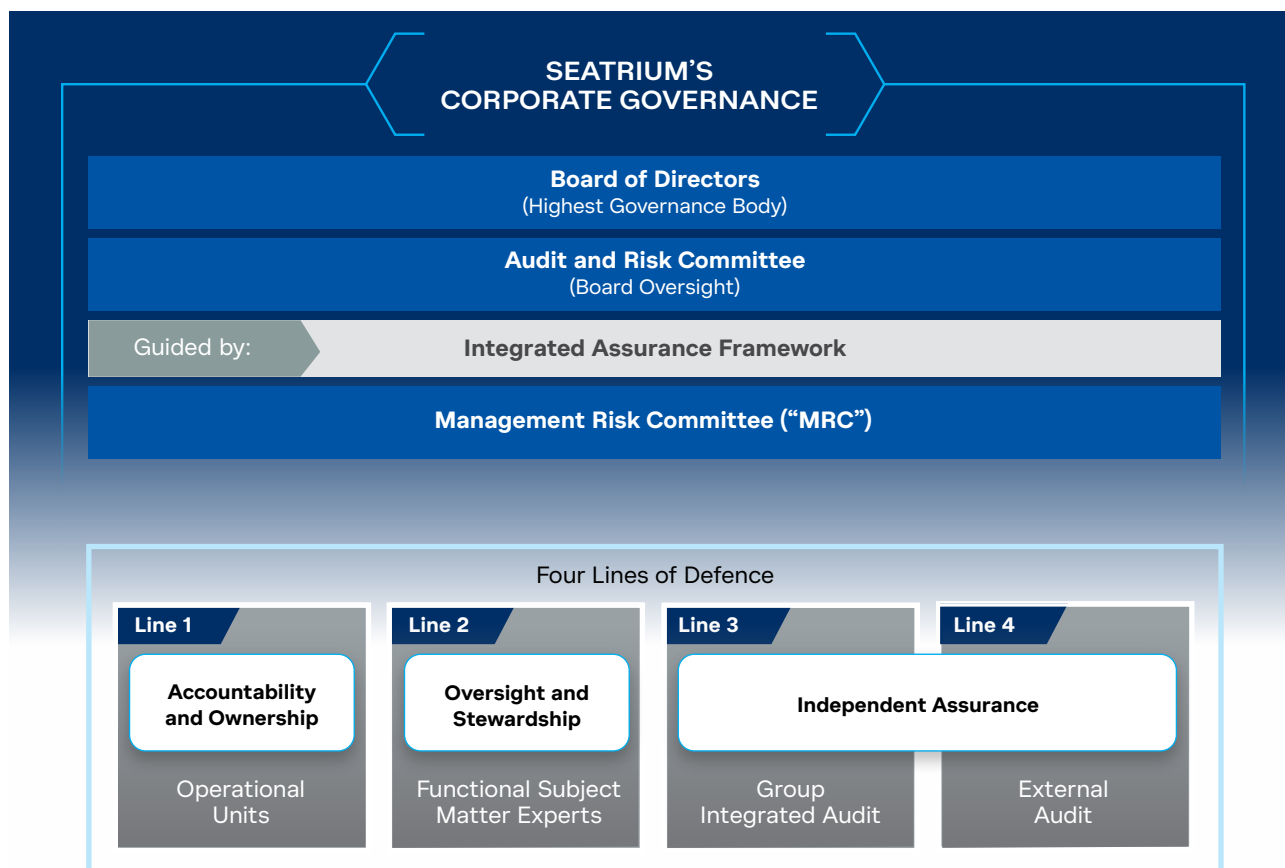
Embedding risk management into corporate culture, daily operations and decision-making processes by setting the appropriate tone from the top and maintaining a consistent approach to handling and reporting material risks.

### Accountability and Ownership

Including and promoting various stakeholder inputs to manage risks across all commercial units, yards, functions and business entities, with Management’s and the Board’s oversight and stewardship.

A five-step process is embedded in the IAF to ensure a systematic risk management approach across the organisation. The IAF aims to provide reasonable assurance over the Group’s material risks rather than eliminating all potential risks.





**RISK GOVERNANCE AND ASSURANCE**

The Board of Directors (“Board”) has overall responsibility for risk governance, including sustainability-related risks. It sets the appropriate tone from the top and provides direction for cultivating a strong risk management culture through the establishment of policies and guidelines.

The ARC supports the Board by ensuring the implementation of adequate and effective risk management and internal control systems by Management, as well as overseeing the Group’s audit and IAF processes. The ARC also reviews material risk reports, including the Group’s risk profile, and evaluates the risk mitigation and monitoring measures undertaken by Management. Other key responsibilities of the ARC include reviewing the Group’s risk appetite, parameters and tolerance limits for the Board, ensuring that risk-taking remains aligned with business and strategic objectives.

The Management Risk Committee (“MRC”), chaired by the CEO, is responsible for the execution of the risk

management strategy across the Group as endorsed by the Board.

The MRC ensures that material and emerging risks are proactively identified, assessed, managed, monitored and reported in alignment with business and strategic priorities.

Leveraging the IAF, the Group has incorporated the four Lines of Defence into its risk governance structure, with clearly assigned roles and responsibilities to ensure appropriate segregation of duties:

**First line of defence** – Comprises the operational units that manage operational risks on a day-to-day basis. They are responsible for monitoring material changes in risk exposures and internal controls at the local level and reporting these changes on an ongoing basis. They are also required to comply with the Group’s policies and procedures, as well as applicable laws and regulations.

**Second line of defence** – Comprises the functional subject matter experts. They are responsible for

# Risk Management and Integrated Assurance

formulating standardised and consistent policies and procedures in line with the Group's strategic and business objectives, as well as ensuring compliance across the Group. The respective heads of corporate functions have been appointed as risk owners and are responsible for ensuring material risks in their respective domains are effectively monitored and mitigated.

**Third line of defence** – The GIA function performs independent integrated audits to assess the adequacy

and effectiveness of internal controls maintained by the first and second lines of defence. GIA is also responsible for reporting the audit results and providing recommendations for control enhancement to Management and the ARC.

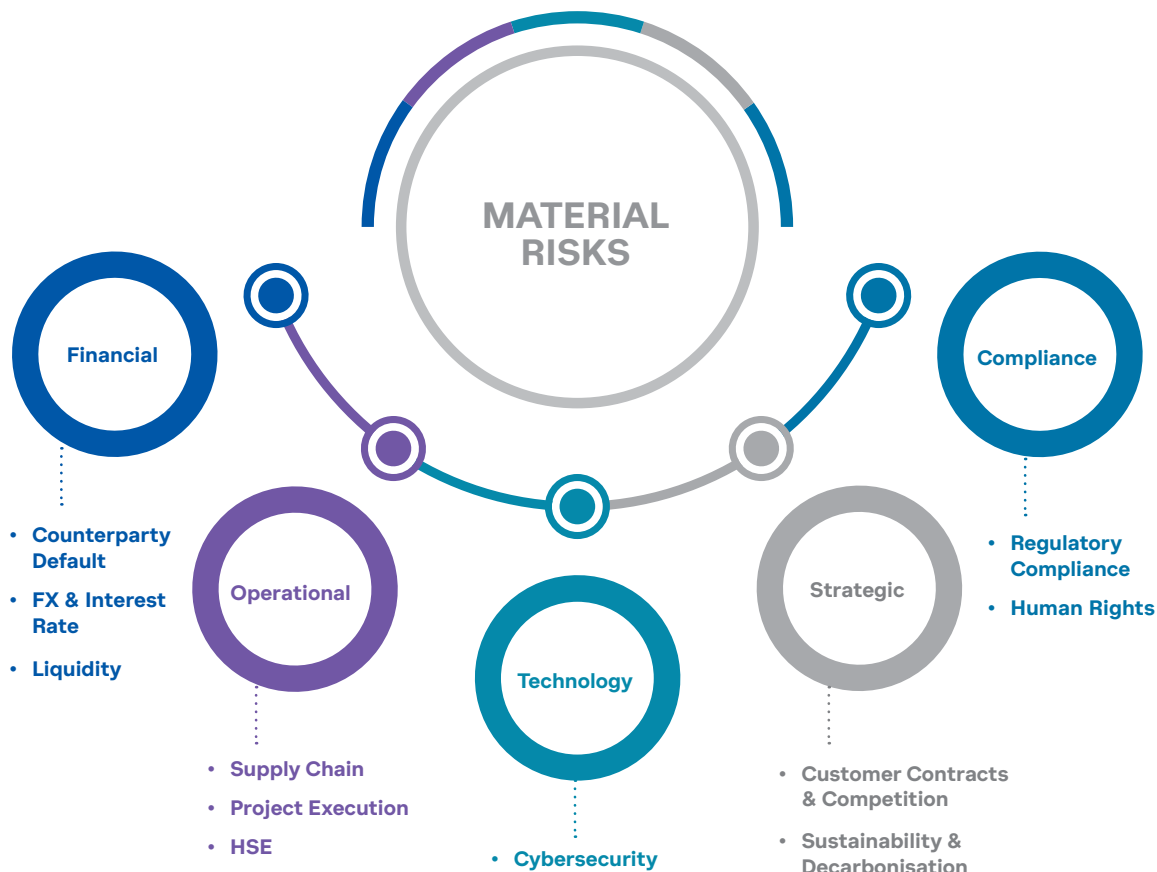
**Fourth line of defence** – The Group's external auditors are responsible for reporting statutory audit results and providing an independent assessment of the Group's internal controls to the ARC.

## MATERIAL RISKS AND OPPORTUNITIES

Material risks within the Group are classified into five categories: Strategic, Compliance, Operational, Financial and Technology. The Group conducts a periodic assessment of these material risks, evaluates their likelihood and potential impact on the business, and implements controls to mitigate them, factoring in its risk appetite and cost-benefit trade-off. Internal and external stakeholders are engaged by the Group

to gather feedback and insights for a comprehensive understanding of the risks and opportunities, as well as challenges in implementing internal controls. The information is documented in an IAF risk register that undergoes regular reviews and updates.

Material risks and opportunities identified include, but are not limited to, those described in the following section.



## Strategic Risks

### Sustainability & Decarbonisation

Sustainability remains central to Seatrium's strategy, operations, and product development. The Group is committed to its sustainability targets and continues to advance Sustainability Vision 2030, which encompasses operationalising the decarbonisation roadmap, optimising resource use, operating and sourcing responsibly, and engineering innovative solutions for customers. These initiatives aim to mitigate climate change impacts, protect biodiversity and promote a circular economy. The Group monitors emerging sustainability trends, tracks regulatory developments, and actively engages stakeholders to advance its sustainability goals and programmes.

The Group has identified climate-related physical risks, including extreme heat and rainfall, as well as transition risks that may affect the business. Corresponding management actions have been established to mitigate these risks and capture business opportunities arising from the energy transition. Climate change mitigation remains paramount to safeguarding the Group's long-term viability.

To strengthen business resilience, the Group has developed a climate transition plan guided by the UK Transition Plan Taskforce ("TPT") Disclosure Framework charting Seatrium's forward looking decarbonisation, mitigation and adaptation roadmap, aligned with national and international net-zero pathways. Please refer to the Sustainability Report 2025 on page 19 for more details on Seatrium's climate transition plan.

### Customer Contracts & Competition

The Group operates in an environment shaped by evolving competition and shifting customer preferences. Geopolitical uncertainties such as policy changes under the current US administration and ongoing regional conflicts, pose potential headwinds for global trade and may impact the Group's performance. Additionally, the pursuit of new opportunities in a competitive environment carries the risk of entering into contractual terms that may be less favourable.

Despite these challenges, the Group remains steadfast and resilient by focusing on execution excellence, developing innovative solutions and pursuing opportunities in cleaner offshore & marine, offshore renewables and new energy segments. Driven by rising

global energy consumption, the anticipated sustained demand for oil and gas assets also presents additional growth opportunities. The Group remains vigilant in monitoring market developments and proactively adapts its strategies to stay competitive.

## Compliance Risks

### Regulatory Compliance

As the regulatory landscape continues to evolve rapidly, it is essential for the Group and its business partners to comply with local and cross-border laws, rules and regulations. Failure to do so may result in litigation, penalties, fines or revocation of business licences across the jurisdictions in which the Group operates.

The Group maintains strict adherence to all applicable laws and regulations in its day-to-day operations. Developments in international laws and regulations are closely monitored and assessed for timely compliance. All employees, vendors and suppliers are required to comply with the Group's policies, procedures and standards of conduct. To reinforce this commitment, the Group regularly reviews and enhances its policies and conducts assurance activities to ensure compliance with regulatory requirements.

### Human Rights

Seatrium is committed to upholding and respecting human rights across its business and operations. The Group's mission is to create a workplace where the rights and well-being of all employees are consistently respected and proactively promoted across all operations worldwide.

The Group is dedicated to embedding the Dhaka Principles for Migration with Dignity into its daily practices, ensuring a safe, equitable, and dignified working environment for everyone. There are initiatives and action plans that support fair treatment, respect, and the welfare of every individual in the organisation.

The Group has established the Human Rights Council to promote and protect human rights within its organisation and supply chain, in alignment with the Seatrium Human Rights Framework. The Council comprises a representative group of stakeholders, ensuring a mix of skills, expertise, and perspectives to provide guidance on human rights policies and procedures.

# Risk Management and Integrated Assurance

## Operational Risks

### Health, Safety and Environment (“HSE”)

Safety is of paramount importance to Seatrium and is deeply embedded in the Group’s core values and culture. The Group upholds a zero-tolerance stance towards fatalities, adverse health or environmental threats and security breaches arising from negligence or non-compliance with applicable HSE regulations and standard operating procedures.

The Group is committed to fostering a safe and healthy work environment. A strong safety mindset is instilled in all employees and stakeholders, supporting robust health and safety management, transparent reporting processes, as well as continuous improvement.

In pursuit of its Workplace Safety and Health Zero Incidence goal, the Group has implemented a robust HSE integrated management system. This framework is anchored on four strategic thrusts – Forefront Ownership, Performance DNA, Culture of Care and Technology Enabled – which guide the rollout of key initiatives throughout the organisation.

Environmental management is also integral to building long-term resilience. The Group adopts a proactive approach in monitoring its compliance with relevant environmental standards and implementing measures to minimise its impact on the environment and biodiversity.

### Project Execution

Effective risk management throughout the project lifecycle enables early identification and proactive mitigation of operational risks. The Group adopts a structured approach to identify, assess, manage and monitor project-related risks, with additional focus on

projects involving new products and solutions, complex or high-value undertakings, and the deployment of emerging technologies.

Execution timelines and progress are closely monitored and reviewed at every phase of the project to proactively address any concerns, including issues relating to costs, schedule and quality. This systematic project risk management process supports optimal resource allocation and utilisation across various projects, facilitating cost savings and timely delivery in compliance with quality standards, safety requirements, and applicable laws and regulations.

### Supply Chain

In 2025, the Group continues to face supply chain disruptions amid geopolitical fragmentation, with reciprocal tariffs between major economies and evolving export controls reshaping global trade flows. Resulting delays in the delivery of equipment and key construction components may also affect project completion timelines and costs.

To strengthen supply chain resilience, Seatrium maintains close collaboration with its suppliers, vendors and project partners. The Group has enhanced its procurement strategy by actively monitoring shipment status, assessing suppliers’ delivery capabilities from alternative locations, strengthening relationships with key suppliers and exploring long-term agreements to secure critical materials. Where necessary, the Group deploys expediting alternatives such as air freight, adjusts project construction schedules, and expands its vendor base to mitigate supply chain risks. Looking ahead, the Group will continue to monitor and manage any challenges arising from the ongoing geopolitical volatility.

## Financial Risks

### Liquidity

The Group ensures it has sufficient liquidity to meet its operational funding and debt servicing requirements by actively monitoring its cash flows and maintaining diverse sources of funding. Treasury policies and financial authority limits, which are periodically reviewed, set out the parameters for liquidity management.

In 2025, the Group secured US\$1.25 billion in new revolving credit facilities. All the new facilities were linked to Sustainability Performance Targets set out in the Group's Sustainable Finance Framework.

### Foreign Exchange ("FX") and Interest Rate

The Group is subject to financial risk arising from the effects of changes in foreign exchange rates on forecast transactions and monetary assets and liabilities denominated in currencies other than its functional currency. It is also exposed to the effects of changes in interest rates on interest-bearing financial instruments.

The Group manages foreign currency exposures on a net basis, that is, after taking into account forecast cash inflows and outflows in the same currency. FX and interest rate risks are actively monitored and managed through the use of FX forward contracts and interest rate swaps. All FX and interest rate derivative transactions are linked to underlying assets or liabilities or forecast cash flows and speculative transactions are not permitted.

### Counterparty Default

Managing counterparty default risk from customer receivables remains a key focus area. To mitigate this, the Group conducts comprehensive evaluations and actively monitors customers' credit worthiness, financial position, past track record and portfolio of customers. Additionally, broader market and country-specific risk events are also assessed to identify and address potential adverse impacts.

## Technology Risk

### Cybersecurity

The rising frequency and complexity of cybersecurity threats present a significant risk to the Group's operations and may affect ongoing digital transformation efforts.

To address this, the Group is implementing a comprehensive, multi-year cybersecurity maturity programme aimed at mitigating risks in a holistic manner. Key initiatives include strengthening data governance and access controls, reducing the overall attack surface, enhancing the resilience of critical systems and services, automating cybersecurity operations, and improving employee awareness of emerging threats.

The programme is closely aligned with the National Institute of Standards and Technology ("NIST") Cybersecurity Framework ("CSF"), as well as ISO/IEC 27001 and ISA/IEC 62443 standards, ensuring a structured and adaptive approach to cybersecurity risk management amid an evolving threat landscape.

### GROUP INTEGRATED AUDIT ("GIA")

The GIA function, as the third line of defence, plays an instrumental role in strengthening and safeguarding the organisation.

The GIA conducts integrated audits focused on the Group's material risks identified through the IAF. In addition, GIA reviews the Management Control Assessments ("MCA") maintained by first and second lines of defence to independently validate the adequacy and effectiveness of internal controls.

Through this integrated approach, GIA provides independent and objective assurance on the adequacy and effectiveness of the Group's internal controls (including financial, operational, compliance and information technology controls) and risk management systems.

# Compliance

Compliance at Seatrium goes beyond following laws and regulations. The Group aims to build a strong compliance culture by living out its Code of Conduct and Core Values, while proactively enhancing its programmes. Seatrium’s robust governance and risk management framework and processes enable the Group to build trust and confidence among stakeholders, driving long-term sustainable value creation.

## EFFECTIVE COMPLIANCE

### Overview

Seatrium’s business is guided by its Code of Conduct and Core Values. Committed to upholding the highest integrity at all times, the Group complies with all laws and regulations in the countries where it operates and adopts a zero-tolerance approach for fraud, bribery or corruption. In 2025, the Group successfully completed its monitoring obligations to the Office of Comptroller General (CGU) of Brazil under the ex-KOM Leniency Agreement.

### Governance Structure

The ARC supports the Board in its oversight of compliance and is responsible for maintaining a strong Compliance Programme Framework.

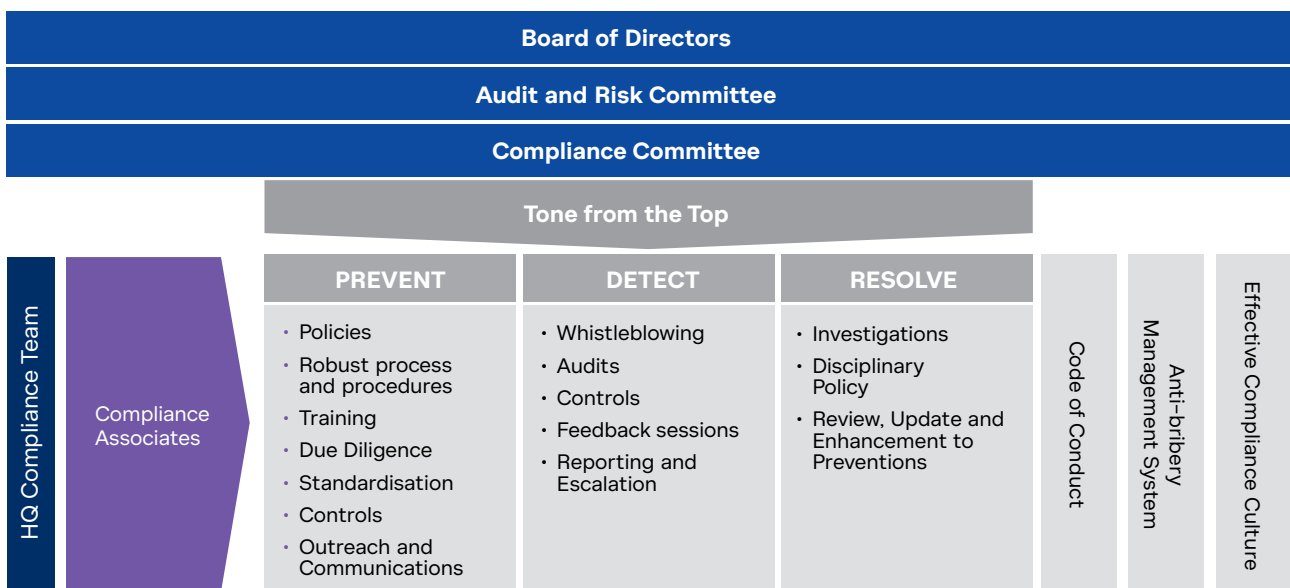
The Group’s Compliance Charter sets out the objectives, authority, reporting, scope and responsibility of the Compliance function. The Head of the independent Compliance Function reports to the Chief Risk Officer, who has a direct reporting line to the ARC.

A Compliance Committee comprising the most senior officers of the Company, with the Chief Executive Officer chairing it, provides direction, decision making and approvals related to the Compliance Programme. The ARC is updated on all activities of the Compliance Committee.

Compliance associates, reporting directly to the Head of the independent Compliance Function, are also appointed from each Business Unit to deepen compliance ownership within the Group. These compliance associates assist to implement the Compliance Programme in their Business Units and provide a feedback mechanism to the Compliance function.

### Framework

Seatrium has in place a Compliance Programme Framework to ensure that a robust system is in place to prevent, detect and resolve compliance-related issues.



The Board and Management are committed to maintaining a strong compliance function which includes an experienced compliance team to effectively support compliance advisory and implement compliance programmes.

## A Compliance Culture

Seatrium is committed to fostering a culture of compliance and ethical conduct. The Management sets the tone from the top by walking the talk. The Group has established various channels for stakeholders to voice concerns, such as its whistleblowing hotlines, and encourages a “Speak Up” culture. Business Units are required to incorporate compliance-related communications and/or discussions at the department level. Compliance Moments are included into the agenda at meetings, where relevant compliance topics and learnings are discussed. Since 2023, the Group conducts an annual Compliance Culture Survey as part of its Annual Training and Declaration exercise. The Group will continue to drive initiatives that promote a positive compliance-centric culture.

The Group held its inaugural Global Risk and Compliance forum in Singapore in August 2025 where compliance associates gathered in Singapore to interact. Guest speakers included Heads of Compliance from other large international companies.

## Policies and Procedures

Seatrium has in place a comprehensive set of compliance-related policies – covering Anti-bribery, Third Party Compliance Due Diligence (and approvals), Gifts and Hospitality, Sanctions and Trade Compliance, Sponsorships and Donations, amongst others. These policies undergo periodic reviews to ensure that they commensurate with Seatrium’s business activities and risks, including but not limited to, jurisdictions where the Group operates. The policies are modified for stricter jurisdictional regulatory requirements where relevant. As part of the Group’s continuous review process, Anti-bribery, Third Party Compliance Due Diligence, Gifts and Hospitality, Sanctions and Trade Compliance policies have been reviewed and revised this year. Active efforts are taken to communicate and avail the compliance policies, including translated versions, to all employees.

## Training and Communications

Training is an integral part of the Group’s Compliance Programme framework. Various platforms, including customised training programmes and group-wide forums, are used to reinforce key messages. An annual e-learning training programme, mandatory for directors, officers and employees globally, has been conducted since 2023. The scope of training covers topics such as anti-bribery and corruption, conflicts of interest, whistleblowing, as well as areas specified in the Code of Conduct. To complete the training, directors, officers and employees are required to pass assessment tests, as well as formally declare any potential or actual conflicts of interest. Training is provided in multiple languages for industrial/general workers at all locations. The Group continually enhances its programmes

and curriculum, with a focus on developing training materials for employees and executing a robust compliance training plan. In 2025, the annual training and declaration were supplemented by monthly bite-sized Group-wide communications on Compliance-related topics.

## Processes in Place

Risk-based due diligence processes are implemented to assess all third parties engaged by Seatrium. These include background checks as well as requirements for Third Party Associates to comply with the Group’s Code of Conduct and mandatory compliance contractual clauses.

Compliance oversight is integrated into key processes, such as gifts and hospitality, agent fees, donations and sponsorships, and conflicts of interest.

In 2025, the Group rolled out a Gifts & Hospitality App globally for employees to register (and seek approval where required) the receipt or giving of either Gifts or Hospitality to third parties. This also enables analytics to be performed.

Seatrium aims to continuously improve the effectiveness of its compliance measures by harnessing digitisation and data analytics.

## Risk Assessment, Review and Monitoring

There is continuous development of compliance resources by the Group. Compliance is a key component of the IAF, allowing the Compliance team and Management to perform independent risk assessments to identify and mitigate key compliance risks.

For this current year, a sanctions and trade compliance risk review (including a review of related current policies and processes) was conducted by an international law firm for the Group. The Group also has in place a quarterly internal review of its regulatory compliance risks (including but not limited to bribery risks) through its IAF framework.

## ISO Certification

Seatrium has completed the surveillance audits of its group-wide ISO 37001 Anti-bribery Management Systems certification in 2025. This ensures a single recognised management system and compliance programme is in place for the Group globally. The certification process includes (i) conduct of internal assessments and (ii) external audits by an accredited certification body conducted globally, which involve risk assessment exercises as well as a comprehensive review of the Group’s processes and controls.

# Investor Relations

Seatrium is committed to upholding trust among investors and delivering sustainable long-term value to shareholders. Through timely disclosures, transparent communication, and proactive engagement, the Group seeks to provide clear and meaningful insights into its performance, strategic priorities, and growth initiatives, fostering deeper understanding and confidence within the investment community.

## BUILDING TRUST THROUGH PROACTIVE ENGAGEMENT

FY2025 marks the second full-year turnaround of Seatrium's financial performance since the merger in 2023. During the year, across numerous engagements with analysts and investors, the Group's management and Investor Relations ("IR") team made a concerted effort to bridge perception and knowledge gaps to foster the market's understanding of Seatrium's business, outlook, and financial performance trajectory towards the FY2028 steady-state targets.

Seatrium engages shareholders, institutional and retail investors, analysts, and the media through a broad suite of communication platforms and formats. These include earnings briefings, webcasts, investor meetings, as well as participation in local and overseas investor conferences and non-deal roadshows.

Enhancing information symmetry, the Group promptly communicates business developments through SGXNet, its IR and corporate websites, and its corporate LinkedIn page. The dedicated IR section of Seatrium's website provides comprehensive access to webcast briefing recordings and transcripts, financial highlights,

stock performance data, analyst coverage, frequently asked questions, and shareholder meeting materials. Stakeholders may also subscribe to email alerts via the IR website to receive timely updates on the Group's announcements.

In the spirit of transparency and continuous enhancements of the Group's IR practice, Seatrium hosted hybrid results briefings for full-year and half-year results announcements to provide greater accessibility and inclusivity to stakeholders. These sessions, combining in-person participation with real-time broadcast, enable both physical attendees and remote participants to interact directly with management. For the 1Q and 3Q voluntary business updates, conference calls are still conducted for analysts and media, ensuring continuous bi-directional dialogue across the year.

The IR team also regularly provides both formal and informal market feedback and sentiment to senior management, which will drive continuous improvements to the Group's communication and engagement efforts with the investment community. Independent studies are carried out periodically to gather anonymised feedback from buy-side, sell-side, media and stakeholders.



Curated yard tours are organised for the investment community to gain deeper insights into the business.



CFO alongside financial key opinion leaders and media visiting Seatrium Tuas Boulevard Yard’s advanced facilities.

**FOSTERING THE MARKET’S UNDERSTANDING OF SEATRIMUM’S BUSINESS**

Seatrium leverages innovative engagement formats, such as curated yard tours, to enhance the investment community’s understanding and appreciation of the Group’s businesses, operations and value propositions. The IR team regularly organises yard tours, reaching out to various stakeholder groups such as investors, analysts, the media, financial key opinion leaders and lenders. These yard tours offer participants direct access to management, first-hand insights and a deeper understanding into Seatrium’s operations, as well as experiencing the enormous scale of products built in the Group’s yards. In 2025, the Group conducted a visit for financial community thought leaders to Tuas Boulevard Yard, as well as participation by sell-side analysts in P-78 FPSO’s sail away ceremony and vessel tour at Benoi Yard.



CEO sharing perspectives with the retail investment community through the SIAS Fireside Chat.

**COMPREHENSIVE OUTREACH**

Seatrium is listed on the SGX-ST Mainboard and is a key component of the Straits Times Index as well as several major benchmark and ESG indices. This visibility has enabled the building of a strong and diverse following among institutional investors and sell-side analysts.

The IR team actively engages with sell-side analysts, maintaining regular dialogue to ensure that reports are reflective of the business and management’s expectations. The IR team strives to increase sell-side coverage as well as continuously narrow the consensus dispersion. A notable development in 2025 was the initiation of sell-side coverage by JP Morgan, underscoring the Group’s growing visibility and recognition within the capital markets and among institutional investors. Seatrium is now actively covered by 10 sell-side analysts from both local and international research houses.

During the year, the Group participated in nine investor conferences and non-deal roadshows held in Singapore, Malaysia, Hong Kong and Taiwan, five investor yard/vessel tours, as well as engaged more than 100 institutional investor groups through various meetings and events held actively throughout the year. Through these platforms, Seatrium had the opportunity to interact with a diverse group of buy-side investors, boosting both market visibility and appreciation for Seatrium’s investment propositions.

# Investor Relations

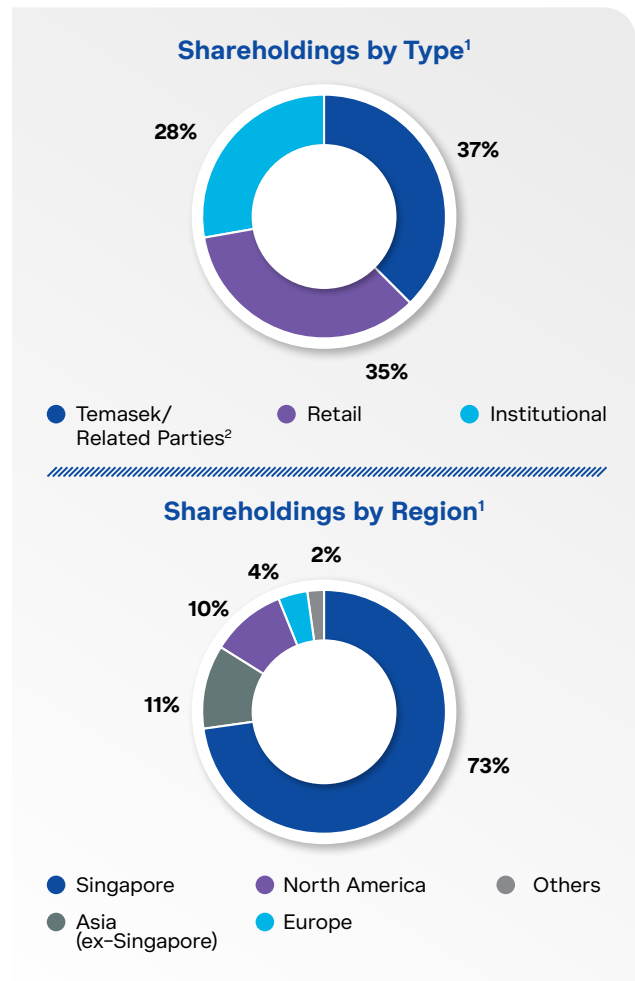
The retail audience also has regular access to management through the hybrid half-yearly results calls, retail-focused briefings and the Annual General Meeting (“AGM”). The AGM held on 23 April 2025 at The Star Performing Arts Centre was attended by more than 600 shareholders who actively participated in person and virtually, by raising questions in advance of and at the meeting. The Group’s CEO presented an overview of Seatrium’s performance, developments and strategy, enabling shareholders to gain a better understanding of the business.

## COMMITMENT TO DRIVE LONG-TERM TOTAL SHAREHOLDER RETURN

The Group is committed to drive long-term Total Shareholder Return (“TSR”) and value creation by delivering growth, sustainable returns and share repurchases.

Seatrium delivered its first positive TSR since the 2023 merger, achieving a TSR of 5.2% in FY2025. This steady performance was underpinned by a share price increase from S\$2.06 at the start of the year to the close of S\$2.16 as at 31 December 2025. To reward shareholders for their trust and support, the Board of Directors has proposed a cash dividend of 3.0 Singapore cents per share for FY2025, double the 1.5 Singapore cents per share dividend distributed for FY2024.

As part of the Group’s proactive capital management to enhance shareholder returns, Seatrium continued to make progress on its S\$100 million Share Buyback Programme initiated in April 2024. Since the launch, nearly 33 million shares have been repurchased from the market, amounting to approximately S\$58 million as at 31 December 2025, with the option to be held as treasury stock for employee share plans, settlement of directors’ fees, or cancelled to reduce share capital.



1 Based on analysis of Seatrium’s share register as at 31 December 2025  
 2 Includes shareholdings held by Temasek, Keppel Ltd., Seatrium directors and related parties

## 2025 IR HIGHLIGHTS



**THE EDGE SINGAPORE'S BILLION DOLLAR CLUB 2025 AWARDS**

Highest Returns to Shareholders over Three Years (Energy)

Highest Weighted ROE over Three Years (Energy)

Overall Sector Winner (Energy)



New Analyst Coverage: **JP MORGAN**



Total Sell-Side Coverage: **10 ANALYSTS**



**GLOBAL INDEX INCLUSIONS**

Straits Times Index

FTSE4Good Index

## INVESTOR COMMUNICATIONS

The IR team welcomes feedback from the investment community to enhance its communication approach and uphold best-in-class practices. Feedback and enquiries received are reviewed and addressed in a timely manner, with relevant insights and observations shared with the Board and Management.

For enquiries or to contact the IR team, please reach out to:

**Ms Amelia Lee**

Head, Investor Relations and Corporate Communications

Contact: +65 69717044

Email: investor.relations@seatrium.com

## DIVERSIFIED SHAREHOLDER BASE

Seatrium has 93,880 registered shareholders as at 26 February 2026, including Temasek Holdings, which is deemed to hold 37.18% of the Group's total shares. Related party shareholdings, including Temasek, account for 37% of the Group's total issued shares, followed by institutional investors and retail shareholders at 28% and 35% respectively.

The Group has a broad and diverse shareholder base, with representation across key markets such as Singapore, Malaysia, Hong Kong SAR, Japan, Australia, Europe, the UAE, the UK, the USA, and Canada.

### 1Q 2025

- FY2024 Results: Hybrid briefing and live video webcast
- Post-FY2024 Results investor meeting (HSBC)
- DBS Pulse of Asia Conference 2025
- UBS OneASEAN Summit 2025
- UOB Kay Hian ASEAN Conference 2025 (Taiwan)
- Hong Kong Non-deal Roadshow
- SIAS Fireside Chat

- 1Q2025 Business Update: Teleconference briefing for analysts and media
- 62<sup>nd</sup> Annual General Meeting
- Macquarie Asia Conference 2025 (Hong Kong)
- Yard tour for media and investment community
- Analysts' participation in P-78 sailaway event

### 2Q 2025

### 3Q 2025

- 1H2025 Results: Hybrid briefing and live video webcast
- Post-1H2025 Results investor meeting (CGS International)
- Yard tour for Macquarie ASEAN Conference 2025
- Citi's 2025 ASEAN C-Suite Corporate Day

- 3Q2025 Business Update: Teleconference briefing for analysts and media
- Kuala Lumpur Non-deal Roadshow (CGS International)
- Morgan Stanley 24<sup>th</sup> Annual Asia Pacific Summit and yard tour

- Yard tour for JP Morgan and institutional investors
- SIAS Corporate Governance Week - Corporate Governance Statement of Support 2025

### 4Q 2025

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# Directors' Statement

Year ended 31 December 2025

We are pleased to submit this annual report to the members of Seatrium Limited (the "Company" and including subsidiaries, the "Group") together with the audited financial statements for the financial year ended 31 December 2025.

In our opinion:

- (a) the financial statements set out on pages 104 to 215 are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2025, and the financial performance, changes in equity and cash flows of the Group for the year ended on that date in accordance with the provisions of the Companies Act 1967, Singapore Financial Reporting Standards (International) and IFRS Accounting Standards as issued by International Accounting Standards Board; and
- (b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

The board of directors ("the Board") has, on the date of this statement, authorised these financial statements for issue.

## DIRECTORS

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

Mark Gainsborough	Chairman
Yap Chee Keong	Deputy Chairman
Chris Ong	CEO
Jan Holm	
Ieda Gomes Yell	
Sarjit Singh Gill	
Astrid Skarheim Onsum	
Mariel von Schumann	
Eng Aik Meng	Appointed on 1 March 2025

## DIRECTORS' INTERESTS

According to the register kept by the Company for the purposes of Section 164 of the Companies Act 1967 ("the Act"), particulars of interests of directors who held office at the end of the financial year (including those held by their spouses and children) in shares, debentures, warrants and share options in the Company and its related corporations are as follows:

Name of director and corporation in which interests held	Direct interest			Deemed interest		
	At beginning of the year	At end of the year	At 21/01/2026	At beginning of the year	At end of the year	At 21/01/2026
<b>Ordinary shares of the Company</b>						
Mark Gainsborough	–	172,600	172,600	–	–	–
Yap Chee Keong <sup>1</sup>	188,654	262,054	262,054	–	–	–
Chris Ong	471,639	741,172	741,172	–	–	–
Jan Holm	34,700	66,700	66,700	–	–	–
Ieda Gomes Yell	–	62,700	62,700	–	–	–
Sarjit Singh Gill	51,681	75,481	75,481	–	–	–
Astrid Skarheim Onsum	–	47,200	47,200	–	–	–
Mariel von Schumann	–	45,600	45,600	–	–	–
Eng Aik Meng	–	–	–	–	1,049	1,049

<sup>1</sup> The shares are held in the name of DBS Nominees Pte Ltd.

# Directors' Statement

Year ended 31 December 2025

## DIRECTORS' INTERESTS (Cont'd)

Name of director and corporation in which interests held	Direct interest		Deemed interest	
	At beginning of the year	At end of the year	At beginning of the year	At end of the year
<b>Conditional share award</b>				
Chris Ong				
1,547,000 performance shares (Note 1a)	Up to 2,320,500	Up to 2,320,500	–	–
603,000 performance shares (Note 1b)	–	Up to 904,500	–	–
366,620 performance shares (Note 1c)	–	Up to 843,226	–	–
622,000 restricted shares (Note 2a)	Up to 808,600	539,067	–	–
301,000 restricted shares (Note 2b)	–	Up to 391,300	–	–

Note 1: The actual number to be delivered will depend on the achievement of set targets over the performance period as indicated below for the relevant conditional performance share award. Achievement of targets below threshold level will mean no performance shares will be delivered. Depending on the achievement of performance targets, the number of performance shares awarded that could be delivered is as follows:

a) Period from 1 January 2024 to 31 December 2026

For this period, 0% to 150% of the conditional performance shares awarded could be delivered

b) Period from 1 January 2025 to 31 December 2027

For this period, 0% to 150% of the conditional performance shares awarded could be delivered

c) Period from 1 January 2025 to 31 December 2027

For this period, 0% to 230% of the conditional performance shares awarded could be delivered

Note 2: The actual number to be delivered will depend on the achievement of set targets over the performance period as indicated below for the relevant conditional restricted share award. Achievement of targets below threshold level will mean no restricted shares will be delivered. Depending on the achievement of performance targets, the number of restricted shares awarded that were or could be delivered is as follows:

a) Period from 1 January 2024 to 31 December 2024

An aggregate of 808,600 restricted shares, as determined based on the achievement of targets of 130% over this period, of which 269,533 were vested in FY2025 and the remaining 539,067 restricted shares (269,533 restricted shares and 269,534 restricted shares will be vested in 2026 and 2027 respectively)

b) Period from 1 January 2025 to 31 December 2025

For this period, 0% to 130% of the conditional restricted shares awarded could be delivered

Except as disclosed in this statement, no director who held office at the end of the financial year had interests in shares, debentures, warrants or share options of the Company, or of related corporations, either at the beginning of the financial year, or at the date of appointment if later, or at the end of the financial year.

There were no changes in any of the above mentioned interests in the Company between the end of the financial year and 21 January 2026.

Except as disclosed under the "Share-based Incentive Plans" section of this statement, neither at the end of, nor at any time during the financial year, was the Company a party to any arrangement whose objects are, or one of whose objects is, to enable the directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Except as disclosed in Notes 29 and 39(b) to the financial statements, since the end of the last financial year, no director has received or become entitled to receive, a benefit by reason of a contract made by the Company or a related corporation with the director, or with a firm of which he is a member, or with a company in which he has a substantial financial interest.

# Directors' Statement

Year ended 31 December 2025

## SHARE-BASED INCENTIVE PLANS

The Company's 2020 Performance Share Plan ("PSP 2020") and Restricted Share Plan ("RSP 2020") (collectively, the "2020 Share Plans") were approved and adopted by the shareholders at the Annual General Meeting of the Company ("AGM") held on 20 May 2020. The 2020 Share Plans have substantially the same terms as the 2010 Share Plans, save for the introduction of the new malus and clawback rights, the reduction in the limit on the number of shares which may be delivered pursuant to awards granted under the new share plans, amendments to take into account the changes to relevant legislation and the Listing Manual of the Singapore Exchange Securities Trading Limited (the "Listing Manual"), and changes to streamline and rationalise certain other provisions.

The Nomination and Remuneration Committee (the "Committee") of the Company has been designated as the Committee responsible for the administration of the Share Plans. The Committee comprises the following members:

Mark Gainsborough	Chairman
Yap Chee Keong	
Maribel von Schumann	
Eng Aik Meng	
Chan Wai Ching	(Non-director and co-opted member)

The RSP 2020 is the incentive scheme for directors and employees of the Group whereas the PSP 2020 is aimed primarily at key executives of the Group.

**Malus and Clawback Rights.** The grant of each award, each release of shares, and each payment in lieu of shares which would otherwise have been released to the participant under the new share plans is subject to, and conditional upon, the Company's malus and clawback rights provided in the new share plans. Under these provisions, if certain exceptional circumstances occur in relation to a participant, the Committee can cancel all or part of any award to the extent not yet released, and exercise the right of clawback ("Clawback Right") in respect of shares which were released ("Released Shares") within the clawback period ("Clawback Period"), which is six years prior to the date on which the Committee makes the determination to exercise the Clawback Right ("Clawback Determination Date").

**Number of Shares.** The total number of shares which may be delivered pursuant to awards granted under the new share plans on any date, when added to the total number of new shares allotted and issued and/or to be allotted and issued, issued shares (including treasury shares) delivered and/or to be delivered, and shares released and/or to be released in the form of cash in lieu of shares, pursuant to awards granted under the new share plans, shall not exceed 5% of the total number of issued shares (excluding treasury shares and subsidiary holdings) on the date preceding the date of the relevant award. In contrast, the previous share plans provided for a maximum limit of 7% of the Company's issued shares (excluding treasury shares) on the date preceding the date of the relevant award. The Company is of the view that the reduced maximum limit of 5% will provide the Company with adequate means and flexibility to grant awards as incentive tools in a meaningful and effective manner to encourage staff retention and to align participants' interests more closely with those of shareholders.

The 2020 Share Plans are intended to increase the Company's flexibility and effectiveness in its continuing efforts to attract, retain and incentivise participants to higher standards of performance and encourage greater dedication and loyalty by enabling the Company to give recognition to past contributions and services; as well as motivating participants to contribute to the long-term prosperity of the Group. The 2020 Share Plans will strengthen the Company's competitiveness in attracting and retaining talented key senior management and senior executives.

The RSP 2020 is intended to apply to a broad base of senior executives as well as to the non-executive directors, while the PSP 2020 is intended to apply to a select group of key senior management. Generally, it is envisaged that the range of performance targets to be set under the RSP 2020 and the PSP 2020 will be different, with the latter emphasising stretched or strategic targets aimed at sustaining longer term growth.

# Directors' Statement

Year ended 31 December 2025

## SHARE-BASED INCENTIVE PLANS (Cont'd)

The 2020 Share Plans will provide incentives to high performing key senior management and senior executives to excel in their performance and encourage greater dedication and loyalty to the Company. Through the 2020 Share Plans, the Company will be able to motivate key senior management and senior executives to continue to strive for the Group's long-term shareholder value. In addition, the 2020 Share Plans aim to foster a greater ownership culture within the Group which will align the interests of participants with the interests of shareholders, and to improve performance and achieve sustainable growth for the Company in the changing business environment.

The 2020 Share Plans use methods fairly common among major local and multinational companies to incentivise and motivate key senior management and senior executives to achieve pre-determined targets which create and enhance economic value for shareholders. The Company believes that the 2020 Share Plans will be effective tools in motivating key senior management and senior executives to strive to deliver long-term shareholder value.

While the 2020 Share Plans cater principally to Group executives, it is recognised that there are other persons who can make significant contributions to the Group through their close working relationship with the Group. Such persons include employees of associates over which the Company has operational control.

A participant's awards under the 2020 Share Plans will be determined at the sole discretion of the Committee. In considering an award to be granted to a participant, the Committee may take into account, *inter alia*, the participant's performance during the relevant period, and his capability, entrepreneurship, scope of responsibility and skill set.

Other information regarding the 2020 Share Plans is as follows:

### (a) Performance Share Plan

Under the PSP 2020, the awards granted conditional on performance targets are set based on medium-term corporate objectives at the start of each rolling three-year performance qualifying period. A specific number of performance shares shall be awarded at the end of the three-year performance cycle depending on the extent of the achievement of the performance conditions established at the onset.

In 2025, following the review of the performance targets, the performance levels will be calibrated based on Operating Earnings Before Interest, Taxes, Depreciation & Amortisation, Return on Equity and Carbon Emission Reduction. A minimum threshold performance must be achieved to trigger an achievement factor, which in turn determines the number of shares to be finally awarded. Performance shares to be delivered will range between 0% to 150% of the conditional performance shares awarded.

The Board also approved a one-off 3-year Transformation Incentive Plan ("PSP-TI") under the PSP 2020 in 2025 for selected senior management and key employees who will be contributing significantly towards Vision 2030. The performance conditions under the PSP-TI are highly stretched and closely aligned to the Group's strategic priorities in greener orderbook mix, new energies, financial performance & shareholder returns and alignment to corporate values. Performance shares to be delivered under the PSP-TI will range between 0% to 230% of the conditional performance shares awarded.

To create alignment between senior management and other employees at the time of vesting, both PSP 2020 and RSP 2020 have in place a plan trigger. Under this trigger mechanism, the performance shares for the performance period will be vested to the senior management participants only if the threshold targets of restricted shares are met in at least two out of three of the performance periods subject to the achievement of the performance conditions for the respective performance periods.

Senior management participants are required to hold a minimum percentage of the shares released to them under the Performance Share Plan to maintain a beneficial ownership stake in the Group, for the duration of their employment or tenure with the Group. A maximum cap is set based on a multiple of the individual participant's annual base salary. Any excess can be sold off, but in the event of a shortfall, they have a two calendar year period to meet the minimum percentage requirement.

# Directors' Statement

Year ended 31 December 2025

## SHARE-BASED INCENTIVE PLANS (Cont'd)

### (a) Performance Share Plan (Cont'd)

The details of the movement of the performance shares of the Company awarded during the year are as follows:

Performance Shares participants	At 1 January	Movements during the year		At 31 December
		Conditional performance shares awarded	Conditional performance shares lapsed	
<b>2025</b>				
<b>Director of the Company</b>				
Chris Ong	1,547,000	969,620 <sup>(1)</sup>	–	2,516,620
<b>Key executives of the Group</b>	<b>4,763,000</b>	<b>5,245,340<sup>(2)</sup></b>	<b>(435,000)</b>	<b>9,573,340</b>
	<b>6,310,000</b>	<b>6,214,960</b>	<b>(435,000)</b>	<b>12,089,960</b>
<b>2024</b>				
<b>Director of the Company</b>				
Chris Ong	–	1,547,000	–	1,547,000
<b>Key executives of the Group</b>	<b>–</b>	<b>4,763,000</b>	<b>–</b>	<b>4,763,000</b>
	<b>–</b>	<b>6,310,000</b>	<b>–</b>	<b>6,310,000</b>

<sup>(1)</sup> Includes 366,620 conditional performance shares awarded under PSP-TI.

<sup>(2)</sup> Includes 3,343,340 conditional performance shares awarded under PSP-TI.

### (b) Restricted Share Plan

Under the Restricted Share Plan, the awards granted conditional on performance targets will be set based on corporate objectives at the start of the one-year performance qualifying period. In 2025, following the review of the performance targets, the performance levels will be calibrated based on Net Profit After Tax.

A minimum threshold performance must be achieved to trigger an achievement factor, which in turn determines the number of shares to be finally awarded. Based on the criteria, restricted shares to be delivered will range from 0% to 130% of the conditional restricted shares awarded.

The senior management and managerial participants of the Group will be awarded restricted shares under the RSP 2020. A specific number of restricted shares shall be awarded at the end of the respective performance cycle depending on the extent of the achievement of the performance conditions established at the onset. There is a further vesting period of three years after the performance period, during which one-third of the awarded shares are released each year to managerial participants.

Senior management participants are required to hold a minimum percentage of the shares released to them under the Restricted Share Plan to maintain a beneficial ownership stake in the Group, for the duration of their employment or tenure with the Group. A maximum cap is set based on a multiple of the individual participant's annual base salary. Any excess can be sold off, but in the event of a shortfall, they have a two calendar year period to meet the minimum percentage requirement.

To align the interests of the non-executive directors with the interests of shareholders, up to 30% of the aggregate directors' fees approved by shareholders for a particular financial year may be paid out in the form of restricted share awards under the RSP 2020.

These awards consist of the grant of fully paid shares outright with no performance and vesting conditions attached, but with a selling moratorium. Non-executive directors are required to hold shares (including shares obtained by other means) worth at least the value of their basic retainer fee of \$80,000. Any excess may be disposed of as desired. A non-executive director can dispose of all his shares one year after leaving the Board.

# Directors' Statement

Year ended 31 December 2025

## SHARE-BASED INCENTIVE PLANS (Cont'd)

### (b) Restricted Share Plan (Cont'd)

The actual number of shares awarded to each non-executive director holding office at the time of the payment will be determined by reference to the volume-weighted average price of a share on the SGX-ST over the 14 trading days from (and including) the day on which the shares are first quoted ex-dividend after the AGM (or, if no final dividend is proposed at the AGM, or the resolution to approve the final dividend is not approved at the AGM, over the 14 trading days immediately following the date of the AGM). The number of shares to be awarded will be rounded down to the nearest hundred and any residual balance will be settled in cash. A non-executive director who steps down before the delivery of the share component will receive all of his director's fee in cash.

The details of the movement of the restricted shares of the Company awarded during the year are as follows:

Restricted Shares participants	At 1 January	Movements during the year			At 31 December
		Conditional restricted shares awarded	Restricted shares awarded arising from targets met	Conditional restricted shares released	
<b>2025</b>					
<b>Directors of the Company</b>					
Mark Gainsborough	84,500	88,100	–	(172,600)	–
Yap Chee Keong	–	73,400	–	(73,400)	–
Chris Ong	622,000	301,000	186,600	(269,533)	840,067
Jan Holm	–	32,000	–	(32,000)	–
Ieda Gomes Yell	26,300	36,400	–	(62,700)	–
Sarjit Singh Gill	–	23,800	–	(23,800)	–
Astrid Skarheim Onsum	13,800	33,400	–	(47,200)	–
Mariel von Schumann	9,200	36,400	–	(45,600)	–
<b>Other executives</b>	<b>18,065,000</b>	<b>8,853,000</b>	<b>5,419,500</b>	<b>(7,711,410)</b>	<b>(1,358,747)</b>
	<b>18,820,800</b>	<b>9,477,500</b>	<b>5,606,100</b>	<b>(8,438,243)</b>	<b>(1,358,747)</b>
					<b>23,267,343</b>
					<b>24,107,410</b>
<b>2024</b>					
<b>Directors of the Company</b>					
Mark Gainsborough	–	84,500	–	–	84,500
Yap Chee Keong	–	84,500	–	(84,500)	–
Chris Ong	–	622,000	–	–	622,000
Jan Holm	–	34,700	–	(34,700)	–
Ieda Gomes Yell	–	26,300	–	–	26,300
Sarjit Singh Gill	–	14,600	–	(14,600)	–
Astrid Skarheim Onsum	–	13,800	–	–	13,800
Mariel von Schumann	–	9,200	–	–	9,200
<b>Other executives</b>	<b>–</b>	<b>18,467,000</b>	<b>–</b>	<b>–</b>	<b>(402,000)</b>
	<b>–</b>	<b>19,356,600</b>	<b>–</b>	<b>(133,800)</b>	<b>(402,000)</b>
					<b>18,820,800</b>

In 2025, there were 9,477,500 (2024: 19,356,600) restricted shares awarded and 1,358,747 (2024: 402,000) restricted shares that lapsed under the RSP. During the year, there were 457,300 (2024: 133,800) restricted shares released to non-executive directors as part of their directors' fees. The restricted shares were released via the issuance of treasury shares.

The total number of restricted shares outstanding, including awards achieved but not released, as at 31 December 2025, was 24,107,410 (2024: 18,820,800).

# Directors' Statement

Year ended 31 December 2025

## SHARE-BASED INCENTIVE PLANS (Cont'd)

### (c) Maximum Number of Shares Issuable

The maximum number of performance shares and restricted shares which could be delivered, when aggregated with the number of new shares issued and issuable in respect of all options granted, is within the 5% limit of the share capital of the Company on the day preceding the relevant date of the grant.

## AUDIT AND RISK COMMITTEE

The members of the Audit and Risk Committee during the year and at the date of this statement are:

Yap Chee Keong	Chairman
Jan Holm	
Sarjit Singh Gill	
Astrid Skarheim Onsum	

The Audit and Risk Committee held five meetings during the financial year. In performing its functions, the Audit and Risk Committee met with the Company's external and internal auditors to discuss the scope of their work, the results of their examination and evaluation of the Company's internal accounting control system.

The Audit and Risk Committee performs the functions specified in Section 201B of the Act, the Listing Manual, and the Code of Corporate Governance.

The Audit and Risk Committee also reviewed the following:

- assistance provided by the Company's officers to external and internal auditors;
- financial statements of the Group (including results announcements) prior to submission to the Board;
- interested person transactions (as defined in Chapter 9 of the Listing Manual);
- internal audit plans and internal audit reports; and
- whistle-blowers' disclosures.

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

The Audit and Risk Committee is satisfied with the independence and objectivity of the external auditors and has recommended to the Board that the auditors, KPMG LLP, be nominated for re-appointment as auditors at the forthcoming AGM of the Company.

In appointing our auditors for the Company, subsidiaries and significant associated companies, we have complied with Rules 712 and 715 of the Listing Manual.

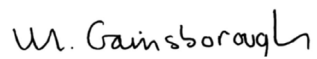
# Directors' Statement

Year ended 31 December 2025

## AUDITORS

The auditors, KPMG LLP, have indicated their willingness to accept re-appointment.

On behalf of the Board



**Mark Gainsborough**  
Chairman



**Chris Ong**  
Director

**Singapore**  
6 March 2026

# Independent Auditors' Report

Year ended 31 December 2025

Members of the Company  
Seatrium Limited

## REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

### *Opinion*

We have audited the financial statements of Seatrium Limited (the "Company") and its subsidiaries (the "Group"), which comprise the balance sheets of the Group and the Company as at 31 December 2025, the consolidated income statement, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows of the Group for the year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 104 to 215.

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

### *Basis for opinion*

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

### *Key audit matters*

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

### **Valuation of non-financial assets**

(Refer to Notes 13 and 43 to the financial statements: Goodwill of \$3,821,757,000)

### **Risk:**

The goodwill on consolidation of Seatrium Offshore & Marine Limited is allocated to the operating shipyards (hereafter the "cash-generating units" ("CGU")) within the "Rigs & floaters, repairs & upgrades, offshore platforms and specialised shipbuilding" segment. The assessment of recoverable amount of the CGU is premised on the Enterprise Value, as determined using the discounted cash flows technique (the "DCF").

Key drivers of the DCF are forecast order book and estimated margins. These assumptions can be affected by changing macro-economic and geopolitical forces and energy transition (the "external factors").

Goodwill is impaired if the recoverable amount of the CGU falls below the carrying amounts of goodwill together with other non-financial assets and working capital deployed therein.

# Independent Auditors' Report

Year ended 31 December 2025

## ***Our response:***

We assessed the Group's process activities of defining a CGU, and how goodwill has been allocated to the CGU.

We reviewed key assumptions and estimates embedded in the DCF. With respect to forecast order book, we analysed the forecast revenue into secured and unsecured orders; and compared them with past experience and industry outlook. The margins assumed were compared with historical information, adjusted for current market conditions and planned yard synergies and efficiencies.

## ***Our findings:***

The Group has a documented process to define CGU and allocate goodwill to relevant CGUs.

The forecast order book is supported with secured orders and management's targeted projects. Margins assumed are within industry expectations.

Any unfavourable changes to key assumptions caused by unanticipated external factors and/or any unintended gaps in project costs budgetary process could have a material effect on recoverability of goodwill.

## **Contract revenue with customers**

(Refer to Notes 10, 12, 21, 22, 27 and 43 to the financial statements: Revenue of \$11,471,675,000, cost of sales of \$10,624,078,000, trade receivables of \$857,131,000, contract assets of \$4,891,129,000, contract liabilities of \$655,059,000, onerous contract provision of \$29,329,000)

## ***Risk:***

The Group's contract revenue arises principally from multi-year engineering, procurement and construction ("EPC") contracts subject to percentage-of-completion ("POC") accounting.

Determination of number of performance obligations, measurement of stage of completion of contract performance, and assessment of margin require management judgement. Such margin assessment extends to variable consideration, such as change orders; and/or adjustments to contract price caused by liquidated damages and penalties. Revenue-constraint factor(s) has been applied towards change orders used in POC accounting.

Any inaccurate project costs budget applied during POC accounting could affect profit or loss in future periods and/or delay in identifying contracts becoming onerous for additional loss provision.

## ***Our response:***

We reviewed the Group's process activities over approval and monitoring of project costs budget and re-forecast, customer experience over change orders and measurement of stage of completion for POC accounting.

Contract terms were reviewed for identification of performance obligations and areas of variable consideration and related conditions.

Stage of completion by physical activities (the "output method") measured by the Group was compared against customer acceptance by milestone.

Where contracts found to be onerous, we reviewed the basis of loss provision for reasonableness.

# Independent Auditors' Report

Year ended 31 December 2025

## ***Our findings:***

The Group has a documented process for POC accounting.

The revenue-constraint factor(s) applied by the Group to estimate variable consideration from change orders included in contract price for POC accounting presents a risk-adjusted approach to deal with uncertainty associated with such variable consideration. Actual outcomes may still significantly deviate from the estimated contract price. Whilst our retrospective review of actual outcomes of change orders from management's previous estimates indicates a fair constraint factor applied, past customer experience is never always comparable with current experience with on-going projects.

Where onerous contracts were identified, the loss provisions recognised fell within expectation.

## *Other information*

Management is responsible for the other information contained in the annual report. Other information is defined as all information in the annual report other than the financial statements and our auditors' report thereon.

We have obtained all other information prior to the date of this auditors' report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon as part of our engagement to audit the consolidated financial statements.

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

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

## *Responsibilities of management and directors for the financial statements*

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

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

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

## *Auditors' responsibilities for the audit of the financial statements*

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

# Independent Auditors' Report

Year ended 31 December 2025

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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

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

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

# Independent Auditors' Report

Year ended 31 December 2025

## REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

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

The engagement partner on the audit resulting in this independent auditors' report is Kenny Tan Choon Wah.



**KPMG LLP**

*Public Accountants and  
Chartered Accountants*

**Singapore**

6 March 2026

# Balance Sheets

As at 31 December 2025

	Note	Group		Company	
		2025 \$'000	2024 \$'000	2025 \$'000	2024 \$'000
<b>Non-current assets</b>					
Property, plant and equipment	4	3,946,172	3,923,175	146	253
Right-of-use assets	5	473,705	539,658	–	–
Investment properties	6	–	–	–	862
Investments in subsidiaries	7	–	–	9,915,612	8,959,228
Interests in associates and joint ventures	8	208,061	191,956	–	–
Other financial assets	9	68,376	42,329	–	–
Trade and other receivables	10	124,479	319,287	479,466	–
Intangible assets	13	3,979,394	4,076,069	133	133
Deferred tax assets	14	132,184	251,835	–	–
		<u>8,932,371</u>	<u>9,344,309</u>	<u>10,395,357</u>	<u>8,960,476</u>
<b>Current assets</b>					
Inventories	15	311,014	232,350	–	–
Trade and other receivables	10	2,004,511	2,410,452	372,763	1,607,175
Contract costs	16	2,302	1,587	–	–
Contract assets	12	4,891,129	3,528,985	–	–
Tax recoverable		29,360	8,117	–	–
Assets held for sale	17	–	227	–	227
Other financial assets	9	121,190	15,756	–	–
Cash and cash equivalents	18	1,808,163	1,941,555	22,503	26,879
		<u>9,167,669</u>	<u>8,139,029</u>	<u>395,266</u>	<u>1,634,281</u>
<b>Total assets</b>		<u>18,100,040</u>	<u>17,483,338</u>	<u>10,790,623</u>	<u>10,594,757</u>
<b>Current liabilities</b>					
Trade and other payables	19	6,416,707	4,726,832	206,198	187,894
Contract liabilities	21	655,059	1,635,097	–	–
Provisions	22	257,661	745,218	6,693	82,790
Other financial liabilities	23	40,825	111,603	–	–
Current tax payable		69,020	65,606	6,478	12,167
Interest-bearing borrowings	24	900	257,477	–	–
Lease liabilities		42,648	43,358	–	–
		<u>7,482,820</u>	<u>7,585,191</u>	<u>219,369</u>	<u>282,851</u>
<b>Net current assets</b>		<u>1,684,849</u>	<u>553,838</u>	<u>175,897</u>	<u>1,351,430</u>
<b>Non-current liabilities</b>					
Deferred tax liabilities	14	104,702	68,706	21	38
Provisions	22	657,615	588,283	–	–
Other financial liabilities	23	34,699	80,566	–	–
Interest-bearing borrowings	24	2,487,285	2,373,627	–	–
Lease liabilities		422,464	444,878	–	–
Other long-term payables	19	3,466	1,290	–	–
		<u>3,710,231</u>	<u>3,557,350</u>	<u>21</u>	<u>38</u>
<b>Total liabilities</b>		<u>11,193,051</u>	<u>11,142,541</u>	<u>219,390</u>	<u>282,889</u>
<b>Net assets</b>		<u>6,906,989</u>	<u>6,340,797</u>	<u>10,571,233</u>	<u>10,311,868</u>
<b>Equity attributable to owners of the Company</b>					
Share capital	25	8,753,920	8,753,920	8,753,920	8,753,920
Other reserves	26	24,044	(271,506)	(37,932)	(55,327)
Revenue reserve		(1,870,986)	(2,144,902)	1,855,245	1,613,275
		<u>6,906,978</u>	<u>6,337,512</u>	<u>10,571,233</u>	<u>10,311,868</u>
Non-controlling interests	35	11	3,285	–	–
<b>Total equity</b>		<u>6,906,989</u>	<u>6,340,797</u>	<u>10,571,233</u>	<u>10,311,868</u>

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

# Consolidated Income Statement

Year ended 31 December 2025

	Note	Group	
		2025 \$'000	2024 \$'000
<b>Revenue</b>	27	11,471,675	9,230,702
Cost of sales		(10,624,078)	(8,940,018)
<b>Gross profit</b>		847,597	290,684
Other operating income, net	28	12,769	242,291
General and administrative expenses		(346,856)	(320,523)
<b>Operating profit</b>	29	513,510	212,452
Finance income	30	71,552	138,521
Finance costs	30	(173,690)	(263,071)
Non-operating items	31	14,046	82,430
Share of results of associates and joint ventures, net of tax	32	30,802	20,183
<b>Profit before tax</b>		456,220	190,515
Tax expense	33	(136,347)	(34,616)
<b>Profit for the year</b>		319,873	155,899
<b>Profit attributable to:</b>			
Owners of the Company		323,621	156,838
Non-controlling interests	35	(3,748)	(939)
<b>Profit for the year</b>		319,873	155,899
<b>Earnings per share (cents)</b>	36		
Basic		9.56	4.61
Diluted		9.47	4.59

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

# Consolidated Statement of Comprehensive Income

Year ended 31 December 2025

	Note	Group	
		2025 \$'000	2024 \$'000
<b>Profit for the year</b>		319,873	155,899
<b>Other comprehensive income</b>			
<b><i>Items that may be reclassified subsequently to profit or loss:</i></b>			
Foreign currency translation differences for foreign operations		81,599	(54,338)
Net change in fair value of cash flow hedges		120,525	(161,511)
Net change in fair value of cash flow hedges transferred to profit or loss		89,683	19,810
Realisation of reserve upon disposal of a subsidiary		(6,522)	–
Realisation of reserve upon disposal of an associate		(50)	–
		285,235	(196,039)
<b><i>Items that may not be reclassified subsequently to profit or loss:</i></b>			
Net change in fair value of equity investments at fair value through other comprehensive income ("FVOCI")		(3,305)	4,389
Other comprehensive income for the year, net of tax	34	281,930	(191,650)
<b>Total comprehensive income for the year</b>		601,803	(35,751)
<b>Total comprehensive income attributable to:</b>			
Owners of the Company		604,492	(31,197)
Non-controlling interests	35	(2,689)	(4,554)
<b>Total comprehensive income for the year</b>		601,803	(35,751)

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

# Consolidated Statement of Changes in Equity

Year ended 31 December 2025

	Attributable to owners of the Company											
	Share capital \$'000	Reserve for own shares \$'000	Capital reserves \$'000	Currency translation reserve \$'000	Share-based payments reserve \$'000	Hedging reserve \$'000	Fair value reserve \$'000	Revenue reserve \$'000	Total \$'000	Non-controlling interests \$'000	Total equity \$'000	
<b>Group</b>												
At 1 January 2025	8,753,920	(45,895)	1,729	(87,940)	(12,480)	(130,422)	3,502	(2,144,902)	6,337,512	3,285	6,340,797	
<b>Total comprehensive income for the year</b>												
Profit/(loss) for the year	-	-	-	-	-	-	-	323,621	323,621	(3,748)	319,873	
<b>Other comprehensive income</b>												
Foreign currency translation differences for foreign operations	-	-	-	80,524	-	-	-	-	80,524	1,075	81,599	
Net change in fair value of cash flow hedges	-	-	-	-	-	120,525	-	-	120,525	-	120,525	
Net change in fair value of cash flow hedges transferred to profit or loss	-	-	-	-	-	89,683	-	-	89,683	-	89,683	
Net change in fair value of equity investments at FVOCI	-	-	-	-	-	-	(3,289)	-	(3,289)	(16)	(3,305)	
Realisation of reserve upon disposal of a subsidiary	-	-	-	(6,522)	-	-	-	-	(6,522)	-	(6,522)	
Realisation of reserve upon disposal of an associate	-	-	-	(50)	-	-	-	-	(50)	-	(50)	
Realisation of reserve upon disposal of other financial asset	-	-	-	-	-	-	(1,079)	1,079	-	-	-	
Total other comprehensive income for the year	-	-	-	73,952	-	210,208	(4,368)	1,079	280,871	1,059	281,930	
Total comprehensive income for the year	-	-	-	73,952	-	210,208	(4,368)	324,700	604,492	(2,689)	601,803	
<b>Transactions with owners of the Company, recognised directly in equity</b>												
Purchase of treasury shares	-	(14,728)	-	-	-	-	-	-	(14,728)	-	(14,728)	
Issue of treasury shares	-	15,152	-	-	(14,330)	-	-	-	822	-	822	
Share-based payments	-	-	-	-	31,301	-	-	-	31,301	-	31,301	
Dividends paid to owners of the Company in respect of previous financial year at \$0.015 per share (Note 37)	-	-	-	-	-	-	-	(50,784)	(50,784)	-	(50,784)	
Dividends paid by subsidiaries to non-controlling interests (Note 37)	-	-	-	-	-	-	-	-	-	(325)	(325)	
Others	-	-	(1,637)	-	-	-	-	-	(1,637)	(260)	(1,897)	
Total transactions with owners	-	424	(1,637)	-	16,971	-	-	(50,784)	(35,026)	(585)	(35,611)	
<b>At 31 December 2025</b>	8,753,920	(45,471)	92	(13,988)	4,491	79,786	(866)	(1,870,986)	6,906,978	11	6,906,989	

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

# Consolidated Statement of Changes in Equity

Year ended 31 December 2025

	Attributable to owners of the Company										
	Share capital \$'000	Reserve for own shares \$'000	Capital reserves \$'000	Currency translation reserve \$'000	Share-based payments reserve \$'000	Hedging reserve \$'000	Fair value reserve \$'000	Revenue reserve \$'000	Total \$'000	Non-controlling interests \$'000	Total equity \$'000
<b>Group</b>											
At 1 January 2024	8,753,920	(2,693)	(2,041)	(37,217)	(25,995)	11,279	(2,246)	(2,300,381)	6,394,626	20,936	6,415,562
<b>Total comprehensive income for the year</b>											
Profit/(loss) for the year	-	-	-	-	-	-	-	156,838	156,838	(939)	155,899
<b>Other comprehensive income</b>											
Foreign currency translation differences for foreign operations	-	-	-	(50,723)	-	-	-	-	(50,723)	(3,615)	(54,338)
Net change in fair value of cash flow hedges	-	-	-	-	-	(161,511)	-	-	(161,511)	-	(161,511)
Net change in fair value of cash flow hedges transferred to profit or loss	-	-	-	-	-	19,810	-	-	19,810	-	19,810
Net change in fair value of equity investments at FVOCI	-	-	-	-	-	-	4,389	-	4,389	-	4,389
Realisation of reserve upon disposal of other financial asset	-	-	-	-	-	-	1,359	(1,359)	-	-	-
Total other comprehensive income for the year	-	-	-	(50,723)	-	(141,701)	5,748	(1,359)	(188,035)	(3,615)	(191,650)
Total comprehensive income for the year	-	-	-	(50,723)	-	(141,701)	5,748	155,479	(31,197)	(4,554)	(35,751)
<b>Transactions with owners of the Company, recognised directly in equity</b>											
Purchase of treasury shares	-	(43,476)	-	-	-	-	-	-	(43,476)	-	(43,476)
Issue of treasury shares	-	274	-	-	-	-	-	-	274	-	274
Share-based payments	-	-	-	-	13,515	-	-	-	13,515	-	13,515
Dividends paid by subsidiaries to non-controlling interests (Note 37)	-	-	-	-	-	-	-	-	-	(13,328)	(13,328)
Others	-	-	3,770	-	-	-	-	-	3,770	231	4,001
<b>Total transactions with owners</b>	-	(43,202)	3,770	-	13,515	-	-	-	(25,917)	(13,097)	(39,014)
<b>At 31 December 2024</b>	8,753,920	(45,895)	1,729	(87,940)	(12,480)	(130,422)	3,502	(2,144,902)	6,337,512	3,285	6,340,797

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

# Consolidated Statement of Cash Flows

Year ended 31 December 2025

	Group	
	2025	2024
	\$'000	\$'000
<b>Cash flows from operating activities</b>		
Profit for the year	319,873	155,899
Adjustments for:		
Finance income	(71,552)	(138,521)
Finance costs	173,690	263,071
Depreciation of property, plant and equipment, and right-of-use assets	251,053	273,870
Amortisation of intangible assets	97,598	140,891
Share of results of associates and joint ventures, net of tax	(30,802)	(20,183)
Gain on disposal of property, plant and equipment, net	(7,089)	(52,130)
Gain on disposal of a subsidiary	(49,506)	–
Gain on disposal of an associate	(13,725)	–
Gain on disposal of assets held for sale	(3,748)	(307)
Gain on termination of lease liabilities	–	(1,743)
Fair value changes on investments at fair value through profit or loss (“FVTPL”)	11,136	(15,838)
Share-based payment expenses	31,301	13,515
Reversal of assumption of liabilities on behalf of a joint venture	–	(11,000)
Provision for onerous contracts, net	139,339	113,162
Write-back of provision for legal claim	(14,046)	–
Write-back of provision for corporate claim	–	(82,430)
Provision/(write-back of provision) for restoration costs, net	49,106	(12,526)
Property, plant and equipment written off	47	314
Reversal of write-down of property, plant and equipment, and right-of-use assets, net	(27,817)	–
Write-down/(write-back) of inventories, net	3,072	(295)
(Write-back of) impairment losses on trade receivables and contract assets, net	(2,949)	8,637
Tax expense	136,347	34,616
<b>Operating profit before working capital changes</b>	<b>991,328</b>	<b>669,002</b>
<b>Changes in:</b>		
Inventories	(81,736)	(39,939)
Contract costs	(715)	18,456
Contract assets	(1,362,144)	(909,055)
Contract liabilities	(980,038)	1,201,340
Trade and other receivables	604,647	(1,104,154)
Trade and other payables	1,722,248	666,307
<b>Cash generated from operations</b>	<b>893,590</b>	<b>501,957</b>
Provisions utilised	(649,644)	(255,629)
Interest income received	76,910	102,049
Interest paid	(147,272)	(199,249)
Tax paid	(31,299)	(51,781)
<b>Net cash generated from operating activities</b>	<b>142,285</b>	<b>97,347</b>

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

# Consolidated Statement of Cash Flows

Year ended 31 December 2025

	Group	
	2025	2024
	\$'000	\$'000
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipment	(121,646)	(100,328)
Proceeds from sale of property, plant and equipment	20,058	77,782
Proceeds from disposal of a subsidiary	56,771	–
Proceeds from disposal of an associate	18,734	–
Proceeds from disposal of other investments	–	100,652
Proceeds from capital reduction of an associate	6,553	5,672
Proceeds from capital reduction of a joint venture	13,155	–
Proceeds from disposal of asset held for sale	3,975	3,188
Purchase of intangible assets	(923)	(1,283)
Acquisition of a subsidiary, net of cash acquired <sup>(a)</sup>	–	(359)
Dividends received	1,584	34,091
Distribution from other investments	4,376	647
Purchase of other investments	(320)	(153)
<b>Net cash generated from investing activities</b>	2,317	119,909
<b>Cash flows from financing activities</b>		
Proceeds from borrowings	2,222,640	2,507,873
Repayment of borrowings	(2,348,942)	(2,923,476)
Purchase of treasury shares	(14,728)	(43,476)
Payment of lease liabilities	(45,628)	(51,702)
Dividends paid to owners of the Company	(50,784)	–
Dividends paid to non-controlling interests of subsidiaries	(325)	(13,328)
<b>Net cash used in financing activities</b>	(237,767)	(524,109)
<b>Net decrease in cash and cash equivalents</b>	(93,165)	(306,853)
<b>Cash and cash equivalents at beginning of the year</b>	1,941,555	2,270,240
Effect of exchange rate changes on balances held in foreign currencies	(40,227)	(21,832)
<b>Cash and cash equivalents at end of the year (Note 18)</b>	1,808,163	1,941,555

## Significant non-cash transactions

- <sup>(a)</sup> In 2024, the Group acquired 100% interests in Seatrium Digital Pte. Ltd. for \$400,000.
- <sup>(b)</sup> In 2024, the Group recognised a gain of \$19,963,000 from one-time settlement of balances with Keppel Ltd. (“KL”), the previous vendor of Seatrium Offshore & Marine Limited (“Seatrium O&M”).

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

# Notes to the Financial Statements

Year ended 31 December 2025

These notes form an integral part of the financial statements.

The financial statements were authorised for issue by the Board of Directors on 6 March 2026.

## 1 DOMICILE AND ACTIVITIES

Seatrium Limited is a company incorporated in the Republic of Singapore and has its registered office at 80 Tuas South Boulevard, Singapore 637051, and whose shares are publicly traded on the Mainboard of the Singapore Exchange.

These financial statements of the Group as at and for the year ended 31 December 2025 comprise the Company and its subsidiaries (together referred to as the “Group” and individually as “Group entities”) and the Group’s interests in associates and joint ventures.

The principal activities of the Company are investment holding and the provision of management services. The principal activities of the Group are the provision of innovative engineering solutions to the global offshore, marine and energy industries.

## 2 BASIS OF PREPARATION

### 2.1 Going concern basis of accounting

The consolidated financial statements have been prepared on a going concern basis, which assumes that the Group will be able to meet its debt obligations as and when they fall due within the next twelve months.

As at 31 December 2025, the Group recorded net current assets of \$1,684,849,000 (31 December 2024: \$553,838,000), and generated positive operating cash flows of \$142,285,000 (2024: \$97,347,000) for the current year.

With \$3.1 billion of cash and undrawn committed credit facilities available in aggregate, the Group has adequate resources to settle debt obligations as and when they fall due.

The continuing use of the going concern assumption in the preparation of the financial statements is therefore appropriate.

### 2.2 Statement of compliance

The financial statements are prepared in accordance with the Singapore Financial Reporting Standards (International) (SFRS(I)s) and IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB). SFRS(I)s are issued by the Accounting Standards Committee and comprise standards and interpretations that are equivalent to IFRS Accounting Standards as issued by the IASB. All references to SFRS(I)s and IFRS Accounting Standards are subsequently referred to as SFRS(I)s in these financial statements unless otherwise specified.

Changes in material accounting policies during the year are described in Note 49.

### 2.3 Basis of measurement

The financial statements have been prepared on the historical cost basis except as otherwise described in the notes below.

### 2.4 Functional and presentation currency

The financial statements are presented in Singapore dollars, which is the Company’s functional currency. All financial information presented in Singapore dollars has been rounded to the nearest thousand (\$’000), unless otherwise stated.

# Notes to the Financial Statements

Year ended 31 December 2025

## 2 BASIS OF PREPARATION (Cont'd)

### 2.5 Use of estimates and judgements

The preparation of the financial statements in conformity with SFRS(I)s requires management to make judgements, estimates and assumptions about the future, including climate-related risks and opportunities, that affect the application of the Group's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis and are consistent with the Group's risk management and climate-related commitments where appropriate. Revisions to accounting estimates are recognised prospectively.

Additional disclosures on financial effects arising from climate-related matters are discussed in the following notes:

- Note 4 – Property, plant and equipment
- Note 13 – Intangible assets
- Note 15 – Inventories
- Note 24 – Interest-bearing borrowings
- Note 27 – Revenue
- Note 28 – Other operating income, net
- Note 43 – Significant accounting estimates and judgements

Information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is discussed in Note 43.

## 3 MATERIAL ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to all periods presented in these financial statements except as explained in Note 49, which addresses changes in material accounting policies.

The accounting policies have been applied consistently by Group entities.

### 3.1 Basis of consolidation

#### (i) **Business combinations**

##### *Acquisitions from 1 January 2020*

The Group accounts for business combinations using the acquisition method when the acquired set of activities and assets meets the definition of a business and control is transferred to the Group. In determining whether a particular set of activities and assets is a business, the Group assesses whether the set of assets and activities acquired includes, at a minimum, an input and substantive process and whether the acquired set has the ability to produce outputs.

The Group has an option to apply a 'concentration test' that permits a simplified assessment of whether an acquired set of activities and assets is not a business. The optional concentration test is met if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar identifiable assets.

##### *Acquisitions from 1 January 2017*

Business combinations were accounted for using the acquisition method as at the acquisition date, which is the date on which control is transferred to the Group. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, the Group takes into consideration potential voting rights that are currently exercisable.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.1 Basis of consolidation (Cont'd)

#### (i) **Business combinations** (Cont'd)

##### *Acquisitions from 1 January 2017 (Cont'd)*

Deferred consideration comprises obligations to pay specific amounts at future dates. Deferred consideration is recognised and measured at fair value at the acquisition date and included in the consideration transferred. The unwinding of any interest element of deferred consideration is recognised in profit or loss.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in profit or loss.

Costs related to the acquisition, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

Any contingent consideration payable is recognised at fair value at the acquisition date and included in the consideration transferred. If the contingent consideration is classified as equity, it is not re-measured and settlement is accounted for within equity. Otherwise, subsequent changes to the fair value of the contingent consideration are recognised in profit or loss.

##### *Acquisitions before 1 January 2017*

As part of the transition to SFRS(I), the Group elected not to restate those business combinations that occurred before the date of transition to SFRS(I), i.e. 1 January 2017. Goodwill arising from acquisitions before 1 January 2017 has been carried forward from the previous FRS framework as at the date of transition.

##### *Acquisitions prior to 1 January 2010*

All business combinations were accounted for using the purchase method. Under the purchase method, the cost of an acquisition is measured at the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition. The excess of the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities over the cost of acquisition is credited to profit or loss in the period of the acquisition.

#### (ii) **Non-controlling interests**

For non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the acquiree's net assets in the event of liquidation, the Group elects on a transaction-by-transaction basis whether to measure them at fair value, or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets, at the acquisition date. All other non-controlling interests are measured at acquisition-date fair value, unless another measurement basis is required by SFRS(I).

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as transactions with owners in their own capacity as owners and therefore no adjustments are made to goodwill and no gain or loss is recognised in profit or loss.

Adjustments to non-controlling interests arising from transactions that do not involve the loss of control are based on a proportionate amount of net assets of the subsidiary.

Prior to 1 January 2010, goodwill was recognised on the acquisition of non-controlling interests in a subsidiary, which represented the excess of the cost of the additional investment over the carrying amount of the interest in the net assets acquired at the date of the transaction.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.1 Basis of consolidation (Cont'd)

#### (iii) *Subsidiaries*

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

The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date control ceases. The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Group.

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

#### (iv) *Loss of control*

Upon the loss of control, the Group derecognises the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognised in profit or loss. If the Group retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently, it is accounted for as an equity-accounted investee or as financial asset at fair value through other comprehensive income depending on the level of influence retained.

#### (v) *Associates and joint ventures*

Associates are those entities in which the Group has significant influence, but not control or joint control, over the financial and operating policies of these entities. A joint venture is an arrangement in which the Group has joint, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Investments in associates and joint ventures are accounted for under the equity method. They are initially recognised at cost, which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of the profit or loss and OCI of equity-accounted investees, after adjustments to align the accounting policies with those of the Group, from the date that significant influence or joint control commences until the date that significant influence or joint control ceases.

When the Group's share of losses exceeds its investment in an equity-accounted investee, the carrying amount of the investment, together with any long-term interests that form part thereof, is reduced to zero, and the recognition of further losses is discounted except to the extent that the Group has an obligation to fund the investee's operations or has made payments on behalf of the investee.

#### (vi) *Transactions eliminated on consolidation*

Intra-group balances and transactions, and any unrealised income and expenses (except for foreign currency transaction gains or losses) arising from intra-group transactions, are eliminated in preparing the consolidated financial statements. Unrealised gains arising from transactions with associates and joint ventures are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.1 Basis of consolidation (Cont'd)

#### *(vii) Subsidiaries, associates and joint ventures in the separate financial statements*

Investments in subsidiaries, associates and joint ventures are stated in the Company's balance sheet at cost less accumulated impairment losses.

### 3.2 Foreign currencies

#### *(i) Foreign currency transactions*

Transactions in foreign currencies are translated to the respective functional currencies of Group entities at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the exchange rate at that date.

Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are translated to the functional currency at the exchange rate at the date that the fair value was determined. Non-monetary items in a foreign currency that are measured in terms of historical cost are translated using the exchange rate at the date of the transaction.

Foreign currency differences arising on translation are generally recognised in profit or loss. However, foreign currency differences arising from the translation of the following items are recognised in other comprehensive income:

- Equity instruments designated at fair value through other comprehensive income ("FVOCI");
- A financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective; and
- Qualifying cash flow hedges to the extent that the hedges are effective.

#### *(ii) Foreign operations*

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to the presentation currency at exchange rates at the reporting date. The income and expenses of foreign operations are translated to the presentation currency at the dates of the transactions.

Foreign currency differences are recognised in other comprehensive income. However, if the foreign operation is a non-wholly-owned subsidiary, then the relevant proportionate share of the translation difference is allocated to non-controlling interests. When a foreign operation is disposed of such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while retaining control, the relevant proportion of the cumulative amount is reattributed to non-controlling interests. When the Group disposes of only part of its investment in an associate or joint venture that includes a foreign operation while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to profit or loss.

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

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.3 Financial instruments

#### (i) *Recognition and initial measurement*

##### *Non-derivative financial assets and financial liabilities*

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus or minus, for an item not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

#### (ii) *Classification and subsequent measurement*

##### *Non-derivative financial assets*

On initial recognition, a financial asset is classified as measured at: amortised cost, fair value through other comprehensive income ("FVOCI") or fair value through profit or loss ("FVTPL").

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

##### *Financial assets at amortised cost*

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

##### *Equity investments at FVOCI*

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect on initial recognition to present subsequent changes in fair value in other comprehensive income. This election is made on an investment-by-investment basis. The Group's equity investments are classified as FVOCI.

##### *Financial assets at FVTPL*

All financial assets not classified as measured at amortised cost or FVOCI as described above (e.g. financial assets that are held for trading or those that are managed and whose performance is evaluated on a fair value basis) are measured at FVTPL. This includes derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or FVOCI, as FVTPL, if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.3 Financial instruments (Cont'd)

#### (ii) *Classification and subsequent measurement (Cont'd)*

##### **Financial assets: Business model assessment**

The Group makes an assessment of the objective of a business model in which a financial asset is held because this best reflects the way the business is managed and information is provided to management.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

##### **Non-derivative financial assets: Assessment of whether contractual cash flows are solely payments of principal and interest**

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

##### **Non-derivative financial assets: Subsequent measurement and gains and losses**

###### *Financial assets at FVTPL*

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

###### *Financial assets at amortised cost*

The assets are subsequently measured at amortised cost using the effective interest method. The gross carrying amount is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment losses are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

###### *Equity investments at FVOCI*

These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.3 Financial instruments (Cont'd)

#### (ii) *Classification and subsequent measurement (Cont'd)*

##### ***Non-derivative financial liabilities: Classification, subsequent measurement and gains and losses***

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Directly attributable transaction costs are recognised in profit or loss as incurred.

Other financial liabilities are initially measured at fair value less directly attributable transaction costs. They are subsequently measured at amortised cost under the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Other financial liabilities comprise loans and borrowings, bank overdrafts, and trade and other payables.

#### (iii) *Derecognition*

##### ***Financial assets***

The Group derecognises a financial asset when:

- the contractual rights to the cash flows from the financial asset expire; or
- it transfers the rights to receive the contractual cash flows in a transaction in which either:
  - substantially all of the risks and rewards of ownership of the financial asset are transferred; or
  - the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group enters into transactions whereby it transfers assets recognised in its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

##### ***Financial liabilities***

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantively different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

#### (iv) *Offsetting*

Financial assets and financial liabilities are offset and the net amount is presented in the balance sheets, when and only when, there is a currently enforceable legal right to set off the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.3 Financial instruments (Cont'd)

#### (v) *Cash and cash equivalents*

Cash and cash equivalents comprise cash balances and bank deposits. For the purpose of the statement of cash flows, cash and cash equivalents are presented net of bank overdrafts which are repayable on demand. Bank overdrafts are shown within interest-bearing borrowings in current liabilities on the balance sheet.

#### (vi) *Derivative financial instruments and hedge accounting*

Derivatives are used to manage exposures to foreign exchange and interest rate risks arising from operational, financing and investment activities. Derivatives are not used for trading purposes. However, derivatives that do not qualify for hedge accounting are accounted for at fair value through profit or loss.

Derivatives are initially measured at fair value; attributable transaction costs are recognised in profit or loss as incurred. Subsequent to initial recognition, derivatives are re-measured at fair value and any changes in its fair value are recognised immediately in profit or loss. However, where derivatives qualify for hedge accounting, recognition of any resultant changes in the fair value depends on the nature of the item being hedged.

#### *Hedging activities*

At inception or upon reassessment of the arrangement, the Group documents, at the inception of the transaction, the relationship between the hedging instruments and hedged items, together with the methods that will be used to assess the effectiveness of the hedge relationship as well as its risk management objective and strategies for undertaking various hedge transactions. The Group also documents its assessment, both at hedge inception and on an ongoing basis, the economic relationship between the hedged item and the hedging instrument, including whether the derivatives designated as hedging instruments are highly effective in offsetting changes in fair value or cash flows of the hedged items.

#### (i) *Fair value hedges*

Where a derivative hedges the changes in fair value of a recognised asset or liability or an unrecognised firm commitment (or an identified portion of such asset, liability or firm commitment), any gain or loss on the hedging instrument is recognised in profit or loss. The hedged item is also measured at fair value in respect of the risk being hedged, with any changes recognised in profit or loss.

#### (ii) *Cash flow hedges*

Where a derivative is designated as a hedge of the variability in cash flows attributable to a particular risk associated with a recognised asset or liability, or a highly probable forecast transaction that could affect profit or loss, the effective portion of changes in the fair value of the derivative is recognised directly in other comprehensive income and presented in the hedging reserve in equity. The ineffective portion of changes in the fair value of the derivative is recognised immediately in profit or loss.

When the forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability, the associated cumulative gain or loss is reclassified from equity and included in the initial cost or other carrying amount of the non-financial asset or liability. If a hedge of a forecast transaction subsequently results in the recognition of a financial asset or financial liability, the associated changes in fair value that were recognised directly in other comprehensive income are reclassified into profit or loss in the same period or periods during which the asset acquired or liability assumed affects profit or loss.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.3 Financial instruments (Cont'd)

#### (vi) *Derivative financial instruments and hedge accounting (Cont'd)*

##### *Hedging activities (Cont'd)*

#### (ii) *Cash flow hedges (Cont'd)*

When the hedged item is a non-financial asset, the amount accumulated in equity is retained in other comprehensive income and reclassified to profit or loss in the same period or periods during which the non-financial item affects profit or loss. In other cases as well, the amount accumulated in equity is reclassified to profit or loss in the same period that the hedged item affects profit or loss.

If the hedging instrument no longer meets the criteria for hedge accounting, expires or is sold, terminated or exercised, or the designation is revoked, then hedge accounting is discontinued prospectively. When hedge accounting for cash flow hedges is discontinued, the amount that has been accumulated in the hedging reserve and the cost of hedging reserve remains in equity until, for a hedge of a transaction resulting in recognition of a non-financial item, it is included in the non-financial item's cost on its initial recognition or, for other cash flow hedges, it is reclassified to profit or loss in the same period or periods as the hedged expected future cash flows affect profit or loss. If the forecast transaction is no longer expected to occur, then the balance in equity is reclassified to profit or loss.

#### (vii) *Share capital*

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issuance of new ordinary shares and share options are deducted against the share capital account, net of any tax effects.

Where the Company's ordinary shares are repurchased (treasury shares), the consideration paid, excluding any directly attributable incremental costs, is deducted from equity attributable to the Company's equity holders and presented as reserve for own shares within equity, until they are cancelled, sold or reissued.

When treasury shares are cancelled, the cost of treasury shares is deducted against the share capital account, if the shares are purchased out of capital of the Company, or against the accumulated profits of the Company, if the shares are purchased out of profits of the Company.

When treasury shares are subsequently sold or reissued pursuant to the Share-based Incentive Plans, the cost of the treasury shares is reversed from the reserve for own shares account and the realised gain or loss on sale or reissue, net of any directly attributable incremental transaction costs and related tax, is recognised as a change in equity of the Company. No gain or loss is recognised in profit or loss.

#### (viii) *Dividends*

Dividends on ordinary shares are recognised when they are approved for payments. Dividends on ordinary shares classified as equity are accounted for as movements in revenue reserve.

#### (ix) *Intra-group financial guarantee in the separate financial statements*

Financial guarantees are financial instruments issued by the Company that require the issuer to make specified payments to reimburse the holder for the loss it incurs because a specified debtor fails to meet payment when due in accordance with the original or modified terms of a debt instrument.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.3 Financial instruments (Cont'd)

#### (ix) *Intra-group financial guarantee in the separate financial statements (Cont'd)*

Financial guarantees issued are initially measured at fair value. Subsequently, they are measured at the higher of the loss allowance determined in accordance with SFRS(I) 9 and the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of SFRS(I) 15.

ECLs are a probability-weighted estimate of credit losses. ECLs are measured for financial guarantees issued as the expected payments to reimburse the holder less any amounts that the Company expects to recover. Liabilities arising from financial guarantees are included within 'interest-bearing borrowings'.

### 3.4 Property, plant and equipment

#### (i) *Recognition and measurement*

Property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset.

The cost of self-constructed assets includes the cost of materials, direct labour and any other costs directly attributable to bringing the assets to a working condition for their intended use, the cost of dismantling and removing the items and restoring the site on which they are located and capitalised borrowing costs.

Cost may include transfers from equity of any gain or loss on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

Where an item of property, plant and equipment comprises major components having different useful lives, they are accounted for as separate items of property, plant and equipment.

#### (ii) *Subsequent expenditure*

Subsequent expenditure relating to property, plant and equipment is recognised in the carrying amount of the asset when it is probable that future economic benefits, in excess of the originally assessed standard of performance of the existing asset, will flow to the Group and its costs can be measured reliably. The costs of day-to-day servicing of property, plant and equipment are recognised as an expense when incurred.

Certain items of property, plant and equipment are subject to overhauls at regular intervals. The inherent components of the initial overhaul are determined based on the costs of the next overhaul and are separately depreciated in order to reflect the estimated intervals between two overhauls. The costs of the overhauls subsequently incurred are capitalised as additions and the carrying amounts of the replaced components are written off to profit or loss.

#### (iii) *Disposals*

Gains or losses arising from the retirement or disposal of property, plant and equipment are determined as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in profit or loss on the date of retirement or disposal.

#### (iv) *Provision for restoration costs*

A provision is recognised for the costs expected to be incurred to dismantle, remove and restore the asset upon expiry of the lease agreement. The estimated costs form part of the cost of the property, plant and equipment and are depreciated over the useful life of the asset.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.4 Property, plant and equipment (Cont'd)

#### (v) Depreciation

Depreciation is based on the cost of an asset less its residual value. Significant components of individual assets are assessed and if a component has a useful life that is different from the remainder of that asset, that component is depreciated separately. Depreciation is recognised as an expense in profit or loss on a straight-line basis over their estimated useful lives of each component of an item of property, plant and equipment, unless it is included in the carrying amount of another asset. Depreciation is recognised from the date that the property, plant and equipment are installed and are ready for use, or in respect of internally constructed assets, from the date that the asset is completed and ready for use. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term.

The estimated useful lives for the current and comparative years are as follows:

Leasehold land	Lease period of 3 to 60 years
Buildings	3 to 60 years
Quays and dry docks	3 to 65 years
Marine vessels	2 to 25 years
Cranes and floating docks	3 to 30 years
Plant, machinery and tools	1 to 65 years
Motor vehicles	3 to 15 years
Furniture and office equipment	1 to 25 years
Utilities and fittings	2 to 30 years
Computer equipment	1 to 10 years

The assets' depreciation methods, useful lives and residual values, if not insignificant, are reviewed annually and adjusted if appropriate.

No depreciation is provided on freehold land or construction-in-progress.

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

### 3.5 Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

#### (i) As a lessee

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property, the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.5 Leases (Cont'd)

#### (i) As a lessee (Cont'd)

The right-of-use asset is subsequently depreciated under the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The right-of-use asset is subsequently stated at cost less accumulated depreciation and impairment losses.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the lessee's incremental borrowing rate. Generally, the Group uses the lessee's incremental borrowing rate as the discount rate.

The Group determines the lessee's incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

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

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost under the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the Group changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

#### Short-term leases and leases of low-value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases, including IT equipment. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.5 Leases (Cont'd)

#### (ii) *As a lessor*

At inception or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

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

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

If an arrangement contains lease and non-lease components, then the Group applies SFRS(I) 15 to allocate the consideration in the contract.

The Group recognises lease payments received under operating leases in profit or loss on a straight-line basis over the lease term.

### 3.6 Intangible assets

#### (i) *Goodwill*

Goodwill represents the excess of:

- the fair value of the consideration transferred; plus
- the recognised amount of any non-controlling interests in the acquiree; plus
- if the business combination is achieved in stages, the fair value of the pre-existing equity interest in the acquiree, less the net amount recognised (generally fair value) of the identifiable assets acquired and liabilities assumed (collectively, the “fair value net assets”).

When the fair value net assets exceed the consideration, negative goodwill is recognised immediately in profit or loss.

Goodwill is measured at cost less accumulated impairment losses.

Goodwill that arises upon the acquisition of subsidiaries is included in intangible assets.

Goodwill on acquisition of associates and joint ventures is included in investments in associates and joint ventures, respectively. An impairment loss on such investments is not allocated to any asset, including goodwill, that forms part of the carrying amount of the investments.

Goodwill is tested for impairment on an annual basis in accordance with Note 3.9.

#### (ii) *Customer relationships and contracts*

Customer relationships and contracts are measured at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful life of 20 years for customer relationships. For customer contracts, it is amortised and recognised in profit or loss according to milestone revenues accorded over an estimated contract period of 6 years.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.6 Intangible assets (Cont'd)

#### (iii) *Intellectual property rights*

Intellectual property rights are measured at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives ranging from 10 to 15 years.

#### (iv) *Research and development*

Expenditure on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, is recognised in profit or loss as incurred.

Development activities involve a plan or design for production of new or substantially improved products and processes. Development expenditure is capitalised only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Group intends to and has sufficient resources to complete development and to use or sell the asset. The expenditure capitalised includes the cost of materials and direct labour that are directly attributable to preparing the asset for its intended use. Other development expenditure is recognised in profit or loss as incurred.

Capitalised development expenditure is measured at cost less accumulated amortisation and accumulated impairment losses.

#### (v) *Subsequent expenditure*

Subsequent expenditure on capitalised intangible assets is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is expensed as incurred.

#### (vi) *Amortisation*

Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of intangible assets, other than goodwill, from the date that they are available for use.

Due to the nature of designs under development, judgement is applied in deciding the point at which the asset is deemed available for use.

Amortisation methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted if appropriate.

### 3.7 Inventories

Inventories consist mainly of steel and other materials used for ship and rig repair, building and conversion and are measured at the lower of cost and net realisable value.

Cost is calculated using the weighted average cost formula and comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

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

When inventories are sold, the carrying amount of those inventories is recognised as an expense in the period in which the related revenue is recognised.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.7 Inventories (Cont'd)

The amount of any allowance for write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any allowance for write-down of inventories, arising from an increase in net realisable value, is recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

### 3.8 Contract assets and contract liabilities

For contracts where the customer is invoiced on a milestone payment schedule or over the period of the contract, a contract asset is recognised if the value of the contract work transferred by the Group exceeds the receipts from the customer, and a contract liability is recognised if the receipts from the customer exceed the value of the contract work transferred by the Group.

### 3.9 Impairment

#### (i) **Non-derivative financial assets and contract assets**

The Group recognises loss allowances for expected credit losses ("ECLs") on:

- financial assets measured at amortised cost; and
- contract assets (as defined in SFRS(I) 15).

Loss allowance of the Group are measured on either of the following bases:

- 12-month ECLs: these are ECLs that result from default events that are possible within the 12 months after the reporting date (or for a shorter period if the expected credit life of the instrument is less than 12 months); or
- Lifetime ECLs: these are ECLs that result from all possible default events over the expected life of a financial instrument or contract asset.

#### *Simplified Approach*

The Group applies the simplified approach to provide for ECLs for all trade receivables and contract assets. The simplified approach requires the loss allowance to be measured at an amount equal to lifetime ECLs.

#### *General Approach*

The Group applies the general approach to provide for ECLs on all other financial instruments. Under the general approach, the loss allowance is measured at an amount equal to 12-month ECLs at initial recognition.

At each reporting date, the Group assesses whether the credit risk of a financial instrument has increased significantly since initial recognition. When credit risk has increased significantly since initial recognition, loss allowance is measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue costs or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment that includes forward-looking information.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.9 Impairment (Cont'd)

#### (i) **Non-derivative financial assets and contract assets (Cont'd)**

##### *General Approach (Cont'd)*

If the credit risk has not increased significantly since initial recognition or if the credit quality of the financial instruments improves such that there is no longer a significant increase in credit risk since initial recognition, loss allowance is measured at an amount equal to 12-month ECLs.

The Group considers a financial asset to be in default when:

- the debtor is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or
- the financial asset remains outstanding for more than the reasonable range of past due days, taking into consideration historical payment track records, current macroeconomics situation as well as the general industry trend.

The Group considers a contract asset to be in default when the customer is unlikely to pay its contractual obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

##### *Measurement of ECL*

ECLs are probability-weighted estimates of credit losses. Credit losses are measured at the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of financial asset.

##### *Credit-impaired financial assets*

At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- breach of contract such as a default or past due outstanding for more than the reasonable range of past due days, taking into consideration historical payment track records, current macroeconomics situation as well as the general industry trend;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the debtor will enter bankruptcy or other financial reorganisation or is having significant financial difficulty; or
- the disappearance of an active market for a security because of financial difficulties.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.9 Impairment (Cont'd)

#### (i) **Non-derivative financial assets and contract assets (Cont'd)**

##### *Presentation of loss allowance for ECLs in the balance sheet*

Loss allowances for financial assets measured at amortised cost and contract assets are deducted from the gross carrying amount of these assets.

##### *Write-off*

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

#### (ii) **Non-financial assets**

The carrying amounts of the Group's non-financial assets, other than inventories, contract assets and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each year at the same time. An impairment loss is recognised if the carrying amount of an asset or its related cash generating unit exceeds its estimated recoverable amount. A cash generating unit is the smallest identifiable asset group that generates cash flows that largely are independent from other assets and groups.

Impairment losses are recognised in profit or loss unless it reverses a previous revaluation that was credited to equity, in which case it is charged to equity. Impairment losses recognised in respect of cash generating units are allocated first to reduce the carrying amount of any goodwill allocated to the cash generating unit (group of cash generating units), and then to reduce the carrying amount of the other assets in the cash generating unit (group of cash generating units) on a *pro rata* basis.

Goodwill, intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment annually and as and when indicators of impairment occur.

##### *Calculation of recoverable amount*

The recoverable amount of an asset or cash generating unit is the higher of its value in use and its fair value less costs of disposal. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or cash generating unit. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash generating units.

Subject to an operating segment ceiling test, for the purposes of goodwill impairment testing, cash generating units to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed reflects the lowest level at which goodwill is monitored for internal reporting purposes. Goodwill acquired in a business combination is allocated to groups of cash generating units that are expected to benefit from the synergies of the combination.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.9 Impairment (Cont'd)

#### (ii) **Non-financial assets (Cont'd)**

##### *Reversals of impairment*

An impairment loss in respect of goodwill is not reversed, even if it relates to an impairment loss recognised in an interim period that would have been reduced or avoided had the impairment assessment been made at a subsequent reporting or balance sheet date. In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists.

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the assets' carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Goodwill that forms part of the carrying amount of an investment in an associate or joint venture is not recognised separately, and therefore is not tested for impairment separately. Instead, the entire amount of the investment in an associate or joint venture is tested for impairment as a single asset when there is objective evidence that the investment in an associate or joint venture may be impaired.

### 3.10 Employee benefits

#### (i) **Defined contribution plans**

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as an expense in profit or loss as incurred. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the prepayment will lead to, for example, a reduction in future payment or a cash refund.

#### (ii) **Long-term employee benefits**

The Group's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Long-term employee benefits are reported in "other long-term payables".

#### (iii) **Short-term employee benefits**

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related employment service is provided.

The amount expected to be paid is accrued when the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

#### (iv) **Staff retirement benefits**

Retirement benefits payable to certain categories of employees upon their retirement are provided for in the financial statements based on their entitlement under the staff retirement benefit plan or, in respect of unionised employees of a subsidiary who joined on or before 31 December 1988, based on an agreement with the union.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.10 Employee benefits (Cont'd)

#### (iv) Staff retirement benefits (Cont'd)

The Group's net obligation in respect of retirement benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. The obligation is calculated using the projected future salary increase and is discounted to its present value and the fair value of any related assets is deducted.

#### (v) Equity and equity-related compensation benefits

##### Performance Share Plan

The fair value of equity-related compensation is measured using the Monte Carlo simulation method as at the date of the grant. The method involves projecting future outcomes using statistical distributions of key random variables including the share prices and volatility of returns. This model takes into account the probability of achieving the performance conditions in the future.

The fair value of the compensation cost is measured at grant date and amortised over the service period to which the performance criteria relates and the period during which the employees become unconditionally entitled to the shares. In estimating the fair value of the compensation cost, market-based performance conditions are taken into account. From 2014 onwards, awards granted have both market-based and non-market-based performance conditions. The compensation cost is charged to profit or loss with a corresponding increase in equity on a basis that fairly reflects the manner in which the benefits will accrue to the employee under the plan over the service period to which the performance period relates, irrespective of whether this performance condition is satisfied.

The share-based payments reserve relating to the performance shares released is transferred to share capital when new shares are issued. When treasury shares are issued, the cost of treasury shares is transferred to share-based payments reserve.

##### Restricted Share Plan

Similar to the Performance Share Plan, the fair value of equity-related compensation is measured using the Monte Carlo simulation method as at the date of the grant. The method involves projecting future outcomes using statistical distributions of key random variables including the share prices and volatility of returns. This model takes into account the probability of achieving the performance conditions in the future.

The fair value of the compensation cost is measured at grant date and are then amortised over the service period to which the performance criteria relates and the period during which the employees become unconditionally entitled to the shares. Awards granted have non-market based performance conditions. The compensation cost is charged to profit or loss with a corresponding increase in equity on a basis that fairly reflects the manner in which the benefits will accrue to the employee under the plan over the service period to which the performance period relates.

At the balance sheet date, the Company revises its estimates of the number of performance-based restricted shares that the employees are expected to receive based on the achievement of non-market performance conditions and the number of shares ultimately given. It recognises the impact of the revision of the original estimates in employee expense and in a corresponding adjustment to equity over the remaining vesting period.

The share-based payments reserve relating to the restricted shares released is transferred to share capital when new shares are issued. When treasury shares are issued, the cost of treasury shares is transferred to share-based payments reserve.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.10 Employee benefits (Cont'd)

#### (v) **Equity and equity-related compensation benefits (Cont'd)**

##### Restricted Share Plan (Cont'd)

In the Company's separate financial statements, the fair value of performance shares and restricted shares granted to employees of its subsidiaries is recognised as an increase in the cost of the Company's investment in subsidiaries, with a corresponding increase in equity over the vesting period.

### 3.11 Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

### 3.12 Revenue

#### (i) **Contract revenue**

The Group builds specialised assets for customers through fixed price contracts. Contracts relating to services for ship and rig repair, building, conversion and overhaul represents a single performance obligation ("PO"), due to the inter-dependence of services provided in these contracts.

Revenue is recognised when the control over the specialised asset has been transferred to the customer and performance obligations are fulfilled. At contract inception, the Group assesses whether the Group transfers control of the asset over time or at a point in time by determining if its performance creates an asset with an alternative use to the Group; and the Group has an enforceable right to payment for performance completed to date for ship and rig building and conversion, or where the Group's performance creates or enhances an asset that the customer controls as the asset is being created or enhanced for ship conversion.

The specialised asset has no alternative use for the Group due to contractual restriction, and the Group has enforceable rights to payment arising from the contractual terms. For these contracts, revenue is recognised over time by reference to the Group's progress towards completing the construction of the specialised asset. The stage of completion is typically assessed by reference to surveys of work performed (output method), which commensurates with the pattern of transfer of control to the customer.

For certain contracts where the Group does not have enforceable right to payment, revenue is recognised only when the completed specialised asset is delivered to the customers and the customers have accepted it in accordance with the contract. On signing of the contract, customers are usually required to make an advance payment that is non-refundable if the contract is cancelled. The advance payment is presented as contract liability. No financing component has been recognised on these advance payments as the payment terms are for reasons other than financing. Where extended payment terms are granted to customers, interest is charged and recognised as finance income.

The period between the transfer of the promised goods and payment by the customer may exceed one year. For such contracts, the Group recognises a financing component using a discount rate that reflects this as a separate financing transaction with the customer at contract inception. If the period between transfer and payment is one year or less, the Group elects the practical expedient not to adjust for significant financing component.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.12 Revenue (Cont'd)

#### (i) **Contract revenue (Cont'd)**

Transaction price is the amount of consideration in the contract to which the Group expects to be entitled to in exchange for transferring the promised goods or services. The transaction price may be fixed or variable, and is adjusted for time value of money if the contract includes a significant financing component. When consideration is variable, the estimated amount is included in the transaction price to the extent that it is highly probable that a significant reversal of the cumulative revenue will not occur when the uncertainty associated with the variable consideration is resolved.

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

Certain contracts include standard warranty terms as guarantee on the performance of the asset. The warranty is recognised as a provision, based on estimated claims made from historical data, from known and expected warranty work and contractual obligation for further work to be performed after completion. The warranty expense incurred could be higher or lower than the provision made.

The Group accounts for modifications to the scope and price of a contract as separate contracts if the modification adds distinct goods or services at their stand-alone selling prices. For contract modifications that add distinct goods or services but not at their stand-alone selling prices, the Group combines the remaining consideration in the original contract with the consideration promised in the modification to create a new transaction price that is then allocated to all remaining performance obligations to be satisfied. For contract modifications that do not add distinct goods or services, the Group accounts for the modifications as continuation of the original contract and recognises as a cumulative adjustment to revenue at the date of modification.

The customer is invoiced on a milestone payment schedule. If the value of the goods transferred by the Group exceeds the payments received, a contract asset is recognised. The contract asset is transferred to receivables when the entitlement to payment becomes unconditional. If the payments received exceed the value of the goods transferred, a contract liability is recognised.

For costs incurred in fulfilling the contract which are within the scope of another SFRS(I) (e.g. Inventories), these have been accounted for in accordance with those other SFRS(I). If these are not within the scope of another SFRS(I), the Group will capitalise these as contract costs only if (a) these cost relate directly to a contract or an anticipated contract which the Group can specifically identify; (b) these costs generate or enhance resources of the Group that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and (c) these costs are expected to be recovered. Otherwise, such costs are recognised as an expense immediately.

Capitalised contract costs are subsequently amortised on a systematic basis as the Group recognises the related revenue over time. An impairment loss is recognised in profit or loss to the extent that the carrying amount of capitalised contract costs exceeds the expected remaining consideration less any directly related costs not yet recognised as expenses.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.12 Revenue (Cont'd)

#### (ii) *Income on goods sold and services rendered*

Revenue from goods sold and services rendered in the ordinary course of business is recognised when the Group satisfies a performance obligation ("PO") by transferring control of a promised good or service to the customer. Revenue recognised is the amount of the transaction price allocated to the satisfied PO.

The transaction price is allocated to each PO on the basis of the relative stand-alone selling prices of the promised goods or services and excludes goods and services or other sales taxes. Trade discounts or variable considerations are allocated to one or more, but not all, of the POs if they relate specifically to those POs.

Transaction price is the amount of consideration in the contract to which the Group expects to be entitled to in exchange for transferring the promised goods or services. The transaction price may be fixed or variable, and is adjusted for time value of money if the contract includes a significant financing component. When consideration is variable, the estimated amount is included in the transaction price to the extent that it is highly probable that a significant reversal of the cumulative revenue will not occur when the uncertainty associated with the variable consideration is resolved.

No revenue is recognised if there are significant uncertainties regarding recovery of the consideration due, associated costs or the possible return of goods.

Revenue may be recognised at a point in time or over time following the satisfaction of the PO. If a PO is satisfied over time, revenue is recognised based on the percentage of completion reflecting the progress towards complete satisfaction of the PO.

#### (iii) *Charter hire and rental income*

Charter hire and rental income receivable under operating leases is recognised in profit or loss on a straight-line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease. Contingent rentals are recognised as income in the accounting period in which they are earned.

### 3.13 Finance income and finance costs

Finance income and finance costs include interest income, dividend income, interest expense, amortisation of capitalised transaction costs, and unwinding of discount on provisions.

Interest income or expense is recognised under the effective interest method. Dividend income is recognised in profit or loss on the date which the Group's right to receive payment is established.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.14 Taxation

Tax expense comprises current and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent that it relates to business combinations, or items recognised directly in equity or in other comprehensive income.

The Group has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore accounted for them under SFRS(I) 1-37 *Provisions, Contingent Liabilities and Contingent Assets*.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, measured using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that
  - is not a business combination and
  - at the time of the transaction (i) affects neither accounting nor taxable profit or loss and (ii) does not give rise to equal taxable and deductible temporary differences;
- temporary differences related to investments in subsidiaries to the extent that the Group is able to control the timing of the reversal of the temporary difference and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets and they relate to taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

### 3.15 Earnings per share

The Group presents basic and diluted earnings per share ("EPS") data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the year, adjusted for own shares held. Diluted EPS is determined by adjusting the profit or loss attributable to owners of the Company and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares.

# Notes to the Financial Statements

Year ended 31 December 2025

## 3 MATERIAL ACCOUNTING POLICIES (Cont'd)

### 3.16 Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. All operating segments' operating results are reviewed regularly by the Group's CEO to make decisions about resources to be allocated to the segment and to assess its performance, and for which discrete financial information is available.

Segment capital expenditure is the total cost incurred during the year to acquire property, plant and equipment, and intangible assets other than goodwill.

### 3.17 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The best evidence of the fair value of a financial instrument at initial recognition is normally the transaction price, that is, the fair value of the consideration given or received. When available, the Group measures the fair value of an instrument using the quoted price in an active market for that instrument.

If there is no quoted price in an active market, then the Group uses valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.

The Group recognises transfers between levels of the fair value hierarchy as of the end of the reporting period during which the change has occurred.

# Notes to the Financial Statements

Year ended 31 December 2025

## 4 PROPERTY, PLANT AND EQUIPMENT

Group	Land and buildings		Construction- in-progress	Docks and quays	Marine vessels <sup>(1)</sup>	Plant, machinery and tools	Others <sup>(2)</sup>	Total
	Freehold	Leasehold						
Cost	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Balance at 1 January 2024	819,505	1,399,646	360,418	1,727,086	593,593	1,995,672	232,272	7,128,192
Translation adjustments	(3,937)	(13,384)	(37,096)	(5,224)	(1,459)	(20,689)	(1,813)	(83,602)
Additions	3,113	502	57,021	771	3,303	25,337	10,281	100,328
Reclassifications	3,523	2,932	(24,291)	3,779	45	6,344	7,668	—
Reclassification to assets held for sale	(472)	(15,799)	—	—	—	—	(118)	(16,389)
Transfer from other category of assets <sup>(3)</sup>	—	—	—	—	27,744	—	1,125	28,869
Disposals <sup>(4)</sup>	(12,787)	(33,184)	(163,901)	(16,577)	(20,206)	(111,176)	(9,094)	(366,925)
Write-off from register <sup>(5)</sup>	(35,970)	(18,118)	—	(42,778)	—	(117,832)	(5,219)	(219,917)
Acquisitions through business combinations	—	—	—	—	—	—	103	103
Balance at 31 December 2024	772,975	1,322,595	192,151	1,667,057	603,020	1,777,656	235,205	6,570,659
Balance at 1 January 2025	772,975	1,322,595	192,151	1,667,057	603,020	1,777,656	235,205	6,570,659
Translation adjustments	82,898	(10,109)	1,923	33,957	(16,288)	62,119	215	154,715
Additions	5,988	7,349	70,864	4,930	—	23,879	8,636	121,646
Reclassifications	4,526	1,477	(64,469)	1,272	21	55,789	1,384	—
Transfer from other category of assets <sup>(3)</sup>	—	—	—	—	15,549	—	—	15,549
Disposals	—	(2,873)	—	(24,343)	(18,548)	(40,506)	(9,165)	(95,435)
Write-off from register <sup>(5)</sup>	—	(1)	—	(638)	—	(403)	(1,860)	(2,902)
Disposal of a subsidiary <sup>(7)</sup>	—	—	—	—	(117,584)	—	—	(117,584)
Balance at 31 December 2025	866,387	1,318,438	200,469	1,682,235	466,170	1,878,534	234,415	6,646,648

# Notes to the Financial Statements

Year ended 31 December 2025

## 4 PROPERTY, PLANT AND EQUIPMENT (Cont'd)

Group	Land and buildings		Construction- in-progress	Docks and quays	Marine vessels <sup>(1)</sup>	Plant, machinery and tools	Others <sup>(2)</sup>	Total
	Freehold	Leasehold						
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<b>Accumulated depreciation and impairment losses</b>								
Balance at 1 January 2024	110,870	518,273	218,193	543,819	355,285	1,117,848	182,866	3,047,154
Translation adjustments	(1,075)	(9,123)	(49,174)	(3,757)	(265)	32,076	(1,722)	(33,040)
Depreciation for the year	23,034	44,141	–	32,022	19,577	68,737	11,566	199,077
Reclassifications	–	(2,951)	(2,559)	218	(5,047)	3,666	6,673	–
Reclassification to assets held for sale	(245)	(15,799)	–	–	–	–	(118)	(16,162)
Transfer from other category of assets <sup>(3)</sup>	–	–	–	–	10,206	–	1,125	11,331
Disposals <sup>(4)</sup>	(8,951)	(22,853)	(163,892)	(16,577)	(20,206)	(100,405)	(8,389)	(341,273)
Write-off from register <sup>(5)</sup>	(35,970)	(17,827)	(220)	(42,778)	–	(117,743)	(5,065)	(219,603)
Balance at 31 December 2024	87,663	493,861	2,348	512,947	359,550	1,004,179	186,936	2,647,484
Balance at 1 January 2025	87,663	493,861	2,348	512,947	359,550	1,004,179	186,936	2,647,484
Translation adjustments	19,381	(7,400)	(5)	3,364	(11,229)	60,408	64	64,583
Depreciation for the year	18,897	42,253	–	32,786	14,534	58,652	12,186	179,308
Reclassifications	–	(8)	–	–	–	90	(82)	–
Transfer from other category of assets <sup>(3)</sup>	–	–	–	–	6,181	–	–	6,181
Disposals	–	(2,290)	–	(12,582)	(18,548)	(40,087)	(8,959)	(82,466)
Write-off from register <sup>(5)</sup>	–	(1)	–	(638)	–	(357)	(1,859)	(2,855)
Reversal of write-down <sup>(6)</sup>	–	(33,236)	–	(34,202)	–	(2,759)	(84)	(70,281)
Write-down <sup>(6)</sup>	–	7,198	5,314	226	16,446	10,983	62	40,229
Disposal of a subsidiary <sup>(7)</sup>	–	–	–	–	(81,707)	–	–	(81,707)
Balance at 31 December 2025	125,941	500,377	7,657	501,901	285,227	1,091,109	188,264	2,700,476
<b>Carrying amounts</b>								
At 1 January 2024	708,635	881,373	142,225	1,183,267	238,308	877,824	49,406	4,081,038
At 31 December 2024	685,312	828,734	189,803	1,154,110	243,470	773,477	48,269	3,923,175
At 31 December 2025	740,446	818,061	192,812	1,180,334	180,943	787,425	46,151	3,946,172

# Notes to the Financial Statements

Year ended 31 December 2025

## 4 PROPERTY, PLANT AND EQUIPMENT (Cont'd)

	Others <sup>(2)</sup> \$'000	Total \$'000
<b>Company</b>		
<b>Cost</b>		
Balance at 1 January 2024	37,098	37,098
Additions	28	28
Balance at 31 December 2024	<u>37,126</u>	<u>37,126</u>
Balance at 1 January 2025 and 31 December 2025	37,126	37,126
<b>Accumulated depreciation</b>		
Balance at 1 January 2024	36,494	36,494
Depreciation for the year	379	379
Balance at 31 December 2024	<u>36,873</u>	<u>36,873</u>
Balance at 1 January 2025	36,873	36,873
Depreciation for the year	107	107
Balance at 31 December 2025	<u>36,980</u>	<u>36,980</u>
<b>Carrying amounts</b>		
At 1 January 2024	<u>604</u>	<u>604</u>
At 31 December 2024	<u>253</u>	<u>253</u>
At 31 December 2025	<u>146</u>	<u>146</u>

<sup>(1)</sup> Marine vessels include dry-docking expenditure.

<sup>(2)</sup> Others comprise motor vehicles, furniture and office equipment, utilities and fittings, and computer equipment.

<sup>(3)</sup> During the year, two marine vessels (2024: four marine vessels and office equipment) were transferred from right-of-use assets to property, plant and equipment after the purchase option was exercised.

<sup>(4)</sup> In 2024, the construction-in-progress disposed during the year relates to an incomplete floating dock sold for scrap value.

<sup>(5)</sup> In 2025 and 2024, the Group wrote off certain property, plant and equipment items from its register for assets that had been damaged, fully depreciated or obsolete.

<sup>(6)</sup> Post-combination of Seatrium Limited and Seatrium O&M in 2023, management undertook a strategic review of its business focus, operational footprint, and assets required to support its strategy of building a profitable and resilient business going forward ("Strategic Review"), and identified core assets which would bring synergies to the Group, as well as non-core assets which were found as surplus to its operations (damaged or redundant or obsolete).

### Surplus and non-core assets

Certain shipyards – local and overseas (or the cash-generating units, also the "CGU") and assets deployed in these CGUs were identified as non-core assets. Those assets would not contribute to the Group's mid to long-term business plans caused by assets duplication and changes in business strategies post-combination with Seatrium O&M; and hence resulted in "excess capacity". Those assets include damaged assets that were beyond economic repair, or the costs and effort of repairing those assets were higher than the expected benefits to be reaped; or obsolete assets that faced technical or commercial obsolescence arising from changes or improvements in projection or from a change in market demand for the product or service output of those assets.

# Notes to the Financial Statements

Year ended 31 December 2025

## 4 PROPERTY, PLANT AND EQUIPMENT (Cont'd)

### Yards identified for eventual closure

Certain yards were identified for eventual closure after concluding the specific projects that were deployed therein. Correspondingly, the Group expected a decrease in future economic benefits from limited use of those yards.

In 2025, as part of the continuous review of the Group's yard capabilities across geographical footprints alongside with business strategy and order book, there was a change in plan for the Singapore yards, whereby 1) the previously identified and written-down delayed Singapore yard ("Ex-Delayed Singapore yard") is now designated as core yard to cater to future repair and upgrade business of the Group, and 2) a previously identified core Singapore yard is now designated as a delayed yard ("New Delayed Singapore yard") as the Group looks to optimise its overseas and other Singapore yards. There were no other re-designation of overseas yards.

The recoverable amounts of these delayed yards have been individually re-estimated. The value-in-use calculation for each Delayed yard was based on cash flow projections derived from latest business plans approved by the Board. The cash flow projections cover the remaining leasehold periods through Year 2034 (when operations eventually cease to make way for return of land leases). Discount rates applied to the cash flow projections of the Singapore and overseas yards were 9.7% and 14.0%, respectively (2024: 9.8% and 13.7% respectively).

The recoverable amount of an Ex-Delayed Singapore yard was found to be above the carrying amount of non-financial assets deployed in this yard. Accordingly, a reversal of previous write-downs of \$70,281,000 (2024: \$Nil) attributable to property, plant and equipment; and \$99,723,000 (2024: \$Nil) (refer to Note 5) attributable to right-of-use assets were included in "Other operating income" in 2025's profit or loss.

Separately, the recoverable amount of a New-Delayed Singapore yard was found to be below the carrying amount of non-financial assets deployed in this yard. Accordingly, write-downs of \$40,229,000 (2024: \$Nil) attributable to property, plant and equipment and \$101,958,000 (2014: \$Nil) (refer to Note 5) attributable to right-of-use assets were charged to "Other operating expenses" in 2025's profit or loss.

<sup>(7)</sup> Refer to Note 46 for disposal of a subsidiary.

### **Climate-related**

In assessing the useful lives, residual values and impairment indicators of property, plant and equipment, management considers the potential impact of climate-related risks, including acute physical risks (such as extreme heat, rainfall, flooding and high wind events) and energy transition risks arising from adoption of lower-emission technologies.

Asset upgrades, reinforcement measures and investments to enhance asset efficiency, protect the wharfs, quays and docks from rising sea levels and support electrification form part of the Group's normal capital expenditure and maintenance programmes. The total capital expenditure incurred during the year amounts to approximately \$0.17 million. The Group expects continuous capital expenditure spending to address these climate-related risks that affect its property, plant and equipment.

Capital expenditure has been set aside for assets upgrades and reinforcement for extreme weather conditions. \$3.04 million of investments in assets for lower emission are also included in the budget. These approved capital expenditure have been considered for goodwill impairment testing (refer to Note 13).

# Notes to the Financial Statements

Year ended 31 December 2025

## 5 RIGHT-OF-USE ASSETS AND LEASES

### As a lessee

The Group leases assets including land and buildings and tugboats. Information about leases for which the Group is a lessee is presented below.

Right-of-use assets	Land and buildings <sup>(1)</sup> \$'000	Marine vessels <sup>(2)</sup> \$'000	Plant and machinery \$'000	Others <sup>(3)</sup> \$'000	Total \$'000
<b>Group</b>					
Balance at 1 January 2024	595,960	31,724	164	821	628,669
Translation adjustments	(15,236)	(31)	(1)	8	(15,260)
Additions during the year	23,439	59	–	66	23,564
Depreciation charge for the year	(70,982)	(3,035)	(104)	(672)	(74,793)
Remeasurement adjustments	(1,792)	–	–	–	(1,792)
Transfer to other category of assets <sup>(4)</sup>	–	(17,538)	–	–	(17,538)
Termination of lease	(3,192)	–	–	–	(3,192)
Balance at 31 December 2024	528,197	11,179	59	223	539,658
Balance at 1 January 2025	528,197	11,179	59	223	539,658
Translation adjustments	2,528	(5)	(1)	5	2,527
Additions during the year	14,183	79	–	663	14,925
Depreciation charge for the year	(70,340)	(1,103)	(58)	(244)	(71,745)
Transfer to other category of assets <sup>(4)</sup>	–	(9,368)	–	–	(9,368)
Write-off	–	(55)	–	(2)	(57)
Reversal of write-down <sup>(5)</sup>	99,723	–	–	–	99,723
Write-down <sup>(5)</sup>	(101,958)	–	–	–	(101,958)
Balance at 31 December 2025	472,333	727	–	645	473,705
				Others <sup>(3)</sup> \$'000	Total \$'000

### Company

Balance at 1 January 2024	266	266
Depreciation charge for the year	(266)	(266)
Balance at 31 December 2024	–	–
Balance at 1 January 2025 and 31 December 2025	–	–

<sup>(1)</sup> The leases for land and buildings typically run for a period of 1 to 30 years with option to renew for an additional period of the same duration after the end of the contract term. The Group has determined that it is reasonably certain to exercise the extension option for certain leases.

<sup>(2)</sup> The Group leases tugboats with lease terms of 8 years, with option to purchase at the end of the lease term. The Group has determined that it is reasonably certain to exercise the purchase option.

<sup>(3)</sup> Others comprise furniture and office equipment.

<sup>(4)</sup> During the year, two (2024: four) marine vessels were transferred to property, plant and equipment after the purchase option was exercised at the end of lease term.

<sup>(5)</sup> During the year, there were (i) reversal of previous write-downs of \$99,723,000 (2024: \$Nil) relating to an Ex-Delayed Singapore yard, which was offset with (ii) additional write-down of \$101,958,000 (2024: \$Nil) relating to a New-delayed Singapore yard (refer to Note 4).

# Notes to the Financial Statements

Year ended 31 December 2025

## 5 RIGHT-OF-USE ASSETS AND LEASES (Cont'd)

### As a lessee (Cont'd)

During the year, there were additional provision for restoration costs towards right-of-use assets of \$3,749,000 (2024: \$Nil).

	2025 \$'000	2024 \$'000
<b>Group</b>		
<b>Amounts recognised in profit or loss</b>		
Interest on lease liabilities	26,203	29,195
Expenses relating to short-term leases	3,251	3,843
Expenses relating to leases of low-value assets, excluding short-term leases of low-value assets	5,777	1,148
<b>Amounts recognised in the statement of cash flows</b>		
Total cash outflow for leases	64,290	73,293

### Extension options

Some leases contain extension options exercisable by the Group before the end of the non-cancellable contract period. The extension options held are exercisable by the Group and not by the lessors. The Group assesses at lease commencement date whether it is reasonably certain to exercise the options. The Group reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant changes in circumstances within its control.

Except for leases where extension options have been assessed as reasonably certain and therefore included in the measurement of the lease term, there were no other leases with extension options.

### As a lessor

The Group leases out its marine vessels and has classified these arrangements as operating leases, because they do not transfer substantially all risks and rewards incidental to ownership of the vessels.

The table below sets out the maturity analysis of lease payments, showing the undiscounted lease payments to be received after the reporting date:

	2025 \$'000	2024 \$'000
Within 1 year	49,268	56,944
Between 1 to 5 years	89,763	145,245
	139,031	202,189

# Notes to the Financial Statements

Year ended 31 December 2025

## 6 INVESTMENT PROPERTIES

	Owned assets \$'000	Right-of-use assets \$'000	Total \$'000
<b>Company</b>			
<b>Cost</b>			
Balance at 1 January 2024	9,971	183,364	193,335
Disposals	(156)	–	(156)
Reclassification to assets held for sale	(472)	–	(472)
Balance at 31 December 2024 and 31 December 2025	<u>9,343</u>	<u>183,364</u>	<u>192,707</u>
<b>Accumulated depreciation</b>			
Balance at 1 January 2024	7,498	183,364	190,862
Depreciation for the year	1,308	–	1,308
Disposals	(80)	–	(80)
Reclassification to assets held for sale	(245)	–	(245)
Balance at 31 December 2024	<u>8,481</u>	<u>183,364</u>	<u>191,845</u>
Depreciation for the year	862	–	862
Balance at 31 December 2025	<u>9,343</u>	<u>183,364</u>	<u>192,707</u>
<b>Carrying amounts</b>			
At 1 January 2024	<u>2,473</u>	–	<u>2,473</u>
At 31 December 2024	<u>862</u>	–	<u>862</u>
At 31 December 2025	<u>–</u>	–	<u>–</u>

Investment properties held by the Company comprise owned assets and land leases held as right-of-use assets. They are leased to group entities in carrying out the Group's principal activities and are accordingly, reclassified as property, plant and equipment and right-of-use assets at Group.

The following amounts are recognised in profit or loss:

	Company	
	2025 \$'000	2024 \$'000
Rental income	900	1,675
Operating expenses arising from rental of investment properties	<u>(41)</u>	<u>(1,303)</u>

## 7 INVESTMENTS IN SUBSIDIARIES

	Company	
	2025 \$'000	2024 \$'000
<b>Unquoted shares, at cost</b>		
Balance at 1 January	8,959,228	8,227,199
Add: capital injection	929,030	720,186
Add: cost of share-based payment issued to employees of subsidiaries	27,354	11,843
Balance at 31 December	<u>9,915,612</u>	<u>8,959,228</u>

Details of the Company's subsidiaries are set out in Note 44. Investments in subsidiaries were tested for impairment and described in Note 43.

# Notes to the Financial Statements

Year ended 31 December 2025

## 8 INTERESTS IN ASSOCIATES AND JOINT VENTURES

	Group	
	2025 \$'000	2024 \$'000
Interests in associates	209,478	193,525
Less: allowance for impairment loss	(8,593)	(20,491)
	<u>200,885</u>	<u>173,034</u>
Interests in joint ventures	7,176	18,922
	<u>208,061</u>	<u>191,956</u>

In 2025, the Group received dividends of \$1,526,000 (2024: \$5,371,000) from its investments in associates and joint ventures.

### Associates

The Group has a number of associates that are individually immaterial to the Group. All are equity accounted. Summarised financial information of associates presented in aggregate, representing the Group's share, is as follows:

	2025 \$'000	2024 \$'000
<b>Carrying amount</b>	<u>200,885</u>	<u>173,034</u>
Profit for the year	28,846	25,400
Other comprehensive income	6,525	(2,262)
<b>Total comprehensive income</b>	<u>35,371</u>	<u>23,138</u>

### Joint ventures

The Group has a number of joint ventures that are individually immaterial to the Group. All are equity accounted. Summarised financial information of joint ventures presented in aggregate, representing the Group's share, is as follows:

	2025 \$'000	2024 \$'000
<b>Carrying amount</b>	<u>7,176</u>	<u>18,922</u>
Profit/(loss) for the year	1,956	(5,217)
Other comprehensive income	182	(273)
<b>Total comprehensive income</b>	<u>2,138</u>	<u>(5,490)</u>

# Notes to the Financial Statements

Year ended 31 December 2025

## 9 OTHER FINANCIAL ASSETS

	Group	
	2025	2024
	\$'000	\$'000
<b>(a) Non-current assets</b>		
Financial assets at fair value through other comprehensive income:		
– Unquoted equity shares	21,044	29,899
Cash flow hedges:		
– Forward foreign currency contracts	47,332	12,430
	<u>68,376</u>	<u>42,329</u>
<b>(b) Current assets</b>		
Financial assets at fair value through other comprehensive income:		
– Quoted equity shares	1,136	705
Cash flow hedges:		
– Forward foreign currency contracts	119,407	15,051
Financial assets at fair value through profit or loss:		
– Forward foreign currency contracts	647	–
	<u>121,190</u>	<u>15,756</u>

# Notes to the Financial Statements

Year ended 31 December 2025

## 10 TRADE AND OTHER RECEIVABLES

Group	Note	2025		2024	
		Non-current \$'000	Current \$'000	Non-current \$'000	Current \$'000
			Total \$'000		Total \$'000
<b>Group</b>					
Trade receivables		–	857,131	–	1,543,446
Loan receivables	(a)	94,775	270,623	280,858	441,886
Amounts due from related parties	11	–	15,202	16,000	42,140
Staff loans	(b)	46	575	42	106
Interest receivable		–	585	–	6,001
Deposits		–	11,442	–	8,653
Sundry receivables	(c)	30,361	105,361	23,496	83,283
Unbilled receivables		–	62,104	–	63,315
Recoverables		–	42,350	–	32,850
		125,182	1,240,191	320,396	1,901,284
Loss allowance		(704)	(30,468)	(1,123)	(36,316)
Financial assets at amortised cost		124,478	1,209,723	319,273	2,185,364
Prepayments and advances	1	1	686,238	14	482,088
GST refundable		–	108,550	–	62,273
		124,479	2,004,511	319,287	2,410,452
					2,729,739
<b>Company</b>					
Amounts due from related parties	11	497,066	366,111	17,600	1,601,861
Staff loans		–	–	–	2
Deposits		–	377	–	138
Recoverable		–	3	–	2
		497,066	366,491	17,600	1,602,003
Loss allowance		(17,600)	(17,600)	(17,600)	(17,600)
Financial assets at amortised cost		479,466	366,491	–	1,602,003
Prepayments and advances		–	6,272	–	5,012
GST refundable		–	–	–	160
		479,466	372,763	–	1,607,175

# Notes to the Financial Statements

Year ended 31 December 2025

## 10 TRADE AND OTHER RECEIVABLES (Cont'd)

### (a) Loan receivables

These receivables were loans extended to a customer, after partial payment made on delivery of vessels. Under a restructured loan agreement, repayment is settled on quarterly instalment basis with accrued interest for five years from delivery dates. The loan receivable of \$206,016,000 (2024: \$347,998,000) is therefore secured on the completed project assets delivered and \$64,607,000 (2024: \$93,888,000) is unsecured. Both bear fixed interest at 4.5% (2024: 4.5%) per annum, priced at inception of the restructured loan arrangement, and are repayable up to 2027.

### (b) Staff loans

Staff loans are unsecured and bear interest rates ranging from at 8% to 10% (2024: 8% to 10%) per annum.

### (c) Sundry receivables

Sundry receivables represent mainly tax refundable recorded by overseas entities of \$60,630,000 (2024: \$42,999,000) and miscellaneous receivables of \$44,731,000 (2024: \$40,284,000).

The impairment losses are as follows:

	2025			2024		
	Gross \$'000	Impairment \$'000	Total \$'000	Gross \$'000	Impairment \$'000	Total \$'000
<b>Group</b>						
Trade receivables	857,131	(13,663)	843,468	1,543,446	(17,099)	1,526,347
Loan receivables	270,623	(704)	269,919	441,886	(1,123)	440,763
Amounts due from related parties	15,202	(14,436)	766	42,140	(15,848)	26,292
Sundry receivables	105,361	(2,369)	102,992	83,283	(2,246)	81,037
	<u>1,248,317</u>	<u>(31,172)</u>	<u>1,217,145</u>	<u>2,110,755</u>	<u>(36,316)</u>	<u>2,074,439</u>

The Group's and the Company's exposure to credit and currency risks for trade and other receivables are disclosed in Note 40.

## 11 AMOUNTS DUE FROM RELATED PARTIES

	Note	Associates and joint ventures		Related companies		Total	
		2025 \$'000	2024 \$'000	2025 \$'000	2024 \$'000	2025 \$'000	2024 \$'000
<b>Group</b>							
Amounts due from (net of loss allowance):							
– Trade	(a)	440	9,908	321	377	761	10,285
– Non-trade	(b)	5	7	–	–	5	7
– Loans and advances	(c)	–	16,000	–	–	–	16,000
		<u>445</u>	<u>25,915</u>	<u>321</u>	<u>377</u>	<u>766</u>	<u>26,292</u>
Amount due within 1 year (net of loss allowance)		(445)	(9,915)	(321)	(377)	(766)	(10,292)
	10	<u>–</u>	<u>16,000</u>	<u>–</u>	<u>–</u>	<u>–</u>	<u>16,000</u>

# Notes to the Financial Statements

Year ended 31 December 2025

## 11 AMOUNTS DUE FROM RELATED PARTIES (Cont'd)

	Note	Subsidiaries	
		2025 \$'000	2024 \$'000
<b>Company</b>			
Amounts due from (net of loss allowance):			
– Trade	(a)	31,325	68,505
– Non-trade	(b)	134,786	181,940
– Loans and advances	(c)	679,466	1,351,416
		845,577	1,601,861
Amount due within 1 year (net of loss allowance)		(366,111)	(1,601,861)
	10	479,466	–

- (a) The trade amounts due from related parties are unsecured, repayable on demand and interest-free.
- (b) The non-trade amounts due from related parties comprise mainly payments made on their behalf which are unsecured, repayable on demand and interest-free.
- (c) At the Group level, there were no outstanding loans to joint ventures as at FY2025 (2024: \$16,000,000). The loan outstanding as at FY2024 was unsecured and bore interest at rates ranging from 9.49% to 11.02% per annum. The loan was fully settled during the year.

At the Company level, the current outstanding loans and advances mainly relate to loans to subsidiaries of \$679,466,000 (2024: \$1,351,416,000). All loans and advances are unsecured. Of these loans, \$200,000,000 (2024: \$1,351,416,000) is repayable within one year and \$479,466,000 (2024: \$Nil) is repayable after one year. The loans comprise an interest-bearing portion of \$679,466,000 (2024: \$679,466,000), with interest rates ranging from 3.39% to 4.52% (2024: 4.89% to 5.20%) per annum; and a non-interest-bearing portion of \$671,950,000 applicable only to the comparative.

## 12 CONTRACT ASSETS

The contract assets mainly relate to the Group's rights to consideration for milestones work continuously transferred to customers under terms of long-term contracts for ship and rig building, conversion and repair & upgrades. Upon billing, the contract assets are transferred to trade receivables.

Significant changes in the contract assets balances during the year are as follows:

	2025 \$'000	2024 \$'000
Transfer from contract assets recognised at the beginning of the year to receivables	(2,855,465)	(2,395,018)
Recognition of revenue, net of sums recognised in receivables	4,231,212	3,344,525
Acquisitions through business combinations	–	850

# Notes to the Financial Statements

Year ended 31 December 2025

## 13 INTANGIBLE ASSETS

	Goodwill \$'000	Customer relationships and contracts \$'000	Club memberships \$'000	Intellectual property rights \$'000	Designs under development \$'000	Total \$'000
<b>Group</b>						
<b>Cost</b>						
Balance at 1 January 2024	3,830,400	452,241	601	350,663	7,394	4,641,299
Translation adjustments	(625)	–	–	579	–	(46)
Additions	261	–	–	–	1,283	1,544
Balance at 31 December 2024	<u>3,830,036</u>	<u>452,241</u>	<u>601</u>	<u>351,242</u>	<u>8,677</u>	<u>4,642,797</u>
Balance at 1 January 2025	3,830,036	452,241	601	351,242	8,677	4,642,797
Translation adjustments	–	–	–	66	–	66
Additions	–	–	–	–	923	923
Reclassifications	–	–	–	673	(673)	–
Balance at 31 December 2025	<u>3,830,036</u>	<u>452,241</u>	<u>601</u>	<u>351,981</u>	<u>8,927</u>	<u>4,643,786</u>
<b>Accumulated amortisation and impairment losses</b>						
Balance at 1 January 2024	8,279	111,113	468	306,056	–	425,916
Translation adjustments	–	–	–	(79)	–	(79)
Amortisation for the year	–	135,783	–	5,108	–	140,891
Balance at 31 December 2024	<u>8,279</u>	<u>246,896</u>	<u>468</u>	<u>311,085</u>	<u>–</u>	<u>566,728</u>
Balance at 1 January 2025	8,279	246,896	468	311,085	–	566,728
Translation adjustments	–	–	–	66	–	66
Amortisation for the year	–	92,428	–	5,170	–	97,598
Balance at 31 December 2025	<u>8,279</u>	<u>339,324</u>	<u>468</u>	<u>316,321</u>	<u>–</u>	<u>664,392</u>
<b>Carrying amounts</b>						
At 1 January 2024	<u>3,822,121</u>	<u>341,128</u>	<u>133</u>	<u>44,607</u>	<u>7,394</u>	<u>4,215,383</u>
At 31 December 2024	<u>3,821,757</u>	<u>205,345</u>	<u>133</u>	<u>40,157</u>	<u>8,677</u>	<u>4,076,069</u>
At 31 December 2025	<u>3,821,757</u>	<u>112,917</u>	<u>133</u>	<u>35,660</u>	<u>8,927</u>	<u>3,979,394</u>

	Club memberships	
	2025 \$'000	2024 \$'000

### Company

#### Cost

Balance at 1 January and 31 December	601	601
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#### Accumulated impairment losses

Balance at 1 January and 31 December	468	468
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#### Carrying amounts

At 1 January and 31 December	133	133
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# Notes to the Financial Statements

Year ended 31 December 2025

## 13 INTANGIBLE ASSETS (Cont'd)

### *Amortisation*

Of the amortisation expense of intangible assets, \$97,598,000 (2024: \$140,888,000) is charged to cost of sales.

### **Goodwill**

In 2023, the Group recognised goodwill of \$3,816,181,000 on acquisition of Seatrium Offshore & Marine Limited.

Goodwill recognised is allocated to groups of Operating CGUs within the Group's rigs & floaters, repairs & upgrades, offshore platforms and specialised shipbuilding operating segment. The goodwill reflects the synergies created by having these Operating CGUs integrated as one economic unit. Please refer to Note 43 for details.

### **Customer relationships and contracts**

Customer relationships and contracts were recognised by the Group on acquisition of Seatrium Offshore & Marine Limited and continue to be carried at their respective amounts in these financial statements.

### **Intellectual property rights**

Intellectual property rights relate to internally developed engineering designs and acquired patents for the Jurong Espadon Drillship, Satellite Services Platform offshore designs, re-deployable modularised LNG and LPG solutions, and geostationary cylindrical hull design.

### **Climate-related**

The Group undertakes research and development activities to support technology enhancement and new energy solutions, including lower-emission technologies. In assessing the recognition, useful lives and recoverability of intangible assets arising from such activities, management considers technical feasibility, expected future economic benefits and market demand.

The Group invested \$1.35 million in energy transition businesses during the year, including \$0.74 million in technology and new product development, and \$0.61 million in IP maintenance and registration. \$0.43 million was capitalised as development costs in intangible assets, and \$0.92 million was expensed off during the year.

# Notes to the Financial Statements

Year ended 31 December 2025

## 14 DEFERRED TAX ASSETS AND LIABILITIES

Group	At 1 January 2024 \$'000	Recognised in profit or loss (Note 33) \$'000	Recognised in other comprehensive income (Note 34) \$'000	Translation adjustments/ Others \$'000	At 31 December 2024 \$'000	Recognised in profit or loss (Note 33) \$'000	Recognised in other comprehensive income (Note 34) \$'000	Translation adjustments/ Others \$'000	At 31 December 2025 \$'000
<b>Deferred tax liabilities</b>									
Property, plant and equipment	68,754	(15,825)	-	-	52,929	88,962	-	(71)	141,820
Right-of-use assets	80,932	(5,206)	-	(11)	75,715	(12,399)	-	(35)	63,281
Trade and other receivables	7,903	(601)	-	(15)	7,287	6,276	-	74	13,637
Other financial assets	6,081	(1,158)	(4,160)	239	1,002	-	18,375	625	20,002
Intangible assets	59,384	(18,262)	-	(1)	41,121	(16,437)	-	(1)	24,683
Lease liabilities	7,435	(395)	-	(1,276)	5,764	(6,026)	-	262	-
Other items	-	647	-	-	647	(646)	-	-	1
	230,489	(40,800)	(4,160)	(1,064)	184,465	59,730	18,375	854	263,424
<b>Deferred tax assets</b>									
Property, plant and equipment	(17,920)	2,270	-	20	(15,630)	13,885	-	36	(1,709)
Right-of-use assets	(5,461)	(35)	-	13	(5,483)	5,479	-	4	-
Trade and other receivables	(726)	705	-	1	(20)	(9)	-	-	(29)
Trade and other payables	(1,600)	(1,887)	-	2	(3,485)	1,733	-	1	(1,751)
Unutilised tax losses, capital and investment allowances	(154,408)	(46,207)	-	5,009	(195,606)	8,780	-	(1,403)	(188,229)
Provisions	(90,629)	34,286	-	175	(56,168)	25,613	-	3,288	(27,267)
Other financial liabilities	(344)	6	(12,210)	16	(12,532)	320	10,470	2	(1,740)
Lease liabilities	(69,759)	(2,706)	-	6	(72,459)	8,743	-	37	(63,679)
Other items	(11,295)	5,074	-	10	(6,211)	(320)	-	29	(6,502)
	(352,142)	(8,494)	(12,210)	5,252	(367,594)	64,224	10,470	1,994	(290,906)
<b>Net deferred tax (assets)/ liabilities</b>	<b>(121,653)</b>	<b>(49,294)</b>	<b>(16,370)</b>	<b>4,188</b>	<b>(183,129)</b>	<b>123,954</b>	<b>28,845</b>	<b>2,848</b>	<b>(27,482)</b>
<b>Company</b>									
<b>Deferred tax liabilities</b>									
Property, plant and equipment	103	(65)	-	-	38	(17)	-	-	21
Right-of-use assets	45	(45)	-	-	-	-	-	-	-
	148	(110)	-	-	38	(17)	-	-	21
<b>Deferred tax assets</b>									
Provisions	(26,497)	26,497	-	-	-	-	-	-	-
	(26,497)	26,497	-	-	-	-	-	-	-
<b>Net deferred tax (assets)/ liabilities</b>	<b>(26,349)</b>	<b>26,387</b>	<b>-</b>	<b>-</b>	<b>38</b>	<b>(17)</b>	<b>-</b>	<b>-</b>	<b>21</b>

# Notes to the Financial Statements

Year ended 31 December 2025

## 14 DEFERRED TAX ASSETS AND LIABILITIES (Cont'd)

Deferred tax liabilities and assets are set off when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred taxes relate to the same taxation authority. The amounts determined after appropriate offsetting included in the balance sheets are as follows:

	Group		Company	
	2025 \$'000	2024 \$'000	2025 \$'000	2024 \$'000
Deferred tax liabilities	104,702	68,706	21	38
Deferred tax assets	(132,184)	(251,835)	–	–
	<u>(27,482)</u>	<u>(183,129)</u>	<u>21</u>	<u>38</u>

As at 31 December 2025, a deferred tax liability of \$14,460,000 (2024: \$15,650,000) arising from undistributed retained earnings of overseas subsidiaries of \$120,927,000 (2024: \$129,709,000) has not been recognised because the Group controls the dividend policy.

Set out below presents the unrecognised deferred tax assets by nature of items.

	Group	
	2025 \$'000	2024 \$'000
Deductible temporary differences	222,142	164,473
Tax losses	2,532,808	2,455,294
Unutilised capital allowances	277,355	279,370
	<u>3,032,305</u>	<u>2,899,137</u>

The deductible temporary differences, carry-forward tax losses and capital allowances do not expire under current tax legislations.

No deferred tax assets have been recognised due to the following circumstances:

- Where they qualify for offset against tax liabilities of member companies within the Group under the Loss Transfer System of Group Relief but terms of transfer have not been agreed; and
- Where it is uncertain that future taxable profit, subject to tax provisions and agreement by the relevant tax authorities of various jurisdictions that subsidiaries of the Group can utilise the carry-forward tax benefits.

The recognition of such deferred tax assets is premised on Group's ability to generate future taxable profits in the foreseeable future against which the deferred tax assets will be utilised. The Group has subsidiaries generating taxable profits to utilise these tax losses and credits. The Group has relied on the financial forecast of these subsidiaries but forecasts are however subject to estimation uncertainties.

Information about the sources of estimation uncertainty are disclosed in Note 43(b).

# Notes to the Financial Statements

Year ended 31 December 2025

## 15 INVENTORIES

	Group	
	2025	2024
	\$'000	\$'000
Raw materials	289,749	208,677
Finished goods	21,265	23,673
	<u>311,014</u>	<u>232,350</u>

In 2025, raw materials and changes in finished goods included as cost of sales amounted to \$2,410,801,000 (2024: \$3,362,675,000). During the year, there was a net write-down of inventories to net realisable value of \$3,072,000 (2024: net write-back of \$295,000) relating to raw materials, included in cost of sales.

### Climate-related

The Group diversifies its suppliers' base to explore more materials manufactured under lower carbon emission costs; and therefore, material price escalation is expected. The increase in material costs is not expected to materially affect the Group's performance and impairment testing as such cost escalations are generally passed on to customers.

## 16 CONTRACT COSTS

	Group	
	2025	2024
	\$'000	\$'000
Contract costs		
– Costs to obtain and fulfil contracts	<u>2,302</u>	<u>1,587</u>

Under SFRS(I) 15, costs incurred relating to contracts with customers have been capitalised for future performance obligations. These costs are recoverable and amortised to profit or loss when related revenue is recognised. An amortisation of \$17,000 (2024: \$56,059,000) was charged to profit or loss.

## 17 ASSETS HELD FOR SALE

	Group		Company	
	2025	2024	2025	2024
	\$'000	\$'000	\$'000	\$'000
Property, plant and equipment	<u>–</u>	<u>227</u>	<u>–</u>	<u>227</u>

## 18 CASH AND CASH EQUIVALENTS

	Note	Group		Company	
		2025	2024	2025	2024
		\$'000	\$'000	\$'000	\$'000
Fixed deposits	(a)	899,680	1,374,590	20,000	10,000
Cash and bank balances	(b)	908,483	566,965	2,503	16,879
Cash and cash equivalents		<u>1,808,163</u>	<u>1,941,555</u>	<u>22,503</u>	<u>26,879</u>

# Notes to the Financial Statements

Year ended 31 December 2025

## 18 CASH AND CASH EQUIVALENTS (Cont'd)

- (a) Fixed deposits with local and overseas banks of the Group earned interest at rates ranging from 0.13% to 14.90% (2024: 0.13% to 12.20%) per annum. In 2025, fixed deposits with local banks of the Company earn interest at the rate of 1.15% (2024: 2.35%) per annum.
- (b) Of the Group's cash and bank balances, \$38,526,000 (2024: \$25,005,000) and \$8,935,000 (2024: \$25,005,000) were held with banks under separate cash pooling arrangements centrally managed by the Group and the Company respectively.

During the year, the cash pooling balances earned interest rates ranging from 0.25% to 2.55% per annum (2024: 0.57% to 3.40%) for the Group and 0.25% to 0.57% per annum (2024: 0.57% to 3.40%) for the Company, which are also the effective interest rates.

The remaining bank balances earned interest at floating daily deposit rates of up to 4.80% per annum (2024: up to 5.15%) for the Group and up to 2.55% per annum (2024: up to 3.50%) for the Company, which are also the effective interest rates.

## 19 TRADE AND OTHER PAYABLES

	Note	Group		Company	
		2025 \$'000	2024 \$'000	2025 \$'000	2024 \$'000
<b>(a) Current liabilities</b>					
Trade and accrued payables <sup>(1)</sup>		6,189,486	4,584,392	9,624	10,762
Amounts due to related parties					
– Trade	20	16,977	6,314	170,715	141,118
		<u>6,206,463</u>	<u>4,590,706</u>	<u>180,339</u>	<u>151,880</u>
Deposits received		99,930	37,727	–	32
GST payables		2,349	2,385	11	–
Interest payable		9,945	20,180	–	–
Other creditors		94,537	72,165	50	49
Deferred grant income		2,152	2,615	–	–
Accrued capital expenditure		1,331	998	–	–
Amounts due to related parties					
– Non-trade	20	–	56	25,798	35,933
		<u>210,244</u>	<u>136,126</u>	<u>25,859</u>	<u>36,014</u>
<b>Total</b>		<u>6,416,707</u>	<u>4,726,832</u>	<u>206,198</u>	<u>187,894</u>
<b>(b) Non-current liabilities</b>					
Other long-term payables <sup>(2)</sup>		<u>3,466</u>	<u>1,290</u>	–	–

<sup>(1)</sup> An assumption of liabilities of \$11,000,000 for and on behalf of a joint venture was extinguished in prior year.

<sup>(2)</sup> Other long-term payables include deferred grant income from governments.

The Group's and Company's exposure to currency and liquidity risks related to trade and other payables are disclosed in Note 40.

# Notes to the Financial Statements

Year ended 31 December 2025

## 20 AMOUNTS DUE TO RELATED PARTIES

	Note	Associates and joint ventures		Related companies		Total	
		2025 \$'000	2024 \$'000	2025 \$'000	2024 \$'000	2025 \$'000	2024 \$'000
<b>Group</b>							
Amounts due to:							
– Trade	19	16,065	3,213	912	3,101	16,977	6,314
– Non-trade	19	–	56	–	–	–	56
		<u>16,065</u>	<u>3,269</u>	<u>912</u>	<u>3,101</u>	<u>16,977</u>	<u>6,370</u>

	Note	Subsidiaries	
		2025 \$'000	2024 \$'000
<b>Company</b>			
Amounts due to:			
– Trade	19	170,715	141,118
– Non-trade	19	25,798	35,933
		<u>196,513</u>	<u>177,051</u>

The trade and non-trade amounts due to related parties are unsecured, repayable on demand and interest-free.

## 21 CONTRACT LIABILITIES

	Group	
	2025 \$'000	2024 \$'000
<b>Current liabilities</b>		
Contract liabilities	<u>655,059</u>	<u>1,635,097</u>

The contract liabilities primarily relate to advances received from customers for which revenue is materially recognised over time.

Significant changes in the contract liabilities balances during the year are as follows:

	2025 \$'000	2024 \$'000
Revenue recognised that was included in contract liabilities balance at beginning of the year	(1,587,976)	(404,201)
Increases due to cash received, excluding amounts recognised as revenue during the year	<u>608,728</u>	<u>1,644,957</u>

# Notes to the Financial Statements

Year ended 31 December 2025

## 22 PROVISIONS

	Retirement gratuities \$'000	Warranty \$'000	Restoration costs \$'000	Onerous contract \$'000	Legal \$'000	Total \$'000
<b>Group</b>						
Balance at 1 January 2024	2,375	73,389	792,126	103,136	571,697	1,542,723
Translation adjustments	(94)	(56)	(1,921)	572	(50)	(1,549)
Provision made during the year	638	36,534	–	135,857	343	173,372
Provision reversed during the year	(504)	(26,888)	(12,526)	(22,695)	(82,430)	(145,043)
Provision utilised during the year	(71)	(12,150)	(85,043)	(147,292)	(11,073)	(255,629)
Unwind of discount on restoration costs	–	–	21,672	–	–	21,672
Reclassification from trade and other payables	–	–	(1,775)	–	(270)	(2,045)
Balance at 31 December 2024	2,344	70,829	712,533	69,578	478,217	1,333,501
Provisions due:						
– within 1 year	680	70,829	125,914	69,578	478,217	745,218
– after 1 year but within 5 years	443	–	14,487	–	–	14,930
– after 5 years	1,221	–	572,132	–	–	573,353
	2,344	70,829	712,533	69,578	478,217	1,333,501
Balance at 1 January 2025	2,344	70,829	712,533	69,578	478,217	1,333,501
Translation adjustments	(112)	(147)	(461)	904	3,049	3,233
Provision made during the year	264	4,916	72,431	151,940	7,648	237,199
Provision reversed during the year	(124)	(22,210)	(17,356)	(12,601)	(14,046)	(66,337)
Provision utilised during the year	(25)	(36,196)	(102,925)	(193,351)	(317,147)	(649,644)
Unwind of discount on restoration costs	–	–	18,739	–	–	18,739
Reclassification from trade and other payables	8,919	13,452	–	12,859	3,355	38,585
Balance at 31 December 2025	11,266	30,644	682,961	29,329	161,076	915,276
Provisions due:						
– within 1 year	784	30,644	35,828	29,329	161,076	257,661
– after 1 year but within 5 years	3,265	–	11,926	–	–	15,191
– after 5 years	7,217	–	635,207	–	–	642,424
	11,266	30,644	682,961	29,329	161,076	915,276
	Restoration costs		Legal		Total	
	2025	2024	2025	2024	2025	2024
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<b>Company</b>						
Balance at 1 January	82,790	155,863	–	82,430	82,790	238,293
Provision reversed during the year	(11,675)	(7,726)	–	(82,430)	(11,675)	(90,156)
Provision utilised during the year	(65,647)	(69,283)	–	–	(65,647)	(69,283)
Unwind of discount on restoration costs	1,225	3,936	–	–	1,225	3,936
Balance at 31 December	6,693	82,790	–	–	6,693	82,790
Provisions due:						
– within 1 year	6,693	82,790	–	–	6,693	82,790
	6,693	82,790	–	–	6,693	82,790

# Notes to the Financial Statements

Year ended 31 December 2025

## 22 PROVISIONS (Cont'd)

### Warranty

Provision for warranties relates to contracts with period warranty terms. The warranty cost was estimated from historical warranty data associated with similar projects and adjusted by weighting all possible outcomes by their associated probabilities.

### Restoration costs

Restoration costs relate to cost of dismantling and removing assets and restoring the premises to the original condition as stipulated in the operating lease agreements. The Group expects to incur the liability upon termination of the land leases.

### Legal

(i) Arising from the business combination of Sembcorp Marine Ltd and Keppel Offshore & Marine Ltd in 2023, the Group assumed certain potential claims relating to a rig contract, also referred to as P-52. The original contract value was adjusted for cost escalations. The validity of the contract value adjustments was subsequently challenged by the Brazilian Federal Court of Accounts, the Tribunal de Contas da União (“TCU”). The arbitration hearing for P-52 contract is scheduled sometime in 1H2026.

### (ii) Legal claim

In February 2024, the Company reached in-principle settlement agreements with the Brazilian authorities in relation to the Operation Car Wash investigations where the Company agreed in principle to a settlement payment totalling BRL670,699,731.73.

In March 2024, also in relation to the Operation Car Wash, the Company agreed to enter into a deferred prosecution agreement (the “DPA”) with the Singapore authorities.

For the financial years ended 31 December 2023 (“FY2023”) and 31 December 2024 (“FY2024”), the Company made provisions of S\$182,430,000 and S\$76,500,000 for the Brazilian in-principle settlement amount and the financial penalty to the Singapore authorities respectively.

In June 2024, the Monetary Authority of Singapore (“MAS”) and the Commercial Affairs Department (“CAD”) informed that they were conducting a joint investigation into offences potentially committed by the former Sembcorp Marine Ltd (“SCM”) and/or its officers in connection with Operation Car Wash.

In July 2025, the Company signed leniency agreements with the Public Prosecutor’s Office in Brazil (the “MPF”) and with the Brazilian Attorney-General’s Office (the “AGU”) and the Comptroller General of the Union (“CGU”) in relation to the Operation Car Wash investigations. Under the terms of the Brazilian leniency agreements with MPF and AGU/CGU, the Company made final settlement payments totalling BRL728,933,258.58<sup>(1)</sup> (equivalent to approximately S\$168,384,000) inclusive of inflationary adjustments.

In July 2025, the Company also signed the DPA with the Singapore authorities. The DPA is subject to the approval of the General Division of the High Court in Singapore. Under the terms of the DPA, the Company is required to pay a financial penalty of US\$110,000,000. The Attorney-General’s Chambers (“AGC”) has agreed for up to a maximum of US\$53,000,000 of the payments made to the Brazilian authorities to be credited against the financial penalty. Accordingly, the expected amount payable by the Company to the Singapore authorities under the DPA is US\$57,000,000 (equivalent to approximately S\$73,302,000<sup>(2)</sup>).

In addition, MAS and CAD have informed the Company that they have concluded their joint investigations into potential offences under the Securities and Futures Act 2001, the Corruption, Drug Trafficking and Other Serious Crimes (Confiscation of Benefits) Act 1992, and all previous versions of the said Acts and no action will be taken against the Company and/or its officers.

# Notes to the Financial Statements

Year ended 31 December 2025

## 22 PROVISIONS (Cont'd)

### Legal (Cont'd)

#### (ii) Legal claim (Cont'd)

For the financial year ended 31 December 2025, the Company has reversed a provision of S\$14,046,000, following the finalised agreements reached with the Brazilian and Singapore authorities to take into account the settlement sums and financial penalty and other related expenses incurred.

<sup>(1)</sup> On 26 February 2024, the Company announced that it had agreed in-principle to a settlement payment totalling BRL670,699,731.73, subject to both inflation and currency adjustment until the date of the Company's payment of the settlement amount. The agreed settlement payment totalling BRL728,933,258.58 takes into account an adjustment for inflation from 26 February 2024. The S\$ equivalent is based on a BRL:S\$ conversion rate of BRL1.00=S\$0.231.

<sup>(2)</sup> Conversion between US\$ and S\$ is based on US\$1.00=S\$1.286.

#### (iii) Corporate claim

Pursuant to the merger of the Company (formerly known as Sembcorp Marine or "SCM") and Keppel Offshore & Marine Ltd in February 2023, the parties agreed that for a period of up to 24 months from the completion of the merger, SCM would indemnify Keppel Corporation Ltd ("KCL") for losses incurred by SCM in respect of SCM's discussions with the Brazilian authorities on the Car Wash investigations, subject to certain minimum and maximum amounts. Accordingly, the Company made a provision of S\$82.4 million for the indemnity for the financial year ended 31 December 2023, and made an announcement explaining this provision on 26 February 2024.

The agreements with the Brazilian authorities were expected to be finalised and signed within a period of 3 months from the 26 February 2024 announcement and in any event, by the end of the financial year ended 31 December 2024. However, due to various reasons beyond Seatrium's control, there was delay despite Seatrium's efforts to have the agreements finalised.

As there were no binding and legally enforceable agreements signed with the Brazilian authorities before the expiry of KCL's indemnity on 28 February 2025, the Company reversed the legal provision of S\$82.4 million for the financial year ended 31 December 2024.

In July 2025, the Company had signed leniency agreements with the Public Prosecutor's Office in Brazil (the "MPF") and with the Brazilian Attorney-General's Office (the "AGU") and the Comptroller General of the Union ("CGU") in relation to the Operation Car Wash investigations. Under the terms of the Brazilian leniency agreements with MPF and AGU/CGU, the Company made final settlement payments totalling BRL728,933,258.58<sup>(1)</sup> (equivalent to approximately S\$168,384,000).

In August 2025, Keppel filed a notice of arbitration seeking, inter alia, an order that SCM pay to Keppel the sum of S\$68,383,582.73 plus interest and costs as part of the indemnity for the Operation Car Wash investigations pursuant to the February 2023 merger of SCM and Keppel Offshore & Marine Ltd. For reasons already disclosed in the preceding paragraphs, SCM is contesting this claim and treats the claim as a contingent liability.

<sup>(1)</sup> Conversion between BRL and S\$ is based on BRL1.00=S\$0.231.

# Notes to the Financial Statements

Year ended 31 December 2025

## 23 OTHER FINANCIAL LIABILITIES

	Group	
	2025	2024
	\$'000	\$'000
<b>(a) Current liabilities</b>		
Cash flow hedges:		
– Forward foreign currency contracts	37,853	85,435
– Interest rate swaps	70	1,839
Financial liabilities at fair value through profit or loss:		
– Forward foreign currency contracts	2,902	24,329
	<u>40,825</u>	<u>111,603</u>
<b>(b) Non-current liabilities</b>		
Cash flow hedges:		
– Forward foreign currency contracts	24,608	76,191
– Interest rate swaps	10,091	4,375
	<u>34,699</u>	<u>80,566</u>

## 24 INTEREST-BEARING BORROWINGS

	Group	
	2025	2024
	\$'000	\$'000
<b>Current liabilities</b>		
Unsecured term loans		
– Floating rate	250	249,599
– Fixed rate	650	685
Secured term loans		
– Fixed rate	–	7,193
	<u>900</u>	<u>257,477</u>
<b>Non-current liabilities</b>		
Unsecured term loans		
– Floating rate	2,160,556	1,993,534
– Fixed rate	326,729	327,213
Secured term loans		
– Fixed rate	–	52,880
	<u>2,487,285</u>	<u>2,373,627</u>
	<u>2,488,185</u>	<u>2,631,104</u>

# Notes to the Financial Statements

Year ended 31 December 2025

## 24 INTEREST-BEARING BORROWINGS (Cont'd)

### *Effective interest rates and maturity of liabilities*

	Group	
	2025 %	2024 %
Floating rate loans	2.22 – 11.45	2.38 – 6.12
Fixed rate loans	2.38 – 14.00	2.38 – 14.00
Fixed rate notes	3.85	3.85

	Group	
	2025 \$'000	2024 \$'000
Within 1 year	900	257,477
After 1 year but within 5 years	2,486,552	2,347,893
After 5 years	733	25,734
Total borrowings	2,488,185	2,631,104

### (i) **\$2,000,000,000 medium term notes under Multicurrency Multi-issuer Debt Issuance Programme**

On 18 August 2014, the Company updated its \$2,000,000,000 Multicurrency Multi-issuer Debt Issuance Programme (the "Programme") to include perpetual securities as one of the debt instruments under the Programme.

Under the updated Programme, the Company, together with its subsidiaries - Jurong Shipyard Pte Ltd, Seatrium Repairs and Upgrades Pte. Ltd. and Seatrium Energy Fixed Platforms Pte. Ltd. ("Issuing Subsidiaries"), may from time to time issue notes (the "Notes") and/or perpetual securities (the "Perpetual Securities", and together with the Notes, the "Securities") denominated in Singapore dollars and/or any other currency as the relevant Issuer and the relevant dealer may agree. The obligations in respect of Securities issued by the Issuing Subsidiaries will be unconditionally and irrevocably guaranteed by the Company.

In 2014, Jurong Shipyard Pte Ltd issued the following medium-term notes under the Programme:

	Nominal interest rate	Year of issue	Year of maturity	Principal amount \$'000
S\$ medium term notes	3.85%	2014	2029	325,000

# Notes to the Financial Statements

Year ended 31 December 2025

## 24 INTEREST-BEARING BORROWINGS (Cont'd)

### Reconciliation of movements of liabilities to cash flows arising from financing activities

	Interest-bearing borrowings \$'000	Lease liabilities \$'000	Total \$'000
<b>Group</b>			
<b>Balance at 1 January 2024</b>	3,017,172	533,760	3,550,932
<b>Cash flows</b>			
Cash payments*	(2,923,476)	(73,293)	(2,996,769)
Cash proceeds	2,507,873	–	2,507,873
<b>Non-cash items</b>			
Additions	–	22,207	22,207
Capitalised borrowing costs	31,569	29,195	60,764
Foreign exchange movement	(2,034)	(18,703)	(20,737)
Termination of lease	–	(4,930)	(4,930)
<b>Balance at 31 December 2024</b>	<u>2,631,104</u>	<u>488,236</u>	<u>3,119,340</u>
<b>Balance at 1 January 2025</b>	2,631,104	488,236	3,119,340
<b>Cash flows</b>			
Cash payments*	(2,348,942)	(64,290)	(2,413,232)
Cash proceeds	2,222,640	–	2,222,640
<b>Non-cash items</b>			
Additions	–	11,028	11,028
Capitalised borrowing costs	10,373	26,203	36,576
Foreign exchange movement	(26,990)	3,937	(23,053)
Termination of lease	–	(2)	(2)
<b>Balance at 31 December 2025</b>	<u>2,488,185</u>	<u>465,112</u>	<u>2,953,297</u>

\* Cash payments include \$18,662,000 (2024: \$21,591,000) of interest paid for lease liabilities.

### Climate-related

The Group has access to green or sustainability-linked financing instruments as part of its overall funding strategy. Of the Group's external borrowings, 74% (2024: 50%) relate to green or sustainability-linked financing. Management has assessed the impact of such financing arrangements on the Group's borrowing costs and determined that any related interest cost benefits were not material to total finance costs during the year.

## 25 SHARE CAPITAL

	Group and Company No. of ordinary shares	
	2025	2024
<b>Issued and fully paid, with no par value:</b>		
Balance at 1 January and 31 December	<u>3,411,858,914</u>	<u>3,411,858,914</u>

The holders of ordinary shares (excluding treasury shares) are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All shares (excluding treasury shares) rank equally with regard to the Company's residual assets.

# Notes to the Financial Statements

Year ended 31 December 2025

## 26 OTHER RESERVES

	Note	Group		Company	
		2025 \$'000	2024 \$'000	2025 \$'000	2024 \$'000
<b>Distributable</b>					
Reserve for own shares	(a)	(45,471)	(45,895)	(45,471)	(45,895)
<b>Non-distributable</b>					
Currency translation reserve	(b)	(13,988)	(87,940)	–	–
Share-based payments reserve	(c)	4,491	(12,480)	6,579	(10,392)
Hedging reserve	(d)	79,786	(130,422)	–	–
Fair value reserve	(e)	(866)	3,502	–	–
Capital reserves	(f)	92	1,729	960	960
		<u>24,044</u>	<u>(271,506)</u>	<u>(37,932)</u>	<u>(55,327)</u>

- (a) Reserve for own shares comprises cost of the Company's shares held by the Company. As at 31 December 2025, the Company holds 25,325,088 (2024: 25,803,331) of its own shares as treasury shares.
- (b) The foreign currency translation reserve comprises foreign exchange differences arising from translation of the financial statements of foreign operations whose functional currencies are different from that of the presentation currency of the Group.
- (c) Share-based payments reserve comprises the cumulative value of services received from employees recorded on grant of equity-settled share options, performance shares and performance based restricted shares. The expense for service received is recognised over the performance period and/or vesting period.
- (d) Hedging reserve comprises the effective portion of the cumulative net change in the fair value of cash flow hedging instruments relating to hedged transactions that have not yet occurred.
- (e) Fair value reserve comprises mainly cumulative fair value gains or losses arising from financial assets designated at fair value through other comprehensive income.
- (f) Capital reserves comprise mainly reserves arising from acquisition and disposals of non-controlling interests that do not result in a change of control over the subsidiaries held by the Group.

## 27 REVENUE

Revenue represents sales from various activities described in Notes 1 and 44, including revenue recognised on contracts from rigs & floaters, repairs & upgrades, offshore platforms and specialised shipbuilding.

	Group	
	2025 \$'000	2024 \$'000
Contract revenue	11,411,449	9,184,441
Charter hire income	57,280	44,793
Sale of goods	2,946	1,468
	<u>11,471,675</u>	<u>9,230,702</u>

# Notes to the Financial Statements

Year ended 31 December 2025

## 27 REVENUE (Cont'd)

### (a) Disaggregation of revenue from contracts with customers

In the following table, revenue from contracts with customers is disaggregated by primary geographical markets, major product and service lines and timing of revenue recognition. The table also includes a reconciliation of the disaggregated revenue with the Group's reportable segments (see Note 47).

	Reportable segments			Total \$'000
	Rigs & floaters, Repairs & upgrades, Offshore platforms and Specialised shipbuilding \$'000	Ship chartering \$'000	Others \$'000	
<b>Primary geographical markets</b>				
<b>2025</b>				
Singapore	348,436	6,625	2,946	358,007
Rest of Asia, Australia & India	705,416	–	–	705,416
Middle East & Africa	216,455	–	–	216,455
United Kingdom	57,753	–	–	57,753
Norway	105,275	–	–	105,275
The Netherlands	1,637,882	–	–	1,637,882
Rest of Europe	459,999	–	–	459,999
Brazil	7,128,655	50,655	–	7,179,310
U.S.A.	739,939	–	–	739,939
Other countries	11,639	–	–	11,639
<b>Total</b>	<b>11,411,449</b>	<b>57,280</b>	<b>2,946</b>	<b>11,471,675</b>
<b>2024</b>				
Singapore	490,672	8,343	1,468	500,483
Rest of Asia, Australia & India	708,209	–	–	708,209
Middle East & Africa	168,566	–	–	168,566
United Kingdom	126,876	–	–	126,876
Norway	111,187	–	–	111,187
The Netherlands	602,990	–	–	602,990
Rest of Europe	428,684	–	–	428,684
Brazil	5,271,682	36,450	–	5,308,132
U.S.A.	1,267,757	–	–	1,267,757
Other countries	7,818	–	–	7,818
<b>Total</b>	<b>9,184,441</b>	<b>44,793</b>	<b>1,468</b>	<b>9,230,702</b>

# Notes to the Financial Statements

Year ended 31 December 2025

## 27 REVENUE (Cont'd)

### (a) Disaggregation of revenue from contracts with customers (Cont'd)

	Rigs & floaters, Repairs & upgrades, Offshore platforms and specialised shipbuilding \$'000	Ship chartering \$'000	Others \$'000	Total \$'000
<b>Major product and service lines</b>				
<b>2025</b>				
Ship and rig building or conversion	8,087,344	–	–	8,087,344
Repair, maintenance and related services	840,244	–	–	840,244
Offshore platforms	2,143,608	–	–	2,143,608
Specialised shipbuilding	113,604	–	–	113,604
Charter hire	–	57,280	–	57,280
Sale of goods	–	–	2,946	2,946
Others	226,649	–	–	226,649
<b>Total</b>	<b>11,411,449</b>	<b>57,280</b>	<b>2,946</b>	<b>11,471,675</b>
<b>Timing of revenue recognition</b>				
Control transferred over time	11,332,997	57,280	–	11,390,277
Control transferred at a point in time	78,452	–	2,946	81,398
<b>Total</b>	<b>11,411,449</b>	<b>57,280</b>	<b>2,946</b>	<b>11,471,675</b>
<b>2024</b>				
Ship and rig building or conversion	6,368,267	–	–	6,368,267
Repair, maintenance and related services	1,103,973	–	–	1,103,973
Offshore platforms	1,508,298	–	–	1,508,298
Specialised shipbuilding	75,517	–	–	75,517
Charter hire	–	44,793	–	44,793
Sale of goods	–	–	1,468	1,468
Others	128,386	–	–	128,386
<b>Total</b>	<b>9,184,441</b>	<b>44,793</b>	<b>1,468</b>	<b>9,230,702</b>
<b>Timing of revenue recognition</b>				
Control transferred over time	9,124,399	44,793	–	9,169,192
Control transferred at a point in time	60,042	–	1,468	61,510
<b>Total</b>	<b>9,184,441</b>	<b>44,793</b>	<b>1,468</b>	<b>9,230,702</b>

# Notes to the Financial Statements

Year ended 31 December 2025

## 27 REVENUE (Cont'd)

### (b) Transaction price allocated to remaining performance obligation

The following table includes revenue expected to be recognised in the future related to performance obligations that are unsatisfied or partially unsatisfied at reporting date:

Reportable segments	Estimated based on expected project progress			Total \$'000
	Within the next 12 months \$'000	Between 1 to 5 years \$'000	More than 5 years \$'000	
<b>2025</b>				
Rigs & floaters, Repairs & upgrades, Offshore platforms and Specialised shipbuilding	6,739,601	10,776,797	326,498	17,842,896
<b>2024</b>				
Rigs & floaters, Repairs & upgrades, Offshore platforms and Specialised shipbuilding	7,513,863	15,353,114	349,730	23,216,707

The Group applies the practical expedient in paragraph 121 of SFRS(I) 15 and does not disclose information about remaining performance obligations that have an original expected duration of one year or less, as allowed by SFRS(I) 15.

### Climate-related

The Group generates revenue from its reportable segments, including rigs and floaters, repairs and upgrades, offshore platforms and specialised shipbuilding. Within these segments, the Group undertakes certain projects that support renewable energy and lower-carbon solutions.

The Group sets a target of 40% of Seatrium's annual net orderbook from renewables and cleaner/green projects ("offshore green projects") by 2030. For the year ended 31 December 2025, \$3.0 billion of revenue were from offshore green projects. From the secured order book to-date, together with management forecast of future order book, revenue contribution from such offshore green projects is expected to grow to \$4.1 billion by 2030.

## 28 OTHER OPERATING INCOME, NET

	Note	Group	
		2025 \$'000	2024 \$'000
Fair value changes on investments at FVTPL		(11,136)	15,838
Foreign currency exchange loss, net		(66,253)	(12,719)
Gain on disposal of property, plant and equipment, net		7,089	52,130
Reversal of write-down of property, plant and equipment, net	4	30,052	–
Write-down of right-of-use assets	5	(2,235)	–
(Provision)/write-back of provision for restoration costs, net		(49,106)	12,526
Gain on disposal of a subsidiary		49,506	–
Gain on disposal of an associate		13,725	–
Gain on disposal of assets held for sale		3,748	307
Reversal of assumption of liabilities on behalf of a joint venture		–	11,000
Government grants <sup>(a)</sup>		4,647	7,869
Other income, net <sup>(b)</sup>		32,732	155,340
		12,769	242,291

# Notes to the Financial Statements

Year ended 31 December 2025

## 28 OTHER OPERATING INCOME, NET (Cont'd)

### (a) Climate-related

During the year, the Group recognised government grants of \$3.25 million for initiatives supporting decarbonisation, R&D, innovation and workforce upskilling, as well as benefits arising from the use of renewable energy certificates ("RECs").

- (b) In prior year, other income included amounts arising from the settlement of obligations and claims, scrap sales income, rental income and other miscellaneous items.

## 29 OPERATING PROFIT

Detailed below are the key amounts recognised in arriving at operating profit:

	Note	Group	
		2025 \$'000	2024 \$'000
Amortisation of intangible assets	13	97,598	140,891
Audit fees paid/payable			
– auditors of the Company		2,818	2,464
– other member firms of KPMG International		1,031	1,083
Non-audit fees paid/payable			
(i) Audit-related services ("ARS")			
– auditors of the Company		35	38
– other member firms of KPMG International		4	4
(ii) Non-ARS			
– auditors of the Company		466	818
– other member firms of KPMG International		79	39
(Write-back of) impairment losses on trade receivables and contract assets, net		(2,949)	8,637
Depreciation of property, plant and equipment, and right-of-use assets	4, 5	251,053	273,870
Write-down/(write-back) of inventories, net	15	3,072	(295)
Property, plant and equipment written off		47	314
Staff costs			
– Salaries and bonus		1,095,393	1,053,024
– Defined contribution plan		117,277	78,215
– Equity-settled share-based payments		31,301	13,515
– Directors' fees		2,723	2,505
– Other employee benefits		176,752	78,652

# Notes to the Financial Statements

Year ended 31 December 2025

## 30 FINANCE INCOME AND FINANCE COSTS

	Group	
	2025	2024
	\$'000	\$'000
<b>Finance income</b>		
Interest income from:		
– Trade receivables and contracts with customers	24,844	44,608
– Fixed deposits and bank balances	45,796	63,733
– Associates and joint ventures	854	1,668
Dividend income from debt and equity investments	58	28,512
	<u>71,552</u>	<u>138,521</u>
<b>Finance costs</b>		
Interest expense on lease liabilities	26,203	29,195
Interest paid and payable to bank and note holders	112,208	177,375
Amortisation of loans transaction costs	16,540	34,829
Unwinding of discount on site restoration costs	18,739	21,672
	<u>173,690</u>	<u>263,071</u>

## 31 NON-OPERATING ITEMS

		Group	
	Note	2025	2024
		\$'000	\$'000
Write-back of provision for legal claim	22	14,046	–
Write-back of provision for corporate claim	22	–	82,430
		<u>14,046</u>	<u>82,430</u>

## 32 SHARE OF RESULTS OF ASSOCIATES AND JOINT VENTURES

		Group	
	Note	2025	2024
		\$'000	\$'000
Share of profit before tax for the year		31,726	23,933
Share of tax for the year		(924)	(3,750)
	33	<u>30,802</u>	<u>20,183</u>

# Notes to the Financial Statements

Year ended 31 December 2025

## 33 TAX EXPENSE

	Note	Group	
		2025 \$'000	2024 \$'000
<b>Current tax expense</b>			
Current year		81,802	94,099
Over provided in prior years		(69,409)	(10,189)
		<u>12,393</u>	<u>83,910</u>
<b>Deferred tax expense/(credit)</b>			
Movements in temporary differences		99,790	(83,021)
Under provided in prior years		24,164	7,230
Reversal of previously recognised deferred tax assets		–	26,497
		<u>123,954</u>	<u>(49,294)</u>
Tax expense		<u>136,347</u>	<u>34,616</u>
<b>Reconciliation of effective tax rate</b>			
Profit for the year		319,873	155,899
Tax expense		136,347	34,616
Share of results of associates and joint ventures	32	(30,802)	(20,183)
Profit before share of results of associates and joint ventures, and tax expense		<u>425,418</u>	<u>170,332</u>
Tax calculated using Singapore tax rate of 17% (2024: 17%)		72,321	28,956
Exempt income, capital gains and tax incentives/concessions		(86,073)	(45,370)
Effect of different tax rates in foreign jurisdictions		20,532	6,740
Tax adjustment on changes in undistributed profits from foreign entities		2,725	(120,532)
Effect on utilisation of deferred tax assets not previously recognised		(9,512)	(115,985)
Non-deductible expenses		105,097	222,674
Over provided in prior years		(45,245)	(2,959)
Reversal of previously recognised deferred tax assets		–	26,497
Deferred tax assets on unutilised tax losses, capital allowances and deductible temporary differences not recognised		76,502	33,577
Others		–	1,018
Tax expense		<u>136,347</u>	<u>34,616</u>

As at 31 December 2025, certain subsidiaries have unutilised tax losses, capital and investment allowances of \$3,032,305,000 (2024: \$2,899,137,000) that have not been recognised and are available for set-off against future taxable income subject to tax provisions and agreement by relevant tax authorities of the various jurisdictions.

# Notes to the Financial Statements

Year ended 31 December 2025

## 34 OTHER COMPREHENSIVE INCOME

Tax effects relating to each component of other comprehensive income are set out below:

	2025			2024		
	Before tax \$'000	Tax expense \$'000	Net of tax \$'000	Before tax \$'000	Tax expense \$'000	Net of tax \$'000
<b>Group</b>						
<b>Items that may be reclassified subsequently to profit or loss:</b>						
Foreign currency translation differences for foreign operations	81,599	–	81,599	(54,338)	–	(54,338)
Net change in fair value of cash flow hedges	140,643	(20,118)	120,525	(173,583)	12,072	(161,511)
Net change in fair value of cash flow hedges transferred to profit or loss	98,837	(9,154)	89,683	15,507	4,303	19,810
Realisation of reserve upon disposal of a subsidiary	(6,522)	–	(6,522)	–	–	–
Realisation of reserve upon disposal of an associate	(50)	–	(50)	–	–	–
	<u>314,507</u>	<u>(29,272)</u>	<u>285,235</u>	<u>(212,414)</u>	<u>16,375</u>	<u>(196,039)</u>
<b>Items that may not be reclassified subsequently to profit or loss:</b>						
Net change in fair value of equity investments at FVOCI	(3,732)	427	(3,305)	4,394	(5)	4,389
<b>Other comprehensive income</b>	<u>310,775</u>	<u>(28,845)</u>	<u>281,930</u>	<u>(208,020)</u>	<u>16,370</u>	<u>(191,650)</u>

## 35 NON-CONTROLLING INTERESTS

There were no subsidiaries with material non-controlling interests for the financial years ended 31 December 2025 and 31 December 2024.

# Notes to the Financial Statements

Year ended 31 December 2025

## 36 EARNINGS PER SHARE

### (a) Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company of \$323,621,000 (2024: \$156,838,000) by the weighted average number of ordinary shares outstanding of 3,385,815,000 (2024: 3,405,046,000) as follows:

	Note	Group	
		2025 \$'000	2024 \$'000
<b>Profit attributable to owners of the Company</b>		<b>323,621</b>	<b>156,838</b>
		No. of shares '000	No. of shares '000
<b>Weighted average number of ordinary shares</b>			
Issued ordinary shares at 1 January	25	3,411,859	3,411,859
Effect of performance shares and restricted shares released		5,422	67
Effect of own shares held		(31,466)	(6,880)
Weighted average number of ordinary shares during the year		<u>3,385,815</u>	<u>3,405,046</u>

### (b) Diluted earnings per share

Diluted earnings per share is calculated by dividing the profit attributable to owners of the Company of \$323,621,000 (2024: \$156,838,000) by the weighted average number of ordinary shares outstanding after adjustment for the effects of all dilutive potential ordinary shares of 3,417,130,000 (2024: 3,419,790,000) as follows:

	Group	
	2025 \$'000	2024 \$'000
<b>Profit attributable to owners of the Company</b>	<b>323,621</b>	<b>156,838</b>
	No. of shares '000	No. of shares '000
<b>Weighted average number of ordinary shares (diluted)</b>		
Weighted average number of ordinary shares used in the calculation of basic earnings per share	3,385,815	3,405,046
Effect of dilutive shares	31,315	14,744
Weighted average number of ordinary shares during the year	<u>3,417,130</u>	<u>3,419,790</u>

For the purpose of calculating diluted earnings per ordinary share, the weighted average number of ordinary shares outstanding is adjusted for the effects of dilutive potential ordinary shares. The dilutive potential ordinary shares of the Company are performance shares and restricted shares.

# Notes to the Financial Statements

Year ended 31 December 2025

## 37 DIVIDENDS

Subject to approval by shareholders at the next Annual General Meeting, the directors have proposed a final ordinary one-tier tax-exempt dividend of 3.0 cents (2024: 1.5 cents) per share amounting to an estimated net dividend of \$101,596,000 (2024: \$50,784,000) in respect of the year ended 31 December 2025, based on the number of issued shares as at 31 December 2025.

The proposed dividend of 3.0 cents (2024: 1.5 cents) per share has not been included as a liability in the current year's financial statements.

	Group and Company	
	2025	2024
	\$'000	\$'000

### Paid by the Company to owners of the Company

1.5 cents per qualifying ordinary share (2024: Nil)	50,784	–
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	Group	
	2025	2024
	\$'000	\$'000

### Paid by subsidiaries to non-controlling interests

\$114.21 per qualifying ordinary share (2024: \$4.85)	138	6
\$26.64 per qualifying ordinary share in FY2024	–	13,322
0.2 cents per qualifying ordinary share (2024: Nil)	187	–
	325	13,328

## 38 SHARE-BASED INCENTIVE PLANS

### (a) Performance Share Plan

#### Fair value of Performance Shares

The fair values of the performance shares are estimated using a Monte Carlo simulation methodology at the grant dates.

The fair values of performance shares granted during the year are as follows:

Date of grant	16 June 2025	31 May 2024
Fair value at measurement date	\$2.069	\$1.412
<b>Assumptions under the Monte Carlo model</b>		
Share price	\$2.07	\$1.76
Expected volatility	40.968%	42.799%
Risk-free interest rate	1.879%	3.336%
Expected dividend	0%	0.993%

The expected volatility is based on the historical volatility over the most recent period that is close to the expected life of the performance shares.

During the year, the Group charged \$3,830,000 (2024: \$1,730,000) to profit or loss based on the fair value of performance shares at grant date being expensed over the vesting period.

# Notes to the Financial Statements

Year ended 31 December 2025

## 38 SHARE-BASED INCENTIVE PLANS (Cont'd)

### (b) Performance Share Plan - Transformational Incentive ("PSP-TI")

#### Fair value of PSP-TI

The fair values of the PSP-TI are estimated using a Monte Carlo simulation methodology at the grant date.

The fair values of PSP-TI granted during the year are as follows:

Date of grant	29 August 2025
Fair value at measurement date	\$2.493
<b>Assumptions under the Monte Carlo model</b>	
Share price	\$2.340
Expected volatility	40.265%
Risk-free interest rate	1.484%
Expected dividend	0%

The expected volatility is based on the historical volatility over the most recent period that is close to the expected life of the performance shares.

During the year, the Group charged \$1,027,000 (2024: \$Nil) to profit or loss based on the fair value of PSP-TI at grant date being expensed over the vesting period.

### (c) Restricted Share Plan

#### Fair value of Restricted Shares

The fair values of the restricted shares are estimated using a Monte Carlo simulation methodology at the grant dates.

The fair values of restricted shares granted during the year are as follows:

Date of grant	16 June 2025	31 May 2024
Fair value at measurement date	\$2.064	\$1.727
<b>Assumptions under the Monte Carlo model</b>		
Share price	\$2.07	\$1.76
Expected volatility	40.968%	42.799%
Risk-free interest rate	1.835% - 1.903%	3.336% - 3.617%
Expected dividend	0%	0.993%

The expected volatility is based on the historical volatility over the most recent period that is close to the expected life of the restricted shares.

During the year, the Group charged \$26,444,000 (2024: \$11,785,000) to profit or loss based on fair value of restricted shares at grant date being expensed over the vesting period.

# Notes to the Financial Statements

Year ended 31 December 2025

## 39 RELATED PARTIES

### (a) Related party transactions

In addition to those disclosed elsewhere in the financial statements, the Group had the following outstanding balances and significant transactions with related parties during the year:

	Outstanding balances Group		Significant transactions Group	
	2025 \$'000	2024 \$'000	2025 \$'000	2024 \$'000
<b>Related corporations</b>				
Sales	321	377	3,991	3,687
Purchases	(912)	(3,101)	(20,703)	(10,418)
Others	–	–	952	1,142
<b>Associates and joint ventures</b>				
Sales	440	9,905	2,037	2,073
Purchases	(16,065)	(3,249)	(15,901)	(25,556)
Rental income	–	–	148	246
Finance income	–	–	854	1,668
Others	5	(30)	18,938	2,256

### (b) Compensation of key management personnel

As at 31 December 2025, the Group considers the directors of the Company (including the Chief Executive Officer), the Chief Financial Officer, the Chief Operating Officer, the Chief Risk Officer, the Executive Vice President, Seatrium Energy (International)/Marketing and the Executive Vice President, Seatrium Energy (Fixed Platforms) to be key management personnel in accordance with SFRS(I) 1-24 *Related Party Disclosures*.

These persons have the authority and responsibility for planning, directing and controlling the activities of the Group.

The key management personnel compensation is as follows:

	Group	
	2025 \$'000	2024 \$'000
Directors' fees and remuneration	7,960	7,737
Other key management personnel remuneration		
– Short-term employee benefits	5,453	4,653
– Post-employment benefits	76	76
– Share based payments	5,016	4,717

Remuneration includes salary (which includes allowances, fees and other emoluments) and bonuses (which includes AWS, discretionary bonus and performance targets bonus).

In addition to the above, the Company provides medical benefits to all employees including key management personnel.

The Group adopts an incentive compensation plan, which is tied to the attainment of company and individual performance goals for its key executives.

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS

### *Financial risk management objectives and policies*

The Group's activities expose it to market risk (including interest rate risk, foreign currency risk and price risk), credit risk and liquidity risk.

As part of the Group's Enterprise Risk Management framework, the Group's treasury policies and financial authority limits are documented and reviewed periodically. The policies set out the parameters for management of Group liquidity, counterparty risk, foreign exchange and derivative transactions and financing.

The Group utilises foreign exchange contracts, interest rate swaps and various financial instruments to manage exposures to interest rate and foreign exchange risks arising from operating, financing and investment activities. Exposures to foreign currency risks are also hedged naturally by a matching sale or purchase of a matching asset or liability of the same currency and amount where possible. All such transactions must involve underlying assets or liabilities and no speculative transactions are allowed.

The financial authority limits seek to limit and mitigate transactional risks by setting out the threshold of approvals required for the entry into contractual obligations and investments.

#### (a) Market risk

Market risk is the risk that changes in market prices, such as interest rates, foreign exchange rates and prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and reduce market risk exposures within acceptable parameters.

##### (i) Interest rate risk

The Group's exposure to market risk for changes in interest rate environment relates mainly to its debt obligations.

The Group's policy is to maintain an efficient and optimal interest cost structure using a mix of fixed and variable rate debts and long-term and short-term borrowings.

The Group's risk management policy is to ensure that at least 50% of its debt portfolio is at fixed interest rates. This is achieved partly by entering into fixed-rate instruments and partly by borrowing at a floating rate and using interest rate swaps to hedge the variability in cash flows attributable to the floating interest rates.

The Group designates the interest rate swaps in their entirety to hedge its interest rate risk and applies a hedge ratio of 1:1. The Group determines the existence of an economic relationship between the hedging instrument and hedged item based on the reference interest rates, tenors, repricing dates and maturities and the notional or par amounts. The Group assesses whether the derivative designated in each hedging relationship is expected to be and has been effective in offsetting changes in cash flows of the hedged item by looking at the critical terms.

In these hedge relationships, the main source of ineffectiveness is the effect of the counterparties' and the Group's own credit risk on the fair value of the swaps, which is not reflected in the change in fair value of the hedged cash flows attributable to the change in interest rates.

At 31 December 2025, the Group had interest rate swaps with an aggregate notional amount of \$987,900,000 (2024: \$1,136,760,000). The Group receives a variable interest rate and pays a fixed rate interest ranging from 2.22% to 4.50% (2024: 4.54% to 5.94%) per annum on the notional amount. Of the Group's interest-bearing borrowings, approximately 53% (2024: approximately 58%) were not subjected to interest rate repricing risk.

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (a) Market risk (Cont'd)

#### (i) Interest rate risk (Cont'd)

##### Sensitivity analysis

It is estimated that 50 basis points ("bp") change in interest rate at the reporting date would increase/ (decrease) equity and profit before tax by the following amounts. This analysis assumes that all other variables, in particular foreign currency rates, remain constant.

	Profit before tax		Equity	
	50 bp Increase \$'000	50 bp Decrease \$'000	50 bp Increase \$'000	50 bp Decrease \$'000
<b>Group</b>				
<b>31 December 2025</b>				
Variable rate financial instruments	(12,194)	12,194	5,194	(5,254)
<b>31 December 2024</b>				
Variable rate financial instruments	(4,462)	4,462	5,196	(5,253)
<b>Company</b>				
<b>31 December 2025</b>				
Variable rate financial instruments	11	(11)	–	–
<b>31 December 2024</b>				
Variable rate financial instruments	50	(50)	–	–

#### (ii) Foreign currency risk

The Group operates globally and is exposed to currency risk on sales, purchases and borrowings that are denominated in a currency other than the respective functional currencies of the Company and its subsidiaries. The currencies in which these transactions are primarily denominated in are Singapore dollars ("SGD"), United States dollars ("USD"), Euros ("EUR"), Pounds sterling ("GBP") and Brazilian Real ("BRL"). Such risks are hedged either by forward foreign currency contracts in respect of actual or forecasted currency exposures which are reasonably certain or hedged naturally by a matching sale or purchase of a matching asset or liability of the same currency and amount.

The Group's risk management policy is to hedge 50% to 100% of its estimated net foreign currency exposure in respect of its forecasted project cash inflows and outflows over the lifespans of the projects.

The Group designates the forward foreign currency contracts in their entirety to hedge its foreign currency risk and applies a hedge ratio of 1:1. The Group determines the existence of an economic relationship between the hedging instrument and hedged item based on the currency, amount and timing of their respective cash flows. The Group assesses whether the derivative designated in each hedging relationship is expected to be and has been effective in offsetting changes in cash flows of the hedged item by looking at the critical terms.

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (a) Market risk (Cont'd)

#### (ii) Foreign currency risk (Cont'd)

In these hedge relationships, the main sources of ineffectiveness may be due to:

- the effect of the counterparties' and the Group's own credit risk on the fair value of the forward foreign currency contracts, which is not reflected in the change in fair value of the hedged cash flows attributable to change in exchange rates; and
- changes in the timing of the hedged transactions.

The summary of quantitative data about the Group's exposure to foreign currency risk as provided to the management of the Group based on its risk management policy is as follows:

	SGD \$'000	USD \$'000	EUR \$'000	GBP \$'000	BRL \$'000	Others \$'000	Total \$'000
<b>Group</b>							
<b>31 December 2025</b>							
<b>Financial assets</b>							
Cash and cash equivalents	10,738	375,944	602,077	4,203	–	62,920	1,055,882
Trade and other receivables	7,368	2,529,441	541,267	–	151,075	31,001	3,260,152
	18,106	2,905,385	1,143,344	4,203	151,075	93,921	4,316,034
<b>Financial liabilities</b>							
Trade and other payables	(142,329)	(1,883,897)	(637,964)	(19,088)	(325,241)	(156,328)	(3,164,847)
Interest-bearing borrowings	(31,378)	(506,631)	(173,903)	–	–	–	(711,912)
Lease liabilities	(2,652)	(115)	–	–	–	–	(2,767)
	(176,359)	(2,390,643)	(811,867)	(19,088)	(325,241)	(156,328)	(3,879,526)
Net financial (liabilities)/assets	(158,253)	514,742	331,477	(14,885)	(174,166)	(62,407)	436,508
Add: Contract assets	–	3,554,118	888,265	9,784	–	79,577	4,531,744
Add/(less): Firm commitments and highly probable forecast transactions in foreign currencies	(18,469)	3,497,791	116,243	(138,558)	(1,710,659)	(896,765)	849,583
Add/(less): Foreign currency forward contracts	–	(3,749,401)	(727,123)	56,799	1,465,694	603,075	(2,350,956)
Net currency exposure	(176,722)	3,817,250	608,862	(86,860)	(419,131)	(276,520)	3,466,879
<b>31 December 2024</b>							
<b>Financial assets</b>							
Cash and cash equivalents	8,423	1,597,596	201,438	3,732	7,552	16,137	1,834,878
Trade and other receivables	1,264	5,036,208	97,919	5,361	32,350	9,987	5,183,089
Other financial assets	–	–	–	–	–	29	29
	9,687	6,633,804	299,357	9,093	39,902	26,153	7,017,996
<b>Financial liabilities</b>							
Trade and other payables	(90,995)	(2,626,478)	(245,605)	(11,743)	(92,254)	(42,267)	(3,109,342)
Interest-bearing borrowings	(63)	(1,761,071)	–	–	–	–	(1,761,134)
Lease liabilities	(2,712)	(6,769)	–	–	–	–	(9,481)
	(93,770)	(4,394,318)	(245,605)	(11,743)	(92,254)	(42,267)	(4,879,957)
Net financial (liabilities)/assets	(84,083)	2,239,486	53,752	(2,650)	(52,352)	(16,114)	2,138,039
Add: Contract assets	–	998,930	248,083	8,598	–	58,588	1,314,199
Add/(less): Firm commitments and highly probable forecast transactions in foreign currencies	(2,078)	1,454,550	513,583	(69,796)	(2,305,538)	(657,196)	(1,066,475)
Add/(less): Foreign currency forward contracts	–	(4,252,254)	(415,992)	–	989,594	717,989	(2,960,663)
Net currency exposure	(86,161)	440,712	399,426	(63,848)	(1,368,296)	103,267	(574,900)

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (a) Market risk (Cont'd)

#### (ii) Foreign currency risk (Cont'd)

The Company's gross exposure to foreign currencies is as follows:

	USD \$'000	Others \$'000	Total \$'000
<b>Company</b>			
<b>31 December 2025</b>			
<b>Financial assets</b>			
Cash and cash equivalents	4	–	4
Trade and other receivables	548	46	594
	<u>552</u>	<u>46</u>	<u>598</u>
<b>Financial liabilities</b>			
Trade and other payables	(3)	–	(3)
Net financial assets	<u>549</u>	<u>46</u>	<u>595</u>
<b>31 December 2024</b>			
<b>Financial assets</b>			
Cash and cash equivalents	241	–	241
Trade and other receivables	–	40	40
	<u>241</u>	<u>40</u>	<u>281</u>
<b>Financial liabilities</b>			
Trade and other payables	(137)	–	(137)
Net financial assets	<u>104</u>	<u>40</u>	<u>144</u>

#### Sensitivity analysis

A 10% strengthening of the following currencies against the functional currencies of the Company and its subsidiaries at the balance sheet date would have increased/(decreased) equity and profit before tax by the amounts shown below. The analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of firm commitments (not subject to fair value hedges) and highly probable forecast transactions in foreign currencies. The analysis is performed on the same basis for 2024.

	Group		Company	
	Equity \$'000	Profit before tax \$'000	Equity \$'000	Profit before tax \$'000
<b>2025</b>				
SGD	–	(15,825)	–	–
USD	(281,052)	384,681	–	55
EUR	(68,791)	128,026	–	–
GBP	5,635	(1,619)	–	–
BRL	121,653	(17,417)	–	–
Others	50,124	1,597	–	5
	<u>–</u>	<u>230,402</u>	<u>–</u>	<u>60</u>
<b>2024</b>				
SGD	–	(8,408)	–	–
USD	(316,816)	270,243	–	10
EUR	(26,677)	20,433	–	–
GBP	–	595	–	–
BRL	78,722	(5,235)	–	–
Others	59,205	4,247	–	4
	<u>–</u>	<u>181,164</u>	<u>–</u>	<u>14</u>

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (a) Market risk (Cont'd)

#### (ii) Foreign currency risk (Cont'd)

##### Sensitivity analysis (Cont'd)

A 10% weakening of the above currencies against the functional currencies of the Company and its subsidiaries at the balance sheet date would have equal but opposite effects on the above currencies to the amounts shown above, on the basis that all other variables remain constant.

#### (iii) Cash flow hedges

At the reporting date, the Group held the following instruments to hedge exposures to changes in foreign currency and interest rates:

	Forward contract rate \$	Interest rate %	Maturity		
			Within 1 year \$'000	Between 1 to 5 years \$'000	More than 5 years \$'000
<b>2025</b>					
<b>Foreign currency risk</b>					
Forward foreign currency contracts (Buy/Sell)					
– SGD/USD	0.76 – 0.82	–	1,510,552	24,442	–
– USD/SGD	1.28 – 1.28	–	268,290	–	–
– EUR/SGD	1.42 – 1.50	–	308,437	–	–
– SGD/EUR	0.66 – 0.70	–	717,352	467,235	–
– EUR/USD	1.11 – 1.13	–	447,377	–	–
– USD/EUR	0.86 – 0.91	–	291,709	29,161	–
– SGD/AUD	1.18 – 1.19	–	3,363	–	–
– BRL/USD	0.15 – 0.19	–	609,129	435,605	–
– GBP/USD	1.32 – 1.37	–	37,263	30,624	–
– RMB/USD	0.14 – 0.15	–	580,775	5,949	–
<b>Interest rate risk</b>					
Interest rate swaps					
– Float-to-fixed	–	2.22 – 4.50	987,900	–	–
<b>2024</b>					
<b>Foreign currency risk</b>					
Forward foreign currency contracts (Buy/Sell)					
– SGD/USD	0.75 – 0.78	–	1,031,896	164,227	–
– EUR/SGD	1.42 – 1.45	–	88,420	258,781	–
– SGD/EUR	0.69 – 0.70	–	362,185	944,668	–
– EUR/USD	1.09 – 1.13	–	484,439	417,940	–
– USD/EUR	0.88 – 0.93	–	99,436	198,433	–
– SGD/AUD	1.08 – 1.15	–	11,944	–	–
– BRL/USD	0.16 – 0.19	–	295,504	362,482	–
– RMB/USD	0.14 – 0.15	–	228,117	353,920	–
<b>Interest rate risk</b>					
Interest rate swaps					
– Float-to-fixed	–	4.54 – 5.94	736,760	400,000	–

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (a) Market risk (Cont'd)

#### (iii) Cash flow hedges (Cont'd)

The amounts at the reporting date relating to items designated as hedged items were as follows:

	Cash flow hedge reserve for continuing hedges \$'000
<b>2025</b>	
<b>Foreign currency risk</b>	
Sales receipts and payments (net)	88,220
<b>Interest rate risk</b>	
Variable rate borrowings	(8,434)
<b>2024</b>	
<b>Foreign currency risk</b>	
Sales receipts and payments (net)	(82,285)
<b>Interest rate risk</b>	
Variable rate borrowings	(4,964)

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (a) Market risk (Cont'd)

#### (iii) Cash flow hedges (Cont'd)

The amounts related to items designated as hedging instruments and hedge ineffectiveness were as follows:

	2025						2024							
	Assets \$'000	Liabilities \$'000	Line item in the balance sheet where the hedging instrument is included	Change in value of hedging instrument recognised in OCI \$'000	Hedge ineffective- ness recognised in profit or loss \$'000	During the year 2025 Line item reclassified from hedging reserve to profit or loss \$'000	Line item affected in profit or loss because of the reclassification	Assets \$'000	Liabilities \$'000	Line item in the balance sheet where the hedging instrument is included	Change in value of hedging instrument recognised in OCI \$'000	Hedge ineffective- ness recognised in profit or loss \$'000	During the year 2024 Line item reclassified from hedging reserve to profit or loss \$'000	Line item affected in profit or loss because of the reclassification
<b>Foreign currency risk</b>														
Forward foreign currency contracts	5,767,263	166,739	(62,461)	123,980	11,021	89,504	Other operating income, Other operating expenses	89,504	Other operating income, Other operating expenses				Other operating income, Other operating expenses	
<b>Interest rate risk</b>														
Interest rate swaps	987,900	-	(10,161)	(3,455)	-	179	Other operating income, Other operating expenses	179	Other operating income, Other operating expenses				Other operating income, Other operating expenses	
<b>Foreign currency risk</b>														
Forward foreign currency contracts	5,302,392	27,481	(161,626)	(155,721)	(7,705)	28,358	Other operating income, Other operating expenses	28,358	Other operating income, Other operating expenses				Other operating income, Other operating expenses	
<b>Interest rate risk</b>														
Interest rate swaps	1,136,760	-	(6,214)	(5,790)	-	(843)	Other operating income, Other operating expenses	(843)	Other operating income, Other operating expenses				Other operating income, Other operating expenses	

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (a) Market risk (Cont'd)

#### (iii) Cash flow hedges (Cont'd)

The following table provides a reconciliation by risk category of components of equity and analysis of OCI items, net of tax, resulting from cash flow hedge accounting:

	\$'000
<b>Cash flow hedge reserve</b>	
<b>Balance at 1 January 2025</b>	(130,422)
Changes in fair value:	
Foreign currency risk	144,769
Interest rate risk	(4,126)
Amount reclassified to profit or loss:	
Foreign currency risk	98,658
Interest rate risk	179
Tax on movements on reserves during the year	(29,272)
<b>Balance at 31 December 2025</b>	<u>79,786</u>
<b>Balance at 1 January 2024</b>	11,279
Changes in fair value:	
Foreign currency risk	(166,743)
Interest rate risk	(6,840)
Amount reclassified to profit or loss:	
Foreign currency risk	16,522
Interest rate risk	(1,015)
Tax on movements on reserves during the year	16,375
<b>Balance at 31 December 2024</b>	<u>(130,422)</u>

### (b) Credit risk

The Group monitors its exposure to credit risks arising from sales to trade customers on an on-going basis, and credit evaluations are done on customers that require credit. The credit quality of customers is assessed after taking into account its financial position and past experience with the customers.

The Group only deals with pre-approved customers and financial institutions with good credit rating. To minimise the Group's counterparty risk, the Group enters into derivative transactions only with creditworthy institutions. Cash and fixed deposits are placed in banks and financial institutions with good credit rating.

The Group assumes that credit risk of a financial asset has increased significantly when the financial asset remains outstanding for more than the reasonable range of past due days, taking into consideration historical payment track records, current macroeconomics situation as well as the general industry trend.

The Group's and the Company's maximum exposure to credit risk, before taking into account any collateral held, is the carrying amount of each financial asset, including derivatives, in the balance sheets.

The aggregated carrying amount of trade receivables and contract assets from the Group's two most significant customers was \$3,527,567,000 as at 31 December 2025 (2024: \$3,601,252,000). At the Company level, there were no concentration of credit risk with any counterparties.

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (b) Credit risk (Cont'd)

The Group's and the Company's maximum exposure to credit risk for financial assets at amortised cost and contract assets at the balance sheet date is as follows:

	Note	Group		Company	
		2025 \$'000	2024 \$'000	2025 \$'000	2024 \$'000
<b>By business activity</b>					
Rigs & floaters, repairs & upgrades, offshore platforms and specialised shipbuilding		5,941,537	5,237,419	–	–
Ship chartering		838	18,327	–	–
Others		282,955	458,603	845,957	1,602,003
		<u>6,225,330</u>	<u>5,714,349</u>	<u>845,957</u>	<u>1,602,003</u>
<b>Financial assets at amortised cost and contract assets</b>					
Non-current*	10, 12	124,478	319,273	479,466	–
Current	10, 12	6,100,852	5,395,076	366,491	1,602,003
		<u>6,225,330</u>	<u>5,714,349</u>	<u>845,957</u>	<u>1,602,003</u>

\* *Not past due.*

The age analysis of financial assets at amortised cost and contract assets for the Group and Company is as follows:

	Gross 2025 \$'000	Impairment 2025 \$'000	Gross 2024 \$'000	Impairment 2024 \$'000
Not past due	6,081,699	14,827	4,991,057	1,525
Past due 0 to 3 months	71,244	62	506,679	160
Past due 3 to 6 months	13,467	21	48,381	165
Past due 6 to 12 months	44,922	158	127,573	909
More than 1 year	59,276	30,210	76,976	33,558
	<u>6,270,608</u>	<u>45,278</u>	<u>5,750,666</u>	<u>36,317</u>
<b>Company</b>				
Not past due	730,444	17,600	1,487,258	17,600
Past due 0 to 3 months	29,894	–	14,176	–
Past due 3 to 6 months	12,079	–	12,929	–
Past due 6 to 12 months	88,691	–	62,873	–
More than 1 year	2,449	–	42,367	–
	<u>863,557</u>	<u>17,600</u>	<u>1,619,603</u>	<u>17,600</u>

#### *Expected credit loss (ECL) assessment for customers with credit ratings (or equivalent)*

The Group allocates exposure from key customers to a credit risk grade based on data that is determined to be indicative of the risk of loss (including but not limited to external ratings if available, audited financial statements and available press information about customers) and applying experienced credit judgement. Credit risk grades are defined using qualitative and quantitative factors that are indicative of the risk of default and are aligned to external credit rating definitions from Standards and Poor's.

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (b) Credit risk (Cont'd)

#### *Expected credit loss (ECL) assessment for customers with credit ratings (or equivalent) (Cont'd)*

ECL rate is calculated based on probabilities of default and loss given default. Lifetime probabilities of default for individual customers are based on external ratings from Bloomberg L.P. adjusted for time horizon of the credit exposure, or historical data supplied by Standards and Poor's for each credit rating. The Group monitors changes in credit risk through on-going review of customer credit worthiness and by tracking published external credit ratings.

Loss rates are adjusted for current conditions and the Group's view of economic conditions over the expected lives of the receivables only if these factors have a significant impact to the credit loss.

The following table provides information about the exposure to credit risk and ECLs for financial assets at amortised cost and contract assets for customers with credit ratings (or equivalent):

	Credit impaired	Gross carrying amount \$'000	Loss allowance \$'000	Net carrying amount \$'000
<b>2025</b>				
<b>Group</b>				
<i>Receivables measured at lifetime ECL</i>				
– Trade receivables	Yes	463	463	–
– Trade receivables and contract assets	No	5,860,163	20,774	5,839,389
<b>Company</b>				
<i>Receivables measured at lifetime ECL</i>				
– Trade receivables	No	–	–	–
<b>2024</b>				
<b>Group</b>				
<i>Receivables measured at lifetime ECL</i>				
– Trade receivables	Yes	869	869	–
– Trade receivables and contract assets	No	5,388,799	21,407	5,367,392
<b>Company</b>				
<i>Receivables measured at lifetime ECL</i>				
– Trade receivables	No	–	–	–

#### *Expected credit loss assessment for customers (allowance matrix)*

The Group uses an allowance matrix to measure the ECLs of trade receivables for customers not allocated specific credit ratings, which comprises large number of small balances.

Loss rates are calculated using a "roll rate" method based on the probability of a receivable progressing through succession stages of delinquency to write-off.

Loss rates are based on actual credit loss experience over the past 5 years adjusted for current conditions and the Group's view of economic conditions over the expected lives of the receivables only if these factors have a significant impact to the credit loss.

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (b) Credit risk (Cont'd)

#### *Expected credit loss assessment for customers (allowance matrix) (Cont'd)*

The following table provides information about the exposure to credit risk and ECLs for financial assets at amortised cost and contract assets for customers with no credit rating or no representative credit rating or equivalent:

	Credit impaired	Weighted average loss rate %	Gross carrying amount \$'000	Loss allowance \$'000	Net carrying amount \$'000
<b>2025</b>					
<b>Group</b>					
Not past due	No	4.62	320,521	14,810	305,711
Past due 0 to 3 months	No	0.37	15,990	59	15,931
Past due 3 to 6 months	No	0.39	4,326	17	4,309
Past due 6 to 12 months	No	0.25	39,974	101	39,873
More than 1 year	No	31.04	29,171	9,054	20,117
<b>Total</b>			<b>409,982</b>	<b>24,041</b>	<b>385,941</b>
<b>Company</b>					
Not past due	No	2.41	730,444	17,600	712,844
Past due 0 to 3 months	No	–	29,894	–	29,894
Past due 3 to 6 months	No	–	12,079	–	12,079
Past due 6 to 12 months	No	–	88,691	–	88,691
More than 1 year	No	–	2,449	–	2,449
<b>Total</b>			<b>863,557</b>	<b>17,600</b>	<b>845,957</b>
<b>2024</b>					
<b>Group</b>					
Not past due	No	0.54	279,728	1,511	278,217
Past due 0 to 3 months	No	–	6,892	–	6,892
Past due 3 to 6 months	No	0.15	18,225	27	18,198
Past due 6 to 12 months	No	3.69	21,333	788	20,545
More than 1 year	No	33.64	34,820	11,715	23,105
<b>Total</b>			<b>360,998</b>	<b>14,041</b>	<b>346,957</b>
<b>Company</b>					
Not past due	No	1.18	1,487,258	17,600	1,469,658
Past due 0 to 3 months	No	–	14,176	–	14,176
Past due 3 to 6 months	No	–	12,929	–	12,929
Past due 6 to 12 months	No	–	62,873	–	62,873
More than 1 year	No	–	42,367	–	42,367
<b>Total</b>			<b>1,619,603</b>	<b>17,600</b>	<b>1,602,003</b>

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (b) Credit risk (Cont'd)

#### *Expected credit loss assessment for customers (allowance matrix) (Cont'd)*

Movements in the allowance for impairment of financial assets at amortised cost and contract assets are as follows:

	Group Lifetime ECL \$'000
Balance at 1 January 2025	36,317
Translation adjustments	(1,105)
Impairment loss recognised:	
– Financial assets that are credit-impaired at the reporting date (but that are not purchased or originated credit-impaired)	463
– Remaining financial assets	1
Loss allowance written back	(3,413)
Allowance utilised	(1,089)
Balance at 31 December 2025	<u>31,174</u>
Balance at 1 January 2024	27,545
Translation adjustments	(51)
Impairment loss recognised:	
– Financial assets for which credit risk has increased significantly since initial recognition but that are not credit-impaired	2,439
– Financial assets that are credit-impaired at the reporting date (but that are not purchased or originated credit-impaired)	869
– Remaining financial assets	11,208
Loss allowance written back	(674)
Allowance utilised	(5,019)
Balance at 31 December 2024	<u>36,317</u>

The total net impairment loss write-back of \$2,949,000 (2024: net impairment loss of \$8,637,000) has been recognised in “general and administrative” expenses.

#### ***Non-trade amounts due from subsidiaries***

The Company held non-trade receivables from its subsidiaries of \$134,786,000 (2024: \$181,940,000). These balances are amounts lent to subsidiaries to satisfy short-term funding requirements. The Company uses an approach that is based on an assessment of qualitative and quantitative factors that are indicative of the risk of default. There is no significant increase in credit risk for these exposures. Therefore impairment on these balances has been measured on the 12 month expected credit loss basis; and the amount of the allowance is insignificant.

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (c) Liquidity risk

The Group manages its liquidity risk with the view to maintaining a healthy level of cash and cash equivalents appropriate to the operating environment and expected cash flows of the Group. Liquidity requirements are maintained within the credit facilities established and are adequate and available to the Group to meet its obligations. The Group will continue to take steps to manage cost, cash flows and gearing to address its financial position. While the majority of contracts and new orders are secured on progressive payment terms, future new orders may result in increased working capital needs.

The table below analyses the maturity profile of the Group's and Company's financial instruments (including derivatives) based on contractual undiscounted cash inflows/(outflows), including estimated interest payments and excluding the impact of netting agreements:

	Carrying amount \$'000	Cash flows			Over 5 years \$'000
		Contractual cash flows \$'000	Less than 1 year \$'000	Between 1 and 5 years \$'000	
<b>Group</b>					
<b>31 December 2025</b>					
<b>Derivative financial liabilities</b>					
Interest rate swaps	(10,161)	2,566	20	2,546	–
Forward foreign currency contracts	(65,363)				
– Inflow		2,104,415	1,552,953	551,462	–
– Outflow		(2,169,778)	(1,593,708)	(576,070)	–
<b>Derivative financial assets</b>					
Forward foreign currency contracts	167,386				
– Inflow		4,744,608	4,114,254	630,354	–
– Outflow		(4,577,222)	(3,994,200)	(583,022)	–
<b>Non-derivative financial liabilities</b>					
Trade and other payables**	(6,297,462)	(6,297,462)	(6,297,462)	–	–
Interest-bearing borrowings#	(2,498,130)	(2,755,321)	(98,149)	(2,657,172)	–
Lease liabilities	(465,112)	(962,732)	(60,008)	(204,897)	(697,827)
	<u>(9,168,842)</u>	<u>(9,910,926)</u>	<u>(6,376,300)</u>	<u>(2,836,799)</u>	<u>(697,827)</u>

\* Excludes deposits received, Goods and Services Tax and deferred grant income.

# For the purposes of presentation of this liquidity table, the carrying amount of trade and other payables excludes finance costs payable while the interest-bearing borrowings include finance costs payable.

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (c) Liquidity risk (Cont'd)

	Carrying amount \$'000	Cash flows			Over 5 years \$'000
		Contractual cash flows \$'000	Less than 1 year \$'000	Between 1 and 5 years \$'000	
<b>Group</b>					
<b>31 December 2024</b>					
<b>Derivative financial liabilities</b>					
Interest rate swaps	(6,214)	(9,295)	(5,309)	(3,986)	–
Forward foreign currency contracts	(185,955)				
– Inflow		4,403,628	2,630,682	1,772,946	–
– Outflow		(4,589,583)	(2,740,446)	(1,849,137)	–
<b>Derivative financial assets</b>					
Forward foreign currency contracts	27,481				
– Inflow		2,166,703	1,023,439	1,143,264	–
– Outflow		(2,139,222)	(1,008,389)	(1,130,833)	–
<b>Non-derivative financial liabilities</b>					
Trade and other payables**	(4,644,471)	(4,644,471)	(4,644,471)	–	–
Interest-bearing borrowings#	(2,651,284)	(2,981,550)	(399,404)	(2,554,089)	(28,057)
Lease liabilities	(488,236)	(1,010,810)	(62,328)	(220,424)	(728,058)
	<u>(7,948,679)</u>	<u>(8,804,600)</u>	<u>(5,206,226)</u>	<u>(2,842,259)</u>	<u>(756,115)</u>

\* Excludes deposits received, Goods and Services Tax and deferred grant income.

# For the purposes of presentation of this liquidity table, the carrying amount of trade and other payables excludes finance costs payable while the interest-bearing borrowings include finance costs payable.

	Carrying amount \$'000	Cash flows			Over 5 years \$'000
		Contractual cash flows \$'000	Less than 1 year \$'000	Between 1 and 5 years \$'000	
<b>Company</b>					
<b>31 December 2025</b>					
<b>Non-derivative financial liabilities</b>					
Trade and other payables*	(206,187)	(206,187)	(206,187)	–	–
Corporate guarantees	–	(2,501,453)	(2,501,453)	–	–
	<u>(206,187)</u>	<u>(2,707,640)</u>	<u>(2,707,640)</u>	<u>–</u>	<u>–</u>
<b>31 December 2024</b>					
<b>Non-derivative financial liabilities</b>					
Trade and other payables*	(187,862)	(187,862)	(187,862)	–	–
Corporate guarantees	–	(2,576,593)	(2,576,593)	–	–
	<u>(187,862)</u>	<u>(2,764,455)</u>	<u>(2,764,455)</u>	<u>–</u>	<u>–</u>

\* Excludes deposits received and Goods and Services Tax.

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (c) Liquidity risk (Cont'd)

The following table indicates the periods in which the cash flow associated with derivatives that are cash flow hedges are expected to impact profit or loss and the fair value of the related hedging instruments:

	Carrying amount \$'000	Contractual cash flows \$'000	Cash flows	
			Less than 1 year \$'000	Between 1 and 5 years \$'000
<b>Group</b>				
<b>31 December 2025</b>				
<b>Derivative financial liabilities</b>				
Interest rate swaps	(10,161)	2,566	20	2,546
Forward foreign currency contracts	(62,461)			
– Inflow		1,748,145	1,196,683	551,462
– Outflow		(1,810,606)	(1,234,536)	(576,070)
<b>Derivative financial assets</b>				
Forward foreign currency contracts	166,739			
– Inflow		4,505,480	3,875,126	630,354
– Outflow		(4,338,741)	(3,755,719)	(583,022)
	94,117	106,844	81,574	25,270
<b>31 December 2024</b>				
<b>Derivative financial liabilities</b>				
Interest rate swaps	(6,214)	(9,295)	(5,309)	(3,986)
Forward foreign currency contracts	(161,626)			
– Inflow		3,891,964	2,119,018	1,772,946
– Outflow		(4,053,590)	(2,204,453)	(1,849,137)
<b>Derivative financial assets</b>				
Forward foreign currency contracts	27,481			
– Inflow		2,166,703	1,023,439	1,143,264
– Outflow		(2,139,222)	(1,008,389)	(1,130,833)
	(140,359)	(143,440)	(75,694)	(67,746)

### (d) Estimation of fair values

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1 – Fair values are measured based on quoted prices (unadjusted) from active markets for identical financial instruments.
- Level 2 – Fair values are measured using inputs, other than those used for Level 1, that are observable for the financial instruments either directly (prices) or indirectly (derived from prices). These include forward pricing and swap models utilising present value calculations using inputs such as observable foreign exchange rates (forward and spot rates), interest rate curves and forward rate curves and discount rates that reflects the credit risks of various counterparties.
- Level 3 – Fair values are measured using inputs which are not based on observable market data (unobservable input).

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (d) Estimation of fair values (Cont'd)

#### Securities

The fair value of financial assets at fair value through profit or loss, and fair value through other comprehensive income, is based on quoted market prices (bid price) in an active market at the balance sheet date without any deduction for transaction costs. If the market for a quoted financial asset is not active, and for unquoted financial assets, the Group establishes fair value by using other valuation techniques.

#### Derivatives

The fair value of forward exchange contracts is accounted for based on the difference between the contractual price and the current market price.

The fair value of interest rate swaps is the indicative amount that the Group is expected to receive or pay to terminate the swap with the swap counterparties at the balance sheet date.

#### Non-derivative non-current financial assets and liabilities

Fair values determined for non-derivative non-current financial assets and liabilities are calculated based on discounted expected future principal and interest cash flows at the market rate of interest at the reporting date. This includes determination for fair value disclosure purpose as well.

#### Other financial assets and liabilities

The carrying amounts of financial assets and liabilities with a maturity of less than one year (including trade and other receivables, cash and cash equivalents, and trade and other payables) are assumed to approximate their fair values because of the short period to maturity. All other financial assets and liabilities are discounted to determine their fair values.

For financial instruments that are not actively traded in the market, the fair value is determined by independent third party or using valuation techniques where applicable. The Group may use a variety of methods and make assumptions that are based on existing market conditions at each balance sheet date. Quoted market prices or dealer quotes for similar instruments are used to estimate the fair value for medium term notes for disclosure purpose. Other techniques, such as estimated discounted cash flows, are used to determine the fair value for the remaining financial instruments. Where discounted cash flow techniques are used, the management will estimate the future cash flows and use relevant market rate as the discount rate at the balance sheet date.

#### Non-current amount due from related parties

Fair values are calculated based on discounted expected future principal and interest cash flows at the market rate of interest at the reporting date.

#### Fair value hierarchy

The following table sets forth by level within the fair value hierarchy of the financial assets and liabilities that were accounted for at fair value on a recurring basis as of 31 December 2025. These financial assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The assessment of the significance of a particular input to the fair value measurement requires judgement, and may affect the valuation of assets and liabilities and their placement within the fair value hierarchy levels.

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (d) Estimation of fair values (Cont'd)

*Financial assets and liabilities carried at fair value*

	Fair value measurement using:			Total \$'000
	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	
<b>Group</b>				
<b>At 31 December 2025</b>				
Financial assets at fair value through other comprehensive income	1,136	–	21,044	22,180
Derivative financial assets	–	167,386	–	167,386
Derivative financial liabilities	–	(75,524)	–	(75,524)
<b>Total</b>	<b>1,136</b>	<b>91,862</b>	<b>21,044</b>	<b>114,042</b>
<b>At 31 December 2024</b>				
Financial assets at fair value through other comprehensive income	705	–	29,899	30,604
Derivative financial assets	–	27,481	–	27,481
Derivative financial liabilities	–	(192,169)	–	(192,169)
<b>Total</b>	<b>705</b>	<b>(164,688)</b>	<b>29,899</b>	<b>(134,084)</b>

In 2025 and 2024, there were no transfers between the different levels of the fair value hierarchy.

*Assets and liabilities not carried at fair value but for which fair values are disclosed\**

	Fair value measurement using:			Total \$'000
	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	
<b>Group</b>				
<b>At 31 December 2025</b>				
Interest-bearing borrowings	–	(2,501,463)	–	(2,501,463)
<b>At 31 December 2024</b>				
Interest-bearing borrowings	–	(2,363,480)	–	(2,363,480)

\* Excludes financial assets and liabilities whose carrying amounts measured on the amortised cost basis that approximate their fair values due to their short-term nature, frequent repricing, and/or where the effect of discounting is immaterial.

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (d) Estimation of fair values (Cont'd)

The following table presents the reconciliation of financial instruments measured at fair value based on significant unobservable inputs (Level 3).

	2025 \$'000	2024 \$'000
<b>Group</b>		
Balance at 1 January	29,899	80,682
Translation adjustments	(635)	792
Additions	320	153
Disposal	(4,376)	(56,018)
Fair value (loss)/gain	(4,164)	4,290
Balance at 31 December	<u>21,044</u>	<u>29,899</u>

The following table presents the valuation techniques and key inputs that were used to determine the fair value of financial instruments categorised under Level 3 of the fair value hierarchy.

	Fair value \$'000	Valuation techniques	Unobservable inputs	Range of unobservable inputs
<b>Group</b>				
<b>At 31 December 2025</b>				
Unquoted funds	12,095	Net asset value	Net asset value*	Not applicable
Unquoted equity shares	4,965	Net asset value	Net asset value*	Not applicable
	3,984	Discounted cash flow ("DCF")	Discount rate	9.05%
<b>At 31 December 2024</b>				
Unquoted funds	18,607	Net asset value	Net asset value*	Not applicable
Unquoted equity shares	6,959	Net asset value	Net asset value*	Not applicable
	4,333	Discounted cash flow ("DCF")	Discount rate	9% - 10%

\* Fair value of unquoted funds is determined by reference to the underlying assets value of the investee companies, which comprise mainly investments stated at fair value.

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (e) Fair value versus carrying amounts

The fair values of financial assets and liabilities, together with the carrying amounts shown in the balance sheets are as follows:

Group	Note	Mandatorily at FVTPL	Fair value – hedging instruments	FVOCI – Quoted equity shares	FVOCI – Unquoted equity shares	Financial assets at amortised cost	Other financial liabilities	Total carrying amount	Fair value
		\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<b>At 31 December 2025</b>									
Cash and cash equivalents	18	-	-	-	-	1,808,163	-	1,808,163	1,808,163
Trade and other receivables*	10	-	-	-	-	1,334,201	-	1,334,201	1,311,725
Financial assets at fair value through other comprehensive income									
- Quoted equity shares	9(b)	-	-	1,136	-	-	-	1,136	1,136
- Unquoted equity shares	9(a)	-	-	-	21,044	-	-	21,044	21,044
Financial assets at fair value through profit or loss									
- Forward foreign currency contracts	9(b)	647	-	-	-	-	-	647	647
Cash flow hedges									
- Forward foreign currency contracts	9(a)&(b)	-	166,739	-	-	-	-	166,739	166,739
		647	166,739	1,136	21,044	3,142,364	-	3,331,930	3,309,454
Trade and other payables**	19	-	-	-	-	-	6,307,408	6,307,408	6,307,408
Cash flow hedges									
- Forward foreign currency contracts	23(a)&(b)	-	62,461	-	-	-	-	62,461	62,461
- Interest rate swaps	23(a)&(b)	-	10,161	-	-	-	-	10,161	10,161
Financial liabilities at fair value through profit or loss									
- Forward foreign currency contracts	23(a)	2,902	-	-	-	-	-	2,902	2,902
Interest-bearing borrowings									
- Short-term borrowings	24	-	-	-	-	-	900	900	961
- Long-term borrowings	24	-	-	-	-	-	2,487,285	2,487,285	2,501,463
		2,902	72,622	-	-	-	8,795,593	8,871,117	8,885,356

\* Excludes Goods and Services Tax.

\*\* Excludes deposits received, advance payment from customers, Goods and Services Tax and deferred grant income.

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (e) Fair value versus carrying amounts (Cont'd)

Group	Note	Mandatorily at FVTPL \$'000	Fair value – hedging instruments \$'000	FVOCI – Quoted equity shares \$'000	FVOCI – Unquoted equity shares \$'000	Financial assets at amortised cost \$'000	Other financial liabilities \$'000	Total carrying amount \$'000	Fair value \$'000
<b>At 31 December 2024</b>									
Cash and cash equivalents	18	-	-	-	-	1,941,555	-	1,941,555	1,941,555
Trade and other receivables*	10	-	-	-	-	2,185,364	-	2,185,364	2,150,503
Financial assets at fair value through other comprehensive income									
- Quoted equity shares	9(b)	-	-	705	-	-	-	705	705
- Unquoted equity shares	9(a)	-	-	-	29,899	-	-	29,899	29,899
Cash flow hedges									
- Forward foreign currency contracts	9(a)&(b)	-	27,481	-	-	-	-	27,481	27,481
		-	27,481	705	29,899	4,126,919	-	4,185,004	4,150,143
Trade and other payables**	19	-	-	-	-	-	4,664,651	4,664,651	4,664,651
Cash flow hedges									
- Forward foreign currency contracts	23(a)&(b)	-	161,626	-	-	-	-	161,626	161,626
- Interest rate swaps	23(a)&(b)	-	6,214	-	-	-	-	6,214	6,214
Financial liabilities at fair value through profit or loss									
- Forward foreign currency contracts	23(a)	24,329	-	-	-	-	-	24,329	24,329
Interest-bearing borrowings									
- Short-term borrowings	24	-	-	-	-	-	257,477	257,477	257,198
- Long-term borrowings	24	-	-	-	-	-	2,373,627	2,373,627	2,363,480
		24,329	167,840	-	-	-	7,295,755	7,487,924	7,477,498

\* Excludes Goods and Services Tax.

\*\* Excludes deposits received, advance payment from customers, Goods and Services Tax and deferred grant income.

# Notes to the Financial Statements

Year ended 31 December 2025

## 40 FINANCIAL INSTRUMENTS (Cont'd)

### (e) Fair value versus carrying amounts (Cont'd)

	Note	Financial assets at amortised cost \$'000	Other financial liabilities \$'000	Total carrying amount \$'000	Fair value \$'000
<b>Company</b>					
<b>At 31 December 2025</b>					
Cash and cash equivalents	18	22,503	–	22,503	22,503
Trade and other receivables*	10	845,957	–	845,957	845,957
		<u>868,460</u>	<u>–</u>	<u>868,460</u>	<u>868,460</u>
Trade and other payables**	19	–	206,187	206,187	206,187
<b>At 31 December 2024</b>					
Cash and cash equivalents	18	26,879	–	26,879	26,879
Trade and other receivables*	10	1,602,003	–	1,602,003	1,602,003
		<u>1,628,882</u>	<u>–</u>	<u>1,628,882</u>	<u>1,628,882</u>
Trade and other payables**	19	–	187,862	187,862	187,862

\* Excludes Goods and Services Tax.

\*\* Excludes deposits received.

### (f) Capital management

The Group aims to maintain a sound capital base so as to maintain investor, creditor and market confidence and to sustain future development and growth of its businesses, while at the same time maintaining an appropriate dividend payout to reward shareholders. The Group monitors Economic Value Added attributable to shareholders, which the Group defines as net operating profit after tax less capital charge excluding non-controlling interests. Management also monitors the level of dividends paid to ordinary shareholders.

The Group seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position. Capital is defined as equity attributable to the equity holders. The Group's debt to capitalisation ratio as at the balance sheet date was as follows:

	Group	
	2025 \$'000	2024 \$'000
Debt	2,488,185	2,631,104
Total equity	6,906,989	6,340,797
Total debt and equity	<u>9,395,174</u>	<u>8,971,901</u>
Debt-to-capitalisation ratio	<u>0.26</u>	<u>0.29</u>

There were no changes in the Group's approach to capital management during the year.

The Group is required to maintain consolidated net borrowings to consolidated net assets (less dividends, goodwill and other intangible assets) ratio of not more than 1.75.

# Notes to the Financial Statements

Year ended 31 December 2025

## 41 CONTINGENT LIABILITIES

The Group is subject to various litigation, regulatory and arbitration matters in the normal course of business.

The Group rigorously defends the claims and, in the opinion of management, the resolution of these matters should not have a material effect on the financial position of the Group.

### Civil action by EIG funds

In 2018, eight investment funds (“Plaintiffs”) managed by EIG Management Company, LLC (“EIG”) commenced civil action against Seatrrium O&M in the United States District Court for the Southern District of New York on the basis that Seatrrium O&M had allegedly violated the Racketeer Influenced and Corrupt Organizations Act (“RICO”) and having aided and abetted fraud. In 2020, the Court dismissed the Plaintiff’s RICO claims.

In September 2021, the Plaintiffs and Seatrrium O&M each served a motion for summary judgment. The Plaintiffs had quantified their claims to be approximately US\$820,000,000, including approximately US\$442,000,000 in punitive damages and US\$157,000,000 as pre-judgment interest.

In March 2024, a summary judgment was entered in favour of Seatrrium O&M, dismissing the entire case brought by the Plaintiffs. The Plaintiffs filed an appeal. This was subsequently withdrawn after parties entered into a settlement agreement in April 2025 where a nominal payment of US\$1,000,000 was made to the Plaintiffs in full and final settlement without any admission of liability.

### Corporate claim

In August 2025, Keppel Ltd filed a notice of arbitration seeking, inter alia, an order that the Company pay to Keppel the sum of S\$68,383,582.73 plus interest and costs as part of the indemnity for the Operation Car Wash investigations pursuant to the February 2023 merger of SCM and Keppel Offshore & Marine Ltd. SCM is defending the claim vigorously and shall therefore treat the claim as a contingent liability for disclosure in the financial statements.

### DoIWin 5 Arbitration

Seatrrium New Energy Limited (“SNE”) and Aibel AS (“Aibel”), had entered into a Consortium Agreement in respect of a 900MW offshore converter platform referred to as DoIWin 5 (the “Project”), for which the end-customer is TenneT Offshore GmbH (“TenneT”).

On 21 January 2026, SNE and Aibel filed arbitration proceedings against each other in relation to disputes arising from the Consortium Agreement for the Project. Parties’ claim relate to breaches on the scopes of work and disagreements on the allocation of their scope of responsibilities for sums up to EUR180,000,000. Preliminary advice received by SNE indicates that such claims are limited under the Consortium Agreement to approximately EUR5 million and do not give rise to further financial exposure beyond that for the respective parties. SNE is contesting the validity and substantiation of some of Aibel’s claims and in turn is seeking declarations to clarify the parties’ obligations and liabilities under the Consortium Agreement.

The two arbitration proceedings have been consolidated.

### P-54 Arbitration

The arbitration relates to a legacy contract for the conversion of the P-54 FPSO (the “P-54 Contract”), which was entered into between a subsidiary, Jurong Shipyard Pte Ltd (“JSPL”), and Petrobras Netherlands B.V. (“PNBV”) in June 2004. There were adjustments to the contract price to reflect cost increases arising from foreign exchange movements and market overheating conditions. These were subsequently challenged by the Brazilian Federal Court of Accounts, the Tribunal de Contas da União (“TCU”).

# Notes to the Financial Statements

Year ended 31 December 2025

## 41 CONTINGENT LIABILITIES (Cont'd)

### P-54 Arbitration (Cont'd)

In 2008, JSPL and PNBV entered into a settlement agreement (the "Settlement Agreement") to fully resolve all issues. PNBV agreed to pay JSPL a close-out sum of US\$152.3 million (the "Close-out Payment"). US\$55.7 million of this amount was withheld pending TCU's final decision (the "Withheld Amount"). JSPL expressly reserved its right to claim the Withheld Amount through arbitration.

The TCU issued its final decision in November 2023. However, PNBV continued to retain the Withheld Amount. Petróleo Brasileiro S.A. ("Petrobras"), PNBV's parent company, issued a demand letter to JSPL claiming US\$135.3 million in alleged overpayments. After deducting the US\$55.7 million withheld, Petrobras demanded a net payment of US\$79.6 million.

JSPL commenced arbitration to claim the Withheld Amount under the Settlement Agreement and to prevent any further recovery attempts by PNBV in connection with the P-54 Contract.

### Performance guarantees

The Company has provided performance guarantees of \$21,983,132,000 (2024: \$22,846,145,000) to subsidiaries in respect of their performance on contracts with customers. Under SFRS(I) 17, the Company has assessed that the future cash outflows is remote and risk adjustment for non-financial risk is immaterial. No liabilities were therefore recognised in the Company's separate financial statements.

### Corporate guarantees

	2025 \$'000	2024 \$'000
<b>Company</b>		
Unsecured corporate guarantees granted in respect of:		
– Term loans by subsidiaries	330,000	330,000
– Revolving credit facilities by subsidiaries	1,846,453	1,921,593
– Bonds issued by subsidiaries	<u>325,000</u>	<u>325,000</u>

The Company has provided guarantees to banks to secure external borrowings of its wholly-owned subsidiaries, Jurong Shipyard Pte Ltd and Seatrium Financial Services Pte. Ltd. These financial guarantee contracts are accounted for as financial instruments.

The principal risk to which the Company is exposed to is credit risk in connection with guarantee contracts it has issued. The credit risk represents the loss that would be recognised upon a default by the parties to which the guarantees were given on behalf of. To mitigate these risks, management continually monitors the risk and has established processes including performing credit evaluations of the parties it is providing the guarantees on behalf of.

There are no terms and conditions attached to the guarantee contracts that would have a material effect on the amount, timing and uncertainty of the Company's future cash flows.

Estimates of the Company's obligation arising from financial guarantee contracts may be affected by future events, which cannot be predicted with any certainty. The assumptions made may well vary from actual experience so that the actual liability may vary considerably from the best estimates. As of balance sheet date, there is no provision made in respect of the obligations as the Company believes it is remote that these corporate guarantees will be called upon.

# Notes to the Financial Statements

Year ended 31 December 2025

## 42 COMMITMENTS

Commitments not provided for in the financial statements are as follows:

	Group		Company	
	2025 \$'000	2024 \$'000	2025 \$'000	2024 \$'000
<i>Approved capital commitment:</i>				
– Approved capital expenditure commitment	46,225	26,574	–	–

## 43 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates, assumptions concerning the future and judgements are made in the preparation of the financial statements. They affect the application of the Group's accounting policies, reported amounts of assets, liabilities, income and expenses, and disclosures made. They are assessed on an on-going basis and are based on experience and relevant factors, including expectations of future events that are believed to be reasonable under the circumstances.

### **Key sources of estimation uncertainty**

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

Information on other significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are described in the following notes:

#### **(a) Impairment assessment of goodwill**

In 2023, the Group recognised goodwill of \$3,816,181,000 on acquisition of Seatrium Offshore & Marine Limited.

Post-combination, management undertook a strategic review of its business focus, operational footprint, and assets required to support its new strategy of building a profitable and resilient business going forward ("Strategic Review"); and identified core assets (also known as "Core CGUs") for business integration to reap benefits and synergies for the Group, as well as surplus assets (or the "Non-core assets") to its operations.

Goodwill recognised is then allocated to groups of Core CGUs together with the Delayed yards<sup>(1)</sup> that remained in operation (collectively, the "Operating CGUs") at reporting date serving the Rigs & floaters, repairs & upgrades, offshore platforms and specialised shipbuilding operating segment. The goodwill reflects the future benefits and synergies created within these Operating CGUs, integrating as one unit, to be centrally managed and monitored. The allocation of goodwill may however change in future periods depending on re-organisation of these Operating CGUs, as the Group continuously reviews its business plans, order book and yards capacity.

This goodwill, together with the carrying values of non-financial assets deployed in the Operating CGUs, were then tested for impairment.

<sup>(1)</sup> Refer to Note 4 for description of Delayed yards together with their separate individual assets impairment test.

The recoverable amount is determined based on value-in-use calculation using cash flow projections derived from the most recent financial budgets approved by the Board of Directors for the next five years, and extrapolated at a terminal value growth rate thereafter.

# Notes to the Financial Statements

Year ended 31 December 2025

## 43 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Cont'd)

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

#### (a) Impairment assessment of goodwill (Cont'd)

The estimated recoverable amount of the Operating CGUs is in excess of the carrying amounts of the Group's net assets including goodwill on consolidation. Accordingly, no impairment of goodwill was necessary at reporting date.

The key assumptions used in the estimation of recoverable amount are as follows:

#### Discount rate

The discount rate used is 7.9% (2024: 8.0%). The discount rate was determined from a market participant perspective, using observable inputs derived from comparable companies.

The discount rate applied for impairment testing will be re-assessed each year based on market conditions and risk profile of market participants.

#### Terminal value growth rate

Terminal value growth rate of 3.30% (2024: 3.35%) is benchmarked against the long-term projected nominal GDP growth rate of developed countries, and Singapore's long-term inflation rate and long-term nominal GDP growth rate.

#### Cash flows

The cash flows are projected based on the Group's past experience, estimate of pipeline revenue, market observable data surrounding the state-owned and international oil majors' capital commitments and projected capital expenditure in oil and gas production and exploration activities, market expectations and developments for contract order prices, and demands for production solutions (or the "forecast order book"). The Group currently pivots to floating oil and LNG solutions and offshore renewable projects.

Forecasted margins are projected with reference to historical experience of project costs and planned efficiencies from repeated project types, and synergies from enhanced capabilities and labour pool.

Capital expenditure was estimated based on the Group's past experience and planned maintenance and replacement of existing assets. Management assumes replacement capital expenditure throughout the cash flow periods.

#### Sensitivity to changes in assumptions

Management has identified that a reasonably possible change in the following key assumptions could cause the carrying amount to exceed the recoverable amount.

	Change required for carrying amount to equal the recoverable amount	
	2025	2024
<b>Group</b>		
Discount rate; or	2.6%; or	3.9%; or
Terminal value growth rate; or	3.8%; or	3.4%; or
Terminal year gross margin	2.9%.	4.5%.
Assuming all things remain constant		

# Notes to the Financial Statements

Year ended 31 December 2025

## 43 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Cont'd)

### *Key sources of estimation uncertainty (Cont'd)*

#### **(b) Taxes**

##### *Current tax*

The Group is subject to taxes in numerous jurisdictions. Significant judgement is involved in determining the group-wide provision for taxes. In determining the amount of current and deferred taxes, the Group takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due.

There are certain transactions and computation for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for expected tax issues based on estimates of whether additional taxes will be due. The Group believes that its accruals for tax liabilities are adequate for all open years based on its assessment of many factors, including interpretations of tax law and prior experience. This assessment relies on estimates and assumptions and may involve a series of judgements about future events. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the taxes and deferred tax provisions in the period in which such determination is made. The tax expense is disclosed in Note 33.

##### *Deferred tax assets*

Certain subsidiaries of the Group have tax benefits arising from unutilised tax losses, tax credits and deductible temporary differences, which are available for set-off against future taxable profits. Of these, the utilisation of these tax benefits, for which deferred tax asset was recognised, is presumed on the ability of the Group's subsidiaries to generate taxable profits in the foreseeable future.

##### *International tax reform – Pillar Two model rules*

The Organization for Economic Co-operation and Development has proposed a global minimum tax of 15% of reported profits (Pillar Two) that has been agreed upon in principle by over 140 countries. During 2024, many countries took steps to incorporate Pillar Two model rule concepts into their domestic laws. Although the model rules provide a framework for applying the minimum tax, countries may enact Pillar Two slightly differently than the model rules and/or on different timelines. Singapore has substantially enacted new legislation to implement a domestic minimum top-up tax and the income inclusion rule from financial year starting 1 January 2025. While the Group continues to monitor legislative developments, the Group does not anticipate Pillar Two to have a material impact on the Group's long-term financial position.

#### **(c) Depreciation of property, plant and equipment**

Property, plant and equipment are depreciated on a straight-line basis over their estimated useful lives. Management estimates the useful lives of these property, plant and equipment to be within 1 to 65 years. The carrying amounts of the Group's property, plant and equipment are set out in Note 4. Changes in the expected level of usage and technological developments could impact the economic useful lives and the residual values of these assets; therefore future depreciation charges could be revised.

#### **(d) Provisions and contingent liabilities**

Estimates of the Group's obligations arising from contracts that exist as at balance sheet date may be affected by future events, which cannot be predicted with any certainty. The assumptions and estimates are made based on management's knowledge and experience and may vary from actual experience so that the actual liability may vary considerably from the best estimates.

# Notes to the Financial Statements

Year ended 31 December 2025

## 43 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Cont'd)

### *Key sources of estimation uncertainty (Cont'd)*

#### (d) Provisions and contingent liabilities (Cont'd)

##### *Warranty*

The provision for warranty is based on estimates from known and expected warranty work and contractual obligations for further work to be performed after completion. The warranty expense incurred could be higher or lower than the provision made. Movements in provision for warranty are detailed in Note 22.

##### *Site restoration costs*

The provision for site restoration costs arising from operating leases is based on best estimate of the costs to be incurred beyond the 12 months period provided by external consultants and the scope of works to be agreed with the lessors. Given the complexities involved in carrying out the restoration work on certain sites in the longer run, the actual costs may vary from the estimate.

##### *Contingent liabilities*

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote.

Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

Disclosure of contingent liabilities is detailed in Note 41.

#### (e) Determination of net realisable value of inventories

The net realisable value of inventories is estimated by reference to contract prices. However, such net realisable value may not be the actual realisable value, arising from contract modifications, if any, which may result in other variable considerations. Such contract modifications may significantly affect the eventual realisable value of inventories; and there is a significant risk of resulting in a material adjustment to the carrying amounts of inventories in future periods.

#### (f) Determination of the appropriate rate to discount lease payments

The Group is required to exercise considerable judgement in determining the discount rate by taking into account the nature of the underlying assets and the terms and conditions of the leases, at both the commencement date and the effective date of any lease modification.

#### (g) Impairment assessment of the Company's investment in subsidiaries

Determining whether investments in subsidiaries are impaired requires an estimate of the recoverable amount of the subsidiaries. Estimating the recoverable amount requires the Company to make an estimate of the future cash flows expected from its investment and of an appropriate discount rate in order to calculate the present value of these cash flows. The forecasts used to estimate the future cash flows are subject to the risks noted in the impairment assessments of the Group's shipyards operated by these subsidiaries.

# Notes to the Financial Statements

Year ended 31 December 2025

## 43 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Cont'd)

### *Critical accounting judgements in applying the Group's accounting policies*

In the process of applying the Group's accounting policies, management has made certain judgements, apart from those involving estimations, which have significant effect on the amounts recognised in the financial statements.

#### **(a) Revenue recognition and assessment of risk of foreseeable losses on long-term construction contracts**

The Group has generally assessed its contracts relating to services for ship and rig repair, building, conversion and overhaul as a single performance obligation due to the inter-dependence of services provided in these contracts.

Significant judgement is required in determining whether the performance obligations are distinct. Such considerations include the Group's assessment of whether the customer can benefit from the good or service either on its own or together with other resources that are readily available to the customers and the Group's promise to transfer the good or service to the customer is separately identifiable from other promises in the contracts.

For contracts with variable considerations (such as change orders, liquidated damages or discounts), the Group has applied judgement in determining the contract price for revenue recognised under the percentage of completion method. Such judgement includes (i) assessment of the evaluation of any potential risks and factors which may affect the timely completion of the project as well as the quality of output delivered to the customer (ii) expected outcomes from contract price negotiation with customers. Actual outcomes of variable consideration attained may deviate from the estimate assumed in the contract price affecting the results in profit or loss in future periods.

The Group has recognised revenue on construction contracts, rigs & floaters, repairs & upgrades and offshore platforms based on the percentage of completion method in proportion to the stage of completion. The percentage of completion is assessed by reference to surveys of work performed. Significant judgement is required in determining the appropriate stage of completion for revenue recognition; and likewise, judgement is required in determining the triggering point of suspension of revenue recognition when it is no longer probable that inflow of economic benefits associated with the contracts will occur. Such consideration includes the Group's assessment of the credit-worthiness of customers and an evaluation of the contract performance obligations discharged by the customers.

The Group conducts critical review of all its long-term construction contracts regularly. Allowance is made where necessary to account for onerous contracts. To determine the total costs, the Group monitors and reviews constantly the progress of all long-term construction contracts taking into consideration all inputs from both internal project managers and external customers. The review includes evaluating any potential risks and factors which may affect the contract price and timely completion of the construction contracts. The review also encompasses the cost analysis process whereby both actual costs incurred and future costs to complete are critically examined.

#### **(b) Contract costs – fulfilment costs**

For ship and rig building contracts with customers, the costs incurred during the construction phase are recognised as an asset (i.e. contract costs – fulfilment). Upon fulfilment of the performance obligation and recognition of revenue, these costs will be recognised in profit or loss. Significant judgement is required to determine if the contract costs recognised are expected to be recovered. Such judgement includes assessment of the evaluation of any potential risks and factors which may affect the customer ability to take delivery of the completed project. The review also encompasses the analysis of the industry outlook and the customers' financial health.

# Notes to the Financial Statements

Year ended 31 December 2025

## 43 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Cont'd)

### *Critical accounting judgements in applying the Group's accounting policies (Cont'd)*

#### (c) Impairment of financial assets and contract assets

The Group follows the guidance of SFRS(I) 9 *Financial Instruments* in recognising loss allowances for expected credit losses on financial assets and contract assets.

The loss allowances for financial assets and contract assets are based on assumptions about risk of default and expected loss rates to be applied for the respective category of the financial assets and contract assets. The Group uses judgement in making these assumptions and selecting the input to the impairment calculation including credit default ratings, evaluation of the Group's past history of loss rate, existing market conditions as well as forward looking estimates at the end of each reporting period. The Group also evaluates, among other factors, financial restructuring (where relevant), credit-worthiness and financial health of and near-term business outlook of its customers, including factors such as industry and sector performance, changes in technology and operational and financing cash flows.

For certain financial assets and contract assets, the Group has a right to repossess or retain title, and to re-sell the assets delivered in the event of default by the customer. The Group has assessed and considered the value of the repossessed assets and applied a range of probability weighted possible outcomes in determining the expected credit loss.

In segmenting the customers for the loss allowance, judgement is involved in determining the credit-worthiness and financial health of its customers whose conditions are subject to changes, which may require changes in the customers' segmentation, which in turn may affect the level of loss allowance in future periods.

The carrying amounts of financial assets and contract assets are disclosed in the following notes:

- Note 9 – Other financial assets
- Note 10 – Trade and other receivables
- Note 12 – Contract assets

#### (d) Exercise of extension option, purchase option and termination option

In determining the lease term, the Group considers all facts and circumstances that create an economic incentive to exercise an extension option, purchase option or option to terminate. Extension options (or periods after an optional termination date) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). Potential future cash outflows are not included in the lease liability if it is not reasonably certain that the leases will be extended (or not terminated) or that purchase options will be exercised. The assessment is reviewed if a significant event or a significant change in circumstances that is within the control of the lessee occurs and affects this assessment.

#### (e) Hedging accounting relationships

The Group determines whether an economic relationship exists between the cash flows of the hedged item and hedging instrument based on an evaluation of the qualitative characteristics of these items and the hedged risk that is supported by quantitative analysis. The Group considers whether the critical terms of the hedged item and hedging instrument closely align when assessing the presence of an economic relationship. The Group evaluates whether the cash flows of the hedged item and the hedging instrument respond similarly to the hedged risk, such as the benchmark interest rate or foreign currency. The Group further supports this qualitative assessment by using regression analysis to assess whether the hedging instrument is expected to be and has been highly effective in offsetting changes in the present value of the hedged item.

# Notes to the Financial Statements

Year ended 31 December 2025

## 43 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Cont'd)

### *Critical accounting judgements in applying the Group's accounting policies (Cont'd)*

#### (f) Capitalisation of development costs

Significant managerial judgement and detailed evaluation is required to determine whether it is appropriate to capitalise or to continue to carry costs associated with the development of engineering designs for offshore solutions on the balance sheet. Such costs remain on the balance sheet while additional review and feasibility studies are performed on the designs. All such carried costs are subject to regular technical, commercial and management review on at least an annual basis to confirm the continued intent to develop. Where there is no longer an intention to continue the development, the costs are immediately expensed. The Group remains committed to developing the engineering designs and expects to carry the capitalised costs on its balance sheet.

The carrying amount of engineering designs under development is included in Note 13. When available for use, the costs capitalised will be reclassified within intangible assets and commence amortisation.

#### (g) Climate-related

In applying the Group's accounting policies, management exercised judgement in assessing the relevance of longer-term strategic initiatives relating to lower-emission projects, as described in another Sustainability Report issued by the Group, and concluded that these do not give rise to material recognised assets, liabilities or commitments as at the reporting date.

In order to enhance the Group's technology capabilities and competitiveness to deliver more offshore green projects, the Group has set aside investment sum of \$100 million by 2030.

# Notes to the Financial Statements

Year ended 31 December 2025

## 44 GROUP ENTITIES

Details of the Group's subsidiaries, associates and joint ventures are as follows:

Name of company	Place of incorporation and business	Principal activities	Effective equity held by the Group	
			2025 %	2024 %
<b><i>Subsidiaries</i></b>				
Gravifloat AS <sup>(2)</sup>	Norway	Engineering and related services	100	56
Joint Shipyard Management Services Pte Ltd <sup>(1)</sup>	Singapore	Managing dormitories	56	56
Jurong Shipbuilders Private Limited <sup>(1)</sup>	Singapore	Investment holding	100	100
Jurong Shipyard Pte Ltd <sup>(1)</sup>	Singapore	Ship and rig repair, building, conversion and related services	100	100
Nantong Seatrium Technology and Trading Development Co., Ltd <sup>(4)</sup>	People's Republic of China	Trade facilitation, distribution of goods, provision of services, and consultancy across diverse industries and markets	100	100
PPL Shipyard Pte Ltd <sup>(4)</sup>	Singapore	Amalgamated with Seatrium (SG) Pte. Ltd. on 1 January 2026	100	100
Seatrium (SG) Pte. Ltd. <sup>(1)</sup>	Singapore	Ship and rig repair, building, conversion, offshore engineering and related services	100	100
Seatrium Financial Services Pte. Ltd. <sup>(1)</sup>	Singapore	Acting as the finance and treasury centre for the Group	100	100
Seatrium Offshore & Marine Limited <sup>(1)</sup>	Singapore	Investment holding company	100	100
SML Shipyard Pte Ltd <sup>(1)</sup>	Singapore	Ship repair and related services	100	100
<b><i>Subsidiaries of Jurong Shipyard Pte Ltd</i></b>				
Dolphin Rig 1 Pte. Ltd. <sup>(4)</sup>	Singapore	Provision of marine/offshore engineering and shipbuilding services	100	100
Dolphin Rig 2 Pte. Ltd. <sup>(4)</sup>	Singapore	Provision of marine/offshore engineering and shipbuilding services	100	100
Dolphin Rig 3 Pte. Ltd. <sup>(4)</sup>	Singapore	Provision of marine/offshore engineering and shipbuilding services	100	100
Dolphin Rig 4 Pte. Ltd. <sup>(4)</sup>	Singapore	Provision of marine/offshore engineering and shipbuilding services	100	100
Dolphin Rig 5 Pte. Ltd. <sup>(4)</sup>	Singapore	Provision of marine/offshore engineering and shipbuilding services	100	100
Dolphin Rig 6 Pte. Ltd. <sup>(4)</sup>	Singapore	Provision of marine/offshore engineering and shipbuilding services	100	100
Dolphin Rig 7 Pte. Ltd. <sup>(4)</sup>	Singapore	Provision of marine/offshore engineering and shipbuilding services	100	100
Estaleiro Jurong Aracruz Ltda <sup>(3)</sup>	Brazil	Ship and rig repair, building, conversion and related services	100	100
Jurong do Brasil Prestacao de Servicos Ltda <sup>(3)</sup>	Brazil	Ship and rig repair, building, conversion and related services	100	100
Jurong Netherlands B.V. <sup>(4)</sup>	Netherlands	Investment holding	100	100
Jurong Offshore Pte. Ltd. <sup>(1)</sup>	Singapore	Investment holding	100	100
Polar 1 Construc�ao Naval SPE Ltda <sup>(3)</sup>	Brazil	Construction of large vessels, maintenance and repair of vessels and floating structures, shipping activities and engineering services	100	100
Seatrium Engineering Penang Sdn. Bhd. <sup>(2)</sup>	Malaysia	Render services for engineering	100	100
Seatrium SSP Inc <sup>(4)</sup>	United States of America	In the process of termination of business registration	100	100

# Notes to the Financial Statements

Year ended 31 December 2025

## 44 GROUP ENTITIES (Cont'd)

Name of company	Place of incorporation and business	Principal activities	Effective equity held by the Group	
			2025 %	2024 %
<b><i>Subsidiaries of PPL Shipyard Pte Ltd</i></b>				
Baker Marine Services (HK) Limited <sup>(4)</sup>	Hong Kong	In the process of deregistration	100	100
<b><i>Subsidiaries, associates and joint ventures of Seatrium (SG) Pte. Ltd.</i></b>				
Aquarius Brasil B.V. <sup>(3)</sup>	Netherlands	Shipowner	100	100
Aragon AS <sup>(2)</sup>	Norway	Process design and engineering	50	50
JPL Industries Pte Ltd <sup>(1)</sup>	Singapore	Processing and distribution of copper slag	85.8	85.8
Karimun Shiprepair & Engineering Pte Ltd <sup>(1)</sup>	Singapore	Investment holding	100	100
LMG Marin AS <sup>(2)</sup>	Norway	Ship design and engineering	100	100
LMG Marin France <sup>(4)</sup>	France	Ship design and engineering	60	60
LMG Marin Poland Sp. z o.o. (fka. Midcon Designer Sp. z o.o.) <sup>(4)</sup>	Poland	Ship design and engineering	72.4	72.4
LMG Oilcraft AS <sup>(4)</sup>	Norway	Ship design and engineering	100	100
PT Karimun Sembawang Shipyard <sup>(3)</sup>	Indonesia	Ship repair and related services	100	100
PT SMOE Indonesia <sup>(2)</sup>	Indonesia	Engineering, construction and fabrication of offshore structures	90	90
Seatrium Contractors Pte. Ltd. <sup>(4)</sup>	Singapore	In the process of liquidation	100	100
Seatrium Digital Pte. Ltd. <sup>(1)</sup>	Singapore	Research and experimental development of digitalisation and automation industrial applications	100	100
Seatrium Eco Technology Pte. Ltd. <sup>(1)</sup>	Singapore	Research and development, holding of patents	100	100
Seatrium Energy (Fixed Platforms) Pte. Ltd. <sup>(1)</sup>	Singapore	Engineering, construction and fabrication of offshore structures	100	100
Seatrium Energy (International) Pte. Ltd. <sup>(1)</sup>	Singapore	Ship and rig building, conversion and related services	100	100
Seatrium Marine Services Pte. Ltd. <sup>(1)</sup>	Singapore	Provision of tugging and sea transportation services	100	100
Seatrium Offshore Renewable Services Ltd <sup>(3)</sup>	United Kingdom	Design, engineering, fabrication and installation of offshore platforms, modules and structures for the oil, gas and renewable energy industry	100	100
Seatrium Repairs & Upgrades Pte. Ltd. <sup>(1)</sup>	Singapore	Ship repair and related services	100	100
Seatrium Solutions Pte. Ltd. <sup>(1)</sup>	Singapore	Provision of management and technical services	100	100
Seatrium Specialised Shipbuilding Pte. Ltd. <sup>(1)</sup>	Singapore	Shipbuilding, ship repair and related services	100	100
SES Marine Services (Pte) Ltd <sup>(4)</sup>	Singapore	Marine services	100	100
Sevan Deepwater Technology AS <sup>(2)</sup>	Norway	Design, development, engineering and consulting related to offshore solutions	100	100
Straits Overseas Pte. Ltd. <sup>(1)</sup>	Singapore	Investment holding and engineering, construction and fabrication of offshore marine structures	100	100

# Notes to the Financial Statements

Year ended 31 December 2025

## 44 GROUP ENTITIES (Cont'd)

Name of company	Place of incorporation and business	Principal activities	Effective equity held by the Group	
			2025 %	2024 %
<b><i>Subsidiaries and associates of Seatrium Offshore &amp; Marine Limited</i></b>				
Asian Lift Pte Ltd <sup>(3)</sup>	Singapore	Provision of heavy-lift equipment and related services	50	50
Atwin Offshore & Marine Pte Ltd <sup>(3)</sup>	Singapore	Investment holding company	30	30
FELS Offshore Pte Ltd <sup>(1)</sup>	Singapore	Holding of long-term investments	100	100
Hygrove Investments Limited <sup>(4)</sup>	British Virgin Islands	Holding of long-term investments	100	100
KS Investments Pte Ltd <sup>(1)</sup>	Singapore	Holding of long-term investments	100	100
Seatrium Energy (Americas) Pte. Ltd. <sup>(1)</sup>	Singapore	Ship repairing, shipbuilding and conversion	100	100
Seatrium Marine & Deepwater Technology Pte. Ltd. <sup>(1)</sup>	Singapore	Research and experimental development on deepwater engineering	100	100
Seatrium New Energy Limited <sup>(1)</sup>	Singapore	Construction, fabrication and repair of offshore production facilities and drilling rigs, power barges, specialised vessels and other offshore production facilities	100	100
Seatrium Offshore & Marine Technology Centre Pte. Ltd. <sup>(4)</sup>	Singapore	Research and development on marine and offshore engineering	100	100
Seatrium Offshore Technology Arabia Limited. <sup>(3)</sup>	Saudi Arabia	Repairs, architectural engineering activities and related technical consultancy services	100	100
Seatrium Offshore Technology Pte. Ltd. <sup>(1)</sup>	Singapore	Production of jacking systems	100	100
Seatrium Sea Scan Pte. Ltd. <sup>(4)</sup>	Singapore	Amalgamated with Alpine Engineering Services Pte Ltd on 15 April 2025	–	100
<b><i>Subsidiaries of FELS Offshore Pte Ltd</i></b>				
Angra Propriedades & Administracao Ltda <sup>(2)</sup>	Brazil	Holding of long-term investments and property management	100	100
AzerFELS Pte Ltd <sup>(1)</sup>	Singapore	Holding of long-term investments	68	68
Bintan Offshore Fabricators Pte Ltd <sup>(3)</sup>	Singapore	Offshore engineering and construction business	60	60
Caspian Shipyard Company LLC <sup>(4)</sup>	Azerbaijan	In the process of liquidation	51	51
Delporton Navegacao e Participacoes Ltda <sup>(4)</sup>	Brazil	Engineering, construction, manufacturing and repair of offshore platforms and vessels	100	100
Estaleiro BrasFELS Ltda <sup>(2)</sup>	Brazil	Engineering, construction and fabrication of platforms for the oil and gas sector, shipyard works and other general business activities	100	100
FSTP Brasil Ltda <sup>(2)</sup>	Brazil	Engineering, construction, manufacturing, and repair of platforms and offshore vessels, especially for oil and gas companies	75	75
FSTP Pte Ltd <sup>(1)</sup>	Singapore	Construction, fabrication and repair of offshore production facilities and drilling rigs	75	75
Greenwood Pte Ltd <sup>(1)</sup>	Singapore	Holding of long-term investments	100	100
Guanabara Navegacao Ltda <sup>(4)</sup>	Brazil	Divested on 31 October 2025	–	100
Keppel MexFELS, SA de CV <sup>(4)</sup>	Mexico	In the process of liquidation	100	100
KV Enterprises B.V. <sup>(4)</sup>	Netherlands	Holding of long-term investments	100	100
KV Ventus B.V. <sup>(4)</sup>	Netherlands	Investment holding company	100	100
KVE Administradora de Bens Imoveis Ltda <sup>(2)</sup>	Brazil	Holding of long-term investments and property management	100	100
KVE Investments B.V. <sup>(4)</sup>	Netherlands	Project management services	100	100
Lindel Pte Ltd <sup>(1)</sup>	Singapore	Construction, fabrication and repair of offshore production facilities and drilling rigs	100	100

# Notes to the Financial Statements

Year ended 31 December 2025

## 44 GROUP ENTITIES (Cont'd)

Name of company	Place of incorporation and business	Principal activities	Effective equity held by the Group	
			2025 %	2024 %
<b><i>Subsidiaries of FELS Offshore Pte Ltd (cont'd)</i></b>				
Navegantes Administracoes de Bens Moveis e Imoveis Ltda <sup>(4)</sup>	Brazil	Shipbuilding	100	100
Offshore Wind 1 Pte Ltd <sup>(1)</sup>	Singapore	Chartering of ships, barges and boats with crew	100	100
Owec Tower AS <sup>(4)</sup>	Norway	Offshore engineering and construction	100	100
Prismatic Services Limited <sup>(4)</sup>	British Virgin Islands	Project procurement	100	100
PT Bintan Offshore <sup>(3)</sup>	Indonesia	Offshore engineering and construction	60	60
Regency Steel Japan Limited <sup>(4)</sup>	Japan	Sourcing, fabricating and supply of specialised steel components	51	51
Renewables Assets Partners Pte Ltd <sup>(4)</sup>	Singapore	In the process of liquidation	100	100
Seatrium ACE Pte. Ltd. <sup>(1)</sup>	Singapore	Generation, transmission, distribution and sale of electricity by gas engines, solar panels and batteries, and ship bunkering	100	100
Seatrium AmFELS Mexico Engineering, SA de CV <sup>(4)</sup>	Mexico	In the process of liquidation	100	100
Seatrium AmFELS, Inc. <sup>(4)</sup>	United States of America	Construction and repair of offshore drilling rigs and offshore production facilities	100	100
Seatrium Engineering Kuala Lumpur Sdn. Bhd. <sup>(3)</sup>	Malaysia	Marine and offshore engineering services	100	100
Seatrium Engineering Mumbai Private Limited <sup>(3)</sup>	India	Marine and offshore engineering services	100	100
Seatrium Engineering Shenzhen Co., Ltd <sup>(3)</sup>	People's Republic of China	Marine and offshore engineering services	100	100
Seatrium Engineering Wuhan Co., Ltd <sup>(3)</sup>	People's Republic of China	Marine and offshore engineering services	100	100
Seatrium FELS Brasil Investments Ltda <sup>(4)</sup>	Brazil	Holding of long-term investments	100	100
Seatrium FELS Brasil Navegacao Ltda <sup>(4)</sup>	Brazil	Ship owning	100	100
Seatrium FELS Brasil SA <sup>(2)</sup>	Brazil	Engineering, construction and fabrication of platforms for the oil and gas industry	100	100
Seatrium Letourneau USA, Inc <sup>(3)</sup>	United States of America	Design and license of various offshore rigs and platforms	100	100
Seatrium Offshore & Marine USA, Inc <sup>(4)</sup>	United States of America	Offshore and marine-related services	100	100
Seatrium Offshore Technology Middle East FZE <sup>(3)</sup>	United Arab Emirates	Oilfield equipment trading, service and repair	100	100
Seatrium Singmarine Brasil Ltda <sup>(2)</sup>	Brazil	Shipbuilding	100	100
<b><i>Associates of FELS Offshore Pte Ltd</i></b>				
Blue Tern Holding AS <sup>(2)</sup>	Norway	Providing integrated services for transportation and installation and maintenance of wind farms	49	49
BPP Cables Limited <sup>(4)</sup>	United Kingdom	Design and supply of subsea power cables and consultancy service for deepwater cables	30	30
Deepwater Marine Technology LLC <sup>(4)</sup>	Cayman Islands	Acquiring and holding of intellectual property rights relating to offshore structures	50	50
FloaTec de Mexico SA de CV <sup>(4)</sup>	Mexico	In the process of liquidation	50	50
Floatec Offshore Servicos de Petroleo Do Brasil Ltda <sup>(4)</sup>	Brazil	Operating of oil rigs	50	50
FloaTEC Singapore Pte Ltd <sup>(3)</sup>	Singapore	Manufacturing and repair of oil rigs	50	50

# Notes to the Financial Statements

Year ended 31 December 2025

## 44 GROUP ENTITIES (Cont'd)

Name of company	Place of incorporation and business	Principal activities	Effective equity held by the Group	
			2025 %	2024 %
<b><i>Subsidiaries of KS Investments Pte Ltd</i></b>				
Alpine Engineering Services Pte Ltd <sup>(1)</sup>	Singapore	Provide marine contracting services, industrial and marine equipment rental, sale of abrasives end products and sea transportation services	100	100
Batangas Topside Fabricators, Inc. <sup>(4)</sup>	Philippines	In the process of dissolution	100	100
Blue Ocean Solutions Pte Ltd <sup>(4)</sup>	Singapore	Manufacture and repair of marine engines and ship parts	70	70
Gas Technology Development Pte Ltd <sup>(4)</sup>	Singapore	In the process of liquidation	100	100
Kagp Bauan Inc. <sup>(4)</sup>	Philippines	In the process of dissolution	62.5	62.5
Kagp Bauan Land Inc. <sup>(4)</sup>	Philippines	In the process of dissolution	100	100
Keppel Batangas Shipyard, Inc. <sup>(4)</sup>	Philippines	In the process of dissolution	98.8	98.8
Seatrium Nantong Heavy Industry Co., Ltd <sup>(2)</sup>	People's Republic of China	Engineering and construction of specialised vessels	100	100
Seatrium Nantong Shipyard Co., Ltd <sup>(2)</sup>	People's Republic of China	Engineering and construction of specialised vessels	100	100
Seatrium Philippines Marine, Inc <sup>(2)</sup>	Philippines	Holding/investing company	99	99
Seatrium Singmarine Pte. Ltd. <sup>(1)</sup>	Singapore	Shipbuilding and repairing	100	100
Seatrium Subic Shipyard, Inc <sup>(2)</sup>	Philippines	Shipbuilding and repairing	78	78
<b><i>Associates and joint venture of KS Investments Pte Ltd</i></b>				
Arab Heavy Industries PJSC <sup>(4)</sup>	United Arab Emirates	Liquidated on 8 October 2024 <sup>(5)</sup>	–	–
Consort Land, Inc. <sup>(2)</sup>	Philippines	Property owners	24	24
Dyna-Mac Keppel Philippines Inc <sup>(4)</sup>	Philippines	In the process of dissolution	40	40
FueLNG Pte Ltd <sup>(3)</sup>	Singapore	Provide end-to-end LNG bunkering supply solution	50	50
Keppel Smit Oversea Pte. Ltd. <sup>(3)</sup>	Singapore	Investment holding company	51	51
PV Keez Pte Ltd <sup>(3)</sup>	Singapore	Chartering of ships, barges and boats with crew	20	20
Qatar Shipyard Technology Solutions (f.k.a Nakilat - Keppel Offshore & Marine Ltd) <sup>(4)</sup>	Qatar	Divested on 16 July 2025	–	20

(1) Audited by KPMG LLP, Singapore

(2) Audited by member firms of KPMG International in the respective countries

(3) Audited by other firms and not significant

(4) These companies are not required to be audited under the laws of their country of incorporation and not significant

(5) The liquidation date is 8 October 2024 as confirmed with Ajman Court instead of 21 February 2025 as previously announced on 31 July 2025

# Notes to the Financial Statements

Year ended 31 December 2025

## 45 ACQUISITION OF A SUBSIDIARY

There was no acquisition of subsidiary during the year.

In 2024, the Group had acquired 100% interests in Seatrium Digital Pte. Ltd.

Details of the consideration transferred, the fair values of the assets acquired and liabilities assumed, and the effects on cash flows of the Group, at the acquisition date, are as follows:

	2024 \$'000
<b>Effect on cash flows of the Group</b>	
Cash paid	(400)
Cash and cash equivalents in subsidiary acquired	41
Cash outflow on acquisition	<u>(359)</u>
<b>Identifiable assets acquired and liabilities assumed<sup>1</sup></b>	
Property, plant and equipment	103
Trade and other receivables	42
Contract assets	850
Cash and cash equivalents	41
<b>Total assets</b>	<u>1,036</u>
Trade and other payables	897
<b>Total liabilities</b>	<u>897</u>
<b>Total identifiable net assets</b>	139
Add: Goodwill acquired	261
Consideration transferred for the businesses	<u>400</u>

<sup>1</sup> The above fair values of identifiable assets acquired and liabilities assumed previously and determined on provisional basis as of 31 December 2024 were finalised during the year without further adjustments.

# Notes to the Financial Statements

Year ended 31 December 2025

## 46 DISPOSAL OF A SUBSIDIARY

On 31 October 2025, the Group completed the disposal of its 100% owned subsidiary, Guanabara Navegacao Ltda. The effects of the disposal on the cash flows of the Group are as follows:

	Group 31 October 2025 \$'000
Carrying amounts of assets and liabilities as at the date of disposal:	
Property, plant and equipment	35,877
Trade and other receivables	1,457
Cash and cash equivalents	153
<b>Total assets</b>	<b>37,487</b>
Trade and other payables	10,096
<b>Total liabilities</b>	<b>10,096</b>
<b>Net assets disposed of</b>	<b>27,391</b>
Cash inflow arising from disposal	
Net assets disposed of (as above)	27,391
Realisation of currency translation reserve	(6,522)
Net identifiable assets disposed	20,869
Gain on disposal	49,506
Cash proceeds on disposal*	70,375
Less: Cash and cash equivalents disposed of	(153)
Less: Deferred consideration	(13,451)
<b>Net cash inflow on disposal</b>	<b>56,771</b>

\* External borrowings extinguished on disposal.

## 47 OPERATING SEGMENTS

### (a) Business segments

The Group has two reportable segments. They are: (i) rigs & floaters, repairs & upgrades, offshore platforms and specialised shipbuilding; and (ii) ship chartering. The business units are managed separately because of their different business activities. The results of all projects related to shipbuilding and repairs are reviewed as a whole and form the basis for resource allocation decisions of the shipyard activities.

The accounting policies are described in Note 3. Inter-segment sales and transfers are carried out on an arm's length basis. Segment assets consist primarily of property, plant and equipment, intangible assets, current assets and exclude inter-segment balances. Segment liabilities comprise mainly operating liabilities and exclude inter-segment balances. Performance is measured based on segment profit before tax, as included in the internal management reports that are reviewed by the Chief Operating Decision Maker, which is defined to be the Group's CEO and senior leadership team. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

Other ancillary operations include bulk trading in marine engineering related products, provision of harbour tug services to port users, collection and treatment of used copper slag, and the processing and distribution of copper slag for blast cleaning purposes.

# Notes to the Financial Statements

Year ended 31 December 2025

## 47 OPERATING SEGMENTS (Cont'd)

### (a) Business segments (Cont'd)

	Rigs & floaters, Repairs & upgrades, Offshore platforms and Specialised shipbuilding \$'000	Ship chartering \$'000	Others \$'000	Elimination \$'000	Total \$'000
<b>31 December 2025</b>					
<b>Revenue</b>					
Sales to external parties	11,411,449	57,280	2,946	–	11,471,675
Inter-segment sales	(953)	50,013	2,244	(51,304)	–
<b>Total</b>	<b>11,410,496</b>	<b>107,293</b>	<b>5,190</b>	<b>(51,304)</b>	<b>11,471,675</b>
<b>Results</b>					
Segment results	409,175	30,125	74,210	–	513,510
Finance income	47,462	12	213,249	(189,171)	71,552
Finance costs	(223,482)	(1,511)	(137,868)	189,171	(173,690)
Non-operating item	14,046	–	–	–	14,046
Share of results of associates and joint ventures, net of tax	133	–	30,669	–	30,802
Profit before tax	247,334	28,626	180,260	–	456,220
Tax expense	(121,204)	(7,402)	(7,741)	–	(136,347)
<b>Profit for the year</b>	<b>126,130</b>	<b>21,224</b>	<b>172,519</b>	<b>–</b>	<b>319,873</b>
<b>Assets</b>					
Segment assets	16,456,355	172,225	6,469,396	(5,367,541)	17,730,435
Interests in associates and joint ventures	8,115	–	199,946	–	208,061
Deferred tax assets	130,457	–	1,727	–	132,184
Tax recoverable	29,360	–	–	–	29,360
<b>Total assets</b>	<b>16,624,287</b>	<b>172,225</b>	<b>6,671,069</b>	<b>(5,367,541)</b>	<b>18,100,040</b>
<b>Liabilities</b>					
Segment liabilities	13,334,162	11,509	3,041,199	(5,367,541)	11,019,329
Deferred tax liabilities	103,391	1,311	–	–	104,702
Current tax payable	43,155	9,260	16,605	–	69,020
<b>Total liabilities</b>	<b>13,480,708</b>	<b>22,080</b>	<b>3,057,804</b>	<b>(5,367,541)</b>	<b>11,193,051</b>
<b>Capital expenditure</b>	<b>122,445</b>	<b>–</b>	<b>124</b>	<b>–</b>	<b>122,569</b>
<b>Significant non-cash items</b>					
Depreciation and amortisation	335,787	12,775	89	–	348,651
Fair value changes on investments at FVTPL	32,770	–	(21,634)	–	11,136
Provision for onerous contracts, net	139,339	–	–	–	139,339
Write-back of provision for legal claim	(14,046)	–	–	–	(14,046)
Provision for restoration costs, net	49,106	–	–	–	49,106
Property, plant and equipment written off	47	–	–	–	47
Write-down/(write-back) of inventories, net	3,089	–	(17)	–	3,072
Write-back of impairment losses on trade receivables and contract assets, net	(2,949)	–	–	–	(2,949)
(Reversal of) write-down of property, plant and equipment and right-of-use assets, net	(33,665)	–	5,848	–	(27,817)

# Notes to the Financial Statements

Year ended 31 December 2025

## 47 OPERATING SEGMENTS (Cont'd)

### (a) Business segments (Cont'd)

	Rigs & floaters, Repairs & upgrades, Offshore platforms and Specialised shipbuilding \$'000	Ship chartering \$'000	Others \$'000	Elimination \$'000	Total \$'000
<b>31 December 2024</b>					
<b>Revenue</b>					
Sales to external parties	9,184,441	44,793	1,468	–	9,230,702
Inter-segment sales	6,606	29,802	1,890	(38,298)	–
<b>Total</b>	<b>9,191,047</b>	<b>74,595</b>	<b>3,358</b>	<b>(38,298)</b>	<b>9,230,702</b>
<b>Results</b>					
Segment results	173,428	3,286	35,738	–	212,452
Finance income	171,238	79	222,872	(255,668)	138,521
Finance costs	(304,090)	(2,393)	(212,256)	255,668	(263,071)
Non-operating item	82,430	–	–	–	82,430
Share of results of associates and joint ventures, net of tax	1,029	–	19,154	–	20,183
Profit before tax	124,035	972	65,508	–	190,515
Tax expense	(10,441)	(3,387)	(20,788)	–	(34,616)
<b>Profit/(loss) for the year</b>	<b>113,594</b>	<b>(2,415)</b>	<b>44,720</b>	<b>–</b>	<b>155,899</b>
<b>Assets</b>					
Segment assets	17,024,282	255,700	5,662,779	(5,911,331)	17,031,430
Interests in associates and joint ventures	10,288	–	181,668	–	191,956
Deferred tax assets	248,385	2,394	1,056	–	251,835
Tax recoverable	8,117	–	–	–	8,117
<b>Total assets</b>	<b>17,291,072</b>	<b>258,094</b>	<b>5,845,503</b>	<b>(5,911,331)</b>	<b>17,483,338</b>
<b>Liabilities</b>					
Segment liabilities	12,656,623	89,562	4,173,375	(5,911,331)	11,008,229
Deferred tax liabilities	68,706	–	–	–	68,706
Current tax payable	45,949	2,115	17,542	–	65,606
<b>Total liabilities</b>	<b>12,771,278</b>	<b>91,677</b>	<b>4,190,917</b>	<b>(5,911,331)</b>	<b>11,142,541</b>
<b>Capital expenditure</b>	<b>98,886</b>	<b>2,921</b>	<b>65</b>	<b>–</b>	<b>101,872</b>
<b>Significant non-cash items</b>					
Depreciation and amortisation	396,337	16,509	1,915	–	414,761
Fair value changes on investments at FVTPL	(4,893)	–	(10,945)	–	(15,838)
Provision for onerous contract, net	113,162	–	–	–	113,162
Write-back of corporate claim	(82,430)	–	–	–	(82,430)
Write-back of restoration costs, net	(12,526)	–	–	–	(12,526)
Property, plant and equipment written off	314	–	–	–	314
(Write-back)/write-down of inventories, net	(298)	–	3	–	(295)
Impairment losses on trade receivables and contract assets, net	7,732	–	905	–	8,637
Reversal of assumption of liabilities on behalf of a joint venture	(11,000)	–	–	–	(11,000)

# Notes to the Financial Statements

Year ended 31 December 2025

## 47 OPERATING SEGMENTS (Cont'd)

### (b) Geographical segments

The Group operates in 20 (2024: 21) countries and headquarters in the Republic of Singapore.

In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of customers. Segment assets are based on the geographical location of the assets.

	Revenue from external customers \$'000	Capital expenditure \$'000	Non-current assets <sup>(1)</sup> \$'000	Total assets \$'000
<b>31 December 2025</b>				
Singapore	358,007	61,469	6,788,611	14,635,404
Rest of Asia, Australia & India	705,416	28,703	300,728	821,035
Middle East & Africa	216,455	17	50	42,355
United Kingdom	57,753	9	3,434	56,128
Norway	105,275	18	136,867	149,393
The Netherlands	1,637,882	–	130,664	164,331
Rest of Europe	459,999	164	324	3,322
Brazil	7,179,310	32,142	1,335,341	2,036,782
U.S.A.	739,939	47	35,436	190,915
Other countries	11,639	–	310	375
<b>Total</b>	<b>11,471,675</b>	<b>122,569</b>	<b>8,731,765</b>	<b>18,100,040</b>
<b>31 December 2024</b>				
Singapore	500,483	57,965	7,412,563	14,339,719
Rest of Asia, Australia & India	708,209	6,230	90,764	546,835
Middle East & Africa	168,566	8	11,643	50,373
United Kingdom	126,876	10	3,709	50,491
Norway	111,187	199	110,682	121,096
The Netherlands	602,990	2,921	90,948	121,342
Rest of Europe	428,684	174	221	2,679
Brazil	5,308,132	33,286	1,286,107	2,114,837
U.S.A.	1,267,757	1,079	42,907	135,246
Other countries	7,818	–	559	720
<b>Total</b>	<b>9,230,702</b>	<b>101,872</b>	<b>9,050,103</b>	<b>17,483,338</b>

<sup>(1)</sup> Non-current assets presented consist of property, plant and equipment, right-of-use assets, investments in associates and joint ventures, trade and other receivables and intangible assets.

### (c) Major customers

In 2025, revenue from two (2024: one) customers in the Group's rigs & floaters, repairs & upgrades, offshore platforms, and specialised shipbuilding segment represents approximately 75 percent (2024: 55 percent) of the Group's total revenue.

# Notes to the Financial Statements

Year ended 31 December 2025

## 48 CLIMATE-RELATED RISKS

The Group recognises that climate change presents risks to its long-term resilience, growth and operational continuity, and may increasingly influence business strategy, decision-making and business performance. Through the Group's Integrated Assurance Framework ("IAF"), material risks are systematically identified, assessed, mitigated and monitored. "Sustainability and Decarbonisation" has been designated as a strategic risk, reflecting potential impacts on the Group's objectives and operations over the short-, medium- and long-term. Climate-related risk considerations are integrated into the IAF, with adaptation and mitigation measures implemented across business units. This ensures that potential financial impacts are assessed in a consistent manner.

### *Climate-related risks*

Climate-related risks refer to the potential negative impacts of climate change on the Group, influencing various core risk categories. Due to their pervasive nature, they are addressed and managed at a holistic level within the Group.

The Group assesses the potential impacts of both physical and transition climate risks using seven climate scenarios derived from Intergovernmental Panel on Climate Change ("IPCC") Shared Socioeconomic Pathways ("SSPs") and International Energy Agency ("IEA") energy transition models, with modelling inputs from its partner's Global Climate Database. These scenarios are used to test the resilience of the Group's operations, infrastructure and investment decisions over short-term, medium-term (2030), and long-term (2030 and beyond) time horizons, in alignment with the Group's sustainability targets.

The Group is exposed to physical risks, including rising temperatures, heavy rainfall, flooding and high winds, as well as transition risks arising from decarbonisation requirements, shifts in customer demand and potential increases in raw material costs. These risks may affect operational performance, revenue streams and asset values, including the potential risk of asset stranding.

### *Governance Structure*

In 2023, the Group established a Board-led sustainability governance framework to oversee strategy, integrate stakeholder perspectives, and ensure accountability for sustainability and climate-related risks and performance. In 2025, the mandate of the Corporate Social Responsibility Committee ("CSRC") was refreshed, and its Term of Reference ("TOR") revised to address emerging sustainability priorities, enhancing the Group's agility and responsiveness to future challenges.

The Group continues to monitor and assess the impact of climate-related risk factors on its operations and financial performance.

## 49 CHANGES IN MATERIAL ACCOUNTING POLICIES

### **New accounting standards and amendments**

The Group has applied Amendments to SFRS(I) 1-21 *Lack of Exchangeability* for the first time for the annual period beginning on 1 January 2025. The application of these amendments to accounting standards does not have a material effect on the financial statements.

# Notes to the Financial Statements

Year ended 31 December 2025

## 50 NEW ACCOUNTING STANDARDS AND INTERPRETATIONS NOT ADOPTED

A number of new accounting standards are effective for annual periods beginning after 1 January 2025 and earlier application is permitted. However, the Group has not early adopted the new or amended accounting standards in preparing these financial statements.

### (i) SFRS(I) 18 *Presentation and Disclosure in Financial Statements*

SFRS(I) 18 will replace SFRS(I) 1-1 *Presentation of Financial Statements* and applies for annual reporting periods beginning on or after 1 January 2027. The new accounting standard introduces the following key new requirements.

- Entities are required to classify all income and expenses into five categories in the statement of profit or loss, namely the operating, investing, financing, discontinued operations and income tax categories. Entities are also required to present a newly-defined operating profit subtotal. Entities' net profit will not change.
- Management-defined performance measures ("MPMs") are disclosed in a single note in the financial statements.
- Enhanced guidance is provided on how to group information in the financial statements.

The Group is still in the process of assessing the impact of the new accounting standard, particularly with respect to the structure of the Group's statement of profit or loss, the statement of cash flows and the additional disclosures required for MPMs. The Group is also assessing the impact on how information is grouped in the financial statements, including for items currently labelled as 'other'.

### (ii) SFRS(I) 19 *Subsidiaries without Public Accountability: Disclosures*

SFRS(I) 19 allows eligible subsidiaries to apply SFRS(I) with the reduced disclosure requirements of SFRS(I) 19.

A subsidiary may choose to apply the new standard in its consolidated, separate or individual financial statements provided that, at the reporting date:

- It does not have public accountability;
- Its parent produces consolidated financial statements under SFRS(I) or IFRS Accounting Standards.

Eligible subsidiaries can choose to apply the standard for reporting periods beginning on or after 1 January 2027. Early application is permitted.

# Notes to the Financial Statements

Year ended 31 December 2025

## 50 NEW ACCOUNTING STANDARDS AND INTERPRETATIONS NOT ADOPTED (Cont'd)

### (iii) Other accounting standards

The following amendment to SFRS(I)s is not expected to have a significant impact on the Group's consolidated financial statements and the Company's statement of financial position.

- *Classification and Measurement of Financial Instruments (Amendments to SFRS(I) 9 and SFRS(I) 7)*
- *Annual Improvements to SFRS(I)s – Volume 11*
- *Contracts Referencing Nature-dependent Electricity (Amendments to SFRS(I) 9 and SFRS(I) 7)*

### **Mandatory effective date deferred**

Amendments to SFRS(I) 1-28: *Investments in Associates and Joint Ventures* and SFRS(I) 10: *Consolidated Financial Statements – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

## 51 SUBSEQUENT EVENTS

Subsequent to the year ended, the Group concluded the following asset divestment agreements:

### **Divestment of AmFELS Yard**

The Group completed the divestment of its AmFELS Yard located in Brownsville, Texas, in the United States, for cash consideration of \$65 million.

### **Divestment of fleet of tugboats**

The Group divested a fleet of tugboats in Singapore for cash consideration of \$104 million. Such assets sale was executed through a conditional binding agreement between subsidiary, Seatrium Marine Services Pte. Ltd., and KST Maritime Pte. Ltd. and its affiliate, Maju Maritime Pte. Ltd., both third parties.

### **Divestment of Can-Do 2 floating dock**

The Group sold its Can-Do 2 floating dock, a non-core asset that was moored in Crescent Yard, for cash consideration of approximately \$16.9 million. Subsidiary, Seatrium New Energy Limited completed the binding agreement with Winter Park Trading– F.Z.E, a third party.

### **Divestment of Karimun Yard**

The Group divested its Karimun Yard, for cash consideration of \$22 million. Subsidiary, PT Karimun Sembawang Shipyard completed a conditional binding agreement with PT Tirta Segar Alami, a third party.

# Directors' and Key Executives' Remuneration

(Under SGX-ST Listing Manual requirements)

## DIRECTORS' AND KEY EXECUTIVES' REMUNERATION EARNED FOR THE YEAR

Summary compensation table for the year ended 31 December 2025

Name of Director	Performance Bonus Earned <sup>(2)</sup>		Contingent Award of Shares <sup>(4)</sup>				Directors' Fees <sup>(5)</sup>				Total			
	Salary <sup>(1)</sup>		PSP		RSP		Cash-based		Share-based		\$'000	% <sup>(7)</sup>		
	\$'000	%	\$'000	%	\$'000	%	\$'000	%	\$'000	%	\$'000	%		
<b>Payable by the Company:</b>														
Mark Gainsborough	-	-	-	-	-	-	-	-	420	70	180	30	600	100
Yap Chee Keong	-	-	-	-	-	-	-	-	350	70	150	30	500	100
Chris Ong	1,059	19	1,996.5	35	23.6	n.m. <sup>(8)</sup>	2,033.3 <sup>(9)</sup>	36	600	11	-	-	5,712.4	100
Jan Holm	-	-	-	-	-	-	-	-	139	70	60	30	199	100
Ieda Gomes Yell	-	-	-	-	-	-	-	-	186	70	80	30	266	100
Sarjit Singh Gill	-	-	-	-	-	-	-	-	108	70	46	30	154	100
Astrid Skarheim Onsum	-	-	-	-	-	-	-	-	185	70	79	30	264	100
Marisel von Schumann	-	-	-	-	-	-	-	-	185.5	70	79.5	30	265	100
Eng Aik Meng <sup>(6)</sup>	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Name of Key Executive	Performance Bonus Earned <sup>(2)</sup>		Contingent Award of Shares <sup>(4)</sup>		Total Compensation	
	Salary <sup>(1)</sup>	%	PSP %	RSP %	\$'000	% <sup>(7)</sup>
<b>\$3,000,000 to \$3,250,000</b>						
Chor How Jat		23	30	n.m. <sup>(8)</sup>	36	100
<b>\$2,250,000 to \$2,500,000</b>						
Stephen Lu		26	27	1	35	100
<b>\$1,750,000 to \$2,000,000</b>						
William Gu		29	22	1	38	100
<b>\$1,500,000 to \$1,750,000</b>						
Lim Howe Run		31	23	1	35	100
<b>\$1,500,000 to \$1,750,000</b>						
Samuel Wong		26	15	1	50	100
Total for Key Executives						\$10,544,726

### Notes:

<sup>(1)</sup> The amount shown includes base salary and fixed allowances.

<sup>(2)</sup> The performance bonus earned was based on the performance targets achieved in FY2025 and would be paid in March 2026 payroll.

<sup>(3)</sup> The amount shown includes CPF contributions, flexible benefits and long-service award where applicable.

<sup>(4)</sup> The contingent award of shares under both the Seatrium Performance Share Plan 2020 ("PSP") and Seatrium Restricted Share Plan 2020 ("RSP") reflects the award for FY2025 remuneration. The PSP award includes the contingent award of the FY2025 PSP-Transformation Incentive ("PSP-TI").

<sup>(5)</sup> To align the interests of the non-executive directors with the interests of shareholders, up to 30% of the aggregate directors' fees approved by shareholders for a particular financial year may be paid out in the form of restricted share awards under the RSP. Accordingly, the directors' fees for the non-executive directors comprise a cash component and a share component, with the share component capped at 30% and paid through restricted share awards. The awards consist of the outright grant of fully paid shares with no performance and vesting conditions attached, but comes with a selling moratorium whereby each non-executive director is required to hold the equivalent of one year's Chairman all-in fee, Deputy Chairman all-in fee and non-executive director basic retainer fee, as applicable, for the duration of his/her tenure as a director and for an additional one year after he /she steps down as a director. Any excess thereof may be disposed of as desired.

The actual number of shares awarded to each non-executive director holding office at the time of the payment will be determined by reference to the volume-weighted average price of a share on the SGX-ST over the 14 trading days from (and including) the day on which the shares are first quoted ex-dividend after the AGM (or, over the 14 trading days immediately following the date of the AGM if no final dividend is proposed at the AGM, or if the resolution to approve the final dividend is not approved at the AGM). The number of shares to be awarded will be rounded down to the nearest hundred and any residual balance will be settled in cash. A non-executive director who steps down before the payment of the share component will receive all of his/her director's fee in cash for the relevant financial year and, where applicable, such payment to be calculated on a pro-rated basis.

<sup>(6)</sup> Employees of Temasek who serve as directors on the boards of companies in which Temasek has investments will decline all directors' fees, payments or allowances and equity. Consequently, Mr Eng Aik Meng, an employee of Temasek has declined all director's fees payable to him by the Company with effect from the date of his appointment in FY2025.

<sup>(7)</sup> The percentages in the tables above may not add up due to rounding.

<sup>(8)</sup> n.m. denotes non-material.

<sup>(9)</sup> Includes a contingent award of \$833,333 for the FY2025 PSP-TI.

Details on performance shares and restricted shares granted to the directors are set out on pages 93 to 97 of the Seatrium Annual Report 2025.

# Interested Person Transactions

Name of Interested Person	Nature of Relationship	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than \$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)		Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 of the SGX-ST Listing Manual (excluding transactions less than \$100,000)	
		2025 \$'000	2024 \$'000	2025 \$'000	2024 \$'000
<b>Transaction for the Sales of Goods and Services</b>					
ST Engineering Marine Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	454	176
<b>Transaction for the Purchase of Goods and Services</b>					
Certis CISCO Protection Services Pte. Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	227	222
Element Geotechnical Testing (S) Pte. Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	355	–
NCS Pte. Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	254	109
PSA Marine (Pte) Ltd	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	2,262	–
Singapore Telecommunications Limited	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	106	–
Surbana Jurong Consultants Pte. Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	102	–
Surbana Jurong Infrastructure Pte. Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	–	225
Sygnia Pte. Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	–	328
<b>Total Interested Person Transactions</b>		<b>–</b>	<b>–</b>	<b>3,760</b>	<b>1,060</b>

# Board of Directors

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## **MARK GAINSBOROUGH, 67**

Non-Executive/Independent Director  
Chairman of the Board

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**Date of appointment as a Director:** 28 February 2023

**Date of last re-election:** 26 April 2024

**Length of service as a Director:** 3 years 2 months

Chairman, Nomination and Remuneration Committee

Chairman, Transformation Committee

Member, Corporate Social Responsibility Committee

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Mr Mark Gainsborough spent 39 years with Shell where he held various senior appointments, based in the UK, Turkey, Netherlands and Singapore. His last role with Shell was Executive Vice-President (EVP) and Head of Shell's new energies business. He was responsible for building positions in renewable power, energy storage, EV charging, hydrogen, biofuels and nature-based solutions. Prior to that, he was EVP of Global Commercial, leading Shell's global Lubricants, Bitumen, Jet Fuel, Marine Fuels and Sulphur businesses.

After retiring from Shell in 2020, he founded Low Carbon Advisors, a business that helps boards and CEOs navigate the path to net zero carbon emissions.

Mr Gainsborough is currently a board member of Husk Power Systems, a leading developer of mini-grids in India and Africa, an Independent Director at Green Mantra Technologies, a Canadian plastics recycling business, the Chairman of Snowfox Discovery, a UK-based natural hydrogen exploration company and a Director of NOA Group Holdings Proprietary Limited, a South African renewable energy independent power producer. He is also a member of the Advisory Board Panel of BlueBeat Group, an environmental services provider and Kinnevik, a Swedish investment firm. He is currently a member of the United Overseas Bank ("UOB") Sustainability Advisory Panel. He previously served on a number of advisory boards including Beyond Net Zero, an Energy Transition investment fund. His previous board roles include Greenko, one of the largest renewables developers in India. His past professional interests include the healthcare sector, serving for five years as a Non-Executive Director of one of UK's National Health Service Trusts. He has also served as the Vice President of the European Petroleum Industry Association. He currently chairs the board of a wildlife conservation charity based in South Africa.

Mr Gainsborough holds a Master's degree in Environmental Policy and a Bachelor of Science degree in Psychology from University College, London. He is a Fellow of the UK Energy Institute, a Fellow of the Royal Geographical Society and has been accorded a Senior Accredited Director by the Singapore Institute of Directors.

## **PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS**

### **Present directorships in other listed companies**

Nil

### **Present principal commitments (other than directorships in other listed companies)**

- BlueBeat Group Advisory Board Panel (Member)
- Green Mantra Recycling Technologies Ltd. (Board Member)
- Husk Power Systems Inc. (Board Member)
- Kinnevik Advisory Board Panel (Member)
- Low Carbon Advisors Pte. Ltd. (Chairman)
- NOA Group Holdings Proprietary Limited (Director)
- NZE50 Consulting Ltd (Director)
- Snowfox Discovery Limited (Chairman)
- UOB Sustainability Advisory Panel (Member)

### **Past directorships in other listed companies and principal commitments (for the last five years)**

- Beyond Net Zero Advisory Board (Member)
  - Corvus Energy A.S. (Board Member)
  - Greenko Energy Holdings (Board Member)
  - Off The Line Vineyard Ltd. (Director)
- 

## **YAP CHEE KEONG, 65**

Non-Executive/Independent Director  
Deputy Chairman

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**Date of appointment as a Director:** 8 December 2021

**Date of last re-election:** 23 April 2025

**Length of service as a Director:** 4 years 4 months

Chairman, Audit and Risk Committee

Member, Nomination and Remuneration Committee

Member, Transformation Committee

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Mr Yap Chee Keong is the Deputy Chairman of Olam Group Limited. He currently sits on various boards including Shangri-La Asia Limited, Sembcorp Industries Ltd, Ensign Infosecurity Pte. Ltd., OFI Group Ltd, PIL Pte. Ltd. and Singapore Life Holdings Pte Ltd. He was formerly the Executive Director of The Straits Trading Company and Chief Financial Officer of Singapore Power Group.

# Board of Directors

Mr Yap previously served on the board of Singapore's Accounting and Corporate Regulatory Authority ("ACRA") and was a member of ACRA's Public Accountants Oversight Committee. He was a member of the working group convened by the Monetary Authority of Singapore ("MAS"), Singapore Exchange ("SGX") and ACRA to review the Guidebook for Audit Committees in Singapore, as well as the panel convened by MAS, SGX, ACRA and the Singapore Institute of Directors, which formulated guidelines for board risk committees.

Mr Yap holds a Bachelor of Accountancy from the National University of Singapore and is a Fellow of the Institute of Singapore Chartered Accountants, CPA Australia and Singapore Institute of Directors.

## PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

### Present directorships in other listed companies

- Olam Group Limited (Deputy Chairman)
- Sembcorp Industries Ltd (Board Member)
- Shangri-La Asia Limited (Board Member)

### Present principal commitments (other than directorships in other listed companies)

- Ensign Infosecurity Pte. Ltd. (Director)
- OFI Group Ltd (Director)
- PIL Pte. Ltd. (Director)
- Singapore Life Holdings Pte Ltd (Director)
- The Assembly of Christians of Singapore Ltd (Director)

### Past directorships in listed companies and principal commitments (for the last five years)

- Bayberry Limited (Director)
- Maxeon Solar Technologies Ltd (Director)
- Mediacorp Pte Ltd (Director)
- Professional Investment Advisory Service Pte Ltd (Chairman)

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## CHRIS ONG, 51

Executive/Non-Independent Director  
Chief Executive Officer

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**Date of appointment as a Director:** 28 February 2023

**Date of last re-election:** 23 April 2025

**Length of service as a Director:** 3 years 2 months

Member, Corporate Social Responsibility Committee  
Member, Transformation Committee

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Mr Chris Ong was appointed as an Executive Director and the CEO of the Company on 28 February 2023.

Mr Ong is a board member of the Maritime and Port Authority of Singapore, and a member of the Global Centre for Maritime Decarbonisation and Singapore's Manufacturing, Trade and Connectivity Domain International Advisory Panel. He is the Chairperson of The Industry Advisory Committee for Joint Degree Programmes, Bachelor of Engineering with Honours in Marine Engineering, Naval Architecture, Offshore Engineering, and Naval Architecture and Marine Engineering at Singapore Institute of Technology and Newcastle University. He is a council member of Stiftelsen Det Norske Veritas, and a member of DNV GL South East Asia and Pacific Committee, American Bureau of Shipping Committee, and Bureau Veritas Asia-Australia Committee.

Mr Ong holds a Bachelor of Engineering (Electrical and Electronics) and a Master of Science (Electrical and Electronics Engineering) from the National University of Singapore and has completed Berkeley-Nanyang's Advanced Management Programme.

## PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

### Present directorships in other listed companies

Nil

### Present principal commitments (other than directorships in other listed companies)

- Maritime and Port Authority of Singapore (Board Member)
- Singapore's Manufacturing, Trade and Connectivity Domain International Advisory Panel (Member)
- The Industry Advisory Committee for Joint Degree Programmes, Bachelor of Engineering with Honours in Marine Engineering, Naval Architecture, Offshore Engineering, and Naval Architecture and Marine Engineering at Singapore Institute of Technology and Newcastle University (Chairperson)

### Past directorships in listed companies and principal commitments (for the last five years)

- Institute of Technical Education Board of Governors (Board Member)
- Subsidiaries of Seatrium Limited

# Board of Directors

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## JAN HOLM, 57

Non-Executive/Independent Director

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**Date of appointment as a Director:** 28 February 2023

**Date of last re-election:** 23 April 2025

**Length of service as a Director:** 3 years 2 months

Chairman, Corporate Social Responsibility Committee  
Member, Audit and Risk Committee

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Mr Jan Holm held significant roles in banking, shipping, oil & gas and nuclear industries, in the fields of business development, finance and general management.

Mr Holm was EVP of Seaborg Technologies where he was responsible for its Southeast Asia business. He previously worked in Maersk Group for 17 years in various positions, including CEO of Maersk Drilling in Singapore where he was responsible for its business in Asia. Prior to that, he worked in Danske Bank Group within finance and business development.

Mr Holm is Chairman of the board of Risk Intelligence A/S, a member of the advisory boards of Avina Clean Hydrogen Inc., Kvasir Technologies Aps and BigYellowFish Technologies Pte. Ltd., as well as the Co-founder and Chairman of the board of Singapore-based think tank, Centre for Strategic Energy and Resources. Mr Holm is a venture partner in HICO Investment Group.

Mr Holm holds a Master of Science from Aarhus Business School and an Executive MBA from Copenhagen Business School. He has completed the Advanced Management Programme and the Asian International Executive Programme at INSEAD, where he also earned a certification as an international director, and a course in Circular Economy and Sustainability Strategies at Cambridge University. He has been accorded a Senior Accredited Director by the Singapore Institute of Directors.

## PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

### Present directorships in other listed companies

- Risk Intelligence A/S

### Present principal commitments (other than directorships in other listed companies)

- Alexandra Road Ventures Pte. Ltd. (Director)
- Avina Clean Hydrogen Inc. (Advisory Board Member)
- BigYellowFish Technologies Pte. Ltd. (Advisory Board Member)
- Centre for Strategic Energy and Resources Limited (Director)
- HICO Investment Group (Venture Partner)
- Kvasir Technologies Aps (Advisory Board Member)
- Low Carbon Advisors Pte. Ltd. (Advisor)
- Marcura Platform Solutions FZE (Advisory Board Member)
- Navozyme Pte. Ltd. (Board Member)
- Risk Intelligence A/S (Director)
- Risk Intelligence Singapore Pte. Ltd. (Director)
- Sirius Venture Pte. Ltd. (Director)
- Terrafend Ltd. (Board Member)
- Union Marine Management Services Pte. Ltd. (Advisor)

### Past directorships in other listed companies and principal commitments (for the last five years)

- Earth 300 Ventures Pte. Ltd. (Member of the Advisory Board)
  - Haush Ltd (Member of the Advisory Board)
  - Maersk Group Companies (Board Member)
  - Maersk Drilling Holdings Singapore Pte. Ltd. (CEO)
  - Oceanway Holdings Pte. Ltd. (Director)
  - Rov-Tech Pte. Ltd. (Director)
  - Seaborg Singapore Pte. Ltd. (Director)
  - Seaborg Technologies (Executive Vice President)
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## IEDA GOMES YELL, 69

Non-Executive/Independent Director

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**Date of appointment as a Director:** 1 May 2023

**Date of last re-election:** 26 April 2024

**Length of service as a Director:** 3 years

Member, Corporate Social Responsibility Committee  
Member, Transformation Committee

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Ms Ieda Gomes Yell is an expert in the natural gas, energy and infrastructure industries with an international career spanning over 35 years. She spent 14 years in senior leadership positions with BP plc, including President of BP Brazil and Vice President of New Ventures Integrated Supply and Trading. Before joining BP, she was CEO of Brazil's largest gas utility, the Sao Paulo Gas Company.

Ms Yell was Brazil's Veuve Clicquot Business Woman of the Year in 2001 and has an extensive experience as a non-executive director of various listed and private companies in Brazil, France and the United States.

# Board of Directors

Ms Yell is a Visiting Fellow of the Oxford Institute for Energy Studies, a Fellow of the Energy Institute, and a member of the Advisory Council of the Brazilian think tank FGV Energia, the Infrastructure Council of the Sao Paulo Federation of Industries (“FIESP”) and the Advisory Council of the Brazilian Chamber of Commerce in Great Britain.

Ms Yell holds a Bachelor of Science in Chemical Engineering from the Federal University of Bahia, a Master of Science in Energy from the University of Sao Paulo, and a Master of Environmental Engineering from the Polytechnic School of Lausanne. She has also obtained designation and formation in ESG by Competent Boards, and has been accorded a Senior Accredited Director by the Singapore Institute of Directors.

## PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

### Present directorships in other listed companies

Nil

### Present principal commitments (other than directorships in other listed companies)

- Brazilian Chamber of Commerce in Great Britain (Member)
- Business Isle of Man (Cleantech Champion) (Director)
- Crystol Energy (United Kingdom) (Member of the Advisory Board)
- Global Network of Directors Institute (Member of the Executive Committee, representing the UK Institute of Directors)
- Low Carbon Advisors Pte. Ltd. (Advisor)
- Manx Utility Authority (Director)
- Sao Paulo Federation of Industries (Member)
- The Institute of Directors (United Kingdom) (Director)
- Women in Leadership in Latin America, Brazil (Founder and Member of the Council)

### Past directorships in other listed companies and principal commitments (for the last five years)

- Bureau Veritas (France) (Director)
- Exterran Corporation (USA) (Director)
- InterEnergy Group (Nominee Director)
- Prumo Logistica (Brazil) (Director)
- Saint Gobain Group (France) (Director)

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## SARJIT SINGH GILL, 72

Non-Executive/Independent Director

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**Date of appointment as a Director:** 1 June 2023

**Date of last re-election:** 26 April 2024

**Length of service as a Director:** 2 years 11 months

Member, Audit and Risk Committee

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Mr Sarjit Singh Gill is a Senior Partner at Shook Lin & Bok. He is a Senior Counsel of the Supreme Court of Singapore since 1998. He has extensive experience in a broad range of legal matters with particular expertise in corporate and commercial disputes, banking and finance disputes and fraud. Mr Gill has been involved in many of Singapore’s largest and most complex commercial fraud cases.

Mr Gill maintains an active international arbitration practice and has acted in numerous complex arbitrations in Singapore and internationally.

Mr Gill serves as a member of the Life Imprisonment Review Board, The President’s Pleasure Review Board and Long Imprisonment Review Board. He has also been appointed to the Singapore International Arbitration Centre (“SIAC”) Panel of Arbitrators and has served as a member of the Singapore International Mediation Centre Specialist Mediator Panel (Singapore) from 2020 to 2022.

Mr Gill is a board member of the Urban Redevelopment Authority.

He holds a Bachelor of Laws (Honours) from the National University of Singapore. He is an Advocate and Solicitor, Singapore (1977) as well as a Solicitor, England and Wales (2003).

## PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

### Present directorships in other listed companies

Nil

### Present principal commitments (other than directorships in other listed companies)

- Life Imprisonment Review Board, The President’s Pleasure Review Board and Long Imprisonment Review Board (Member)
- Monetary Authority of Singapore (Appeal Advisory Panels)
- Shook Lin & Bok LLP (Senior Partner)
- Singapore International Arbitration Centre (SIAC) Panel

# Board of Directors

## Past directorships in other listed companies and principal commitments *(for the last 5 years)*

- Heliconia Capital Management Pte Ltd (Director from 29 October 2021 to 3 June 2025)
- Inland Revenue Authority of Singapore (Board Member and Member of Audit Committee from 1 September 2019 to 31 August 2025)
- Singapore International Mediation Centre Specialist Mediator Panel (Singapore)

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## **ASTRID SKARHEIM ONSUM, 55**

Non-Executive/Independent Director

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**Date of appointment as a Director:** 1 September 2023

**Date of last re-election:** 26 April 2024

**Length of service as a Director:** 2 years 8 months

Member, Audit and Risk Committee

Member, Transformation Committee

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Ms Astrid Skarheim Onsum has more than 30 years of experience in the global maritime, energy and industrial sectors. She previously held a range of executive and technical leadership roles, and worked on complex, large capital energy projects and construction sites offshore and onshore. Her experience includes offshore oil and gas, renewable energy, mining, circular economy and sustainability, digital solutions, AI and software.

Ms Onsum was appointed by the Norwegian government in 2021 to provide advice on climate-friendly investments. She was previously CEO of NG (Norsk Gjenvinning ASA) Group. Prior to that, she spent the majority of her career with various Aker companies and was the CEO of Aker Offshore Wind ASA as well as the Chief Digital Officer at Aker Solutions ASA, and Managing Director of Aker Engineering & Technology. She was a Non-Executive Director and member of the Audit Committee of Epiroc AB, and a Non-Executive Director and Chair of the Remuneration Committee of Downing Renewables and Infrastructure Trust Plc.

Ms Onsum holds a Master of Science in Mechanical Engineering from The Norwegian University of Science and Technology ("NTNU"). She successfully completed the "Board oversight of value creation from responsible AI" program as organised by the Nordic Boards Impact Forum in partnership with the World Economic Forum (WEF). She has been accorded a Senior Accredited Director by the Singapore Institute of Directors.

## PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

### Present directorships in other listed companies

Nil

### Present principal commitments *(other than directorships in other listed companies)*

- Airloom Energy Inc (Advisory Board Member)
- Spoor AS (Advisor)

### Past directorships in other listed companies and principal commitments *(for the last five years)*

- Aker Offshore Wind (CEO)
- Computas AS (Non-Executive Director)
- Computas Holding AS (Non-Executive Director)
- Downing Renewables and Infrastructure Trust Plc (Non-Executive Director and Member of the Board Committees, Chair of the Remuneration Committee)
- Epiroc AB (Non-Executive Director and Audit Committee Member)
- Nordic Unmanned ASA (Chairman and Non-Executive Director)
- Principle Power Inc (Non-Executive Director)
- The NG (Norsk Gjenvinning ASA) Group (CEO)
- The Norwegian Government 2021/2022 Expert Committee on Climate Friendly Investments (Member)

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## **MARIEL VON SCHUMANN, 54**

Non-Executive/Independent Director

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**Date of appointment as a Director:** 1 October 2023

**Date of last re-election:** 26 April 2024

**Length of service as a Director:** 2 years 7 months

Member, Corporate Social Responsibility Committee

Member, Nomination and Remuneration Committee

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Ms Mariel von Schumann has over 25 years of experience in leading management roles with deep knowledge of renewables, including manufacturing and servicing on-and-offshore wind turbines. She was the former Chief of Staff at Siemens AG, instrumental in the design and execution of the strategic transformation of the Siemens Group and responsible for a diverse portfolio of corporate functions and initiatives (including investor relations and government affairs). She is currently the Independent Non-Executive Director of SPIE SA, a member of the Supervisory Board of Agora Strategy Group, and the Chairperson of the Supervisory Board of Verti Versicherung AG.

# Board of Directors

Ms von Schumann holds a Bachelor of Arts in Economics and Management from ICHEC Brussels Management School and a Master in Economics and International Management from ESCP Business School.

## PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

### Present directorships in other listed companies

- SPIE SA (Independent Non-Executive Director and Member of the Board Committees)

### Present principal commitments (other than directorships in other listed companies)

- Agora Strategy Group (Member)
- Verti Versicherung AG (Chairperson)

### Past directorships in other listed companies and principal commitments (for the last five years)

- Siemens Gamesa (Member of the Supervisory Board)

## PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

### Present directorships in other listed companies

- SATS Ltd

### Present principal commitments (other than directorships in other listed companies)

- Temasek International (Pte) Ltd (Joint Head, Portfolio Development Group, and Head, Operating Group)

### Past directorships in other listed companies and principal commitments (for the last five years)

- TE Asia Healthcare Partners Pte. Ltd. (Director/Shareholder)
- TE Healthcare Advisory Pte. Ltd. (Director and Group CEO)

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## ENG AIK MENG, 56

Non-Executive/Non-Independent Director

Date of appointment as a Director: 1 March 2025

Date of last re-election: 23 April 2025

Length of service as a Director: 1 year 1 month

Member, Nomination and Remuneration Committee

Mr Eng Aik Meng has over 30 years of global business and operating experience in the healthcare and maritime industries, including a proven track record in private equity investments. He is currently Joint Head of Portfolio Development Group and Head of Operating Group at Temasek International (Pte) Ltd. In this role, Mr Eng also sits on the boards of some of Temasek's portfolio companies as well as its investment committees. Mr Eng was previously a Senior Advisor with TPG Capital.

Prior to joining Temasek, Mr Eng was co-founder of TE Asia Healthcare Partners, a company largely funded by TPG Capital to spearhead specialty healthcare investments in Asia, and Group CEO of TE Healthcare Advisory Pte Ltd. Mr Eng successfully grew the business and exited it in 2024. Before joining the healthcare industry, Mr Eng spent 18 years with Neptune Orient Lines in various leadership roles.

Mr Eng holds a Bachelor of Accountancy from Nanyang Technological University and a Master of Business Administration from Harvard University.

# Additional Information on Directors Seeking Re-election/Re-appointment

NAME OF DIRECTOR	IEDA GOMES YELL ("MS YELL")
Date of appointment	1 May 2023
Date of last re-appointment	26 April 2024
Age	69
Country of principal residence	Isle of Man
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process).	The Board considered Ms Yell's background, knowledge, expertise and experience as well as the overall size and composition of the Board and is satisfied that she will contribute to the Board and to the combination of skills, talents, experience and diversity required on the Board in order to serve the needs and plans of Seatrium Limited.
Whether appointment is executive, and if so, the area of responsibility	Non-Executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Non-Executive and Independent Director Member of the Corporate Social Responsibility Committee Member of the Transformation Committee
Professional qualifications	Ms Yell holds a Bachelor of Science in Chemical Engineering from Federal University of Bahia, a Master of Science in Energy from University of Sao Paulo, and a Master Environmental Engineering from Polytechnic School of Lausanne. She has also obtained designation and formation in ESG by Competent Boards, and has been accorded a Senior Accredited Director by the Singapore Institute of Directors.
Working experience and occupation(s) during the past 10 years	2011 to 2018 Energinex Strategy Ltd (Director and Founder)
Shareholding interest in the listed issuer and its subsidiaries	Holder of 62,700 shares in Seatrium Limited
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	None
Conflict of interest (including any competing business)	None
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes

# Additional Information on Directors Seeking Re-election/Re-appointment

<b>SARJIT SINGH GILL</b> <b>(“MR GILL”)</b>	<b>ASTRID SKARHEIM ONSUM</b> <b>(“MS ONSUM”)</b>
1 June 2023	1 September 2023
26 April 2024	26 April 2024
72	55
Singapore	Norway
The Board considered Mr Gill’s background, knowledge, expertise and experience as well as the overall size and composition of the Board and is satisfied that he will contribute to the Board and to the combination of skills, talents, experience and diversity required on the Board in order to serve the needs and plans of Seatrium Limited.	The Board considered Ms Onsum’s background, knowledge, expertise and experience as well as the overall size and composition of the Board and is satisfied that she will contribute to the Board and to the combination of skills, talents, experience and diversity required on the Board in order to serve the needs and plans of Seatrium Limited.
Non-Executive	Non-Executive
Non-Executive and Independent Director Member of the Audit and Risk Committee	Non-Executive and Independent Director Member of the Audit and Risk Committee Member of the Transformation Committee
Mr Gill holds a Bachelor of Laws (Honours) from the National University of Singapore. He is an Advocate and Solicitor, Singapore (1977) as well as a Solicitor, England and Wales (2003).	Ms Onsum holds a Master of Science in Mechanical Engineering from The Norwegian University of Science and Technology. She has been accorded a Senior Accredited Director by the Singapore Institute of Directors.
<u>2009 to Present</u> Shook Lin & Bok (Senior Partner)	<u>2011 to 2020</u> Aker Solutions ASA (Managing Director, Chief Digital Officer and Head of Offshore Wind)  <u>2020 to 2021</u> Aker Offshore Wind (Chief Executive Officer)  <u>2021 to 2022</u> The NG (Norsk Gjenvinning ASA) Group (Chief Executive Officer)
Holder of 75,481 shares in Seatrium Limited	Holder of 47,200 shares in Seatrium Limited
None	None
None	None
Yes	Yes

# Additional Information on Directors Seeking Re-election/Re-appointment

NAME OF DIRECTOR	IEDA GOMES YELL ("MS YELL")
Other Principal Commitments (as defined in the Code of Corporate Governance 2018) including Directorships	
Past (for the last 5 years)	Bureau Veritas (France) (Director)
	Exterran Corporation (USA) (Director)
	InterEnergy Group (IFC nominee) (Director)
	Prumo Logistica (Brazil) (Director)
	Saint Gobain Group (France) (Director)
Present	Brazilian Chamber of Commerce in Great Britain (Member of the Advisory Council)
	Business Isle of Man (Cleantech Champion) (Director)
	Cristol Energy (United Kingdom) (Member of the Advisory Board)
	Global Network of Directors Institute (Member of the Executive Committee) (representing the UK Institute of Directors)
	Low Carbon Advisors Pte. Ltd. (Advisor)
	Manx Utility Authority (Director)
	Sao Paulo Federation of Industries (Member)
	The Institute of Directors (United Kingdom) (Director)
	Women in Leadership in Latin America, Brazil (Founder and Member of the Council)

# Additional Information on Directors Seeking Re-election/Re-appointment

## SARJIT SINGH GILL ("MR GILL")

Singapore International Mediation Centre Specialist Mediator Panel (Singapore)

Inland Revenue Authority of Singapore (Board Member and Member of Audit Committee from 1 September 2019 to 31 August 2025)

Heliconia Capital Management Pte Ltd (Director from 29 October 2021 to 3 June 2025)

Shook Lin & Bok (Senior Partner)

Life Imprisonment Review Board, The President's Pleasure Review Board and Long Imprisonment Review Board (Member)

Singapore International Arbitration Centre ("SIAC") Panel of Arbitrators (Member)

Urban Redevelopment Authority (Board Member)

Monetary Authority of Singapore (Appeal Advisory Panels)

## ASTRID SKARHEIM ONSUM ("MS ONSUM")

Aker Offshore Wind ASA (CEO)

Computas AS (Non-Executive Director)

Computas Holding AS (Non-Executive Director)

Downing Renewables and Infrastructure Trust Plc (Non-Executive Director and Member of the Board Committees, Chair of Remuneration Committee)

Epiroc AB (Non-Executive Director and Audit Committee Member)

Nordic Unmanned ASA (Chairperson & Director)

Principle Power Inc (Director)

The NG (Norsk Gjenvinning ASA) Group (CEO)

The Norwegian Government 2021/2022 Expert Committee on Climate Friendly Investments (Member)

Airloom Energy Inc (Advisory Board Member)

Ballesvik Grunneierlag (Board Member)

Berryessa AS (Chair)

Spoor AS (Advisor)

# Additional Information on Directors Seeking Re-election/Re-appointment

NAME OF DIRECTOR	IEDA GOMES YELL ("MS YELL")
Information required pursuant to Appendix 7.4.1 of the Listing Manual	
(a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No
(b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No
(c) Whether there is any unsatisfied judgment against him?	No
(d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No
(e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No
(f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No
(g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No

# Additional Information on Directors Seeking Re-election/Re-appointment

**SARJIT SINGH GILL**  
 (“MR GILL”)

**ASTRID SKARHEIM ONSUM**  
 (“MS ONSUM”)

No

No

No

No

No

No

No

No

No

No

No

No

No

No

# Additional Information on Directors Seeking Re-election/Re-appointment

NAME OF DIRECTOR	IEDA GOMES YELL ("MS YELL")
(h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No
(i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No
(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:-	
(i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	No
(ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No
(iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No
(iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere,  in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No
(k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No

# Additional Information on Directors Seeking Re-election/Re-appointment

SARJIT SINGH GILL ("MR GILL")	ASTRID SKARHEIM ONSUM ("MS ONSUM")
No	No
No	No
No	Epiroc AB is a global corporation active in 120 countries and has been investigated for various issues in some of these countries. There are no major issues in relation to these investigations.
No	No
No	No
No	No
No	No

# Senior Management

## **CHRIS ONG**

Chief Executive Officer

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Please refer to Mr Ong's profile under Board of Directors' Profiles on page 219.

## **STEPHEN LU**

Chief Financial Officer

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Dr Stephen Lu oversees Seatrium's finance functions, including corporate finance, treasury, project accounting, financial reporting, taxation, investor relations, corporate communications, transformation, as well as mergers and acquisitions. Dr Lu joined the Group in 2024 as Executive Vice President of Strategy & Sustainability.

Prior to his appointment at Seatrium, Dr Lu was Director of the Portfolio Development Group at Temasek. He has extensive experience in strategy, business transformation, mergers and acquisitions, and corporate finance.

Before Temasek, Dr Lu was a management consultant at the Boston Consulting Group, focusing on private equity, infrastructure and energy industries.

Dr Lu holds a Doctor of Philosophy from the University of Cambridge in the United Kingdom. He also holds a Master of Science from the National University of Singapore and University of Basel, and a Bachelor of Science (First Class Honours) from the University of Auckland.

## **CHOR HOW JAT**

Chief Operating Officer

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Mr Chor How Jat oversees Seatrium's yard operations globally. As Chief Operating Officer, he leads the Group's operations across multiple sites globally and manages the operating system across the EPCIC (Engineering, Procurement, Construction, Installation and Commissioning) value chain to design and deliver complex commercial solutions. Mr Chor has vast experience in leading Commercial, Engineering, Operations, Workplace Health & Safety, Quality, Supply Chain, and Project Management departments.

Prior to his current appointment, Mr Chor was Chief Operating Officer and Managing Director (Conversions & Repairs) of Keppel Offshore & Marine, where he also sat on the boards of numerous subsidiaries. In addition, Mr Chor is a member of the American Bureau of Shipping ("ABS"), The Marine Technical Committee of ABS, Singapore Technical Committee of Nippon Kaiji Kyokai and Lloyd's Register Southeast Asia Technical Committee.

Mr Chor holds a Bachelor of Engineering (Honours) in Naval Architecture & Shipbuilding and Master of Science in Marine Technology from University of Newcastle Upon Tyne in the United Kingdom. He has also attended the General Management Programme at Harvard Business School.

## **LEE CHAY HOON**

Chief People Officer

---

Dr Lee Chay Hoon is responsible for the formulation and implementation of Seatrium's people strategy to achieve organisational goals. She leads the assessment and design of organisation development systems, global people management processes, and leadership- and capabilities-building to drive business excellence and enduring competitive advantage.

Dr Lee has held various leadership and board appointments at Keppel Offshore & Marine, having steered and worked with teams from over 10 countries. She has extensive experience working with customers, unions, government agencies, classification societies, research institutes and tertiary education institutions. Dr Lee was previously Associate Professor and Director of the Nanyang Fellows EMBA Programme at the Nanyang Technological University in Singapore.

Dr Lee holds a Bachelor of Arts in Economics (Honours) from California State University, Northridge. She also holds a Master of Business Administration, a Master of Science in Quantitative Analysis, and a Doctor of Philosophy in Management from the University of Cincinnati. Dr Lee has also completed post-doctoral programmes from Harvard Business School, Center of Creative Leadership and University of Denver.

## **LIM HOWE RUN**

Chief Risk Officer

---

Mr Lim Howe Run oversees the Group's risk functions, which include risk management, compliance, integrated audit and security.

Prior to his current appointment, Mr Lim held various leadership positions with Singapore Power Limited in general management, mergers and acquisitions, investment stewardship, risk management and compliance. He was previously Head of Compliance and Operational Audit, Head of Strategic Investments, Head of Regulatory Management and Deputy CEO of SPI Australia Assets Pte Ltd.

Mr Lim holds a Bachelor of Engineering (Mechanical) from the National University of Singapore.

# Senior Management

## LOOI LEE HWA

General Counsel and Company Secretary

As General Counsel and Company Secretary, Mdm Looi Lee Hwa oversees legal compliance, corporate governance and corporate secretariate matters, and provides strategic legal guidance to the Group.

Mdm Looi brings a wealth of experience in corporate law, regulatory matters, mergers and acquisitions, capital market fundraising and commercial disputes resolution. She is a highly accomplished professional with over three decades of experience spanning multiple industries, including energy and renewables, shipping, manufacturing, and oil & gas.

Prior to joining Seatrium, she held senior positions as Group General Counsel in several major companies, including Sembcorp Industries Ltd, Neptune Orient Lines Ltd, and Chartered Semiconductor Manufacturing.

Mdm Looi holds a Bachelor of Laws (Honours) degree from the National University of Singapore and is admitted to the Bar as an advocate and solicitor of the Supreme Court of Singapore.

## LIM SHIH HSIEN

Executive Vice President, Cyber IT & OT

Mr Lim Shih Hsien leads Seatrium's digital ecosystem, overseeing Cybersecurity, Information Technology ("IT"), and Operational Technology ("OT") to ensure security, enhance efficiency, and propel innovation.

With over 25 years of experience, he has held leadership roles in both public and private sectors, driving digital transformation at organisations such as Certis Group, SP Group, The Hong Kong Jockey Club, and MOH Holdings. His expertise spans cybersecurity strategy, IT systems management, OT optimisation, and technology risk governance.

An active thought leader, Mr Lim contributes his insights and expertise to global platforms including the World Economic Forum Centre for Cybersecurity, Hong Kong Health Authority, and Gartner Research Board.

Mr Lim holds a Bachelor of Commerce in Information Systems (First Class Honours) from Curtin University; and a Master of Science in Communications and Network Systems from Nanyang Technological University. He also attended the Leadership-in-Action Programme at Harvard University.

## GIOVANNI BRUNI

Executive Vice President, Strategy & Sustainability

Mr Giovanni Bruni oversees Seatrium's Strategy and Sustainability functions.

Prior to his appointment at Seatrium, Mr Bruni was a Partner with McKinsey & Company, where he supported clients across Asia Pacific, Europe, and the Middle East in driving large-scale transformations, advancing decarbonisation, and building new growth businesses. Mr Bruni began his career as an investment banking analyst at Goldman Sachs, focusing on valuation and deal structuring within the energy, industrial, and defence sectors.

Mr Bruni holds a Master of Business Administration from the Stanford Graduate School of Business and a Master of Science in Management (with highest honours) from Bocconi University in Milan.

## AZIZ MERCHANT

Executive Vice President  
Technology & New Product Development

Mr Aziz Merchant oversees Seatrium's Technology and New Product Development in offshore renewables, new energy, carbon capture solutions and green oil & gas.

Possessing over 30 years of extensive design and engineering experience in offshore oil & gas development projects as well as offshore & marine vessel designs, Mr Merchant holds over 100 international scientific patents granted or filed under his name. Prior to his current appointment, Mr Merchant was Executive Vice President of Engineering, Technology and New Product Development at Seatrium. He was formerly Director of Engineering at Keppel Offshore & Marine and Executive Director at Keppel Marine & Deepwater Technology.

Mr Merchant is a Fellow of the Singapore Academy of Engineering and a Chartered Engineer with Engineering Council in the United Kingdom. He currently serves as Chairman of the President Technology Award Committee; a Board Member at the Global Centre for Maritime Decarbonisation ("GCMD"); and Science and Technical Adviser to the Technology Centre for Offshore and Marine, Singapore ("TCOMS").

Mr Merchant is also an Adjunct Professor at the National University of Singapore since 2014, advocating the interdisciplinary application of new capabilities, concepts and technologies to raise the bar of research and development across industries.

Mr Merchant holds a Bachelor of Engineering (First Class Honours) in Naval Architecture & Ocean Engineering from University of Glasgow and a Master of Science in Naval Architecture from University College London. He had also attended the General Management Programme at Harvard Business School.

# Senior Management

## **WILLIAM GU**

Executive Vice President,  
Seatrium Energy (Marketing)

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Mr William Gu oversees the Seatrium Energy (Marketing) business, which covers the newbuilds and conversions of floating production systems such as FPSOs, FPU, FSOs, FLNG facilities, near-shore LNG terminal solutions, semi-submersibles and jack-up rigs, drillships, and floating wind, carbon capture & storage and new energy floaters.

Mr Gu brings with him over 30 years of experience in the offshore & marine industry, playing a key role in establishing long-term partnerships with oil majors, as well as offshore vessel and rig owners.

Mr Gu holds a Bachelor of Engineering (Naval Architecture and Ocean Engineering) from Shanghai Jiao Tong University in China, and a Master of Science in Industrial and Systems Engineering from the National University of Singapore.

## **MARLIN KHIEW**

Executive Vice President,  
Seatrium Energy (Projects) and President, LATAM

---

Mr Marlin Khiew oversees Seatrium Energy (Projects) and LATAM business, which covers newbuilds and conversions of floating production systems such as FPSOs, TLWPs, FLNGs, FSRUs, FPU amongst others in the LATAM area. He is also responsible for project management excellence and execution excellence across the Group. In 2024, Mr Khiew was appointed Chairman of the Executive Committee of the Singapore Business Federation (“SBF”) Latin America Business Group; he is also a member of the SBF Internationalisation Action Committee.

Prior to his current appointment, Mr Khiew held various management positions and was a commercial director at Keppel Offshore & Marine and its subsidiaries in Singapore, as well as senior management positions in Brazil.

Mr Khiew holds a Bachelor of Applied Science (Mechanical Engineering with specialisation in Naval Architecture) from University of British Columbia, Canada. He had also attended the Advanced Management Programme at the National University of Singapore.

## **SAMUEL WONG**

Executive Vice President,  
Seatrium Energy (Fixed Platforms)

---

Mr Samuel Wong is responsible for overseeing the company's Fixed Platforms business, which encompasses renewable offshore substations, oil & gas offshore platforms and onshore LNG modules.

Mr Wong has been with the Group for over 30 years. He previously served as Vice President and Head of Offshore Platforms, focusing on products such as process, drilling, wellhead, power generation and accommodation platforms, offshore substations and LNG modules.

Mr Wong holds a Bachelor of Engineering (First Class Honours) in Marine Technology (Naval Architecture) from the University of Newcastle Upon Tyne in the United Kingdom.

## **ALVIN GAN**

Executive Vice President,  
Repairs and Upgrades

---

Mr Alvin Gan leads the Repairs and Upgrades business, overseeing a broad portfolio of services that include the repair, refurbishment, retrofitting, life extension and upgrading of vessels, offshore rigs, semi-submersibles and marine structures. His role also extends to Engineering, Procurement and Construction (EPC) solutions for upgrades and conversions such as FSRUs and FPSOs, with a focus on green technologies, energy efficiency, alternative fuels and low-carbon retrofitting solutions.

Mr Gan joined the Group in 1995 and held various roles in the repairs and upgrades business, with extensive experience in both operations and project management. He plays a key role in forging long-term partnerships with our customers in delivering innovative, high-quality solutions to meet the evolving needs of the marine and offshore industry.

Mr Gan holds a Bachelor of Engineering (Honours) in Naval Architecture and Offshore Engineering from the University of Strathclyde in the United Kingdom.

# Major Properties

Location	Description & Approximate Land Area	Tenure	Usage
<b>SINGAPORE YARDS</b>			
• Admiralty Road East/ Admiralty Road West	Land area: 825,019m <sup>2</sup> Buildings, workshops, drydocks and quays	22 years leasehold	Ship repairs, ship conversion, offshore engineering, shipbuilding and rig building including drydock, berthage and workshops
• Tuas South Boulevard Phase I	Land area: 761,502m <sup>2</sup> Docks, quays, workshops, buildings and berthage	30 plus 30 years leasehold (JTC Land)	Ship repairs, ship conversion, offshore engineering, shipbuilding and rig building including drydocks, berthage and workshops
• Tuas South Boulevard Phase II	Land area: 357,708m <sup>2</sup>	30 plus 30 years leasehold (JTC Land)	Ship repairs, ship conversion, offshore engineering, shipbuilding and rig building including drydocks, berthage and workshops
• Tuas South Boulevard Phase IIIa	Land area: 411,407m <sup>2</sup>	30 plus 30 years leasehold (JTC Land)	Marine engineering activities including repair, conversion, upgrading and building of rigs, ships and offshore structures
• Gul Road	Land area: 293,026m <sup>2</sup>	30 plus 11 years leasehold (JTC Land)	Building of offshore structures and marine vessels, ship repairs and conversion of vessels and industrial engineering
• Benoi Road	Land area: 355,688m <sup>2</sup>	30 years leasehold (JTC Land)	Ship repairs, shipbuilding and marine construction.
• Pioneer Sector 1	Land area: 443,428m <sup>2</sup>	30 years leasehold (JTC Land)	Ship repairs and marine construction
<b>OVERSEAS YARDS</b>			
<b>P.T. SMOE Indonesia</b>			
• Batam Island, Indonesia	Land area: 815,036m <sup>2</sup> Workshops, office buildings and 547m of jetty for modules load-out	30 years leasehold	Workshops and fabrication facilities
<b>Estaleiro BrasFELS Ltda</b>			
• Angra dos Reis, Rio de Janeiro, Brazil	Land area: 521,731m <sup>2</sup>	Leasehold land ranging from 20 to 30 years	Ship repairs, ship conversion, offshore engineering, shipbuilding including berthage and workshops
<b>Estaleiro Jurong Aracruz</b>			
• Municipality of Aracruz, State of Espirito Santo, Brazil	Land area: 825,000m <sup>2</sup> Slipways, berthing quays, drydock, ancillary steel and piping facilities	Freehold	Drill ships construction, building of semi-submersible rigs, FPSO integration, fabrication of topside modules, PSVs construction, drilling rig repairs and modification works

# Major Properties

Location	Description & Approximate Land Area	Tenure	Usage
<b>OVERSEAS YARDS (Con'td)</b>			
<b>Seatrium Singmarine Brasil</b>			
<ul style="list-style-type: none"> <li>Volta Grande, Navegantes, Brazil</li> </ul>	Land area: 76,000m <sup>2</sup>	Freehold	Ship repairs and fabrication including berthage and workshop
<b>Seatrium Nantong Shipyard Co. Ltd</b>			
<ul style="list-style-type: none"> <li>Nantong City, People's Republic of China</li> </ul>	Land area: 159,963m <sup>2</sup>	50 years leasehold	Workshops and fabrication facilities
<b>Seatrium Nantong Heavy Industry Co., Ltd</b>			
<ul style="list-style-type: none"> <li>Nantong City, People's Republic of China</li> </ul>	Land area: 284,555m <sup>2</sup>	50 years leasehold	Workshops and fabrication facilities
<b>Seatrium Subic Shipyard, Inc</b>			
<ul style="list-style-type: none"> <li>Subic Zambales, Philippines</li> </ul>	Land area: 374,193m <sup>2</sup> Graving dock, quays, buildings and facilities	2 years leasehold	Ship repairs and conversion, ship building and offshore structure fabrication including dock, berthage, workshop and fabrication facilities
<b>Seatrium Offshore Renewable Services Ltd</b>			
<ul style="list-style-type: none"> <li>Lowestoft, Suffolk, UK</li> </ul>	Land area: 14,285m <sup>2</sup> Workshops and office building	Leasehold land ranging from 22 to 99 years	Storage, workshops, and light assembly works

# Shareholding Statistics

As at 26 February 2026

## SHARE CAPITAL

Issued and fully paid-up capital	: S\$8,583,467,093.10
Number of issued shares	: 3,411,858,914
Number of treasury shares	: 25,325,088
Number of subsidiary holdings	: Nil
Class of shares	: Ordinary shares
Voting rights	: One vote per share

## SHAREHOLDINGS HELD BY THE PUBLIC

Based on the information available to the Company as at 26 February 2026, approximately 62.7% of the issued ordinary shares of the Company are held by the public, and therefore, the Company has complied with Rule 723 of the Listing Manual of the Singapore Exchange Securities Trading Limited.

## SUBSTANTIAL SHAREHOLDERS

Name	Direct Interest		Deemed Interest		Total Interest	
	No. of shares	% <sup>(2)</sup>	No. of shares	% <sup>(2)</sup>	No. of shares	% <sup>(2)</sup>
Startree Investments Pte. Ltd.	1,210,968,288	35.75	–	–	1,210,968,288	35.75
Fullerton Management Pte Ltd	–	–	1,210,968,288 <sup>(3)</sup>	35.75	1,210,968,288 <sup>(3)</sup>	35.75
Temasek Holdings (Private) Limited	–	–	1,259,340,034 <sup>(4)</sup>	37.18	1,259,340,034 <sup>(4)</sup>	37.18

## TOP 20 SHAREHOLDERS

Name	No. of shares	% <sup>(2)</sup>
STARTREE INVESTMENTS PTE LTD	1,210,968,288	35.75
CITIBANK NOMS SPORE PTE LTD	270,101,682	7.97
DBS NOMINEES PTE LTD	246,093,639	7.26
HSBC (SINGAPORE) NOMINEES PTE LTD	242,871,695	7.17
DBSN SERVICES PTE LTD	201,680,342	5.95
RAFFLES NOMINEES(PTE) LIMITED	63,139,667	1.86
UNITED OVERSEAS BANK NOMINEES P L	62,770,551	1.85
DBS VICKERS SECURITIES (S) PTE LTD	44,690,108	1.31
PHILLIP SECURITIES PTE LTD	40,203,564	1.18
OCBC SECURITIES PRIVATE LTD	28,380,259	0.83
UOB KAY HIAN PTE LTD	26,425,453	0.78
OCBC NOMINEES SINGAPORE PTE LTD	26,185,550	0.77
BNP PARIBAS NOMS SPORE PL	24,363,031	0.71
MOOMOO FINANCIAL SINGAPORE PTE. LTD.	21,161,793	0.62
MAYBANK SECURITIES PTE. LTD.	18,567,613	0.54
IFAST FINANCIAL PTE LTD	15,747,921	0.46
ARIFIN @ LIE TJONG TJIN @ LIE CHANG CHIN	10,100,000	0.29
BPSS NOMINEES SINGAPORE (PTE.) LTD.	9,594,699	0.28
TIGER BROKERS (SINGAPORE) PTE. LTD.	8,417,357	0.24
CGS INTL SECURITIES SINGAPORE PL	7,780,995	0.22
<b>TOTAL</b>	<b>2,579,244,207</b>	<b>76.04</b>

## SHAREHOLDING DISTRIBUTION

Size of shareholdings	No. of shareholders	% <sup>(2)</sup>	No. of shares	% <sup>(2)</sup>
1 - 99	10,321	10.99	325,067	0.01
100 - 1,000	23,670	25.21	13,362,860	0.39
1,001 - 10,000	44,955	47.90	176,309,275	5.21
10,001 - 1,000,000	14,883	15.85	546,137,815	16.13
1,000,001 and above	51	0.05	2,650,398,809	78.26
<b>Grand Total<sup>(5)</sup></b>	<b>93,880</b>	<b>100</b>	<b>3,386,533,826</b>	<b>100</b>

### Notes:

<sup>(1)</sup> Ordinary shares purchased and held as treasury shares by the Company will have no voting rights.

<sup>(2)</sup> Percentage is calculated based on the total number of issued ordinary shares, excluding treasury shares and rounded down to the nearest 0.01%.

<sup>(3)</sup> Fullerton Management Pte Ltd is deemed to be interested in the 1,210,968,288 Shares held by Startree.

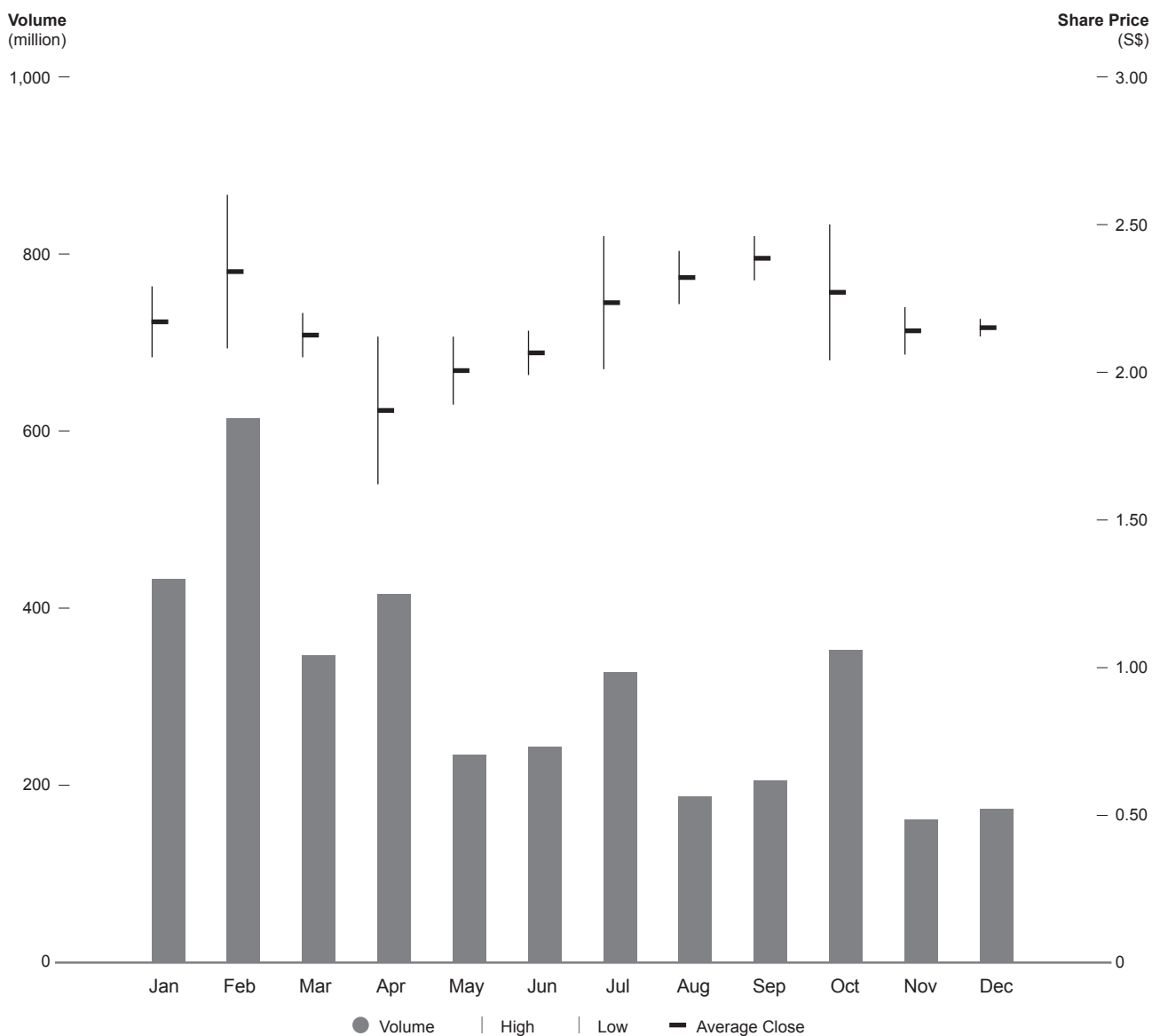
<sup>(4)</sup> Temasek is deemed to be interested in the 1,210,968,288 Shares held by Startree, and the 48,371,746 Shares in which certain of its subsidiaries and associated companies have direct or deemed interests pursuant to Section 4 of the Securities and Futures Act 2001.

<sup>(5)</sup> Treasury shares are excluded.

# Share Performance

Year ended 31 December 2025

Share Price		2025
Last transacted (S\$)		2.16
High (S\$)		2.60
Low (S\$)		1.62
Average (S\$)		2.17
Volume (million shares)		3,701



# Glossary

ABS	American Bureau of Shipping	MW	Megawatt
AGM	Annual General Meeting	NOx	Collective group of nitrogen oxides
AI	Artificial Intelligence	O&G	Oil & Gas
AiP	Approval in Principle	OCCS	Onboard Carbon Capture & Storage
B	Billion	OCP	Offshore Converter Platform
BESS	Battery Energy Storage System	OPEC	Organization of the Petroleum Exporting Countries
BOPD	Barrels of Oil Per Day	OSS	Offshore Substation
BOT	Build-Operate-Transfer model	R&D	Research & Development
BV	Bureau Veritas	REC	Renewable Energy Certificates
CCS	Carbon Capture and Storage	ROE	Return on Equity
CCUS	Carbon Capture, Utilisation and Storage	SGX-ST	Singapore Exchange Securities Trading Limited
CEO	Chief Executive Officer	SRS	Supplementary Retirement Scheme
CPF	Central Provident Fund	SSCV	Semi-submersible Crane Vessel
COE	Centre of Excellence	SMR	Small Modular Reactor
CSR	Corporate Social Responsibility	TSO	Transmission System Operator
DP	Dynamic Positioning	TSR	Total Shareholder Return
EBITDA	Earnings Before Interest, Taxes, Depreciation and Amortisation	WTIV	Wind Turbine Installation Vessel
EPC	Engineering, Procurement and Construction	YoY	Year-on-year
EPCIC	Engineering, Procurement, Construction, Installation and Commissioning		
ESG	Environmental, Social and Governance		
EVP	Executive Vice President		
FCC	Favoured Customer Contract		
FEED	Front-end Engineering Design		
FID	Final Investment Decision		
FLL	Floating Living Lab		
FLNG	Floating Liquefied Natural Gas vessel		
FPSO	Floating Production Storage and Offloading vessel		
FPU	Floating Production Unit		
FSRU	Floating Storage Regasification Unit		
FWSS	Floating Wind Semi-Submersible		
FY	Financial Year		
GTT	Gaztransport and Technigas		
GW	Gigawatt		
HLV	Heavy Lift Vessel		
HSE	Health, Safety and Environment		
HVAC	High Voltage Alternating Current		
HVDC	High Voltage Direct Current		
K	Thousand		
IAF	Integrated Assurance Framework		
IEA	International Energy Agency		
IoT	Internet of Things		
IPCC	Intergovernmental Panel on Climate Change		
LATAM	Latin America		
LNG	Liquefied Natural Gas		
LNGC	Liquefied Natural Gas Carrier		
m	Metres		
m <sup>2</sup>	Square Metres		
m <sup>3</sup>	Cubic Metres		
M	Million		
MENA	Middle East and North Africa		
MetOcean	Meteorological + (physical) Oceanography		
MOU	Memorandum of Understanding		
MRO	Maintenance, Repair and Overhaul		
MTPA	Million Tonnes Per Annum		

# Corporate Information

## REGISTERED OFFICE

Seatrium Limited  
Co. Reg. No. 196300098Z  
80 Tuas South Boulevard Singapore 637051  
Tel: (65) 6265 1766  
Website: [www.seatrium.com](http://www.seatrium.com)

## BOARD OF DIRECTORS

Mark Gainsborough  
*Chairman*

Yap Chee Keong  
*Deputy Chairman*

Chris Ong  
*Chief Executive Officer*

Jan Holm  
leda Gomes Yell  
Sarjit Singh Gill  
Astrid Skarheim Onsum  
Mariel von Schumann  
Eng Aik Meng

## AUDIT AND RISK COMMITTEE

Yap Chee Keong  
*Chairman*

Jan Holm  
Sarjit Singh Gill  
Astrid Skarheim Onsum

## NOMINATION AND REMUNERATION COMMITTEE

Mark Gainsborough  
*Chairman*

Yap Chee Keong  
Mariel von Schumann  
Eng Aik Meng  
Chan Wai Ching (Co-opted member)

## CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Jan Holm  
*Chairman*

Mark Gainsborough  
Chris Ong  
leda Gomes Yell  
Mariel von Schumann

## TRANSFORMATION COMMITTEE

Mark Gainsborough  
*Chairman*

Yap Chee Keong  
Chris Ong  
leda Gomes Yell  
Astrid Skarheim Onsum

## COMPANY SECRETARY

Looi Lee Hwa

## SHARE REGISTRAR

KCK CorpServe Pte. Ltd.  
1 Raffles Place  
#04-63 One Raffles Place (Tower 2)  
Singapore 048616  
Tel: (65) 6430 8217  
Email address: [sharereg@kckcs.com.sg](mailto:sharereg@kckcs.com.sg)

## AUDITORS

KPMG LLP  
Asia Square Tower 2  
12 Marina View, #15-01  
Singapore 018961  
Tel: (65) 6213 3388

Audit Partner: Kenny Tan  
(Appointed during the financial year ended  
31 December 2023)

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## INVESTOR RELATIONS

For IR enquiries, please contact:  
[investor.relations@seatrium.com](mailto:investor.relations@seatrium.com)

## SUSTAINABILITY

For sustainability enquiries, please contact:  
[sustainability@seatrium.com](mailto:sustainability@seatrium.com)



**SEATRIUM LIMITED**

Company Registration No: 196300098Z

80 Tuas South Boulevard  
Singapore 637051