Asiatic Group

ASIATIC GROUP (HOLDINGS) LIMITED

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Asiatic Group

ASIATIC GROUP (HOLDINGS) LIMITED

ANCHORING OUR GROWTH

Annual Report 2024

ABOUT ASIATIC GROUP

We are an engineering management specialist playing a pivotal role in the development of two key sectors:

- Fire protection solutions
- Energy services

FIRE PROTECTION SOLUTIONS

We provide total Fire Protection Solutions such as systems and product design, supply, installation and commissioning for the maintenance of fire protection equipment and systems.

We manufacture most of our fire extinguishers and assemble most of our fire fighting products such as hose reels, hydrants, alarm systems and emergency lighting, under our brand name KILLFIRE.

ENERGY SERVICES

We operate as an EPC (engineering, procurement and construction) and O&M (Operation and Maintenance) contractor.

CONTENTS

This annual report has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility for the contents of this annual report including the correctness of any of the statements or opinions made or reports contained in this annual report.

The contact person for the Sponsor is Ms Lim Hui Ling, 16 Collyer Quay #10-00 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg.

MESSAGE TO SHAREHOLDERS

TAY KAH CHYE
Independent Chairman of the Board

TAN BOON KHENG
Managing Director

DEAR SHAREHOLDERS,

We are pleased to let you know that for the financial year ended 31 March 2024 ("FY2024"), the Group had continued with our strategy to pivot away from the Energy Services Division whilst realigning our focus on the Fire Protection Solutions Division.

The improved performance of the Fire Protection Solutions Division was also in line with the recovery of the marine and industrial sectors in FY2024. To better support the Fire Protection Solutions Division, we have started to increase our headcount. This will put the Group in a better position for the coming financial years to take advantage of newer growth opportunities in the Fire Protection Solutions Division.

Moving forward, we will continue to leverage on our strong position and expertise in Fire Protection Solutions Division to unlock new pathways and forge ahead with our sustainable growth.

BUSINESS AND FINANCIAL REVIEW

Revenue for FY2024 increased from S$41.3 million in the previous financial period ("FY2023") to S$45.0 million, an increase of approximately 8.8%. The increase was attributable to a 7.7% rise in Fire Protection Solution Division's revenue, from S$21.1 million in FY2023 to $22.8 million for the year in review and the increase in the electricity demand by tenants in the Phnom Penh Special Economic Zone powerplant compared to FY2023, that was predominantly the result of the effect of the hot weather in Cambodia caused by El Nino in the first half of FY2024.

The Energy Services Division recorded a 10.0% increase over FY2023 despite a slower growth in the first half of FY2024. This was mostly attributable to higher power consumption from customers in the second half of the financial year.

Cost of sales in FY2024 increased in tandem with the rise in revenue, recording an 11.4% increase to S$30.9 million from S$27.8 million in FY2023. Other operating expenses decreased 16.9% during FY2024.

The Group continues to strengthen and expand its Fire Protection Solutions Division

The Group managed to reverse from a loss after tax of S$4.6 million in FY2023 into a position of profit, with a S$1.4 million profit after tax recorded for the year.

DEVELOPMENTS REGARDING MAJU INTAN BIOMASS ENERGY SDN. BHD. ("MJE")

We are pleased to inform shareholders that following the acceptance of the Group's settlement proposal by MJE's bank, Colben Energy Holdings (Maju Intan) Ltd. ("CEHMI") has entered into a share purchase agreement with Etagreen Management Sdn. Bhd. ("EM"), in which CEHMI will transfer its entire 30% equity interest in MJE to EM for a nominal cash consideration of RM10. With the completion of the transfer of ownership of MJE on 17 August 2023, MJE has ceased to be an associate of the Company.

DEVELOPMENTS REGARDING COLBEN ENERGY (CAMBODIA) PPSEZ LIMITED ("JV COMPANY")

Further to the developments shared in the previous financial report, there had been various legal actions undertaken by the Group to enforce its legal rights in its interest in the Special Economic Zone power plant project in Phnom Penh, Cambodia, held through the Company's two subsidiaries, Colben Energy Holdings (PPSEZ) Limited ("CEH") and Colben System Pte Ltd ("CSPL"), in the dispute against Royal Group Phnom Penh SEZ plc ("RGPPSEZ"), formerly known as Phnom Penh SEZ PLC.

During the financial year under review, the Group has recommenced the arbitration process against RGPPSEZ. The Group remains committed in protecting its rights as an investor in Cambodia and will update shareholders when there are material updates in respect to the matter when available and appropriate.

Details relating to the full proceedings can be found in the Company's various announcements via the SGX website. To date, the dispute between the parties remains ongoing, and the Group will continue to update shareholders of any material developments.

MESSAGE TO SHAREHOLDERS

OUTLOOK

The Group continues to be vigilant and proactive in managing and mitigating the impact of rising costs. The Group will also continue to monitor its cash flow over the course of the financial year and implement any strategies to minimise any potential impact on liquidity.

ACKNOWLEDGEMENTS

We would like to thank our business partners, management, staff and shareholders for their invaluable and unwavering support. As we are enhancing our focus to the Fire Protection Solutions Division, we look forward to continue growing together with you to deliver long-term value and sustainable growth.

On behalf of the Board, we also wish to extend our sincere thanks to Mr Tan Boon Siang, who has resigned from his position as Executive Director, for his contributions during his tenure with Asiatic. We wish him all the best in his endeavours.

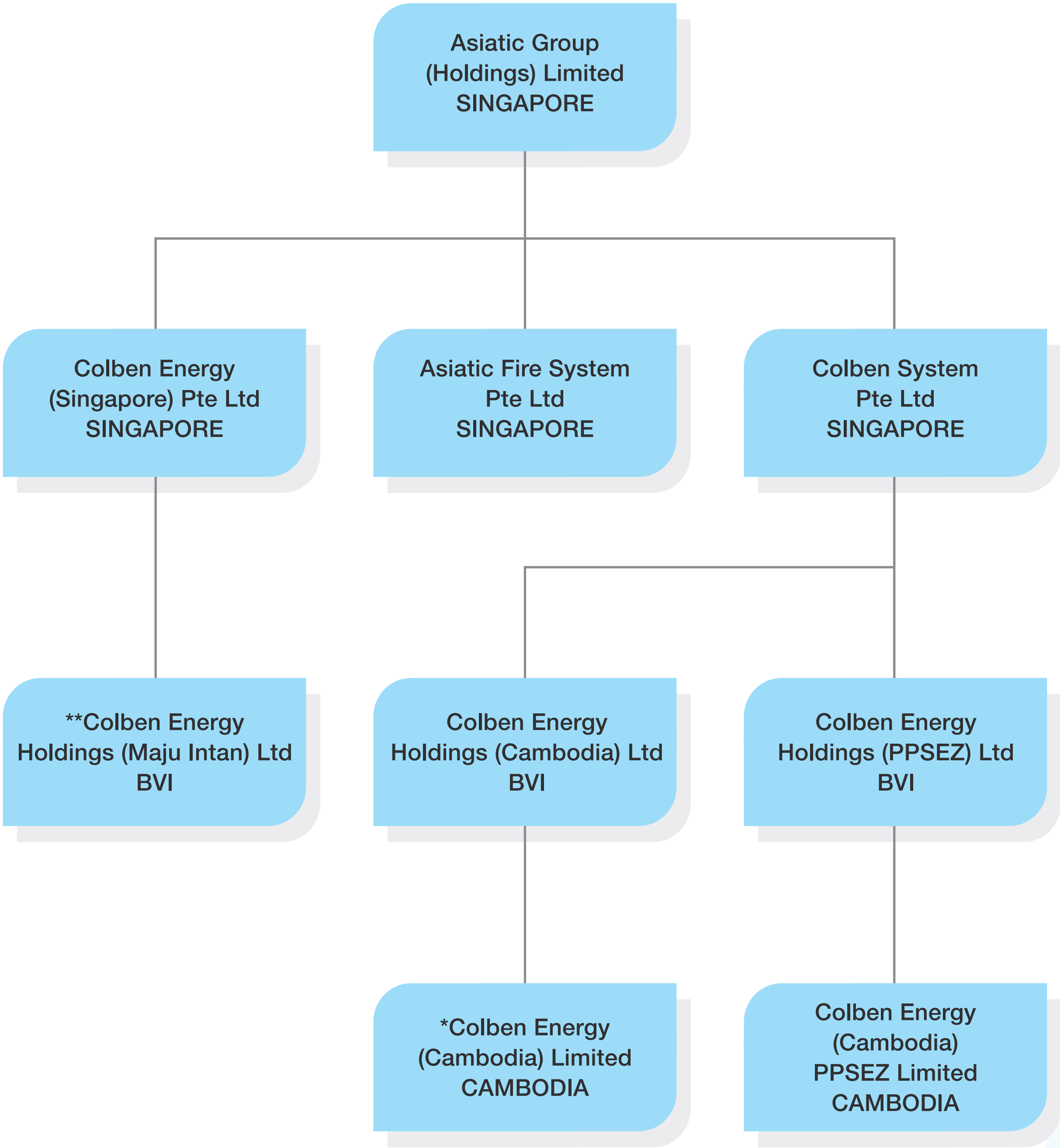
At the same time, the Board would like to extend their sincere and heartfelt appreciation to our Independent Chairman, Mr Tay Kah Chye for his stewardship during the prior difficult years that the Group has undergone. We would like to wish him the best of health after his stepping down as our Independent Chairman upon the conclusion of the forthcoming annual general meeting of the Company. Mr Tay Kah Chye will, upon his retirement, entering into a 12-month service agreement as Special Advisor of the Company with effect from 30 July 2024 to ensure a smooth transition process.

Lastly, we would like to welcome our new independent director, Mr Douglas Koh Kew Siong whom we believe will add to the depth of our bench with his legal knowledge and expertise.

TAY KAH CHYE
Independent Chairman

TAN BOON KHENG
Managing Director

CORPORATE STRUCTURE



* Ceased operation in FY2022
** Ceased operation in August 2023

FIRE PROTECTION SOLUTIONS AND ENERGY SERVICES

FIRE PROTECTION SOLUTIONS

Asiatic Fire Protection Solutions Division unit has developed into a specialised fire fighting manufacturer and experienced service station. It handles products that are technologically advanced and most importantly, competitively priced in this sensitive market. It is recognised by local and international statutory boards such as Lloyd's Register, Det Norsk Veritas, Singapore Civil Defence Force, American Bureau of Shipping, Italian Rina and the United States of America Department of Transport (US-DOT).

ENERGY SERVICES

Energy Service Division is operating a power plant consists of three 6.5mv generator set providing electricity to the industrial factories and facilities in the Phnom Penh Special Economic Zone, Cambodia.

For the financial year ended 31 March 2024 ("FY2024") the Group's revenue increased by 8.8% to S$45 million from S$41.3 million in the previous financial period ("FY2023"). The increase was mainly attributable to higher electricity demand by tenants in the Phnom Penh Special Economic Zone as a result of the effect of the hot weather in Cambodia caused by El Nino in the first half of FY2024. Revenue growth was also attributable to early deliveries of goods to customers and the fulfilment of project sales in the second half of FY2024 by our Fire Protection Solutions Division.

Profitability

In tandem with the higher revenue, cost of sales increased by 11.4% in FY2024. Due to the lower gross margin for Energy Services Division, the percentage increase in cost of sales was higher than the percentage increase in revenue. This led to a decrease in total gross margin.

The Group's other income also decreased due to reduced government grants received.

The Group recorded a foreign exchange gain of S$0.1 million during FY2024, mainly due to the depreciation of MYR against the SGD on the outstanding share of the settlement sum and share of the costs under the MYR-denominated share purchase agreement entered into with Etagreen Management Sdn. Bhd. in connection with the disposal of Maju Intan Biomass Energy Sdn. Bhd. ("MJE").

An increase in headcount to support increase in operations in the Fire Protection Solutions Division led to staff costs increase by 2.5% in FY2024 over FY2023. This was in line with the Group's strategy to strengthen our position in the industry by riding on the continued recovery of the marine and industrial sectors post Covid-19 pandemic.

The increase in depreciation of property, plant and equipment during the financial year was due to higher net book value on the power plant assets following the reversal of impairment loss on 31 March 2023 that resulted in higher depreciation during FY2024 as compared to FY2023 when the reversal of impairment loss had not taken place and was not included into our balance sheet.

The decrease in depreciation of right-of-use assets in FY2024 relates to the entering of shorter tenure leases for our warehouse facilities which had to be reclassified under SFRS(I) 16 Leases.

During FY2024, a write back of impairment of financial assets was made, due to repayment of overdue receivables from the Fire Protection Solutions division.

The Group also made additional provision for contribution to financial guarantee provided to an associated company following the finalisation of settlement sum in the first quarter of FY2024.

In FY2024, the Group recorded a decrease in other operating expenses mainly due to lower late penalty interest owing to a supplier in Cambodia following some repayments.

Increase in finance costs during FY2024 was mainly due to the higher interest costs on floating rate loans and borrowings due to significant rise in base lending rates.

Higher income tax expense was also recognised during the financial year, mainly due to the temporary differences arising from the differences in depreciation provided for tax purposes.

As a result of the foregoing, the Group recorded a profit after tax of S$1.4 million for FY2024, reversing the loss after tax of S$4.6 million for FY2023.

Movement in Comprehensive Income

A foreign currency translation gain amounting to S$0.5 million was recorded for the Group during the financial year against foreign currency translation gain of S$1.3 million during FY2023. The translation gain mainly arose from the appreciation of USD against SGD as the Cambodian entities are using USD as their functional currency.

Balance Sheet

As at 31 March 2024, non-current assets decreased due to the depreciation of property, plant and equipment by S$1.7 million, and depreciation of right-of-use assets by S$0.2 million. These decreases were partially offset by the addition of right-of-use assets as well as a translation gain on the property, plant and equipment in the Cambodian entities due to the appreciation of USD against SGD in FY2024.

Our continuous efforts to reduce slow moving inventories and to keep inventory at an optimal level have resulted in lower funding for inventories, leading to improved cashflow for the Group. Trade receivables saw an increase because of the higher sales recorded by the Fire Protection Solutions Division in the month of March 2024. As at 1st July 2024, 75% of the trade receivables have been collected.

Non-current liabilities had increased mainly due to increase in non-current lease liabilities as a result of the upward revision of rental charges on the leasehold land at Joo Koon Circle following an extension of the lease period. Additionally, deferred tax liabilities have increased due to the timing difference arising from differences in depreciation for tax purposes, which was partially offset by the reclassification of non-current portion of term loan to current.

The current liabilities of the Group as at 31 March 2024 decreased mainly due to quicker repayment of trade payables in the Energy Services Division, partial payment of contribution to financial guarantee provided to an associated company from the proceeds of the rights issue and payment of loans and borrowings during the financial year. The decrease was partially offset by an increase in other payables and accruals caused mainly by the additional provision of late payment interest to a supplier in Cambodia and increase in deferred income arising from the advance billings to customers as at 31 March 2024.

For the year under review, the Group had a net current liabilities position of S$9.3 million arising from the previous utilisation of short-term financing to support the Group's energy projects and provision for contribution to financial guarantee provided to an associated company. The position has improved by S$6.9 million from S$16.2 million in FY2023 which was contributed by increase in trade receivables, cash and short term deposit as well as decrease in trade and other payables.

Taking the above into account, the Board believes that the Group will be able to operate as a going concern and is of the view that the Group will continue to receive financial support from the banks and generate positive cash flows from its operations in the next twelve months. The Group has also discharged its obligations and liabilities held under a corporate guarantee provided by the Group and Company to MJE's bank following the disposal of MJE as an associate of the Company.

Cash Flow

For the financial year under review, net cash generated from operating activities amounted to S$3.8 million after taking into account the changes in working capital and payment of interest and taxes. The net cash inflow was mainly due to the stable performance of the Fire Protection Solutions Division.

Net cash flow used in investing activities was a result of the payment of financial guarantee provided to an associated company and purchase of right-of-use assets and property, plant and equipment. The outflow was partially offset by the proceeds from disposal of right-of-use assets and property, plant and equipment during the financial year.

The Group recorded a net cash inflow from its financing activities arising from proceeds from the issuance of shares obtained through the rights issue exercise and decrease in pledged fixed deposits during the financial year. This was partially offset by the outflow arising from the repayment of trust receipt and short-term borrowings, repayment of interest-bearing term loans, repayment of lease and hire purchase liabilities, repayment to related parties, and payment of interest. As a result of the above, the net effect to the Group's overall cash balance was an increase of S$2.0 million.

Outlook

By refocusing our business back to the Fire Protection Solutions Division, the Group has realigned its resources to support this strategy. The Group will continue to strengthen its current industry position and seek out complementary opportunities.

On the joint venture company in Cambodia, the Group had taken all necessary steps against RGPPSEZ to protect its rights under the shareholders agreement and joint venture agreement. The Group will provide update on any material developments, as and when, they arise.

The Group will also continue to monitor its cash flow over the course of the next financial year and implement strategies to minimise any potential negative impact on cashflow and/or liquidity. Continued geopolitical tensions have resulted in global uncertainties which may dampen business sentiments and drive up costs. The Group will remain vigilant and proactively manage and mitigate the impact of rising costs.

BOARD OF DIRECTORS

TAY KAH CHYE, 77

Independent Chairman

was appointed as a Non-Executive Independent Director of the Company, and Chairman of the Board on 1 October 2013 and was last re-elected at the annual general meeting ("AGM") held on 27 July 2023. He is also a member of the Audit and Risk Committee, Remuneration Committee and Nominating Committee. He is currently the Executive Chairman of CLMV Consult (Net) Private Limited, a regional consulting company headquartered in Singapore and the Chief Executive Officer of the PATA Group (comprising PATA Consultancy Pte Ltd and PATA International Enterprise Pte Ltd). He has served as the Honorary Secretary General of ASEAN Bankers Association, a regional banking industry group from 1991 to 2007 and as Honorary Advisor from 2008 to 2010. Prior to his retirement on 31 December 2007, Mr Tay was the President and Chief Executive Officer of ASEAN Finance Corporation Ltd, a regional merchant bank based in Singapore and owned by various leading banks and financial institutions in ASEAN since 1991. He graduated with a Bachelor of Social Sciences (Economics) from the University of Singapore in 1970.

Mr Tay will be retiring as a Director at the upcoming AGM to be held on 29 July 2024.

TAN BOON KHENG, 64

Managing Director

is the Group Managing Director and a member of the Nominating Committee. He joined the Group in 1983 upon his graduation from Singapore Polytechnic with a diploma in mechanical engineering and was appointed a Director on 25 October 2002. He has attended Georgetown University's McDonough School of Business executive education in Global Business Leadership and International Relations in 2015. His primary responsibilities are strategic planning and business development. Mr Tan was instrumental in the Group's foray into the overseas markets and expansion into the power generation business. Mr Tan has been accredited as a Qualified Fire Safety Manager by the Singapore Joint Civil Defence Force since 1982. Mr Tan was recognised as one of the top outstanding leaders in the Asia Corporate Excellence & Sustainability Awards in 2014 and also appointed in 2016 as Honorary Chairperson of Cheng Hong welfare Service Society, a Non-Profit organisation in Singapore to help the disadvantaged needy and destitute in the society through healthcare, lifestyle and financial support. He was last re-elected at the AGM held on 27 July 2023.

BOARD OF DIRECTORS

CHIA SOON HIN WILLIAM, 71

Independent Director

was appointed as a Non-Executive Independent Director on 1 September 2018 and was last re-elected at the AGM held on 29 September 2022. He is also the Chairman of the Audit and Risk Committee, and a member of the Remuneration Committee and Nominating Committee. Besides serving as an Independent Director of listed company, Ley Choon Group Holdings Limited, he provides training for financial institutions and business advisory to corporations through his company, Xie Capital Pte Ltd. He has more than 35 years of retail and commercial banking experience with Overseas Union Bank, Standard Chartered Finance, DBS Bank, Malayan Banking Berhad and United Overseas Bank. Prior to his retirement from United Overseas Bank in October 2014, he was an Executive Director with the bank's Group Commercial Banking. He is a Chartered Secretary and Associate of the Governance Institute of Australia, Fellow with the Chartered Institute of Marketing (UK) and Associate with the Chartered Institute of Bankers (UK). He was conferred IBF Fellow by the Institute of Banking and Finance Singapore in November 2014. In May 2024, he attained the Senior Accredited Director credentials by the Singapore Institute of Directors.

KOH KEW SIONG, DOUGLAS, 57

Independent Director

was appointed as an Independent Director of the Company on 1 June 2024. Mr Douglas Koh was a practising lawyer for more than 20 years specialising in equity capital markets and corporate governance. His former firms include Virtus Law LLP, CNPLaw LLP (formerly known as Colin Ng & Partners LLP), Harry Elias Partnership LLP and Drew & Napier LLC.

Prior to returning to Singapore to be a lawyer, Mr. Douglas Koh was working with an internet services company and a manufacturing company in the People's Republic of China. Mr. Douglas Koh graduated from the National University of Singapore in 1992 with a Bachelor of Laws and is admitted as an advocate and solicitor of the Supreme Court of Singapore.

Mr. Douglas Koh is an independent director of Catalist-listed YKGI Limited. He was also an independent director of Mainboard-listed LCT Holdings Limited from December 2019 until its delisting in December 2020 and Mainboard-listed New Silkroutes Group Limited (formerly known as Digiland International Limited) from November 2013 to March 2015.

BOARD OF DIRECTORS

YIP MUN FOONG, JAMES, 74

Independent Director

was appointed as a Non-Executive Independent Director on 23 December 2019 and was last re-elected at the AGM held on 27 July 2023. He is also the Chairman of both the Remuneration Committee and Nominating Committee, and a member of the Audit and Risk Committee.

James had been in the banking industry for some three decades covering the whole gamut of corporate, commercial, investment banking, capital markets and private equity fund raising. He has worked for several international financial institutions and his last banking appointment was Global Head of Capital Markets and Syndications at Overseas Union Bank. A native Singaporean, James has worked and travelled widely in Asia, Australiasia, Europe and the USA.

James had also been for two years until May 2006 the general manager of the investment subsidiary of the Changi Airport Group. From July 2006 to end 2008, James was an independent advisor with the Asian Transportation Group of HSH Nordbank, Hamburg assisting in the financing of infrastructure projects in the Asia Pacific, working closely with international agencies like the Asian Development Bank and the IFC, a unit of the World Bank.

James holds a post-graduate diploma in management studies from the Graduate School of Business, University of Chicago, a post- graduate diploma in financial management from the Stern School of Business Administration, New York University and a diploma from the Chartered Institute of Bankers, London. He also holds an executive diploma in directorship jointly awarded by the Singapore Institute of Directors and the Singapore Management University.

James has sat on the boards of several listed companies in Singapore, Australia and UK as an independent non-executive director. These companies were involved in diverse industries, ranging from oil and gas production, solar-powered water heaters, biofuel, memory modules manufacturing to marine out-board equipment distribution. Since February 2024, he has been designated as a “senior accredited director” by the Singapore Institute of Directors.

KEY MANAGEMENT

WONG WAI CHEONG

is our Financial Controller and is responsible for the strategic planning, corporate planning, corporate structuring, financial planning, treasury functions, statutory reporting and accounting of our Group. Mr Wong had joined our Group in 2012 as Finance Manager and was promoted to Financial Controller in October 2018. Prior to joining our Group, he was the Regional Manager, Asia Pacific – Operations & Finance with Amer Sports Malaysia Sdn Bhd for 14 years. Mr Wong graduated from Universiti Utara Malaysia with an honors degree in Accounting and he is a member of Malaysian Institute of Accountants.

LEE YOKE CHUN

is our Administration and Human Resources Manager. Prior to joining our Group in 1987, Mdm Lee has worked in the administration and accounts departments of various companies in different industries, such as distribution, manufacturing and construction. Mdm Lee holds a diploma in business administration from the Productivity and Standards Board Academy of Singapore. Mdm Lee is the spouse of our Managing Director, Tan Boon Kheng.

TAN BOON YEW

joined the Group in 1981 and is responsible for the management and supervision of the marine-based fire protection solutions business. He retired as Executive Director of the Company on 26 July 2018. Mr Tan remained as a Director in Asiatic Fire System Pte Ltd. Tan Boon Yew is the brother of our Managing Director, Tan Boon Kheng.

CORPORATE INFORMATION

DIRECTORS

Tay Kah Chye
(Independent Chairman)

Tan Boon Kheng
(Managing Director)

Tan Boon Siang
(Executive Director)
(Resigned with effect from 1 April 2024)

Chia Soon Hin William
(Independent Director)

Yip Mun Foong, James
(Independent Director)

Koh Kew Siong, Douglas
(Independent Director)
(Appointed with effect from 1 June 2024)

COMPANY SECRETARY

Yoo Loo Ping

REGISTERED OFFICE

65 Joo Koon Circle Singapore 629078
Tel: (65) 6863 0188
Fax: (65) 6897 9220

COMPANY REGISTRATION NO.

200209290R

AUDITOR

Foo Kon Tan LLP
24 Raffles Place
#07-03 Clifford Centre
Singapore 048621

Partner-in-charge: Ho Teik Tiong
(with effect from financial year ended 31 March 2022)

AUDIT AND RISK COMMITTEE

Chia Soon Hin William (Chairman)
Tay Kah Chye
Yip Mun Foong, James

REMUNERATION COMMITTEE

Yip Mun Foong, James (Chairman)
Tay Kah Chye
Chia Soon Hin William

NOMINATING COMMITTEE

Yip Mun Foong, James (Chairman)
Tay Kah Chye
Chia Soon Hin William
Tan Boon Kheng

SHARE REGISTRAR

Boardroom Corporate & Advisory Services Pte. Ltd.
1 Harbourfront Avenue
#14-07 Keppel Bay Tower
Singapore 098632
Tel: (65) 6536 5355
Fax: (65) 6536 1360

PRINCIPAL BANKER

United Overseas Bank

ASIATIC GROUP (HOLDINGS) LIMITED

SUSTAINABILITY REPORT

FY 2024

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MESSAGE FROM THE BOARD

Dear Valued Stakeholders,

The Board of Directors (the "**Board**") is pleased to present Asiatic Group (Holdings) Limited's (the "**Company**", and together with its subsidiaries, the "**Group**" or "**Asiatic**") seventh annual Sustainability Report (the "**Report**"), where we discuss the Group's sustainability performance for the financial year ended 31 March 2024 ("**FY2024**").

In this Report, we highlight our ongoing commitment to sustainable growth and long-term value creation for all our stakeholders. Despite the various challenges faced, including those posed by climate change and evolving regulatory landscapes, we have made significant strides in integrating sustainability into our business operations.

The Board is deeply involved in embedding sustainability principles into our business strategy, ensuring that climate-related considerations are central to our operations. The Board also receives annual briefings on the Group's sustainability performance, risks, and opportunities, and they oversee and authorise all disclosures within this Report.

In FY2024, we continued to focus on key areas such as energy efficiency, workplace health and safety, and employee well-being. We are proud to report significant achievements, including zero work-related incidents and injuries across all our facilities in Singapore and Cambodia. Our efforts in these areas reflect our dedication to creating a safe and healthy working environment for our employees.

Looking ahead, we remain committed to further enhancing our sustainability performance. We aim to maintain our employee turnover rate in line with industry averages and continue to closely monitor our energy consumption and greenhouse gas emissions. Our goal is to limit the Group's overall energy consumption and emissions to no more than a 5% increase compared to FY2024 levels for the financial year ending 31 March 2025 ("**FY2025**").

We deeply appreciate the invaluable feedback and active engagement of our stakeholders, which are essential to our ongoing sustainability journey. We remain committed to fostering open and transparent communication, ensuring that your insights and concerns are always heard and addressed. We believe that your continued participation and collaboration are vital to achieving our sustainability goals and creating lasting value for all. Together, we can build a more sustainable and resilient future.

Sincerely,
The Board of Directors

ABOUT THE REPORT

Reporting Scope

This report covers our financial year from 1 April 2023 to 31 March 2024 ("FY2024"). Relevant historical performance data from prior years is included for comparison where available. Unless otherwise specified, this report addresses the Environmental, Social and Governance ("ESG") impact of our holding company, Asiatic Group (Holdings) Limited, and our key subsidiaries, Asiatic Fire System Pte Ltd ("AFS") and Colben Energy (Cambodia) PPSEZ Limited ("Colben"). Maju Intan Biomass was officially disposed of in August 2023. Other entities within the group structure are excluded from this report's scope as they are either non-operational or in the process of being disposed of.

Reporting Standards

This report has been prepared with reference to the internationally recognised Global Reporting Initiative Standards 2021 ("**GRI Standards**"). By aligning with the GRI Standards, we can more effectively capture and disclose relevant information about our organisation's impacts, performance, and strategies.

Additionally, this report complies with Rules 711A and 711B of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist (the "**Catalist Rules**"), following the guidelines set out in SGX-ST's Practice Note 7F Sustainability Reporting Guide. This year, we have included the Task Force on Climate-Related Financial Disclosures ("**TCFD**") reporting in our sustainability report. We have adopted a phased approach to TCFD and climate-related disclosures. Our commitment is to align our reporting practices with TCFD recommendations, guiding us in effectively disclosing the financial impacts of climate change on our operations. We aim to continually enhance our data quality to meet future disclosure requirements.

External assurance has not been sought for this report; instead, we have relied on internal verification by senior management to ensure the accuracy of all ESG disclosures. Our internal auditors have also been engaged to perform an internal review of the sustainability reporting process in FY2024.

Feedback Channel

The electronic version of this report is available on our corporate website at https://www.asiatic.com.sg/news/sustainability-reports.html. A copy of this report is also accessible on the SGX-ST website at www.sgx.com/securities/company-announcements.

Both the Board and management are dedicated to ensuring that all inquiries are acknowledged and appropriately addressed, underscoring our commitment to transparency and accountability. We welcome feedback from our valued stakeholders on the contents of this report and any aspect of our sustainability performance. For any queries related to this report, please contact us at sustainability@asiatic.com.sg.

CORPORATE PROFILE

Headquartered in Singapore, the Company was first established and listed on SGX-ST's Catalist Board in April 2003. The Group has operations in Singapore, Cambodia, and Malaysia.

We are an engineering management specialist providing the following products and services:

- Fire Protection Solutions, with a focus on supplying, installing, and maintaining firefighting and protection equipment.
- Energy Services, with a focus on power generation and the distribution of controlled power supply and equipment.

Fire Protection Solutions

Our subsidiary AFS offers comprehensive solutions in firefighting and protective gear and services. As a major supplier in Singapore, we maintain extensive stocks of vital firefighting equipment such as fire hydrants, extinguishers, hoses, and couplings, crucial for tackling fires in marine, offshore, industrial, and residential settings. In addition to distributing reputable brands of firefighting gear, we produce our own line of fire-fighting equipment under the “KILLFIRE” brand, ensuring a complete spectrum of fire protection solutions for our clients.

AFS products are authorised for use by local and international statutory boards such as Lloyd’s Register, Det Norsk Veritas, Singapore Civil Defence Force, American Bureau of Shipping, Italian Rina, and the United States of America Department of Transport. Our clientele includes civil defence entities as well as commercial and industrial businesses.

Energy Services

As a contractor specialising in Engineering, Procurement, and Construction (“**EPC**”) as well as Operation and Maintenance (“**O&M**”), we are involved in various activities throughout the energy sector’s value chain. Our scope of work spans from power generation and transmission to local distribution, particularly within the Phnom Penh Special Economic Zone.

As a Joint Venture partner of Phnom Penh Special Economic Zone Plc (“**PPSEZ**”), Colben Energy (Cambodia) PPSEZ Ltd (“**Colben**”) operates the PPSEZ Power Plant, generating and supplying electricity to the industrial factories and facilities within the 360-hectare industrial park. A Build, Own and Operate investment since 2008, this fossil fuel power plant consisting of three 6.5 MW generator sets operates only when there are power interruptions to the main grid and is left on standby for most of the year.

Membership Associations

AFS is proud to be a member of the following associations:

- Singapore Manufacturing Federation
- Singapore Business Federation
- Singapore Metal & Machinery Association
- Singapore Building Materials Supplies’ Association
- Singapore-China Business Association
- Singapore Ship-Chandlers Association
- Association of Company Emergency Responsive Teams (Singapore)

SUSTAINABILITY AT ASIATIC

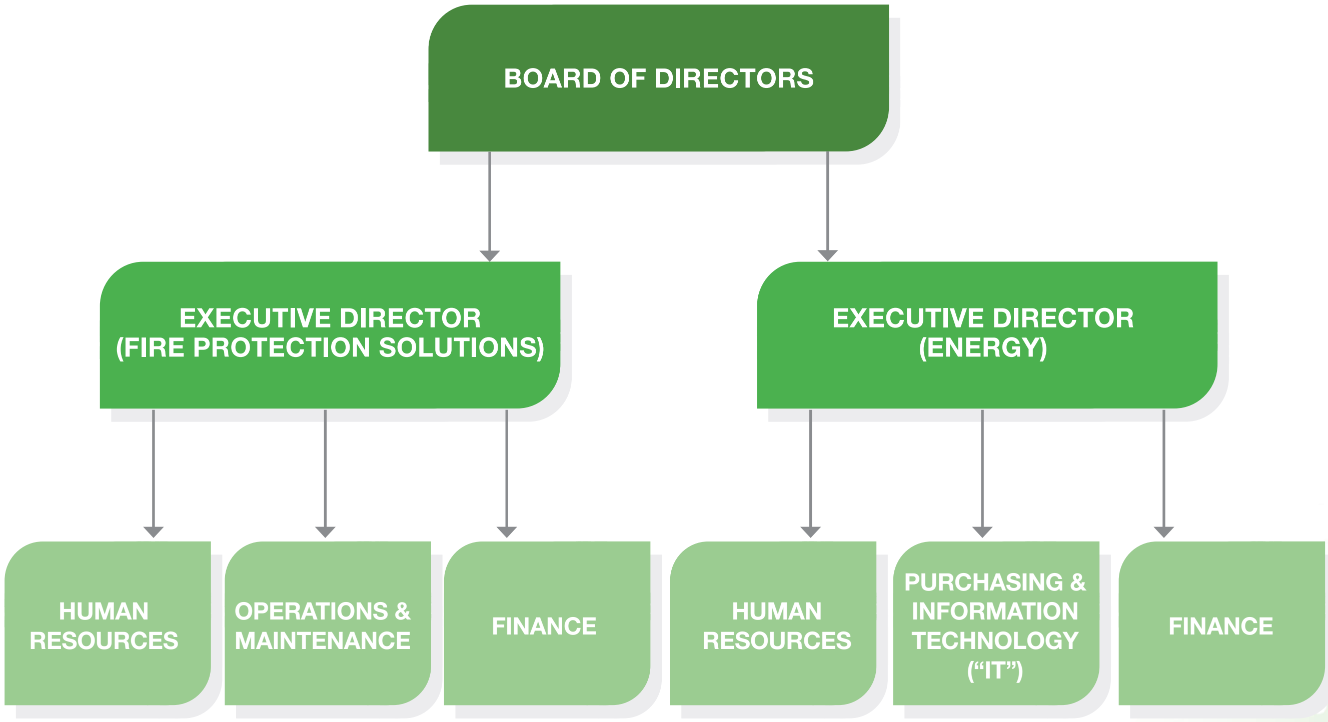
At Asiatic, we have a strong dedication to generating sustainable value for all those involved with our operations. Our sustainability strategy revolves around fostering positive outcomes for the economy, environment, and society, ensuring our resilience over the long haul.

Sustainability Governance

To ensure the effective management of our sustainability initiatives, the Board of Directors collectively bears responsibility for decision-making and supervising our organisation's sustainability impacts. They play a vital role in embedding sustainability principles into our business strategy. Enhancing their understanding, proficiency, and insight into sustainability issues, all our directors participated in the SGX-mandated training during FY2023. Furthermore, the Board receives an annual briefing on the Group's sustainability performance, as well as an assessment of risks and opportunities, and they oversee and authorise all disclosures within this Report.

Collaborating closely with the Board, the Executive Directors of AFS and Colben play a crucial role in integrating sustainability principles into our operations. They contribute to the formulation of sustainability policies and initiatives across the Group.

At the operational level, department heads are tasked with implementing sustainability initiatives within their respective departments. They ensure regular communication with the Executive Directors, offering updates on progress, seeking guidance as needed, and sharing insights from the field.



SUSTAINABILITY AT ASIATIC

Stakeholder Engagement

Our commitment to sustainability encompasses our interactions with customers, employees, suppliers, investors, and regulators. We actively engage in open dialogue to grasp their viewpoints and integrate their feedback into our sustainability endeavours. Aligning our sustainability endeavours with the needs and expectations of key stakeholders is essential for the enduring growth of our business.

STAKEHOLDER GROUPS	ENGAGEMENT PLATFORMS	FREQUENCY OF ENGAGEMENT	THEIR CONCERNS
Employees	New-joiner induction programme	As required	Opportunities for career development and progression Safe workplaces
	Employee performance review	Annually	
	Safety training	As required	
Customers	Customer satisfaction survey	As required	Product quality and on-time delivery
	Site visits	As required	
	Discussion via email, phone calls, or face-to-face meetings	As required	
Suppliers	Factory visits	As required	Fair and transparent business conduct
	Discussion via email, phone calls, or face-to-face meetings	As required	
Investors & Regulators	Annual report	Annually	Sustainable business growth and sound corporate governance Compliance with applicable laws and regulations
	Sustainability report	Annually	
	Annual General Meeting	Annually	
	SGXNET announcements	As required	

Materiality Assessment

In FY2018, Asiatic engaged a consultant to conduct a materiality assessment workshop, consisting of the following steps:

I. IDENTIFY
A comprehensive list of potentially materials ESG topics were consolidated and defined via discussions with internal stakeholders.

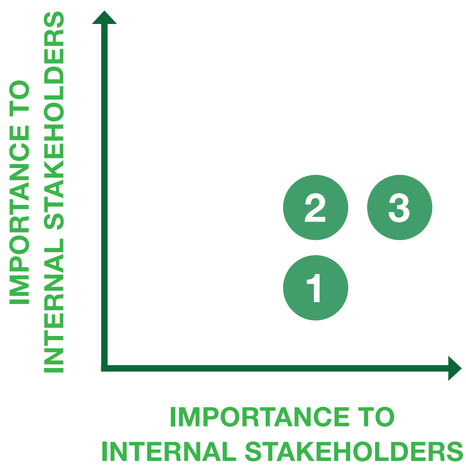
2. PRIORITISE
Selected ESG topics were prioritised against a materiality matrix during an internal focus group discussion.

3. VALIDATE
Identified material ESG topics were raised to the Board for their approval.

4. REVIEW
Material ESG topics are re-assigned in subsequent reporting periods to ensure continued relevance to business operations.

The Group will regularly evaluate our sustainability performance and measure our progress on the following material ESG topics, as illustrated in the materiality matrix below.

MATERIAL MATRIX



1. **SOCIAL**
   EMPLOYMENT
   GRI 401: Employment

2. **GOVERNANCE**
   WORKPLACE HEALTHCARE AND SAFETY
   GRI 403: Occupational Health and Safety

3. **ENVIRONMENTAL**
   ENERGY EFFICIENT OPERATION & GREENHOUSE GAS ("GHG") EMISSION
   GRI 302: Energy
   GRI 305: Emissions

MATERIAL TOPICS

Employment

Asiatic is dedicated to attracting and retaining talented individuals, fostering diversity and inclusivity in the workplace, investing in the learning and development of our employees, and prioritising the safety and well-being of our workforce.

Our Approach

Throughout the Group, we have implemented thorough human resources ("**HR**") policies to ensure our recruitment practices adhere to local employment laws in Singapore and Cambodia, along with voluntary guidelines such as the Tripartite Guidelines on Fair Employment Practices. Additionally, Colben has established a Code of Conduct that acts as a foundational framework for all employees, defining the expectations and behaviours essential for maintaining the utmost standards of professionalism, integrity, and respect in the workplace.

OUR WORKFORCE				
YEAR	By Gender		By Geographic Region	
	Female	Male	Singapore	Cambodia
FY2024	28	114	110	32
FY2023	30	116	111	35
FY2022	23	106	93	36

As of 31 March 2024, Asiatic employed a total of 142 full-time employees across the regions we operate in, marking a slight decrease in total headcount from our previous reporting period (FY2023: 146 employees). All full-time employees are entitled to healthcare insurance, while employees at our head office, i.e., Asiatic Group (Holdings) Ltd., also receive parental leave benefits.

Employment

Our Performance

We also closely track our rates of new hires and employee turnover over time, using them as indicators of the effectiveness of our employment practices. For FY2024, we recorded an overall new hire rate of 17.61% and employee turnover rate of 20.42%.

Our new hire rate has decreased by 11.49% from FY2023 (29.1%) to FY2024, while our employee turnover rate has increased by 3.72% (FY2023: 16.7%) due to natural attrition.

More details on the total number of employee new hires and employee turnover are as follows:

EMPLOYEE NEW HIRES					
By Gender	**FY 2024**	**FY 2023**	**By Age Group**	**FY 2024**	**FY 2023**
Female	8	11	Below 30 years	15	17
Male	17	29	30 – 50 years	8	19
Total	25	40	Above 50 years	2	4

EMPLOYEE TURNOVER					
By Gender	**FY 2024**	**FY 2023**	**By Age Group**	**FY 2024**	**FY 2023**
Female	9	4	Below 30 years	14	7
Male	20	19	30 – 50 years	12	9
Total	29	23	Above 50 years	3	7

For FY2025, we aim to maintain our employee turnover rate at 18%. Simultaneously, we will continue to closely monitor our employee new hire rate in relation to the Group's HR needs in both Singapore and Cambodia.

MATERIAL TOPICS

Workplace Health and Safety

At Asiatic, our foremost concern is ensuring the health, safety, and well-being of all individuals involved in our operations. We are committed to preventing any work-related injuries and illnesses within our facilities and see it as our responsibility to foster a workplace environment that prioritises safety.

Our Approach

At Asiatic, we regard workplace health and safety as a collective responsibility. We expect all our employees, contractors, and relevant external parties to comply with the safety management systems, quality standards, and standard operating procedures implemented within our facilities.

Annually, we conduct an audit of our workplace health and safety protocols to ensure adherence to regulatory standards, including the Workplace Safety and Health (Risk Management) Regulations and the Code of Practice on Workplace Safety and Health (WSH) Risk Management. Any identified shortcomings are promptly rectified and closely monitored to assess progress. As a testament to our robust risk management processes, Asiatic Fire Services has achieved the following certifications: ISO 9001:2015 Quality Management System and BizSAFE Level 4. Our last BizSAFE audit was conducted in June 2024, and the ISO audit was completed in October 2022. The next ISO audit is scheduled to be conducted on October 2024.

Over the course of FY2024, we engaged our internal auditors to review various aspects of occupational health and safety at the Colben PPSEZ plant. We are pleased to announce that the review revealed no major findings, highlighting our strong commitment to maintaining a safe and secure work environment. We recognise the importance of continuous improvement, and the senior management team will diligently address areas identified for enhancement.

Throughout the Group, employees are encouraged to remain vigilant and exercise caution while at work. They are required to promptly report any workplace incidents, including near misses, as they occur on site. This aligns with Asiatic's incident investigation procedures, which are outlined as follows:

1. Identification, Classification, and Reporting of Incident
2. Investigation and Analysis of Non-Conformance, Accidents, and Incidents
3. Corrective and Preventive Action

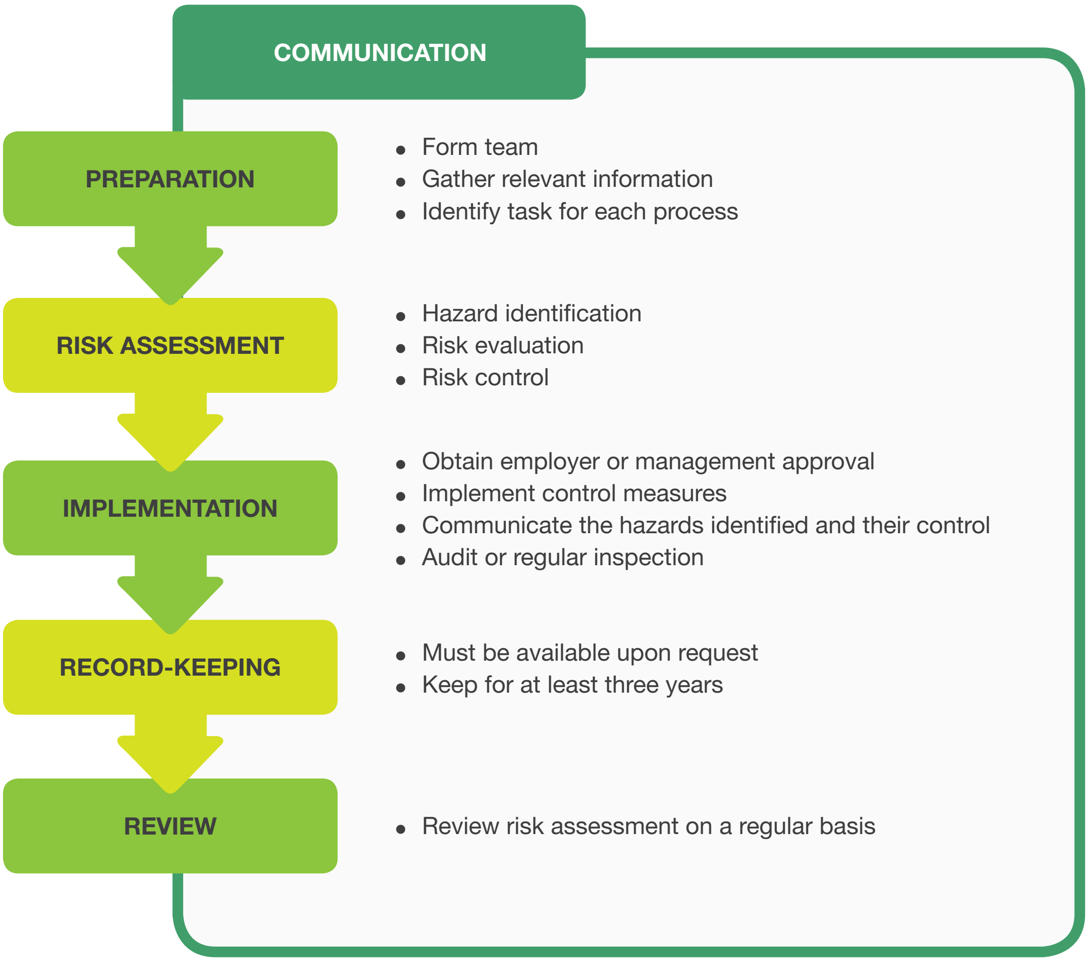
To enhance the health and well-being of our employees, we ensure that all staff members have access to cost-effective healthcare services, available through company clinics and health insurance coverage.

At AFS, a Risk Management Committee comprising both managerial and senior staff members are in place to oversee the implementation of risk management procedures across various functions. The committee conducts regular discussions and shares reports with senior management regarding any findings or workplace health and safety updates that warrant attention throughout the fiscal year.

Workplace Health and Safety

OUR APPROACH (Cont'd)

The risk management process at AFS was formulated in compliance with local laws and regulations, including the Singapore Workplace Safety and Health (Risk Management) Regulation and the Workplace Safety and Health Code of Practice by Ministry of Manpower. This process enables us to better recognise hazards, assess risks, ascertain risk levels, and devise action plans to mitigate, contain, or manage risks effectively.



We continuously enroll our employees in workplace health and safety training programmes. Upon joining the company, all service and technical site staff in Singapore are mandated to participate in safety orientation courses and fulfil all necessary re-certification requirements, given the high-risk nature of their roles. Additionally, all risk management team leaders have completed an approved course in Risk Management methodology to ensure expertise in the subject matter.

Once a year, we conduct fire drills and evacuation exercises to prepare for emergency situations. We expect our employees to actively engage in all emergency preparedness activities with diligence.

Our employees utilise Material Safety Data Sheets ("**MSDS**") provided by our suppliers to safely manage hazardous chemicals. Asiatic also provides similar MSDS to our customers to ensure a comprehensive understanding of how to safely use our products.

MATERIAL TOPICS

Workplace Health and Safety

Our Performance

In FY2024, our employees worked a total of 240,251 hours and 72,603 hours in Singapore and Cambodia respectively. Compared to FY2023, this signifies a 2.5% increase and a 14.1% decrease in total working hours for Singapore and Cambodia respectively. The decrease was primarily due to a reduction in headcount and overtime, resulting from stability of the power supply in Cambodia. The increase in Singapore was due to rise in headcount and overtime from resulting from higher sales and services.

We are pleased to share that we have achieved zero work-related incidents and injuries in all our facilities across both Singapore and Cambodia in FY2024, mirroring our performance in FY2023. We will strive to maintain this track record in the coming years by continuing our efforts to create a safe and healthy workplace for our employees.

	FY2023		FY2024	
	SINGAPORE	**CAMBODIA**	**SINGAPORE**	**CAMBODIA**
Man hours worked	234,511	84,548	240,251	72,603
Work-related injuries and ill health	0	0	0	0
Injury rate	0	0	0	0

Energy Efficient Operations & GHG Emissions

Considering the widespread and enduring impacts of climate change, it is crucial for us to take proactive steps in conserving energy resources and reducing greenhouse gas (“**GHG**”) emissions to mitigate associated risks. Given that our energy operations in Colben involve the combustion of fossil fuels for electricity generation, they result in a considerably higher carbon footprint compared to our operations based in Singapore.

Our Approach

The Group is dedicated to reducing our environmental impact through proactive measures aimed at sustainable operations. We continuously monitor and analyse our energy consumption patterns to pinpoint areas for enhancement and implement energy-saving measures whenever possible. Furthermore, we foster a culture of sustainability among our employees through internal initiatives that promote energy-conscious behaviours, waste reduction, and responsible resource usage.

Colben also prioritises ensuring a reliable electricity supply to meet the requirements of the communities we serve. To uphold the energy efficiency of our power plants, we conduct monthly inspections and routine maintenance procedures on our equipment year-round, alongside a thorough equipment maintenance regimen at least once annually. This guarantees that all power plant equipment is in prime operational condition to fulfil on-demand functions.

The Group currently does not have a formalised policy on Energy and Emissions but may consider establishing one.

Our Performance

Over the course of FY2024, the Group consumed a total of 3,685 MWh of energy, with its primary energy sources consisting of purchased electricity from the national grids of Cambodia and Singapore, diesel for our forklifts and company vehicles, as well as heavy fuel oils for electricity generation. As a result, we have exceeded our target for FY2024 (increase of no more than 5%), primarily due to the increase in energy consumption for Colben as described in the next paragraph.

Energy Efficient Operations & GHG Emissions

Our Performance (Cont'd)

Colben consumed a net total of 2,832 MWh of energy within the organisation, an increase from 1,976 MWh the previous year. Colben's energy intensity ratio[2] also increased by 25%, indicating a decline in its operational efficiency. Our target for FY2025 is thus to improve our energy intensity ratio to the previous level, i.e., at 0.02 MWh per unit electricity sold.

COLBEN'S TOTAL ENERGY CONSUMPTION	FY2023	FY2024
Non-renewable Fuel Consumption (MWh)	160	23
Electricity Purchased for Consumption (MWh)	367	392
Electricity Purchased for Retail (MWh)	98,969	112,988
Electricity Sold (MWh)	(97,520)	(110,571)
Total Energy Consumption[3] (MWh)	**1,976**	**2,832**

Meanwhile, AFS consumed a total of 853 MWh of energy, with the bulk of its energy consumption arising from diesel usage by its forklifts. This is a decrease from FY2023's consumption of 1,036 MWh. We will continue to closely monitor AFS's energy consumption before setting a quantitative performance target for this business unit in future years of reporting.

AFS'S TOTAL ENERGY CONSUMPTION	FY2023	FY2024
Non-renewable Fuel Consumption (MWh)	901	711
Electricity Purchased for Consumption (MWh)	135	142
Total Energy Consumption[3] (MWh)	**1,036**	**853**

2 The energy intensity ratio is computed by the amount of energy consumed divided by electricity sold.
3 Inclusive of transmission loss.

Energy Efficient Operations & GHG Emissions

Our Performance (Cont'd)

The Group's scope 1 and scope 2 carbon emissions for FY2024, as detailed in the table below, totaled 1,582 tCO2e (tonnes of carbon dioxide equivalent), reflecting a 33.7% increase from FY2023. This rise was primarily due to higher transmission losses resulting from a brief breakdown of the incoming grid transformer. Moving forward, our target for FY2025 is to limit the Group's overall greenhouse gas emissions to no more than a 5% increase compared to FY2024.

	COLBEN		AFS	
	FY2023	FY2024	FY2023	FY2024
Scope 1 Carbon Emissions (tCO_2e)[4]				
- Heavy Fuel Oil	44	23	0	0
- Diesel	1	0	229	178
Scope 2 Carbon Emissions (tCO_2)[5]				
- Emissions from Electricity Consumption	172	185	55	58
- Emissions from Transmission Loss	682	1,138	0	0
Total Carbon Emissions (tCO_2e)	**899**	**1,346**	**284**	**236**

We further noted that Colben's carbon emissions intensity has increased from 0.010 tCO_2e per MWh of electricity sold in FY2023 to 0.012 tCO_2e per MWh of electricity sold in FY2024, and we aim to maintain this intensity ratio for Colben in FY2025. We will continue to closely monitor AFS's emission levels before setting a quantitative performance target for this business unit in future years of reporting.

4 Scope 1 carbon emissions are calculated from the type and quantity of fuel consumed, using conversion factors from the 2006 IPCC Guidelines for National Greenhouse Gas Inventories.

5 Scope 2 carbon emissions are calculated by applying the emission factors from the Institute for Global Environmental Strategies, the National Council for Sustainable Development, Cambodia, and the Energy Market Authority, Singapore to the total amount of purchased electricity consumed by the Group.

TCFD REPORT

Governance

Asiatic's Governance Around Climate-Related Risks And Opportunities:

At Asiatic, our commitment to generating sustainable value is anchored in robust governance structures around climate-related risks and opportunities. The Board of Directors holds the collective responsibility for decision-making and overseeing the organisation's sustainability impacts. By embedding sustainability principles into our business strategy, the Board ensures that climate-related considerations are integral to our operations. During FY2023, all directors participated in the SGX-mandated training to enhance their understanding and proficiency in sustainability issues. Annually, the Board receives a comprehensive briefing on the Group's sustainability performance, including an assessment of climate-related risks and opportunities, and oversees and authorises all disclosures within the sustainability report.

Management's Role in Assessing and Managing Climate-Related Risks and Opportunities:

Working closely with the Board, the Executive Directors of AFS (Fire Protection Solution) and Colben (Energy) are pivotal in integrating sustainability and climate-related principles into our operations. They contribute significantly to the formulation and execution of sustainability policies and initiatives across the Group. At the operational level, department heads are responsible for implementing these sustainability initiatives within their respective departments. They maintain regular communication with the Executive Directors, providing updates on progress, seeking guidance, and sharing insights from the field. This structured approach ensures that climate-related risks and opportunities are effectively managed and addressed at all levels of the organisation.

Strategy

CLIMATE CHANGE RISK ASSESSMENT

In FY2024, we began identifying and evaluating potential climate change impacts across various timeframes (Short-term: 1-5 years, Medium-term: 6-10 years, Long-term: over 10 years) on our operations, strategy, and financial planning. Aligning with the TCFD guidelines, our initial assessment highlights two key risk categories:

Physical risks: These encompass both sudden events (e.g., intensified extreme weather) and gradual changes (e.g., shifting climate patterns).

Transition risks: These stem from the move towards a low-carbon economy, requiring adaptation and mitigation strategies. We view our climate strategy as an evolving process. To further refine our understanding, we plan to conduct an in-depth climate scenario analysis in FY2025, testing our strategy against various climate futures. This will be a significant step in our climate reporting, with ongoing efforts to ensure its practicality and relevance.

Asiatic is currently in the process of considering various climate-related scenarios for this analysis, including a 2°C or lower scenario as recommended by the TCFD disclosures. We are diligently collecting this data and plan to incorporate it into next year's published report.

This table outlines the key climate-related risks and opportunities and ranks them in order of priority as we have identified them as significant to our core business operations.

CATEGORIES	DESCRIPTION OF RISK	POTENTIAL FINANCIAL IMPACTS	TIMEFRAME	MANAGEMENT APPROACH
Transition Risks (Technology)	Adaptation of new technologies can have high initial cost and inconvenience for customers at implementation stage.	High initial costs for new low-carbon technologies could strain cash flow and lead to lower profitability in the short term. There could also be stranded asset costs if existing technologies become obsolete.	Short-term	Asiatic could invest in research and development (R&D) to develop or acquire new low-carbon technologies. They could also partner with other companies to share the costs and risks of developing new technologies. Additionally, Asiatic could explore ways to finance the transition to new technologies, such as issuing green bonds or securing government grants.
Transition Risks (Policy and Legal)	Increase in compliance cost which may impact profitability, and potential loss from damages, Increasing costs from preparations, disclosures, and other measures	Increased compliance costs associated with climate change regulations could reduce profitability. Companies that are not seen as being compliant with climate regulations could also face fines or other penalties.	Medium-term	Asiatic could engage with policymakers to advocate for fair and effective climate regulations. They could also invest in legal expertise to ensure that they are complying with all relevant climate regulations. Additionally, Asiatic could develop a plan to reduce their greenhouse gas emissions in order to minimise their compliance costs.
Transition Risks (Reputation)	To address growing investor concerns about climate change, companies need to strengthen their environmental communications and public relations (PR) strategies. Investors, including activist shareholders, are increasingly focusing on climate-related risks. Companies perceived as lagging in this area may face significant pressure.	Companies that are perceived as not addressing climate change risks could face pressure from investors, which could lead to a decline in stock price. Additionally, consumers may be less likely to purchase products or services from companies that are seen as being unfriendly to the environment	Short-term	Asiatic could improve their communication and transparency on climate issues. They could also set climate goals and develop a clear plan to achieve them. Additionally, Asiatic could engage with stakeholders, such as environmental NGOs and community groups, to demonstrate their commitment to sustainability.

CATEGORIES	DESCRIPTION OF RISK	POTENTIAL FINANCIAL IMPACTS	TIMEFRAME	MANAGEMENT APPROACH
Opportunity: Resilience Opportunities	Increase recognition and investors' confidence for having shown resilience measures	Reduced risk and operational costs: By proactively addressing climate-related risks, Asiatic can avoid costly disruptions and outages. This can lead to improved operational efficiency and cost savings. Enhanced brand reputation: Being recognised for resilience can position Asiatic as a leader in sustainability, attracting environmentally conscious consumers and partners. This can lead to increased sales and market share.	Long-term	Invest in preventative measures: Allocate resources towards infrastructure upgrades, early warning systems, and supply chain diversification to minimise potential disruptions. Develop clear communication strategy: Proactively communicate resilience initiatives and successes to investors and stakeholders, highlighting the long-term financial benefits.
Opportunity: Markets Opportunities	Diversification of assets and customer base, leading to better performance	Reduced risk from climate change: By diversifying assets and customer base, Asiatic can lessen its dependence on regions or sectors heavily impacted by climate change. This can lead to more stable revenue streams and improved financial performance. Access to new markets: Climate change can create new opportunities in certain sectors, such as renewable energy or climate-resilient infrastructure. By diversifying, Asiatic can capitalise on these emerging markets. Enhanced long-term growth potential: A diversified portfolio can spread risk and provide a foundation for sustained growth, even in the face of a changing climate.	Long-term	Market research: Identify potential new markets or sectors that offer growth opportunities while being less susceptible to climate risks. Strategic acquisitions and partnerships: Consider acquiring or partnering with companies that complement Asiatic's existing portfolio and provide exposure to new markets or technologies. Develop new products and services: Invest in research and development to create products and services that cater to specific climate-related needs in diverse markets.

Risk Management

Asiatic's Processes For Identifying And Assessing Climate-Related Risks

At Asiatic, we employ a comprehensive process to identify and assess climate-related risks. This process includes evaluating existing and emerging regulatory requirements, as well as potential physical and transition risks related to climate change.

Identifying and Assessing Climate-Related Risks:

- **Regulatory Requirements:** We closely monitor and adapt to regulatory requirements related to climate change, such as Singapore's net-zero ambitions and carbon taxes. This ensures our operations comply with evolving standards and positions us to mitigate potential compliance costs.

- **Physical Risks:** We evaluate acute and chronic physical climate risks, such as extreme weather events and long-term shifts in climate patterns. Our strategies involve enhancing the resilience of our infrastructure and supply chains to withstand these impacts.

- **Transition Risks:** We assess the potential risks associated with transitioning to a low-carbon economy, including market shifts and reputational impacts. Our approach includes diversifying our energy sources and implementing sustainable practices to align with market expectations and stakeholder demands.

Climate-related risks are assessed in relation to other risks within our Enterprise Risk Management (ERM) framework. This integrated approach ensures that climate risks are considered alongside traditional financial and operational risks.

Asiatics's Processes for Managing Climate-Related Risks

Prioritising Climate-Related Risks
Climate-related risks are prioritised based on their potential impact and likelihood. Materiality determinations are made through collaborative discussions among senior management and the Board, guided by our ERM framework.

Managing Climate-Related Risks
Management strategies include risk mitigation, transfer, acceptance, or control, depending on the nature of the risk. These decisions are made through a structured process involving risk assessments and scenario planning.

Internal Controls
Internal controls are established to manage and mitigate climate-related risks. This includes regular monitoring, reporting, and auditing to ensure effective risk management practices are in place.

Risk Management

Integration into Overall Risk Management

Integration into Broader Risk Management Program
Our approach to managing climate-related risks is integrated into our broader ERM program. This ensures that climate risks are considered within the context of overall organisational risk management, promoting a holistic and proactive approach.

Internal Controls and Assurance
Climate-related information undergoes the same internal controls and assurance processes as traditional financial risks. This includes rigorous verification and validation to maintain the integrity and reliability of our risk management practices.

Metrics And Targets

Measuring Climate Impact

In line with our commitment to sound risk and strategic management processes, we recognise the significance of accurately measuring climate-related risks and opportunities. We utilise established methodologies to calculate these metrics, ensuring consistent data analysis and reporting throughout our sustainability efforts.

Environmental Performance Metrics

The following climate-related metrics have been disclosed in the previous section 'Energy Efficient Operations & GHG Emissions':

- Total energy consumption, broken down by source, and energy intensity ratio.
- Scope 1 emissions, which include emissions from direct mobile combustion sources such as diesel used by our forklifts and company vehicles, and heavy fuel oil for electricity generation.
- Scope 2 emissions, which are indirect emissions resulting from the purchase of electricity supplied by national grids of Cambodia and Singapore. This tracking is supported by a meticulous review of our electricity usage as detailed in utility bills.

Continuous Improvement And Future Goals

Whilst we have not yet established specific reduction targets, we are committed to continuously improving the quality and comprehensiveness of our disclosures. This includes closely monitoring our emissions levels throughout the FY2025 reporting cycle. By the next reporting cycle, we aim to establish clear quantitative targets to further demonstrate our commitment to mitigating climate change as part of our overall sustainability strategy.

GRI CONTENT INDEX

Statement of use	Asiatic Group (Holdings) Limited has reported the information cited in this GRI content index for the period from 1 April 2023 to 31 March 2024 with reference to the GRI Standards.
GRI 1 used	GRI 1: Foundation 2021

GRI DISCLOSURES		LOCATION
GRI 2: General Disclosure 2021		
2-1	Organisational details	18
2-2	Entities included in the organisation's sustainability reporting	17
2-3	Reporting period, frequency and contact point	17
2-4	Restatements of information	NIL
2-5	External assurance	17
2-6	Activities, value chain and other business relationships	18
2-7	Employees	22-23
2-9	Governance structure and composition	19
2-12	Role of the highest governance body in overseeing the management of impacts	19
2-13	Delegation of responsibility for managing impacts	19
2-14	Role of the highest governance body in sustainability reporting	19
2-16	Communication of critical concerns	17
2-17	Collective knowledge of the highest governance body	16
2-22	Statement on sustainable development strategy	19
2-27	Compliance with laws and regulations	25
2-28	Membership of associations	18
2-29	Approach to stakeholder engagement	20

GRI CONTENT INDEX

DISCLOSURES		LOCATION
GRI 3: Material Topics 2021		
3-1	Process to determine material topics	21
3-2	List of material topics	21
GRI 401 Employment 2016		
3-3	Management of material topics	22-23
401-1	New employee hires and employee turnover	23
401-2	Benefits provided to full-time employees that are not provided to temporary or part-time employees	22
GRI 403: Occupational Health and Safety 2018		
3-3	Management of material topics	24-26
403-1	Occupational health and safety management system	24
403-2	Hazard identification, risk assessment, and incident investigation	24-25
403-4	Worker participation, consultation, and communication on occupational health and safety	24-25
403-5	Worker training on occupational health and safety	24-25
403-6	Promotion of worker health	24-25
403-9	Work-related injuries	26
403-10	Work-related ill health	26
GRI 302: Energy 2016		
3-3	Management of material topics	27-29
302-1	Energy consumption within the organization	27-28
GRI 305: Emissions 2016		
3-3	Management of material topics	27-29
305-1	Direct (Scope 1) GHG emissions	28
305-2	Energy indirect (Scope 2) GHG emissions	28

TCFD CONTENT INDEX

TCFD PILLARS	RECOMMENDED DISCLOSURES	LOCATION
Governance		
Disclose the organisation's governance around climate-related risks and opportunities	A. Describe the board's oversight of climate-related risks and opportunities.	30
	B. Describe management's role in assessing and managing climate-related risks and opportunities.	30
Strategy		
Disclose the organisation's governance around climate-related risks and opportunities.	A. Describe the climate-related risks and opportunities the organisation has identified over the short, medium, and long term.	30-32
	B. Describe the impact of climate-related risks and opportunities on the organisation's businesses, strategy, and financial planning.	31-32
	C. Describe the resilience of the organisation's strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario.	Will be included in future reports.
Risk Management		
Disclose how the organisation identifies, assesses, and manages climate-related risks	A. Describe the organisation's processes for identifying and assessing climate-related risks.	33
	B. Describe the organisation's processes for managing climate-related risks.	33
	C. Describe how processes for identifying, assessing, and managing climate-related risks are integrated into the organisation's overall risk management.	34
Metrics and Targets		
Disclose the metrics and targets used to assess and manage relevant climate-related risks and opportunities where such information is material	A. Disclose the metrics used the organisation to assess climate-related risks and opportunities in line with its strategy and risk management process.	34
	B. Disclose Scope 1, Scope 2 and if appropriate, Scope 3 greenhouse gas (GHG) emissions and the related risks.	29, 34
	C. Describe the targets used by the organisation to manage climate-related risks and opportunities and performance against targets	To be include in FY2025's report.

The Company is committed to maintaining a high standard of corporate governance and transparency within the Company, and together with its subsidiaries (the "**Group**"), to preserve and enhance the interests of all shareholders and investors. The Company has adopted corporate governance practices and guidelines with references to the Code of Corporate Governance 2018 (the "**Code**") and the disclosure guide developed by the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") in January 2015 for the financial year ended 31 March 2024 ("**FY2024**").

Pursuant to Rule 710 of the Listing Manual Section B: Rules of Catalist issued by the SGX-ST (the "**Catalist Rules**"), this report describes the Company's corporate governance processes and activities for FY2024. Proper explanation has been given where there is a deviation from the recommended guideline(s).

The Company did not adopt any alternative corporate governance practices in FY2024.

PRINCIPLE 1: BOARD MATTERS

The Board's Conduct of Affairs

The Board of Directors' (the "**Board**") principal roles include promoting long-term shareholder value, ensuring that the businesses of the Group are effectively managed and properly conducted by Management and ensuring proper observance of corporate governance practices, which includes setting of code of conduct and ethics, appropriate tone-from-the-top and desired organisational culture, and ensure proper accountability within the Group.

The Board's primary responsibilities include the review and approval of policy guidelines, setting directions to ensure that the strategies undertaken seek to enhance shareholder value. The Board meets regularly on quarterly basis and as and when warranted by circumstances, both formally and informally. Meetings by the Board may also be conducted via telecommunication means. The following matters, *inter alia*, require the Board's approval:

- Budgets, quarterly, half-yearly and full year results announcements (whichever appliable), annual reports and audited financial statements;
- Corporate strategic direction, strategies and action plans;
- Issuance of policies and key business initiatives;
- Interested person transactions and whistle-blowing reports;
- Acquisition/disposal and other material transactions;
- Declaration of interim dividends and proposal of final dividends; and
- Convening of shareholders' meetings.

To assist the members of the Board, the Company has arranged for the Board to be updated by the Company Secretary and its other professional consultants on the continuing obligations and any amendments and/or requirements of the Catalist Rules and other statutory and regulatory requirements from time to time, to enable them to discharge their duties effectively. Further, Directors are encouraged to attend seminars and courses to complement their core expertise and to keep abreast of the ongoing regulatory changes and compliance, and are provided with opportunities to develop and maintain their skills and knowledge at the company's expense.

Some key courses, conferences and/or seminars attended by the Directors collectively for FY2024 are as follows:

Courses, Conferences and Seminars Name	Held By
CTP3 - Remuneration & Environmental, Social and Governance: Executive Pay and Beyond	Singapore Institute of Directors
Corporate Governance Roundup	Singapore Institute of Directors
Audit and Risk Committee Seminar 2024 (Climate Reporting & Assurance)	Singapore Institute of Directors
SGX-SID ASEAN Corporate Governance Scorecard Briefing	Singapore Institute of Directors & Singapore Exchange Regulation
Audit and Risk Committee Seminar 2024	Accounting and Corporate Regulatory Authority, Singapore Exchange Regulation & Singapore Institute of Directors

When a Director is first appointed to the Board, an orientation program is arranged for him/her to be familiar with the Group's business and governance practices. Upon appointment, a formal letter shall be issued setting out the duties, responsibilities and obligations of the Director. All new first-time Directors (who have no prior experience as a director in a listed company) are also required to attend one of the training programmes conducted by a training provider as specified in Schedule 1 to Practice Note 4D of the Catalist Rules within 1 year from the date of his/her appointment. There was no first-time Director appointed by the Company in FY2024.

Our Board has established and delegated certain responsibilities to the Nominating Committee ("**NC**"), Remuneration Committee ("**RC**") and Audit and Risk Committee ("**ARC**") (collectively, the "**Board Committees**"). The Board Committees are each chaired by an Independent Director and majority of the members are independent. Each of the Board Committee's functions, roles and authorities are clearly set out in their respective terms of reference. The terms of reference of the respective Board Committees, as well as the other relevant information on the Board Committees can be found in the subsequent sections of this Report.

Directors' Attendance at Board, Committees and Shareholders' General Meetings ("GM")

Details of the meetings of the Board and Board Committees and Shareholders' GM held for FY2024 are disclosed in the table below:

	Board	**ARC**	**NC**	**RC**	**GM**
Total held in FY2024:	**9**	**4**	2	**1**	**2**
Tay Kah Chye (Independent Chairman)	8	4	2	1	2
Tan Boon Kheng (Managing Director)	9	Not Applicable	2	Not Applicable	2
Tan Boon Siang[(1)] (Executive Director)	6	Not Applicable	Not Applicable	Not Applicable	2
Chia Soon Hin William (Independent Director)	9	4	2	1	2
Yip Mun Foong James (Independent Director)	9	4	2	1	2
Koh Kew Siong[(2)] (Independent Director)	–	–	–	–	–

Notes:

(1) Resigned with effect from 1 April 2024.

(2) Appointed with effect from 1 June 2024.

In FY2024, all Directors attended and actively participated in the meetings of the Board and Board Committees of the Company. Director(s) who were absent from any meeting(s) of the Board and/or Board Committees had provided his view, if any, before the respective meetings, and had received updates and minutes of the meeting discussion. All Directors, including Directors with multiple board representations had ensured sufficient time and attention were given to the affairs of each company. Other than the formal meetings of the Board and Board Committees, the Board also discussed the Company's affairs regularly through email and/or informal meetings as and when deemed necessary.

Access To Information

The Board is kept abreast on the Group's operations and key performance through updates and reports, given by Management (including the Managing Director and the Executive Director). Prior to any meetings of the Board or Board Committees, every Director, if applicable, is given sufficient time to review board papers to prepare him/her for the meetings. In addition, Board members have separate and independent access to the Management on queries or when they require additional information on the affairs of the Company and the Group.

The Management would provide the explanatory documents on matters to be brought before the Board and the Board Committees. Copies of disclosure documents, budgets, forecasts, unaudited financial statements together with explanations for any significant or material variance between the budget and actual results are tabled by the Management for review during the meetings.

Each Director also has access to the Company Secretary who attends the Board and the Board Committees meetings. The Company Secretary also assists the respective Chairman of the Board Committees and the Board in the conduct of meetings and ensures that procedures and corporate governance practices are adhered to. The appointment and removal of the Company Secretary is subject to the approval of the Board as a whole.

Where the Directors either individually or as a group, in the furtherance of their duties, require independent professional advice, such service will be available at the Company's expense.

Every Director has separate and independent access to the Management, the Company Secretary and the external auditors at all times. The Company currently does not have a formal procedure to seek independent and professional advice for the furtherance of the Board's duties. However, the Directors may, on a case-to-case basis, propose to the Board for such independent and professional advice to be sought, the cost of which will be borne by the Company.

The Directors have the fiduciary duty to act objectively in the best interests of the Company and hold Management accountable for performance. Where the Director has a conflict or potential conflict of interest in relation to any matter, he will declare his interest at the meeting of the Directors or send a written notice to the Company, setting out the details of his interest and the conflict and recuse himself from any discussions on the matter and abstain from participating in any Board decision.

PRINCIPLE 2: BOARD COMPOSITION AND GUIDANCE

As at the end of FY2024, the Board comprises five (5) Directors, of whom two (2) are Executive Directors and three (3) Independent Directors (including the Board Chairman). The composition of the Board is summarised in the table below:

Name of Director	Designation	Date of Appointment	Last Date of Re-election
Tay Kah Chye	Independent Chairman	1 October 2013	27 July 2023
Tan Boon Kheng	Managing Director	25 October 2002	27 July 2023
Tan Boon Siang(1)	Executive Director	25 October 2002	31 August 2021
Chia Soon Hin William	Independent Director	1 September 2018	29 September 2022
Yip Mun Foong James	Independent Director	23 December 2019	27 July 2023

Note:

(1) Mr. Tan Boon Siang resigned with effect from 1 April 2024.

As at the date of this report, the Board comprises five (5) Directors, of whom one (1) is Managing Director and four (4) Independent Directors (including the Board Chairman). The composition of the Board is summarised in the table below:

Name of Director	Designation	Date of Appointment	Last Date of Re-election
Tay Kah Chye(1)	Independent Chairman	1 October 2013	27 July 2023
Tan Boon Kheng	Managing Director	25 October 2002	27 July 2023
Chia Soon Hin William	Independent Director	1 September 2018	29 September 2022
Yip Mun Foong James	Independent Director	23 December 2019	27 July 2023
Koh Kew Siong(2)	Independent Director	1 June 2024	–

Notes:

*(1) Mr. Tay Kah Chye ("**Mr. Tay**") will be retiring as a Director of the Company at the conclusion of the Company's annual general meeting to be held on 29 July 2024. Mr. Tay will relinquish his roles as the Board Chairman, and a member of the Audit and Risk Committee, Nominating Committee and Remuneration Committee.*

(2) Mr. Koh Kew Siong appointed with effect from 1 June 2024.

There is a strong and independent element on the Board given that the Independent Directors who has formed majority of the Board and the Chairman of the Board is independent. Accordingly, the composition of the Board is in compliance with the Code and the Catalist Rules.

The Board considers an Independent Director as one who has no relationship with the Company, its related corporations, its substantial shareholders or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the Directors' independent business judgment of the Company's affairs with a view to the best interests of the Company.

The Independent Directors of the Company are respected individuals from different backgrounds whose core competencies, qualifications, skills and experience are extensive and complementary. Independent Directors constructively challenge and help to develop strategies, and to review and monitor the performance of the Management, agreed goals and objectives. The Independent Directors have confirmed that they do not have any relationship with the Company, its related companies, its substantial shareholders or its officers that could interfere, or be reasonably perceived to interfere with the exercise of the Director's independent business judgment with a view to the best interest of the Company.

The Board has reviewed the current composition of the Board and is of the view that the current composition of the Board remains relevant and nimble to meet the changing challenges in the industry and countries which the Group operates in. Such reviews, which include considering factors such as the expertise, skills and perspectives which the Board needs against the existing competencies would be done on an annual basis or when circumstances warrant, to ensure that the Board dynamics remain optimal.

The Independent Directors, led by the Independent Chairman, meet without the presence of Management as and when necessary, and provides feedback to the Board as appropriate. The Independent Directors of the Company have met once in the absence of Management in FY2024.

The Company has adopted a Board Diversity Policy. The Company understands and believes that a diverse Board will help improve the overall performance and operation capability of the Company. It enhances decision-making capability and with a diverse Board, it is more effective in dealing with organisational changes as well as getting different views. This also provides an opportunity to ensure that all Board discussion and decisions made are considered from all angles. The NC is responsible for setting and maintaining the Board Diversity Policy, including setting of its targets, plans and timelines. The NC and the Board regularly reviews the size and composition of the Board, as well as succession planning, diversity and refreshment of the Board based on the current guidelines set under our Board Diversity Policy.

The profile of our Directors can be found on pages 9 to 11 of this Annual Report. The current Board composition provides a diversity of skills, experience and knowledge to the Company as follows:

Balance and Diversity of the Board

Competencies	***Number of Directors***	***Proportion of Board***
Accounting or finance	3	60%
Business management	5	100%
Legal or corporate governance	5	100%
Relevant industry knowledge or experience	4	80%
Strategic planning experience	5	100%
Customer based experience or knowledge	5	100%

The Board has taken the following steps to maintain or enhance its balance and diversity:

- Annual review by the NC to assess if the existing attributes and core competencies of the Board are complementary and enhance the efficacy of the Board; and

- Annual evaluation by the Directors of the skill sets the other Directors possess, with a view to understanding the range of expertise which is lacking by the Board.

In FY2024, the NC and the Board has reviewed the composition of the current Board and the Board Committees based on the aspect of diversity, and after taking into account the scope and nature of operations, and the size of the Group, is of the view that the current Board comprises persons with expertise across areas such as banking, finance and accounting, business and industry-specific experience, management and strategic planning, who as a group provide capabilities required for the Board to be effective in serving its current business and operations needs and plans. To meet the changing challenges in the industry which the Group operates in, such reviews, which include considering factors such as the expertise, skills and perspectives which the Board needs against the existing competencies would be done periodically to ensure that the Board dynamics remain optimal.

The NC and the Board have established the following diversity targets, plans, and timeline. When identifying potential candidates as director, the Board will prioritize individuals based on the skills, experience, and expertise required to drive the Group's strategy, business objectives, and focus, whilst the Board will also take into account its gender diversity target.

Diversity Targets	Progress, Plan & Timeline
Ensure appropriate balance, skills, experience and knowledge to drive the Group's strategy, business and focus	In FY2024, The NC and the Board has reviewed the composition of the current Board and the Board Committees based on the aspect of diversity, after taking into account the scope and nature of operations, and the size of the Group, is of the view that the current Board comprises persons who as a group provide capabilities required for the Board to be effective. To meet the changing challenges in the industry which the Group operates in, such reviews, which include considering factors such as the expertise, skills and perspectives which the Board needs against the existing competencies would be done periodically to ensure that the Board dynamics remain optimal. With Mr. Tay Kah Chye retiring at the upcoming AGM, the NC and the Board has appointed Mr. Koh Kew Siong Douglas as Independent Director on 1 June 2024 to ensure appropriate balance, skills, experience and knowledge within the Board to continue driving the Group's strategy, business and focus.
To have at least one female representation on Board	The Board recognises that the current Board composition is composed entirely of male directors. While acknowledging the benefits of having gender diversity in offering differing opinion, the NC and the Board is actively seeking a qualified female candidate with the appropriate skills, experience, and knowledge to join the Board. The Board aims to achieve some representation of gender diversity, with a target to appoint at least one female director on to the Board, by the financial year ending 31 March 2027.

PRINCIPLE 3: CHAIRMAN AND CHIEF EXECUTIVE OFFICER

The Company recognizes the principle of a clear division of responsibility between the Chairman and the Chief Executive Officer (in our case, the Managing Director). Mr Tan Boon Kheng is the Managing Director while Mr Tay Kah Chye, an Independent Director, is the Chairman of the Board. With Mr. Tay Kah Chye retiring at the upcoming AGM to be held on 29 July 2024, the Board has appointed Mr Chia Soon Hin William, the Independent Director of the Company as the Chairman of the Board with effect from 30 July 2024. Mr. Tay Kah Chye will, upon his retirement, entering into a 12-month service contract as a Special Advisor of the Company with effect from 30 July 2024 to ensure a smooth transition process.

The roles of the Chairman and the Managing Director are separate to ensure an appropriate balance of power, increased accountability, and greater capacity of the Board for independent decision making, in accordance with the recommendations of the Code. The Chairman is not related to the Managing Director.

The Chairman is responsible for, *inter alia*, exercising control over the quality, quantity and timeliness of flow of information between the Management and the Board, and assisting in ensuring compliance with our Company's guidelines on corporate governance, while our Managing Director is responsible for the planning, business development and generally charting the strategic growth of the Group. The Chairman is available to shareholders where they have concerns, and for which contact through the normal channels of communication with the Management are inappropriate or inadequate.

The NC has deliberated and is of the view that the appointment of a Lead Independent Director is not necessary given that the majority of the Board, including the Chairman is independent.

PRINCIPLE 4: BOARD MEMBERSHIP

Nominating Committee

The NC of the Company comprises the following members, the majority of whom, including the NC Chairman, are independent and non-executive directors:

(i) Yip Mun Foong James (Chairman)

(ii) Tay Kah Chye (Member)

(iii) Chia Soon Hin William (Member)

(iv) Tan Boon Kheng (Member)

The NC is guided by its terms of reference, including but not limited to the key responsibilities as follows:

- Identifies candidates and reviews all nominations for the appointment and re-appointment of members of the Board based on his/her contribution and performance;
- Determines annually whether a Director is independent in accordance with the guidelines of the Code and the Catalist Rules;
- Assesses the effectiveness of the Board as a whole, its Board Committees and of each Director as to whether he is able to and has adequately carried out his duties as a Director, in particular, where a Director has directorships in other companies;
- Reviews the structure, size, composition, diversity and skills of the Board annually and make recommendations to the Board;
- Reviews the succession plans for Directors, in particular, the Managing Director, executive directors and key management personnel;
- Reviews the training and professional development programs for the Board and its Directors and ensures that all new members of the Board undergo an appropriate orientation programme; and
- Decides how the performance of the Board, its Board Committees and individual Directors may be evaluated and proposes objective performance criteria and thereafter submits for the Board's approval.

The NC has examined the appropriateness of the Board size, taking into consideration the nature and scope of the Group's operations as well as the applicable prevailing regulatory, and is satisfied that the current size and composition of Board meets the Company's existing needs and the nature of operations.

Where a vacancy occurs and as and when the need arises, the Management and/or Director will procure suitable candidates for the NC's review and consideration. If need be, the NC may also engage external search consultants to search for candidates at the Company's expense. The NC will, amongst others, review the candidate's credentials, and assess the candidate's competency, suitability and ability to devote sufficient time to the Company. The NC will thereafter provide its recommendations to the Board for approval.

The NC has reviewed and is of the opinion that holding multiple listed company board representations by some Directors have not impeded their performance and abilities in carrying out their duties to the Company. The NC has assessed and is satisfied that each Director has dedicated sufficient resources to diligently discharge his duties in FY2024. The Board did not set any cap on the number of listed company board representations a Director may hold in FY2024 given that all the Directors do not have extensive multiple directorships and have been able to dedicate their time and attention to the business of the Company. Nevertheless, if the Board finds that time commitment is lacking from any particular Director, they may consider imposing a cap in future.

The information of all Directors, including their listed company directorships and their principal commitments are set out on pages 9 and 11 of this Annual Report.

All Directors report any new appointments or changes in their external appointments on timely basis, as well as any corporate developments relating to their existing external appointments, which may affect their independence. This ensures that Directors continually meet the stringent requirements of independence under the Code and the Catalist Rules.

The Independent Directors had in FY2024 confirmed their independence in accordance with the Code and the Catalist Rules. The NC had also assessed the independence of each Independent Director and considers Mr Tay Kah Chye, Mr Chia Soon Hin William and Mr Yip Mun Foong James to be independent. There are no directors who are deemed independent by the Board notwithstanding the existence of a relationship as stated in the Code or Catalist Rules that would otherwise deem him not to be independent.

For the re-election of incumbent directors, the NC would assess the performance of the director in accordance with the performance criteria set by the NC and also considers the current needs of the Board. Subject to the NC's satisfactory assessment, the NC would recommend the proposed re-appointment of the director to the Board for its consideration and approval.

The constitution of the Company (the "**Constitution**") provides that at least one-third (if the number is not a multiple of three, the number nearest to but not greater than one-third) of the Board is required to retire via rotation at each AGM and that each Director shall retire from office at least once every three (3) years. A retiring Director is eligible for re-appointment subject to his consent.

Pursuant to Rule 406(3)(d)(iv) of the Catalist Rules, Mr Tay Kah Chye, who has been a Director for an aggregate period of more than nine years, will cease to be considered independent after the conclusion of the forthcoming annual general meeting ("**AGM**") to be held on 29 July 2024. As part of the Board renewal process, Mr Tay Kah Chye will be retiring and will not seek for re-election as a Director of the Company at the forthcoming AGM pursuant to Regulation 103 of the Constitution.

With the retirement of Mr Tay Kah Chye as Independent Chairman of the Company, Mr Chia Soon Hin William, the Independent Director of the Company is appointed as the Independent Chairman with effect from 30 July 2024.

Mr Koh Kew Siong Douglas, who was appointed as a Director by the Board on 1 June 2024, will be retiring at the forthcoming AGM pursuant to Regulation 107 of the Company's Constitution, and his re-election is subject to shareholders' approval at the forthcoming AGM.

Mr Koh Kew Siong Douglas will, upon re-election, remain as an Independent Director of the Company. He will also be appointed as the Chairman of the NC and RC and a member of the ARC. Mr. Koh is considered independent for the purposes of Rule 704(7) of the Catalist Rules. His information pursuant to Rule 720(5) of the Catalist Rules can be found on pages 54 to 57 of this Annual Report.

The Company currently does not have any alternate directors.

PRINCIPLE 5: BOARD PERFORMANCE

The NC has adopted a formal process to assess the performance and contributions of the Directors and the effectiveness of the Board as a whole, its Board Committees and each individual Director. The NC sets the objective performance criteria for the assessment which allow comparison with industry peers. The assessment criteria focus on the effectiveness and efficiency on the Board's access to information, evaluation of the size and composition of the Board, the Board's processes, procedures and compliance, accountability, the Board's performance in connection to discharging its responsibilities and duties, and Directors' standards of conduct including his/her interactive skills, participation level at the Board and Board Committees' meetings, insight knowledge and preparedness as well as availability to attend meetings. In addition, the qualitative measures include the effectiveness of the Board in its monitoring role and the attainment of the strategic objectives set by the Board.

The NC would review the criteria on a periodic basis to ensure that the criteria are able to provide an accurate and effective performance assessment taking into consideration industry standards and the economic climate with the objective to enhance long term shareholder value, thereafter propose amendments if any, to the Board for approval.

The NC did not propose any changes to the performance criteria for FY2024 as compared to the previous financial year as the Board composition and the Group's principal business activities remained the same as the financial year ended 31 March 2023 ("**FY2023**").

For FY2024, the review process involves:

1. All Directors individually and collectively as a whole completing a board evaluation questionnaire on the effectiveness of the Board, its Board Committees, the individual Directors and the Chairman based on the aforementioned performance criteria;

2. The Company Secretary will collate and present the questionnaire results to the NC Chairman in the form of a report; and

3. The NC will deliberate the report and opine on the performance results during the NC meeting.

All NC members had abstained from the voting or review process of any matters in connection with the assessment of his individual performance.

Following the completion of the assessment for FY2024, the NC is of the opinion that the Board, its Board Committees and each Director were satisfactory and had met their performance objectives during FY2024. No external facilitator was engaged in the evaluation process for FY2024.

PRINCIPLE 6: REMUNERATION MATTERS

PRINCIPLE 7: LEVEL AND MIX OF REMUNERATION

Remuneration Committee

The composition of the RC is as follows. All members of the RC are independent and non-executive directors:

(i) Yip Mun Foong James (Chairman)

(ii) Tay Kah Chye (Member)

(iii) Chia Soon Hin William (Member)

The RC is guided by its terms of reference, including but not limited to the key responsibilities as follows:

- Reviews and recommends to the Board, a framework of remuneration for the Board and key management personnel
- Recommends to the Board, the executives' and employees' share option schemes or any long-term incentive schemes which may be set up from time to time and does all acts necessary in connection therewith;
- Reviews the level of remuneration that is appropriate to attract, retain and motivate the Directors and key management personnel; and
- Reviews and recommends to the Board the terms of renewal of Directors' service contracts

The RC reviews and considers all aspect of remuneration, including termination terms to ensure they are fair. The RC's review of the remuneration packages as stipulated in the service agreements, takes into consideration the long-term interests and direction of the Group, the performance of the Group and the overall assessment of the Board (where applicable) and individual contribution of the Directors and key management personnel. The RC will also ensure that the Independent Directors are not over-compensated to the extent that their independence may be compromised. The RC has reviewed and assessed that the remuneration of the Independent Directors for FY2024 is appropriate, considering the effort, time spent and responsibilities.

In determining remuneration packages of Executive Directors and key management personnel, the RC reviews and ensure that (i) they are adequately but not excessively rewarded; and (ii) the level and mix of remuneration should be appropriate to attract, retain and motivate Executive Directors and key management personnel to run the Company successfully and create long-term sustainable value for its stakeholders. The RC will also consider, in consultation with the Board, amongst other things, their responsibilities, skills, expertise and contribution to the Group's performance and whether the remuneration packages are competitive and sufficient to ensure that the Company is able to attract and retain executive talent.

Proposed salary increments, or bonus pay-outs, if any, are reviewed by the RC, taking into consideration factors such as the actual financial performance of the Group, vis-à-vis the contribution by the respective Executive Directors or key management personnel. All recommendations of the RC will be submitted for approval by the entire Board.

No Director is involved in deciding his own remuneration and Directors' fees are recommended by the Board for approval by the shareholders at the AGM.

The RC and the Board are of the view that the annual review of the remuneration of the Directors and key management personnel, which includes giving due regard to prevailing market conditions as well as the financial, commercial health and business needs of the Group is currently sufficient to ensure the continued relevance of such remuneration packages to the Group's long term strategic business objectives and alignment with market practices.

In discharging their duties, the RC may seek professional advice where necessary. For FY2024, RC had not sought external remuneration consultants to review the remuneration packages of directors and key management personnel. The RC had assessed and is satisfied that the appointment of an external remuneration consultant in FY2024 was not necessary after taking into consideration market conditions.

The Company currently does not have any contractual provisions which allow it to reclaim incentives from the Executive Directors and key management personnel in certain circumstances. The Board is of the view that as the Group pays performance bonuses based on the actual performance of the Group and/or Company (and not on forward-looking results) as well as the actual results of its Executive Directors and key management personnel, "claw-back" provisions in the service agreements may not be relevant or appropriate. Nevertheless, RC will review the inclusion of "claw-back" provision in future service agreements.

PRINCIPLE 8: DISCLOSURE ON REMUNERATION

The total remuneration and breakdown (in percentage terms) of the remuneration of Directors of the Company for FY2024 is set out below:

Name of Director	Total Remuneration	Base/Fixed Salary	Directors' Fee	Bonus	Benefits	Total
Tan Boon Kheng	S$298,000	100%	–	–	–	100%
Tan Boon Siang	S$274,000	100%	–	–	–	100%
Tay Kah Chye	S$42,500[(1)]	–	100%	–	–	100%
Chia Soon Hin William	S$40,000[(1)]	–	100%	–	–	100%
Yip Mun Foong James	S$37,500[(1)]	–	100%	–	–	100%

Note:

(1) *The total remuneration to the Independent Director for FY2024 includes the proposed one-off ex-gratia payment as a token of appreciation and recognition of their contribution in past years rendered to the Group, which such payment is subjected to the approval by shareholders at the upcoming AGM.*

Independent Directors receive basic Directors' fees and additional fees for serving as Chairman or member of Board Committees. The RC ensures that Independent Directors should not be overcompensated to the extent that their independence may be compromised. The Board supported the RC's recommendation for Independent Directors' fees of S$108,330 for the financial year ending 31 March 2025 to be paid quarterly in arrears, and the proposed one-time ex-gratia payment of S$15,000 for FY2024 to the Independent Directors, namely Mr Tay Kah Chye, Mr Chia Soon Hin William and Mr Yip Mun Foong James as a token of appreciation and recognition of their contribution in past years rendered to the Group. These recommendations will be tabled for shareholders' approval at the forthcoming AGM. Each Director duly abstained from discussion pertaining to their own director's fees.

The breakdown (in percentage terms) of the remuneration of the key management personnel of the Group for FY2024 is set out below:

Name of key management personnel[(1)]	Designation	Base/Fixed Salary	Bonus	Total
Below S$250,000				
Tan Boon Yew [(2)]	Director, Asiatic Fire System Pte Ltd	89%	11%	100%
Wong Wai Cheong	Group Financial Controller	94%	6%	100%
Lee Yoke Chun [(3)]	Group Admin & HR Manager	100%	–	100%

Notes:

(1) *The Company has only three (3) key management personnel who are not directors or CEO of the Company for FY2024.*

(2) *Tan Boon Yew is the brother of Tan Boon Kheng and Tan Boon Siang.*

(3) *Lee Yoke Chun is the spouse of Tan Boon Kheng.*

The aggregate remuneration paid to the above key management personnel was approximately S$518,000 in FY2024.

No termination, retirement and post-employment benefits were granted to the Directors or key management personnel in FY2024.

The remuneration received by the Managing Director, Executive Director, and key management personnel takes into consideration his/her individual performance and contribution towards the overall performance of the Group for FY2024. Their remuneration is made up of fixed and variable compensations. The fixed compensation consists of an annual base salary. The variable compensation is determined based on the level of achievement of corporate objectives (such as financial performance) and individual performance objectives (such as project management, strategic and operational effectiveness).

The RC has reviewed and is satisfied that for FY2024, the remuneration received by the Managing Director, Executive Director, and key management personnel are commensurate with their efforts and achievements. The RC has also reviewed and is satisfied that the overall performance conditions were met for FY2024.

Remuneration of other employees related to a Director

Save as disclosed above, the following are other employees who are immediate family members of Tan Boon Kheng and Tan Boon Siang, the Managing Director and Executive Director of the Company respectively, but whose respective remuneration does not exceed S$100,000. The aggregate remuneration (including CPF contributions thereon and benefits) of these employees amounted to approximately S$223,000 for FY2024.

Names of Employees	Relationship with Tan Boon Kheng and Tan Boon Siang
Tan Ah Soi	Uncle
Tan Chee Meng	Cousin
Tan Tze Wee	Cousin

Save as disclosed, there are no other family relationships between any of our Directors, key management personnel, substantial shareholders and other employees. Besides the Managing Director, Mr Tan Boon Kheng, the Executive Director, Mr Tan Boon Siang (who has resigned with effect from1 April 2024) and Mr Tan Boon Yew, the Director of the Company's subsidiary, Asiatic Fire System Pte Ltd, there are also no other employees who are substantial shareholders of the Company.

The Asiatic Performance Share Plan (the "**Share Plan**") adopted by the Group, which is designed to provide the Company's flexibility and effectiveness in its continuing efforts to reward, retain and motivate employees to achieve increased performance. The Share Plan allows the Company to provide an incentive for participants to achieve certain specific performance targets by awarding fully paid shares to participants after these targets have been met. The assessment criteria for granting of awards under the Share Plan will be based on specific performance targets or to impose time-based service conditions, or a combination of both.

No share awards have been issued under the Share Plan since its adoption.

The Share Plan expired on 14 August 2023. The RC and the Company will continue to consider and if suitable, to adopt a long-term incentive scheme(s) to effectively reward, retain and motivate the Group's employees, including the key management personnel.

PRINCIPLE 9: ACCOUNTABILITY AND AUDIT

Risk Management and Internal Controls

The system of internal controls maintained by the Group includes the safeguarding of assets, the maintenance of proper accounting records, the reliability of financial information, compliance with appropriate legislation, regulations and best practices, and the identification and containment of financial, operational, information technology and compliance risks. However, the Board notes that no system of internal control could provide absolute assurance against the occurrence of material errors, poor judgement in decision-making, human errors, losses, fraud or other irregularities. The Board determines the nature and extent of the significant risks which the Group is willing to take in achieving its strategic objectives and value creation.

The Board of Directors and the ARC have reviewed the adequacy of the Group's internal controls addressing its financial, operational, compliance and information technology risk, relying on reports from external auditors and internal auditors. Any significant internal control weaknesses and non-compliance that are highlighted during the audit together with recommendations by the external auditors and internal auditors are reported to the ARC. The ARC will follow up and review the actions taken by Management to address the weaknesses highlighted based on the recommendations made by the external auditors and internal auditors.

CLA Global TS Risk Advisory Pte. Ltd. ("**CLA Global TS**") was the internal auditor for the Group for FY2024. CLA Global TS performed an internal audit for one of the Company's subsidiaries, and also performed review of previous internal audit reports of the Group to assess the status and completeness of the identified action plans.

Foo Kon Tan LLP was the external auditors for the Group for FY2024. As part of the annual statutory audit, the external auditors conducted an annual review, in accordance with their audit plan, of the effectiveness of the Group's material internal controls, including financial, operational, compliance, information technology controls, and risk management. Any material non-compliance or failures in internal controls and recommendations for improvements would be reported to the ARC. The ARC also reviewed the effectiveness of the actions taken on the recommendations made by the external auditors, if any.

For FY2024, the ARC had received written assurance:

(i) from the Managing Director and Group Financial Controller that the financial records have been properly maintained and the financial statements give a true and fair view of the Company's operations and finances; and

(ii) from the Managing Director and relevant key management personnel that the Company's risk management and internal control systems were adequate and effective to address the financial, operational, compliance and information technology risks in the context of the current scope of the Group's business operations.

Based on the risk management and internal controls system established and maintained by the Group and work performed on the review of key internal controls by the external auditors and internal auditors, reviews performed by the Management and the various Board Committees, the Board with the concurrence of the ARC, are of the view that the Company's internal controls (including financial, operational, compliance and information technology controls) and risk management systems were adequate and effective for FY2024.

PRINCIPLE 10: AUDIT AND RISK COMMITTEE

All members of the ARC, including the ARC Chairman are Independent Directors, and have recent and relevant accounting or related financial management expertise or experience which fulfill the requirements for the composition of the ARC pursuant to the Code. Members of the ARC were also provided with information such as updates on consultation papers issued by the SGX-ST as well as the changes to the Singapore's Financial Reporting Standards by external auditors.

The composition of the ARC is as follows:

(i) Chia Soon Hin William (Chairman)

(ii) Tay Kah Chye (Member)

(iii) Yip Mun Foong James (Member)

None of the ARC members were former partners or directors of the Company's external auditing firm or auditing corporation: (a) within a period of two years commencing on the date of their ceasing to be a partner of the auditing firm or director of the auditing corporation; and in any case (b) for as long as they have any financial interest in the auditor firm or auditing corporation.

The ARC is guided by its terms of reference, including but not limited to the key responsibilities as follows:

a) reviews the significant financial reporting issues and judgements so as to ensure the integrity of the financial statements of the Group and any announcements relating to the Company's financial performance;

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

c) reviews the assurance from the Managing Director and Group Finance Controller on the financial records and financial statements;

d) reviews the Company's Whistle-Blowing Policy and to ensure that arrangements are in place for concerns about possible improprieties in financial reporting or other matters to be safely raised and independently investigated, and for appropriate follow-up action to be taken;

e) reviews the audit plan of the external auditors and their evaluation of the system of internal controls and monitor Management's response and actions to correct any noted deficiencies;

f) reviews the internal audit plan and findings by the internal auditors;

g) reviews the adequacy, effectiveness, independence, scope and results of both the internal and external audit function. Where the external auditors also supply a substantial volume of non-audit services to the Company, the ARC shall keep the nature and extent of such services under review, seeking to balance the maintenance of objectivity and value for money;

h) determines that no unwarranted Management restrictions are being placed upon either the internal or external auditors;

i) reviews interested person transactions;

j) makes recommendations to the Board on (i) the proposals to the shareholders on the appointment and removal of external auditors; and (ii) the remuneration and terms of engagement of the external auditors; and

k) generally undertakes such other functions and duties as may be required by statute, the Code and/or the Catalist Rules, and by such amendments made thereto from time to time.

The ARC meets at least four times a year and as frequently as required. In particular, the ARC meets to review the financial statements before they are circulated to the Board for approval and subsequently announced on SGXNet. In the financial year under review, the ARC has met to review and approve the internal and external audit plans as well as the quarterly, half-yearly and full-year unaudited results for announcement purposes. The ARC has also met with the internal and external auditors in the absence of Management once in FY2024.

To enable the ARC to discharge its function properly, the ARC has full access to and co-operation from Management and has full discretion to invite any director or executive officer to attend its meetings.

The ARC may also examine any other aspects of the Company's affairs, as it deems necessary, where such matters relate to exposures or risks of regulatory or legal nature, and monitor the Company's compliance with its legal, regulatory and contractual obligations. The ARC has power to conduct or authorise investigations into any matters within the ARC's scope of responsibility. The ARC is authorised to obtain independent professional advice if deemed necessary to discharge its responsibilities properly. Such expenses would be borne by the Company.

Whistle-Blowing Policy

The Group is committed to the highest possible standards of ethical, moral and legal business conduct. The Group intends to promote consistent organizational behavior by providing guidelines and assigning responsibilities for the development of controls and conduct of investigations. The Company has put in place a whistle-blowing policy which provides employees and any other person with well-defined and accessible channels, including direct access to the Chairman of the ARC, to raise concerns about possible irregularities, wrongdoing or malpractice within or by the Group in confidence (the "**Whistle-Blowing Policy**").

The Whistle-blowing Policy defines the processes clearly to ensure independent investigation of such matters and permits whistle blowers to report directly to the Chairman of the ARC:

(i) by email to williamchiash@gmail.com; and/or

(ii) by hand or by post for the attention of the Chairman of ARC at 65 Joo Koon Circle, Singapore 629078.

As part of the Board renewal process, Mr Yip Mun Foong James is appointed as the Chairman of the ARC with effect from 30 July 2024, and accordingly, with effect from 30 July 2024, the channels of whistleblowing reporting are as follows:

(i) by email to jamesyip07@hotmail.com; and/or

(ii) by hand or by post for the attention of the Chairman of ARC at 65 Joo Koon Circle, Singapore 629078.

To ensure that complaints can be submitted confidentially or anonymously, the complainant can address his complaint in a sealed envelope marked "Private and Strictly Confidential". The envelope shall be forwarded unopened to the ARC Chairman.

All information received will be treated as confidential. Every effort will be made to protect the complainant's identity and the complainant against detrimental or unfair treatment. Employees who raise a concern in good faith, which is shown to be unsubstantiated by subsequent investigation, will not have action taken against them.

The ARC is in charge of overseeing the function, monitoring and handling of matters being reported through the whistle-blowing system. The ARC may also review arrangements (in accordance with the Group's whistle-blowing policy) by which stage of the Company and external parties such as vendors and customers may, in confidence, raise concerns about possible improprieties in matters of financial reporting or other matters. The ARC ensures that arrangements are in place for the independent investigation of such matters and that appropriate follow up actions are carried out. There were no complaints received under the whistle-blowing policy in FY2024.

External Audit

Pursuant to Rule 715(1) of the Catalist Rules, the ARC noted that the Company and its Singapore incorporated subsidiaries were audited by Messrs Foo Kon Tan LLP ("**FKT**") based in Singapore. The statutory auditors for the Company's subsidiaries in Cambodia were Messrs BDO (Cambodia) Limited based in Cambodia ("**BDO**"). For the purposes of the Group's audit and consolidation, FKT had also performed a full audit of the accounts of the Cambodian subsidiaries. Further information on the auditors' appointments can be found in Note 4(a) to the financial statements.

The Board and the ARC had reviewed the audit arrangements with FKT and BDO, and were satisfied that the current arrangement had not compromised the standard and effectiveness of the audit for the Group and that the auditors had no objection on the current arrangement. The Company has complied with Rules 712 and 715 of the Catalist Rules.

The aggregate amount of audit fees paid/payable to FKT in FY2024 amounted to S$86,000. There is no non-audit services provided by FKT in FY2024.

The ARC has reviewed the independence and objectivity of the external auditors in FY2024 and is satisfied that the external auditors remain independent and objective. The ARC has also recommended the re-appointment of FKT as the external auditors for the ensuing financial year.

Internal Audit

The Group has outsourced its internal audit function and CLA Global TS was the internal auditor ("**IA**") for the Group for FY2024.

The ARC will review the adequacy and effectiveness of the IA annually. The IA's primary line of reporting is to the ARC, which also decides on the appointment, termination and remuneration of the IA. However, the IA also has an administrative reporting function to Management where planning, coordinating, managing and implementing internal audit work cycle are concerned. The IA reports are also given to the external auditors to ensure effective use of resources and to avoid duplication of efforts.

The ARC is satisfied that the IA is independent, adequately qualified and resourced (as it is a member of the Singapore Institute of Internal Auditors) and adheres to the Standards for the Professional Practice of Internal Auditing laid down in the International Professional Practices Framework issued by the Institute of Internal Auditors). The IA has unfettered access to all the Group's documents, records, properties and personnel, including the ARC, and has the appropriate standing in the Company to discharge its duties effectively.

PRINCIPLE 11: SHAREHOLDER RIGHTS AND ENGAGEMENT

PRINCIPLE 12: ENGAGEMENT WITH SHAREHOLDERS

PRINCIPLE 13: MANAGING STAKEHOLDERS RELATIONSHIPS

Policy on dissemination of public information

The Company believes that a high standard of disclosure is crucial to raising the level of corporate governance. All information relating to the Group's new initiatives are first disseminated via SGXNet followed by a news release (if appropriate), which is also available on SGXNet. The Company ensures that it does not practice selective disclosure of material information. Price sensitive information is publicly released and results of the Group's financial performance are announced and/or issued within the mandatory periods.

The Company's corporate website (https://www.asiatic.com.sg) has a dedicated "Contact Us" link, to enable shareholders to contact the Company, and also to allow for an ongoing exchange of views so as to actively engage and promote regular, effective and fair communication with shareholders.

Apart from the SGXNet announcements and its annual report, the Company updates shareholders on its corporate developments through its corporate website at https://www.asiatic.com.sg.

Shareholders' Rights and Conduct of General Meetings

Shareholders are encouraged to attend and participate at the general meetings to ensure a greater level of shareholders' participation. Shareholders are informed of the rules, including voting procedures that govern the general meetings to enable them to participate effectively in and vote at the general meetings. Subject to the Companies Act and Catalist Rules, the Company's Constitution allows the Directors, at their sole discretion, approve and implement, subject to such security measures as may be deemed necessary or expedient, such voting methods to allow members who are unable to vote in person at any general meeting the option to vote in absentia, including but not limited to voting by mail, electronic mail or facsimile.

All Directors and the key management personnel shall attend the general meetings, unless in cases of exigencies, and shareholders are given opportunities to ask the Board and Management questions regarding the operations of the Group and in relation to the meeting agenda prior to the respective meetings, and the Company is to answer any relevant questions prior or during the general meetings pursuant to the relevant guideline issued by the SGX.

All documents related to the general meetings, including the Annual Report, the notice of general meeting and any other relevant documents (where applicable) are announced via SGXNet and published on the Company's website prior to the meeting with the details of the agenda of the general meeting. Hard copies of the notice of the general meetings are also circulated to all shareholders by post and advertised on the Business Times.

Shareholders are given opportunities to ask the Board and Management questions regarding the operations of the Group and in relation to the meeting agenda prior to the meeting. All Directors attend the general meeting to answer any questions relating to the work of their respective Committees. The external auditors are also present to address shareholders' queries about the conduct of audit and the preparation and content of the auditors' report. All directors attended the last AGM of the Company held for FY2023.

At the AGM or other general meetings, separate resolutions will be set out as distinct issues for approval by shareholders. In the event of bundled resolutions, reasons and implications of why resolutions are bundled will be set out in the circulars sent out. All resolutions tabled at general meetings are put to vote by poll, and their detailed results will be announced via SGXNet after the conclusion of the general meetings. The Company prepares minutes of general meetings which includes key comments and queries from shareholders relating to the agenda of the meetings, and responses from the Board and Management. The Company's minutes of general meetings would be published on the Company's website as soon as practicable, and within one (1) month of the general meetings held.

Investor relations policy

The Company currently does not have an investor relations policy but considers advice from its corporate lawyers and professionals on appropriate disclosure requirements before announcing material information to shareholders. Should the need arise, the Company will consider the appointment of a professional investor relations officer to manage the function.

As the Company does not have a dedicated investor relations team, efforts by the Company in its engagement with investors (both present and prospective) are undertaken by the Managing Director and supported by the Group Financial Controller. In FY2024, such investor relations engagement efforts include meetings with investors and visits to the Group's plants or other places of operations.

Dividend policy

The Company does not have a fixed dividend policy. Dividend decisions are subject to review of the Group's financial performance, projected future capital needs and working capital requirements. The Company will communicate any dividend pay-outs to shareholders via announcements released on SGXNet.

Taking into consideration the Group's working capital requirements for FY2024, no dividend has been recommended or declared by the Board in respect of FY2024 to conserve funds for the Group's business activities and working capital requirements.

DEALING IN SECURITIES

The Company has put in place an internal code on dealings with securities in accordance with Rule 1204(19) of the Catalist Rules, which has been issued to all Directors and employees, setting out the implications on insider trading. The internal code prohibits the dealing in securities of the Company by the listed issuer, its officers and employees whilst in possession of price-sensitive information, and during the period beginning two weeks before the announcement of the Company's results of each of the first three quarters of its financial year (if applicable) and one month before the announcement of the full year results, and ending on the date of the announcement.

Directors are required to report securities dealings to the Company Secretary who will assist to make the required announcements. In addition, Directors and employees are reminded to observe insider trading laws at all times even when dealing in securities within permitted trading periods. The Company's officers are discouraged from dealing in the Company's shares on short-term considerations.

INTERESTED PERSON TRANSACTIONS

The Company has established internal control policies and procedures to ensure that transactions with interested persons are reviewed and approved by the ARC, and are conducted at arm's length basis. There were no interested person transactions of S$100,000 and above entered into during FY2024.

MATERIAL CONTRACTS

No material contracts, not being contracts entered into in the ordinary course of business, had been entered into by the Company and its subsidiaries involving the interest of any Executive Director, Non-Executive Director or controlling shareholder of the Company which are either subsisting at the end FY2024, or if not than subsisting, entered into since the end of the previous financial year.

NON-SPONSOR FEES

Pursuant to Rule 1204(21) of the Catalist Rules, there were no non-sponsor fees paid/payable to the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd., in FY2024.

USE OF PROCEEDS

As at 31 March 2024, the rights issue proceeds have been utilised as follows:

	S$'000
Net proceeds from the rights issue	3,768
Use of proceeds:	
Financial assistance to either MJE or the white knight of MJE	(3,602)
Balance	166

The above utilisation is largely in line with the intended use as stated in the offer information statement dated 17 July 2023 in respect of the rights issue, where the proceeds are primarily to be used to pay for the financial assistance to the white knight of MJE.

INFORMATION ON DIRECTORS AS SET OUT IN APPENDIX 7F OF THE CATALIST RULES

The following are information as set out in Appendix 7F to the Catalist Rules relating to the following Director seeking re-appointment pursuant to Rule 720(5) of the Catalist Rules:

Name of Person	**Koh Kew Siong**
Date of Appointment	1 June 2024
Date of last re-appointment (if applicable)	Not Applicable
Age	57
Country of principal residence	Singapore
The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations, and the search and nomination process).	After assessing Mr Koh Kew Siong ("**Douglas Koh**") qualification, expertise, experience and overall contribution, as well as the overall size, composition and diversity of skillsets of the Board, the Nominating Committee ("**NC**") and the Board is satisfied that Mr Douglas Koh will contribute to the Board, and to the combination of knowledge, skills, experience and diversity required on the Board in order to serve the needs and plans of the Company and the Group, and recommended Mr Douglas Koh to continue in acting as an Independent Director of the Company. Mr Douglas Koh, upon being re-elected at the upcoming annual general meeting, will also be appointed as the Chairman of Nominating Committee and Remuneration Committee, and a member of the Audit and Risk Committee with effect from 30 July 2024. The Board considers Mr Douglas Koh to be independent for the purpose of Rule 704(7) of the Catalist Rules.
Whether appointment is executive, and if so, the area of responsibility	Non-Executive.
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Independent Director With effect from 30 July 2024: Chairman of Nominating Committee and Remuneration Committee, and a member of Audit and Risk Committee.
Professional qualifications	Bachelor of Laws (LLB) Degree (Honours) - National University of Singapore
Working experience and occupation(s) during the past 10 years	January 2023 to Present - YKGI Limited - Independent Director September 2014 to November 2023 - Virtus Law LLP – Consultant December 2012 to September 2014 - Colin Ng & Partners LLP - Partner
Shareholding interest in the listed issuer and its subsidiaries	No.
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	Nil
Conflict of interest (including any competing business)	Nil
Undertaking (in the format set out in Appendix 7H) under Rule 720(1) has been submitted to the listed issuer	Yes

Name of Person	Koh Kew Siong
Other Principal Commitments including Directorships	
Past (for the last 5 years)	(i) Virtus Law LLP – Consultant (ii) LCT Holdings Limited - Independent Director (iii) Quanzhou Hengwei Construction Material Co., Ltd. - Director (Nominee)
Present	(i) YKGI Limited - Independent Director
Information required **Disclose the following matters concerning an appointment of director, chief executive officer, chief financial officer, chief operating officer, general manager or other officer of equivalent rank. If the answer to any question is "yes", full details must be given.**	
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 On 7 October 2015, the Hong Kong court ordered the creditor-driven liquidation of Phoenix Properties Group Limited and its subsidiaries (collectively "**Phoenix Group**"). The court-appointed liquidator, after receiving the court order, appointed Mr. Douglas Koh as the nominee director and legal representative of Quanzhou Hengwei Construction Material Co., Ltd. ("**Quanzhou Hengwei**"), a subsidiary of Phoenix Properties Group Limited. According to official records, Mr Douglas Koh's appointment lasted from 23 October 2017 to 2 June 2022. Mr Douglas Koh was not involved in the liquidation process or the affairs of Phoenix Group or Quanzhou Hengwei. He signed a power of attorney, authorizing the liquidation team to exercise all powers of the director and legal representative, and completed all necessary paperwork to facilitate his replacement. It was understood that Mr Douglas Koh's appointment was temporary, and the liquidation team would replace him once the former directors and legal representatives were removed.
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

Name of Person	Koh Kew Siong
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
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

Name of Person	**Koh Kew Siong**
(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
Information Required **Disclosure applicable to the appointment of Director only.**	
Any prior experience as a director of an issuer listed on the Exchange?	Not Applicable. This disclosure relates to re-appointment of Director.
If yes, please provide details of prior experience	Not Applicable.
If no, please state if the director has attended or will be attending training on the roles and responsibilities of a director of a listed issuer as prescribed by the Exchange.	Not Applicable.
Please provide details of relevant experience and the nominating committee's reasons for not requiring the director to undergo training as prescribed by the Exchange (if applicable)	Not Applicable.

DIRECTORS' STATEMENT

We are pleased to present this statement to the members together with the audited consolidated financial statements of Asiatic Group (Holdings) Limited (the "Company") and its subsidiaries (collectively, the "Group"); and the statement of financial position and statement of changes in equity of the Company for the financial year ended 31 March 2024.

In the opinion of the Directors,

(a) the accompanying consolidated financial statements of the Group, statement of financial position and statement of changes in equity of the Company, are drawn up so as to give a true and fair view of the financial positions of the Company and the Group as at 31 March 2024 and of the financial performance, and cash flows of the Group and the changes in equity of the Company and the Group for the financial year ended on that date in accordance with the provisions of the Singapore Companies Act 1967 (the "Act") and Singapore Financial Reporting Standards (International) ("SFRS(I)"); 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, as disclosed in Note 2(b)(i) Significant judgements used in applying accounting policies - (a) Going concern.

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

Names of Directors

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

Tay Kah Chye
Tan Boon Kheng
Chia Soon Hin William
Yip Mun Foong James
Koh Kew Siong

Arrangements to enable Directors to acquire shares or debentures

During and at the end of the financial year, neither the Company nor any of the subsidiaries was a party to any arrangement which the object of which was to enable the Directors to acquire benefits through the acquisition of shares in or debentures of the Company or of any other corporate body, other than as disclosed in this statement.

Directors' interests in shares or debentures

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

	Direct interest		Deemed interest	
	As at 1.4.2023	**As at 31.3.2024**	As at 1.4.2023	**As at 31.3.2024**
The Company	Number of ordinary shares			
Tay Kah Chye	1,600,000	**5,000,000**	-	**-**
Tan Boon Kheng	141,156,004	**585,600,448**	-	**-**
Tan Boon Siang (resigned on 1 April 2024)	140,232,000	**322,533,600**		

There was no change in any of the above-mentioned interests in the Company between the end of the financial year and 21 April 2024.

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

Share options and performance shares

Asiatic Performance Share Plan

The Asiatic Performance Share Plan (the "Plan") was approved and adopted by the members of the Company at the Extraordinary General Meeting held on 15 August 2013. The Plan is administered by the members of the Remuneration Committee (the "RC"). Under the Plan, all Group employees including Controlling Shareholders and their associates are eligible to participate at the discretion of the RC. The other information regarding the Plan is disclosed in Note 13 to the financial statements.

No share has been awarded to any directors or participants who are controlling shareholders and their associates under the Plan since adoption and for the financial year ended 31 March 2024.

No shares have been awarded to any directors or participants who are controlling shareholders and their associates, which, in aggregate, represent five per centum (5%) or more of the aggregate number of new shares available under the Plan and as such, no vesting of shares has taken place.

Audit and Risk Committee ("ARC")

The ARC at the end of the financial year comprises the following members:

Chia Soon Hin William (Chairman)
Tay Kah Chye
Yip Mun Foong James

The ARC performs the functions set out in Section 201B (5) of the Act, the SGX Listing Manual and the Code of Corporate Governance. In performing those functions, the committee carried out the following:

Audit and Risk Committee ("ARC") (Cont'd)

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

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

(iii) reviewed the reliability and integrity of the interim and annual announcements of financial results and financial statements;

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

(v) met with the external and internal auditor, other committees, and management in separate executive sessions to discuss any matters that these groups believe should be discussed privately with the ARC;

(vi) determined that no unwarranted management restrictions are being placed upon either the internal or external auditor;

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

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

(ix) recommended to the board of directors the external auditor to be nominated, approved the compensation of the external auditor, and reviewed the scope and results of the audit;

(x) reviewed reported actions and minutes of the ARC to the board of directors with such recommendations as the ARC considered appropriate;

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

(xii) undertook such other functions and duties as may be required by statute or the Catalist Rule and by such amendments made thereto from time to time.

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

Full details regarding the ARC are provided in the Report on Corporate Governance.

In appointing our auditors for the Company and its subsidiaries, we have complied with Rules 712 and 715 of the Catalist Rules of the Listing Manual of the SGX-ST.

Independent auditor

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

On behalf of the Directors

....
TAY KAH CHYE

....
TAN BOON KHENG

Dated: 11 July 2024

Report on the Audit of the Financial Statements

Disclaimer of Opinion

We were engaged to audit the financial statements of Asiatic Group (Holdings) Limited (the "Company") and its subsidiaries (collectively, the "Group"), which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 31 March 2024, the consolidated statement of profit or loss and comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows of the Group and the statement of changes in equity of the Company for the year then ended, and notes to the financial statements, including material accounting policy information.

We do not express an opinion on the accompanying financial statements. Because of the significance of the matters described in the Basis for Disclaimer of Opinion section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these financial statements.

Basis for Disclaimer of Opinion

(1) Potential loss of control of the Company's subsidiary, Colben Energy (Cambodia) PPSEZ Ltd (Note 28(c))

Colben Energy (Cambodia) PPSEZ Limited ("CEZ") is a 49% indirect subsidiary of the Company (Note 4). On 14 March 2023, the other shareholder of CEZ, with equity interest of 51%, unilaterally held a General Meeting to remove one of the representatives of the Company as a director and chairman of CEZ and to remove the same representative as the authorised signatory of CEZ's bank accounts. The Company is challenging these decisions made via its legal representative. CEZ is a material component of the Group.

Notwithstanding this, the Company classified CEZ as a subsidiary and consolidated CEZ in accordance with SFRS (I) 10, Consolidated Financial statements for the financial year ended 31 March 2024. Arising from this unilateral decision made by the other shareholder, we are unable to ascertain and determine if the Company continues to have control over CEZ, and accordingly, is unable to determine whether CEZ is appropriately classified and consolidated as a subsidiary.

(2) The use of going concern as a basis of accounting (Note 2(b)(i)(a) – Going concern)

As at 31 March 2024, the Group had total loans and borrowings of $14,492,000 (Note 15) which comprise current and non-current loans and borrowings of $10,693,000 and $3,799,000, respectively. $14,162,000 of total loans and borrowings is payable to the banks. Management is negotiating with the banks to defer principal repayment of borrowings of $5,276,000, including the current portion, by a further 12 months from the date of resumption. We are unable to ascertain whether the bank will grant such a deferment notwithstanding that the management is of the view that the Group will continue to receive financial support from the banks.

In the absence of documentary evidence from the bank, we are not able to ascertain whether the use of going concern as a basis of accounting is appropriate.

Report on the Audit of the Financial Statements (Cont'd)

Basis for Disclaimer of Opinion (Cont'd)

(2) The use of going concern as a basis of accounting (Note 2(b)(i)(a) – Going concern) (Cont'd)

If the Group is unable to continue in operational existence for the foreseeable future, it may be unable to discharge its liabilities in the normal course of business and adjustments may have to be made to reflect the situation that assets may need to be realised other than in the normal course of business and at amounts which could differ significantly from the amounts at which they are currently recorded in the financial statements. In addition, the Group may have to reclassify non-current assets and non-current liabilities as current assets and liabilities, respectively. No such adjustments have been made to these financial statements.

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 Companies Act, 1967 (the "Act") and Singapore Financial Reporting Standards (International), and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our responsibility is to conduct an audit of the Company's financial statements in accordance with Singapore Standards on Auditing and to issue an auditor's report. However, because of the matters described in the Basis for Disclaimer of Opinion section of our report, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these financial statements.

We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority (ACRA) Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities (ACRA Code) together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code.

Report on Other Legal and Regulatory Requirements

In our opinion, in view of the significance of the matters referred to in the Basis for Disclaimer of Opinion section of our report, we do not express an opinion on whether the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

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

The engagement partner on the audit resulting in this independent auditor's report is Ho Teik Tiong.

Foo Kon Tan LLP
Public Accountants and
Chartered Accountants

Singapore,
11 July 2024

STATEMENTS OF FINANCIAL POSITION

As at 31 March 2024

	Note	The Group 2024 $'000	The Group 2023 $'000	The Company 2024 $'000	The Company 2023 $'000
Assets					
Non-Current					
Property, plant and equipment	3	**36,685**	37,645	**2**	3
Investment in subsidiaries	4	**-**	-	**26,194**	25,138
Right-of-use assets	16	**1,885**	1,928	**-**	-
Goodwill	5	**175**	175	**-**	-
Deferred tax assets	17	**298**	294	**-**	-
Other investments	6	**161**	161	**-**	-
		39,204	40,203	**26,196**	25,141
Current					
Inventories	7	**3,702**	3,977	**-**	-
Trade receivables	8	**6,888**	6,081	**-**	-
Other receivables	9	**1,128**	1,159	**-**	-
Prepayments		**261**	403	**27**	46
Cash and short-term deposits	10	**3,155**	1,698	**201**	72
		15,134	13,318	**228**	118
Assets held for sale	11	**-**	-*	**-**	-
Total assets		**54,338**	53,521	**26,424**	25,259
Equity and Liabilities					
Equity					
Share capital	12	**54,815**	51,047	**54,815**	51,047
Accumulated losses		**(38,401)**	(39,506)	**(40,562)**	(40,607)
Foreign currency translation reserve	13	**1,321**	860	**-**	-
Equity attributable to equity holders of the Company		**17,735**	12,401	**14,253**	10,440
Non-controlling interests	14	**6,298**	6,035	**-**	-
Total equity		**24,033**	18,436	**14,253**	10,440
Liabilities					
Non-Current					
Loans and borrowings	15	**3,799**	3,974	**-**	-
Lease liabilities	16	**1,730**	1,451	**-**	-
Deferred tax liabilities	17	**298**	120	**-**	-
		5,827	5,545	**-**	-
Current					
Trade payables	18	**5,584**	6,903	**-**	-
Provision for contribution to financial guarantee provided to a former associate company	28	**1,436**	5,052	**1,436**	5,052
Other payables and accruals	19	**5,720**	5,231	**646**	587
Amount due to a subsidiary	20	**-**	-	**10,070**	9,180
Loans and borrowings	15	**10,693**	11,157	**-**	-
Lease liabilities	16	**66**	204	**-**	-
Income tax payables		**979**	993	**19**	-
		24,478	29,540	**12,171**	14,819
Total liabilities		**30,305**	35,085	**12,171**	14,819
Total equity and liabilities		**54,338**	53,521	**26,424**	25,259

* Amount is less than $1,000

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

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND COMPREHENSIVE INCOME

For the financial year ended 31 March 2024

	Note	**Year ended 31 March 2024 $'000**	Year ended 31 March 2023 $'000
Revenue			
Sale of goods	29A	**18,953**	18,106
Services rendered	29A	**25,997**	23,213
		44,950	41,319
Other income	21	**134**	256
Costs and expenses			
Cost of sales		**(30,920)**	(27,763)
Foreign exchange gain/(loss)		**144**	(1,895)
Staff costs		**(6,780)**	(6,612)
Depreciation of property, plant and equipment	3	**(1,685)**	(1,610)
Depreciation of right-of-use assets	16	**(215)**	(267)
Reversal of impairment of property, plant and equipment	3	**-**	1,881
Reversal of impairment of financial assets		**80**	668
Expected credit loss on financial guarantee provided to a former associate company	28	**(160)**	(6,297)
Other operating expenses		**(2,495)**	(3,003)
Finance costs	22	**(954)**	(852)
Profit/(loss) before taxation	23	**2,099**	(4,175)
Taxation	24	**(709)**	(379)
Profit/(loss) for the year		**1,390**	(4,554)
Attributable to:			
- Owners of the Company		**1,105**	(5,293)
- Non-controlling interests		**285**	739
		1,390	(4,554)
Other comprehensive income:			
Items that will be reclassified subsequently to profit or loss:			
Foreign currency translation arising from foreign operations		**461**	1,334
Items that will not be reclassified subsequently to profit or loss:			
Foreign currency translation arising from foreign operations attributable to non-controlling interest		**(22)**	21
Other comprehensive income for the year, net of tax ($Nil)		**439**	1,355
Total comprehensive income/(loss) for the year		**1,829**	(3,199)
Attributable to:			
- Owners of the Company		**1,566**	(3,959)
- Non-controlling interests		**263**	760
		1,829	(3,199)
		Cents	Cents
Earning/(loss) per share			
- Basic and diluted	25	**0.05**	(0.31)

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the financial year ended 31 March 2024

The Group	Share capital $'000	Accumulated losses $'000	Foreign currency translation reserve $'000	Total equity attributable to owners of the Company $'000	Non-controlling interests $'000	Total equity $'000
	Attributable to owners of the Company					
Balance at 1 April 2022	50,585	(34,213)	(474)	15,898	5,849	21,747
Loss for the year	-	(5,293)	-	(5,293)	739	(4,554)
Other comprehensive income						
Foreign currency translation	-	-	1,334	1,334	21	1,355
Total comprehensive loss for the year	-	(5,293)	1,334	(3,959)	760	(3,199)
Transactions with equity holders						
Issuance of shares (Note 12)	462	-	-	462	-	462
Distribution to non-controlling interests of subsidiary	-	-	-	-	(574)	(574)
Balance at 31 March and 1 April 2023	**51,047**	**(39,506)**	**860**	**12,401**	**6,035**	**18,436**
Profit for the year	**-**	**1,105**	**-**	**1,105**	**285**	**1,390**
Other comprehensive income						
Foreign currency translation	**-**	**-**	**461**	**461**	**(22)**	**439**
Total comprehensive income for the year	**-**	**1,105**	**461**	**1,566**	**263**	**1,829**
Transaction with equity holders						
Issuance of shares (Note 12)	**3,768**	**-**	**-**	**3,768**	**-**	**3,768**
Balance at 31 March 2024	**54,815**	**(38,401)**	**1,321**	**17,735**	**6,298**	**24,033**

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

STATEMENT OF CHANGES IN EQUITY

For the financial year ended 31 March 2024

The Company	Share capital $'000	Accumulated losses $'000	Total equity $'000
Balance at 1 April 2022	50,585	(36,657)	13,928
Loss for the year, representing **total comprehensive loss for the year**	-	(3,950)	(3,950)
Transaction with equity holders			
Issuance of shares (Note 12)	462	-	462
Balance at 31 March and 1 April 2023	**51,047**	**(40,607)**	**10,440**
Profit for the year, representing **total comprehensive income for the year**	**-**	**45**	**45**
Transaction with equity holders			
Issuance of shares (Note 12)	**3,768**	**-**	**3,768**
Balance at 31 March 2024	**54,815**	**(40,562)**	**14,253**

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

CONSOLIDATED STATEMENT OF CASH FLOWS

For the financial year ended 31 March 2024

	Note	**Year ended 31 March 2024 $'000**	Year ended 31 March 2023 $'000
Cash Flows from Operating Activities			
Profit/(loss) before taxation		**2,099**	(4,175)
Adjustments for:			
Depreciation of property, plant and equipment	3	**1,685**	1,610
Depreciation of right-of-use assets	16	**215**	267
Interest expense	22	**954**	852
Expected credit loss on financial guarantee provided to a former associate company	28	**160**	6,297
Reversal of impairment of property, plant and equipment	3	**-**	(1,881)
Reversal of impairment of financial assets		**(80)**	(668)
Gain on disposal of right-of-use assets		**(11)**	-
Gain on disposal of property, plant and equipment		**(2)**	-
Property, plant and equipment written off		**-**	2
Interest income	21	**-**	(21)
(Write back of)/provision for stock obsolescence, net	7	**(13)**	22
Currency alignment		**54**	1,831
Operating profit before working capital changes		**5,061**	4,136
Decrease in inventories		**290**	72
(Increase)/decrease in trade and other receivables		**(541)**	959
Decrease in amount due from a former associate company		**12**	710
(Decrease)/increase in trade and other payables		**(453)**	1,386
Cash generated from operations		**4,369**	7,263
Income taxes paid		**(545)**	(399)
Net cash generated from operating activities		**3,824**	6,864
Cash Flows from Investing Activities			
Purchases of property, plant and equipment	3	**(48)**	(485)
Purchase of right-of-use assets	B	**(14)**	-
Proceeds from sale of property, plant and equipment		**7**	303
Proceeds from sale of right-of-use assets		**52**	-
Payment of financial guarantee provided to a former associate company		**(3,707)**	(1,252)
Net cash used in investing activities		**(3,710)**	(1,434)
Cash Flows from Financing Activities			
Net proceeds from issuance of shares	12	**3,768**	462
Distribution to non-controlling interests of subsidiary		**-**	(564)
Repayment of interest-bearing term loans		**(462)**	(4,400)
Repayment of trust receipts		**(33)**	(484)
Repayment of principal portion of lease liabilities	16	**(219)**	(328)
Decrease in pledged fixed deposits		**337**	349
Repayment of related parties advances		**(600)**	(163)
Interest paid	22	**(954)**	(852)
Net cash generated from/(used in) financing activities		**1,837**	(5,980)
Net increase/(decrease) in cash and cash equivalents		**1,951**	(550)
Effect of exchange rate changes on cash and cash equivalents		**(18)**	11
Cash and cash equivalents at beginning of year		**997**	1,536
Cash and cash equivalents at end of year	10	**2,930**	997

Note A: Reconciliation of liabilities arising from financing activities

The following is the disclosures of the reconciliation of liabilities arising from financing activities, excluding equity items:

	As at 1 April 2023 $'000	Cash flows $'000	Interest paid $'000	Non-cash flows: Accretion of interest $'000	Non-cash flows: New leases during the year $'000	Non-cash flows: Foreign exchange movement $'000	As at 31 March 2024 $'000
Term loans from bank (Note 15)	**14,142**	**(462)**	**(810)**	**810**	**-**	**-**	**13,680**
Trust receipts (Note 15)	**290**	**(33)**	**(14)**	**14**	**-**	**-**	**257**
Non-convertible bonds (current) (Note 15)	**330**	**-**	**(33)**	**33**	**-**	**-**	**330**
Lease liabilities (Note 16)	**1,655**	**(219)**	**(97)**	**97**	**360**	**-**	**1,796**
Pledged fixed deposits (Note 10)	**(332)**	**337**	**-**	**-**	**-**	**(5)**	**-**
Included in Other payables and accruals: (Note 19)							
- Advances from related parties	**803**	**(600)**	**-**	**-**	**-**	**-**	**203**
	16,888	**(977)**	**(954)**	**954**	**360**	**(5)**	**16,266**

	As at 1 April 2022 $'000	Cash flows $'000	Interest paid $'000	Non-cash flows: Accretion of interest $'000	Non-cash flows: New leases during the year $'000	Non-cash flows: Foreign exchange movement $'000	As at 31 March 2023 $'000
Term loans from bank (Note 15)	18,532	(4,400)	(708)	708	-	10	14,142
Trust receipts (Note 15)	774	(484)	(13)	13	-	-	290
Non-convertible bonds (current) (Note 15)	330	-	(33)	33	-	-	330
Lease liabilities (Note 16)	1,857	(328)	(98)	98	126	-	1,655
Pledged fixed deposits (Note 10)	(668)	349	-	(21)	-	8	(332)
Included in Other payables and accruals: (Note 19)							
- Advances from related parties	966	(163)	-	-	-	-	803
	21,791	(5,026)	(852)	831	126	18	16,888

Note B:

In the financial year ended 31 March 2023, the sales consideration of $303,000 was received during the financial year for the property, plant and equipment disposed of in the previous financial year ended 31 March 2022.

During the financial year, the Group has paid cash to acquire right-of-use assets of $14,000 (2023 - $Nil). There are non-cash additions to the Group's right-of-use assets of $360,000 (2023 - $126,000) through entering into new leases.

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

1 General information

The financial statements of the Group and the Company for the financial year ended 31 March 2024 were authorised for issue in accordance with a resolution of the Directors on the date of the Directors' statement.

The Company is a limited liability company incorporated and domiciled in Singapore and is listed on the Singapore Exchange Securities Trading Limited (SGX-ST).

The registered office and principal place of business of the Company is located at 65 Joo Koon Circle, Singapore 629078.

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are disclosed in Note 4 to the financial statements.

The Group mainly operates in Singapore and Cambodia.

2(a) Basis of preparation

The financial statements are prepared in accordance with the provisions of the Companies Act 1967 (the "Act"), and Singapore Financial Reporting Standards (International) ("SFRS(I)"). The financial statements have been prepared under the historical cost convention except as disclosed in the accounting policies below.

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

The accounting policies adopted are consistent with those of the previous financial year.

2(b) Significant judgments and use of estimates

The preparation of the financial statements in conformity with SFRS(I) requires the use of judgements, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the financial year. Although these estimates are based on management's best knowledge of current events and actions, actual results may differ from those estimates.

(i) Significant judgements used in applying accounting policies

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

2(b) Significant judgments and use of estimates (Cont'd)

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

(a) Going concern

As at 31 March 2024, the Group's current liabilities (which includes current loans and borrowings of $10,693,000 (2023 - $11,157,000))(Note 15) exceeded the Group's current assets by $9,344,000 (2023 - $16,222,000) and the Company's current liabilities (which includes an amount due to a subsidiary of $10,070,000 (2023 - $9,180,000))(Note 20) exceeded the Company's current assets by $11,943,000 (2023 - $14,701,000).

Developments on rights issue and payment of Settlement Sum with white knight

As disclosed in Note 28, the corporate guarantees provided by the Group included a guarantee of up to RM198.0 million (equivalent to S$56.9 million) (2023 - RM198.0 million (equivalent to S$59.8 million)) given to the bank of its associate, Maju Intan Biomass Energy Sdn Bhd ("MJE"), in respect of banking facilities extended to MJE. On 19 September 2023, the Group received a letter from Maybank Islamic Berhad that the Group's obligations and liabilities under the corporate guarantee have been fully discharged.

Following the close of the rights issue on 2 August 2023, the Company raised gross proceeds of approximately S$4.0 million. Out of the gross proceeds, the Company had utilised S$0.2 million for the expenses for the rights issue and payment of S$3.7 million (2023 – S$1.3 million) to the white knight of MJE. The Company will finance the balance of S$1.4 million (equivalent to RM5.0 million) payable to the white knight of MJE with its positive cash flows from its operations and unutilised bank borrowings.

Unutilised bank borrowings

As at 31 March 2024, the Group has unutilised bank borrowings of S$3.6 million (2023 – S$4.2 million).

Amount due to a subsidiary

As at 31 March 2024, a subsidiary will continue to provide continuing financial support to the Company and not demand payment for the next twelve (12) months from the date of the financial statements for the balance of S$10,070,000 (2023 – S$9,180,000) (Note 20) due to the subsidiary.

Notwithstanding the above, in the opinion of the directors, the Group is able to continue as a going concern as the directors are of the view that the Group will continue to receive financial support from the banks and generate positive cash flows from its operations in the next twelve (12) months.

If the Group and Company are unable to continue in operational existence for the foreseeable future, the Group and Company may be unable to discharge its liabilities in the normal course of business and adjustments may have to be made to reflect the situation that assets may need to be realised other than in the normal course of business and at amounts which could differ significantly from the amounts at which they are currently recorded on the Group and Company's balance sheets. In addition, the Group and Company may have to reclassify non-current assets and liabilities as current assets and liabilities. The effect of these adjustments has not been reflected in the financial statements.

2(b) Significant judgments and use of estimates (Cont'd)

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

(b) Consolidation of subsidiary – Colben Energy (Cambodia) PPSEZ Limited

In determining if an investee fulfills the criteria to be consolidated as a subsidiary, the Group assesses if it controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Following the dispute highlighted in Note 28(c), significant judgement is involved in determining whether the subsidiary - Colben Energy (Cambodia) PPSEZ Limited ("CEZ") continues to fufill the criteria to be treated as a subsidiary and consolidated. Management has assessed that it remains appropriate to treat CEZ as a subsidiary of the Group due to its rights under the Shareholder Agreement and the related agreements and the investee continues to fulfil the criteria.

(c) Income taxes

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

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

(d) Determination of cash-generating units (CGU)

A CGU is defined as the smallest identifiable asset or group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. Significant judgement is required by management to determine whether multiple assets should be grouped to form a CGU. Management has identified the appropriate CGU level to be either at the business segment or at the entity level or at the asset level for the purpose of its assessment of impairment in non-financial assets and its investments in subsidiary companies.

(e) Determination of indications of impairment of non-financial assets

Management assesses whether there are any indications of impairment or reversal of impairment of non-financial assets by reviewing internal and external factors/sources of information like economic, financial, industry, business and other factors affecting the assets. Where there are mixed indicators, management will exercise their judgement to determine, whether these events or circumstances indicate that the carrying amount may not be recoverable and accordingly the assets will be tested for impairment or reversal of impairment.

2(b) Significant judgments and use of estimates (Cont'd)

(ii) Critical accounting estimates and assumptions used in applying accounting policies

The critical accounting estimates and assumptions used are discussed below.

(a) Provision for expected credit losses of trade receivables

The Group uses a provision matrix to calculate expected credit losses (ECLs) for trade receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns.

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust historical credit loss experience with forward-looking information. At every reporting date, historical default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future. The information about the ECLs on the Group's trade receivables is disclosed in Note 8.

The carrying amount of trade receivables as at 31 March 2024 is $6,888,000 (2023 - $6,081,000). If the loss rate increases/decreases by 50 basis points from management's estimate, the Group's allowance for impairment of trade receivables will increase/decrease by $34,000 (2023 – $30,000).

(b) Incremental borrowing rate

The Group cannot readily determine the interest rate implicit in the lease. Therefore, it uses its incremental borrowing rate ("IBR") to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group 'would have to pay', which requires estimation when no observable rates are available (such as for subsidiaries that do not enter into financing transactions) or when they need to be adjusted to reflect the terms and conditions of the lease (for example, when leases are not in the subsidiary's functional currency). The Group estimates the IBR using observable inputs (such as market interest rates) when available.

An increase/decrease of 50 basis points in the estimated IBR will decrease/increase the Group's right-of-use assets and lease liabilities by approximately $106,000 (2023 - $89,000) respectively.

(c) Reversal of/impairment of non-financial assets

The Group - Property, plant and equipment
The carrying amount of property, plant and equipment as at 31 March 2024 is $36,685,000 (2023 - $37,645,000) which represent approximately 67.5% (2023 - 70.3%) of total assets on the Group's balance sheet.

The Company – Investment in subsidiaries
The carrying amount of investment in subsidiaries as at 31 March 2024 is $26,194,000 (2023 - $25,138,000) which represent approximately 99.1% (2023 - 99.5%) of total assets on the Company's balance sheet.

2(b) Significant judgments and use of estimates (Cont'd)

(ii) Critical accounting estimates and assumptions used in applying accounting policies

(c) Reversal of/impairment of non-financial assets (Cont'd)

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use or if a reversal of impairment occurs when the recoverable amount of an asset or cash generating unit exceeds its carrying value. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs of disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the forecast for the over the useful lives of the assets and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the performance of the assets of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

2(c) Adoption of new and revised SFRS (I) effective in 2023/2024

The Group and the Company have adopted all the new and revised standards which are effective for annual financial periods beginning on or after 1 April 2023. The adoption of these standards did not have any significant effect on the financial performance or position of the Group and the Company.

2(d) SFRS(I) issued but not yet effective

The Group and the Company have not adopted the following standards (which may be early adopted) applicable that have been issued but not yet effective:

Reference	**Description**	**Effective date (Annual periods beginning on or after)**
Amendments to SFRS(I) 1-1	Classification of Liabilities as Current or Non-current	1 January 2024
Amendments to SFRS(I) 1-1	Non-current Liabilities with Covenants	1 January 2024
Amendments to SFRS(I) 16	Lease Liability in a Sale and Leaseback	1 January 2024
Amendments to SFRS(I) 1-7 and SFRS(I) 7	Supplier Finance Arrangements	1 January 2024
Amendments to SFRS(I) 1-21	Lack of Exchangeability	1 January 2025
Amendments to SFRS(I) 10 and SFRS(I) 1-28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	To be determined

The directors expect that the adoption of the above standards will have no material impact on the financial statements in the period of their initial application.

2(e) Material accounting policy information

Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at balance sheet date. The financial statements of the subsidiaries used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied to like transactions and events in similar circumstances.

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

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

Losses within a subsidiary are attributed to the non-controlling interest even if that results in a deficit balance.

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

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

Transactions with non-controlling interests

Non-controlling interest represents the equity in subsidiaries not attributable, directly or indirectly, to owners of the Company.

Changes in the Company's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. In such circumstances, the carrying amounts of the controlling and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interest is adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

Foreign currency

The financial statements are presented in Singapore Dollar, which is also the Company's functional currency. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

(a) Transactions and balances

Transactions in foreign currencies are measured in the respective functional currencies of the Company and its subsidiaries and are recorded on initial recognition in the functional currencies at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at each balance sheet date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured.

2(e) Material accounting policy information

Foreign currency (Cont'd)

(a) Transactions and balances (Cont'd)

Exchange differences arising on the settlement of monetary items or on translating monetary items at each balance sheet date are recognised in profit or loss except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operations, which are recognised initially in other comprehensive income and accumulated under foreign currency translation reserve in equity. The foreign currency translation reserve is reclassified from equity to profit or loss of the Group on disposal of the foreign operation.

(b) Consolidated financial statements

For consolidation purpose, the assets and liabilities of foreign operations are translated into Singapore Dollar at the rate of exchange ruling at the end of each balance sheet date and their profit or loss are translated at the exchange rates prevailing at the date of the transactions. The exchange differences arising on the translation are recognised in other comprehensive income. On disposal of a foreign operation, the component of other comprehensive income relating to that particular foreign operation is recognised in profit or loss.

In the case of a partial disposal without loss of control of a subsidiary that includes a foreign operation, the proportionate share of the cumulative amount of the exchange differences are re-attributed to non-controlling interest and are not recognised in profit or loss. For partial disposals of associates or jointly controlled entities that are foreign operations, the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

Property, plant and equipment

All items of property, plant and equipment are initially recorded at cost. Subsequent to recognition, property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. The cost includes the cost of replacing part of the property, plant and equipment and borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying property, plant and equipment. The accounting policy for borrowing costs is set out in Note 2(e) – *Borrowing costs*. The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

When significant parts of property, plant and equipment are required to be replaced in intervals, the Group recognises such parts as individual assets with specific useful lives and depreciation, respectively. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Depreciation is computed on a straight-line basis over the estimated useful lives of the assets as follows:

Factory buildings	60 years
Motor vehicles	5 years
Office equipment, computers, furniture and fittings	3 to 10 years
Plant and machinery	5 years
Renovations	3 to 5 years
Power plant	10 to 50 years

2(e) Material accounting policy information

Property, plant and equipment (Cont'd)

Assets under construction included in property, plant and equipment are not depreciated as these assets are not yet available for use.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The residual value, useful life and depreciation method are reviewed at each financial year-end, and adjusted prospectively, if appropriate.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on derecognition of the asset is included in the profit or loss in the year the asset is derecognised.

Intangible assets

<u>Goodwill</u>

Goodwill is initially measured at cost. Following initial recognition, goodwill is measured at cost less any accumulated impairment losses.

For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

The cash-generating unit to which goodwill has been allocated is tested for impairment annually and whenever there is an indication that the cash-generating unit may be impaired. Impairment is determined for goodwill by assessing the recoverable amount of each cash-generating unit (or group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit is less than the carrying amount, an impairment loss is recognised in profit or loss. Impairment losses recognised for goodwill are not reversed in subsequent periods.

Where goodwill forms part of a cash-generating unit and part of the operation within that cash-generating unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative fair values of the operations disposed of and the portion of the cash-generating unit retained.

Impairment of non-financial assets

The Group assesses at each balance sheet date whether there is an indication that an asset may be impaired. If any indication exists, or when an annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs of disposal and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. Where the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows expected to be generated by the asset 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. In determining fair value less costs of disposal, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

2(e) Material accounting policy information

Impairment of non-financial assets (Cont'd)

The Group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Group's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses of continuing operations are recognised in profit or loss, except for assets that are previously revalued where the revaluation was taken to other comprehensive income. In this case, the impairment is also recognised in other comprehensive income up to the amount of any previous revaluation.

For assets excluding goodwill, an assessment is made at each balance sheet date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or cash-generating unit's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increase cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal is recognised in profit or loss unless the asset is measured at revalued amount, in which case the reversal is treated as a revaluation increase.

Subsidiaries

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

In the Company's separate financial statements, investments in subsidiaries are accounted for at cost less impairment losses.

Associates

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

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

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

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

2(e) Material accounting policy information

Associates (Cont'd)

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

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

The financial statements of the associates are prepared as the same reporting date as the Company. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

Financial instruments

(a) Financial assets

Initial recognition and measurement

Financial assets are recognised when, and only when, the entity becomes party to the contractual provisions of the instruments.

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

Trade receivables are measured at the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third party, if the trade receivables do not contain a significant financing component at initial recognition.

Subsequent measurement

<u>Investments in debt instruments</u>

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the contractual cash flow characteristics of the asset. The three measurement categories for classification of debt instruments are:

(i) Amortised cost

Financial assets that are held for the collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets are measured at amortised cost using the effective interest method, less impairment. Gains and losses are recognised in profit or loss when the assets are derecognised or impaired, and through amortisation process.

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

Financial instruments (Cont'd)

(a) Financial assets (Cont'd)

Subsequent measurement

(ii) Fair value through other comprehensive income (FVOCI)

Financial assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Financial assets measured at FVOCI are subsequently measured at fair value. Any gains or losses from changes in fair value of the financial assets are recognised in other comprehensive income, except for impairment losses, foreign exchange gains and losses and interest calculated using the effective interest method are recognised in profit or loss. The cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment when the financial asset is de-recognised.

(iii) Fair value through profit or loss (FVPL)

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on debt instruments that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss in the period in which it arises.

<u>Investments in equity instruments</u>

On initial recognition of an investment in equity instrument that is not held for trading, the Group may irrevocably elect to present subsequent changes in fair value in OCI. Dividends from such investments are to be recognised in profit or loss when the Group's right to receive payments is established. For investments in equity instruments which the Group has not elected to present subsequent changes in fair value in OCI, changes in fair value are recognised in profit or loss.

The Group and the Company have no investment in debt instruments at FVOCI and FVPL and no investment in equity instruments.

Derecognition

A financial asset is derecognised where the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income for debt instruments is recognised in profit or loss.

(b) Financial liabilities

Initial recognition and measurement

Financial liabilities are recognised when, and only when, the Group becomes a party to the contractual provisions of the financial instrument. The Group determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value plus in the case of financial liabilities not at fair value through profit or loss, directly attributable transaction costs.

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

Financial instruments (Cont'd)

(b) Financial liabilities

Subsequent measurement

After initial recognition, financial liabilities that are not carried at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

De-recognition

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

Impairment of financial assets

The Group recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is recognised for credit losses expected over the remaining life of the exposure, irrespective of timing of the default (a lifetime ECL).

For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Group considers a financial asset in default when contractual payments are 365 days past due with no recent transactions. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand and fixed deposits. Cash equivalents are highly liquid investments that are readily convertible to a known amount of cash and which are subject to an insignificant risk of changes in value. These also include bank overdrafts that form an integral part of the Group's cash management.

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

Inventories

Inventories are stated at the lower of cost and net realisable value.

Where necessary, allowance is provided for damaged, obsolete and slow-moving items to adjust the carrying value of inventories to the lower of cost and net realisable value.

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

Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Government grants

Government grants are recognised when there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. Where the grant relates to an asset, the fair value is recognised as deferred capital grant on the balance sheet and is amortised to profit or loss over the expected useful life of the relevant asset by equal annual instalments.

<u>Government grants related to income</u>

Government grant shall be recognised in profit or loss on a systematic basis over the periods in which the entity recognises as expenses the related costs for which the grants are intended to compensate. Grants related to income may be presented as a credit in profit or loss, either separately or under a general heading such as "Other income". Alternatively, they are deducted in reporting the related expenses.

Financial guarantee

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the terms of a debt instrument.

Financial guarantees are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequent to initial recognition, financial guarantees are measured at the higher of the amount of expected credit loss determined in accordance with the policy set out in *Impairment of financial assets* and the amount initially recognised less, when appropriate, the cumulative amount of income recognised over the period of the guarantee.

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

Borrowing costs

Borrowing costs are capitalised as part of the cost of a qualifying asset if they are directly attributable to the acquisition, construction or production of that asset. Capitalisation of borrowing costs commences when the activities to prepare the asset for its intended use or sale are in progress and the expenditures and borrowing costs are incurred. Borrowing costs are capitalised until the assets are substantially completed for their intended use or sale. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Employee benefits

Defined contribution plan

The Group participates in the national pension schemes as defined by the laws of the countries in which it has operations. In particular, the Singapore companies in the Group make contributions to the Central Provident Fund scheme in Singapore, a defined contribution pension scheme. Contributions to defined contribution pension schemes are recognised as an expense in the period in which the related service is performed.

Revenue

Revenue is measured based on the consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Revenue is recognised when the Group satisfies a performance obligation by transferring a promised good or service to the customer, which is when the customer obtains control of the good or service. A performance obligation may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied performance obligation.

(a) Sale of goods

Revenue from sale of goods is recognised at a point in time when the goods are delivered to the customer and all criteria for acceptance have been satisfied, usually on delivery of goods. Revenue is not recognised to the extent where there are significant uncertainties regarding recovery of the consideration due, associated costs or the possible return of goods.

(b) Rendering of services

Revenue from distribution services of electricity are recognised over time and is accounted for on a straight-line basis over the contract period as it best represents the pattern of benefits derived from the services contract by the customers. The Group's sales of service generated from its maintenance services performed on its firefighting equipment are recognised at a point in time when services are rendered.

(c) Interest income

Interest income is recognised using the effective interest method.

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

Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

(a) As lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(i) Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Leasehold land	- Over the lease term to 2053
Motor vehicles	- Over the lease term ending between 2024 to 2026
Office and warehouse	- Over the lease term to 2024
Office equipment	- Over the lease term ending between 2024 to 2026

The right-of-use assets are also subject to impairment. Refer to the accounting policies in 2(e) - *Impairment of non-financial assets*.

(ii) Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

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

Leases (Cont'd)

(a) As lessee (Cont'd)

(iii) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

(b) As lessor

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Assets held for sale

Assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Non-current assets and disposal groups are classified as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use.

Taxes

(a) Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the end of the balance sheet date, in the countries where the Group operates and generates taxable income.

Current income taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(b) Deferred tax

Deferred tax is provided using the liability method on temporary differences at the end of the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all temporary differences, except:

- Where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

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

Taxes (Cont'd)

(b) Deferred tax (Cont'd)

- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- Where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- In respect of deductible temporary differences associated with investments in subsidiaries and associates, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax asset is reviewed at the end of each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each balance sheet date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the end of each balance sheet date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

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 income taxes levied by the same tax authorities on the same taxable entity, or on different tax entities, provided they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

(c) Sales tax

Revenues, expenses and assets are recognised net of the amount of sales tax except:

- Where the sales tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the sales tax is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and

- Receivables and payables that are stated with the amount of sales tax included.

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

(c) Sales tax (Cont'd)

The net amount of sales tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

Operating segments

For management purposes, the Group is organised into operating segments based on their products and services which are independently managed by the respective segment managers responsible for the performance of the respective segments under their charge. The segment managers report directly to the management of the Company who regularly review the segment results in order to allocate resources to the segments and to assess the segment performance. Additional disclosures on each of these segments are shown in Note 29, including the factors used to identify the reportable segments and the measurement basis of segment information.

Share capital and share issuance expense

Proceeds from issuance of ordinary shares are recognised as share capital in equity. Incremental costs directly attributable to the issuance of ordinary shares are deducted against share capital.

Contingencies

A contingent liability is:

(a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group; or

(b) a present obligation that arises from past events but is not recognised because:

  (i) It is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or

  (ii) The amount of the obligation cannot be measured with sufficient reliability.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group.

Contingent liabilities and assets are not recognised on the balance sheet of the Group, except for contingent liabilities assumed in a business combination that are present.

3 Property, plant and equipment

The Group	Factory buildings $'000	Motor vehicles $'000	Office equipment, computers, furniture and fittings $'000	Plant and machinery $'000	Renovations $'000	Power plant[1] $'000	Total $'000
Cost							
At 1 April 2022	5,318	484	1,304	862	361	60,121	68,450
Additions	-	-	162	304	19	-	485
Write-off	-	-	(3)	-	-	-	(3)
Translation	-	-	-	-	-	(1,111)	(1,111)
At 31 March 2023	**5,318**	**484**	**1,463**	**1,166**	**380**	**59,010**	**67,821**
Additions	**-**	**1**	**15**	**3**	**29**	**-**	**48**
Disposal	**-**	**(224)**	**-**	**-**	**-**	**-**	**(224)**
Transfer from right-of-use assets	**-**	**353**	**23**	**-**	**-**	**-**	**376**
Translation	**-**	**-**	**-**	**-**	**-**	**978**	**978**
At 31 March 2024	**5,318**	**614**	**1,501**	**1,169**	**409**	**59,988**	**68,999**
Accumulated depreciation and impairment							
At 1 April 2022	2,285	424	1,011	415	333	26,486	30,954
Depreciation for the year	95	24	123	158	25	1,185	1,610
Reversal of impairment loss for the year	-	-	-	-	-	(1,881)	(1,881)
Write-off	-	-	(1)	-	-	-	(1)
Translation	-	-	-	-	-	(506)	(506)
At 31 March 2023	**2,380**	**448**	**1,133**	**573**	**358**	**25,284**	**30,176**
Depreciation for the year	**95**	**15**	**104**	**179**	**9**	**1,283**	**1,685**
Disposal	**-**	**(219)**	**-**	**-**	**-**	**-**	**(219)**
Transfer from right-of-use assets	**-**	**202**	**13**	**-**	**-**	**-**	**215**
Translation	**-**	**-**	**-**	**-**	**-**	**457**	**457**
At 31 March 2024	**2,475**	**446**	**1,250**	**752**	**367**	**27,024**	**32,314**
Net book value							
At 31 March 2024	**2,843**	**168**	**251**	**417**	**42**	**32,964**	**36,685**
At 31 March 2023	2,938	36	330	593	22	33,726	37,645

(1) Included in power plant is land with carrying value of $3,445,000 (2023 - $3,388,000).

3 Property, plant and equipment (Cont'd)

Assets held under lease

Refer to Note 16 for information on the right-of-use assets.

The leased assets are pledged as security for the related lease liabilities.

Assets pledged as security

In addition to assets held under lease, the Group's factory buildings with a carrying amount of $2,843,000 (2023 - $2,938,000) are mortgaged to secure the Group's bank loans (Note 15).

Impairment / reversal of impairment assessment of assets

For the financial years ended 31 March 2024 and 2023, the Group assessed at the end of the reporting period for any indications and tested for impairment / reversal of impairment of the property, plant and equipment for its subsidiary, Colben Energy (Cambodia) PPSEZ Limited ("CEZ"). The cash generating unit is represented by the smallest identifiable asset or group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

The recoverable amount of the property, plant and equipment is estimated and compared against the carrying value for any impairment / reversal of impairment whenever events or changes in circumstances indicate that their carrying value may not be fully recoverable or the impairment loss in prior periods may no longer exist or may have decreased.

In the financial year ended 31 March 2024, no impairment or reversal of impairment is recognised based on the recoverable amount.

In the financial year ended 31 March 2023, a reversal of impairment of $1,881,000 was recognised in the Consolidated Statement of Profit or Loss, representing the write-back of certain assets to their recoverable amount.

For both financial years ended 31 March 2024 and 2023, the recoverable amount is determined based on the fair value less costs of disposal ("FVLCD"), being the higher of FVLCD and its value in use. The FVLCD is based on valuations performed by Asian Appraisals Co. Pte. Ltd. and Key Real estate Co. Ltd., the independent valuers, dated 16 May 2024 and 2 July 2024 (2023 – 19 June 2023 and 16 June 2023), respectively. The FVLCD is derived using a combination of approach – the market data / cost comparison approach or the cost approach – whichever is deemed appropriate and adjustments to reflect the specific use of the property, plant and equipment. The FVLCD is a fair value hierarchy Level 3 in accordance with SFRS(I) 13, Fair Value Measurement.

4 Investment in subsidiaries

The Company	2024 $'000	2023 $'000
Shares, at cost	**38,133**	38,133
Amounts due from a subsidiary [(1)]	**6,048**	4,992
	44,181	43,125
Impairment loss	**(17,987)**	(17,987)
	26,194	25,138
Movement in impairment loss:		
At beginning of year	**17,987**	18,696
Reversal of impairment on investment in a subsidiary	**-**	(709)
At end of year	**17,987**	17,987

(1) Amounts due from a subsidiary represent extension of net investments in the subsidiary. The repayment of the amounts due from the subsidiary is at the sole discretion of the subsidiary.

Impairment / reversal of impairment assessment of assets

In the financial year ended 31 March 2024, no impairment or reversal of impairment is recognized based on the recoverable amount.

In the financial year ended 31 March 2023, a reversal of impairment loss of $709,000 was made, relating to the Company's investment in a subsidiary that holds an equity investment in an energy related business in Cambodia.

For both financial years ended 31 March 2024 and 2023, the recoverable amount of the investment was determined based on fair value less costs of disposal ("FVLCD"). The FVLCD is determined using a revalued net assets approach comprising mainly of the valuation of property, plant and equipment (Refer to Note 3 – Property, plant and equipment) of the subsidiary as at the reporting date under the fair value hierarchy Level 3 in accordance with SFRS(I) 13, Fair Value Measurement.

(a) Composition of the Group

Name of subsidiary	Principal place of business/ Country of incorporation	Cost of investment 2024 $'000	Cost of investment 2023 $'000	Ownership interest 2024	Ownership interest 2023	Principal activities
Held by the Company						
Asiatic Fire System Pte Ltd *	Singapore	**8,284**	8,284	**100%**	100%	Supply, installation and maintenance of firefighting and protection equipment
Colben System Pte Ltd *	Singapore	**19,849**	19,849	**100%**	100%	Business of controlled power supply, engineering and procurement and construction in power generation projects and precision gear products
Colben Energy (Singapore) Pte Ltd *	Singapore	**10,000**	10,000	**100%**	100%	Holding company for the Group's investments in energy related business in the region
		38,133	38,133			

4 Investment in subsidiaries (Cont'd)

(a) Composition of the Group (Cont'd)

	Principal place of business/ Country of incorporation	Ownership interest		Principal activities
		2024	2023	
Held by subsidiaries				
Colben Energy Holdings (Cambodia) Ltd #	British Virgin Islands	**85%**	85%	Investment holding company
Colben Energy Holdings (PPSEZ) Ltd #	British Virgin Islands	**95%**	95%	Investment holding company
Colben Energy Holdings (Maju Intan) Ltd #	British Virgin Islands	**100%**	100%	Investment holding company and construction of power generation facilities
Colben Energy (Cambodia) Limited **+	Cambodia	**85%**	85%	Dormant
Colben Energy (Cambodia) PPSEZ Limited **##+	Cambodia	**49%**	49%	Operate power plant

* Audited by Foo Kon Tan LLP, Singapore
** Audited by BDO (Cambodia) Ltd, Cambodia
\+ Audited by Foo Kon Tan LLP, Singapore for the purpose of consolidation of the Group
\# Not required to be audited by the law of its country of incorporation
\#\# Classified as subsidiary as the Company has effective control over the board of directors of this company and a shareholder loan agreement which allows the conversion of shareholder loan into equity interest of 24%

(b) Interest in subsidiary with material non-controlling interest ("NCI")

Name of subsidiary	Principal place of business	Proportion of ownership interest held by non-controlling interest		Profit/(loss) allocated to NCI during the reporting period		Accumulated NCI at the end of the reporting period	
		2024	2023	**2024**	2023	**2024**	2023
		%	%	**$'000**	$'000	**$'000**	$'000
Colben Energy (Cambodia) PPSEZ Limited	Cambodia	**27##**	27##	**329**	840	**5,426**	5,042

\#\# Due to a shareholder loan agreement which allows the conversion of shareholder's loan into shares, the effective proportion of ownership interest held by non-controlling interest is deemed to be at 27%.

(c) Summarised financial information about subsidiary with material NCI

Summarised financial information including consolidation adjustment but before intercompany eliminations of subsidiaries with material non-controlling interest are as follows:

Summarised balance sheet

	Colben Energy (Cambodia) PPSEZ Limited	
	2024	2023
	$'000	$'000
Current:		
Assets	**5,500**	3,972
Liabilities	**(26,530)**	(27,264)
Net current liabilities	**(21,030)**	(23,292)

4 Investment in subsidiaries (Cont'd)

(c) Summarised financial information about subsidiary with material NCI (Cont'd)

Summarised balance sheet (Cont'd)

	Colben Energy (Cambodia) PPSEZ Limited	
	2024	2023
	$'000	$'000
Non-current:		
Assets	**35,775**	36,609
Liabilities	**-**	-
Net non-current assets	**35,775**	36,609
Net assets	**14,745**	13,317

Summarised statement of comprehensive income

	Colben Energy (Cambodia) PPSEZ Limited	
	2024	2023
	$'000	$'000
Revenue	**22,175**	20,182
Profit before income tax	**1,553**	3,161
Taxation	**(334)**	(50)
Profit after tax	**1,219**	3,111
Other comprehensive income	**225**	(275)
Total comprehensive income	**1,444**	2,836
Other summarised information		
Net cash flows from operations	**1,260**	3,981
Repayment of amount due to non-controlling interests	**-**	(564)

5 Goodwill

The Group	**2024 $'000**	2023 $'000
Goodwill	**175**	175

Goodwill acquired through business combinations have been allocated to cash-generating unit ("CGU"), Colben System Pte Ltd, a subsidiary whose principal activities are to carry on the business as distributors and representatives of controlled power supply and precision gear products.

The Board of Directors has assessed that the goodwill allocated to the CGU is not significant and accordingly an assessment of the goodwill has not been performed.

6 Other investments

The Group	2024 $'000	2023 $'000
Non-current:		
At fair value through profit or loss		
- key-man insurance product	**161**	161

Key-man insurance product

The Group has entered into a life insurance policy with an insurance company to insure the director of a subsidiary. The Group paid upfront premiums for this policy and may surrender any time by filing a written request and receive cash based on the surrender value of the policy at the date of withdrawal, which is calculated by the insurer.

7 Inventories

The Group	**2024 $'000**	2023 $'000
Trading stocks, at cost	**3,759**	4,047
Less: Allowance for stock obsolescence	**(57)**	(70)
	3,702	3,977
Statement of profit or loss:		
Inventories recognised as an expense in cost of sales (Note 23)	**11,844**	10,213
(Write-back of)/provision for stock obsolescence, net in other operating expenses	**(13)**	22

8 Trade receivables

The Group	**2024 $'000**	2023 $'000
Trade receivables	**7,072**	6,333
Less: Impairment losses		
At beginning of year	**252**	210
Charge for the year	**12**	42
Write-back	**(80)**	-
At end of year	**184**	252
	6,888	6,081

Trade receivables are non-interest bearing and are generally on 30 to 60-day terms. They are recognised at their original invoice amounts which represent their fair values on initial recognition.

Trade receivables denominated in foreign currencies at 31 March are as follows:

The Group	**2024 $'000**	2023 $'000
United States Dollar	**274**	139

8 Trade receivables (Cont'd)

	The Group		The Company	
	2024	2023	**2024**	2023
	$'000	$'000	**$'000**	$'000
Trade receivables	**6,888**	6,081	**-**	-
Other receivables (Note 9)	**1,128**	1,159	**-**	-
Cash and short-term deposits (Note 10)	**3,155**	1,698	**201**	72
	11,171	8,938	**201**	72
Less:				
Advances to supplier (Note 9)	**(545)**	(610)	**-**	-
GST receivables (included in Sundry debtors (Note 9))	**(18)**	(17)	**-**	-
Total financial assets carried at amortised cost	**10,608**	8,311	**201**	72

9 Other receivables

The Group	**2024** **$'000**	2023 $'000
Deposits	**193**	191
Advances to supplier	**545**	610
Sundry debtors	**390**	358
	1,128	1,159

10 Cash and short-term deposits

	The Group		The Company	
	2024	2023	**2024**	2023
	$'000	$'000	**$'000**	$'000
Cash at banks and on hand	**1,803**	1,366	**201**	72
Short-term deposits	**1,352**	332	**-**	-
Cash and short-term deposits	**3,155**	1,698	**201**	72

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short-term deposits are made for varying periods of between three and six months, depending on the immediate cash requirement of the Group and the Company, and earn interests at the respective short-term deposit rates. The fixed deposits have effective interest rate at 8.00% (2023 - 6.50%) per annum Short-term deposits amounting to $Nil (2023 - $332,000) are pledged to secure banking facilities (Note 15) granted to certain subsidiaries.

Cash and short-term deposits denominated in foreign currencies at 31 March are as follows:

	The Group		The Company	
	2024	2023	**2024**	2023
	$'000	$'000	**$'000**	$'000
United States Dollar	**69**	164	**-**	13
Cambodian Riel	**127**	81	**-**	-

10 Cash and short-term deposits (Cont'd)

For the purpose of the consolidated statement of cash flows, cash and cash equivalents comprise the following at the balance sheet date:

The Group	2024 $'000	2023 $'000
Cash at banks and on hand	**1,803**	1,366
Short-term deposits	**1,352**	332
Bank overdrafts (Note 15)	**(225)**	(369)
	2,930	1,329
Less:		
Pledged short-term deposits	**-**	(332)
	2,930	997

11 Assets held for sale

Following the termination of the previous sale and purchase agreement ("previous SPA") with Hualang Renewable Energy Sdn Bhd ("Hua Lang") to sell all shares in MJE and its rights in the convertible bond issued by MJE (the "MJE Interests") at a nominal sum of RM1 on 9 May 2022, the Company entered into a new sale and purchase agreement ("SPA") with Etagreen Management Sdn. Bhd. ("EM") to sell all shares in Maju Intan Biomass Energy Sdn Bhd ("MJE") for a nominal consideration of RM10 on 8 May 2023. On 17 August 2023, the Group completed the transfer of ownership of MJE to EM and MJE has ceased to be an associate company of the Group.

The major classes of assets classified as held for sale as at 31 March are as follows:

The Group	2024 $'000	2023 $'000
Assets		
Investment in associate	**-**	-*
Other investments - 12% p.a. convertible bonds (unquoted)	**-**	-
Amounts due from a former associate company	**-**	-
	-	-*

* Amount is less than $1,000

<u>Amounts due from a former associate company</u>

The Group	2024 $'000	2023 $'000
Amounts due from a former associate company	**-**	22,239
Less: Allowance for impairment	**-**	(22,239)
	-	-
Movement in allowance accounts:		
At beginning of year	**22,239**	24,346
Write off	**(22,239)**	-
Write back for the year	**-**	(710)
Foreign exchange movement	**-**	(1,397)
At end of year	**-**	22,239

12 Share capital

	The Group and The Company			
	No. of ordinary share		Amount	
	2024	2023	**2024**	2023
	'000	'000	**$'000**	$'000
Issued and fully paid ordinary shares:				
At beginning of the year	**1,741,648**	1,556,463	**51,047**	50,585
Shares issued	**1,491,775**	185,185	**4,028**	500
Share issue expenses	**-**	-	**(260)**	(38)
	1,491,775	185,185	**3,768**	462
At end of year	**3,233,423**	1,741,648	**54,815**	51,047

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions. The ordinary shares have no par value.

On 1 February 2023, the Company issued 185,185,185 ordinary shares for a total consideration of $500,000 in respect of the proposed settlement of $500,000 refundable deposit provided by Lecca Group Pte. Ltd.

On 10 August 2023, the Company issued and allotted 1,491,774,582 Rights Shares that were subscribed at Issue Price of S$0.0027 per Rights Share on the basis of 13 Rights Shares for every 10 existing ordinary shares of the Company held. The net proceeds received from the rights issue amounted to S$3,768,000.

<u>The Asiatic Performance Share Plan 2013 (the "Plan")</u>

On 15 August 2013, the shareholders approved the Asiatic Performance Share Plan (the "Plan") at the Extraordinary General Meeting. Participation in the Plan will not restrict eligible Group employees from the existing Asiatic Share Option Scheme.

The Plan shall continue in force for a maximum period of 10 years commencing from 15 August 2013, provided always that the Plan may continue beyond the stipulated period with the approval of Shareholders by ordinary resolution in general meeting and of any relevant authorities which may then be required.

The information regarding the Plan is as follows:

(a) All Group employees are eligible participants of the Plan to receive Awards, which represent the right to receive fully paid shares of the Company free of charge.

(b) The number of shares which may be vested is limited to the following:

 (i) The aggregate number of shares over which Awards may be granted, when added to the number of shares issued and issuable in respect of all Awards granted under the Plan shall not exceed 15% of the issued shares of the Company on the day preceding the grant of the Award.
 (ii) The aggregate number of Shares that are available to the Controlling Shareholders (defined generally as a person who holds directly or indirectly a shareholding of 15% of more of the Company's total number of issued shares) and their Associates shall not exceed 25% of the total number of shares available under the Plan.
 (iii) The number of shares that are available to each Controlling Shareholder or his Associate under the Plan shall not exceed 10% of the shares available under the Plan.

(c) The terms of the Award, including performance targets, performance period, number of shares to be vested and the date by which the Award shall be vested will be determined by the Remuneration Committee for each eligible participant.

(d) Awards will be vested by way of issue of new shares or the transfer of existing shares held as treasury shares.

Since the date of approval of the Plan up to the financial year end, the Company has not granted any Awards to the employees.

13 Foreign currency translation reserve

The foreign currency translation reserve represents exchange differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the Group's presentation currency.

14 Non-controlling interests

This includes contribution by/distribution to non-controlling interests of subsidiary that are at the sole discretion of the Group's entity.

15 Loans and borrowings

		The Group		The Company	
		2024	2023	**2024**	2023
	Maturity	**$'000**	$'000	**$'000**	$'000
Current:					
Bank overdrafts (Note 10)	On demand	**225**	369	**-**	-
Term loans from banks	FY2025	**9,881**	10,168	**-**	-
Trust receipts	FY2025	**257**	290	**-**	-
Non-convertible bonds					
- Guaranteed bonds	FY2025	**200**	200	**-**	-
- Non-guaranteed bonds	FY2025	**130**	130	**-**	-
		10,693	11,157	**-**	-
Non-current:					
Term loans from banks	FY2026 - FY2027	**3,799**	3,974	**-**	-
Total loans and borrowings		**14,492**	15,131	**-**	-

<u>Bank overdrafts</u>

Bank overdrafts bear interest at 5.75% to 6.75% (2023 - 5.75% to 6.75%) per annum, are repayable on demand and are secured by corporate guarantee provided by the Company.

<u>Term loans from banks</u>

Term loans from banks bear interest ranging from 4.69% to 6.77% (2023 - 1.76% to 6.83%) per annum and are secured by corporate guarantee provided by the Company. Term loans amounting to $8,404,000 (2023 - $8,418,000) are also secured by first fixed charge over certain property, plant and equipment (Note 3).

<u>Trust receipts</u>

Trust receipts bear interest ranging from 5.42% to 5.85% (2023 - 1.95% to 5.91%) per annum and are secured by corporate guarantee provided by the Company.

Subsequent to year-end, the loans and borrowings of $8,886,000 payable to the banks has been rolled forward.

<u>Guaranteed bonds</u>

As at 31 March 2024, the Group had non-convertible guaranteed bonds amounting to $50,000, $100,000 and $50,000 which are due on 30 June 2024, 30 April 2024 and 31 December 2024 respectively (2023 - $50,000, $100,000 and $50,000 which are due on 30 June 2023, 30 April 2023 and 31 December 2023). These bonds bear interest at 10% (2023 - 10%) per annum. The interest is payable semi-annually in arrears. The bonds are guaranteed by the Company and a subsidiary.

Subsequent to year-end, the maturity of the bonds due on 30 June 2024 amounting to $50,000 was extended till 31 December 2024 while the bonds due on 30 April 2024 amounting to $100,000 was extended till 30 April 2025.

15 Loans and borrowings (Cont'd)

Non-guaranteed bonds

As at 31 March 2024, the Group had non-convertible non-guaranteed bonds amounting to $130,000 which were due on 14 November 2024. This bond bears interest of 10% (2023 – 10%) per annum which is payable semi-annually in arrears.

16 Leases

The Group has lease contracts for motor vehicles, equipment, land, office and warehouse space used in its operations.

The Group's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Group is restricted from assigning and subleasing the leased assets and some contracts require the Group to maintain certain financial ratios.

The Group also has certain leases of residential space and motor vehicles with lease terms of 12 months. The Group applies the 'short-term lease' recognition exemptions for these leases.

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the period:

The Group	Leasehold land $'000	Office and warehouse $'000	Motor vehicles $'000	Office equipment $'000	Total $'000
At 1 April 2022	1,346	80	623	20	2,069
Additions	-	126	-	-	126
Depreciation expense	(42)	(122)	(99)	(4)	(267)
At 31 March 2023	**1,304**	**84**	**524**	**16**	**1,928**
Additions	**310**	**-**	**64**	**-**	**374**
Disposal	**-**	**-**	**(41)**	**-**	**(41)**
Transfer to property, plant and equipment	**-**	**-**	**(151)**	**(10)**	**(161)**
Depreciation expense	**(47)**	**(63)**	**(101)**	**(4)**	**(215)**
At 31 March 2024	**1,567**	**21**	**295**	**2**	**1,885**

Set out below are the carrying amounts of lease liabilities and the movements during the period:

The Group	2024 $'000	2023 $'000
Undiscounted lease payments due:		
- Less than 1 year	**161**	222
- Between 2 and 5 years	**326**	27
- More than 5 years	**3,419**	1,430
	3,906	1,679
Less: Amount representing finance charges	**(2,110)**	(24)
At end of year	**1,796**	1,655
Current	**66**	204
Non-current	**1,730**	1,451
	1,796	1,655

The maturity analysis of lease liabilities based on contractual undiscounted repayment obligations are disclosed in Note 30.3.

16 Leases (Cont'd)

The following are the amounts recognised in profit or loss:

The Group	2024 $'000	2023 $'000
Depreciation expense of right-of-use assets	**215**	267
Interest expense on lease liabilities (Note 22)	**97**	98
Expense relating to short-term leases (Note 23)	**148**	68
Total amount recognised in profit or loss	**460**	433

Lease liabilities bear interest ranging from 2.80% to 5.25% (2023 - 2.70% to 5.25%) per annum.

The Group had total cash outflows for leases (including short-term leases) of $464,000 in 2024 (2023 - $494,000).

17 Deferred tax

Movements in deferred tax during the financial year were as follows:

The Group	2024 $'000	2023 $'000
Deferred tax asset:		
Balance at beginning of year	**294**	-
Credit for the year (Note 24)	**-**	303
Translation	**4**	(9)
Balance at end of year	**298**	294
Deferred tax liabilities:		
Balance at beginning of year	**120**	120
Charged for the year (Note 24)	**178**	-
Balance at end of year	**298**	120
Reflected in the statement of financial position as follows:		
Deferred tax asset	**298**	294
Deferred tax liabilities	**(298)**	(120)

Deferred tax (net) as at 31 March is attributable to the following:

The Group	2024 $'000	2023 $'000
Deferred tax recoverable beyond the next twelve months		
Differences in depreciation for tax purposes	**-**	174

Unrecognised temporary differences relating to investments in subsidiaries

As at 31 March 2024 and 31 March 2023, there are no unrecognised temporary differences relating to investments in subsidiaries as the Group has determined that the portion of the undistributed earnings of its subsidiaries that will be distributed in the foreseeable future is insignificant.

18 Trade payables

	The Group		The Company	
	2024	2023	**2024**	2023
	$'000	$'000	**$'000**	$'000
Trade payables	**5,584**	6,903	**-**	-
Other payables and accruals (Note 19)	**5,720**	5,231	**646**	587
Total trade and other payables	**11,304**	12,134	**646**	587
Add: Provision for contribution to financial guarantee provided to a former associate company (Note 28)	**1,436**	5,052	**1,436**	5,052
Less:				
Deposits from customers (Note 19)	**(1,856)**	(1,294)	**-**	-
Withholding tax payable (Note 19)	**(376)**	(384)	**-**	-
GST payables (included under sundry payables (Note 19))	**(140)**	(92)	**(28)**	(22)
Total trade and other payables, at amortised cost	**10,368**	15,416	**2,054**	5,617

These amounts are non-interest bearing and are normally settled on 60-day terms.

Included in trade payables are

(a) amounts due to a licensed transmission services provider (the "supplier") owned by the son of a former director (resigned with effect from 1 June 2021) of Colben Systems Pte Ltd, amounting to $1,510,000 (2023 - $2,791,000) as at 31 March 2024. During the year, the Group procured electricity transmission services from the supplier amounting to $1,236,000 (2023 - $1,105,000) pursuant to an electricity supply contract between the Group and the supplier dated 22 December 2009. The Group also incurs electricity tariffs that are paid through the supplier to a state-owned utility company amounting to $18,493,000 (2023 - $16,724,000). The rates for both transmission services and electricity tariffs are regulated by the local authorities; and

(b) an amount payable to Kampuchea Tela Limited ("Tela") (Note 28) of US$1,026,000 (equivalent to S$1,387,000) (2023 – US$1,026,000 (equivalent to S$1,364,000)).

Trade payables denominated in foreign currencies at 31 March are as follows:

The Group	**2024 $'000**	2023 $'000
United States Dollar	**578**	277
Euro	**165**	193
British Pound	**35**	36

19 Other payables and accruals

	The Group		The Company	
	2024	2023	**2024**	2023
	$'000	$'000	**$'000**	$'000
Accruals	**2,887**	2,456	**306**	316
Sundry payables	**373**	294	**262**	219
Deposits from customers (Note 18)	**1,856**	1,294	**-**	-
Withholding tax payable (Note 18)	**376**	384	**-**	-
Advances from related parties	**228**	803	**78**	52
	5,720	5,231	**646**	587

<u>The Group and the Company - Advances from related parties</u>
These relates to amounts advanced by directors and the spouse of a director. The amounts are unsecured, non-interest bearing and repayable on demand.

19 Other payables and accruals

The Group - Accruals for legal proceedings (Note 28)
Included in accruals is an amount payable to Tela of US$1,117,000 (equivalent to S$1,510,000) (2023 – US$871,000 (equivalent to S$1,158,000)) penalty interest and US$10,000 (equivalent to S$14,000) (2023 – US$10,000 (equivalent to S$13,000)) of legal service fees payable to Tela.

20 Amount due to a subsidiary

The Company

Amount due to a subsidiary which relates to payment on behalf and advances received, is non-trade in nature, unsecured, interest-free and repayable in cash upon demand.

21 Other income

The Group	**2024 $'000**	2023 $'000
Interest income	**-**	21
Government grants	**42**	185
Gain on disposal of property, plant and equipment	**2**	-
Gain on disposal of right-of-use assets	**9**	-
Others	**81**	50
	134	256

22 Finance costs

The Group	**2024 $'000**	2023 $'000
Interest expense on:		
- Bank loans	**(824)**	(721)
- Non-convertible bonds	**(33)**	(33)
- Lease liabilities (Note 16)	**(97)**	(98)
	(954)	(852)

23 Profit/(loss) before taxation

The Group	**2024 $'000**	2023 $'000
Profit/(loss) before taxation is arrived at after charging:		
Audit fees payable to:		
- Auditors of the Company	**(86)**	(84)
- Other auditors	**(55)**	(27)
Contributions to defined contribution plans	**(370)**	(385)
Insurance	**(173)**	(157)
Inventories recognised as an expense in cost of sales (Note 7)	**(11,844)**	(10,213)
Electricity tariff incurred from a supplier in cost of sales	**(18,493)**	(16,724)
Legal fees	**(220)**	(268)
Late payment interest to a supplier in Cambodia (Note 28)	**(332)**	(626)
Expense relating to short term leases (Note 16)	**(148)**	(68)
Travelling and transportation	**(120)**	(116)

24 Taxation

The major components of taxation for the financial years ended 31 March 2024 and 2023 are:

The Group	2024 $'000	2023 $'000
Current income tax:		
Current year	(633)	(734)
Over provision in respect of previous years	102	52
Deferred tax (Note 17)***:***		
Current year	(178)	(279)
Over provision in respect of previous years	-	582
	(178)	303
Tax expense recognised in profit or loss	(709)	(379)

The tax expense on the results of the financial year varies from the amount of income tax determined by applying each entity's domestic income tax rate on the accounting (profit)/loss as a result of the following:

The Group	2024 $'000	2023 $'000
(Profit)/loss before taxation	(2,099)	4,175
Income tax at 17% tax rate (2023 - 17%)	(357)	710
Effect of different tax rates in foreign countries	(9)	(315)
Income not subject to tax	40	-
Expenses not deductible for tax purposes	(449)	(911)
Effect of partial tax exemption and tax relief	35	17
Deferred tax assets not recognised	(69)	(513)
Over provision in respect of previous years	102	634
Others	(2)	(1)
	(709)	(379)

The above reconciliation is prepared by aggregating separate reconciliation for each national jurisdiction. The statutory tax rate for Singapore and Cambodia are 17% (2023 – 17%) and 20% (2023 – 20%), respectively.

For the financial years ended 31 March 2024 and 2023, expenses not deductible for tax purposes mainly relate to depreciation of non-qualifying assets.

As at 31 March 2024, the Group has unutilised tax losses of approximately $3,209,000 (2023 - $3,209,000) that are available for offset against future taxable profit of the companies in which the losses arose, for which deferred tax asset of $546,000 (2023 - $546,000) has not been recognised due to uncertainty of its recoverability. The use of these unutilised tax losses is subject to the agreement of the tax authorities and compliance with certain provision of the tax legislation of the respective countries in which the companies operate.

25 (Profit)/loss per share

Basic earnings per share amounts are calculated by dividing (profit)/loss, net of tax, attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the financial year.

Diluted earnings per share amounts are calculated by dividing (profit)/loss, net of tax, attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the financial year plus the weighted average number of ordinary shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares. There are no dilutive potential ordinary shares as at 31 March 2024 and 2023.

The following reflects the profit and loss and share data used in the computation of basic and diluted earnings per share for the years ended 31 March:

The Group	**2024 $'000**	2023 $'000
Profit/(loss) for the year attributable to owners of the Company	**1,105**	(5,293)

The Group	**No. of shares 2024 '000**	2023 '000
Weighted average number of ordinary shares for basic and diluted earnings per share computation*:	**2,283,741**	1,712,729

* The weighted average number of shares takes into account the weighted average effect of potential common shares that may be converted during the year.

There have been no other transactions involving ordinary shares or potential ordinary shares since the reporting date and before the completion of these financial statements.

The basic and diluted earnings per share are calculated by dividing the profit/(loss) for the year attributable to owners of the Company by weighted average number of ordinary shares for basic earnings per share computation and weighted average number or ordinary shares for diluted earnings per share computation respectively. These profit and loss and share data are presented in table above.

26 Related party transactions

(a) Sale and purchase of goods and services

In addition to the related party information disclosed elsewhere in the financial statements, the following significant transactions between the Group and related parties took place on terms agreed between the parties during the financial year:

The Group	**2024 $'000**	2023 $'000
Purchase of goods from a firm owned by the spouse of a director	**126**	162
Sale of goods to a firm owned by the spouse of a director	**66**	142

26 Related party transactions (Cont'd)

(b) Key management personnel *

Included in staff costs:

The Group	2024 $'000	2023 $'000
Directors' remuneration	**693**	726
Executive officers' remuneration	**526**	480

* Included in the above remuneration for the Group is payment for defined contribution plans of $48,000 as at 31 March 2024 (2023 - $57,000).

27 Directors' remuneration

The number of directors of the Company whose total remuneration from the Group falls into the following bands is as follows:

The Group	2024 Number of directors	2023
$250,000 - $499,999	**2**	2
Below $250,000	**3**	3
Total	**5**	5

28 Commitments and contingencies

Corporate guarantees

Subsidiaries
As at 31 March 2024, corporate guarantees amounting to US$Nil (2023 - US$1.0 million (equivalent to S$1.3 million)) and S$29.4 million (2023 - S$29.4 million) have been provided by the Company to banks to secure banking facilities granted to its subsidiaries.

Former associate company
On 19 September 2023, the Group and Company received a letter from Maju Intan Biomass Energy Sdn Bhd ("MJE")'s bank that the Company's obligations and liabilities under the corporate guarantee of up to RM198.0 million (equivalent S$59.8 million) have been fully discharged.

Notwithstanding the discharge of the corporate guarantee by MJE's bank,

(a) the Group charged an additional expected credit loss on financial guarantee provided to its a former associate company of $0.2 million (2023 - $6.3 million) in the consolidated statement of profit or loss for the financial year ended 31 March 2024; and

(b) as at 31 March 2024, the remaining provision for expected credit losses of Colben Energy Holdings (Maju Intan) Ltd's ("CEH") Share of the Settlement Sum and Share of the Costs under the Share Purchase Agreement ("SPA") amounted to S$1.4 million (RM5.0 million) (2023 – S$5.1 million (RM16.7 million)) following the payment of S$3.7 million (2023 – S$1.2 million) towards the Settlement Sum.

28 Commitments and contingencies (Cont'd)

Legal claims

(a) Claims by Guan Heng Construction Sdn Bhd

Colben Energy Holdings (Maju Intan) Ltd, an indirect wholly-owned subsidiary which is registered as a foreign branch in Malaysia, had on 18 March 2020 received a writ of summons to attend in the High Court of Ipoh, Perak, Malaysia from Guan Heng Construction Sdn Bhd for the recovery of their principal sum for civil & construction, piling cost, accrued interest and any other cost amounting to approximately S$1,047,000 (equivalent to RM3,646,000). A Statement of Defence and Counterclaim has been filed by Colben Energy Holdings (Maju Intan) Ltd on 22 September 2020 to make a counterclaim against Guan Heng Construction Sdn Bhd. As at 31 March 2024, there are no further development on the claims and counterclaims filed.

(b) Receipt of a civil judgment in relation to legal proceedings with Kampuchea Tela Limited ("Tela"), a supplier of Colben Energy (Cambodia) Limited ("Colben Cambodia")

The Group's announcements released on 17 February 2022, 14 November 2022, 23 November 2022 and 5 January 2023 made reference to a civil judgement between Tela and Colben Cambodia. On 2 November 2022, Colben Cambodia finally received translated copies of the civil judgment no. 127 dated 9 February 2022 issued by the Phnom Penh Court listing the following amounts or actions to be taken by Colben Cambodia and Colben System (as a co-defendant):

i. Repayment of approximately US$2,075,000 to Tela;
ii. To pay a penalty interest at the rate of 2% per month on the amount of approximately US$2,075,000 from June 2021 until the outstanding amount is fully repaid;
iii. An order that Colben Cambodia and Colben System to pay damages, compensations, and legal service fees of US$10,000, and any claim above this amount shall be dismissed;
iv. Declare provisional execution of the above (a) of the judgment; and
v. Litigation costs shall be borne by Colben Cambodia and Colben System.

As at 31 March 2024, Tela has yet to enforce their request for the repayment of outstanding amount of US$2,153,000 (included in Trade payables (Note 18) and Other payables and accruals (Note 19)), due to them. Notwithstanding that, the Company will negotiate with Tela to see how it can work an amicable resolution on this matter.

The Company will provide further update to shareholders, as and when appropriate, should there be any material development concerning the above.

(c) Provisional Court Order for the implementation of resolutions passed by joint venture partner, Phnom Penh SEZ Plc, ("PPSEZ")

On 21 February 2023, the Group was notified by the joint venture partner of Colben Energy (Cambodia) PPSEZ Limited ("CEZ"), a 49% indirect subsidiary of the Company, held by Colben Energy Holdings (PPSEZ) Limited, a 95% indirect subsidiary of the Company, to call for a shareholders' meeting to be held on 14 March 2023 to vote on the following (amongst other matters):

1. To agree to PPSEZ, which is officially amended to Royal Group Phnom Penh SEZ Plc, as shareholders of 51% of the shares of CEZ, to take control over CEZ.
2. To remove Mr Tan Boon Kheng from the Director and Chairman of the Board of Directors of CEZ to be tabled thereat as mentioned in the Letter to CEZ.
3. To appoint Mr Wong Pang Nam as Chairman, to be the representative of PPSEZ and to lead and manage CEZ.

28 Commitments and contingencies (Cont'd)

Legal claims (Cont'd)

(c) Provisional Court Order for the implementation of resolutions passed by joint venture partner, Phnom Penh SEZ Plc, ("PPSEZ") (Cont'd)

4. To appoint Mr Hiroshi Uematsu as a director.
5. To remove Mr Tan Boon Kheng and appoint Mr Hiroshi Uematsu in place of Mr Tan Boon Kheng as authorised signatory to all CEZ's banking accounts.

(collectively, the "Request Agendas")

On 10 March 2023, the Group has sent a legal letter through to representative of PPSEZ (i) to reject the Letter calling for the General Meeting of CEZ; and (ii) to reject the Request Agendas pertaining to the changes to the composition of the board of directors of CEZ, based on the following grounds:

1. The Letter was served by the PPSEZ Representative in his capacity as a director of CEZ, and on the letterhead of CEZ, which was procedurally invalid based on the Law on Commercial Enterprise 2003 and the Statute of PPSEZ, where the General Meeting of CEZ can only be called by the majority of the member of the board of directors of CEZ or by the chairman of CEZ.

   The PPSEZ Representative who issued the Letter is not representing the majority of the member of the board of directors of CEZ, and is not the chairman of CEZ.

2. The Request Agendas pertaining to the request for changes in the composition of the board of directors of CEZ is not in accordance with the Shareholders Agreement relating to PPSEZ that was entered into by CEH and PPSEZ on 6 October 2008 ("SHA"), where the SHA stated that the provisions of the SHA shall prevail over the statute of CEZ.

   It was indicated in the SHA that any changes or removal of any director can only be made by the shareholder that appointed him/her, and accordingly, only CEH is able to remove Mr Tan Boon Kheng as Director and Chairman of CEZ

However, on 14 March 2023, PPSEZ unilaterally held a General Meeting of the shareholders of Colben Energy (Cambodia) PPSEZ Limited ("CEZ") at CEZ office. No representative from Colben Energy Holdings (PPSEZ) Limited ("CEH") was present at the purported meeting,

On 27 March 2023, CEZ received a provisional court order (Provisional Disposition No.128) from the representative of PPSEZ issued in Khmer language. The Legal Representative had translated the court order translated into English on 28 March 2023 and understood that this provisional court order was applied with the Phnom Penh Court of First Instance to implement the resolutions that were passed at the procedurally invalid General Meeting.

On the same day, the Group had through CEH gave a formal notice to PPSEZ to exercise its full rights under the SHA and the related agreements, to convert all the outstanding loan owed by PPSEZ immediately to CEH for an outstanding amount of US$5.934 million (the "Loan") (equivalent to $7.890 million) to 1,186,772 ordinary shares of a par value of US$5 per share, either by way of a transfer of shares from PPSEZ to CEH, or failing which, new shares will be issued to CEH by CEZ. Upon the transfer of shares by PPSEZ or by issuance of new 1,186,772 ordinary shares in CEZ, CEH will effectively own 77% in CEZ against 23% by PPSEZ.

On 29 March 2023, the Group had through its Legal Representative filed a notice of objection against PPSEZ with the Cambodia Court to object to the provisional court order issued by the Phnom Penh Court of First Instance to implement the resolutions that were passed at the procedurally invalid General Meeting and to stop PPSEZ from carrying out any further damaging action relating to the procedurally invalid General Meeting of CEZ held on 14 March 2023.

28 Commitments and contingencies (Cont'd)

Legal claims (Cont'd)

(c) Provisional Court Order for the implementation of resolutions passed by joint venture partner, Phnom Penh SEZ Plc, ("PPSEZ") (Cont'd)

The Group had through its Legal Representative filed a notice of objection against RGPPSEZ with the Cambodia Court and on 27 April 2023, proceeded with an anti-suit injunction and anti-enforcement injunction with Singapore Court (ex parte application in the Singapore High Court, HC/SUM 1216/2023 ("SUM 1216"), for an order that the Injunctions sought in OA 434 be granted on an interim basis, pending the hearing and final determination of OA 434) to object to the provisional court order issued by the Phnom Penh Court of First Instance to implement the resolutions that were passed at the procedurally invalid General Meeting and to stop RGPPSEZ from carrying out any further damaging action relating to the procedurally invalid General Meeting of PPSEZ held on 14 March 2023.

On 25 July 2023, CEZ and Colben System Pte Ltd ("CSPL") received the Court's reply allowing the withdrawal of SUM 1216, and re-fixing the case conference to 10 August 2023. A meeting was held on 31 July 2023 between the parties and negotiation is still ongoing. There were no action taken by CSPL as the proposed case conference had been deferred to 3 September 2023 as agreed by both parties.

The case conference for HC/OA 434/2023 ("OA 434"), between CEH PPSEZ, CSPL and RGPPSEZ, that had been fixed on 7 September 2023 has been re-fixed to 30 November 2023.

The hearing relating to the motion to object to the ruling of preservative disposition in Preservative Relief Case No. 166 filed by CEZ that was fixed on 17 August 2023 before the Cambodian Court ("Cambodian Hearing") had been adjourned until the conclusion of the amicable discussions between parties.

HC/OA 434/2023 ("OA 434"), between CEH PPSEZ and RGPPSEZ had been withdrawn on 27 November 2023 following an agreement where RGPPSEZ had agreed to substantially the same reliefs sought by CEH PPSEZ and CSPL in OA 434, until the issuance of the final award in the Arbitration.

RGPPSEZ and CEH PPSEZ and CSPL had also agreed to exchange roadmaps that will set out their respective proposals to amicably resolve the ongoing dispute between the parties within 4 weeks of the withdrawal of OA 434 on 27 November 2023. The 4 weeks deadline had been subsequently extended to 8 February 2024 by the parties with a view to reach a settlement.

Due to the uncertainty that the ongoing negotiation will lead to a settlement, and to further protect CEH PPSEZ's and CSPL's rights in CEZ, CEH PPSEZ and CSPL had on 13 September 2023 commenced an arbitration at the Singapore International Arbitration Centre against RGPPSEZ (the "Arbitration"). The Arbitration seeks to enforce the terms of the SHA and Joint Venture Agreement and, in particular, CEH PPSEZ and CSPL's rights in the JV Company in relation to the management and running of the JV Company in Cambodia. On 27 February 2024, CEH's and CSPL's counsel wrote to SIAC to re-commence the Arbitration.

29 Segment information

(a) Business segment

For management purposes, the Group is organised into business units based on their products and services, and has two reportable segments as follows:

(i) Fire Protection Solutions

With a focus on supplying, installing and maintaining firefighting and protection equipment.

29 Segment information (Cont'd)

(a) Business segment (Cont'd)

(ii) Energy Services

With a focus on power generation and the distribution of controlled power supply.

These operating segments are reported in a manner consistent with internal reporting provided to the management who are responsible for allocating resources and assessing performance of the operating segments.

29 Segments information (Cont'd)

(a) Business segment (Cont'd)

The Group	Note	Fire Protection Solutions 2024 $'000	Fire Protection Solutions 2023 $'000	Energy Services 2024 $'000	Energy Services 2023 $'000	Adjustments and eliminations 2024 $'000	Adjustments and eliminations 2023 $'000	Total 2024 $'000	Total 2023 $'000
Revenue	A	**22,757**	21,138	**22,193**	20,181	**-**	-	**44,950**	41,319
Results:									
Other income	B	**893**	785	**24**	29	**(783)**	(558)	**134**	256
Interest income		**-**	21	**-**	-	**-**	-	**-**	21
Reversal of impairment/(impairment of) financial assets		**68**	(41)	**12**	709	**-**	-	**80**	668
Depreciation of right-of-use assets		**(215)**	(267)	**-**	-	**-**	-	**(215)**	(267)
Depreciation of property, plant and equipment		**(401)**	(423)	**(1,284)**	(1,187)	**-**	-	**(1,685)**	(1,610)
Expected loss on financial guarantee provided to a former associate company		**-**	-	**(160)**	(6,297)	**-**	-	**(160)**	(6,297)
Reversal of impairment of property, plant and equipment		**-**	-	**-**	1,881	**-**	-	**-**	1,881
Finance costs	B	**(809)**	(627)	**(892)**	(741)	**747**	516	**(954)**	(852)
Segment profit/(loss)	C	**3,423**	3,200	**(370)**	(6,523)	**(954)**	(852)	**2,099**	(4,175)
Assets:									
Additions to property, plant and equipment		**48**	485	**-**	-	**-**	-	**48**	485
Additions to right-of-use assets		**374**	126	**-**	-	**-**	-	**374**	126
Segment assets	D	**32,252**	30,318	**38,725**	38,211	**(16,639)**	(15,008)	**54,338**	53,521
Segment liabilities	E	**16,307**	16,691	**59,025**	61,524	**(45,027)**	(43,130)	**30,305**	35,085

29 Segments information (Cont'd)

(a) Business segment (Cont'd)

A Revenue from Fire Protection Solutions segment is recognised at a point in time while revenue from power-related segment is over time.

B Inter-segment revenues and expenses are eliminated on consolidation.

C The following items are deducted from segment profit/(loss) to arrive at "profit/(loss) before tax" in the consolidated income statement:

The Group	2024 $'000	2023 $'000
Finance costs	**(954)**	(852)

D The following items added to/(deducted from) segment assets to arrive at total assets reported in the consolidated balance sheet:

The Group	2024 $'000	2023 $'000
Inter-segment assets	**(17,342)**	(15,598)
Goodwill	**175**	175
Deferred tax assets	**298**	294
Unallocated assets	**230**	121
	(16,639)	(15,008)

E The following items are added to/(deducted from) segment liabilities to arrive at total liabilities reported in the consolidated balance sheet:

The Group	2024 $'000	2023 $'000
Inter-segment liabilities	**(46,791)**	(44,831)
Income tax payables	**979**	993
Unallocated liabilities	**487**	588
Deferred tax liabilities	**298**	120
	(45,027)	(43,130)

(b) Geographical information

Revenue and non-current assets information based on the geographical location of customers and assets, respectively, are as follows:

	Singapore $'000	Cambodia $'000	Other countries $'000	Total $'000
2024				
Revenues	**20,965**	**22,178**	**1,807**	**44,950**
Non-current assets	**7,866**	**31,040**	**-**	**38,906**
2023				
Revenues	19,247	20,181	1,891	41,319
Non–current assets	8,246	31,663	-	39,909

Non–current assets information presented above consist of property, plant and equipment, right-of-use assets, goodwill and other investments and excluded deferred tax assets.

29 Segments information (Cont'd)

Information about major customers

There is no revenue from transactions with a single external customer that amount to 10% or more of the Group's revenue in the financial years ended 31 March 2024 and 31 March 2023.

30 Financial risk management objectives and policies

The Group and the Company have financial risk management policies setting out the Group's and the Company's overall business strategies and its risk management philosophy. The Group and the Company are exposed to financial risks arising from its diversified operations and the use of financial instruments. The financial risks included market price risk, foreign exchange risk, interest rate risk, credit risk and liquidity risk. The Group's and the Company's overall risk management programme focuses on the unpredictability of financial markets on the Group's and the Company's financial performance.

The Company co–ordinates, under the directions of the directors, financial risk management policies and their implementation on a group–wide basis. The Group's policies are designed to manage the financial impact of fluctuations in interest rates and exchange rates and to minimise the Group's financial risks. It is the Group's policy not to enter into derivative transactions for speculative purposes.

There has been no change to the Group's and the Company's exposure to these financial risks or the manner in which it manages and measures the risk. Market risk exposures are measured using sensitivity analysis indicated below.

30.1 Market risk

Market risk is the risk that changes in market prices, such as interest rates, foreign exchange rates and equity prices will have on the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return on risk.

30.1.1 Interest rate risk

Interest rate risk is the risk arising from the changes in market interest rates which leads to the fluctuation of the fair value or future cash flows of the financial instruments.

The Group's and the Company's exposure to interest rate risk arises primarily from their interest–bearing loans and fixed deposits. The Group obtains additional financing through bank borrowings. The Group's policy is to obtain the most favourable interest rates available.

Sensitivity analysis for interest rate risk

As at 31 March 2024, if SGD and USD interest rates had been 75 basis points lower/higher with all other variables held constant, the Group's profit net of tax for the year ended 31 March 2024 would have been $52,000 and $8,000 higher/lower (2023 – loss net of tax would be $52,000 and $2,000 lower/higher) respectively, arising mainly as a result of lower/higher interest expense on floating rate interest-bearing loans and borrowings and higher/lower interest income from fixed deposits. The assumed movement in basis points for interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility as in prior years.

30 Financial risk management objectives and policies (Cont'd)

30.1.2 Foreign exchange risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. Currency risk arises when transactions are denominated in foreign currencies.

The Group has transactional currency exposure arising from purchases that are denominated in a currency other than the functional currency of the group of companies.

The Group and the Company also hold cash and short–term deposits, trade receivables, trade payables and loans and borrowings denominated in foreign currencies for working capital purposes. At the balance sheet date, such foreign currency balances (mainly in USD) amount to a net liability of $235,000 (2023 – net asset of $26,000) for the Group. The Group is also exposed to currency translation risk arising from its net investments in foreign operations, including Cambodia and Malaysia.

Sensitivity analysis for foreign currency risk

The following table demonstrates the sensitivity of the Group's profit/(loss) before tax to a reasonably possible change in the USD exchange rates (against SGD), with all other variables held constant.

The Group	**2024** **$'000**	2023 $'000
USD		
- strengthened by 5% (2023 - 5%)	**(12)**	1
- weakened by 5% (2023 - 5%)	**12**	(1)

30.1.3 Price risk

Price risk is the risk that the value of a financial instrument will fluctuate due to changes in market prices.

The Group does not have any exposure to market price risks. Accordingly, no sensitivity analysis is disclosed.

30.2 Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the Group or the Company to incur a financial loss.

The Group's exposure to credit risk arises primarily from trade receivables and amounts due from a former associate company. The Company's exposure to credit risk arises from amounts due from subsidiaries. For other financial assets (including investment securities and cash and short–term deposits), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties.

The Group's objective is to seek continual revenue growth while minimising losses incurred due to increased credit risk exposure. The Group trades only with recognised and creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis.

The Group considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. The Group has determined the default event on the trade receivables to be 365 days past due with no recent transactions.

30 Financial risk management objectives and policies (Cont'd)

30.2 Credit risk (Cont'd)

To assess whether there is a significant increase in credit risk, the Group compares the risk of a default occurring on the asset as at reporting date with the risk of default as at the date of initial recognition. The Group considers available reasonable and supportive forward–looking information which includes the following indicators:

- Actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the borrower's ability to meet its obligations
- Actual or expected significant changes in the operating results of the borrower
- Significant increases in credit risk on other financial instruments of the same borrower

The Group determined that its financial assets are credit–impaired when:

- There is significant financial difficulty of the issuer or the borrower
- A breach of contract, such as a default or past due event
- It is becoming probable that the borrower will enter bankruptcy or other financial reorganization

The Group considers categorising a loan or receivables for potential write–off when a debtor fails to make contractual payments for receivables that are more than a year past due. Financial assets are written off when there is no reasonable expectation of recovery. When loans and receivables have been written off, the company continues to engage enforcement activity to attempt to recover the receivable due. When recoveries are made, these are recognised in profit or loss.

<u>Expected credit loss ("ECL") on financial guarantee</u>

For the financial year ended 31 March 2023, the Group and the Company have assessed the ECL of RM 20.7 million (equivalent to S$6.3 million) on the financial guarantee given to the lender of MJE based on the proposed settlement offer by the Receivers. The ECL is calculated based on the Share of the Settlement Sum and Share of the Costs under the SPA.

For the financial year ended 31 March 2024, the financial guarantee has been discharged.

<u>Trade receivables</u>

The Group has determined that the expected credit losses for all trade receivables from the Energy Services segment to be insignificant as the trade receivables are collaterised by deposits paid by the customers for subscription to the supply of electrical consumption.

The Group provides for lifetime expected credit losses for all trade receivables from the Fire Protection Solutions segment using a provision matrix. The provision rates are determined based on the Group's historical observed default rates analysed in accordance to days past due. The loss allowance provision as at 31 March 2024 is determined as follows, the expected credit losses below also incorporate forward looking information such as forecast industry performance.

30 Financial risk management objectives and policies (Cont'd)

30.2 Credit risk (Cont'd)

Trade receivables (Cont'd)

Summarised below is the information about the credit risk exposure on the Group's trade receivables from the Fire Protection Solutions segment using provision matrix:

	Current $'000	Past due less than 30 days $'000	Past due more than 30 days $'000	Past due more than 60 days $'000	Past due more than 90 days $'000	Total $'000
2024						
Gross carrying amount	**2,507**	**1,253**	**463**	**212**	**346**	**4,781**
Loss allowance provision	**(10)**	**(1)**	**(2)**	**(11)**	**(160)**	**(184)**
2023						
Gross carrying amount	2,536	946	331	70	348	4,231
Loss allowance provision	(13)	(1)	(2)	(4)	(232)	(252)

Information regarding loss allowance movement of trade receivables is disclosed in Note 8.

Excessive risk concentration

Concentration arises when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Group's performance to developments affecting a particular industry.

In order to avoid excessive concentrations of risk, the Group's policies and procedures include specific guidelines to focus on maintaining a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly.

At the end of the balance sheet date, the Group's and the Company's maximum exposure to credit risk are represented by:

- The carrying amount of each class of financial assets recognised in the balance sheets.
- Notional amounts of US$Nil (2023 - US$1.0 million (equivalent to S$1.3 million), S$29.4 million (2023 - S$29.4 million) and RM Nil (2023 - RM198.0 million (equivalent to S$59.8 million) relating to corporate guarantees provided by the Company to banks.

Credit risk concentration profile

The Group determines concentrations of credit risk by monitoring the country and business segment of its trade receivables on an on–going basis. The credit risk concentration profile of the Group's trade receivables at the balance sheet date is as follows:

	2024		2023	
	$'000	% of total	$'000	% of total
By country:				
Singapore	**2,234**	**32**	3,755	62
Cambodia	**2,293**	**34**	2,102	35
United States of America	**1,346**	**19**	16	* -
Indonesia	**668**	**10**	54	1
Others	**347**	**5**	154	2
	6,888	**100**	6,081	100
By industry sectors:				
Fire Protection Solutions	**4,597**	**67**	3,979	65
Energy Services	**2,291**	**33**	2,102	35
	6,888	**100**	6,081	100

* Amount is less than 1%.

30 Financial risk management objectives and policies (Cont'd)

30.2 Credit risk (Cont'd)

Trade receivables (Cont'd)

As at balance sheet date, approximately 5% (2023 - 7%) of the Group's trade receivables were due from 2 major customers who are located in Cambodia.

30.3 Liquidity risk

Liquidity risk is the risk that the Group and the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or other financial assets. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group's and the Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand–by credit facilities.

Liquidity risk is managed in accordance with a framework of policies, controls and limits approved by Board of Directors. These policies, controls and limits ensure that the Group monitors and manages liquidity risk in a manner that ensures sufficient sources of funds are available over a range of market conditions.

Analysis of financial instruments by remaining contractual maturities
The table below summarises the maturity profile of the Group's and the Company's financial liabilities at the balance sheet date based on contractual undiscounted repayment obligations.

The Group	Less than 1 year	Between 2 and 5 years	Over 5 years	Total
31 March 2024	$'000	$'000	$'000	$'000
Financial liabilities:				
Trade payables	**5,584**	**-**	**-**	**5,584**
Other payables and accruals*	**3,348**	**-**	**-**	**3,348**
Provision for contribution to financial guarantee provided to a former associate company	**1,436**	**-**	**-**	**1,436**
Loans and borrowings	**11,566**	**4,016**	**-**	**15,582**
Lease liabilities	**161**	**326**	**3,419**	**3,906**
Total undiscounted financial liabilities	**22,095**	**4,342**	**3,419**	**29,856**
31 March 2023				
Financial liabilities:				
Trade payables	6,903	-	-	6,903
Other payables and accruals*	3,461	-	-	3,461
Provision for contribution to financial guarantee provided to a former associate company	5,052	-	-	5,052
Loans and borrowings	11,793	4,102	-	15,895
Lease liabilities	222	27	1,430	1,679
Total undiscounted financial liabilities	27,431	4,129	1,430	32,990
The Company				
31 March 2024				
Financial liabilities:				
Other payables and accruals*	**618**	**-**	**-**	**618**
Provision for contribution to financial guarantee provided to a former associate company	**1,436**	**-**	**-**	**1,436**
Amount due to a subsidiary	**10,070**	**-**	**-**	**10,070**
Total undiscounted financial liabilities	**12,124**	**-**	**-**	**12,124**

30 Financial risk management objectives and policies (Cont'd)

30.3 Liquidity risk (Cont'd)

The Company **31 March 2023**	Less than 1 year $'000	Between 2 and 5 years $'000	Over 5 years $'000	Total $'000
Financial liabilities:				
Other payables and accruals*	565	-	-	565
Provision for contribution to financial guarantee provided to a former associate company	5,052	-	-	5,052
Amount due to a subsidiary	9,180	-	-	9,180
Total undiscounted financial liabilities	14,797	-	-	14,797

* Other payables exclude withholding tax payable, deposits from customers and GST payables.

The table below shows the contracted expiry by maturity of the Group and Company's contingent liabilities.

	Callable* $'000	Less than 1 year $'000	Between 2 and 5 years $'000	Over 5 years $'000	Total $'000
The Group					
31 March 2024					
Financial guarantees	**-**	**-**	**-**	**-**	**-**
31 March 2023					
Financial guarantees	25,932	-	-	-	25,932
The Company					
31 March 2024					
Financial guarantees	**-**	**10,363**	**3,799**	**-**	**14,162**
31 March 2023					
Financial guarantees	25,932	10,827	3,974	-	40,733

* In financial year ended 31 March 2023, the corporate guarantees provided by the Group to MJE's bank (Note 28) amounted to $5,052,000 were classified as callable as MJE's bank had cancelled the facilities.

31 Capital management

The Group's and Company's objectives when managing capital are:

(a) To safeguard the Group's and the Company's abilities to continue as a going concern;

(b) To support the Group's and the Company's stabilities and growth;

(c) To provide capital for the purpose of strengthening the Group's and the Company's risk management capabilities; and

(d) To provide an adequate return to shareholders.

31 Capital management (Cont'd)

The Group actively and regularly reviews and manages its capital structure to ensure optimal capital structure and shareholders' returns, taking into consideration the future capital requirements of the Group and capital efficiency, prevailing and projected profitability, projected operating cash flows, projected capital expenditures and projected strategic investment opportunities. The Group and the Company currently do not adopt any formal dividend policy.

The Group and the Company monitor capital net debt ratio, which is net debt divided by total capital plus debt. Net debt refers to all borrowings including lease liabilities, less bank balances and short-term deposits. Capital represents total equity of the Group. The Group and the Company do not have a defined gearing ratio benchmark or range.

The capital net debt ratios at 31 March 2024 and 2023 were as follows:

The Group	2024 $'000	2023 $'000
Loans and borrowings (Note 15)	**14,492**	15,131
Trade payables (Note 18)	**5,584**	6,903
Other payables and accruals (Note 19)	**5,720**	5,231
Provision for contribution to financial guarantee provided to a former associate company (Note 28)	**1,436**	5,052
Lease liabilities (Note 16)	**1,796**	1,655
Less: Cash and short–term deposits (Note 10)	**(3,155)**	(1,698)
Net debt	**25,873**	32,274
Total equity	**24,033**	18,436
Capital and net debt	**49,906**	50,710
Gearing ratio	**51.8%**	63.6%

There were no changes in the Group's and the Company's approach to capital management during the year.

The Company and its subsidiaries are not subjected to externally imposed capital requirements.

32 Fair value measurement

Definition of fair value

SFRS(I) 13, Fair Value Measurement defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Fair value hierarchy

Financial assets and financial liabilities measured at fair value in the statements of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement as follows:

- Level 1 : quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2 : inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- Level 3 : unobservable inputs for the asset or liability.

32 Fair value measurement (Cont'd)

Fair value measurements that use inputs of different hierarchy levels are categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Assets and liabilities measured at fair value

The following table presents the assets measured at fair value at the end of each reporting period:

The Group	**2024 $'000**	2023 $'000
Assets measured at fair value (Level 3)		
Financial assets:		
Other investments		
Key–man insurance (Note 6)	**161**	161

The Group does not have any liabilities measured at fair value.

There have been no transfers between Level 1, Level 2 and Level 3 for the Group.

Level 3 fair value measurements

Key–man insurance

The fair value of the key–man insurance (Note 6) is based on total surrender value of the contract stated in the annual statement of the policies, which is categorised within Level 3 of the fair value hierarchy. An increase/decrease of 5% in the surrender value of the policy would result in an increase/decrease of $8,000 in profit after tax (2023 - $8,000 in loss after tax).

The above unlisted investment at 31 March 2024 was classified as financial asset at fair value through profit or loss as its contractual cash flows are not solely payments of principal and interest.

Categories of financial assets and liabilities that are not carried at fair value but approximate fair value

Cash and cash equivalents, trade and other receivables, amounts due to subsidiaries, trade payables, provision for financial guarantee provided to a former associate company, other payables and accruals and loans and borrowings

The carrying amounts of these financial assets and liabilities are reasonable approximation of fair values, either due to their short–term nature or that they are floating rate instruments that are re–priced to market interest rates on or near the balance sheet date.

SHAREHOLDERS' INFORMATION

As at 28 June 2024

Issued and fully Paid-up Capital	:	S$56,790,261.12
Number of Ordinary Shares in Issue (excluding Treasury Shares)	:	3,233,422,455
Number of Treasury Shares held	:	Nil
Number of Subsidiary Holdings held	:	Nil
Class of Shares	:	Ordinary
Voting Rights (on a poll)	:	One vote for each ordinary share held

DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	%	No. of Shares	%
1 - 99	79	6.43	2,448	0.00
100 - 1,000	99	8.06	75,753	0.00
1,001 - 10,000	170	13.83	853,355	0.03
10,001 - 1,000,000	750	61.02	155,336,044	4.80
1,000,001 and above	131	10.66	3,077,154,855	95.17
TOTAL	**1,229**	**100.00**	**3,233,422,455**	**100.00**

SUBSTANTIAL SHAREHOLDERS

(As recorded in the Register of Substantial Shareholders as at 28 June 2024[1])

Name of Substantial Shareholder	Direct Interest		Deemed Interest	
	No. of shares	%	No. of Shares	%
Tan Boon Kheng	585,600,448	18.11	–	–
Lecca Capital Pte. Ltd.[2]	555,555,555	17.18	–	–
Tan Boon Siang	322,533,600	9.97	–	–
Tan Boon Yew	255,021,188	7.89	–	–
Sincom Holdings Pte. Ltd.[3]	232,000,000	7.18	–	–
Twinkle Investment Pte. Ltd.[4]	194,000,000	6.00	–	–
Tan Ah Kan @ Tan Kow La	171,411,410	5.30	–	–
Lecca Group Pte. Ltd.[2]	–	–	555,555,555	17.18
Lim Chong Ping[2]	–	–	555,555,555	17.18
Stephen Leong[3]	–	–	232,000,000	7.18
Neo Kah Kiat[4]	–	–	194,000,000	6.00
Liew Oi Peng[4]	–	–	194,000,000	6.00

Notes:

(1) Based on the total issued share capital of 3,233,422,455 ordinary shares of the Company as at 28 June 2024.

(2) Lecca Group Pte. Ltd. is the holding company of Lecca Capital Pte. Ltd, and Mr Lim Chong Ping is the sole shareholder of Lecca Group Pte. Ltd., and are both deemed interested in 555,555,555 shares held by Lecca Capital Pte. Ltd.

(3) Mr Stephen Leong is sole director and sole shareholder of Sincom Holdings Pte. Ltd. and is deemed interested in 232,000,000 shares held by Sincom Holdings Pte. Ltd.

(4) Mr Neo Kah Kiat and Ms Liew Oi Peng are the directors and shareholders of Twinkle Investment Pte. Ltd. and is deemed interested in 194,000,000 shares held by Twinkle Investment Pte. Ltd.

TWENTY LARGEST SHAREHOLDERS

NO.	NAME	NO. OF SHARES	%
1	TAN BOON KHENG	585,600,448	18.11
2	UOB KAY HIAN PRIVATE LIMITED	570,255,555	17.64
3	TAN BOON SIANG	322,533,600	9.97
4	TAN BOON YEW	255,021,188	7.89
5	SINCOM HOLDINGS PTE. LTD.	232,000,000	7.18
6	TWINKLE INVESTMENT PTE LTD	194,000,000	6.00
7	TAN AH KAN @TAN KOW LA	171,411,410	5.30
8	TNG BENG CHOON	75,145,000	2.32
9	PHILLIP SECURITIES PTE LTD	71,510,794	2.21
10	MAYBANK SECURITIES PTE. LTD.	40,563,420	1.25
11	DBS NOMINEES (PRIVATE) LIMITED	35,086,666	1.09
12	TAN AH SOI	32,435,996	1.00
13	TOH TIEW KEONG	24,480,100	0.76
14	CHEN PENG SONG	23,510,500	0.73
15	TAN ENG CHUA EDWIN	22,134,000	0.68
16	GOH GUAN SIONG (WU YUANXIANG)	20,252,500	0.63
17	TEO GEOK BEE (ZHANG YUMEI)	20,000,000	0.62
18	YU HEA RYEONG	15,676,800	0.48
19	RAFFLES NOMINEES (PTE.) LIMITED	13,789,430	0.43
20	LINDA YEO YUEK LAN	12,907,600	0.40
	TOTAL	**2,738,315,007**	**84.69**

PERCENTAGE OF SHAREHOLDING IN PUBLIC'S HANDS

Based on the information available to the Company as at 28 June 2024, approximately 27.19% of the Company's shares are held in the hands of the public.

Accordingly, the Company has complied with Rule 723 of the Singapore Exchange Securities Trading Limited (SGX-ST) Listing Manual Section B: Catalist Rules.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting ("**AGM**") of Asiatic Group (Holdings) Limited (the "**Company**") will be convened and held at Republic of Singapore Yacht Club, 52 West Coast Ferry Road, Singapore 126887 on Monday, 29 July 2024 at 10.30 a.m. for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 March 2024 together with the Auditors' Report thereon.
   (Resolution 1)

2. To note the retirement of Mr. Tay Kah Chye in accordance with Regulation 103 of the Company's Constitution.
   [*See Explanatory Note 1*]

3. To re-elect Mr. Koh Kew Siong as a Director of the Company, who is retiring pursuant to Regulation 107 of the Company's Constitution.
   [*See Explanatory Note 2*] **(Resolution 2)**

4. To approve the payment of Directors' fees of up to S$108,330 for the financial year ending 31 March 2025, payable quarterly in arrears. (FY2024: S$105,000).
   (Resolution 3)

5. To approve a one-time ex-gratia payment of S$15,000 to the Independent Directors of the Company for the financial year ended 31 March 2024.
   [*See Explanatory Note 3*] **(Resolution 4)**

6. To re-appoint Messrs Foo Kon Tan LLP as the Company's Auditors and to authorise the Directors to fix their remuneration.
   (Resolution 5)

7. To transact any other ordinary business which may properly be transacted at an Annual General Meeting.

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolution as ordinary resolution, with or without any modifications:

8. **AUTHORITY TO ALLOT AND ISSUE SHARES**

   That pursuant to Section 161 of the Companies Act 1967 ("**Companies Act**") and subject to Rule 806 of Section B of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual: Rules of Catalist ("**Catalist Rules**"), authority be and is hereby given to the Directors of the Company to:

   (a) (i) allot and issue shares in the capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or

   (ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be allotted and issued, including but not limited to the creation and issue of (as well as adjustments to, provided that the adjustments do not give the holder a benefit that a shareholder does not receive) options, warrants, debentures, convertible securities or other instruments convertible into Shares,

   at any time and upon such terms and conditions for such purposes and to such persons as the Directors may, in their absolute discretion, deem fit; and

   (b) (notwithstanding the authority conferred by this Ordinary Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors of the Company while this Ordinary Resolution was in force, provided that:

(1) the aggregate number of Shares (including Shares to be issued in pursuance of Instruments, made or granted pursuant to this Ordinary Resolution) to be issued pursuant to this Ordinary Resolution shall not exceed one hundred per centum (100%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of shares to be issued other than on a pro rata basis to all shareholders of the Company shall not exceed fifty per centum (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);

(2) (subject to such manner as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of the passing of this Ordinary Resolution, after adjusting for:

  (i) new Shares arising from the conversion or exercise of any convertible securities;

  (ii) new Shares arising from exercise of share options or vesting of share awards provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and

  (iii) any subsequent bonus issue, consolidation or subdivision of Shares;

(3) in exercising the authority conferred by this Ordinary Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and

(4) (unless revoked or varied by the Company in general meeting), the authority conferred by this Ordinary Resolution shall continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier.
[*See Explanatory Note 4*] **(Resolution 6)**

By Order of the Board

Yoo Loo Ping
Company Secretary

12 July 2024, Singapore

Explanatory Notes:

1. Pursuant to Rule 406(3)(d)(iv) of the Catalist Rules, Mr. Tay Kah Chye (“**Mr. Tay**”) will cease to be considered independent after the conclusion of the AGM. As part of the Board renewal process, Mr. Tay will be retiring and will not seek for re-election as a Director of the Company at the AGM. Following his retirement, Mr. Tay will contemporaneously relinquish his position as the Board Chairman, and a member of the Audit and Risk Committee, Nominating Committee and Remuneration Committee.

2. Mr. Koh Kew Siong (“**Mr. Koh**”), if re-elected, will remain as the Independent Director of the Company. Mr. Koh will also be appointed as the Chairman of the Remuneration Committee and Nominating Committee, and a member of the Audit and Risk Committee of the Company with effect from 30 July 2024. He is considered independent for the purposes of Rule 704(7) of the Catalist Rules. His profile can be found under the sections entitled “Board of Directors” and “Corporate Governance Report” in the Annual Report.

3. The proposed one-time ex-gratia payment of S$15,000 for financial year ended 31 March 2024 to the Independent Directors of the Company, namely Mr. Tay Kah Chye, Mr. Chia Soon Hin William and Mr. Yip Mun Foong James is as a token of appreciation and recognition of their contribution in the past years rendered to the Company and/or its subsidiaries as Independent Directors.

4. The Ordinary Resolution 6, proposed in item 8 above, if passed, will authorise and empower the Directors of the Company, from the date of the AGM effective until the conclusion of the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to allot and issue Shares, make, and/or grant Instruments convertible into Shares, and to issue Shares pursuant to such Instruments, without seeking any further approval from shareholders in general meeting but within the limitation imposed by this Ordinary Resolution, for such purposes as the Directors of the Company may consider would be in the interests of the Company, up to an amount not exceeding in aggregate one hundred per centum (100%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, of which up to fifty per centum (50%) may be issued other than on a pro-rata basis to shareholders.

   For the purpose of this Ordinary Resolution, the total number of issued shares (excluding treasury shares and subsidiary holdings) is based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this Ordinary Resolution is passed after adjusting for (i) new Shares arising from the conversion or exercise of convertible securities; (ii) new Shares arising from exercise of share options or vesting of share awards provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and (iii) any subsequent bonus issue, consolidation or subdivision of Shares. The adjustments in accordance with (i) and (ii) above are only to be made in respect of new Shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of passing of this Ordinary Resolution 6.

IMPORTANT NOTICE FOR SHAREHOLDERS:

The Company's AGM is being convened, and will be held physically at Republic of Singapore Yacht Club, 52 West Coast Ferry Road, Singapore 126887 on Monday, 29 July 2024 at 10.30 a.m. There will be no option for shareholders to participate virtually.

The Notice of AGM, Proxy Form and the Annual Report 2024 request form ("**Request Form**") have been made available by electronic means via publication on Company's corporate website at the URL https://www.asiatic.com.sg/ and on the SGX-ST website at the URL https://www.sgx.com/securities/company-announcements. Printed copies of these documents will also be circulated by post to their registered address. The Notice of AGM will also be published in the print edition of The Business Times on 12 July 2024 (Friday).

The Annual Report 2024 may be accessed at the Company's corporate website at the URL https://www.asiatic.com.sg/ and on the SGX-ST website at the URL https://www.sgx.com/securities/company-announcements.

Shareholders who wish to receive a printed copy of the Annual Report 2024 may do so by completing the Request Form and sending it to the Company by 22 July 2024 (Monday) through any of the following means:

(i) via email to agm@asiatic.com.sg; or

(ii) in hard copy by sending personally or by post and lodging the same at the Company's registered office at 65 Joo Koon Circle, Singapore 629078.

Shareholders should take note of the following arrangements for the AGM:

(a) **Participation in the AGM**

Shareholders, including CPF and SRS investors, may participate in the AGM by:

(i) Attending the AGM in person;

(ii) Submitting questions in relation to any agenda item in this Notice of AGM in advance of, or at the AGM; and/or

(iii) voting at the AGM by (i) themselves; or (ii) through duly appointed proxy(ies).

Details of the steps for registration, asking of questions and voting at the AGM by shareholders, are set out in notes (b) to (e) below.

(b) **Register in person to attend the AGM**

Shareholders, including CPF and SRS investors can attend the AGM in person.

To do so, they will need to register in person at the registration counter(s) outside the AGM venue on the day of the event. Please bring along your NRIC/passport to enable the Company to verify your identity. The Company reserves the right to refuse admittance to the AGM if the attendee's identity cannot be verified accurately.

Investors who hold shares through a relevant intermediary (as defined in Section 181(6) of the Companies Act 1967 of Singapore ("**Act**") (the "**Relevant Intermediary**"), and who wish to attend the AGM should approach their Relevant Intermediary as soon as possible in order for the Relevant Intermediary to make the necessary arrangements for their attendance.

(c) **Asking Questions**

Shareholders, including CPF and SRS investors who have questions in relation to any agenda items in this Notice of AGM can ask questions during the AGM physically or can submit their questions to the Company in advance ("**Advanced Questions**"), by **19 July 2024 (Friday), 5.00 p.m.,** through any of the following means:

(i) by email to agm@asiatic.com.sg; or

(ii) by post, to be deposited at the Company's registered office at 65 Joo Koon Circle, Singapore 629078.

Shareholders, including CPF and SRS investors must identify themselves when posting questions through email or in hard copy by sending personally or by post, by providing the following details:

(i) Full Name;

(ii) Contact Telephone Number;

(iii) Email Address; and

(iv) The manner in which you hold shares (if you hold shares directly, please provide your CDP account number; otherwise, please state if you hold your shares through CPF or SRS, or are a Relevant Intermediary shareholder).

The Company will address all substantial and relevant Advanced Questions through an announcement on the Company's corporate website at the URL https://www.asiatic.com.sg/ and on the SGX-ST website at the URL https://www.sgx.com/securities/company-announcements by 24 July 2024 (Wednesday), 10.30 a.m.

Follow up questions which are submitted after 19 July 2024 (Friday), 5.00 p.m. will be consolidated and addressed either before the AGM via an announcement on SGX-ST website and the Company's website or at the AGM. The Company will publish the minutes of the AGM, which will include responses from the Board and management of the Company on the substantial and relevant questions received from Shareholders and investors via an announcement on SGX-ST website and the Company's website within one (1) month after the AGM.

(d) **Voting at the AGM**

For CPF and SRS investors please refer to note (e) for the procedures to vote at the AGM.

Shareholders will be able to vote at the AGM in person, or by appointing proxy(ies) to vote on their behalf. A proxy need not be a shareholder of the Company.

A shareholder (other than Relevant Intermediary) of the Company entitled to attend and vote at the AGM of the Company is entitled to appoint up to two (2) proxies to attend and vote on his/her/its behalf. Where a shareholder appoints two (2) proxies, the appointments shall be invalid unless he/she specifies the proportion of his/her shareholding (expressed as a percentage of the whole) to be represented by each proxy.

A shareholder who is a Relevant Intermediary is entitled to appoint more than one (1) proxy to attend and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such shareholder. Where such shareholder appoints more than one (1) proxy, the appointments shall be invalid unless the shareholder specifies the number of Shares in relation to which each proxy has been appointed.

A person who holds shares in the Company through Relevant Intermediary (other than CPF and SRS investors), and who wishes to participate in the AGM should contact the Relevant Intermediary through which he/she holds such shares as soon as possible in order for the Relevant Intermediary to make the necessary arrangements to submit the proxy form to the Company not later than 26 July 2024 (Friday), 10.30 a.m. for them to participate in the AGM.

Duly completed Proxy Forms, together with the power of attorney or other authority under which it is signed (if applicable) or a notarially certified copy thereof, must be submitted through any of the following means not later than **26 July 2024 (Friday), 10.30 a.m.** (being no later than 72 hours before the time appointed for holding the AGM) and in default the Proxy Form shall not be treated as valid:

(i) by email, a copy to agm@asiatic.com.sg; or

(ii) by post, be deposited at the Company's registered office at 65 Joo Koon Circle, Singapore 629078.

The Proxy Form has been posted to all shareholders and has also been made available on the Company's corporate website at the URL https://www.asiatic.com.sg/ and on the SGX-ST website at the URL https://www.sgx.com/securities/company-announcements

Please refer to the detailed instructions set out in the Proxy Form.

(e) **Voting at the AGM by CPF/SRS Investors**

CPF/SRS investors who wish to vote at the AGM may attend the AGM in person physically, or may appoint the Chairman of the Meeting as their proxy to vote. The CPF/SRS investors who wish to appoint the Chairman of the Meeting as their proxy should not make use of the Proxy Form. They should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **18 July 2024 (Thursday), 10.30 a.m.**, being at least seven (7) working days before the AGM, in order to allow sufficient time for their respective relevant intermediaries to in turn submit a Proxy Form to appoint the Chairman of the Meeting to vote on their behalf.

Personal Data Privacy

"**Personal data**" in this Notice of AGM has the same meaning as "personal data" in the Personal Data Protection Act 2012, which includes your name, address and NRIC/Passport number. By submitting (a) questions relating to the resolutions to be tabled for approval at the AGM; and/or (b) an instrument appointing proxy/proxies to vote at the AGM and/or any adjournment thereof, a member of the Company hereby consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers including any organisations the Company has engaged to perform any function related to the AGM) for the purposes of, (i) verifying the member's information to participate in the AGM; (ii) addressing any selected questions submitted by the member and following up with the member where necessary, and responding to, handling, and processing queries and requests from the member; (iii) the processing and administration by the Company (or its agents or service providers including any organisations the Company has engaged to perform any function related to the AGM) of proxy forms for the AGM (including any adjournment thereof); and (iv) the preparation, compilation and disclosure (as application) of the attendance lists, minutes, questions from members and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers including any organisations the Company has engaged to perform any function related to the AGM) to comply with any applicable laws, listing rules, regulations and/or guidelines.

ASIATIC GROUP (HOLDINGS) LIMITED

(Company Registration No: 200209290R)
(Incorporated in the Republic of Singapore)

ANNUAL GENERAL MEETING

PROXY FORM

IMPORTANT:

This Proxy Form is not valid for use by investors who hold shares through Relevant Intermediary and/or CPF and SRS (as defined in the Notice of AGM) and shall be ineffective for all intents and purposes if used or purported to be used by them. Such investors who wish to exercise their voting rights should approach their Relevant Intermediary/CPF Agent Bank/SRS operator as soon as possible. For CPF or SRS investors who wish to appoint the Chairman of the Meeting as their proxy, they should approach their respective CPF Agent Banks and/or SRS Operators to submit their votes by 18 July 2024 (Thursday), 10.30 a.m., being at least seven (7) working days before the AGM.

*I/We, ______________________ (Name) ______________ (*NRIC/Passport/Registration No.)

of ____ (Address)

being a *shareholder/shareholders of **ASIATIC GROUP (HOLDINGS) LIMITED** (the "**Company**"), hereby appoint:

Name	***NRIC/Passport**	**Proportion of Shareholdings**	
		No. of Shares	**%**
Address			

*and/or

Name	***NRIC/Passport**	**Proportion of Shareholdings**	
		No. of Shares	**%**
Address			

or failing *him/her/them, the Chairman of the Meeting as *my/our *proxy/proxies to attend and to vote for *me/us on *my/our behalf at the AGM of the Company to be held at Republic of Singapore Yacht Club, 52 West Coast Ferry Road, Singapore 126887 on Monday, 29 July 2024 at 10.30 a.m. and at any adjournment thereof. *I/We direct *my/our *proxy/proxies to vote for or against or abstain from voting on the resolutions to be proposed at the AGM as indicated hereunder. If no specific direction as to voting or abstention is given or in the event of any other matter arising at the AGM and at any adjournment thereof, the *proxy/proxies will vote or abstain from voting at *his/her/their discretion.

 # If you wish to exercise all your votes "For", "Against" or "Abstain", please tick within the box provided. Alternatively, please indicate the number of votes as appropriate.

No.	**Ordinary Resolutions relating to**	**FOR#**	**AGAINST#**	**ABSTAIN#**
1.	Adoption of Directors' Statement and Audited Financial Statements for the financial year ended 31 March 2024.			
2.	Re-election of Mr Koh Kew Siong as a Director of the Company.			
3.	Approval of Directors' fees for the financial year ending 31 March 2025 amounting to S$108,330, payable quarterly in arrears.			
4.	Approval of one-time ex-gratia payment of S$15,000 to the Independent Directors for the financial year ended 31 March 2024.			
5.	Re-appointment of Messrs Foo Kon Tan LLP as Auditors and to authorise the Directors to fix their remuneration.			
6.	Authority to allot and issue shares.			

** Delete where inapplicable*

Dated this __________ day of July 2024

Total Number of Shares in:	**No. of Shares**
(a) CDP Register	
(b) Register of Members	

____
Signature(s) of Shareholder(s)
or Common Seal of Corporate Shareholder

IMPORTANT: Please read the notes overleaf for this Proxy Form.

Notes:

(1) Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Future Act 2001), you should insert that number of shares. If you have shares registered in your name in the Register of Members of the Company, you should insert that number of shares. If you have shares entered against your name in the Depository Register and registered in your name in the Register of Members, you should insert the aggregate number of shares. If no number of shares is inserted, this proxy form will be deemed to relate to all shares held by you.

(2) A shareholder (other than Relevant Intermediary) of the Company entitled to attend and vote at the AGM of the Company is entitled to appoint up to two (2) proxies to attend and vote on his/her/its behalf. A proxy need not be a shareholder of the Company. Where a shareholder appoints two (2) proxies, the appointments shall be invalid unless he/she specifies the proportion of his/her shareholding (expressed as a percentage of the whole) to be represented by each proxy.

(3) A shareholder who is a Relevant Intermediary is entitled to appoint more than one (1) proxy to attend and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such shareholder. Where such shareholder appoints more than one (1) proxy, the appointments shall be invalid unless the shareholder specifies the number of Shares in relation to which each proxy has been appointed. "Relevant Intermediary" has the meaning ascribed to it in Section 181(6) of the Companies Act 1967 of Singapore.

(4) A corporation which is a shareholder may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the AGM, in accordance with Section 179 of the Companies Act 1967 of Singapore.

(5) The instrument appointing a proxy/proxies must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy/proxies is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorised officer.

(6) Where this instrument appointing a proxy/proxies is signed on behalf of the appointor by an attorney, the power of attorney or other authority under which it is signed (if applicable) or a notarially certified copy thereof (failing previous registration with the Company) must be lodged with this instrument of proxy, failing which this instrument of proxy may be treated as invalid.

(7) The instrument appointing a proxy/proxies, duly executed, must be submitted through any of the following means by **26 July 2024 (Friday) at 10.30 a.m.**, which is not later than 72 hours before the time appointed for holding the AGM:

   (i) by email a copy to agm@asiatic.com.sg; or

   (ii) by post, be deposited at the Company's registered office at 65 Joo Koon Circle, Singapore 629078.

(8) The Company shall be entitled to reject the instrument appointing a proxy/proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument. In addition, in the case of shares entered in the Depository Register, the Company may reject any instrument lodged if the shareholder being the appointor, is not shown to have shares entered against his/her/its name in the Depositor Register as at seventy-two (72) hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) to the Company.

Personal Data Privacy:

By submitting a proxy form, the shareholder accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 12 July 2024.