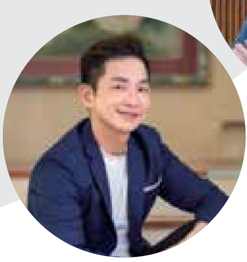
ACCRELIST LTD.

亚联盛控股公司

UNEARTHING TOMORROW'S GEM

发掘光辉　开创未来



ANNUAL REPORT 2024

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*This Annual Report has been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") and the SGX-ST assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.*

The contact person for the sponsor is Mr. Joseph Au at 36 Robinson Road, #10-06 City House, Singapore 068877, Email: sponsor@rhtgoc.com.

MISSION STATEMENT

At Accrelist, our mission is to uncover new business opportunities and build sustainable businesses by developing creative strategies to unlock value and maximise long-term shareholder returns.

BUSINESS PHILOSOPHY

People are an integral part of our business and they are at the core of our business philosophy.

Led by a strong leadership team and guided by sound business ethics, we aim to deliver value for all our stakeholders.

VISION

Our vision is to deliver long-term value for shareholders through:

- Focused management expertise
- Excellent market knowledge
- An entrepreneurial spirit

Accrelist Ltd. ("**Accrelist**") seeks to create long-term value for our shareholders and business partners by unlocking and adding value to the companies we invest in. The Group continues to actively pursue new opportunities with a growing focus on medical aesthetics.

The Group's wholly owned subsidiary corporations include the Accrelist Medical Aesthetics Group of Companies, branded as A.M Aesthetics, and A.M Skincare Pte. Ltd. ("**A.M Skincare**").

A.M Aesthetics operates a chain of registered medical aesthetics clinics in Singapore and Malaysia which use state-of-the-art equipment and clinically proven solutions to deliver a wide range of highly reliable and effective treatments.

A.M Skincare is principally involved in the retail sale of pharmaceutical and medical goods. It develops and distributes its own original design manufacturer clinical skincare products ("**ODM**") with support from South Korean dermatologists alongside other non-ODM products.

In addition, Accrelist holds a 53.31% controlling stake in Catalist-listed Jubilee Industries Holdings Ltd. ("**Jubilee**"), a one-stop solutions provider through its Mechanical Business Unit ("**MBU**"), which engages primarily in precision plastic injection moulding ("**PPIM**") and mould design and fabrication ("**MDF**") services. Accrelist also holds a strategic 28.53% stake in Bursa Malaysia-listed MClean Technologies Bhd, a precision cleaning and packaging services provider for various industries.

Accrelist Medical Aesthetics

Our founder's journey into medical aesthetics is a compelling story of personal transformation and entrepreneurial vision. Beginning his aesthetic treatments in 2016, Dato' Tea experienced firsthand the industry's potential. This personal journey inspired him to spearhead Accrelist's bold expansion into the medical aesthetics sector. Today, Accrelist Medical Aesthetics has established itself as one of Singapore's market leaders.

MISSION STATEMENT

We aim to be the leading aesthetics centre that combines the best medical treatment, caring and professional staff, and comprehensive range of therapeutic products to help our customers feel empowered as individuals by enriching their natural beauty

CORE VALUES

Integrity
We do what we commit to and do it right.

Reliable
We are dependable, trustworthy, and consistent.

Innovation
We make things better through continuous improvement and new ideas.

Service
We create value for our customers by listening to their needs and providing effective and efficient solutions.

Excellence
We take pride in our work and aspire to be the best in everything we do.

CHAIRMAN'S MESSAGE

Dear Shareholders,

"On behalf of Accrelist Ltd. ("Accrelist" or the "Company", together with its subsidiary corporations, the "Group"), I am pleased to present the Group's latest annual report for the financial year ended 31 March 2024 ("FY2024")."

PREPARING FOR FUTURE GROWTH

The global economic landscape remains fraught with uncertainty. High inflation continues to erode purchasing power, while elevated interest rates increase borrowing costs and potentially slow growth. These factors, combined with the lingering effects of the pandemic, geopolitical tensions and rapid technological change, create a complex and unpredictable business environment that demands adaptability and strategic foresight.

In Singapore, consumer spending growth is expected to slow as post-Covid exuberance dies out while a stronger Singapore dollar is fueling outbound travel and thus hurting domestic spending. Furthermore, inflationary pressures may also prompt consumers to cut back on discretionary spending.

Despite the external headwinds, the Group remains focused on strengthening its foundations to prepare for future growth. The Group's aesthetic medical services ("**AMS**") marketed through the Accrelist Medical Aesthetics ("**A.M Aesthetics**") brand continues to gain greater recognition as one of the market leaders in Singapore as it continues to expand its presence islandwide.

OVERVIEW OF FY2024

For FY2024, the Group reported revenue of S$16.7 million from continuing operations, comprising AMS and subsidiary Jubilee's remaining Mechanical Business Unit ("**MBU**"), a decrease of S$2.4 million or 12.6% as compared to S$19.1 million for the financial year ended 31 March 2023 ("**FY2023**").

AMS revenue decreased by S$0.8 million or 5.7% from S$14.1 million for FY2023 to S$13.3 million for FY2024. The decrease was in line with the muted outlook for Singapore's consumer sector as increased outbound travel post-Covid-19 is expected to divert some demand while persistent inflation prompts belt-tightening.

In July 2023, the Group successfully completed the acquisition of 51% equity interest in SJY Medical Pte. Ltd. ("**SJY Medical**"), adding four clinics to the network. The four clinics located at Novena Medical Centre, Nex Serangoon, Jurong Point and SingPost Centre ("**SJY Clinics**") have since been rebranded under the A.M Aesthetics brand. In line with the network expansion, additional training and hiring were necessary to ensure high levels of service were maintained across the A.M Aesthetics network. The additional costs incurred in connection with the turnaround efforts for SJY Clinics contributed to a loss before tax of S$2.1 million for the Group's AMS segment for FY2024, reversing the profit before tax of S$0.6 million recorded for FY2023.

As we continue to grow our A.M Aesthetics network of clinics, we remain committed to maximising shareholder value through strategic growth and operational efficiency. While our acquisition of SJY Medical was intended to expand our footprint, we are closely monitoring its performance and integration. It is expected that more training will be required to align service standards at SJY Clinics to that of A.M Aesthetics. As part of our ongoing process of network optimisation, we are evaluating all of our clinics to ensure that they align with our long-term objectives and meet our performance criteria. The Group is prepared to make necessary adjustments to our network to maintain our competitive edge and drive sustainable growth.

The Group successfully completed its value-unlocking exercise as its subsidiary Jubilee completed the sale of its remaining 86% stake in its Electronics Business Unit ("**EBU**") on 29 August 2023, as well as its stake in Honfoong Plastic Industries Pte Ltd, which was part of the Group's MBU ("**MBU – HF**"), on 29 September 2023. As such, results from both the EBU and MBU – HF were classified separately from the Group's turnover as discontinued operations.

Jubilee's remaining MBU reported revenue of S$3.3 million for FY2024, a decrease of S$1.7 million or 34% as compared to S$5.0 million for FY2023. The decrease was attributed mainly to slower demand in plastic injection amidst intense competition, slower global economic growth, persistently high interest rates, and currency translation effects from the strengthening Singapore Dollar. Geopolitical tensions also continue to drive external headwinds as the Group's customers hold back on manufacturing activity, resulting in weaker demand.

Despite these challenges, I am pleased to report that MBU's efforts to improve its cost management and operational efficiency have delivered commendable results as its gross profit margin rebounded from negative 17.6% for FY2023 to 24.8% for FY2024.

OUTLOOK AND PLANS FOR THE FUTURE

The medical aesthetics industry enjoys resilient demand and is poised for long-term growth. Rising affluence in an ageing population seeking to maintain a youthful appearance continues to fuel demand for aesthetic treatments. Growing social acceptance of these procedures, aided by increased visibility on social media, has significantly expanded the potential customer base. Moreover, A.M Aesthetics and the wider industry are tapping into underserved markets, with younger Gen Z consumers and men embracing aesthetic services.

Having established A.M Aesthetics as one of the market leaders in Singapore, the Group is well-positioned to capitalise on new opportunities overseas, leveraging our experience and proven track record to expand into emerging markets where the demand for high-quality aesthetic services is rapidly growing. Planning is underway to expand regionally to broaden AMS' revenue stream beyond Singapore, with a focus on tapping into new growth opportunities in the People's Republic of China ("**China**").

On 3 July 2024, Accrelist also announced the proposed acquisition of a 60.0% equity stake in Accrelist (Nanjing) Health Management Co. Ltd. ("**Accrelist Nanjing**"). Accrelist Nanjing is a health management company incorporated in China, specialising in a wide range of services, including import and export of goods, investment activities, information consulting, enterprise management, health and wellness services, and traditional Chinese medicine (non-medical) health services. Accrelist Nanjing already has four aesthetic outlets in Nanjing, and this strategic acquisition allows Accrelist to strengthen its market position in China's burgeoning health management sector.

While the Group's MBU continues to face external headwinds, it remains committed to diversifying its offerings and exploring new opportunities in Southeast Asia. To strengthen its performance, the MBU is implementing short-term strategies which focus on expanding its customer base and negotiating better terms with suppliers, while long-term plans focus on product diversification and operational efficiency.

Following the completion of Jubilee's successful value-unlocking exercise, the Group has been actively assessing new potential businesses for investment. In line with Accrelist's mission statement to uncover new opportunities and unlock value, the Group has a successful track record of value creation through strategic investments, having recently realised the gains in its investment in Bursa Malaysia-listed EG Industries Berhad in FY2023.

On 2 July 2024, Accrelist completed its acquisition of a 28.53% stake in MClean Technologies Berhad ("**MClean Technologies**"). The Bursa Malaysia-listed company has an established track record of over 20 years and primarily operates in Malaysia and Singapore, with a presence in Thailand. It specialises in providing surface treatment, precision cleaning, and packaging services, catering mainly to customers in the hard disk drive, consumer electronics, and oil and gas sectors. Given the experience of its senior management in the consumer electronics industry, the Group anticipates potential strategic collaborations and cross-selling opportunities. These synergies could offer a pathway to expand Jubilee's customer base and leverage complementary strengths for future growth while we continue to work towards improving the performance of Jubilee's MBU.

A NOTE OF APPRECIATION

On behalf of the Board, I would like to express my heartfelt gratitude to our shareholders for their unwavering support and trust in our Company. Your confidence in our vision and strategy has been instrumental in driving our success and resilience in the face of challenges.

I must also extend my deepest appreciation to our dedicated staff. Your tireless efforts, innovative thinking, and commitment to excellence have been the cornerstone of our achievements this year. Your passion and hard work continue to drive our Company forward.

The Board and Management of Accrelist would like to express their sincere gratitude to Mr Ng Li Yong for his invaluable contributions and wise counsel to the Board and the Company. To facilitate Board renewal, Mr Ng will be retiring upon the conclusion of the Annual General Meeting on 31 July 2024 and will not be seeking re-election after more than 9 years of service. In addition, I would also like to thank Mr Yeo Hwee Tiong for his contributions during his tenure as Independent Director of the Group.

I am pleased to welcome Mr Chin Sek Peng and Mr Chong Eng Wee to our Board. Their collective wealth of experience and deep expertise in accounting, finance, and law will undoubtedly contribute to the Group's continued success as well as strengthen the Board's collective stewardship.

As we look ahead to the future, I am confident that with the continued support of our shareholders and staff, we are well-positioned to capitalise on new growth opportunities and overcome any challenges that may lie ahead.

Thank you.

Dato' Terence Tea
Executive Chairman and Managing Director
Accrelist Ltd.

FINANCIAL AND OPERATIONS **REVIEW**

Financial Performance

For the financial year ended 31 March 2024 ("**FY2024**"), Accrelist Ltd. ("**Accrelist**", together with its subsidiaries corporations, collectively the "**Group**") recorded a revenue of S$16.7 million from continuing operations, representing a decrease of S$2.4 million as compared to S$19.1 million for the financial year ended 31 March 2023 ("**FY2023**").

Continuing operations for FY2024 comprises aesthetics medical services ("**AMS**") provided by Accrelist Medical Aesthetics group of companies ("**A.M Aesthetics**") and subsidiary, Jubilee Industries Holdings Ltd's ("**Jubilee**") remaining Mechanical Business Unit ("**MBU**").

AMS revenue decreased by S$0.8 million or 5.7% from S$14.1 million for FY2023 to S$13.3 million for FY2024. The decrease was largely due to evolving trends in consumer spending post-Covid-19. Discretionary consumer spending for travel has rebounded significantly at the expense of local spending on goods and services.

MBU revenue decreased by S$1.7 million or 34% from S$5.0 million for FY2023 to S$3.3 million for FY2024. This was attributed to lower demand in plastic injection amidst intense competition, slower global economic growth, persistently high interest rates, and currency translation effects from the strengthening Singapore Dollar. Geopolitical tensions also continue to drive external headwinds as the Group's customers hold back on manufacturing activity, resulting in weaker demand.

The Group's gross profit decreased by S$0.2 million or 3.7% from S$5.4 million for FY2023 to S$5.2 million for FY2024 while gross profit margin improved from 28.2% for FY2023 to 31.2% for FY2024. AMS' gross profit margin declined from 43.7% for FY2023 to 32.2% for FY2024 due to the substantial increase in hiring and training of employees in line with the addition of four new clinics as part of the acquisition of SJY Medical Pte. Ltd. as well as preparations for potential new clinic openings in the pipeline. Meanwhile, Jubilee's efforts to improve its cost management and operational efficiency have delivered commendable results as the MBU's gross profit margin rebounded from negative 17.6% for FY2023 to 24.8% for FY2024.

Total operating expenses increased from S$10.1 million for FY2023 to S$11.0 million for FY2024. Marketing and distribution expenses decreased slightly from S$1.2 million for FY2023 to S$1.1 million for FY2024. Administrative expenses increased from S$8.6 million for FY2023 to S$9.6 million for FY2024. Finance expenses remained flat at S$0.3 million for FY2023 and FY2024 mainly due to lower bank interest charges following the paydown of lease liabilities and bank loans.

As a result of the above, the Group's net loss attributable to shareholders narrowed significantly from S$5.4 million for FY2023 to S$2.3 million for FY2024.

Jubilee completed the sale of its remaining 86% stake in its Electronics Business Unit ("**EBU**") on 29 August 2023 as well as its stake in Honfoong Plastic Industries Pte Ltd, which forms part of the Group's MBU ("**MBU – HF**"), on 29 September 2023. As such, results from both the EBU and MBU – HF were classified separately from the Group's turnover as discontinued operations.

In accordance with Singapore Financial Reporting Standards (International), the financial performance of the Group's EBU and MBU – HF was presented in the Consolidated Statement of Comprehensive Income as discontinued operations, separate from the Group's revenue. Following the sale of MBU – HF, the Group retains an effective equity interest of 21.3% resulting in MBU – HF being accounted for as an associate.

Financial Position

The Group's current assets decreased by S$29.0 million from S$53.1 million as at 31 March 2023 to S$24.1 million as at 31 March 2024. The decrease was mainly due to the disposal of Jubilee's EBU which was classified "Assets of disposal group classified as held for sale" of S$33.8 million as at 31 March 2023. The decrease was offset by the increase in trade and other receivables arising from the uncompleted payments from the disposal of Jubilee's EBU and MBU – HF which amounted to approximately S$7.9 million.

Non-current assets decreased by S$0.6 million from S$7.1 million as at 31 March 2023 to S$6.5 million as at 31 March 2024. The decrease was mainly due to the S$1.5 million reduction in property, plant and equipment as well as depreciation in the financial year. The decrease was offset by an increase in investment in the associate of S$0.5 million and the increase in other assets of S$0.4 million due to the increase in rental deposits from the acquisition of SJY Medical Pte. Ltd. as well as deposits placed for the rental of fitness and medical equipment for AMS' Malaysian subsidiary.

Current liabilities decreased by S$23.0 million from S$31.5 million as at 31 March 2023 to S$8.5 million as at 31 March 2024. The decrease was mainly due to the disposal of Jubilee's EBU and MBU – HF, as both their liabilities were classified as "Liabilities directly associated with disposal group classified as held for sale" of S$17.7 million as at 31 March 2023. This also resulted in the decrease in trade and other payables. In addition, the reduction in borrowings following the paydown of lease liabilities and bank loans also contributed to the decrease in current liabilities.

Non-current liabilities decreased by S$1.9 million from S$2.9 million as at 31 March 2023 to S$1.0 million as at 31 March 2024. The decrease was mainly due to paydown of bank loans obtained for the purchase of aesthetic machines in line with the expansion of current A.M Aesthetic clinics and the potential opening of new clinics.

As a result of the above, the Group's total equity decreased by S$4.9 million from S$25.9 million as at 31 March 2023 to S$21.0 million as at 31 March 2024.

Cashflow Statement

Net cash flow used in operating activities for FY2024 was S$9.4 million, comprising operating cash outflows before working capital changes of S$6.6 million, working capital outflow of S$3.0 million, interest received of S$0.3 million, and income tax paid of S$0.1 million.

The working capital outflow was mainly due to the increase in trade and other receivables of S$4.6 million. This was offset by the increase in trade and other payables and contract liabilities of S$1.7 million and decrease in inventories of S$0.2 million.

Net cash generated from investing activities for FY2024 of S$5.7 million was mainly due to proceeds from disposal of discontinued operations and advances from related parties amounting to S$3.2 million and S$2.8 million respectively. This was offset by the purchase of property, plant and equipment of S$0.3 million.

Net cash used in financing activities of S$3.0 million was mainly due to net repayment of borrowings, lease liabilities and interest of S$1.1 million, S$2.1 million, and S$0.3 million respectively. This was offset by issuance of shares of S$0.5 million.

As a result of the above, the Group's cash and cash equivalents decreased by S$6.7 million from S$15.6 million as at 31 March 2023 to S$8.9 million as at 31 March 2024.

BOARD OF DIRECTORS

DATO' TERENCE TEA YEOK KIAN, 56
Executive Chairman & Managing Director

Academic and professional qualifications:
Ph.D. in Business Administration (Honorary),
Honolulu University
Diploma in Electronics and Electrical Engineering,
Singapore Polytechnic

Date of first appointment as director: 11 March 2013
Date of last re-election as director: 28 November 2023
Length of service: 11 years 0 months (as of 31 March 2024)

Served on the following Board Committee:
Member - Nominating Committee

Present Directorships in other listed companies
Executive Chairman and Chief Executive Officer – Jubilee Industries Holdings Ltd.
Executive Chairman – MClean Technologies Berhad

Present Principal Commitments
Executive Chairman and Chief Executive Officer – Jubilee Industries Holdings Ltd.
Executive Chairman – MClean Technologies Berhad

Directorships in other listed companies held over the preceding five years
Executive Chairman – EG Industries Berhad (Listed on Bursa Malaysia, Malaysia)

Background and experience:
Dato' Terence Tea Yeok Kian ("**Dato' Tea**") is responsible for the overall growth of the Group and his main role is to determine the strategic direction of the Group, acquiring and nurturing new businesses with a view of taking them to greater heights.

Dato' Tea brings to the Group a wealth of experience in the corporate world, providing key inputs to the Board and has been instrumental in advising on corporate matters. He drives the formulation and implementation of business plans and strategies for the Group.

Dato' Tea's comprehensive knowledge and experience of the industry has aided the Group to spot growth opportunities, especially during the restructuring period of 2013 to 2017. Dato' Tea's keen vision within the business model has allowed him a competitive advantage in the Group's advancement. In addition, Dato' Tea's tenacity has been reflected in his leadership to harness the unrealised prospects of both Accrelist Ltd. and Jubilee Industries Holdings Ltd. Both companies are still venturing to explore their fullest potentials.

Dato' Tea is also an honorary patron of the Nee Soon East Constituency, Sembawang Citizen's Consultative Committee and Singapore Productivity Association, as well as Chairman of Eng Yong Tong Tay Si Association. He was awarded the Public Service Medal (BBM) by the President of the Republic of Singapore, as well as the Long Service Award (MOE) by Singapore's Ministry of Education. He is also the Singapore Small Medium Business Association TOP Entrepreneur. Dato' Tea was also conferred the title of Dato.

MR NG LI YONG, 52

Lead Independent Director

Academic and professional qualifications:
Postgraduate Diploma in Singapore Law from National University of Singapore
Bachelor of Law from the University of Kent
Member of Law Society of Singapore
Member of Singapore Academy of Law

Date of first appointment as director: 11 June 2013
Date of last re-election as director: 30 July 2021
Length of service: 10 years 9 months (as at 31 March 2024)

Served on the following Board Committee:

Chairman – Nominating Committee
Chairman – Remuneration Committee
Member – Audit Committee

Present Directorships in other listed companies

Nil

Present Principal Commitments

Director – WNLEX LLC

Directorships in other listed companies held over the preceding five years

Director - C&G Environmental Protection Holdings Limited

Background and experience:

Mr Ng Li Yong ("**Mr Ng**") is a lawyer with more than 20 years of experience and is currently a Director of WNLEX LLC, a full-service law firm. His area of practice includes corporate, commercial and intellectual property. Mr Ng sits on the board of various private companies.

BOARD OF **DIRECTORS**

MR CHIN SEK PENG, 68
Independent Non-Executive Director

Academic and professional qualifications:
Bachelor (Hons) Accounting and Finance, Lancaster University
Fellow Member of the Institute of Singapore Chartered Accountants
Fellow Member of the Institute of Chartered Accountants in England and Wales (ICAEW)
Business and Finance Professional (ICAEW)
Member of the Singapore Institute of Directors

Date of first appointment as director: 26 March 2024
Date of last re-election as director: -
Length of service: 6 days as at 31 March 2024

Served on the following Board Committee:
Chairman – Audit Committee
Member – Nominating Committee
Member – Remuneration Committee

Present Directorships in other listed companies
Director of Cortina Holdings Ltd (up to 26 July 2024)

Present Principal Commitments
Director – C&L Business Advisors Pte Ltd

Directorships in other listed companies held over the preceding five years
Director – Amcorp Global Ltd
Director – Cortina Holdings Ltd
Director – Sitra Holdings (International) Ltd
Director – Sunpower Group Ltd
Director – TEE International Ltd

Background and experience:
Mr Chin Sek Peng ("**Mr Chin**") is currently the Founder and consultant to PKF entities in Singapore. Prior to this, he was the Managing Partner responsible for running, managing and growing the professional services of PKF Singapore entities including PKF-CAP LLP, a firm of chartered accountants in Singapore from 2017 to 2020 and thereafter he continued as the Executive Chairman from 2021 to 2023.

Mr Chin was also a Board member of PKF International Asia Pacific region and the Chairman of the ASEAN sub-region from 2019 to 2021.

Mr Chin started his audit and accountancy training in London in 1980. After qualifying as a UK chartered accountant, he joined legacy Price Waterhouse and worked in UK, Europe and Singapore from 1983 to 1994. In 1994, he joined the Institute of Singapore Chartered Accountants ("**ISCA**") as the first Practice Review Director, heading, running and regulating the compliance of work and quality standards of all audit practices in Singapore. In 1999, he joined legacy Arthur Andersen as a partner in its Assurance and Business Advisory division and in 2002 he left the firm to set up his own audit and consultancy practices with other partners.

He holds a Bachelor of Arts (Honours) degree in Accounting and Finance from Lancaster University in the United Kingdom. Mr Chin was a Singapore public accountant for almost 24 years from 2000 to 31 December 2023 and is a Fellow Chartered Accountant of Singapore and a Fellow Member of the Institute of Chartered Accountants in England and Wales. He was formerly a Council member of ISCA from 2012 to 2018 and the Chairman of The Public Accounting Practice Committee of ISCA from 2016 to 2018.

BOARD OF **DIRECTORS**

MR CHONG ENG WEE, 44
Independent and Non-Executive Director

Academic and professional qualifications:
Bachelor of Laws, Victoria University of Wellington
Advocate & Solicitor, Supreme Court of Singapore
Solicitor, High Court of Hong Kong
Lawyer, Supreme Court of New South Wales, Australia
Barrister & Solicitor, High Court of New Zealand

Date of first appointment as director: 5 July 2024
Date of last re-election as director: -
Length of service: 11 days as at 16 July 2024

Served on the following Board Committee:
Member – Audit Committee
Member – Remuneration Committee

Present Directorships in other listed companies
Willas-Array Electronics (Holdings) Limited
China Yuanbang Property Holdings Limited
Heatec Jietong Holdings Limited
AJJ Medtech (Holdings) Limited
Polaris Limited

Present Principal Commitments
Managing Director – Chevalier Law LLC
Partner – Nixon Peabody CWL

Directorships in other listed companies held over the preceding five years
Independent & Non-Executive Director – GS Holdings Limited
Independent & Non-Executive Director – KTL Global Limited

Background and experience:
Mr Chong is the Managing Director and heads the Corporate & Capital Markets Practice at Chevalier Law LLC. He is admitted as an Advocate and Solicitor in Singapore, Solicitor of the High Court of Hong Kong, Lawyer of the Supreme Court of New South Wales, Australia, and a Barrister and Solicitor of the High Court of New Zealand.

Prior to founding Chevalier Law, he was a Partner and Head of Corporate at Kennedys Legal Solutions Pte. Ltd., a joint law venture between Kennedys Singapore LLP and Legal Solutions LLC, the Deputy Head of both the Capital Markets and the International China (South East Asia) practices at RHTLaw Taylor Wessing LLP and the representative for the Shanghai representative office of another joint law venture firm, Duane Morris & Selvam LLP in Singapore.

His areas of practice include capital markets, mergers and acquisitions, private equity, funds, China ("**PRC**"), private wealth, corporate and commercial contracts, regulatory compliance, and corporate governance. He has advised issuers, issue managers, underwriters and placement agents, private equity funds, multinational corporations, high net-worth individuals and small and medium enterprises on transactions including initial public offerings ("**IPO**"), pre-IPO investment, dual listings, reverse takeovers, public takeovers, rights and warrants issues, placement, local and cross border acquisitions and disposals of shares and assets, downstream investment by private equity funds, joint ventures, and corporate restructuring. He has advised clients on variable capital companies, establishment of family offices and their tax incentives and applications to the Monetary Authority of Singapore pertaining to capital market service licenses and registered fund management companies. He has also acted in various cross border transactions with PRC elements, and frequently advises issuers on their regulatory compliance and corporate governance issues. He was ranked as Singapore's Top 40 Most Influential Lawyers aged 40 and under by Singapore Business Review (2015).

Currently, he is a Non-Executive and Lead Independent Director of Willas-Array Electronics (Holdings) Limited (listed on both SGX-ST Mainboard and the Mainboard of Hong Kong Stock Exchange) since August 2023 and Heatec Jietong Holdings Limited (a SGX-ST Catalist listed company) since April 2018, a Non-Executive and Independent Director of China Yuanbang Property Holdings Limited (listed on SGX-ST Mainboard) since September 2023, AJJ Medtech Holdings Limited (a SGX-ST Catalist listed company) since June 2020 and Polaris Limited (a SGX-ST Catalist listed company) since March 2024.

He is also the Company Secretary of LHN Limited (listed on both SGX-ST Mainboard and the Mainboard of Hong Kong Stock Exchange) since April 2020, China Vanadium Titano-Magnetite Mining Company Limited (listed on Mainboard of the Hong Kong Stock Exchange) since December 2019, Shanghai Turbo Enterprises Ltd.(a SGX-ST Mainboard listed company) since October 2022 and Sincap Group Limited (a SGX-ST Catalist listed company) since November 2021.

CORPORATE MANAGEMENT

MR LOH ENG LOCK KELVIN

Chief Financial Officer
Accrelist Ltd.

Mr Loh Eng Lock Kelvin ("**Mr Loh**") is the Chief Financial Officer ("**CFO**") of the Company and is responsible for the finance department of the Group. He is also responsible for management reporting and oversees the financial and internal controls of the Group.

Mr Loh joined the Company, previously known as WesTech Group, in November 2008 as the Finance Manager and assisted the then CFO in the overall direction and control of the Group, including the financial and management of accounts, legal matters, credit control, internal and external auditing and financial planning and analysis. He was then promoted to Vice President of Finance on 2011 and subsequently to CFO on 2013 to oversee the Group's finance department. In October 2014, Mr Loh was appointed as CFO to Jubilee Industries Holdings Ltd. ("**Jubilee**"), a subsidiary listed company of Accrelist Ltd. Following the Company and Group's new plans for expansion and expertise required in November 2016, he was transferred back to Accrelist Ltd.

Mr Loh has more than 20 years of experience in audit and accounting and holds a Bachelor of Business (Accounting) from the Queensland University of Technology and is a member of CPA Australia.

MILESTONES

FY2024

- A.M Aesthetics added four clinics to its network, strengthening its position as one of Singapore's market leaders in medical aesthetics
- Jubilee successfully completed the 2nd phase of its value unlocking exercise

FY2023

- A.M Aesthetics expanded its clinic network further, opening its 8th and 9th clinics in Singapore while preparing for new openings in the pipeline
- Jubilee successfully completed 1st phase of its value unlocking exercise with the completion of the disposal of 14% share capital in WE Components Pte. Ltd.

FY2022

- A.M Aesthetics continued the expansion of its clinic network, doubling the capacity of selected clinics while opening its 6th and 7th clinics in Singapore

FY2021

- A.M Aesthetics bounced back from the initial impact of COVID-19 with increased revenue amidst continued demand for medical aesthetic services

FY2020

- A.M Aesthetics expanded locally and regionally with the opening of new clinics in Singapore and Malaysia
- The Group ventured into the distribution of medical aesthetics products through A.M Skincare

FY2019

- Net profit for Accrelist and Jubilee more than tripled
- Accrelist acquired four medical aesthetics clinics in Singapore
- Medical aesthetics business rebranded as A.M Aesthetics, gross profit nearly doubles under the Group's management

FY2018

- Dato' Terence Tea identified medical aesthetics as a new area of growth for the Group
- Accrelist increased its stake in Jubilee by converting the outstanding loan into Jubilee shares
- Jubilee returned to black, turnaround supported by Accrelist's strategic guidance

FY2017

- Accrelist extended a convertible loan to Jubilee to support its growth

FY2016

- Dato' Terence Tea ensured Accrelist's survival by arranging a placement of new shares which raised urgently needed funds to repay creditor banks

CORPORATE DIRECTORY

SINGAPORE

Accrelist Ltd. (Head Office)
10 Ubi Crescent #03-94/95/96
Ubi Techpark Lobby E
Singapore 408564
Tel: (65) 6446 6113

Jubilee Industries Holdings Ltd.
10 Ubi Crescent #03-94/95/96
Ubi Techpark Lobby E
Singapore 408564
Tel: (65) 6446 6113

Jubilee Industries (S) Pte. Ltd.
10 Ubi Crescent #03-94/95/96
Ubi Techpark Lobby E
Singapore 408564
Tel: (65) 6446 6113

Accrelist Medical Aesthetics (BM) Pte Ltd
311 New Upper Changi Road #B1-12,
Bedok Mall
Singapore 467360
Tel: (65) 6844 9768

Accrelist Medical Aesthetics (LOT1) Pte Ltd
21 Choa Chu Kang Avenue 4 #02-26
Lot One Shoppers' Mall,
Singapore 689812
Tel: (65) 6219 9819

Accrelist Medical Aesthetics (TPY) Pte Ltd
Block 500, Lorong 6 Toa Payoh #B1-30
HDB HUB
Singapore, 310500
Tel: (65) 6259 2860

Accrelist Medical Aesthetics (SPC) Pte Ltd
10 Eunos Road 8 #02-140/141,
Singapore Post Centre,
Singapore 408600
Tel: (65) 6741 1038

Accrelist Medical Aesthetics (CM) Pte Ltd
3155 Commonwealth Avenue West #04-50,
The Clementi Mall,
Singapore 129588
Tel: (65) 6908 1917

Accrelist Medical Aesthetics (Serangoon) Pte Ltd
Block 253 Serangoon Central Drive
#01-193 and #02-193
Singapore 550253
Tel: (65) 6241 3869

Accrelist Medical Aesthetics (Raffles City) Pte Ltd
252 North Bridge Road,
Raffles City Shopping Centre, #B2-06/07
Singapore 179103
Tel: (65) 6255 6109

Accrelist Medical Aesthetics (Orchard Central) Pte Ltd
181 Orchard Road,
Orchard Central, #05-33/36
Singapore 238896
Tel: (65) 6509 1200

Accrelist Medical Aesthetics (Central@ Clarke Quay) Pte Ltd
6 Eu Tong Sen Street,
The Central #04-77 to #04-82
Singapore 059817
Tel: (65) 6592 0762

SJY Medical Pte Ltd

1. 10 Sinaran Drive,
   Novena Medical Centre #11-23
   Singapore 307506
   Tel: (65) 6856 3642

2. 1 Jurong West Central 2,
   #B1-41 Singapore 648886
   Tel: (65) 6908 5971

3. 23 Serangoon Central,
   #02-28 Singapore 556083
   Tel: (65) 6386 1027

4. 10 Eunos Road,
   SingPost Centre #B1-141
   Singapore 408600
   Tel: (65) 6970 9198

A.M Skincare Pte. Ltd.
10 Ubi Crescent #03-94/95/96
Ubi Techpark Lobby E
Singapore 408564
Tel: (65) 6446 6113

Honfoong Plastic Industries Pte Ltd
10 Ubi Crescent #03-94/95/96
Ubi Techpark Lobby E
Singapore 408564
Tel: (65) 6446 6113

MALAYSIA

JOHOR

WE Total Engineering Sdn. Bhd.
No. 10, Jalan Istimewa 7
Taman Perindustrian Cemerlang
81800 Ulu Tiram, Johor
Malaysia
Tel: (607) 861 3870
Fax: (607) 863 2750

PENANG

WE Resources Sdn. Bhd.
62-1 Persiaran Bayan Indah Bayan Bay,
Sg. Nibong Penang 11900
Tel: (604) 646 9888
Fax: (604) 646 9298

WE Components Sdn. Bhd.
62-1 Persiaran Bayan Indah Bayan Bay
Sungai Nibong Penang 11900
Tel: (604) 646 9888
Fax: (604) 646 9298

Accrelist Medical Aesthetics (Penang) Sdn. Bhd.
88-N, Jalan Masjid Negeri,
11600 Greenlane, Penang.
Tel: (604) 658 8555

KUALA LUMPUR

Accrelist Aesthetics (KL) Sdn. Bhd.
NO 156, Jalan Maarof, Bangsar,
59000 Kuala Lumpur
Tel: (603) 2201 3337

INDONESIA

PT. Honfoong Plastic Industries
Jalan Gaharu Lot 232 & 233,
Jalan Kenanga Lot 247
Batamindo Industrial Park,
Mukakuning Batam 29433,
Indonesia
Tel: (62) 77 611448
Fax:(62) 77 611260

The Board of Directors (the "**Board**" or "**Directors**") of Accrelist Ltd. (the "**Company**", together with its subsidiaries, collectively the "**Group**") are committed to maintaining a high standard of corporate governance. The Company understands that good corporate governance is an integral element of a sound corporation and enables it to be more transparent and forward-looking. In addition, sound corporate governance is an effective safeguard against fraud and dubious financial engineering, and hence helps to protect the interest of the Company's shareholders. This also helps the Company to create long-term value and return for its shareholders. This report sets out the Group's corporate governance practices ("**Report**").

The Company is committed to uphold and adhere to the principles and provisions of the Code of Corporate Governance 2018 (the "**Code**") and accompanying Practice Guidance which was revised and issued on 11 January 2023. This report outlines the Company's corporate governance practices for the financial year ended 31 March 2024 ("**FY2024**") with specific reference made to the principles and provisions of the Code, and the accompanying Practice Guidance, which formed part of the continuing obligations of the Listing Manual – Section B: Rules of the Catalist (the "**Catalist Rules**") of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**").

The Company will continue to enhance its corporate governance practices in line with the conduct and growth of its business and to review such practices from time to time, to ensure compliance with the Catalist Rules.

For ease of reference, sections of the Code under discussion are specifically identified. However, this report should be read as a whole as other sections of this report may also have an impact on the specific disclosures.

BOARD MATTERS

THE BOARD'S CONDUCT OF AFFAIRS

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

The primary function of the Board is to protect and enhance long-term value and returns for its shareholders. The Board has put in place a code of conduct and ethics, appropriate tone-from-the top and desired organisational culture, and ensures proper accountability within the Group. Besides carrying out its statutory responsibilities, the Board oversees the formulation of the Group's long-term strategic objectives and directions, reviews and approves the Group's annual business and strategic plans and monitors the achievement of the Group's corporate objectives. It also oversees the management's business affairs and conducts periodic reviews of the Group's financial performance.

Each Director of the Board is required to disclose any conflict or potential conflict of interest promptly, whether direct or indirect, in relation to a transaction or proposed transaction with the Group as soon as is practicable. Each Director is also required to submit details of his/her associates annually for the purpose of monitoring interested persons transactions. Where a Director faces a conflict or potential conflict of interest in relation to any matter, the Directors would immediately declare of his interest to the Board for discussions and recuse himself from discussions and decisions involving the issues of conflict, unless the Board is of the opinion that his/her presence and participation is necessary to enhance the efficacy of such discussion.

In addition to statutory duties and responsibilities, the Board's principal functions include the following:

1. Reviewing and approving the Group's strategic plans, key operational initiatives, major investments, divestments and funding requirements;

2. Reviewing and approving the annual budget, reviewing the performance of the business and approving the release of the financial results of the Group to shareholders;

3. Providing guidance in the overall management of the business and affairs of the Group;

4. Overseeing the processes for risk management, financial reporting and compliance;

5. Reviewing and approving major transactions including investments, divestments, acquisitions and capital expenditure;

6. Reviewing and approving corporate and/or financial restructuring and share issuance; and

7. Assuming responsibility for the corporate governance of the Group.

CORPORATE GOVERNANCE **REPORT**

To ensure smooth operations, proper controls and to facilitate decision-making, the Board has established an Audit Committee ("**AC**"), Nominating Committee ("**NC**") and Remuneration Committee ("**RC**") (collectively, "**Board Committees**"). Each Board Committee has its own defined terms of reference and operating procedures, which are reviewed on a regular basis by the Board. The effectiveness of each Board Committee is also constantly reviewed by the Board. The Board accepts that while the Board Committees have the authority to examine particular issues and will report back to the Board with their decisions and/or recommendations, the ultimate responsibility on all matters lies with the Board. In particular, the NC reviews the effectiveness of the Board, AC and RC, as well as each individual Director annually, while the Board reviews the effectiveness of the NC annually.

The Board meets on a periodic basis or when necessary to address any specific matter. The Company's Constitution provides for the meetings to be convened via teleconferencing or videoconferencing. Where a decision has to be made before a Board meeting or Board Committees' meeting is convened, Directors' resolutions in writing are circulated in accordance with the Constitution of the Company and the Directors are also provided with all relevant information and documents to allow them to make informed decisions.

The Board has put in place internal guidelines for matters reserved for the Board's approval. Specifically, matters and transactions that require the Board's approval include, among others, the following:

- release of the half year and full year results announcements;
- annual report and financial statements;
- annual budgets and financial plans of the Company;
- business, strategy and capital expenditure budgets;
- convening of shareholders' meetings, circulars to shareholders and related announcements to be submitted to the SGX-ST;
- overall corporate strategy and changes to the corporate structure;
- acquisitions, investments and disposals of assets exceeding a certain threshold;
- share issuances;
- recommendation/declaration of dividends;
- appointment of Directors, key management personnel and Company Secretary of the Company;
- terms of reference for the Board Committees;
- review of Directors and key management personnel's performance and remuneration packages;
- interested person transactions;
- material regulatory matters or litigation; and
- compliance matters associated with the Catalist Rules, Securities and Futures Act or other relevant laws and regulations.

The attendance of each Director at the Board and Board Committee meetings held during FY2024 and the AGM held on 28 November 2023, where relevant, are as follows:

Name	Board		Audit Committee		Remuneration Committee		Nominating Committee		AGM	
	No. of meetings held	No. of meetings attended	No. of meetings held	No. of meetings attended	No. of meetings held	No. of meetings attended	No. of meetings held	No. of meetings attended	No. of meetings held	No. of meetings attended
Dr Terence Tea Yeok Kian	3	3	3	3*	3	3*	3	3	1	1
Mr Ng Li Yong	3	3	3	3	3	3	3	3	1	1
Mr Lim Yeow Hua @ Lim You Qin[1]	3	2	3	2	3	2	3	2	1	1
Mr Yeo Hwee Tiong[2]	3	3	3	3	3	3	3	3*	1	1
Mr Chin Sek Peng[3]	3	1	3	1	3	1	3	1	1	–
Mr Chong Eng Wee[4]	3	0	3	0	3	0	3	0	1	–

1 Mr Lim Yeow Hua @ Lim You Qin resigned as Independent Director of the Company on 25 March 2024.
2 Mr Yeo Hwee Tiong resigned as Independent Director of the Company on 5 April 2024.
3 Mr Chin Sek Peng was appointed as Independent Director, Chairman of the Audit Committee and member of the Remuneration and Nomination Committees of the Company on 26 March 2024.
4 Mr Chong Eng Wee was appointed as Independent Director and member of the Audit and Remuneration Committees of the Company on 5 July 2024.
* By Invitation

All newly appointed Directors are given briefings by the management on the history, business operations and corporate governance practices of the Group. Newly appointed Directors also attend courses, seminars and trainings which may have a bearing on their duties and contributions to the Board, organised by the professional bodies and regulatory institutions, to keep themselves updated on the latest developments concerning the Group. Directors who have no prior experience as a director of a listed company will be provided training in areas such as accounting, legal and industry-specific knowledge as may be appropriate.

All newly appointed Director who has no prior experience as a director of a listed company will be required to attend specific modules of the Listed Entity Director ("**LED**") Programme conducted by the Singapore Institute of Directors ("**SID**") in order to acquire the relevant knowledge of what is expected of a listed company director, which is a mandatory requirement under the Listing Rules of the SGX-ST, unless the NC is of the view that such training is not required because the Director has other relevant experience. To keep pace with regulatory changes, the Directors attend sponsored seminars conducted by external professionals, including any changes in legislation and financial reporting standards, government policies, and regulations and guidelines from SGX-ST that affect the Company and/or the Directors in discharging their duties. The Company Secretary also informs the directors of the availability of relevant courses, conferences and seminars, including those conducted by the SID. The Directors are informed of developments relevant to the Group, including changes in laws, regulations and risks that may impact the Group. Directors can apply to the Company for funding for any such courses, conferences and seminars that they wish to attend. We are pleased to confirm that all Directors had attended the sustainability training in FY2024 as prescribed under Rule 720(6) of the Catalist Rules.

To enable the Directors to better understand the Group's business as well as for them to discharge their respective duties, management will provide regular updates to the Directors during board meetings. In addition, in order to ensure that each Director is able to contribute in a meaningful manner during Board meetings, each Director is provided with complete and adequate information to be discussed at each Board meeting in a timely manner. The management circulates copies of the minutes of the Board meetings to all members of the Board to keep them informed of on-going developments within the Group. Board papers are generally sent to Directors before each meeting and these would include financial management reports, reports on performance of the Group against the budget with notes on any significant variances, papers pertaining to matters requiring the Board's decision, updates on key outstanding issues and strategic plans and developments in the Group.

The Board has separate and independent access to the management and the Company Secretary at all times. Should the Directors, whether as a group or individually, require independent professional advice, such professionals (who will be selected with the concurrence of the Chairman or the Chairman of the Board Committee requiring such advice) will be appointed at the Company's expense.

The Company Secretaries attend all Board meetings and are responsible for ensuring that Board procedures are followed. The Company Secretaries assist senior management in ensuring that the Company complies with rules and regulations which are applicable to the Company. The appointment and removal of the Company Secretary are decided by the Board as a whole.

BOARD COMPOSITION AND GUIDANCE

Principle 2: The Board has an appropriate level of independence and diversity of thought and background in its composition to enable it to make decisions in the best interest of the Company.

The Board comprises one (1) Executive Director, and three (3) Independent and Non-Executive Directors, who as a group, provide core competencies and diversity of experience which enable them to effectively contribute to the Company. Majority of the Board is made up of Independent and Non-Executive Directors which is in compliance with Provision 2.2 and 2.3 of the Code.

As at the date of this Report, the Board of Directors comprises the following members:

Name of Directors	Designation	AC	RC	NC
Dr Terence Tea Yeok Kian	Executive Chairman and Managing Director	–	–	Member
Mr Ng Li Yong	Lead Independent Director	Member	Chairman	Chairman
Mr Chin Sek Peng	Independent and Non-Executive Director	Chairman	Member	Member
Mr Chong Eng Wee	Independent and Non-Executive Director	Member	Member	–

The Board is supported by the Board Committees, namely, the NC, the AC and the RC, whose functions are described below. The Board is able to exercise objective judgement independently from the management and no individual or small group of individuals dominate the decisions of the Board.

On an annual basis or upon notification by an Independent Director of a change in circumstances, the NC will review the independence of each Independent Director based on the criteria for independence defined in the Code and recommend to the Board as to whether the Director is to be considered independent.

The Independent Directors have confirmed that they do not have any relationship with the Company or its related companies, its substantial shareholders or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the Directors' independent business judgement with a view to the best interests of the Company.

Pursuant to Rule 406(3)(d)(iv) of the Catalist Rules read with Paragraph 2.1 of SGX-ST Transitional Practice Note 3 on Transitional Arrangements regarding the Tenure Limit for Independent Directors, as of the date of an issuer's annual general meeting for the financial year ending on or after 31 December 2023, a director (whether independent, executive or non-executive) who has served on the board of an issuer for an aggregate period of nine years will no longer be eligible to be designated as an independent director of the issuer. Pursuant to Rule 406(3)(d)(iv) of the Catalist Rules and Paragraph 1.3 of SGX-ST Transitional Practice Note 3 on Transitional Arrangements regarding the Tenure Limit for Independent Directors, such director may continue to be considered independent until the conclusion of the next annual general meeting of the issuer.

Mr Ng Li Yong was appointed as an Independent and Non-Executive Director on 11 June 2013 and has served as an Independent and Non-executive Director for more than 9 years. Accordingly, following the conclusion of the forthcoming AGM, Mr Ng Li Yong will no longer be considered independent. As part of the Board rejuvenation process, Mr Ng Li Yong will be retiring and will not be seeking re-election at the AGM. Accordingly, at the conclusion of the AGM, he will also step down from his position as the Chairman of the Remuneration and Nominating Committees, as well as a member of the Audit Committee. To ensure compliance with the Catalist Rules and the relevant provisions of the Code, the Company will be sourcing for additional Independent Director(s) and will provide shareholders with updates on the foregoing in due course.

The Company would continue to build on the acquired experience and expertise by preserving continuity and stability through orderly succession. The Board would decide and update on Board rejuvenation in due course.

Non-Executive Directors make up a majority of the Board. The Non-Executive Directors contribute to the Board by monitoring and reviewing management's performance against goals and objectives. Their views and opinions provide different perspectives on the Group's business. While challenging management's proposals or decisions, they bring independent judgement to bear on business activities and transactions, involving conflicts of interest and other complexities. The Non-Executive Directors will meet to discuss on specific matter without the presence of management and if necessary, to provide feedback to the Board. To ensure that Non-Executive Directors are well supported by accurate, complete and timely information, Non-Executive Directors have unrestricted access to management.

The Board examines its size and, with a view to determining the impact of the number upon effectiveness, decides what is considered an appropriate size for the Board, which facilitates effective decision-making. The Board is of the opinion that, given the scope and nature of the Group's operations, the present size of the Board, is appropriate for effective decision making.

The Company has a Board Diversity Policy which sets out guidelines in identifying nominees for directorship positions, focusing on a balanced mix of expertise, complementary skills, core competencies, and experiences. An effective Board requires directors with integrity, expertise, skill, time, and commitment. The Board Diversity Policy emphasises that a well-balanced Board with diverse backgrounds brings fresh perspectives, fosters growth, creates value, and enhances corporate governance by mitigating group-thinking and unchecked biases. The Company is dedicated to building a diverse, inclusive, and collaborative culture, recognising that differences in skills, experience, background, gender, age, ethnicity, and other factors are essential for achieving strategic objectives and sustainable development. The NC reviews and assesses Board composition, considering the benefits of diversity and recommending new Directors based on merit and objective criteria. All Board appointments are made to ensure the Board can effectively discharge its duties and support the Company's core businesses and strategy.

The Board recognises that gender diversity is a key recommendation under the Code to ensure an appropriate balance and diversity. The Board Diversity Policy emphasises that all candidates for Board and senior management positions must be duly qualified, with equal opportunities provided to both women and men during the selection process. The Board aims to maintain significant and appropriate female representation and will seek opportunities to increase the number of female Board members over time. Additionally, the Board will exercise its best endeavours to appoint at least one female director to the NC to safeguard against gender bias and support the advancement and development of female executives. Although there is currently no female Director appointed to the Board, the Board shall consider the possibility of appointing a female Director if a suitable candidate is nominated.

The Board Diversity Policy does not specify any specific targets or accompanying plans and timelines for achieving diversity. Instead, it emphasises that measurable objectives/specific diversity targets may be set and reviewed from time to time to ensure their appropriateness. The NC is responsible for establishing measurable objectives and monitoring the achievement of these objectives and reporting progress to the Board at least annually. The NC reviews the policy at least annually to ensure its effectiveness and discusses any necessary revisions, recommending them to the Board for consideration and approval.

The NC is of the view that the Board comprises persons who, as a group, provide the necessary core competencies and includes experienced professionals with legal, accounting, business and management experience.

To-date, none of the Independent and Non-Executive Directors of the Company have been appointed as Director of the Company's principal subsidiaries, which is based in Singapore and overseas.

Information on the Board members is provided under the section "Board of Directors" in the Annual Report.

CHAIRMAN AND CHIEF EXECUTIVE OFFICER/MANAGING DIRECTOR

Principle 3: There is a clear division of responsibilities between the leadership of the Board and Management, and no one individual has unfettered powers of decision-making.

Dr Terence Tea Yeok Kian is the Executive Chairman and Managing Director of the Company. The Board is of the opinion that it is not necessary to separate the roles after taking into account the current size, scope and the nature of the operations of the Company, and with the strong presence of Independent Directors on the Board. As the Executive Chairman, Dr Terence Tea Yeok Kian:

- leads the Board to ensure its effectiveness on all aspects of its role;
- sets the agenda and ensure that adequate time is available for discussion of all agenda items, in particular strategic issues;
- promotes a culture of openness and debate at the Board;
- ensures effective communication with shareholders;
- ensures constructive relations within the Board and between the Board and management; and
- facilitates the effective contribution of Non-Executive Directors in particular.

As a Managing Director, Dr Terence Tea Yeok Kian has full responsibility over the business directions and operational decisions of the Group.

Although the roles of the Chairman and Managing Director are not separated, the AC, RC and NC are chaired by an Independent Director and Dr Terence Tea Yeok Kian's performance and remuneration are reviewed periodically by the NC and RC. In addition, as Mr Ng Li Yong will be retiring and not seeking re-election at the forthcoming AGM, the Company will endeavour to appoint a Lead Independent Director in his place as soon as there is a suitable candidate. The Lead Independent Director is available to shareholders should their concerns cannot be resolved through the normal channels of the Chairman or where such contact is inappropriate. As such, the Board believes that there are adequate safeguards and checks in place to ensure that the process of decision-making is independent and based on the collective decision-making of the Board without Dr Terence Tea Yeok Kian being able to exercise considerable concentration of power or influence. The Independent Directors meet at least once annually without the presence of the Executive Director and management to discuss matters of significance, which are thereon reported to the Board and/or Chairman accordingly.

BOARD MEMBERSHIP AND BOARD PERFORMANCE

Principle 4: The Board has a formal and transparent process for the appointment and re-appointment of directors, taking into account the need for progressive renewal of the Board.

Principle 5: The Board undertakes a formal annual assessment of its effectiveness as a whole, and that of each of its Board Committees and individual directors.

Nominating Committee

The Company had established a NC to make recommendations to the Board on all board appointments. The NC comprises three (3) members, majority of whom, including the Chairman, are Independent and Non-Executive Directors. The Lead Independent Director, Mr Ng Li Yong, is the Chairman of the NC.

As at the date of this Report, the NC comprises:

Mr Ng Li Yong	(Chairman)
Mr Chin Sek Peng	(Member)
Dr Terence Tea Yeok Kian	(Member)

The Chairman of the NC is neither a substantial shareholder of the Company nor is he directly associated with the substantial shareholder of the Company.

The NC is governed by the NC's terms of reference which describes the roles and duties of the NC.

The NC is responsible for:

1. Making recommendations to the Board on all board appointments, including the development of a set of criteria for Director's appointments;

2. Reviewing the size of the Board with a view to determining the impact of the number upon Board's effectiveness;

3. Ensuring that the Directors have the required expertise and adequate competencies to discharge their respective functions and to ensure that there is a balance of competencies;

4. Re-nominating Directors having regard to the Director's contribution to the Group and his performance at Board meetings, for example, attendance, participation and critical assessment of issues deliberated upon by the Board;

5. Considering and determining on an annual basis, whether or not a Director is independent;

6. Deciding on how the Board's performance may be evaluated and propose objective performance criteria to the Board;

7. Reviewing the training and professional development programmes for the Board and its Directors;

8. Assessing the effectiveness of the Board as a whole and the contribution by each individual Director to the effectiveness of the Board; and

9. Reviewing board succession plans for Directors and key management personnel.

The independence of each Director is reviewed annually by the NC based on Principle 2 of the Code. Following its annual review, the NC has endorsed the independence status of Mr Ng Li Yong, Mr Chin Sek Peng and Mr Chong Eng Wee.

New Directors are presently appointed by way of resolutions after the NC has reviewed and nominated them for appointment.

In identifying suitable candidates, the NC mainly taps on the Directors' personal contacts and recommendations. After shortlisting the candidates, the NC shall:

(a) Consider and interview all candidates on merit against objective criteria, taking into consideration the qualification and experience of such candidate, his/her ability to increase the effectiveness of the Board and add value to the Group's business in line with its strategic objectives; and

(b) Evaluate and agree on a preferred candidate for recommendation to and appointment by the Board.

The Group also releases announcements on the appointment and cessation of Directors via SGXNET.

The NC has assessed the current performance of the Board, Board Committees and individual Directors, and is of the view that the performance of the Board as a whole, Board Committees and individual Directors has been satisfactory. Although some of the Directors have other board representations, the NC is satisfied that these Directors are able to and have adequately carried out their duties as Directors of the Company. The NC has noted that the respective Board Committee members have contributed significantly in terms of time, effort and commitment during FY2024.

At present, the Board does not intend to set a maximum number of listed company board representations a Director may hold as it is of the view that the effectiveness of a Director should be evaluated by a qualitative assessment of his contributions to the Company's affairs taking into account his other commitments including his directorships in other listed companies. The NC considers that the multiple board representations held presently by some Directors do not currently impede their respective performances in carrying out their duties to the Company.

The NC sets objective performance criteria for evaluating the Board, Board Committees and each Director's performance. Their performance is a function of the experience and expertise that each of the Director brings with them. The NC with the Board have implemented an evaluation form for the Board, Board Committees and each Director which consists of an assessment checklist which takes into consideration factors such as the understanding of its role and responsibilities, the composition and effectiveness as a whole, clear goals and actions, and proceedings to assess and enhance the overall effectiveness. The Board has implemented a collective questionnaire assessment process for assessing its effectiveness as a whole, and of each Board Committee separately, as well as the contribution of the Chairman and each individual Director to the effectiveness of the Board. Each Director was requested to complete evaluation forms to assess the overall effectiveness of the Board as a whole, and of each Board Committee and individual directors. The results of the evaluations are used constructively by the NC to identify potential areas of improvement for the Board to take the appropriate action. The assessment of the Board, Board Committees and each Director's performance focused on a set of performance criteria for the Board evaluation which includes the Board size, structure, degree of independence, application of skills, strategy and performance, governance on Board risk management & internal controls, information to the Board, Board procedures, Directors' standard of conduct.

The assessment is based on the following parameters:

Board
(1) Board composition;
(2) Board conduct of affairs;
(3) Board accountability;
(4) Internal controls and risk management; and
(5) Standard of conduct.

AC
(1) Composition;
(2) Communication with Shareholders;
(3) Financial reporting; and
(4) Internal audit and external audit process.

NC
(1) Accountability;
(2) Composition; and
(3) Meetings.

RC
(1) Accountability;
(2) Composition; and
(3) Meetings.

Individual Directors
(1) Attendance at Board and related activities;
(2) Adequacy of preparation for Board meetings;
(3) Contribution in certain key aspects of business;
(4) Disclosure of interested person transactions;
(5) Participation in constructive debate/discussion; and
(6) Overall assessment.

The results of the evaluation for the Board, Board Committees and each Director's performance are considered by the NC, which is responsible for setting the performance criteria to assess the effectiveness, and used constructively to identify areas for improvements and recommend the necessary action to be taken. No external facilitators were used in the assessment of the Board, Board Committees and each Director's performance.

The NC, in recommending the re-election or re-appointment of Directors, who are subject to retirement at the AGM in accordance with the Company's Constitution or the Companies Act 1967 of Singapore (the "**Companies Act**") or Catalist Rules, had taken into consideration the contribution of such Directors to the effectiveness of the Board, their participation and involvement in the Board meetings and Board Committee meetings, qualification and experience as well as their directorships and major appointments in other companies.

Currently, there is no alternate director on the Board.

Each member of the NC shall abstain from making any recommendations and/or participating in any deliberation of the NC and from voting on any resolutions in respect of the assessment of his own performance or re-nomination as a Director.

Pursuant to Regulations 91 and 97 the Constitution of the Company:

(a) One-third (1/3) of the Directors except the Managing Director retire from office at every AGM; and

(b) Directors appointed during the course of the year must submit themselves for re-election at the next AGM of the Company.

Pursuant to Rule 720(4) of the Catalist Rules, all directors must submit themselves for re-nomination and re-appointment at least once every three (3) years.

The NC recommended to the Board that Mr Chin Sek Peng and Mr Chong Eng Wee be nominated for re-election pursuant to Regulation 97 of the Company's Constitution at the forthcoming AGM and the Board has accepted the NC's recommendation.

In recommending the re-election of Mr Chin Sek Peng and Mr Chong Eng Wee, the NC has considered the Directors' overall contribution and performance, each member of the NC had abstained from deliberation in respect of his own nomination and assessment. In addition, there are no relationships, including immediate family relationships between Mr Chin Sek Peng and Mr Chong Eng Wee and the other Directors, the Company, its related corporations, its substantial shareholders or officers which may affect their independence. The Board considers Mr Chin Sek Peng and Mr Chong Eng Wee to be independent for the purpose of Rule 704(7) of the Catalist Rules.

As stated above, Mr Ng Li Yong was appointed as an Independent Non-Executive Director on 11 June 2013 and has served as an Independent and Non-Executive Director for more than 9 years. Pursuant to Rule 406(3)(d)(iv) of the Catalist Rules read with Paragraph 2.1 of SGX Transitional Practice Note 3 on Transitional Arrangements regarding the Tenure Limit for Independent Directors, following the conclusion of the AGM, Mr Ng Li Yong will no longer be considered independent. As part of the Board rejuvenation process, Mr Ng Li Yong will be retiring and will not be seeking re-election at the AGM. Accordingly, at the conclusion of the AGM, he will also step down from his position as the Chairman of the Remuneration and Nominating Committees, as well as a member of the Audit Committee. To ensure compliance with the Catalist Rules and the relevant provisions of the Code, the Company will be sourcing for additional Independent Director(s) and will provide shareholders with updates on the foregoing in due course.

Additional Information on Directors seeking Re-election

The table below summarises the information as set out in Appendix 7F to the Catalist Rules pursuant the to requirement under Rule 720(5) of the Catalist Rules for Directors who will be seeking re-election as Directors of the Company:

Name of Director	**Mr Chin Sek Peng**	**Mr Chong Eng Wee**
Date of appointment	26 March 2024	5 July 2024
Date of last re-appointment (if applicable)	Not Applicable	Not Applicable
Age	68	44
Country of principal residence	Singapore	Singapore
The Board's comments on the NC's recommendation for re-election	The Board has accepted the NC's recommendation, who has reviewed Mr Chin Sek Peng's qualification and working experience, and is of the view that he has the requisite experience and capabilities as an Independent and Non-Executive Director of the Company.	The Board has accepted the NC's recommendation, who has reviewed Mr Chong Eng Wee's qualification and working experience, including the existing nature of his principal commitments vis-à-vis his multiple directorships in companies with different financial year ends, and is of the view that he has the requisite experience and capabilities as an Independent and Non-Executive Director of the Company.
Whether appointment is executive, and if so, the area of responsibility	Non-Executive	Non-Executive
Job title	Independent and Non-Executive Director, Chairman of Audit Committee and member of Nominating and Remuneration Committees	Independent and Non-Executive Director and member of Audit and Remuneration Committees

Name of Director	Mr Chin Sek Peng	Mr Chong Eng Wee
Professional qualifications	1. Fellow Member of the Institute of Singapore Chartered Accountants 2. Fellow Member of the Institute of Chartered Accountants in England and Wales 3. Business and Finance Professional 4. Ordinary Member of the Singapore Institute of Directors 5. BA (Hons) Accounting and Finance, Lancaster University, UK	1. Admitted as Advocate & Solicitor of Supreme Court of Singapore 2. Admitted as Solicitor of the High Court of Hong Kong 3. Admitted as Barrister & Solicitor of High Court of New Zealand 4. Admitted as lawyer of the Supreme Court of New South Wales, Australia 5. Postgraduate Practical Course in Law, Board of Legal Education, Singapore 6. Graduate Diploma in Singapore Law, National University of Singapore 7. Certificate for Professional Legal Studies course (New Zealand), Institution of Professional Legal Studies 8. Bachelor of Laws, Victoria University of Wellington
Working experience and occupation(s) during the past 10 years	2002 to 2023 – Co-founder and Director of PKF-Cap Advisory Partners Pte Ltd 2017 to 2020 – Managing Partner of PKF entities in Singapore 2021 to 2023 – Executive Chairman of PKF entities in Singapore	2021 to Present – Managing Director of Chevalier Law LLC 2023 to Present – Partner of Nixon Peabody CWL 2017 to 2021 – Partner & Head of Corporate of Kennedys Legal Solutions Pte. Ltd. 2015 to 2017 – Partner & Deputy Head, Capital Markets & International China Practice of RHTLaw Taylor Wessing LLP 2011 to 2015 - Associate Director & Representative of Shanghai Representative Office of Duane Morris & Selvam LLP
Shareholding interest in the listed issuer and its subsidiaries	None	None
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	None	None
Conflict of interest (including any competing business)	None	None
Undertaking submitted to the listed issuer in the form of Appendix 7.7 (Listing Rule 720(1))	Yes	Yes

Name of Director	**Mr Chin Sek Peng**	**Mr Chong Eng Wee**
Other Principal Commitments Including Directorships	**Past (for the last 5 years)** Director of: • Sunpower Group Ltd • TEE International Ltd • Amcorp Global Ltd (formerly known as TEE Land Ltd) • Sitra Holdings (International) Ltd • PKF-Cap Advisory Partners Pte Ltd • PKF-Cap Risk Consulting Pte Ltd • PKF-HT Khoo PAC • PKF-ACPA Management Consultants Pte Ltd • PKF-Khoo Management Services Pte Ltd • PKF-Cap T ax Solutions Pte Ltd • Singapore Women's & Children's Medical Group Ltd (SWCMG) Other principal commitments: • Partner, PKF-CAP LLP • Executive Chairman, PKF entities in Singapore • Managing Partner, PKF entities in Singapore **Present:** Director of: • Cortina Holdings Ltd (up to 26 July 2024) • C&L Business Advisors Pte Ltd	**Past (for the last 5 years)** Director of: • GS Holdings Limited • KTL Global Limited • Wish Hospitality Holdings Private Limited • Wish Health Management (Shanghai) Co. Ltd • Kingsblade Asia Pte. Ltd. Other principal commitments: • Consultant, Nixon Peabody CWL **Present:** Director of: • AJJ Medtech Holdings Limited • Heatec Jietong Holdings Limited • Willas-Array Electronics (Holdings) Limited • China Yuanbang Property Holdings Limited • Polaris Ltd. • Chevalier Law LLC • Chevalier CS Pte. Ltd. • Coronet Ventures (Singapore) Pte. Ltd. • Lucky Sesa Pte. Ltd. Other principal commitments: • Managing Director, Chevalier Law LLC • Partner, Nixon Peabody CWL
(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	No

Name of Director	Mr Chin Sek Peng	Mr Chong Eng Wee
(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 or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	No
(c) Whether there is any unsatisfied judgment against him?	No	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	No
(e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No

Name of Director	Mr Chin Sek Peng	Mr Chong Eng Wee
(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 of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	Yes In October 2019, Mr Chin and his partner were appointed joint receivers ("Receivers") by his client ("**Lender**") over the charged assets of the Borrowers in relation to a loan made to the Borrowers in 2016. In the loan agreement, the Lender is entitled to additional interest on the loan and the interest is calculated based on the valuation of certain properties owned by the Borrowers. The Borrowers disputed on this additional interest claimed by the Lender and in January 2020, the Borrowers took up a lawsuit against the Lender on grounds that the loan agreement is not valid. Additionally, the Borrowers also took legal action against Mr Chin and his partner as joint receivers by challenging the validity of their appointment as receivers under the security documents. At the pre-trial conference in April 2020, parties agreed to pursue mediation in an attempt to settle the dispute. The mediation was held in June 2020 but was not successful. The case proceeded to trial and in December 2021 the judgement came out in favour of the Receivers with all the allegations made by the plaintiffs being dismissed.	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	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	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	No

Name of Director	Mr Chin Sek Peng	Mr Chong Eng Wee
(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	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	No
(iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No	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 of business trust?	No	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	No
Any prior experience as a director of an issuer listed on the Exchange?	Not applicable. This is a re-election of a Director.	Not applicable. This is a re-election of a Director.

Name of Director	Mr Chin Sek Peng	Mr Chong Eng Wee
If yes, please provide details of prior experience.	Not applicable. This is a re-election of a Director.	Not applicable. This is a re-election of a Director.
If no, please state if the director has attended or will be attending training on the roles and responsibilities of a listed issuer as prescribed by the Exchange.	Not applicable. This is a re-election of a Director.	Not applicable. This is a re-election of a Director.
Please provide details of relevant experience and the NC's reasons for not requiring the director to undergo training as prescribed by the Exchange (if applicable).	Not applicable. This is a re-election of a Director.	Not applicable. This is a re-election of a Director.

Details of the Directors' academic and professional qualifications and directorships for both present and those held over the preceding five (5) years in other listed companies and other principal commitments are set out under the section "Board of Directors" in the Annual Report and below:

Name of Directors	**Designation**	**Date of initial appointment/last re-election**	**Directorships in other listed companies**	
			Current	**Past 5 Years**
Dr Terence Tea Yeok Kian	Executive Chairman and Managing Director	11 March 2013/ 28 November 2023	Jubilee Industries Holdings Ltd. MClean Technologies Berhad	EG Industries Berhad
Mr Ng Li Yong	Lead Independent Director	11 June 2013/ 30 July 2021	–	C&G Environmental Protection Holdings Limited
Mr Chin Sek Peng	Independent and Non-Executive Director	26 March 2024/ Not Applicable	Cortina Holdings Ltd (up to 26 July 2024)	Sunpower Group Ltd TEE International Ltd Amcorp Global Ltd (formerly known as TEE Land Ltd) Sitra Holdings (International) Ltd
Mr Chong Eng Wee	Independent and Non-Executive Director	5 July 2024/ Not applicable	AJJ Medtech Holdings Limited Heatec Jietong Holdings Limited Willas-Array Electronics (Holdings) Limited China Yuanbang Property Holdings Limited Polaris Ltd.	GS Holdings Limited KTL Global Limited

REMUNERATION MATTERS

PROCEDURES FOR DEVELOPING REMUNERATION POLICIES

Principle 6: The Board has a formal and transparent procedure for developing policies on director and executive remuneration, and for fixing the remuneration packages of individual directors and key management personnel. No director is involved in deciding his or her own remuneration.

As at the date of this Report, the RC comprises three (3) members, all of whom, including the Chairman, are Independent and Non-Executive Directors:

Mr Ng Li Yong (Chairman)
Mr Chin Sek Peng (Member)
Mr Chong Eng Wee (Member)

The RC is governed by the RC's terms of reference which describe the duties and powers of the RC.

The RC is responsible for:

1. Reviewing and recommending to the Board in consultation with the management and the Managing Director, a framework for remuneration and determine the specific remuneration packages and terms of employment for each of the Executive Director and Senior Executive/Divisional Director of the Group including those employees related to the Executive Directors and/or controlling shareholders of the Group and to ensure that it is appropriate to attract, retain and motivate them to run the Group successfully. The RC may engage experts in the field of executive compensation whenever required;

2. Reviewing the fairness and reasonableness of the termination clauses of the service agreements of each Executive Director and Senior Executive/Divisional Director of the Group to ensure that such contracts of service contain fair and reasonable termination clauses which are not overly generous, with an aim to be fair and avoid rewarding poor performance;

3. Reviewing on a yearly basis, the remuneration packages for each Executive Director, which covers all aspects of remuneration, including but not limited to Directors' fees, salaries, allowances, bonuses, options, share based incentives and awards, and benefits in kind;

4. Recommending the payment of fees to Non-Executive Directors and to ensure that the quantum commensurate with the Non-Executive Directors' contribution to the Board and the Company; and

5. Overseeing and administering performance share plan.

The RC may seek professional advice from external consultants on remuneration matters whenever required. No remuneration consultants were engaged by the Company in FY2024.

LEVEL AND MIX OF REMUNERATION

Principle 7: The level and structure of remuneration of the Board and key management personnel are appropriate and proportionate to the sustained performance and value creation of the Company, taking into account the strategic objectives of the Company.

In setting remuneration packages, the RC takes into account the performance of the Group as well as the Directors and key management personnel aligning their interests with those of the shareholders and linking rewards to corporate and individual performance as well as industry benchmarks. The review of remuneration packages takes into consideration the long-term interests of the Group. The review covers all aspects of remuneration including salaries, fees, allowances, bonuses, options and benefits-in-kind. The RC's recommendations are made in consultation with the Chairman of the Board and submitted for endorsement by the entire Board.

The RC recommends the compensation for Independent and Non-Executive Directors, taking into account factors such as time spent, level of contribution and the responsibility of the Directors, the current market circumstances, long-term interests and risk policies of the Company, and the need to attract directors of experience and standing. The Independent and Non-Executive Directors' fees are compared against market standards to ensure that they are in line with market norms and to ensure their independence are not compromised. The payment of Directors' fees is subject to the approval of shareholders at the AGM.

The Directors do not participate in any discussion concerning their own remuneration.

The RC administers the Accrelist Performance Share Plan ("**Accrelist PSP 2023**"), which was approved and adopted pursuant to approval from shareholders at the extraordinary general meeting held on 27 February 2023. The performance-related elements of remuneration are designed to align the interests of management and employees with those of shareholders and to link their rewards to corporate and individual performance. The Accrelist PSP 2023 is also extended to the Group's Independent and Non-Executive Directors so as to better align the interests of such Independent and Non-Executive Directors with the interest of shareholders. The RC will reclaim the share awards granted to the Directors and employees who left the Company prior to the end of the vesting period of share awards.

The purpose of the Accrelist PSP 2023 is to provide an opportunity for the Group's employees who have met the performance targets to be remunerated not just through cash bonuses but also by an equity stake in the Company.

DISCLOSURE ON REMUNERATION

Principle 8: The Company is transparent on its remuneration policies, level and mix of remuneration, the procedures for setting remuneration, and the relationships between remuneration, performance and value creation.

The remuneration of the Directors and the key management personnel for FY2024, are disclosed below. The disclosure is to enable shareholders to understand the link between remuneration paid to the Directors and key management personnel and their performances.

The Group's remuneration policy is to provide compensation packages at market rates that reward successful performance and to attract, retain and motivate Directors and key management personnel. The remuneration packages take into account the performance of the Group, the individual Directors and individual key management personnel.

The Executive Chairman and Managing Director does not receive Directors' fees. His remuneration is governed by his service agreement, which was renewed on 5 August 2022. The RC and the Board have reviewed and approved the service agreement without any changes to the remuneration packages.

The Independent and Non-Executive Directors receive only Directors' fees. Directors' fees are proposed by the Executive Chairman and Managing Director together with the RC based on the effort, time spent and the responsibilities of the individual Independent and Non-Executive Directors. They have not been over-compensated to the extent that their independence is compromised and their total remuneration is recommended for shareholders' approval at AGM. As disclosed in the annual report of the Company in respect of FY2024, the Directors' fees of S$180,000 was approved by Shareholders at the AGM which was held on 28 November 2023. Payment for Directors' fees are made semi-annually in arrears. The Directors' fees for the Independent and Non-Executive Directors of S$180,000 for the financial year ending 31 March 2025 have been recommended by the Board and will be tabled for approval by Shareholders at the forthcoming AGM where this would be paid semi-annually.

The compensation packages for employees, including the key management personnel, comprises a fixed component (base salary), a variable component (share-based payout through the Accrelist PSP 2023) and benefits-in-kind, where applicable, taking into account amongst other factors, the individual's performance, the performance of the Group and industry practices. An annual review of the compensation is carried out by the RC to ensure that the remuneration of the key management personnel commensurate with their performance and that of the Company, giving due regard to the financial and commercial health and business needs of the Group. In structuring the compensation framework, the RC also takes into account the risk policies of the Group, the need for the compensation to be symmetric with the risk outcomes and the time horizon of risks.

The Code recommends that:

(1) the Company should fully disclose the amount and breakdown of remuneration of each individual Director and the Chief Executive Officer on a named basis; and

(2) the Company should disclose in aggregate the total remuneration paid to the top five (5) key management personnel (who are not Directors or the Chief Executive Officer).

After careful consideration and taking into the account the confidential and commercial sensitivities associated with remuneration matter and the highly competitive human resource environment in which the Group operates, the Board is of the view that notwithstanding the deviation to Provision 8.1 of the Code, the Company is transparent on its remuneration policies, which has been disclosed not only as part of compliance with Principle 8 but also in respect of Principle 7 of the Code. The Company has also disclosed the remuneration of each Director and key management personnel in remuneration bands with breakdown of the components of their remuneration, for transparency. Accordingly, the Board is of the view that the current non-disclosure of the exact quantum of the remuneration of each Director and key management personnel presented herein in this Report is sufficient and will not be prejudicial to the interest of shareholders and complies with the intent of Provision 8.1 of the Code.

The Company has disclosed the remuneration of the Directors and the key management personnel in the bands of S$250,000. The breakdown (in percentage terms) of each Director's and key management personnel's remuneration for FY2024 are as follows:

Remuneration for the Directors

Name	Salary	Bonus	Fringe Benefits	Directors' Fees	Total
	%	%	%	%	%
Between S$250,000 and S$500,000					
Dr Terence Tea Yeok Kian	73	12	15	0	100
Below S$250,000					
Mr Ng Li Yong	0	0	0	100	100
Mr Lim Yeow Hua[1]	0	0	0	100	100
Mr Yeo Hwee Tiong[2]	0	0	0	100	100
Mr Chin Sek Peng[3]	0	0	0	100	100
Mr Chong Eng Wee[4]	0	0	0	0	0

1 Mr Lim Yeow Hua @ Lim You Qin resigned as Independent Director of the Company on 25 March 2024.
2 Mr Yeo Hwee Tiong resigned as Independent Director of the Company on 5 April 2024.
3 Mr Chin Sek Peng was appointed as Independent Director on 26 March 2024.
4 Mr Chong Eng Wee was appointed as an Independent Director on 5 July 2024.

Remuneration of the top key management personnel

Name	Salary	Bonus	Fringe Benefits	Total %
	%	%	%	%
Below S$250,000 Mr Loh Eng Lock, Kelvin (Chief Financial Officer and Joint Company Secretary)	81	7	12	100

The Company does not have any employees who is an immediate family member of a Director, the Executive Chairman and Managing Director or a substantial shareholder, and whose remuneration for FY2024 exceeds S$100,000.

For the purpose of Rule 704(10) of the Catalist Rules, the Company hereby confirms that there are no persons occupying managerial position who are related to Director, Executive Chairman and Managing Director or a substantial shareholder of the Company.

The share award given to a selected person will be determined at the discretion of the RC. The RC will take into account factors such as the selected person's capability, scope of responsibility, skill and his/her vulnerability to leaving the employment of the Group. In deciding on a share award to be granted to a selected person, the RC will also consider all aspects of the compensation and/or benefits given to the selected person and such other share-based incentive schemes of the Company, if any. The RC may also approve the specific criteria and performance targets for each of its business units set by the management, taking into account factors such as the business goals and directions of the Company and the Group for each financial year, the actual job scope and responsibilities of the selected person and the prevailing economic conditions.

During FY2024, 3,721,114 new ordinary shares in the capital of the Company were issued to an eligible participant of the Group for FY2024 under the Accrelist PSP 2023. Further details on Accrelist PSP 2023 are set out in the Directors' Statement of this Annual Report.

The remuneration package of Executive Director and the compensation structure of the key management personnel comprises of a fixed salary, bonus and other benefits. The bonus component is based on the performance of the Group as a whole and their individual performance. This is designed to align remuneration with the interests of the shareholders and link rewards to corporate and individual performance so as to promote long-term sustainability of the Group.

ACCOUNTABILITY AND AUDIT

RISK MANAGEMENT AND INTERNAL CONTROLS

Principle 9: The Board is responsible for the governance of risk and ensures that Management maintains a sound system of risk management and internal controls, to safeguard the interests of the Company and its shareholders.

The Company does not have a separate risk management committee. The Board acknowledges that it is responsible for the overall internal control framework, but recognises that no cost-effective control system will preclude all errors and irregularities, as a system is designed to manage rather than eliminate the risk of failure to achieve business objectives, and can provide only reasonable and not absolute assurance against material misstatement or loss.

The Group has implemented a system of internal controls designed to provide reasonable but not absolute assurance that assets are safeguarded, proper accounting records are maintained, operational controls are adequate and business risks are suitably managed. The Board determines the nature and extent of the significant risks which the Company is willing to take in achieving its strategic objectives and value creation. The Board with the support of the AC, oversees the management in the design, implementation and monitoring of the risk management and internal control systems, and reviews the adequacy and effectiveness of such systems at least annually.

The external and internal auditors conduct annual reviews of the effectiveness of the Group's key internal controls, including financial, operational, compliance and information technology controls, and risk management. Any material non-compliance or lapses in internal controls, together with recommendations for improvement, are reported to the AC and the Board. The timely and proper implementation of all required corrective, preventive or improvement measures are closely monitored.

In presenting the annual financial statements and announcements of financial results to shareholders, it is the aim of the Board to provide shareholders with a balanced and understandable assessment of the Company's and the Group's performance, position and prospects. The management currently provides the Board with appropriately detailed management accounts of the Group's performance, position and prospects on a monthly basis.

The Board has received assurance from the Managing Director and Chief Financial Officer:

(1) that the financial records for financial year ended 31 March 2024 have been properly maintained and the financial statements have been properly prepared to give a true and fair view of the Group's operations and finances; and

(2) regarding the adequacy and effectiveness of the Group's risk management and internal control systems.

The Board ensures that all relevant compliance and regulatory updates are highlighted from time to time to ensure adequate compliance with the regulatory requirements.

AUDIT COMMITTEE

Principle 10: The Board has an Audit Committee which discharges its duties objectively.

As at the date of this Report, the AC comprises three (3) members, all of whom, including the Chairman, are Independent and Non-Executive Directors:

Mr Chin Sek Peng	(Chairman)
Mr Ng Li Yong	(Member)
Mr Chong Eng Wee	(Member)

The AC members collectively have many years of experience in accounting, audit, business and financial management. The Board considers that the members of the AC are appropriately qualified to discharge the responsibilities of the AC.

In accordance with Provision 10.3 of the Code, the AC does not comprise former partners or directors of the Company's existing auditing firm or auditing corporation: (a) within a period of two years commencing on the date of their ceasing to be partner of the auditing firm or director of the auditing corporation; and in the case, (b) for as long as they have any financial interest in the auditing firm or auditing corporation.

The AC has its own written terms of reference. Specifically, the AC meets on a periodic basis to perform the following functions:

1. Review with the internal and external auditors, the scope, audit plans, and the results of their examinations and evaluation of the Group's system of internal accounting controls or internal audit procedures;

2. Review the adequacy of the Group's financial and management reporting system including the effectiveness of material internal financial controls, operational and compliance controls, and risk management policies;

3. Review the financial statements of the Group to ensure integrity before submission to the Board for approval and the external auditors' report on those financial statements, if any;

4. Review any related significant findings and recommendations of the internal and external auditors together with management's responses thereto;

5. Review interested person transactions, if any, in accordance with the Catalist Rules;

6. Review legal and regulatory matters that may have a material impact on the financial statements;

7. Review the half-yearly and annual results announcements as well as the related press releases on the results of the Group;

8. Review the independence of external auditors on an annual basis;

9. Review the arrangements by which staff of the Group may, in confidence raise concerns about the possible improprieties in matters of financial reporting and other matters;

10. Review the assistance given by the management to internal and external auditors;

11. Generally, undertake such other functions and duties as may be required by statute or the Catalist Rules (as thereafter defined), or by such amendments as may be made thereto from time to time;

12. Review the key financial risk areas, with a view to providing an independent oversight on the Group's financial reporting, the outcome of such review to be disclosed in the annual reports or, where findings are material, announced immediately via the SGXNET;

13. Ensure that the internal audit function is adequately resourced and has appropriate standing within the Company. For the avoidance of doubt, the internal audit function can be either in-house, outsourced to a reputable accounting/ auditing firm or performed by a majority shareholder, holding company, parent company or controlling enterprise with an internal audit staff. (The internal auditor's primary line of reporting should be to the Chairman of the AC although he would also report administratively to the Managing Director. The internal auditors should meet or exceed the standards set by nationally or internationally recognised professional bodies including the Standards for the Professional Practice set by The Institute of Internal Auditors);

14. Review the adequacy, effectiveness, independence, scope and results of the external audit and internal audit function annually;

15. Ensure that a review of the effectiveness of the Company's internal controls, including financial, operational, compliance and information technology controls, and risk management is conducted annually;

16. Review the assurance from the CEO and the CFO on the financial records and financial statements;

17. Recommend to the Board on: (i) the proposals to the shareholders on the appointment and removal of external auditor; and (ii) the remuneration and terms of engagement of the external auditor; and

18. Review any whistle-blowing report.

The AC is also authorised to investigate any matter within its terms of reference and obtain independent professional advice if it deems necessary to discharge its responsibilities. Such expenses are to be borne by the Company. It has full access to and the co-operation of the management and the full discretion to invite any Director or key management personnel to attend its meetings as well as reasonable resources to enable it to discharge its functions properly. During FY2024, the AC has met with the external auditor and internal auditor separately without the presence of the management to review any area of concerns for FY2024. Ad-hoc AC meetings may be conducted from time to time when necessary.

The AC is kept abreast by the management and the external auditor of changes to accounting standards, Catalist Rules of the SGX-ST and other regulations which could have an impact on the Group's business and financial statements.

Moore Stephens LLP was appointed as external auditors of the Company and the Group for FY2024. As such, the AC, with the concurrence of the Board, is of the view that the Company has complied with Rule 712 and 715 of the Catalist Rules. The AC is also satisfied with the level of co-operation rendered by the management to the external auditor and the adequacy of the scope and quality of their audits and had recommended to the Board the nomination of Moore Stephens LLP for re-appointment at the forthcoming AGM.

The aggregate amount of fees paid to the external auditor, Moore Stephens LLP, for FY2024 amounted to approximately S$296,000 for its statutory audit services. There were no non-audit services provided by Moore Stephens LLP.

The Group has implemented a whistle-blowing policy (the "**Policy**") which designated the AC to act as an independent function to investigate whistle-blowing reports made in good faith. The Group will ensure that the identity of the whistle-blower is kept confidential, unless it is required by law to do otherwise and the Group is committed to ensure protection of the whistleblower against detrimental or unfair treatment. The Policy is to enable persons employed by the Group with a channel to report any suspicions of non-compliance with regulations, policies and fraud etc., to the appropriate authority for resolution, without any prejudicial implications for these employees. In this regard, a designated email address has been set up which is accessible only by the designated members of the AC.

The AC oversees and monitors the administration of the Policy. On a case-by-case basis and upon the receipt of complaints, an email would be directly sent to the AC members. The AC Members would discuss the number and nature of complaints received, the results of the investigation, follow-up actions and the unresolved complaints. There was no whistle blowing report received during FY2024.

The Directors recognise that they have overall responsibility to ensure proper financial reporting for the Group and effectiveness of the Group's system of internal controls, including financial, operational, compliance and IT controls, and risk management policies and systems. The AC assists the Board in providing oversight of risk management in the Company. It is responsible for reviewing the adequacy and effectiveness of the Group's risk management systems and internal controls, including financial, operational, compliance and IT controls and reporting to the Board annually its observations on any matters under its purview including risk management, internal controls or financial and management matters as it considers necessary and makes recommendations to the Board as it thinks fit.

The AC reviews the adequacy and effectiveness of the Group's internal controls, including financial, operational, compliance and information technology controls and risk management systems through discussion with management and its auditors and report to the Board. The AC ensures that a review of the effectiveness of the Company's internal controls is conducted at least once annually. The AC has met with the external and internal auditors without management during the year.

The Board has received assurance from the Managing Director and Chief Financial Officer in relation to financial records of the Group for FY2024 have been properly maintained and the financial statements have been properly prepared to give a true and fair view of the Group's operations and finances. In addition, the Managing Director and the key management personnel who are responsible have also given assurance to the Board that the risk management and internal control systems are adequate and effective in addressing the financial, operational, compliance and information technology risks. The system of internal controls and risk management established by the Group provides reasonable, but not absolute, assurance that the Group will not be adversely affected by any event that can be reasonably foreseen as it strives to achieve its business objectives. However, the Board also noted that no form of internal controls and risk management can provide absolute assurance against the occurrence of material errors, poor judgement in decision-making, human errors, losses, fraud or other irregularities.

Based on the internal controls established and maintained by the Group, the assurance from the Managing Director and Chief Financial Officer as described above, the work performed by the internal and external auditors, and reviews performed by management, the Board with the concurrence of the AC is of the opinion that the Group's risk management systems and internal controls are adequate and effective to address the key financial, operational, compliance, and information technology risks that are significant for FY2024.

The Board understands that it may establish a separate board risk committee or otherwise assess appropriate means to assist it in carrying out its responsibility of overseeing the Company's risk management framework and policies. The Company does not have a separate board risk committee and will look into the need of establishing a separate board risk committee at a relevant time.

The Board recognises the importance of maintaining an internal audit function to maintain a sound system of internal control within the Group to safeguard shareholders' investments and the Company's assets. Regular reviews of these controls are conducted by the Company's internal and external auditors and any recommendations for improvement are reported to the AC.

The role of the internal auditors is to assist the AC in ensuring that the controls are effective and functioning as intended, to undertake investigations as directed by the AC and to conduct internal audit review of areas assessed as higher risk.

The Company outsources its internal audit functions to NLA Risk Consulting Pte. Ltd., which meets the standards set by internationally recognised professional bodies including the Standards for the Professional Practice of Internal Auditing set by the Institute of Internal Auditors.

The internal auditors would carry out regular cyclical review in phases based on regional presence of the Group with specific focus on sales transactions, inventories and overall effectiveness of the internal controls and reports to the AC Chairman.

The AC has reviewed the internal audit plan and the internal auditor's evaluation of the system of internal controls, their audit findings and management's processes to those findings. The AC is satisfied that the internal audit function is independent and effective, adequately resourced and has the appropriate standing within the Group. The internal auditors have unfettered access to all the Company's documents, records, properties and personnel, including access to the Board, the AC and the Management to perform their internal audit review, where necessary, and have the right to seek information and explanation. The AC will also review the hiring, removal, evaluation and compensation of the accounting or auditing firm or corporation to which the internal audit function of the Company is outsourced.

SHAREHOLDER RIGHTS AND ENGAGEMENT

SHAREHOLDER RIGHTS AND CONDUCT OF GENERAL MEETINGS

Principle 11: The Company treats all shareholders fairly and equitably in order to enable them to exercise shareholders' rights and have the opportunity to communicate their views on matters affecting the Company. The Company gives shareholders a balanced and understandable assessment of its performance, position and prospects.

ENGAGEMENT WITH SHAREHOLDERS

Principle 12: The Company communicates regularly with its shareholder and facilitates the participation of shareholders during general meetings and other dialogues to allow shareholders to communicate their views on various matters affecting the Company.

The Company ensures that timely and adequate disclosure of information on matters of material impact on the Company are made to shareholders of the Company, in compliance with the requirements set out in the Catalist Rules with particular reference to the Corporate Disclosure Policy set out therein. In this respect, the Company announces its results to shareholders on a half yearly basis.

The Company does not practice selective disclosure. Price-sensitive information is first publicly released before the Company meets with investors or analysts.

Information is disseminated to shareholders on a timely basis through:

- SGXNET announcements and news release; and
- Annual Report prepared and issued to all shareholders.

Half year and full year results as well as Annual Reports are announced and issued within the mandatory period via SGXNET. All shareholders could view the announcements of the Company via SGXNET.

The Company's Constitution allows a member of the Company to appoint not more than two (2) proxies to attend and vote on behalf of the member. For the time being, the Board is of the view that this is adequate to enable shareholders to participate in the general meetings of the Company and is not proposing to amend their Constitution to allow votes in absentia.

Due to concerns over the authentication of shareholders' identity information and other related security issue, the Company is not implementing absentia voting methods such as voting via mail, facsimile or email until security integrity and other pertinent issues are satisfactory resolved.

The Board noted that with the Companies (Amendment) Act 2014, a member who is a relevant intermediary is entitled to appoint more than two (2) proxies 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 member. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument appointing a proxy or proxies. "Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act. At the forthcoming AGM, a member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend and vote at the AGM.

Resolutions are passed through a process of voting and shareholdings are entitled to vote in accordance with established voting rules and procedures. In this regard, shareholders of the Company are informed of the rules, including voting procedures that govern general meetings of shareholders. The voting results will be screened at the general meeting and announced via SGXNET after the meeting.

Each distinct issue is proposed as a separate resolution at general meetings. All resolutions proposed at general meetings shall be to put vote by way of a poll pursuant to Rule 730A(2) of the Catalist Rules. An independent external consultant is also appointed as a scrutineer for the poll voting process. Prior to the commencement of the general meeting of shareholders, the scrutineer would review the proxies and the proxy process. A proxy verification process agreed upon with the scrutineer is also in place. Votes cast for, or against, each resolution will be tallied and disclosed at the meeting announcement with detailed results showing the numbers and percentage of votes cast for or against for each resolution will be released via SGXNET after the general meetings. The Company currently does not provide for voting in absentia at the general meetings as the integrity of the information and authentication of the identity of Shareholders and other related security issues remain as a concern to the Company.

All Directors and management are present at the AGM or extraordinary general meeting ("**EGM**"). At all general meetings, shareholders are given the opportunity to address their views and ask Directors or management questions regarding the Group. The external auditors are also present at the AGM to assist the Directors in answering any queries relating to the conduct of the audit and the preparation and content of the auditors' report.

The Company prepares minutes of general meetings incorporating the substantial and relevant comments or queries from shareholders and responses from the Board and management. The Company will publish the minutes of its general meetings within one (1) month from the respective general meetings via SGXNET and the Company's website, in accordance with the Guidance on the Conduct of General Meetings issued by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and the SGX-ST. The Company also publishes its responses to substantial and relevant questions on the SGXNET.

The attendance of Directors for the AGM held on 28 November 2023 is disclosed on page 15.

The Company does not have a policy on payment of dividends. The form, frequency and amount of dividends will depend on the Company's earnings, general financial condition, results of operations, capital requirements, cash flow, general business conditions, development plans and other factors as the Directors may deem appropriate. The Board would consider a dividend policy at an appropriate time.

The Company had engaged Waterbrooks Consultants Pte. Ltd. ("**Investor Relations**") as dedicated investor relations teams to handle investor queries and assist on all matters related to investor relations.

To enhance and encourage communication with shareholders and investors, the Company provides the contact information of its Investor Relations in its press releases. Shareholders and investors can send their enquiries to the Company's Investor Relations who can be reached by email or telephone.

MANAGING STAKEHOLDERS' RELATIONSHIP

ENGAGEMENT WITH STAKEHOLDERS

Principle 13: The Board adopts an inclusive approach by considering and balancing the needs and interests of material stakeholders, as part of its overall responsibility to ensure that the best interests of the Company are served.

The Company has identified key stakeholder groups which have a significant influence and interest in the Company's operations and business, and will engage these stakeholders actively to understand their views, concerns and objectives. The key stakeholders identified are vendors, employees, investees, investors, business partners and the government and relevant regulators of countries in which the Group operates in.

The Company maintains a corporate website at http://www.accrelist.com.sg to communicate and engage with stakeholders.

ADDITIONAL INFORMATION

Dealings in Securities

In line with Rule 1204(19) of the Catalist Rules, the Company has in place a code of conduct on share dealings by the Directors and its employees. The Directors, the management and employees of the Group are not permitted to deal in the Company's shares during the period commencing one (1) month before the announcement of the Company's half year and full year financial results and ending on the date of announcement of such financial results, or when they are in possession of unpublished price-sensitive information on the Group. In addition, the Directors, the management and employees of the Group are discouraged from dealing in the Company's shares on short-term considerations.

The Directors, management and employees of the Group are expected to observe all applicable insider trading laws at all times even when dealing in securities within permitted trading period.

Interested Person Transactions

The Company has established procedures to ensure that all transactions with interested persons ("**IPT**") are reported in a timely manner to the AC and transactions are conducted on arm's length basis and are not prejudicial to the interests of shareholders. The Board and the AC will review all interested person transactions to be entered to ensure that the relevant rules under Chapter 9 of Catalist Rules are complied.

There were no interested person transactions which were more than S$100,000 entered into during FY2024. The Group does not have any general mandate from shareholders pursuant to Rule 920 of the Catalist Rules of the current financial year.

Material Contracts

There were no material contracts of the Company or its subsidiaries involving the interests of the Managing Director, any Director or controlling shareholders either still subsisting as at 31 March 2024 or if not then subsisting, entered into since the end of the previous financial year.

Non-Sponsor Fees

In accordance with Rule 1204(21) of the Catalist Rules, there was no non-sponsor fee paid/payable to the Sponsor, RHT Capital Pte. Ltd., by the Company for FY2024.

ACCRELIST LTD.
UNEARTHING TOMORROW'S GEM

Sustainability Report FY2024

BOARD STATEMENT

The Board of Directors (the "**Board**") of Accrelist Ltd. ("**Accrelist**" or the "**Company**", together with its subsidiaries, the "**Group**") is pleased to present its seventh annual sustainability report for the financial year ended 31 March 2024 ("**FY2024**"). This report highlights our sustainability performance and demonstrates our efforts to enhance the Group's financial, organisational, social, and environmental resilience by diversifying our product portfolio and customer mix across all business units.

Throughout FY2024, we made significant strides in various aspects of our sustainability initiatives. In our economic performance, we have continued to deliver robust and sustainable economic value and growth. Despite the challenges posed by global economic conditions, our strategic initiatives have ensured the continued support of our stakeholders and the long-term success of the Group. The acquisition of SJY Medical's four clinics and the expansion of A.M Aesthetics have been pivotal in enhancing our market position and service offerings.

Our environmental efforts are centred on mitigating climate-related risks and reducing our environmental footprint. We have implemented energy conservation measures and are exploring additional energy-saving initiatives. Our focus on managing greenhouse gas emissions and improving our resource efficiency reflects our commitment to environmental stewardship.

On the social front, we have strengthened our commitment to our employees by fostering a respectful and motivating work environment. Our employment policies are aligned with the recommendations of Singapore's Tripartite Alliance for Fair & Progressive Employment Practices ("**TAFEP**"). We have also prioritised the health and safety of our customers and employees, ensuring that all our medical aesthetic services adhere to high standards of quality and safety.

Governance remains a cornerstone of our sustainability strategy. The Board plays an active role in overseeing the Group's sustainability approach, supported by senior management's efforts to develop and implement effective initiatives, policies, and processes. Our governance framework ensures that we are well-equipped to manage Economic, Environmental, Social, and Governance ("**EESG**") factors, which are monitored by the Board, and align our operations with our strategic objectives.

In closing, we would like to extend our heartfelt appreciation to all our stakeholders for their unwavering support as we continue our sustainability journey. Your trust and collaboration are integral to our success, and we remain committed to creating long-term value through sustainable and responsible business practices.

Dr Terence Tea Yeok Kian
Executive Chairman and Managing Director

ABOUT THIS REPORT

REPORTING PERIOD AND SCOPE

This report covers the sustainability performance of the Group's Medical Aesthetics business units under the Accrelist Medical Aesthetics group of companies (collectively known as "**A.M Aesthetics**") and A.M. Skincare Pte. Ltd. ("**A.M Skincare**") for the period between 1 April 2023 to 31 March 2024. The sustainability performance of the Mechanical business unit under Jubilee Industries Holdings Ltd. ("**Jubilee**"), which Accrelist currently holds a 53.31% controlling stake in, will be covered in Jubilee's FY2024 annual report. Where possible, relevant data from prior years has been included to allow for a comparison of our performance over time.

Under A.M Aesthetics, we currently operate 14 clinics, 13 of which are in Singapore while one clinic is in Penang, Malaysia. We also completed the acquisition of SJY Medical Pte. Ltd, which was announced in July 2023.[1]

SUSTAINABILITY FRAMEWORK

This report has been prepared with reference to the Global Reporting Initiative ("**GRI**") Standards 2021 as well as the Task Force on Climate-related Financial Disclosures ("**TCFD**") framework. We have adopted the GRI Standards as it provides comprehensive guidance on creating sustainability reports that are accurate, reliable, comparable across time, and decision-useful to our stakeholders. Meanwhile, we have begun using the TCFD framework in FY2024 to report on our climate-related disclosures in line with global best practices and the clarion call for corporates to demonstrate their contributions towards a more climate-resilient future. The Group plans to adopt the full suite of TCFD recommendations in a phased approach and over the course of subsequent reporting periods.

The report has also been prepared in compliance with the Singapore Exchange Securities Trading Limited's ("**SGX-ST**") Rules 711A and 711B, as well as Practice Note 7F, involving the timely publication of the sustainability report as well as the inclusion of the six primary components of a sustainability report on a "comply or explain" basis, respectively.

ASSURANCE

The data and information presented in this report are accurate and reliable to the best of our knowledge. Additionally, an internal audit of the report was conducted in July 2024, which included a review of selected areas of the sustainability reporting process, such as the determination of material EESG factors, by the Internal Auditor. While we have not sought external independent assurance for this report, we will consider doing so for future sustainability reports to further enhance transparency and stakeholder confidence.

ACCESSIBILITY AND FEEDBACK

In line with our push towards sustainability, this report can be assessed digitally on the Group's corporate website at https://accrelist.listedcompany.com/sr.html. Stakeholder feedback is important to us, and we welcome any comments, suggestions, or insights regarding this sustainability report or any of our sustainability initiatives, practices, and policies at enquiries@accrelist.com.sg.

1 The announcement can be found at https://links.sgx.com/1.0.0/corporate-announcements/86N56E8G2CN9EBX8/3ec2581e54bdf2592c557113eece099af889cd8ce3658e85c739b723431e5269

CORPORATE PROFILE

Headquartered in Singapore with operations in several neighbouring countries, our core business segments are A.M Aesthetics, A.M Skincare, and Jubilee. Accrelist seeks to create long-term value for our shareholders and business partners by unlocking and adding value to the companies we invest in.

Specialising in medical aesthetic services for Asian skin conditions, A.M Aesthetics has managed to successfully grow its network of clinics over the years. As of 31 March 2024, A.M Aesthetics operates a total of 14 clinics, 13 clinics across Singapore and one overseas clinic in Penang, Malaysia. With the acquisition of SJY Medical's four Singapore-based clinics in April 2023, the total number of clinics we operate has expanded to 14. AM Aesthetics also has 3 new entities – AM Bangkok, AM China, AM Hainan – which are not operational as of the date of this report and are therefore excluded from this year's report.

Under A.M Skincare, we are in the business of clinical skin care products. On top of developing its own line of Original Design Manufacturer ("**ODM**") products, A.M Skincare has set up an online retail shop carrying renowned skincare brands from Korea.

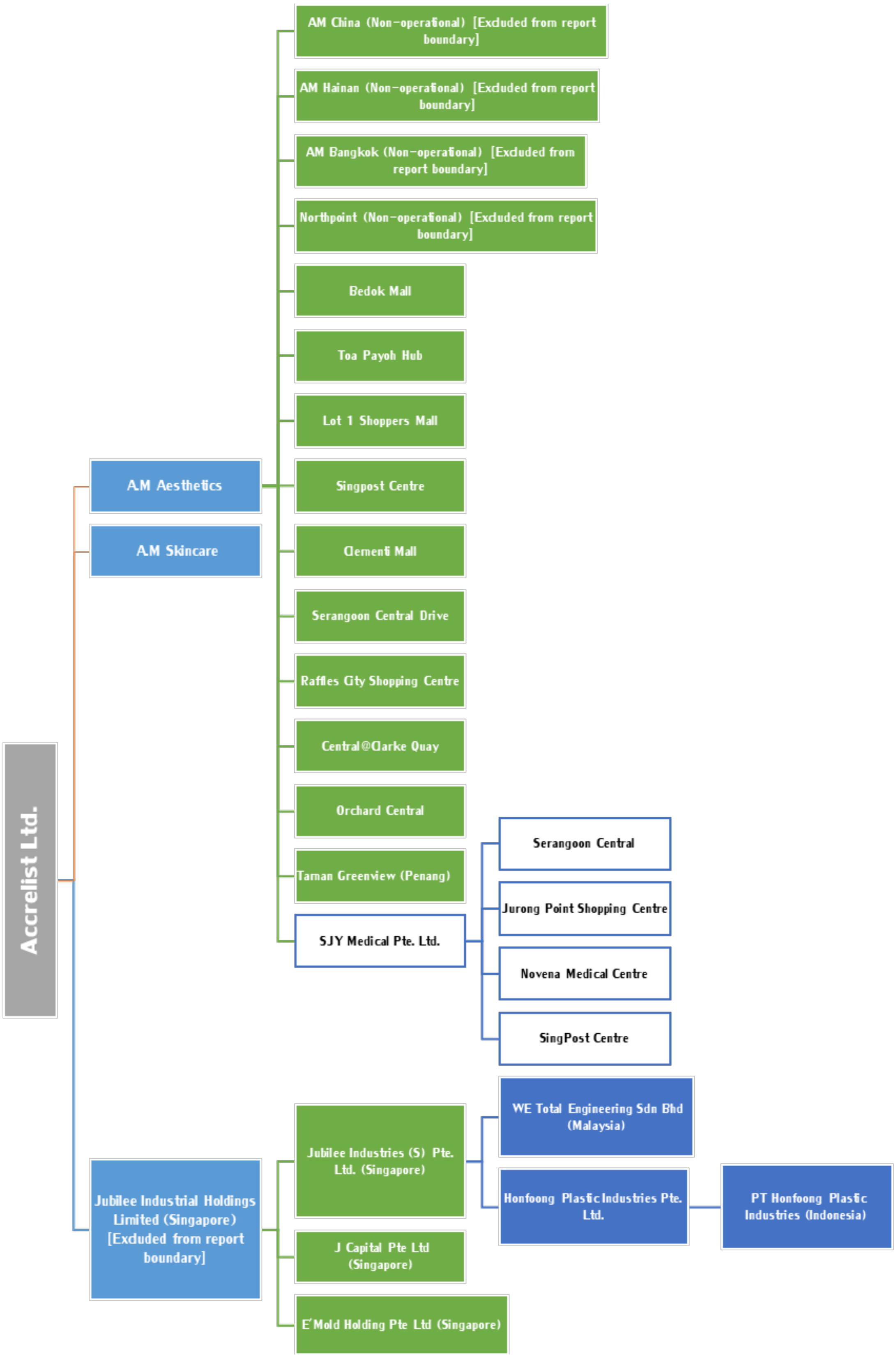
Lastly, Jubilee is a one-stop service provider with one main business segment, Mechanical Business Unit ("**MBU**"). Headquartered in Singapore, Jubilee's production facilities span across Malaysia and Indonesia. Jubilee's products are sold to customers in Singapore, Malaysia, Indonesia, Vietnam, India, the People's Republic of China, the United States of America and various European countries. MBU is engaged primarily in precision plastic injection moulding and mould design and fabrication services.

Please refer to the corporate websites of our key subsidiaries for more information.

- A.M Aesthetics: https://www.amaesthetics.com.sg/
- A.M Skincare: https://am-skincare.com/
- Jubilee: https://www.jihldgs.com/

CORPORATE PROFILE

The diagram below depicts Accrelist's current group structure:



OUR SUSTAINABILITY APPROACH

At Accrelist, sustainability is an integral part of our business. We recognise that to be successful over the long-term, we must conduct our businesses in an environmentally and socially responsible manner and create value that benefits all our stakeholders. To that end, we have established a sustainability governance structure, encompassing both the Board as well as senior management, to provide leadership on sustainability matters and ensure these are effectively integrated into our business operations. Outlined below is our mission statement, vision, and philosophy which guides the Group's approach to business and sustainability.

Our Vision:	愿景
Celebrate the Dawn of Beauty	庆祝黎明的美
Our Mission:	**使命**
We aim to be the leading aesthetics centre that combines the best medical treatment, caring and professional staff, and comprehensive range of therapeutic products to help our customers feel empowered as individuals by enriching their natural beauty.	我们致力于成为领先的医疗美肤中心，将卓越的医疗技术，充满关爱的专业团队和全方位的治疗产品融合在一起，帮助客户通过提升自然美来增强个人魅力。
Our Core Values:	**核心价值**
Integrity **We do what we committed and do it right.**	**正直** 我们履行我们的承诺，并确保做对每一件事。
Reliable **We are dependable, trustworthy, and consistent.**	**可靠** 我们可靠，值得信赖，且始终如一。
Innovation **We make things better through continuous improvement and new ideas**	**创新** 我们通过持续改进和新的理念使事物变得更好。
Service **We create value for our customers by listening to their needs and providing effective and efficient solutions.**	**服务** 我们通过倾听客户的需求，提供有效和高效的解决方案，为客户创造价值。
Excellence **We take pride in our work and aspire to be the best in everything we do**	**卓越** 我们为我们的工作感到自豪，立志在所做的一切中成为最好。

SUSTAINABILITY GOVERNANCE

The Board is collectively responsible for Accrelist's sustainability matters, including climate-related matters, providing strategic guidance on, and ultimately validating the Group's sustainability approach. Meanwhile, the Group's senior management is responsible for developing and implementing initiatives, policies, and processes to address the Group's material EESG issues and monitoring their effectiveness/progress in achieving our EESG metrics and targets. To ensure the Board has effective oversight over the Group's sustainability matters, senior management keeps the Board updated on the Group's sustainability performance by reporting to them on such matters at least once a year. At the same time, senior management also ensures timely communications with both our internal and external stakeholders on sustainability issues, as and when these are required.

To ensure the Board is equipped with the necessary knowledge and skills to effectively carry out its sustainability governance mandate, all members of the Board have undergone an SGX-approved sustainability training for directors of listed companies, in accordance with Rule 720(6) of the Catalist Rules.

STAKEHOLDER ENGAGEMENT

We recognise that the involvement and input of our key stakeholders, whom we identify as those who may be significantly impacted by the Group's business activities and operations, and who can in turn significantly impact the Group's business, is central to the effective management of the Group's material EESG issues. As such, we are committed to fostering constructive two-way communications with our key stakeholders, so we can better understand their perspectives and concerns, while also leveraging their insights on how we can become a more sustainable organisation. We believe such an approach will not only help us to anticipate emerging EESG challenges, but also generate the stakeholder buy-in needed to effectively respond to these challenges.

The following table outlines who our key stakeholders are, the methods and avenues we use to interact and communicate with them, as well as their key concerns:

STAKEHOLDERS	ENGAGEMENT CHANNELS	KEY CONCERNS
Employees	• Induction and orientation program • Staff appraisal • Internal memo • Training	• Staff rights and welfare • Career progression and personal development • Good and safe working environment
Customers	• Frontline interaction at the clinics • Enquiry and feedback channel • Customer service hotlines	• Quality of services and products • After sales service • Fair sales practices • Safe and hygienic practices
Suppliers	• Enquiry and feedback channel	• High standard of business ethics • Minimise downtime of technological and structural support
Investors and Shareholders	• Annual General Meeting • Circulars to shareholders	• High standard of corporate governance • Transparency and timely reporting • Profitability and sustainable returns
Investees	• Frequent discussions and meetings	• Adequacy of funding support
Business Partners	• Frequent discussions and meetings	• Partnership for opportunities and inorganic growth through expansions • High standard of business ethics
Government and Regulators	• Periodic notices • Discussions	• Timely reporting and resolution of issues • Compliance with relevant regulatory regulations

MATERIALITY ASSESSMENT

In FY2022, Accrelist conducted a materiality assessment to identify and prioritise the EESG issues most material to our business. Each topic was evaluated based on its influence/impact on our business operations as well as how influential/ impactful it was to the decisions and/or expectations of our stakeholders. From this, seven EESG topics were identified and subsequently validated by the Board as the Group's material sustainability topics.

Considering that the nature of the Group's business has remained relatively unchanged since FY2022, the Board is of the view that the material EESG topics identified in FY2022 and maintained in FY2023, remain relevant for FY2024. In keeping with our established practice, we will conduct a review of our material EESG topics for their continued relevance each year.

The table below outlines Accrelist's material EESG topics for FY2024, their associated positive and negative impacts, as well as the targets we have set for each across different time horizons, where applicable:

Material Topics	Associated Positive and Negative Impacts	Our Targets		
		Short-term (1-2 years)	Medium-term (2-5 years)	Long-term (more than 5 years)
Our Economic Performance				
Economic Performance	The Group's economic performance is fundamental to its success. Being able to deliver robust and sustainable economic value and growth is integral to ensuring the continued support of our stakeholders, while the reverse may lead to financial ruin and the loss of livelihoods associated with the Group's business activities.	We aim to achieve improvements of 5-10% in our overall economic performance over the short-, medium-, and long-term, subject to the state of the global economy.		
Our Environmental Footprint				
Energy and Water	Energy is a salient risk factor for the Group due to its linkages to our Greenhouse Gas ("GHG") emissions as well as acting as a potential drag on our economic performance in the event of escalating energy costs. Having in place energy conservation measures may thus help us improve both our environmental footprint as well as accruing cost savings to the Group.	We aim to maintain our energy consumption levels, while increasing our manufacturing output. At the same time, we will explore adopting additional energy-saving measures where they are cost-effective and practicable.	We have yet to establish energy-related targets for the medium- and long-term.	
Emissions	With companies' climate performance coming into sharper relief among society and investors, managing our GHG emissions has become ever more important. A poor GHG emissions record may result in financial, legal and/or reputational penalties for our business, whereas progressive improvements may generate new business opportunities.	As this year serves as our baseline data for emissions, we aim to set a reduction target after recording next year's emissions.	We have yet to establish emissions-related targets for the medium- and long-term.	

<table>
<tr><th rowspan="2">Material Topics</th><th rowspan="2">Associated Positive and Negative Impacts</th><th colspan="3">Our Targets</th></tr>
<tr><th>Short-term (1-2 years)</th><th>Medium-term (2-5 years)</th><th>Long-term (more than 5 years)</th></tr>
<tr><td colspan="5">Our Employees</td></tr>
<tr><td>Employment</td><td>Increased employment contributes to economic growth and stability in the regions where Accrelist operates. Job creation supports local communities by providing opportunities for career development and skill enhancement. Higher employment levels can improve overall employee morale and productivity, leading to better business outcomes. However, rapid expansion and increased employment may lead to challenges in maintaining a consistent corporate culture and values across all locations. There is also the potential for higher operational costs associated with training and onboarding new employees. Additionally, there is a risk of overstaffing or inefficient allocation of human resources if growth projections are not met.</td><td colspan="3">We aim to increase our employment numbers in line with gains in our economic performance and the sustainable growth of the business.</td></tr>
<tr><td>Anti-Corruption</td><td>Implementing anti-corruption measures significantly enhances a company's reputation, ensures legal compliance, and attracts investor confidence. It fosters strong business relationships, boosts operational efficiency, and improves employee morale. While these measures may increase operational costs and face initial resistance, they ultimately lead to a more ethical and sustainable business environment. Encouraging whistleblowing and transitioning to corruption-free operations demonstrate a commitment to integrity and transparency.</td><td colspan="3">To have zero complaints/reports relating to employee misconduct or non-compliance with the relevant laws and regulations across the short-, medium-, and long-term.</td></tr>
</table>

<table>
<tr><th rowspan="2">Material Topics</th><th rowspan="2">Associated Positive and Negative Impacts</th><th colspan="3">Our Targets</th></tr>
<tr><th>Short-term (1-2 years)</th><th>Medium-term (2-5 years)</th><th>Long-term (more than 5 years)</th></tr>
<tr><td>Waste and Effluents</td><td>Effective waste and effluent management are crucial for minimising the environmental impact of business operations and ensuring compliance with environmental regulations. Proper waste disposal and treatment can reduce pollution, enhance community relations, and improve the company's reputation as a responsible corporate citizen. However, managing waste and effluents can be challenging and costly, requiring investment in appropriate technology, training, and compliance monitoring. Additionally, improper handling of waste can lead to severe environmental damage, legal penalties, and reputational harm.</td><td>We aim to ensure 100% of our medical waste is handled and disposed of by authorised and licensed waste collectors.</td><td colspan="2">We have yet to establish waste-related targets for the medium- and long-term.</td></tr>
<tr><td>Customer Health and Safety</td><td>Maintaining high standards of customer health and safety can significantly enhance trust and loyalty among customers, leading to a stronger reputation and increased customer satisfaction. Adhering to stringent health and safety regulations helps ensure compliance, reducing the risk of legal issues and associated costs. However, implementing these standards can be costly, involving regular training, equipment upgrades, and compliance checks. Additionally, any lapses or failures in health and safety can lead to severe reputational damage and legal liabilities, making it crucial to allocate adequate resources to these initiatives.</td><td colspan="3">To have zero confirmed cases of non-compliance with the relevant health and safety rules and regulations governing the services and products we offer across the short-, medium-, and long-term.</td></tr>
<tr><td>Customer Privacy</td><td>Protecting customer privacy is essential for building trust and confidence, which can lead to increased customer loyalty and long-term relationships. Strong privacy practices ensure compliance with data protection regulations, reducing the risk of legal penalties and fines. However, ensuring compliance can be expensive, requiring significant investment in technology, staff training, and regular audits. Despite robust systems, human error can still lead to privacy breaches, resulting in legal and reputational repercussions.</td><td colspan="3">To have zero confirmed cases of breaches of customer privacy or PDPA incidents across the short-, medium-, and long-term.</td></tr>
</table>

Economic Performance

For Accrelist to grow in a sustainable manner, the Group must strive to use resources efficiently and responsibly, and that is reflected in our economic performance. In addition, this can only be achieved by practising strong economic governance through adhering to the provisions of the Companies Act 1967 (the "**Act**") and the Singapore Financial Reporting Standards, which means also being verified by independent auditors. Apart from compliance, the Group also developed our own comprehensive risk management strategy in order to protect our finances against possible market fluctuations and economic shocks.

	FY2024 (S$'000)	FY2023 (S$'000)
Economic Value Generated		
Revenue	16,666	19,126
Economic Value Distributed		
Operating costs	11,244	12,482
Employee wages and benefits	11,060	8,532
Payments to providers of capital	274	287
Payments to government by country	27	(49)
Community Investments	–	–
Economic Value Retained		
Net Profit / Loss from Continuing Operations	**(6,182)**	**(2,126)**
Discontinued Operations	**4,302**	**(7,923)**

In FY2024, the Group reported a turnover of S$16.7 million from continuing operations, derived from the AMS and MBU segments, excluding MBU-HF results. This marks a S$2.4 million decrease compared to FY2023's S$19.1 million turnover. AMS revenue decreased by 5.6% due to the shift in spending patterns following the end of COVID-19 travel restrictions. The increased loss after tax was driven by substantial costs related to hiring and training employees for new clinics and integrating the acquired SJY clinics, which incurred a loss of S$0.4 million as efforts to align with A.M. Aesthetics standards are underway.

The Group's AMS segment has remained stable, driven by resilient demand and favourable long-term prospects. An aging population and rising affluence, combined with increased acceptance and accessibility of minimally invasive procedures, have created new opportunities, including a growing market among younger customers and men. This has led to the establishment of more aesthetic clinics, intensifying competition. In Singapore, the Group continues to position A.M Aesthetics as a market leader while expanding its network. The Group acquired a 51% equity interest in SJY in July 2023, rebranding it under A.M Aesthetics, and has expanded existing clinics.

Beyond Singapore, A.M Aesthetics is pursuing growth opportunities in the region. The Group's subsidiary, Accrelist Medical Aesthetics (BM) Pte. Ltd., has incorporated companies in Thailand and China to expand its medical aesthetics business. The Group aims to increase AMS revenue beyond Singapore, focusing on China for new growth opportunities.

Additionally, the Company is expanding its clinical skincare product business through its subsidiary, A.M Skincare. It has developed ODM products with input from a Korean dermatologist and sells both ODM and renowned Korean non-ODM products in clinics and online. Plans to set up a retail shop are underway.

The MBU's turnover was down 33.2% from FY2023. However, the net loss improved by S$1.0 million, from S$1.3 million in FY2023 to S$0.3 million in FY2024. Factors such as foreign exchange volatility, a weakening Singapore dollar, rising crude oil prices, and higher logistics costs have impacted resin prices, MBU's primary raw material. The Group anticipates continued business challenges in the next financial year due to these issues and ongoing pricing pressures from customers. For more details on MBU, please refer to Jubilee's full-year results announcement dated 30 May 2024.[2] The Group is actively exploring new investment opportunities and will update shareholders as suitable prospects arise.

The figures above can also be cross-referenced with the financial figures presented in the financial statement in this AR. For more information on our financial performance and business expenses, please refer to the Operations and Financial Review section of the Annual Report.

2 Please refer to the announcement dated 30 May 2024 on SGX at https://links.sgx.com/1.0.0/corporate-announcements/222YX5X91B2JMQJY/2b2e706c4539cfc549c79ef96c8c7e131e2de00ba18c8bbc58210309b6d27cd4

ANTI-CORRUPTION

At Accrelist, we believe that strong corporate governance and a robust commitment to ethical behaviour is the foundation for a trusted relationship with our stakeholders and ultimately the success of our business. As such, we require all members of our organisation, from our employees to the Board, to uphold high standards of ethical behaviour and comply with the relevant laws and regulations of the countries we operate in over the course of their work, in line with the Group's Code of Business Conduct. To monitor and enforce the above, we have in place several policies, the most notable of which are our Whistleblowing Policy and Interested Person Transactions ("**IPT**") Policy. These are further elaborated on below:

Whistleblowing Policy

All stakeholders and members of the public who witness or suspect any instance of wrongdoing, fraud, or legal malfeasance committed by any member of Accrelist can file a whistleblowing report at *whistleblowing@accrelist.com.sg*. This designated email address is only accessible by the members of our Audit Committee ("**AC**") and every report received will be investigated thoroughly and without prejudice. Throughout the investigation, the identity of the complainant will be protected and kept strictly confidential. Should any reports prove to be substantiated, the appropriate disciplinary actions will be taken against the offenders, including the involvement of the legal authorities if required.

Interested Persons Transactions Policy:

The Group requires all transactions conducted with interested persons (i.e. parties who are related to members of our Board, key management personnel, and/or major shareholders) to be done on an arm's length basis and without any prejudice to the interests of all our shareholders. Every member of Accrelist is required to declare any transactions with interested persons they enter into and these will be reviewed by the AC to ensure compliance with our corporate governance policies and the relevant rules under Chapter 9 of the Catalist Rules. Any IPTs that are suspected as having been done below board or being potentially detrimental to the interest of our shareholders will be flagged out for further investigation and follow-up action.

FY2024 Performance

We are pleased to announce that the Group did not receive any complaints/reports relating to employee misconduct or non-compliance with the relevant laws and regulations for FY2024, either through our Whistleblowing Policy or any other means of communication, nor did we have any confirmed cases of the above. Furthermore, the Group did not have any IPTs with values exceeding S$100,000 in FY2024, nor any IPTs that were flagged out by the AC for potential non-compliance with our corporate governance rules and regulations. Moving forward, we remain committed to maintaining our good compliance track record and upholding high standards of corporate governance and ethical behaviour.

EMPLOYMENT

Our employees are the cornerstone of our business and we are committed to fostering a workforce that feels respected and motivated to do their best for the Group's collective success. To do so, we have established employment policies that aim to be fair and progressive, in line with the recommendations of Singapore's Tripartite Alliance for Fair & Progressive Employment Practices ("**TAFEP**"). This includes hiring and promoting employees on merit rather than personal characteristics like their race, gender, or religion.

Full-time employees are eligible for benefits such as life insurance, healthcare, and parental leave. In FY2024, one employee utilized their parental leave entitlement and successfully returned to work afterward, resulting in a 100% return to work and retention rate.

Furthermore, to allow us to attract and retain the best talent, we offer competitive, performance-based remuneration packages to our employees. As an additional incentive, standout performers are also eligible to receive equity stakes in the Group as part of our Performance Share Plan. All full-time employees are also entitled to benefits including basic life insurance, accessible healthcare options, and parental leave, as outlined in the Employee Handbook and in adherence to the relevant employment and labour laws of the countries we operate in.

Our Employment Profile[3]

Under our A.M Aesthetics and A.M Skincare, we have a total of 88 full-time employees as at 31 March 2024. The tables below outline our employment figures for our Group and metrics for the period between FY2022 and FY2024:

	FY2024	FY2023	FY2022
Breakdown of Employees by Gender			
Male	309	361	420
Female	399	471	546
Breakdown of Employees by Age Group			
18 – 20 years old	52	81	129
21 – 30 years old	320	365	393
31 – 45 years old	145	204	256
46 – 60 years old	190	180	183
Above 60 years old	1	2	5
Total No. of Employees	**708**	**832**	**966**

3 The employment data in the table includes all employees from both Jubilee and Accrelist.

Breakdown of Resignations, New Hires, and Employee Turnover Rates

	FY2024	FY2023	FY2022
No. of Resignations during the year by Gender			
Male	177	395	239
Female	261	252	339
No. of Resignations during the year by Age Group			
18 – 20 years old	122	50	127
21 – 30 years old	268	479	349
31 – 45 years old	44	115	54
46 – 60 years old	3	30	52
Above 60 years old	1	3	0
Total No. of Resignations during the year	**438**	**682**	**582**

	FY2024	FY2023	FY2022
No. of New Hires during the year by Gender			
Male	145	330	199
Female	238	151	245
No. of New Hires during the year by Age Group			
18 – 20 years old	93	10	0
21 – 30 years old	244	425	277
31 – 45 years old	18	99	139
46 – 60 years old	28	24	30
Above 60 years old	0	0	2
Total No. of New Hires during the year	**383**	**558**	**448**

	FY2024	FY2023	FY2022
Employee Turnover Rate by Gender			
Male	25%	47.48%	24.7%
Female	36.86%	30.29%	35.09%
Employee Turnover Rate by Age Group			
18 – 20 years old	17.23%	5.7%	13.05%
21 – 30 years old	37.85%	54.62%	35.85%
31 – 45 years old	6.21%	13.11%	5.55%
46 – 60 years old	0.42%	3.42%	5.34%
Above 60 years old	0.14%	0.34%	0%
Overall Employee Turnover Rate	**61.86%**	**77.77%**	**59.79%**

FY2024 Performance

In FY2024, we maintained our track record of zero incidents of reported workplace discrimination. We continue to strive for a culture of diversity and equal opportunity in our workplace and will work towards reducing our employee turnover rates by maintaining effective two-way communication them. In this way, we hope to better understand and meet the needs and expectations of our employees, and thereby achieve stronger employee buy-in and loyalty.

CUSTOMER HEALTH AND SAFETY

As a medical aesthetics service provider, the health and safety of our customers is of paramount importance to us. We strive to be our customers go-to provider for medical beauty treatments, and as such, must have a deep reservoir of trust with them. To uphold this trust, we are committed to ensuring all our treatments, products, and medical solutions abide by high standards of quality and safety, as well as all laws and regulations pertaining to the industry.

Under A.M Aesthetics, we operate a network of 14 medical clinics across Singapore and Malaysia which provide cosmetic dermatology services and treatments. Our clinics use safe and well-established technology, such as skin laser technology, and are staffed by skilled professionals who receive regular training from certified medical professionals on how to operate their equipment and provide treatments safely and effectively. To complement the above, we have in place workplace cleanliness policies and guidelines that help our employees to keep themselves and their workstations in a consistently high sanitary state. This ensures that our customers can have peace of mind while they receive their treatments in a safe and clean environment.

On the other hand, A.M Skincare's operations primarily involves the sale and distribution of pharmaceutical and medical goods. All pharmaceutical and medical goods we carry, including our proprietary skincare products, abide by the relevant industry rules and regulations on health and safety, particularly the Health Products (Cosmetic Products-ASEAN Cosmetic Directive) Regulations 2007 administered by Singapore's Health Sciences Authority ("**HSA**"). To enforce the above, we conduct life cycle assessments of the consumer health impacts of the products and services we offer, and only work with suppliers whose products are both licensed by the HSA and are aligned with our rigorous standards of customer health and safety.

FY2024 Performance

For FY2024, Accrelist had zero reported or confirmed cases of non-compliance with the relevant health and safety rules and regulations governing the services and products we offer. We remain committed to upholding all our legal responsibilities in the customer health and safety domain and to continue to be a trusted and reliable partner for our customers' medical aesthetics needs in the years ahead.

CUSTOMER PRIVACY

As a medical aesthetics service provider, we often handle sensitive personal information belonging to our customers over the course of our business. This includes, inter alia, their Singapore National Registration Identity Card ("**NRIC**"), passport numbers, medical records, and/or financial details. Given the sensitivity of such information, we recognise that we owe our customers a duty of care to safeguard their personal information and ensure these are only used for authorised purposes which our customers have given their prior, informed consent to. To ensure the above, we have in place several personal data protection measures.

As a first layer of defence, we educate our employees on personal data collection and management best practices. These best practices are designed to be fully compliant with Singapore's Personal Data Protection Act 2012 ("**PDPA**"), and our employees are also issued frequent reminders to abide by these best practices when carrying out their work. To complement the above, we have also established an in-house Data Protection team that is responsible for implementing and monitoring our customer privacy and data protection measures. We have also issued a letter to all employees that underscores the importance of adhering to the provisions of the PDPA as a critical component of their employment contract. Lastly, in executing our marketing and publicity campaigns, we ensure that the work we outsource to third-party companies always strictly adhere to the PDPA.

FY2024 Performance

We are pleased to report that we did not receive any confirmed cases of breaches of customer privacy or the PDPA in FY2024. In addition, following on from feedback we received from a customer about excluding specific personal data from an appointment confirmation SMS sent to their phones in FY2023, we have reviewed our communication policies and taken corrective action. As a result, customer names are no longer specified on all our SMS templates. Moving forward, we remain committed to upholding our customers' data privacy and will review our data protection measures on a regular basis to ensure they remain effective and fit-for-purpose.

ENERGY & WATER

At Accrelist, we recognise that business sustainability is inextricably linked with environmental sustainability. We are thus committed to exercising effective oversight on our resource consumption and utilising said resources efficiently to minimise our impact on the environment. In this regard, we actively monitor our energy and water consumption. Our clinics under A.M Aesthetics are entirely based in Singapore, except for one clinic which operates in Penang, Malaysia. As such, the energy and water resources used by these business units are predominantly drawn from Singapore.

On the other hand, A.M Skincare mainly sells and distributes pharmaceutical and medical goods sourced from third-party manufacturers on e-commerce platforms. Given that its operations have a limited physical footprint and does not use much water or electricity, we have excluded the resource consumption associated with A.M Skincare from the disclosures on our environmental performance.

FY2024 Performance [4]

Year	FY2024	FY2023	FY2022
Type of Power Source	**Energy Consumption in kilowatt-hours (kWh)**		
Electricity Purchased from Singapore's National Grid	138,085	98,800	61,974
Electricity Purchased from Malaysia's National Grid	19,625	–	–
Total Energy Consumption	**141,925**	**98,800**	**61,974**

Year	FY2024	FY2023	FY2022
Business Unit	**Water Consumption in cubic metres (m^3)**		
A.M Aesthetics	589	377	257
Total Water Consumption	**589**	**377**	**257**

Our energy consumption increased from 98,800 kWh in FY2023 to 141,925 kWh in FY2024. This rise was primarily due to higher electricity usage for our operations in Jubilee and the expansion of AM clinics. Similarly, our water consumption increased from 377 m^3 in FY2023 to 589 m^3 in FY2024, driven mainly by the expansion of clinics at A.M. Aesthetics.

4 Jubilee's environmental performance data was previously included in Accrelist's sustainability report for FY2023. This data has been removed from the FY2024 report after the streamlining of Accrelist's reporting boundaries. Please refer to Jubilee's separately issued sustainability report for FY2024 for more information on its environmental performance.

WASTE & EFFLUENTS

As a medical aesthetics service provider, we recognise that the waste we generate can be biohazardous, and potentially cause harm to human health and the environment. We are thus committed to handling and disposing of our waste in an environmentally and socially responsible manner, with effective safeguards in place to mitigate the risks to public health and adverse environmental outcomes. Such safeguards and precautionary measures include:

- Ensuring all our clinic staff are educated on the importance of proper waste handling and are trained on the appropriate handling and disposal methods for needles and other sharp objects, as well as biohazardous waste.

- Ensuring the safety and security of our waste management regime by only appointing authorised waste collectors who are licensed by National Environmental Agency ("**NEA**"), to dispose of the medical waste generated by our clinics.

FY2024 Performance

For FY2024, most of the general waste generated by our operations in Singapore was directed to local waste-to-energy incineration facilities for disposal, in line with established local waste disposal regulations. Meanwhile, we engaged a licensed waste collector, Asia Medical Enviro Services Pte. Ltd., to dispose of our medical waste. Given the criticality of ensuring the safe and effective management of waste, medical or otherwise, we remain committed to upholding all environmental laws and regulations pertaining to waste disposal in the jurisdictions we operate in. Moving forward, we will continue to explore ways to improve our data collection procedures so we can establish a more complete overview of our waste streams and develop insights on how we can manage them more effectively and safely.

At Accrelist, we are committed to reducing our carbon footprint and enhancing climate resilience across our business sectors. This section of the report marks our first step towards fully adopting the TCFD recommendations for climate-related disclosures, a goal we aim to achieve by FY2025.

The details of our TCFD implementation timeline, using a phased approach, are outlined below.

	YEAR 1 (FY2024)	YEAR 2 (FY2025)	YEAR 3 (FY2026)
Governance	Describe the governance structures, including Board oversight and management's role.	–	–
Strategy	–	Identify the climate-related risks, opportunities, and impacts.	Scenario analysis with quantitative outcomes.
Risk Management	–	–	Describe the processes for identifying, assessing, and managing climate related risks and how this is integrated with the organisation's overall risk management.
Metrics and Targets	–	Compute and disclose Açcrelist's major subsidiaries' operational carbon footprint (Scope 1 and Scope 2 GHG emissions).	Identify metrics used for the assessment. Identify targets in quantitative terms.

Governance

The Board oversees all sustainability-related matters within the Group, with a particular emphasis on climate-related risks and opportunities. The Board plays an active role in shaping the strategic direction regarding climate initiatives, ensuring that climate-related considerations are embedded within the Group's overall strategy.

Guided by the Board, Accrelist's management team is responsible for developing and executing effective measures to address climate-related issues. This includes integrating climate risks and opportunities into the Group's business operations and decision-making processes. The management team also sets clear targets to monitor and track the Group's climate-related performance.

The Board is currently planning and transitioning to further integrate climate-related matters into the Group's strategic framework. This transition involves setting comprehensive sustainability goals and developing a robust system to track and report on the Group's sustainability performance.

Accrelist's management team reports to the Board at least once a year on the Group's climate-related activities and performance. During these meetings, the management team provides updates on the progress made towards meeting climate-related targets and initiatives. The Board reviews these reports and provides feedback, offering strategic insights on areas for improvement and new opportunities to enhance the Group's climate resilience and sustainability efforts. This feedback loop ensures continuous improvement and alignment with the Group's long-term sustainability goals.

GRI CONTENT INDEX

Statement of Use	Accrelist Ltd. has reported with reference to GRI Standards for the period from 1 April 2023 to 31 March 2024.
GRI 1 Used	GRI 1: Foundation 2021

GRI Standard	Disclosure	Page No.
GENERAL DISCLOSURES		
GRI 2: General Disclosures 2021	The organisation and its reporting practices	
	2-1 Organisational details	41
	2-2 Entities included in the organisation's sustainability reporting	42
	2-3 Reporting period, frequency and contact point	40
	2-4 Restatements of information	Nil
	2-5 External assurance	40
	Activities and Workers	
	2-6 Activities, value chain and other business relationships	41
	2-7 Employees	51 – 52
	2-8 Workers who are not employees	Nil
	Governance	
	2-9 Governance structure and composition	44
	2-12 Role of the highest governance body in overseeing the management of impacts	44
	2-13 Delegation of responsibility for managing impacts	44
	2-14 Role of the highest governance body in sustainability reporting	44
	2-16 Communication of critical concerns	40
	2-17 Collective knowledge of the highest governance body	39
	Strategy, policies and practices	
	2-22 Statement on sustainable development strategy	44
	2-23 Policy commitments	Nil
	2-24 Embedding policy commitments	Nil
	2-25 Processes to remediate negative impacts	Respective material topic sections
	2-27 Compliance with laws and regulations	40
	Stakeholder engagement	
	2-29 Approach to stakeholder engagement	45
	2-30 Collective bargaining agreements	Nil

GRI Standard	Disclosure	Page No.
MATERIAL TOPICS		
GRI 3: Material Topics 2021	3-1 Processes to determine material topics	46 – 48
	3-2 List of material topics	46 – 48
	3-3 Management of material topics	Respective material topic sections
Economic Performance		
GRI 201: Economic Performance 2016	201-1 Direct economic value generated and distributed	49
Anti-Corruption		
GRI 205: Anti-corruption 2016	205-3 Confirmed incidents of corruption and actions taken	50
Energy & Water		
GRI 302: Energy 2016	302-1 Energy consumption within the organisation	55
	302-3 Energy intensity	55
Waste & Effluents		
GRI 306: Waste 2020	306-1 Waste generation and significant waste-related impacts	56
	306-2 Management of significant waste-related impacts	56
Employment		
GRI 401: Employment 2016	401-1 New employee hires and employee turnover	52
	401-2 Benefits provided to full-time employees that are not provided to temporary or part-time employees	51
Customer Health and Safety		
GRI 416: Customer Health and Safety 2016	403-1 Occupational health and safety management system	53
Customer Privacy		
GRI 418: Customer Privacy 2016	418-1 Substantiated complaints concerning breaches of customer privacy and losses of customer data	54

TCFD CONTENT INDEX

TCFD Pillars	Recommended Disclosures	Page No./Remarks
Governance		
Disclose the organisation's governance around climate-related risks and opportunities	(a) Describe the board's oversight of climate-related risks and opportunities.	57
	(b) Describe management's role in assessing and managing climate-related risks and opportunities.	57
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.	57
	(b) Describe the impact of climate-related risks and opportunities on the organisation's businesses, strategy, and financial planning.	
	(c) Describe the resilience of the organisation's strategy, taking into (consideration different climate-related scenarios, including a 2°C or lower scenario.	
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.	57
	(b) Describe the organisation's processes for managing climate-related risks.	
	(c) Describe how processes for identifying, assessing, and managing climate-related risks are integrated into the organisation's overall risk management.	
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.	57
	(b) Disclose Scope 1, Scope 2 and if appropriate, Scope 3 greenhouse gas (GHG) emissions and the related risks.	
	(c) Describe the targets used by the organisation to manage climate-related risks and opportunities and performance against targets	

FINANCIAL **CONTENTS**

DIRECTORS' STATEMENT

The directors present their statement to the members of Accrelist Ltd. (the "Company") together with the audited consolidated financial statements of the Company and its subsidiaries (collectively, the "Group") and the statement of financial position of the Company for the financial year ended 31 March 2024.

In the opinion of the directors,

(a) the consolidated financial statements of the Group and the statement of financial position of the Company are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 March 2024, and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the financial year ended on that date; 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.

1 Directors

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

Dr Terence Tea Yeok Kian	Executive Chairman and Managing Director
Ng Li Yong	Lead Independent Director
Chin Sek Peng	Independent and Non-Executive Director (Appointed on 26 March 2024)
Chong Eng Wee	Independent and Non-Executive Director (Appointed on 5 July 2024)

2 Arrangements to Enable Directors to Acquire Shares or Debentures

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose objects are, or one of whose objects is, to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

3 Directors' Interests in Shares or Debentures

According to the register of directors' shareholdings kept by the Company under Section 164 of the Companies Act 1967 (the "Act"), the directors of the Company who held office at the end of the financial year had no interests in the shares or debentures of the Company and its related corporations except as stated below:

	Direct Interest			**Deemed Interest**		
Name of director	As at 1.4.2023	As at 31.3.2024	**As at 21.4.2024**	As at 1.4.2023	As at 31.3.2024	**As at 21.4.2024**
Accrelist Ltd						
Ordinary shares						
Dr Terence Tea Yeok Kian	67,796,856	76,411,756	**77,083,156**	2,371,900	4,359,100	**4,359,100**

Dr Terence Tea Yeok Kian, who by virtue of his interest of not less than 20% of the issued capital of the Company, is deemed to have interests in the shares of all subsidiary corporations, which is derived through shares held by his spouse in the Company.

Except as disclosed above, no directors who held office at the end of the financial year had interests in shares or debentures of the Company and of related corporations, either at the beginning of the financial year, or date of appointment if later, or at the end of the financial year.

4 Performance Shares

The Accrelist Performance Share Plan 2023 ("Accrelist PSP 2023") was proposed and approved at the Extraordinary General Meeting on 27 February 2023.

The aggregate number of new shares to be issued under the Accrelist PSP 2023 will be subject to a limit of 10% of the total issued share capital of the Company on the date preceding the date of the relevant award.

The Accrelist PSP 2023 shall continue to be in force at the discretion of the Remuneration Committee of the Company ("Committee"), subject to a maximum period of 10 years commencing on 27 February 2023, provided always that the Accrelist PSP 2023 may continue beyond the aforementioned stipulated period with the approval of the Company's shareholders by ordinary resolution in general meeting and of any relevant authorities which may then be required. The expiry or termination of the Accrelist PSP 2023 shall not affect the shares which have been granted prior to such expiry or termination. The Accrelist PSP 2023 is also extended to the Group's non-executive directors.

The purpose of the Accrelist PSP 2023 is to increase the Group's flexibility and effectiveness in its continuing efforts to reward, retain and motive employees to achieve superior performance. The Accrelist PSP 2023 will strengthen the Group's competitiveness in attracting and retaining Group employees. It will provide incentives to high-performing Group Employees to excel in their performance and encourage greater dedication and loyalty to the Group and motivate the Group Employees to continue to strive for the Group's long-term shareholder value.

The Accrelist PSP 2023 aims to foster a greater ownership culture within the Group which more directly aligns the interests of key Group Employees with the interest of the Shareholders, and to improve performance and achieve sustainable growth for the Group in the changing business environment.

Pursuant to Rule 851 of the Listing Manual - Section B: Rules of the Catalist ("Catalist Rules") of the Singapore Exchange Securities Trading Limited:

(i) Accrelist PSP 2023 is administered by the Remuneration Committee, comprising three directors, Mr Ng Li Yong (Chairman), Mr Chin Sek Peng and Mr Chong Eng Wee.

(ii) No share awards have been granted to directors, controlling shareholders and their associates.

(iii) During the financial year ended 31 March 2024, the Company granted 11,163,342 share awards to an employee of the Group, Dr Kevin Teh Tze Chen, and 3,721,114 share awards were vested and released immediately.

(iv) The aggregate number of share awards granted under Accrelist PSP 2023 since commencement of Accrelist PSP 2023 to 31 March 2024 is 11,163,342.

(v) The aggregate number of share awards granted under Accrelist PSP 2023 which have not been vested as at 31 March 2024 is 7,442,228.

(vi) The Company does not have a parent company and no share awards were granted at a discount to market price.

5 Share Options

Options Granted

During the financial year, there were no share options granted to subscribe for unissued shares of the Company or any corporation in the Group.

Options Exercised

During the financial year, there were no shares issued by virtue of the exercise of options to take up unissued shares of the Company or any corporation in the Group.

Options Outstanding

As at the end of the financial year, there were no unissued shares of the Company or any corporation in the Group under option.

6 Audit Committee

The Audit Committee ("AC") comprises the following independent directors at the date of this statement:

Mr. Chin Sek Peng	(Chairman) (Appointed on 26 March 2024)
Mr. Ng Li Yong	(Member)
Mr. Chong Eng Wee	(Member) (Appointed on 5 July 2024)

The AC carried out its functions in accordance with Section 201B (5) of the Act. In performing those functions, the AC carried out the following:

– Reviewing the scope and the results of the audit undertaken by the independent auditor to ensure that there is a balance between maintenance of their objectivity and cost effectiveness;

– Reviewing the financial statements and other announcements to members and the Singapore Exchange Securities Trading Limited ("SGX-ST"), prior to submission to the Board;

– Conducting an investigation into any matter within the AC's scope of responsibility and review any significant findings of investigations;

– Assessing the independence and objectivity of the independent auditors;

– Recommending to the Board on the appointment and re-appointment of the independent auditors;

– Reviewing the assistance given by the Company's officers to the independent auditors; and

– Reviewing transactions falling within the scope of Chapter 9 of the Catalist Rules.

The AC also has explicit authority to investigate any matters within its terms of reference, full access to and cooperation by management and full discretion to invite any director or executive officer to attend its meetings and reasonable resources to enable it to discharge its functions properly.

In performing its functions, the AC meets the independent auditors, without the presence of the management, at least once a year to review the overall scope of the independent audit, and the assistance given by the management to the independent auditors. The AC has reasonable resources to enable it to discharge its functions properly.

In appointing our auditors of the Company, subsidiaries and associates, we have complied with Rules 712 and 715 of the Catalist Rules.

Further details regarding the AC are disclosed in the Report on Corporate Governance.

7 Independent Auditors

The independent auditors, Moore Stephens LLP, Public Accountants and Chartered Accountants have expressed their willingness to accept re-appointment as auditors.

On behalf of the Board of Directors,

....	....
DR TERENCE TEA YEOK KIAN	NG LI YONG
Director	Director

Singapore

12 July 2024

INDEPENDENT AUDITOR'S **REPORT**

to the Members of ACCRELIST LTD.

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Accrelist Ltd (the "Company") and its subsidiaries (collectively, the "Group"), which comprise the consolidated statement of financial position of the Group and statement of financial position of the Company as at 31 March 2024, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows of the Group for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the consolidated financial statements of the Group and the statement of financial position of the Company are properly drawn up in accordance with the provisions of the Companies Act 1967 ("the Act") and Singapore Financial Reporting Standards (International) ("SFRS(I)") so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 March 2024 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority ("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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Matter

<u>Resolution of the Disclaimer opinion in respect of the previous year's financial statements</u>

We had issued a disclaimer of opinion on the financial statements for the previous financial year ended 31 March 2023.

As stated in our auditor's report dated 8 November 2023, the financial statements of We Total Engineering Sdn Bhd and its subsidiaries, Honfoong Plastic Industries Pte Ltd and PT Honfoong Plastic Industries ("We Total sub-group") were included in the Group's consolidated financial statements based on unaudited management accounts for the previous financial year ended 31 March 2023. The Group's consolidated financial statements included the revenue, expenses, total assets and total liabilities of We Total sub-group amounting to approximately S$22,407,000, S$25,140,000, S$15,200,000, and S$6,100,000 respectively.

We were unable to carry out our audit procedures or alternative procedures as auditors of the Company on the financial statements of the We Total sub-group for the purpose of providing an opinion on the Group's consolidated financial statements. Consequently, we were unable to determine what adjustments, if any, may be required to the Group's consolidated financial statements.

Subsequent to the issuance of our auditor's report dated 8 November 2023, the audit of the financial statements of We Total sub-group for the previous financial year ended 31 March 2023 was completed.

Based on our assessment of the audited financial statements of the We Total sub-group, we have concurred with the management that except for the reclassifications of the comparative figures as disclosed in Note 32, no significant adjustment is required to the consolidated financial statements of the Group for the previous financial year ended 31 March 2023 (i.e., the comparative figures for the consolidated financial statements of the Group for the current financial year ended 31 March 2024) or the opening balances of the consolidated financial statements of the Group for the current financial year ended 31 March 2024.

Accordingly, the matter that resulted in our disclaimer opinion for the previous financial year ended 31 March 2023 is considered resolved.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

Key Audit Matter	How our audit addressed the key audit matter
Valuation of inventories We refer to Note 3(b)(ii) and Note 15 to the financial statements. As at 31 March 2024, the carrying amount of inventories amounted to S$1.9 million. The Group recognised a reversal of write-down of inventories of S$31,000 during the current financial year ended 31 March 2024. Inventories are carried in the consolidated financial statements at the lower of cost and net realisable value ("NRV"). The estimation of the NRV of inventories requires significant management judgement.	**Our response** We have performed the following key audit procedures, amongst others: • Evaluated the appropriateness of the Group's accounting policies on the valuation of its inventories; • Checked and analysed the ageing of the inventories; and • Evaluated and tested management's assessment of inventories to state them at the lower of cost and net realisable value. **Our findings** We found management's assessment of the NRV to be reasonable and in accordance with the Group's accounting policies.

Key Audit Matters *(cont'd)*

<table>
<tr><th>Key Audit Matter</th><th>How our audit addressed the key audit matter</th></tr>
<tr><td>

Accounting for investment in an associate

We refer to Note 3(b)(iii) and Note 23 to the financial statements.

On 29 September 2023, the partial disposal of Honfoong Plastic Industries Pte. Ltd. ("Honfoong") was completed. As a result of the partial disposal of the shares of Honfoong, the Group retained a 21.3% shareholding of Honfoong and Honfoong is classified as an associate in accordance with SFRS(I) 1-28 Investments in Associates and Joint Ventures.

The Group remeasured its 21.3% equity interest in Honfoong at fair value, amounting to S$0.7 million at the date of disposal. Subsequent to disposal, the Group equity accounted the results of Honfoong and as at 31 March 2024, the Group's investment in an associate amounted to S$0.5 million.

We focus on this area because of the significant judgement and critical estimates used in determining the cost of investment of the associate.

</td><td>

Our response

We have performed the following key audit procedures, amongst others:

- Discussed with management their basis in determining the cost of investment in the associate;
- Independently reviewed the appropriateness of the methodology and reasonableness of the key inputs and assumptions applied; and
- Re-performed the computation involved in the estimation of the cost of investment;

Our findings

We found management's assessment and estimation of the cost of investment in the associate to be reasonable.

</td></tr>
</table>

Other Information

Management is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Directors for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the 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 objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting, and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

Auditor's Responsibilities for the Audit of the Financial Statements *(cont'd)*

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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

The engagement partner on the audit resulting in this independent auditor's report is Mr. Christopher Bruce Johnson.

Moore Stephens LLP
Public Accountants and
Chartered Accountants

Singapore

12 July 2024

CONSOLIDATED STATEMENT OF **COMPREHENSIVE INCOME**

For the financial year ended 31 March 2024

	Note	Group 2024 S$'000	Group 2023 S$'000
<u>**Continuing operations**</u>			
Revenue	4(a)	**16,666**	19,126
Cost of sales	6	**(11,468)**	(13,723)
Gross profit		**5,198**	5,403
Other (losses)/gains - net			
- Impairment losses on trade and other receivables, net	14	**(383)**	(633)
- Impairment loss on intangible assets and office equipment		**–**	(22)
- Others	5	**255**	3,161
Expenses			
- Marketing and distribution	6	**(1,100)**	(1,178)
- Administrative	6	**(9,608)**	(8,619)
- Finance	8	**(274)**	(287)
Share of results of associate	23	**(243)**	–
Loss before tax from continuing operations		**(6,155)**	(2,175)
Income tax (expense)/credit	9(a)	**(27)**	49
Loss from continuing operations, net of tax		**(6,182)**	(2,126)
<u>**Discontinued operations**</u>			
Profit/(loss) from discontinued operations, net of tax	11	**4,302**	(7,923)
Loss for the year, net of tax		**(1,880)**	(10,049)
Other comprehensive (loss)/income, net of tax:			
Items that may be reclassified subsequently to profit or loss:			
Currency translation differences arising from consolidation			
- Gain	25(a)	**27**	710
- Reclassification		**(1,475)**	–
Other comprehensive (loss)/income, net of tax		**(1,448)**	710
Total comprehensive loss for the year		**(3,328)**	(9,339)
(Loss)/profit for the year attributable to:			
Equity holders of the Company		**(2,323)**	(5,399)
Non-controlling interests		**443**	(4,650)
		(1,880)	(10,049)
Total comprehensive (loss)/income attributable to:			
Equity holders of the Company		**(3,771)**	(4,689)
Non-controlling interests		**443**	(4,650)
		(3,328)	(9,339)
Loss per share attributable to equity holders of the Company (cents per share)			
From continuing operations			
- Basic	10	**(1.49)**	(0.39)
- Diluted	10	**(1.49)**	(0.39)
Loss per share for the year (cents per share)			
- Basic	10	**(0.75)**	(1.78)
- Diluted	10	**(0.75)**	(1.78)

The accompanying notes form an integral part of these financial statements.

STATEMENTS OF
FINANCIAL POSITION
As at 31 March 2024

	Note	Group 2024 S$'000	Group 2023 S$'000	Company 2024 S$'000	Company 2023 S$'000
ASSETS					
Current Assets					
Other assets	13	**595**	491	**11**	2
Trade and other receivables	14	**11,681**	1,523	**3,572**	8,818
Inventories	15	**1,940**	2,119	**–**	–
Financial assets, at fair value through profit or loss ("FVPL")	16	**43**	37	**–**	–
Cash and bank balances	18	**9,696**	15,056	**84**	258
Tax recoverable		**135**	139	**–**	–
Assets of disposal group classified as held for sale	12	**–**	33,759	**–**	–
Total Current Assets		**24,090**	53,124	**3,667**	9,078
Non-Current Assets					
Property, plant and equipment	19	**4,907**	6,410	**–**	–
Intangible assets	21	**24**	23	**–**	–
Investment in associate	23	**491**	–	**–**	–
Investments in subsidiaries	22	**–**	–	**15,862**	15,789
Other assets	13	**995**	603	**–**	–
Financial assets, at fair value through other comprehensive income ("FVOCI")	17	**41**	47	**–**	–
Total Non-Current Assets		**6,458**	7,083	**15,862**	15,789
Total Assets		**30,548**	60,207	**19,529**	24,867
LIABILITIES AND EQUITY					
Current Liabilities					
Borrowings	26	**2,392**	3,547	**320**	320
Trade and other payables	27	**4,330**	8,281	**1,215**	5,571
Contract liabilities	4(b)	**1,559**	1,605	**–**	–
Deferred tax liabilities		**2**	–	**–**	–
Income tax payable		**216**	302	**–**	–
Liabilities directly associated with disposal group classified as held for sale	12	**–**	17,728	**–**	–
Total Current Liabilities		**8,499**	31,463	**1,535**	5,891
Non-Current Liabilities					
Borrowings	26	**1,010**	2,884	**175**	553
Total Non-Current Liabilities		**1,010**	2,884	**175**	553
Total Liabilities		**9,509**	34,347	**1,710**	6,444
Capital and Reserves					
Share capital	24	**74,787**	74,315	**115,478**	115,006
Accumulated losses		**(63,647)**	(61,324)	**(97,659)**	(96,583)
Other reserves	25	**1,818**	2,823	**–**	–
		12,958	15,814	**17,819**	18,423
Equity attributable to owners of the Company					
Non-controlling interest	22(d)	**8,081**	10,046	**–**	–
Total Equity		**21,039**	25,860	**17,819**	18,423
Total Liabilities and Equity		**30,548**	60,207	**19,529**	24,867

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF **CHANGES IN EQUITY**

For the financial year ended 31 March 2024

	Note	← Attributable to owners of the Company →				Non-controlling interest	Total
		Share capital	Accumulated losses	Other reserves	Total		
		S$'000	S$'000	S$'000	S$'000	S$'000	S$'000
Group							
Balance at 1 April 2023		74,315	(61,324)	2,823	15,814	10,046	25,860
(Loss)/profit for the year		–	(2,323)	–	(2,323)	443	(1,880)
Other comprehensive loss for the year, net of tax		–	–	(1,448)	(1,448)	–	(1,448)
Total comprehensive (loss)/ income for the year		–	(2,323)	(1,448)	(3,771)	443	(3,328)
Issuance of shares		472	–	–	472	–	472
Effects of disposal of subsidiaries (Note 22)		–	–	443	443	(2,408)	(1,965)
Balance at 31 March 2024		**74,787**	**(63,647)**	**1,818**	**12,958**	**8,081**	**21,039**
Balance at 1 April 2022 (as restated)		74,315	(55,925)	2,113	20,503	12,296	32,799
Loss for the year		–	(5,399)	–	(5,399)	(4,650)	(10,049)
Other comprehensive income for the year, net of tax		–	–	710	710	–	710
Total comprehensive (loss)/ income for the year		–	(5,399)	710	(4,689)	(4,650)	(9,339)
Partial disposal of interest in subsidiaries to non-controlling interests, without loss of control	22(a)	–	–	–	–	2,400	2,400
Balance at 31 March 2023		74,315	(61,324)	2,823	15,814	10,046	25,860

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

For the financial year ended 31 March 2024

	Note	Group 2024 S$'000	Group 2023 S$'000
Cash Flows from Operating Activities			
Loss for the year		**(1,880)**	(10,049)
Adjustments for:			
Dividend income		**(40)**	(2)
Interest income		**(261)**	(48)
Impairment losses on trade and other receivables	14	**383**	633
Bad debt written off		**4**	–
Gain on disposal of property, plant and equipment		**–**	(91)
Gain on disposal of associate	5	**–**	(640)
Amortisation of intangible assets	21	**13**	969
Impairment loss on intangible assets and office equipment		**–**	22
Impairment of goodwill		**157**	–
Depreciation of property, plant and equipment	19	**3,055**	3,068
Property, plant and equipment written off		**–**	29
Interest expense		**274**	652
Reversal of write-down of inventories		**(31)**	–
Fair value gain on financial assets, at FVPL	16	**(6)**	(7)
Fair value loss/(gain) on a financial assets, FVOCI		**6**	–
Gain on disposal of discontinued operations	11	**(7,569)**	–
Gain on disposal on financial assets, at FVPL		**–**	(1,575)
Income tax expense		**27**	40
Share of loss of associate		**243**	–
Unrealised currency translation differences		**(961)**	627
Operating cash flows before working capital changes		**(6,586)**	(6,372)
Changes in working capital:			
Inventories		**179**	6,560
Trade and other receivables		**(4,551)**	9,755
Other assets		**(261)**	(470)
Deferred tax liabilities		**2**	–
Trade and other payables and contract liabilities		**1,656**	(7,886)
Cash (used in)/generated from operations		**(9,561)**	1,587
Interest received		**261**	48
Income tax paid		**(82)**	(139)
Net cash (used in)/generated from operating activities		**(9,382)**	1,496

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF **CASH FLOWS**

For the financial year ended 31 March 2024

	Note	Group 2024 S$'000	Group 2023 S$'000
Cash Flows from Investing Activities			
Additions to property, plant and equipment (Note A)		**(316)**	(1,067)
Advanced to related parties		**2,759**	–
Additions to intangible assets		**(14)**	(6)
Proceeds from disposal of financial assets, at FVPL		**–**	8,615
Dividend received		**40**	2
Proceeds from disposal of associate		**–**	640
Proceeds from partial disposal of subsidiary		**–**	2,913
Proceeds from disposal of discontinued operations - net	22	**3,183**	–
Proceeds from disposal of property, plant and equipment		**–**	244
Net cash generated from investing activities		**5,652**	11,341
Cash Flows from Financing Activities			
Repayment of borrowings, net		**(1,126)**	(1,756)
Principal repayment of lease liabilities		**(2,076)**	(2,602)
Fixed deposits released		**–**	647
Issuance of shares		**472**	–
Interest paid		**(274)**	(652)
Net cash used in from financing activities		**(3,004)**	(4,363)
Net (decrease)/increase in cash and cash equivalents		**(6,734)**	8,474
Cash and cash equivalents at the beginning of the year		**15,628**	7,208
Net effect of exchange rate changes on the balances of cash and cash equivalents held in foreign currencies		**2**	(54)
Cash and cash equivalents at the end of the year	18	**8,896**	15,628

Note A: Reconciliation of additions to property, plant and equipment

	Note	2024 S$'000	2023 S$'000
Additions to property, plant and equipment	19	**1,588**	2,849
Less: Non-cash additions to right-of-use assets	20(f)	**(1,272)**	(1,782)
		316	1,067

The reconciliation of movements of liabilities to cash flows arising from financing activities is presented below:

	Beginning of the financial year S$'000	Cash flow: Proceeds from borrowings S$'000	Cash flow: Principal and interest payments S$'000	Addition during the year S$'000	Interest expense S$'000	Foreign exchange movement S$'000	Reclassification to discontinued operation S$'000	End of the financial year S$'000
2024								
Lease liabilities	**3,652**	–	(2,203)	352	127	(101)	_	1,827
Borrowings [a]	**2,526**	–	(1,273)	_	131	151	_	1,535
2023								
Lease liabilities	4,445	–	(2,732)	1,782	130	27	_	3,652
Borrowings [a]	8,916	1,590	(3,868)	–	522	7	(4,641)	2,526

[a] Excludes bank overdraft.

The accompanying notes form an integral part of these financial statements.

These notes form an integral part of and should be read in conjunction with the accompanying financial statements:

1 General

Accrelist Ltd. (the "Company") is listed on the Catalist, the sponsor-supervised listing platform of Singapore Exchange Securities Trading Limited ("SGX-ST"), and is incorporated and domiciled in Singapore. The Company's registered address and principal place of business is at 10 Ubi Crescent, Ubi Techpark Lobby E, #03-95, Singapore 408564.

The principal activity of the Company is investment holding.

The principal activities of the subsidiaries are described in Note 22 to the financial statements. The principal activities of the associate are described in Note 23 to the financial statements.

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

2 Material Accounting Policies

(a) Basis of Preparation

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

The financial statements, which are expressed in Singapore Dollar ("S$"), are rounded to the nearest thousand dollar (S$'000), except as otherwise indicated.

The preparation of the financial statements in conformity with SFRS(I) requires management to exercise its judgement in the process of applying the Group's accounting policies. It also requires the use of certain critical accounting estimates and assumptions. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3 to the financial statements.

(b) Adoption of New and Amended Standards and Interpretations

<u>Adoption of new and revised SFRS(I)s</u>

The accounting policies adopted are consistent with those of the previous financial year except that in the current financial year, the Group has adopted all the new and amended standards which are relevant to the Group and are effective for annual financial years beginning on or after 1 January 2023. The adoption of these standards did not have any material effect on the financial performance or position of the Group.

Amendments to SFRS(I) 1-1 *Presentation of Financial Statements*: Disclosure of Accounting Policies and SFRS(I) Practice Statement 2 Making Materiality Judgements

The amendments require entities to disclose their material accounting policy information rather than their significant accounting policies. It clarifies that accounting policy information may be material because of its nature, even if the related amounts are immaterial. Accounting policy information is material if users of an entity's financial statements would need it to understand other material information in the financial statements. If an entity discloses immaterial accounting policy information, such information must not obscure material accounting policy information. The amended SFRS(I) Practice Statement 2 explains and demonstrates the application of the materiality process to accounting policy disclosures. The Group has applied materiality guidance in SFRS(I) Practice Statement 2 in identifying its material accounting policies for disclosures in the related notes. The previous term 'Significant Accounting Policies' used throughout the financial statements has been replaced with 'Material Accounting Policies'.

2 Material Accounting Policies (cont'd)

(c) New and revised SFRS(I)s issued but not yet effective

At the date of authorisation of these financial statements, the Group has not adopted the following standards that have been issued and are relevant to the Group but not yet effective:

Description	Effective for annual periods beginning on or after
Amendments to SFRS(I) 1-1 Presentation of Financial Statements: *Classification of Liabilities as Current or Non-current*	1 January 2024
Amendments to SFRS(I) 16 Leases: *Lease Liability in a Sale and Leaseback*	1 January 2024
Amendments to SFRS(I) 1-1 Presentation of Financial Statements: *Non-current Liabilities with Covenants*	1 January 2024
Amendments to SFRS(I) 1-7 Statement of Cash Flows and SFRS(I) 7 Financial Instruments: Disclosures: *Supplier Finance Arrangements*	1 January 2024
Amendments to SFRS(I) 1-21 The Effects of Changes in Foreign Exchange Rates: *Lack of Exchangeability*	1 January 2025
Amendments to SFRS(I) 10 Consolidated Financial Statements and SFRS(I) 1-28 Investments in Associates and Joint Ventures: *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*	Date to be determined

The directors do not expect that the adoption of the revised standards above will have a material impact on the financial statements of the Group in the year of initial application.

(d) 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.

(e) Basis of Consolidation and Business Combinations

i. Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at the end of the reporting period. 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.

2 Material Accounting Policies (cont'd)

(e) Basis of Consolidation and Business Combinations (cont'd)

ii. Business Combinations and Goodwill

Business combinations are accounted for by applying the acquisition method. Identifiable assets acquired and liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Acquisition-related costs are recognised as expenses in the periods in which the costs are incurred and the services are received.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability will be recognised in profit or loss.

Non-controlling interest in the acquiree, that are present ownership interests and entitle their holders to a proportionate share of net assets of the acquiree are recognised on the acquisition date at either fair value, or the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

Any excess of the sum of the fair value of the consideration transferred in the business combination, the amount of non-controlling interest in the acquiree (if any), and the fair value of the Group's previously held equity interest in the acquiree (if any), over the net fair value of the acquiree's identifiable assets and liabilities is recorded as goodwill. In instances where the latter amount exceeds the former, the excess is recognised as a gain on bargain purchase in profit or loss on the acquisition date.

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 the Group's cash-generating units that are expected to benefit from the synergies of the combination.

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.

(f) 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.

(g) Foreign Currencies

Functional and presentation currency

The individual financial statements of each entity in the Group are presented in the currency of the primary economic environment in which the entity operates ("functional currency").

The Company's functional currency is Singapore Dollar ("S$"), which reflects the economic substance of the underlying events and circumstances of the Company. For the purposes of the consolidated financial statements, the results and financial position of each entity in the Group are expressed in S$, which is the presentation currency for the consolidated financial statements.

All values are rounded to the nearest thousand (S$'000) except when otherwise indicated.

2 Material Accounting Policies (cont'd)

(g) Foreign Currencies (cont'd)

Transactions and balances

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions.

At the end of reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date.

Currency translation differences resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the balance sheet date are recognised in profit or loss. However, in consolidated financial statements, currency translation differences arising from borrowings in foreign currencies and other currency instruments designated and qualifying as net investment hedges and net investment in foreign operations, are recognised in other comprehensive income and accumulated in the foreign currency translation reserve.

When a foreign operation is disposed of or any loan forming part of the net investment of the foreign operation is repaid, a proportionate share of the accumulated currency translation differences is reclassified to profit or loss, as part of the gain or loss on disposal.

Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Translation of Group entities' financial statements

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities are translated at the closing rate at the reporting date;
- income and expenses are translated at average exchange rates (unless the average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated using the exchange rates at the dates of the transactions); and
- all resulting exchange differences are recognised in other comprehensive income and accumulated in the foreign currency translation reserve.

On the disposal of a foreign operation (i.e. a disposal of the Group's entire interest in a foreign operation, or a disposal involving loss of control over a subsidiary that includes a foreign operation, or a partial disposal of an interest in an associate that includes a foreign operation of which the retained interest becomes a financial asset), all of the exchange differences accumulated in equity in respect of that operation attributable to the owners of the Company are reclassified to profit or loss.

In addition, in relation to a partial disposal of a subsidiary that includes a foreign operation that does not result in the Group losing control over the subsidiary, the proportionate share of accumulated exchange differences is re-attributed to non-controlling interests and are not recognised in profit or loss. For all other partial disposals (i.e. partial disposals of associates that do not result in the Group losing significant influence), the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

2 Material Accounting Policies (cont'd)

(h) 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 its purchase price and any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Dismantlement, removal or restoration costs are included as part of the cost if the obligation for dismantlement, removal or restoration is incurred as a consequence of acquiring or using the property, plant and equipment.

Depreciation

Depreciation is calculated on a straight-line method to write off the cost of the property, plant and equipment over their estimated useful lives. The estimated useful lives are as follows:

Plant and machinery	2 – 10 years
Motor vehicles	5 years
Office equipment and tools	5 years
Furniture and electrical fittings	5 years
Renovations	3 - 5 years
Building premises	Over the respective lease terms of 2 to 3 years
Leasehold property	Over the lease term of 20 years
Medical equipment	3 – 10 years

Properties in the course of construction are carried at cost less any recognised impairment losses. Cost includes, for qualifying assets, borrowing costs capitalised in accordance with the Group's accounting policy. Depreciation of these assets, on the same basis as other property assets, commences when the property assets are ready for their intended use.

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

The residual values, useful lives and depreciation method are reviewed at each year end, with the effect of any changes in estimate accounted for on a prospective basis. The effects of any revision are recognised in profit or loss when the changes arise.

Subsequent expenditure

Subsequent expenditure relating to property, plant and equipment that has already been recognised, is added to the carrying amount of the asset when it is probable that future economic benefits, in excess of the standard performance of the asset before the expenditure was made, will flow to the Group and the cost of the item can be reliably measured. Other subsequent expenditure is recognised as an expense during the year in which it is incurred.

Disposal

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal.

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss. Any amount in revaluation reserve relating to that asset is transferred to retained earnings directly. No transfer is made from the revaluation reserve to retained earnings except when an asset is derecognised.

2 Material Accounting Policies (cont'd)

(i) Intangible Assets

Intangible assets acquired in a business combination are identified and recognised separately from goodwill. The cost of such intangible assets is their fair value at the acquisition date.

Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets acquired separately.

Computer software licences are subsequently carried at cost less accumulated amortisation and accumulated impairment losses. These costs are amortised to profit or loss using the straight-line method over their estimated useful lives of 2 to 5 years.

The estimated useful life and amortisation method are reviewed at the end of each annual reporting period, with the effect of any changes in estimate being accounted for on a prospective basis, in profit or loss.

(j) Impairment of Non-Financial Assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when the annual impairment assessment 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 groups 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.

Impairment losses 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.

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.

(k) Inventories

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

(i) Cost of raw materials, work-in-progress, finished goods and trading goods are determined using the weighted average basis, except for cost of work-in-progress for MDF projects, which are determined on a specific identification basis.

(ii) Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity.

(iii) Cost of medical supplies are determined using the first-in, first-out basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated cost of completion and applicable variable selling expenses. The amount of any write-down of inventories to net realisable value shall be recognised as an expense in the period the write-down occurs. The amount of any reversal of write-down of inventories, arising from an increase in net realisable value, shall be recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

2 Material Accounting Policies (cont'd)

(l) Associate

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 of those policies.

The Group accounts for its investment in an associate 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 an associate is carried in the statement of financial position at cost plus post-acquisition changes in the Group's share of net assets of the associate. The profit or loss reflects the share of results of the operations of the associate. Distributions received from the associate reduces the carrying amount of the investment. Where there has been a change recognised in other comprehensive income by the associate, the Group recognises its share of such changes in other comprehensive income. Unrealised gains and losses resulting from transactions between the Group and associate are eliminated to the extent of the interest in the associates.

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 an 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.

(m) Financial Assets

i. Classification

(a) Debt instruments

Financial assets that are debt instruments comprise mainly of cash and cash equivalents, trade and other receivables, and investments in debt securities. The Group classifies these assets into categories based on the Group's business model for managing them and their contractual cash flow characteristics.

- Financial Assets measured at Amortised Cost ("AC") comprise of assets that are held within a business model whose objective is to hold those assets for collection of contractual cash flows, and those contractual cash flows represent solely payments of principal and interest.

- Financial Assets measured at Fair Value through Other Comprehensive Income ("FVOCI") comprise of assets that are held within a business model whose objective is achieved by both collecting contractual cash flows and selling those assets, and those contractual cash flows represent solely payments of principal and interest.

- Financial Assets measured at Fair Value through profit or loss ("FVPL") comprise of assets that do not qualify for AC and FVOCI. Assets that would otherwise qualify for AC or FVOCI may also be designated as FVPL upon initial recognition, if such designation eliminates or significantly reduces a measurement or recognition inconsistency that arises from measuring assets and liabilities on an inconsistent basis.

2 Material Accounting Policies (cont'd)

(m) Financial Assets (cont'd)

i. Classification (cont'd)

(b) Equity instruments

Financial assets that are equity instruments comprise mainly of investments in equity securities. The Group classifies these assets as FVPL, except for those that the Group has designated as FVOCI. The FVOCI designation is irrevocable, and is not permitted for held-for-trading financial assets and financial assets that represent contingent consideration in a business combination.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument).

ii. Initial Measurement

Trade receivables that do not contain a significant financing component are initially recognised at their transaction price. Other financial assets are initially recognised at fair value, plus, for financial assets that are not at FVPL, transaction costs that are directly attributable to their acquisition. Transaction costs of financial assets at FVPL are expensed in profit and loss.

iii. Subsequent Measurement

(a) Debt instrument

Amortised cost

These assets are subsequently measured at amortised cost using the effective interest method unless they are part of a designated hedging relationship. Impairment losses and reversals, interest income, and foreign exchange gains and losses (except where designated as a hedging instrument) on such assets are recognised in profit or loss. Interest income is based on the effective interest method which allocates interest income over the life of the financial asset based on an effective interest rate that discounts estimated future cash receipts to its gross carrying amount.

For debt investments at amortised cost that will be affected by the interest rate benchmark reform, changes to the contractual cash flows that are required by the interest rate benchmark reforms are affected by adjusting the effective interest rate of the debt investments, without recognising any immediate gains or losses.

FVOCI

These assets are subsequently measured at fair value. Impairment losses and reversals, interest income based on the effective interest method, and foreign exchange gains and losses (except where designated as a hedging instrument) on such assets are recognised in profit or loss. Any remaining fair value movements are recorded in OCI.

FVPL

These assets are subsequently measured at fair value. All fair value movements are recorded in profit or loss.

2 Material Accounting Policies (cont'd)

(m) Financial Assets (cont'd)

iii. Subsequent Measurement (cont'd)

(b) Equity instruments

Subsequent to initial recognition, all equity investments are measured at fair value. Changes in the fair value of FVPL equity investments are recognised in profit or loss, while changes in the fair value of FVOCI equity investments are recognised in other comprehensive income. All dividend income is recognised in profit or loss, except for dividends from FVOCI equity investments that clearly represent a recovery of the cost of investment.

iv. Impairment

At each reporting date, the Group assesses expected credit losses ("ECL") on the following financial instruments:

- Financial assets that are debt instruments measured at AC and FVOCI;
- Contract assets (as defined in SFRS(I) 15); and
- Financial guarantee contracts.

ECL is a probability-weighted estimate of credit losses. Credit losses are measured at the present value of all shortfalls between the cash flows due to the Group in accordance with contractual terms, and the cash flows that the Group actually expects to receive. ECL is discounted at the effective interest rate of the financial asset. The Group records allowances on financial assets based on either the:

- 12-month ECL – representing the ECL that results from default events that are possible within the 12 months after the reporting date (or the expected life of the instrument if shorter); or
- Lifetime ECL – representing the ECL that results from all possible default events over the expected life of the contract.

Simplified approach – Trade receivables and contract assets

For all trade receivables and contract assets, the Group adopts a simplified approach whereby an allowance for lifetime ECL is assessed upon initial recognition. The Group estimates lifetime ECL using a provision matrix based on historical credit loss experience, adjusted for various factors including debtor-specific factors, forward-looking information such as industry and economic forecasts, and others as appropriate.

General approach – All other financial instruments on which ECL assessment is required

For all other financial instruments on which ECL is assessed, an allowance for 12-month ECL is recorded upon initial recognition. The allowance is increased to lifetime ECL if the credit risk at each reporting date has increased significantly as compared to the credit risk at initial recognition. In assessing whether the credit risk of a financial instrument has increased significantly since initial recognition, the Group considers all reasonable and supportable information that is relevant and available without undue cost or effort including both historical credit experience and forward-looking information.

2 Material Accounting Policies (cont'd)

(m) Financial Assets (cont'd)

iv. Impairment (cont')

General approach – All other financial instruments on which ECL assessment is required (cont'd)

The Group regards the following as events of default:

- Events that make it unlikely for the borrower to repay in full unless the Group undertakes actions to recover the asset (e.g., by exercising rights over collaterals or other credit enhancements); or
- The financial instrument has become overdue in excess of 90 days.

Credit-impaired financial instruments

At each reporting date, the Group assesses whether a financial instrument on which ECL assessment is required has become credit-impaired. This is the case when one or more events have occurred that are considered to be detrimental to the estimated future cash flows of the instrument. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- significant financial difficulty of the borrower;
- a breach of contract such as a default or past due event (e.g., being more than 90 days past due);
- other lenders granting concessions (such as loan restructurings) to the borrower due to economic or contractual reasons, that would not have been considered in the absence of the borrower's financial difficulty;
- increasing likelihood that the borrower will enter bankruptcy or other financial re-organization; and
- the disappearance of an active market for the borrower's securities due to financial difficulties.

For credit-impaired financial assets, interest income is determined by applying the effective interest rate to the net carrying amount of the financial asset (after deduction of the ECL allowance).

Write-off policy

The Group writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery, such as when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit and loss.

2 Material Accounting Policies (cont'd)

(m) Financial Assets (cont'd)

v. Recognition and derecognition

Financial assets are recognised when, and only when the Group becomes a party to its contractual provisions. All regular way purchases and sales of financial assets are recognised on trade-date, which is the date on which the Group commits to purchase or sell the asset.

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset that is a debt instrument, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss. In addition, for a financial asset that is a debt instrument at FVOCI, the cumulative gain or loss previously accumulated in the fair value adjustment reserve is reclassified to profit or loss.

On derecognition of an equity investment at FVPL, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss. For equity investments at FVOCI, this difference is instead recognised directly in equity as part of retained earnings. Cumulative gains and losses previously accumulated in equity are also transferred directly to retained earnings upon derecognition of FVOCI equity investments.

(n) Financial Liabilities

An entity shall recognise a financial liability on its balance sheet when, and only when, the entity becomes a party to the contractual provisions of the instrument.

Financial liabilities, which include bank borrowings, trade and other payables, loans from non-related parties and lease liabilities are initially measured at fair value, plus transaction costs and are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integrated part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or, where appropriate, a shorter period to the net carrying amount on initial recognition.

Borrowings are presented as current liabilities unless the Group has an unconditional right to defer settlement for at least 12 months after the reporting period.

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liabilities derecognised and the consideration paid and payable is recognised in profit or loss.

2 Material Accounting Policies (cont'd)

(o) Revenue Recognition

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 satisfied 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.

<u>Electronic components distribution business units ("EBU") (Discontinued operation)</u>

Sales of goods – distribution of electronic components

Revenue is recognised at a point in time when the Group satisfies its performance obligation by transferring the control of promised goods to the customer, which is when the goods are delivered to the destination specified by the customer, typically referring to the incoterms specified in the contract. Revenue is measured based on consideration specified in the contract with a customer to which the Group expects to be entitled in exchange for transferring promised goods to a customer.

<u>Mechanical business unit ("MBU")</u>

Provision of precision plastic injection moulding services ("PPIM")

Revenue is recognised at a point in time when the Group satisfies its performance obligation by transferring the control of promised goods to the customer, which is when the goods are delivered to the destination specified by the customer, typically referring to the incoterms specified in the contract. Revenue is measured based on consideration specified in the contract with a customer to which the Group expects to be entitled in exchange for transferring promised goods to a customer.

Design, fabrication and sale of precision plastic injection mould ("MDF")

The Group manufactures and supplies moulds for manufacturers. As the Group is restricted contractually from directing the moulds for another use as they are being produced and the Group has enforceable right to payment for performance completed to-date, revenue is recognised over time, based on the stages of mould manufacturing process completed to-date.

Progress billings to the customers are based on a payment schedule in the contract and are typically triggered upon the achievement of specified manufacturing milestones. A contract asset is recognised when the Group has performed under the contract but has not yet billed the customer. Conversely, a contract liability is recognised when the Group has not yet performed under the contract but has received advanced payments from the customer. Contract assets are transferred to receivables when the rights to consideration become unconditional. Contract liabilities are recognised as revenue as the Group performs under the contract.

Costs to fulfil a contract are capitalised if the costs relate directly to the contract, generate or enhance resources used in satisfying the contract and are expected to be recovered. Other contract costs are expensed as incurred.

Capitalised contract costs are subsequently recognised in profit or loss as the Group recognises the related revenue. An impairment loss is recognised in profit or loss to the extent that the carrying amount of the capitalised contract costs exceeds the remaining amount of consideration that the Group expects to receive in exchange for the goods or services to which the contract costs relate less the costs that relate directly to providing the goods and that have not been recognised as an expense.

2 Material Accounting Policies (cont'd)

(o) Revenue Recognition (cont'd)

Aesthetic medical services ("AMS")

Rendering of services

The Group renders aesthetic medical services to customers. Revenue is recognised when the services are rendered to the customers, either over time or at a point in time, depending on the contractual terms.

Sale of products

Revenue is recognised at point in time when the Group satisfied its performance obligation by transferring the control of the promised goods to the customer, which is when the goods are delivered and accepted by the customer. Revenue is measured based on consideration specified in the contract with a customer to which the Group expects to be entitled in exchange for transferring promised goods to a customer.

(p) Interest income

Interest income is recognised on a time proportion basis using the effective interest method.

(q) Government Grants

Grants from the government are recognised as a receivable at their fair value when there is reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received. Government grants receivable are recognised as income over the periods necessary to match them with the related costs which they are intended to compensate, on a systematic basis. Government grants relating to expenses are shown separately under other income in profit or loss.

Government grants relating to assets are deducted against the carrying amount of the assets.

(r) Cash and Cash Equivalents

Cash and cash equivalents comprise cash at bank and on hand, demand deposits, and short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in values. These also include bank overdrafts that form an integral part of the Group's cash management.

(s) 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 the end of each reporting period 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. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

2 Material Accounting Policies (cont'd)

(t) 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.

(u) Employee Benefits

a. Defined Contribution Plans

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.

b. Employee Leave Entitlement

Employee entitlements to annual leave are recognised as a liability when they are accrued to the employees. The undiscounted liability for leave expected to be settled wholly before twelve months after the end of the reporting period is recognised for services rendered by employees up to the end of the reporting period. The liability for leave expected to be settled beyond twelve months from the end of the reporting period is determined using the projected unit credit method. The net total of service costs, net interest on the liability and remeasurement of the liability are recognised in profit or loss.

c. Employee Share-based Payment

The Group operates an equity-settled, share-based compensation plan. The Company adopted the Accrelist PSP 2023 for the granting of share awards (equity-settled transactions) to eligible Group employees, Executive Directors and Non-Executive Directors (including Independent Directors). The cost of these equity-settled transactions is measured by reference to the fair value of the share awards at the date on which the share awards are granted which takes into account market conditions.

At each reporting date, the number of share awards that are expected to vested are estimated. The impact on the revision of original estimates is recognised as an expense in the income statement and as a corresponding adjustment to the reserve account over the remaining vesting period, unless the revision to the original estimates is due to market conditions. No adjustment is made if the revision or actual outcome differs from the original estimate due to market conditions. No expense is recognised for share awards that do not ultimately vest, except for share awards where vesting is conditional upon a market condition, which are treated as vested irrespective of whether or not the market condition is satisfied. After the vesting date, no adjustment to the charge to the income statement is made.

2 Material Accounting Policies (cont'd)

(v) Income 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 reporting period, 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 reporting period 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 does not give rise to equal taxable and deductible temporary differences; and

- In respect of taxable temporary differences associated with investments in subsidiaries and associates 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, the 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 does not give rise to equal taxable and deductible temporary differences; 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 assets is reviewed at the end of each reporting period 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 reporting period 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 in 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 reporting period.

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.

2 Material Accounting Policies (cont'd)

(w) Leases

When the Group is a lessee

At the inception of the contract, the Group assesses if the contract contains a lease. A contract contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Reassessment is only required when the terms and conditions of the contract are changed.

The Group recognised right-of-use assets and lease liabilities at the date which the underlying assets become available for use. Right-of-use assets are measured at cost, which comprises the initial measurement of lease liabilities adjusted for any lease payments made at or before the commencement dates, plus any initial direct costs incurred and an estimate of restoration costs, less any lease incentives received. Any initial direct costs that would not have been incurred if the lease had not been obtained are added to the carrying amount of the right-of-use assets.

Right-of-use assets are subsequently depreciated using the straight-line method from the commencement dates to the earlier of the end of the useful lives of the right-of-use assets or the end of the lease terms. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment with average tenure of between 2 and 60 years. In addition, the right-of-use assets are periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the corresponding lease liabilities.

The Group presents its right-of-use assets as "Right-of-use assets" and lease liabilities in "Lease liabilities" in the balance sheets.

The initial measurement of lease liabilities is measured at the present value of the lease payments discounted using the implicit rate in the lease, if the rate can be readily determined. If that rate cannot be readily determined, the Group uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise the following:

- Fixed payments (including in-substance fixed payments), less any lease incentives receivables;
- Variable lease payments that are based on an index or rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under residual value guarantees;
- The exercise price of a purchase option if is reasonably certain to exercise the option; and
- Payment of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

For contracts that contain both lease and non-lease components, the Group allocates the consideration to each lease component on the basis of the relative stand-alone price of the lease and non-lease components. The Group has elected not to separate lease and non-lease components for property leases; instead, these are accounted for as one single lease component.

Lease liabilities are measured at amortised cost, and are remeasured when:

- There is a change in future lease payments arising from changes in an index or rate;
- There is a change in the Group's assessment of whether it will exercise lease extension and termination options;
- There is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee; or
- There is a modification to the lease term.

2 Material Accounting Policies (cont'd)

(w) Leases (cont'd)

When the Group is a lessee (cont'd)

When lease liabilities are remeasured, corresponding adjustments are made against the right-of-use assets. If the carrying amounts of the right-of-use assets have been reduced to zero, the adjustments are recorded in profit or loss.

For lease liabilities that will be affected by the interest rate benchmark reform, changes to the contractual cash flows that are required by the interest rate benchmark reforms are affected by adjusting the effective interest rate of lease liabilities, without recognising any immediate gains or losses.

Variable lease payments that are based on an index or a rate are included in the measurement of the corresponding right-of-use assets and lease liabilities. Other variable lease payments are recognised in profit or loss when incurred.

Short-term lease and lease of low-value assets

The Group applies the short-term leases recognition exemption to its short-term leases (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 that are considered to be low value. Lease payment on short-term leases and leases of low-value assets are recognised as an expense on a straight-line basis over the lease term.

(x) Share Capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are charged to equity, net of any tax effects.

(y) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the executive personnel whose members are responsible for allocating resources and assessing performance of the operating segments.

2 Material Accounting Policies (cont'd)

(z) Disposal Group Classified as Held for Sale and Discontinued Operations

Disposal groups are classified as held for sale or distribution if their carrying amount will be recovered through a sale transaction or distribution rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset (or disposal group) is available for immediate sale in its present condition. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

When the Group is committed to a sale plan involving loss of control of a subsidiary, all of the assets and liabilities of that subsidiary are classified as held for sale when the criteria set out above are met, regardless of whether the Group will retain a non-controlling interest in its former subsidiary after the sale. Disposal groups classified as held for sale (held for distribution) are measured at the lower of the assets' previous carrying amount and fair value less cost to sell (fair value less costs to distribute).

The assets are not depreciated or amortised while they are classified as held-for-sale. In addition, equity accounting of associates and joint ventures ceases once classified as held for sale. Any impairment loss on initial classification and subsequent measurement is recognised as an expense. Any subsequent increase in fair value less costs to sell (not exceeding the accumulated impairment loss that has been previously recognised) is recognised in profit or loss.

A discontinued operation is a component of an entity that either has been disposed of, or that is classified as held-for-sale and;

i. represents a separate major line of business or geographical area of operations; or

ii. is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations; or

iii. is a subsidiary acquired exclusively with a view to re-sell.

When a component of an entity qualifies as a discontinued operation, the comparative statement of comprehensive income is retrospectively restated to segregate the results of all operations that have been discontinued by the end of the latest reporting period.

3 Critical Accounting Estimates, Assumptions and Judgements

In the application of the Group's accounting policies, which are described in Note 2 above, management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

(a) Critical judgements in applying the accounting policies

Management is of the opinion that in the preparation of the financial statements, there are no critical judgements made in the process of applying the Group's accounting policies that have a significant effect on the amounts recognised in the financial statements.

3 Critical Accounting Estimates, Assumptions and Judgements (cont'd)

(b) Key sources of estimation uncertainty

(i) Impairment of Trade Receivables

As at 31 March 2024, the carrying amount of trade receivables relating to the Group's different revenue segments is S$665,000 (2023: S$1,458,000). The Group has recognised loss allowance of trade receivables of S$1,407,000 (2023: S$1,376,000).

The Group uses a provision matrix to measure the lifetime expected credit loss ("ECL") allowance 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 ECL is a significant estimate. The amount of ECL is sensitive to changes in circumstances. The forecast economic conditions and Group's historical credit loss experience may also not be representative of customer's actual default in the future. The information about the ECL on the Group's trade receivables is disclosed in Note 31(a)(i) to the financial statements.

(ii) Inventories written down

As at 31 March 2024, the carrying amount of inventory is S$1,940,000 (2023: S$2,119,000). Management estimates the net realisable values of inventories, taking into account the most reliable evidence available at each reporting date. The future realisation of these inventories may be affected by future technology or other market-driven changes that may reduce future selling prices.

During the financial year ended 31 March 2024, reversal of inventories written down amounting to S$31,000 (2023: S$Nil) was recognised in profit or loss.

(iii) Valuation of investment in associate

The initial recognition of investment in an associate resulted from the loss of control of a former subsidiary and the determination of fair value of the retained interest in the former subsidiary involves critical judgements made in the process of such initial measurement. Management has assessed the fair value of the associate on initial recognition. The investment in an associate is reviewed for impairment whenever there is any indication that the investment may be impaired.

The carrying amount of the Group's investment in an associate is disclosed in Note 23.

4 Revenue From Contracts with Customers

(a) Disaggregation of revenue from contract with customers

The Group derives revenue from the transfer of goods and services over time and at a point in time in the following major product lines and geographical regions. Revenue is attributed to countries by location of customers.

	Group	
	2024	2023
	S$'000	S$'000
Continuing operations		
Mechanical business unit ("MBU")		
At a point in time		
Singapore	**410**	920
Malaysia	**2,050**	3,806
Indonesia	**627**	180
Other countries	**246**	86
	3,333	4,992
Aesthetics medical service ("AMS")		
Over time		
Singapore	**13,019**	13,839
Malaysia	**304**	279
	13,323	14,118
Others		
At a point in time		
Singapore	**10**	16
Total revenue	**16,666**	19,126

(b) Contract balances

	Group		
	31 March 2024	31 March 2023	1 April 2022
	S$'000	S$'000	S$'000
Contract liabilities			
- AMS contracts	**1,559**	1,605	1,567

Contract liabilities represent unutilised aesthetics enhancement treatments as at the balance sheet date. The related amounts are recognised as revenue when the Group fulfils its performance obligation under the contract with the customers which generally does not exceed one year.

Significant changes in contract assets and contract liabilities balances during the financial year are disclosed as follows:

	Group	
	2024	2023
	S$'000	S$'000
Contract assets		
Contract assets reclassified to trade receivables	–	(64)
Contract liabilities		
Amounts recognised as revenue during the year	(1,605)	(1,567)
Advances received during the year	1,559	1,605

5 Other Gains and Losses – Others

	Group	
	2024	2023
	S$'000	S$'000
Continuing operations		
Dividend income from financial assets, at FVOCI	**38**	–
Dividend income from financial assets, at FVPL	**2**	2
Gain on disposal of associate*	**–**	640
Gain on disposal of property, plant and equipment	**–**	55
Gain on disposal of financial assets, at FVPL	**–**	1,575
Government grants	**58**	73
Interest income from bank deposits	**261**	47
Rental concession income	**7**	7
Reversal of defined employee benefit	**–**	–
Receipt for amount previously written off	**–**	767
Miscellaneous income	**578**	23
	944	3,189
Miscellaneous expense	**(21)**	(173)
Foreign exchange (loss)/gains – net	**(517)**	138
Goodwill written off (Note 21(b))	**(157)**	–
Fair value gain on financial assets, at FVPL (Note 16)	**6**	7
	255	3,161

* In the prior year, the Group disposed its 49% interest in Ozhean Accrelist Aesthetics Sdn. Bhd., for a consideration of S$640,000.

6 Expenses by Nature

	Group	
	2024	2023
	S$'000	S$'000
Continuing operations		
Purchase of inventories	**2,718**	7,657
Amortisation of intangible assets	**13**	14
Bad debt written off	**4**	–
Depreciation of property, plant and equipment	**3,055**	2,435
Directors' fees	**275**	233
Commission expense	**–**	126
Donations	**97**	120
Employee compensation (Note 7)	**11,060**	8,532
Fees on audit services paid/payable to:		
- Auditor of the Company	**296**	229
- Other auditors	**46**	85*
Total fees on audit and non-audit services	**342**	314
Freight charges	**46**	3
Packing materials	**58**	–
Reversal of inventories write-down	**(31)**	–
Professional fees	**1,257**	1,004
Rental expense	**588**	530
Sub-contractor fee	**268**	–
Travelling, transportation and entertainment	**999**	829
Utilities	**316**	107
Workshop repairs and maintenance	**211**	301
Other expenses	**686**	701
Changes in inventories	**214**	262
Total cost of sales, marketing and distribution and administrative expenses	**22,176**	23,168

* Includes an audit fee of S$4,000 payable to a Moore Stephens' network firm for its statutory audit service on certain Group's subsidiaries.

7 Employee Compensation

	Group	
	2024	2023
	S$'000	S$'000
Continuing operations		
Employee compensation including directors:		
- Wages and salaries	**9,620**	7,653
- Employer's contributions to defined contribution plans including Central Provident Fund	**753**	600
- Share-based payment expenses	**197**	–
- Performance-related incentive	**203**	–
- Other short-term benefits	**287**	279
	11,060	8,532

8 Finance Expenses

	Group	
	2024	2023
	S$'000	S$'000
Continuing operations		
Interest expense on:		
– bank overdraft	**16**	–
– bank loans	**43**	50
– loan from non-related parties	**88**	117
– lease liabilities	**127**	120
	274	287

9 Income Tax

(a) Income tax expense/(credit)

	Group	
	2024	2023
	S$'000	S$'000
Tax expense attributable to loss from continuing operations is made up of:		
Current income tax		
- current year	**2**	135
- under/(over) provision in respect of prior years	**25**	(184)
Income tax expense/(credit) recognised in profit or loss	**27**	(49)

Domestic income tax is calculated at 17% (2023: 17%) of the estimated assessable profit for the financial year. Taxation for other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions. The taxable profits of the Group's subsidiaries in Malaysia are subject to corporate income tax of 24% (2023: 24%).

The reconciliation between income tax expense/(credit) and the product of accounting loss multiplied by the applicable corporate tax rates for the financial years ended 31 March 2024 and 31 March 2023 are as follows:

	Group	
	2024	2023
	S$'000	S$'000
Loss before tax from continuing operations	**(6,155)**	(2,175)
Tax at domestic rates applicable in the countries where the Group operates	**(1,081)**	(492)
Expenses not deductible for tax purposes	**254**	81
Income not subjected to tax	**(11)**	(366)
Deferred tax assets not recognised	**933**	1,049
Utilisation of previously unrecognised capital allowances and tax losses	**(47)**	(64)
Under/(over) provision in respect of prior years	**25**	(184)
Tax incentive	**(46)**	(73)
	27	(49)

9 Income Tax (cont'd)

(b) Deferred taxes

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current income tax assets against current income tax liabilities and when the deferred income taxes relate to the same taxation authority.

Movement in deferred tax liabilities account is as follows:

	Group	
	2024	2023
	S$'000	S$'000
Fair value gain, net		
At the beginning of the year	**–**	57
Reclassed to assets of disposal group classified as held for sale	**–**	(57)
At the end of the year	**–**	–

Deferred tax assets are recognised for tax losses and capital allowances carried forward to the extent that realisation of the related tax benefits through future taxable profits is probable. The Group (excluding the disposal group classified as held for sale – Note 12) has unrecognised tax losses, capital allowances and donations of approximately S$59,983,000, S$3,465,000 and S$147,000 (2023: S$54,112,000, S$4,175,000 and S$147,000) respectively at the reporting date which can be carried forward and used to offset against future taxable income subject to meeting certain statutory requirements by those companies with unrecognised tax losses and capital allowances in their respective countries of incorporation.

10 Loss Per Share

Basic and diluted loss per share

Basic and diluted loss per share is calculated by dividing the net loss attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the financial year.

	Group	
	2024	2023
Net loss for the year attributable to the equity holders of the Company (S$'000)	**(2,323)**	(5,399)
Weighted average number of equity shares issued ('000)	**309,369**	303,727
Diluted weighted average number of equity shares issued ('000)	**309,369**	303,727
Basic (loss)/earnings per share (cents per share)		
From continuing operations	**(1.49)**	(0.39)
From discontinued operation	**0.74**	(1.39)
Total basic loss per share	**(0.75)**	(1.78)
Diluted (loss)/earnings per share (cents per share)		
From continuing operations	**(1.49)**	(0.39)
From discontinued operations	**0.74**	(1.39)
Total diluted basic loss per share	**(0.75)**	(1.78)

11 Discontinued Operations

(a) Disposal of WE Components Pte. Ltd. and its subsidiaries ("WEC Group") - Electronic Business Unit ("EBU")

On 21 June 2022, the Group entered into a sale and purchase agreement to dispose 14% of the shares of WE Components Pte. Ltd. ("WEC"), which carried out all of the Group's electronic business for a total consideration of US$2,100,000 (approximately equivalent to S$2,835,000). The disposal of the 14% shares was completed on 9 March 2023. On 22 March 2023, the Group entered into a sale and purchase agreement to dispose the remaining 86% share of WEC for a cash consideration of US$15,900,000 (equivalent to S$21,752,000). The disposal was completed on 29 August 2023.

(b) Disposal of Honfoong Plastic Industries Pte. Ltd. and its subsidiaries ("HF Group") - Mechanical Business Unit ("MBU")

On 29 September 2023, the disposal of a 37% shareholding of Honfoong Plastic Industries Pte. Ltd. ("Honfoong") was completed for a total consideration of S$1,855,000. Following the completion of the disposal, the Group retained a 40% shareholding interest in Honfoong, and accordingly, Honfoong ceased to be a subsidiary but an associate of the Group with effect from 29 September 2023.

(c) Analysis of profit/(loss) for the period/year from discontinued operations

The results of the discontinued operations (i.e. WEC Group and HF Group) included in the consolidated statement of comprehensive income are set out below. The comparative statement of comprehensive income has been re-presented to include those operations classified as discontinued in the current period.

	Group	
	2024	2023
	S$'000	S$'000
Revenue	**28,774**	77,556
Other income	**692**	746
Total income	**29,466**	78,302
Expenses	**(32,681)**	(86,117)
Loss before tax	**(3,215)**	(7,815)
Income tax expense	**(52)**	(108)
Loss for the year	**(3,267)**	(7,923)
Gain on disposal of discontinued operations (Note 22 (a) and (b))	**7,569**	–
Profit/(loss) for the period/year from discontinued operations	**4,302**	(7,923)

12 Disposal Group Classified as Held for Sale

	HF Group	WEC Group	Total
	2023	2023	2023
	S$'000	S$'000	S$'000
Assets of disposal group classified as held for sale	11,256	22,503	33,759
Liabilities directly associated with disposal group classified as held for sale	4,621	13,107	17,728

As described in Note 11, the Group completely disposed WEC Group on 29 August 2023.

In addition, on 14 October 2022, the Group entered into a sale and purchase agreement to dispose a 30% shareholding of Honfoong Plastic Industries Pte. Ltd. ("HF"). On 17 August 2023, the Group entered into an addendum to the sale and purchase agreement to revise the sale of the shareholding of HF from 30% to 37.1%. The sale was completed on 29 September 2023.

The major classes of assets and liabilities of the WEC Group at the end of the reporting period are as follows:

	WEC Group
	2023
	S$'000
Property, plant and equipment	5,760
Inventories	9,291
Intangible assets	629
Other current assets	72
Deferred tax assets	6
Trade and other receivables	4,655
Cash and bank balances	2,090
Assets of disposal group classified as held for sale	22,503
Trade and other payables	8,376
Borrowings	4,607
Income tax payable	124
Liabilities directly associated with disposal group classified as held for sale	13,107
Net assets of disposal group classified as held for sale	9,396

12 Disposal Group Classified as Held for Sale (cont'd)

The major classes of assets and liabilities of HF and its subsidiary ("HF Group") at the end of the reporting period are as follows:

	HF Group
	2023
	S$'000
Property, plant and equipment	5,747
Other current assets	674
Inventories	2,081
Trade and other receivables	2,550
Cash and bank balances	204
Assets of disposal group classified as held for sale	11,256
Trade and other payables	4,493
Borrowings	34
Income tax payable	57
Deferred tax liabilities	37
Liabilities directly associated with disposal group classified as held for sale	4,621
Net assets of disposal group classified as held for sale	6,635

13 Other Assets

	Group		**Company**	
	2024	2023	**2024**	2023
	S$'000	S$'000	**S$'000**	S$'000
Non-current				
Deposits	**995**	603	**–**	–
Current				
Deposits	**291**	299	*****	*
Prepayments	**304**	192	**11**	2
	595	491	**11**	2
	1,590	1,094	**11**	2

* Less than S$1,000.

14 Trade and Other Receivables

	Group		Company	
	2024	2023	**2024**	2023
	S$'000	S$'000	**S$'000**	S$'000
Current				
Trade receivables:				
- External parties	**2,019**	2,834	**–**	–
- Related parties	**53**	–	**–**	–
	2,072	2,834	**–**	–
Less: Loss allowance (Note 31(a))				
- External parties	**(1,354)**	(1,376)	**–**	–
- Related parties	**(53)**	–	**–**	–
	(1,407)	(1,376)	**–**	–
Trade receivables – net	**665**	1,458	**–**	–
Other receivables:				
Amounts due from subsidiaries	**–**	–	**5,455**	11,120
Less: Loss allowance	**–**	–	**(2,010)**	(2,321)
	–	–	**3,445**	8,799
Advance to suppliers	**20**	30	**–**	–
Amounts due from external parties	**14,641**	3,328	**234**	126
Less: Loss allowance	**(3,645)**	(3,293)	**(107)**	(107)
	11,016	65	**3,572**	8,818
	11,681	1,523	**3,572**	8,818

Trade receivables

Trade receivables are non-interest bearing and are generally on 1 to 30 days' credit terms. They are recognised at their original invoice amounts which represent their fair values on initial recognition.

Other receivables

Amounts due from subsidiaries are unsecured, interest-free and are repayable on demand and in cash.

Amounts due from external parties include the remaining consideration receivable for the disposal of the WEC Group and HF Group amounting to S$7,521,000 and S$355,000, respectively. The amount of S$7,521,000 will be settled through the sale/transfer of WEC Group's properties as disclosed in Note 33(b). The other receivables due from external parties are unsecured, non-interest bearing and repayable on demand.

14 Trade and Other Receivables (cont'd)

The movement of the loss allowance is as follows:

	Group		Company	
	2024	2023	**2024**	2023
	S$'000	S$'000	**S$'000**	S$'000
Trade receivables:				
Beginning of the financial year	**1,376**	3,505	**–**	–
Reversal	**(22)**	–	**–**	–
Charged to profit or loss	**53**	–	**–**	–
Reclassification to disposal group classified as held for sale	**–**	(1,469)	**–**	–
Written-off	**–**	(660)	**–**	–
End of the financial year (Note 30(a))	**1,407**	1,376	**–**	–
Other receivables:				
Beginning of the financial year	**3,293**	2,659	**2,428**	1,611
Foreign exchange adjustments	**–**	1	**–**	–
Reversal	**–**	–	**(311)**	–
Charged to profit or loss	**352**	633	**–**	817
End of the financial year	**3,645**	3,293	**2,117**	2,428

15 Inventories

	Group	
	2024	2023
	S$'000	S$'000
Raw materials	**216**	370
Work-in-progress	**35**	19
Finished goods	**384**	270
Trading goods	**1,305**	1,460
	1,940	2,119

The cost of inventories recognised as an expense and included in "cost of sales" amounted to S$2,981,000 (2023: S$14,002,000). During the year, reversal of inventories written down amounting to S$31,000 (2023: S$nil) was recognised in profit or loss.

16 Financial Assets, At Fair Value Through Profit or Loss

	Group	
	2024	2023
	S$'000	S$'000
Quoted equity securities - Singapore		
Beginning of the financial year	**37**	7,070
Disposal	**–**	(7,040)
Fair value gain (Note 5)	**6**	7
End of the financial year	**43**	37

In the prior year, the Group disposed the majority of the financial assets at FVPL for a sales consideration of RM27,638,000 (equivalent to S$8,615,000).

17 Financial Assets, At Fair Value Through Other Comprehensive Income

	Group	
	2024	2023
	S$'000	S$'000
Quoted equity securities - Malaysia		
Beginning of the financial year	47	47
Currency translation differences	(6)	–
End of the financial year	41	47

The Group has elected to carry the quoted equity securities at FVOCI due to the Group's intention to hold these equity instruments for long-term appreciation.

18 Cash and bank balances

	Group		Company	
	2024	2023	**2024**	2023
	S$'000	S$'000	**S$'000**	S$'000
Cash at bank	**2,903**	13,587	**84**	258
Short-term bank deposits	**6,793**	1,469	**–**	–
Cash and bank balances	**9,696**	15,056	**84**	258

For the purpose of presenting the consolidated statement of cash flows, cash and cash equivalents comprise the following:

	Group	
	2024	2023
	S$'000	S$'000
Cash and bank balances (as above)	9,696	15,056
Less: Bank deposit pledged for banking facilities	(760)	(1,469)
Bank overdraft (Note 26)	(40)	(253)
	8,896	13,334
Add: Cash and bank balances included in a disposal group held for sale (Note 12)	–	2,294
Cash and cash equivalents per consolidated statement of cash flows	8,896	15,628

Bank deposits are pledged with financial institutions to secure:

(i) certain banking facilities which will be utilised for funding of the working capital of the Group; and
(ii) bank borrowings of the Group as disclosed in Note 26 to the financial statements.

19 Property, Plant and Equipment

	Plant and machinery S$'000	Motor vehicles S$'000	Office equipment and tools S$'000	Furniture and electrical fittings S$'000	Renovations S$'000	Medical equipment S$'000	Building premises S$'000	Total S$'000
Group								
2024								
Cost								
At 1 April 2023	5,673	135	1,243	381	3,313	3,841	6,996	21,582
Currency translation differences	(274)	(6)	(46)	(16)	(88)	(7)	(26)	(463)
Additions	–	93	15	2	434	693	351	1,588
At 31 March 2024	5,399	222	1,212	367	3,659	4,527	7,321	22,707
Accumulated depreciation								
At 1 April 2023	5,501	125	1,060	327	2,658	1,553	3,948	15,172
Currency translation differences	(326)	(7)	(46)	(15)	(86)	(3)	(13)	(496)
Depreciation charge	70	13	34	24	512	609	1,793	3,055
Impairment loss	69	–	–	–	–	–	–	69
At 31 March 2024	5,314	131	1,048	336	3,084	2,159	5,728	17,800
Net book value								
At 31 March 2024	85	91	164	31	575	2,368	1,593	4,907

19 Property, Plant and Equipment (cont'd)

	Plant and machinery S$'000	Motor vehicles S$'000	Office equipment and tools S$'000	Furniture and electrical fittings S$'000	Renovations S$'000	Leasehold property S$'000	Medical equipment S$'000	Building premises S$'000	Total S$'000
Group									
2023									
Cost									
At 1 April 2022	12,624	590	1,247	372	6,050	12,115	3,295	5,759	42,052
Currency translation differences	(752)	(14)	(35)	(8)	(91)	–	(11)	(37)	(948)
Additions	43	–	31	36	407	–	569	1,763	2,849
Disposal	(326)	(177)	–	–	(36)	–	(12)	–	(551)
Written off	–	(10)	–	–	–	(59)	–	–	(69)
Reclassified to disposal group classified as held for sale	(5,916)	(254)	–	(19)	(3,017)	(12,056)	–	(489)	(21,751)
At 31 March 2023	5,673	135	1,243	381	3,313	–	3,841	6,996	21,582
Accumulated depreciation									
At 1 April 2022	10,954	291	1,072	337	5,026	1,841	1,245	2,638	23,404
Currency translation differences	(397)	(11)	(65)	(21)	(98)	–	(3)	(30)	(625)
Depreciation charge	509	72	46	19	283	178	319	1,642	3,068
Disposal	(326)	(46)	–	–	(18)	–	(8)	–	(398)
Written off	–	(10)	–	–	–	(30)	–	–	(40)
Impairment loss	–	–	7	–	–	–	–	–	7
Eliminated on reclassification to disposal group classified as held for sale	(5,239)	(171)	–	(8)	(2,535)	(1,989)	–	(302)	(10,244)
At 31 March 2024	**5,501**	**125**	**1,060**	**327**	**2,658**	**–**	**1,553**	**3,948**	**15,172**
Net book value									
At 31 March 2023	172	10	183	54	655	–	2,288	3,048	6,410

19 Property, Plant and Equipment (cont'd)

Right-of-use assets acquired under leasing arrangements are presented together with the owned assets of the same class. Details of such leased assets are disclosed in Note 20.

	Plant and machinery S$'000
Company	
Cost	
At 31 March 2023 and 31 March 2024	245
Accumulated depreciation	
At 31 March 2023 and 31 March 2024	245
Net book value	
At 31 March 2023 and 31 March 2024	–

20 Leases – As a lessee

Nature of the Group's leasing activities

Building premises

The Group leases clinics and office premises for the purpose of aesthetic medical and back-office operations. The lease arrangements prohibit the Group from subleasing the building premises to third parties.

Plant and machinery

The Group leases plant and machinery to fulfil its operational needs. There are no externally imposed covenants on these lease arrangements.

Medical equipment and motor vehicles

The Group leases medical equipment and motor vehicles for the purpose of daily operations. There are no externally imposed covenants on these lease arrangements.

(a) Carrying amounts

Right-of-use assets classified within property, plant and equipment

	Group	
	2024 S$'000	2023 S$'000
Building premises	**3,741**	4,137
Motor vehicles	**2**	10
Medical equipment	**411**	483
Plant and machinery	**115**	153
	4,269	4,783

20 Leases – As a lessee (cont'd)

Nature of the Group's leasing activities (cont'd)

(b) Depreciation charge during the year

	Group	
	2024	2023
	S$'000	S$'000
Building premises	**1,678**	1,788
Motor vehicles	**8**	15
Medical equipment	**72**	94
Plant and machinery	**28**	30
	1,786	1,927

(c) Interest expense

	Group	
	2024	2023
	S$'000	S$'000
Interest expense on lease liabilities	**127**	116

(d) Lease expense not capitalised in lease liabilities

	Group	
	2024	2023
	S$'000	S$'000
Lease expense – short-term leases	**27**	46
– low-value leases	**290**	124
Variable lease payments which do not depend on an index or rate	**271**	401
	588	571

(e) Total cash outflow for all the leases was S$2,506,000 (2023: S$3,293,000).

(f) Addition of right-of-use assets during the year was S$1,272,000 (2023: S$1,782,000).

(g) Future cash outflow which are not capitalised in lease liabilities.

Extension options

The leases for certain retail stores, equipment and motor vehicles contain extension periods, for which the related lease payments have not been included in lease liabilities as the Group is not reasonably certain to exercise these extension options. The Group negotiates extension options to optimise operational flexibility in terms of managing the assets used in the Group's operations. The majority of the extension options are exercisable by the Group and not by the lessor.

21 Intangible Assets

	Group		Company	
	2024	2023	**2024**	2023
	S$'000	S$'000	**S$'000**	S$'000
Computer software (Note (a))	**24**	23	**–**	–
Goodwill (Note (b))	**–**	–	**–**	–
	24	23	**–**	–

	Computer software S$'000	Distribution rights S$'000	Customer relationships S$'000	Total S$'000
Group				
2024				
Cost				
At 1 April 2023	210	–	–	210
Additions	14	–	–	14
At 31 March 2024	**224**	**–**	**–**	**224**
Accumulated amortisation and impairment losses				
At 1 April 2023	187	–	–	187
Amortisation charge	13			13
At 31 March 2024	**200**	**–**	**–**	**200**
Net book value				
At 31 March 2024	**24**	**–**	**–**	**24**
2023				
Cost				
At 1 April 2022	302	6,587	8,865	15,754
Additions	6	–	–	6
Reclassified to disposal group classified as held for sale	(98)	(6,587)	(8,865)	(15,550)
At 31 March 2023	210	–	–	210
Accumulated amortisation and impairment losses				
At 1 April 2022	289	4,970	8,865	14,124
Amortisation charge	14	955	–	969
Impairment loss	15	–	–	15
Reclassified to disposal group classified as held for sale	(131)	(5,925)	(8,865)	(14,921)
At 31 March 2023	187	–	–	187
Net book value				
At 31 March 2023	23	–	–	23

21 Intangible Assets (cont'd)

(a) Computer software

Group

The Group's intangible asset in relation to computer software pertained to a project of the Group in the financial year ended 31 March 2018.

Based on the internal assessment performed during the financial year ended 31 March 2023, the project was subsequently halted, therefore rendering the software obsolete as it is no longer in use and did not serve any other purpose.

Accordingly, an impairment charge of S$13,000 was recognised in profit or loss in the prior year for this amount of computer software which is categorised under the aesthetic medical services ("AMS") business unit segment as disclosed in Note 30.

	Computer software S$'000
Company	
Cost	
At 31 March 2023 and 2024	40
Accumulated amortisation	
At 31 March 2023 and 2024	40
Net book value	
At 31 March 2024 and 2024	–

(b) Goodwill

	Group	
	2024 S$'000	2023 S$'000
Cost		
At the beginning of the year	**5,890**	5,890
Additions	**157**	–
At the end of the year	**6,047**	5,890
Accumulated impairment		
At the beginning of the year	**5,890**	5,890
Impairment loss recognised during the year	**157**	–
At the end of the year	**6,047**	5,890
Net carrying amount		
At 31 March 2023 and 2024	**–**	–

The Group recognised goodwill amounting to S$157,000 arising from the acquisition of SJY Medical Pte Ltd during the year (Note 22). Based on the annual impairment testing, the Group recognised an impairment loss of S$157,000 during the year.

22 Investments In Subsidiaries

	Company 2024 S$'000	Company 2023 S$'000
Unquoted equity investments at cost		
At the beginning of the year	**38,085**	38,085
Additions	**2,314**	–
Disposals	**(1,167)**	–
At the end of the year	**39,232**	38,085
Movement in allowance for impairment		
At the beginning of the year	**22,296**	6,179
Impairment loss recognised for the year	**1,074**	16,117
At the end of the year	**23,370**	22,296
Net carrying amount	**15,862**	15,789

Details of the subsidiaries are as follows:

Name of subsidiaries, place of business and incorporation	Principal activities	Percentage of effective equity interest held by the Company 2024 %	2023 %
Held by the Company			
WE Components Sdn. Bhd. (4) (Malaysia)	Distributor and representative of electronic components and systems and equipment	**–**	99.9
A.M. Skincare Pte. Ltd. (1) (Singapore)	Retail sale of pharmaceutical and medical goods	**100.0**	100.0
WesCal Electronics Trading (Shanghai) Co., Ltd. (3) (People's Republic of China)	Distributor and representative of electronic components and systems and equipment	**100.0**	100.0
WE Electronics Co., Ltd. (3) (Thailand)	Distributor and representative of electronic components and systems and equipment	**100.0**	100.0
WE Dragon Resources Pte. Ltd. (1) (Singapore)	Petroleum, mining and prospecting services	**100.0**	100.0
Accrelist Medical Aesthetics (Serangoon) Pte. Ltd. (1)(9) (Singapore)	Aesthetic medical	**100.0**	100.0
WE Resources Sdn. Bhd. (2b) (Malaysia)	Iron ore and coal trading	**100.0**	100.0
WE Technology (HK) Ltd. (3) (Hong Kong)	Distributor and representative of electronic components and systems and equipment	**100.0**	100.0
WE Resources (Cambodia) Co. Ltd. (3) (Cambodia)	Iron ore and coal trading	**100.0**	100.0

22 Investments In Subsidiaries (cont'd)

Details of the subsidiaries are as follows: (cont'd)

Name of subsidiaries, place of business and incorporation	Principal activities	Percentage of effective equity interest held by the Company 2024 %	2023 %
Held by the Company (cont'd)			
Accrelist Crowdfunding Pte. Ltd. [1] (Singapore)	Financial services	**100.0**	100.0
Accrelist Medical Aesthetics (Raffles City) Pte. Ltd. [1][9] (Singapore)	Aesthetic medical	**100.0**	100.0
Accrelist Medical Aesthetics (BM) Pte. Ltd. [1] (Singapore)	Aesthetic medical	**100.0**	100.0
Accrelist Medical Aesthetics (LOT1) Pte. Ltd. [1][9] (Singapore)	Aesthetic medical	**100.0**	100.0
Accrelist Medical Aesthetics (SPC) Pte. Ltd. [1][9] (Singapore)	Aesthetic medical	**100.0**	100.0
Accrelist Medical Aesthetics (TPY) Pte. Ltd. [1][9] (Singapore)	Aesthetic medical	**100.0**	100.0
Jubilee Industries Holdings Ltd. [1] (Singapore)	Investment holding	**53.1**	53.1
SJY Medical Pte Ltd [1][5] (Singapore)	Aesthetic medical	**51.0**	–
Held through Accrelist Medical Aesthetics (BM) Pte. Ltd.			
Accrelist Medical Aesthetics (CM) Pte. Ltd. [1] (Singapore)	Aesthetic medical	**100.0**	100.0
Accrelist Medical Aesthetics (KL) Sdn. Bhd. [2c] (Malaysia)	Aesthetic medical	**100.0**	100.0
Accrelist Medical Aesthetics (Penang) Sdn. Bhd. [2c] (Malaysia)	Aesthetic medical	**100.0**	100.0
Accrelist Medical Aesthetics (Central@ Clarke Quay) Pte. Ltd. [1] (Singapore)	Aesthetic medical	**100.0**	100.0

22 Investments In Subsidiaries (cont'd)

Details of the subsidiaries are as follows: (cont'd)

Name of subsidiaries, place of business and incorporation	Principal activities	Percentage of effective equity interest held by the Company	
		2024	2023
		%	%
Held through Accrelist Medical Aesthetics (BM) Pte. Ltd. (cont'd)			
Accrelist Medical Aesthetics (Orchard Central) Pte. Ltd. [(1)] (Singapore)	Aesthetic medical	**100.0**	100.0
Accrelist Medical Aesthetics (Northpoint) Pte. Ltd. [(1)] (Singapore)	Aesthetic medical	**100.0**	100.0
Accrelist Medical Aesthetics (China) Pte. Ltd. [(3)(8)] (Singapore)	Aesthetic medical	**100.0**	–
Accrelist Medical Aesthetics (Hainan) Co., Ltd. [(3)(7)] (China)	Aesthetic medical	**95.0**	–
Accrelist Medical Aesthetics (Bangkok) Co., Ltd. [(3)(6)] (Thailand)	Aesthetic medical	**100.0**	–
Held through Jubilee Industries Holdings Ltd.			
Jubilee Industries (S) Pte Ltd [(1)] (Singapore)	Manufacturer and dealer precision plastic and metal mould	**53.1**	53.1
E'mold Holding Pte Ltd [(1)] (Singapore)	Investment holding	**53.1**	53.1
J Capital Pte Ltd [(1)] (Singapore)	Investment holding	**53.1**	53.1
WE Components Pte. Ltd. [(4)] (Singapore)	Trading in electronic components	**–**	45.8
Held through Jubilee Industries (S) Pte. Ltd.			
WE Total Engineering Sdn. Bhd. [(2d)] (Malaysia)	Manufacturer and dealer of precision plastic and metal mould	**53.1**	53.1
Held through WE Components Pte. Ltd.			
WE Components (Shanghai) Co Ltd [(4)] (People's Republic of China)	Trading in electronic components	**–**	45.8
WE Components Co Ltd [(4)] (Thailand)	Trading in electronic components	**–**	45.8

22 Investments In Subsidiaries (cont'd)

Details of the subsidiaries are as follows: (cont'd)

Name of subsidiaries, place of business and incorporation	Principal activities	Percentage of effective equity interest held by the Company	
		2024	2023
		%	%
Held through WE Components Pte. Ltd. (cont'd)			
WE Components (Hong Kong) Limited [4] (Hong Kong)	Trading in electronic components	–	45.8
WE Components (Shenzhen) Co Ltd [4] (People's Republic of China)	Trading in electronic components	–	45.8
Kin Wai Technology Ltd [4] (British Virgin Islands /People's Republic of China)	Trading in electronic components	–	45.8
WE Microelectronics Pte. Ltd. [4] (Singapore)	Trading in electronic components	–	45.8
WE Components (Penang) Sdn Bhd [4] (Malaysia)	Trading in electronic components	–	45.8
WE Components India Pvt Ltd [4] (India)	Trading in electronic components	–	45.8
Held through WE Total Engineering Sdn. Bhd.			
Honfoong Plastic Industries Pte. Ltd. [1] (Singapore)	Manufacturer and dealer of precision plastic and metal mould	–	41.0
PT Honfoong Plastic Industries [2a] (Indonesia)	Manufacturer and dealer of precision plastic and metal mould	–	41.0

(1) Audited by Moore Stephens LLP, Singapore, a member firm of Moore Global Network Limited.

(2) Audited by other independent auditors other than member firms of Moore Global Network Limited for local statutory audit purposes:

(a) Nexia KPS - Kanaka Puradiredja Suhartono, Indonesia
(b) Moore Stephens Associate PLT, a member firm of Moore Global Network Limited in Malaysia.
(c) Y.H. Chang & Partners, Malaysia.
(d) ZL & Co PLT, Malaysia.

(3) The subsidiaries are dormant and do not require an audit. They are not significant to the Group.

(4) The subsidiaries were disposed of during the financial year.

(5) On 18 April 2023, the Company acquired a 51% equity interest of SJY Medical Pte Ltd for an aggregate consideration of S$550,000 by way of cash of S$275,000 and issuance of new ordinary shares in the Company.

(6) On 29 August 2023, Accrelist Medical Aesthetics (BM) Pte. Ltd., a wholly-owned subsidiary of the Company, incorporated a wholly-owned subsidiary in Thailand, Accrelist Medical Aesthetics (Bangkok) Co., Ltd.

(7) On 26 October 2023, Accrelist Medical Aesthetics (BM) Pte. Ltd., a wholly-owned subsidiary of the Company, incorporated a wholly-owned subsidiary in the People's Republic of China, Accrelist Medical Aesthetics (Hainan) Co., Ltd.

(8) On 3 January 2024, Accrelist Medical Aesthetics (BM) Pte. Ltd., a wholly-owned subsidiary of the Company, incorporated a wholly-owned subsidiary, Accrelist Medical Aesthetics (China) Pte. Ltd.

(9) On 27 March 2024, the Company completed its internal restructuring exercise and the entire shareholding interests in these subsidiaries were transferred from the Company to Accrelist Medical Aesthetics (BM) Pte. Ltd.

22 Investments In Subsidiaries (cont'd)

(a) Disposal of Electronic Business Unit ("EBU")

On 21 June 2022, the Group entered into a sales agreement with a third party to dispose a 14% shareholding of WE Components Pte. Ltd. which carried out EBU of the Group. The partial disposal was completed on 9 March 2023. On 29 August 2023, the Company completed the disposal of the remaining 86% shareholding of WE Components Pte. Ltd. for a total consideration of S$21,752,000.

	Group 2024 S$'000
Consideration received in cash and cash equivalents:	
- Received during the year	**10,034**
- Received in the previous year	**4,197**
Deferred sales proceeds not received as at 31 March 2024	**7,521**
Total consideration	**21,752**

Analysis of assets and liabilities over which control was lost

	WEC Group 2024 S$'000
Non-Current Assets	
- Property, plant and equipment	**183**
- Intangible assets	**472**
- Deferred tax assets	**2**
Current Assets	
- Inventories	**11,143**
- Trade and other receivables	**10,761**
- Cash and bank balances	**6,608**
Non-Current Liabilities	
- Lease liabilities	**(5)**
Current Liabilities	
- Trade and other payables	**(11,035)**
- Income tax payable	**(130)**
- Borrowings	**(149)**
- Lease liabilities	**(102)**
Net identifiable assets disposed of	**17,748**

22 Investments In Subsidiaries (cont'd)

(a) Disposal of Electronic Business Unit ("EBU") (cont'd)

Gain on disposal of subsidiary

	Group 2024 S$'000
Total consideration	**21,752**
Add/(less):	
Net identifiable assets disposed of	**(17,748)**
Non-controlling interest derecognised	**1,904**
Cumulative exchange differences reclassified from currency translation reserve on loss of control of subsidiary	**1,476**
Commission expenses	**(522)**
Gain on disposal of subsidiary (Note 11(c))	**6,862**

The aggregate cash inflow arising from disposal of subsidiary

	Group 2024 S$'000
Cash consideration received	**10,034**
Less: Cash and cash equivalents disposed of	**(6,608)**
Net cash inflow on disposal of subsidiary	**3,426**

(b) Disposal of Honfoong Plastic Industries Pte. Ltd. ("Honfoong")

On 29 September 2023, the disposal of a 37% shareholding of Honfoong Plastic Industries Pte. Ltd. ("Honfoong") was completed for a total consideration of S$1,855,000. Following the completion of the disposal, WE Total Engineering Sdn. Bhd. retained a 40% shareholding interest in Honfoong Plastic Industries Pte. Ltd., and accordingly, Honfoong ceased to be a subsidiary but an associate of the Group with effect from 29 September 2023 as disclosed in Note 23.

	Group 2024 S$'000
Consideration received in cash and cash equivalents:	
- Received in the previous year	**1,500**
Deferred sales proceeds not received as at 31 March 2024	**355**
Total consideration	**1,855**

22 Investments In Subsidiaries (cont'd)

(b) Disposal of Honfoong Plastic Industries Pte. Ltd. ("Honfoong") (cont'd)

Analysis of assets and liabilities over which control was lost

	Honfoong Group 2024 S$'000
Non-Current Assets	
- Property, plant and equipment	**5,946**
Current Assets	
- Inventories	**1,560**
- Trade and other receivables	**2,209**
- Cash and bank balances	**243**
Non-Current Liabilities	
- Other payables	**(1,685)**
- Deferred tax liabilities	**(535)**
Current Liabilities	
- Trade and other payables	**(4,640)**
- Income tax payable	**(57)**
- Lease liabilities	**(14)**
Net identifiable assets disposed of	**3,027**

Gain on disposal of subsidiary

	Group 2024 S$'000
Total consideration	**1,855**
Add/(less):	
Net identifiable assets disposed of	**(3,027)**
Carrying value of the Group's interest in an associate (Note 23)	**1,376**
Non-controlling interest derecognised	**504**
Cumulative exchange differences reclassified from currency translation reserve on loss of control of subsidiary	**(1)**
Gain on disposal of subsidiary (Note 11(c))	**707**

22 Investments In Subsidiaries (cont'd)

(b) Disposal of Honfoong Plastic Industries Pte. Ltd. ("Honfoong") (cont'd)

The aggregate cash outflow arising from disposal of subsidiary

	Group 2024 S$'000
Cash consideration received	**–**
Less: Cash and cash equivalents disposed of	**(243)**
Net cash outflow on disposal of subsidiary	**(243)**

(c) Impairment assessment

As at 31 March 2024, management carried out an impairment assessment on the estimated irrecoverable amounts of the Company's investments in certain subsidiaries due to the significant decline in the financial performance and/or financial positions of those subsidiaries. Based on management's judgement, an impairment loss of S$1,074,000 (2023: S$16,117,000) on those investment in subsidiaries has been recognised during the financial year.

(d) Interests in subsidiaries with material non-controlling interest ("NCI")

The Group has the following subsidiary that has NCI that is material to the Group.

Name of Subsidiary	Principal place of business	Proportion of ownership interest held by NCI %	Loss allocated to NCI during the reporting period S$'000	Accumulated NCI at the end of reporting period S$'000
31 March 2024				
Jubilee Industries Holdings Ltd	Singapore	**46.9**	**(829)**	**6,809**
31 March 2023				
Jubilee Industries Holdings Ltd	Singapore	46.9	(4,650)	10,046

22 Investments In Subsidiaries (cont'd)

(e) Summarised financial information of subsidiaries with material NCI

Set out below is the summarised financial information of Jubilee Industries Holdings Ltd and its subsidiaries (collectively, "Jubilee Group"). These are presented before inter-company eliminations.

Summarised statement of financial position

	Jubilee Group	
	2024	2023
	S$'000	S$'000
Current		
Assets	**21,573**	55,177
Liabilities	**(3,991)**	(34,244)
Net current assets	**17,582**	20,933
Non-current		
Assets	**1,341**	696
Liabilities	**–**	(88)
Net non-current assets	**1,341**	608
Net assets	**18,923**	21,541

Summarised statement of comprehensive income

	Jubilee Group	
	2024	2023
	S$'000	S$'000
Revenue from continuing operations	**3,333**	4,992
Loss before income tax	**(3,055)**	(1,778)
Income tax expense	**(2)**	(1)
Loss from continuing operations, net of tax	**(3,057)**	(1,779)
Profit/(loss) from discontinued operations, net of tax	**4,302**	(7,923)
Other comprehensive (loss)/income, net of tax	**(1,455)**	1,331
Total comprehensive loss for the year	**(210)**	(8,371)

Summarised cash flow statement

	Jubilee Group	
	2024	2023
	S$'000	S$'000
Net cash (used in)/generated from operating activities	**(6,184)**	1,323
Net cash generated from investing activities	**642**	11,699
Net cash used in financing activities	**(353)**	(3,686)

23 Investment in Associate

	Group	
	2024	2023
	S$'000	S$'000
Cost of investment in an associate	**734**	–
Share of post-acquisition reserves	**(243)**	–
	491	–

Details of the associates are as follows:

Name of associates, place of business and incorporation	Principal activities	Percentage of effective equity interest held by the Group	
		2024	2023
		%	%
Held by Jubilee Industries (S) Pte. Ltd.			
Honfoong Plastic Industries Pte. Ltd.[1] (Singapore)	Manufacturer and dealer of precision plastic and metal mould	**21.3**	–
PT Honfoong Plastic Industries [2] (Indonesia)	Manufacturer and dealer of precision plastic and metal mould	**21.3**	–

(1) Audited by Moore Stephens LLP, Singapore, a member firm of Moore Global Network Limited.

(2) Audited by Nexia KPS - Kanaka Puradiredja Suhartono, Indonesia.

Summarised financial information in respect of the Group's associates is set out below. The summarised financial information below represents amounts shown in the associate's financial statements prepared in accordance with SFRS(I) and adjusted by the Group for equity accounting purposes.

	2024
	S$'000
Honfoong Plastic Industries Pte. Ltd. and its subsidiary ("HF Group")	
Current assets	**4,581**
Non-current assets	**5,332**
Current liabilities	**(5,721)**
Non-current liabilities	**(1,892)**
Revenue	**12,964**
Loss for the period, net of tax	**(2,191)**
Total comprehensive loss for the period	**(2,191)**

A reconciliation of the above summarised financial information to the carrying amount of the investment in associate recognised in the consolidated financial statements:

	2024
	S$'000
Net assets of HF Group	**2,300**
Proportion of the Group's ownership in HF Group	**21.3%**
Carrying amount of the Group's investment in HF Group	**491**

24 Share Capital

	2024		2023	
	No. of ordinary shares	**Amount**	No. of ordinary shares	Amount
	'000	**S$'000**	'000	S$'000
Group				
Issued and fully paid:				
At the beginning of the year	**303,727**	**74,315**	303,727	74,315
Issuance of shares	**8,463**	**472**	–	–
At the end of the year	**312,190**	**74,787**	303,727	74,315
Company				
Issued and fully paid:				
At the beginning of the year	**303,727**	**115,006**	303,727	115,006
Issuance of shares	**8,463**	**472**	–	–
At the end of the year	**312,190**	**115,478**	303,727	115,006

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

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

The difference in amounts in the Group's and the Company's share capital is due to the reverse takeover exercise in the previous years.

Included in the issuance of shares during the year is 3,721,114 new shares issued by the Company and awarded to an employee of the Group as part of Accrelist PSP 2023.

25 Other Reserves

	Group 2024 S$'000	Group 2023 S$'000
Foreign currency translation reserve (Note (a))	**952**	1,957
Fair value reserve (Note (b))	**22**	22
Capital reserve (Note (c))	**844**	844
	1,818	2,823

(a) Foreign currency translation reserve

	Group 2024 S$'000	Group 2023 S$'000
At the beginning of the financial year	**1,957**	1,247
Net currency translation differences	**27**	710
Effect from disposal of discontinued operations, net	**(1,032)**	–
At the end of the financial year	**952**	1,957

(b) Fair value reserve

	Group 2024 S$'000	Group 2023 S$'000
Beginning and end of the financial year	**22**	22

(c) Capital reserve

Capital reserve comprises of the following:

- The effect of changes in the ownership interest in Jubilee on the equity attributable to owners of the Company during the financial year ended 31 March 2019, amounting to S$820,000. This represents the excess of deemed consideration received by equity owners of the Company resulting from the deemed disposal of an interest in a subsidiary.

- Excess of carrying amount of non-controlling interest acquired over consideration paid to a non-controlling interest resulting from the disposal of the interest in a subsidiary in a prior financial year amounting to S$24,000.

Other reserves are non-distributable.

26 Borrowings

	Group		Company	
	2024	2023	**2024**	2023
	S$'000	S$'000	**S$'000**	S$'000
Non-current				
Bank borrowings	**319**	433	**–**	–
Lease liabilities	**499**	1,448	**–**	–
Loans from non-related parties	**192**	1,003	**175**	553
	1,010	2,884	**175**	553
Current				
Bank overdraft (Note 18)	**40**	253	**–**	–
Bank borrowings	**254**	270	**–**	–
Lease liabilities	**1,328**	2,204	**–**	–
Loans from non-related parties	**770**	820	**320**	320
	2,392	3,547	**320**	320
	3,402	6,431	**495**	873

The loans from non-related parties are unsecured, interest-bearing at an average effective interest ranging from 2% to 8% (2023: 2% to 8%) per annum and are repayable in full on 3 March 2025 and 26 September 2025 respectively.

The exposure of the borrowings of the Group to interest rate changes and the contractual repricing dates at the balance sheet date are as follows:

	Group	
	2024	2023
	S$'000	S$'000
12 months or less	**294**	523
More than 12 months	**319**	433
	613	956

(a) Security granted

Bank overdrafts

As at 31 March 2024, bank overdrafts of the Group are secured by certain of the Group's bank deposits of S$6,793,000 (2023: S$1,469,000) as disclosed in Note 18 to the financial statements.

Bank borrowings

As at 31 March 2024, bank borrowings are secured by the corporate guarantee provided by the Company (Note 28(a)) and a director of the Company.

As at 31 March 2023, bank borrowings are secured by leasehold property of the Group amounting to S$10,274,000 (Note 19) and secured by the corporate guarantee provided by the Company (Note 28(a)).

27 Trade and Other Payables

	Group		Company	
	2024	2023	**2024**	2023
	S$'000	S$'000	**S$'000**	S$'000
Trade payables				
Non-related parties	**2,129**	944	**–**	–
Other payables				
Non-related parties	**395**	5,846	**62**	95
Accrued operating expenses	**1,745**	1,491	**207**	196
Amount due to a director	**61**	–	**–**	–
Amounts due to subsidiaries	**–**	–	**946**	5,280
	2,201	7,337	**1,215**	5,571
	4,330	8,281	**1,215**	5,571

The amount due to a director relates to accrued performance-related incentive offset against the payments made on behalf of the same director.

Trade payables are non-interest bearing and are normally settled between 30 to 90 (2023: 30 to 90) days' terms.

The non-trade payables due to subsidiaries are unsecured, interest-free and repayable on demand in cash.

28 Contingencies

(a) Corporate guarantees

The Company has issued corporate guarantees to banks for borrowings of a subsidiary (Note 26(a)). The management has evaluated the fair value of the corporate guarantees and is of the view that the consequential benefit derived from its guarantees to the bank with regards to the subsidiary corporation is minimal.

The Company is not required to fulfil any guarantee on the basis of default by the borrowers as at the balance sheet date.

Management estimated that the fair value of the corporate guarantees is negligible in the view that the consequential benefits to be derived from its guarantee are not material and therefore not recognised. It is considered unlikely that the Company will be held liable as a result of the corporate guarantees since there is no default in the payment of borrowings by the subsidiary to which guarantees are provided.

(b) Financial support

The Company and one of its subsidiaries provide financial support to certain subsidiaries to enable these subsidiaries to operate as going concerns and to meet their liabilities as and when they fall due. No liabilities are recognised by the Company and its subsidiaries as it is considered unlikely that there will be significant outflows of resources made by the Company as a result of the financial support provided.

29 Related Party Transactions

In addition to the information disclosed elsewhere in the financial statements, the following transactions took place between the Group and related parties at terms agreed between the parties:

Key management personnel compensation

	Group	
	2024	2023
	S$'000	S$'000
Wages, salaries and other short-term benefits	**1,428**	1,794
Performance-related incentive	**203**	–
Employer's contribution to defined contribution plans, including Central Provident Fund	**32**	65
	1,663	1,859
Remuneration of directors of the Company	**1,169**	1,067

30 Segment Information

Management has determined the operating segments based on the reports reviewed by the Executive Committee ("Exco"), which is the Group's Chief Operating Decision Maker, that are used to make strategic decisions. The Exco comprises the Chief Executive Officer, the Chief Financial Officer, and the department heads of each business within each geographical segment.

The Exco considers the business from both a geographic and business segment perspective. Geographically, management manages and monitors the business in two primary geographic areas: Singapore and Malaysia. The Group is organised into three major operating segments for the financial year: financial technology, mechanical business unit ("MBU") and aesthetic medical services ("AMS"). Such structural organisation is determined by the nature of risks and returns associated with each business segment and defines the management structure as well as the internal reporting system.

The segments are as follows:

The MBU segment provides mould design and fabrication services for consumer electronics, household appliances, automotive and computer peripherals, as well as precision plastic injection moulding services for their customers' finished products.

The AMS segment offers a range of services related to aesthetic enhancements.

"Others" segment includes:

(a) The system and equipment distribution segment provides engineering support services ranging from installation, calibration, integration and testing of systems, applications training to maintenance of systems. This business segment is dormant.

(b) The commodities and resources segment provides supply chain management for natural materials and will be the driver for the Group's forward growth through its integrated sourcing, marketing and transportation operations. This business segment is dormant and hence classified as others. This business segment is dormant.

(c) The financial technology segment provides financial services such as crowdfunding to enable users to raise funds for their projects and electronic wallet services granting users an alternate mode of payment.

The Group has one operation (the EBU) that was discontinued in the current year. The segment information reported in this note does not include the information of the discontinued operation as this is disclosed in Note 12 Discontinued Operations.

30 Segment Information (cont'd)

The following is an analysis of the Group's revenue and results from continuing operations by reportable operating segments:

Continuing operations

	MBU		AMS		Others		Total	
	2024	2023	**2024**	2023	**2024**	2023	**2024**	2023
	S$'000	S$'000	**S$'000**	S$'000	**S$'000**	S$'000	**S$'000**	S$'000
Segment revenue								
Sales of goods	**3,333**	4,992	**–**	–	**10**	16	**3,343**	5,008
Service income	**–**	–	**13,323**	14,118	**–**	–	**13,323**	14,118
Total revenue	**3,333**	4,992	**13,323**	14,118	**10**	16	**16,666**	19,126
Gross profit/(loss)	**826**	(880)	**4,288**	6,169	**84**	114	**5,198**	5,403
Other gains/(losses) - net								
- Impairment losses on trade and other	**(383)**	–	**–**	(526)	**–**	(107)	**(383)**	(633)
- Impairment loss on intangible assets and office equipment	**–**	–	**–**	(22)	**–**	–	**–**	(22)
- Others	**125**	533	**246**	587	**(116)**	2,041	**255**	3,161
Expenses								
- Marketing and distribution	**(105)**	(4)	**(791)**	(924)	**(204)**	(250)	**(1,100)**	(1,178)
- Administrative	**(839)**	(2,045)	**(5,667)**	(4,467)	**(3,102)**	(2,107)	**(9,608)**	(8,619)
- Finance	**(41)**	(20)	**(181)**	(172)	**(52)**	(95)	**(274)**	(287)
Share of results of associate	**(243)**	–	**–**	–	**–**	–	**(243)**	–
(Loss)/profit before income tax	**(660)**	(2,416)	(2,105)	645	**(3,390)**	(404)	**(6,155)**	(2,175)
Depreciation of property, plant and equipment	**343**	778	**2,412**	2,023	**–**	–	**2,755**	2,792
Amortisation of intangible assets	**–**	–	**11**	13	**2**	1	**13**	14
Impairment of intangible assets and office equipment	**–**	–	**–**	22	**–**	–	**–**	22

As the amounts of total assets and liabilities for each reportable segment are not regularly provided to Exco, such information is not presented in the segment information.

30 Segment Information (cont'd)

Geographical Information

The following table provides an analysis of the revenue by geographical market, irrespective of the origin of the goods/ services:

	Group	
	2024	2023
	S$'000	S$'000
Continuing operations		
Singapore	**13,439**	14,775
Malaysia	**2,354**	4,085
Indonesia	**627**	180
Other countries	**246**	86
	16,666	19,126

The following is an analysis of the carrying amount of non-current assets, and additions to plant and equipment and intangible assets analysed by the geographical area in which the assets are:

	Group	
	2024	2023
	S$'000	S$'000
Non-current assets		
Singapore	**6,508**	6,295
Malaysia	**379**	788
	6,887	7,083
Additions to plant and equipment		
Singapore	**1,485**	–
Malaysia	**103**	560
	1,588	560
Additions of Intangible Assets		
Singapore	**14**	6

The non-current assets are analysed by the geographical area in which the assets are located.

31 Financial Instruments

(a) Financial Risk Management Policies and Objectives

The Group is exposed to financial risks arising from its operations and the use of financial instruments. The directors of the Company review and agree policies and procedures for the management of these risks. The Audit Committee provides independent oversight to the effectiveness of the risk management process. These risks include market risk (including currency risk, fair value interest rate risk and price risk), credit risk, liquidity risk and capital risk.

There has been no change to the Group's exposure to these financial risks or the manner in which it manages and measures the risks. The following sections provide details regarding the Group's and Company's exposure to the above-mentioned financial risks and the objectives, policies and processes for the management of these risks.

(i) Credit risk

Credit risk refers to the risk that counterparties will default on their contractual obligations resulting in financial loss to the Group. The major classes of financial assets (excluding assets directly associated with disposal group classified as held for sale) of the Group and of the Company are bank deposits and trade and other receivables. For trade receivables, the Group adopts the policy of dealing only with customers of appropriate credit history and obtaining cash deposits where appropriate to mitigate credit risk. For other financial assets, the Group adopts the policy of dealing only with high credit quality counterparties.

Credit exposure to an individual counterparty is restricted by credit limits that are approved by the management based on ongoing credit evaluation. The counterparty's payment profile and credit exposure are continuously monitored at the entity level by the respective management and at the Group level by the management.

The trade receivables of the Group comprise 5 debtors (2023: 5 debtors) that individually represented 5% to 10% (2023: 5% to 10%) of the Group's total trade receivables.

The credit risk for trade receivables based on the information provided to key management is as follows:

	Group	
	2024	2023
	S$'000	S$'000
By geographical areas		
Singapore	**75**	183
Malaysia	**371**	1,275
Indonesia	**210**	–
Other countries	**9**	–
	665	1,458
By business segments		
- AMS	**75**	183
- MBU	**590**	1,275
	665	1,458

31 Financial Instruments (cont'd)

(a) Financial Risk Management Policies and Objectives (cont'd)

(i) Credit risk (cont'd)

Trade receivables and contract assets

The Group uses a provision matrix to measure the lifetime expected credit loss ("ECL") allowance for trade receivables and contract assets.

In measuring the expected credit losses, trade receivables and contract assets are grouped based on their shared credit risk characteristics and days past due.

In calculating the expected credit loss rates, the Group considers historical loss rates for each category of customers and adjusts to reflect current and forward-looking macroeconomic factors affecting the ability of the customers to settle the receivables.

Trade receivables and contract assets are written-off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Group. The Group categorises trade receivables and contract assets for potential write-off when the counterparty fails to make contractual payments more than 180 days past due. Where receivables are written-off, the Group continues to engage in enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognised in profit or loss.

The Group's credit risk exposure in relation to trade receivables and contract assets under SFRS(I) 9 as at 31 March 2024 and 2023 are set out in the provision matrix as follows:

		Past due				
	Current	**Within 30 days**	**1 to 3 months**	**4 to 6 months**	**Over 6 months**	**Total**
	S$'000	**S$'000**	**S$'000**	**S$'000**	**S$'000**	**S$'000**
Group						
2024						
Trade receivables	**128**	**159**	**225**	**42**	**1,518**	**2,072**
Less: Allowance for impairment (Note 14)	**–**	**–**	**–**	**–**	**(1,407)**	**(1,407)**
						665
2023						
Trade receivables	129	317	329	171	1,888	2,834
Less: Allowance for impairment (Note 14)	–	–	–	–	(1,376)	(1,376)
						1,458

31 Financial Instruments (cont'd)

(a) Financial Risk Management Policies and Objectives (cont'd)

(i) Credit risk (cont'd)

Other receivables

The Group and the Company use the general approach for assessment of ECLs for these financial assets. Under the general approach, the loss allowance is measured at an amount equal to 12-month ECL at initial recognition.

At each reporting date, the Group and the Company assess whether the credit risk of a financial instrument has increased significantly since initial recognition. When credit risk has increased significantly since initial recognition, the loss allowance is measured at an amount equal to lifetime ECL.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the Group and the Company consider reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's and the Company's historical experience and informed credit assessment.

If credit risk has not increased significantly since initial recognition or if the credit quality of the financial instruments improves such that there is no longer a significant increase in credit risk since initial recognition, the loss allowance is measured at an amount equal to 12-month ECLs.

As at 31 March 2024, the Group performed an assessment of impairment using the 12-month ECL basis on these financial assets. The Group concluded the loss allowance is adequate.

Non-trade receivables from subsidiaries

Non-trade receivables from subsidiaries are provided mainly for short term funding requirements. Impairment on these balances has been measured on the 12-month expected loss basis which reflects the low credit risk of the exposures. The Company concluded that the loss allowance provided for non-trade receivables from subsidiaries is adequate.

31 Financial Instruments (cont'd)

(a) Financial Risk Management Policies and Objectives (cont'd)

(i) Credit risk (cont'd)

Cash and cash equivalents

The Group and the Company held cash and cash equivalents with reputable licensed financial institutions with high credit-ratings and which are considered to have low credit risk. The cash balances are measured on 12-month expected credit losses and subject to immaterial credit loss.

(ii) Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and financial 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.

The table below analyses the maturity profile of the Group's and the Company's financial liabilities based on contractual undiscounted cash flows.

	Less than 1 year S$'000	Within 1 to 2 years S$'000	Within 2 to 5 years S$'000	Total S$'000
Group				
2024				
Trade and other payables	**4,330**	**–**	**–**	**4,330**
Lease liabilities	**1,371**	**527**	**–**	**1,898**
Borrowings (including loans from non-related parties)	**1,135**	**424**	**72**	**1,631**
	6,836	**951**	**72**	**7,859**
2023				
Trade and other payables	8,281	–	–	8,281
Lease liabilities	2,311	1,299	207	3,817
Borrowings (including loans from non-related parties)	1,185	1,027	559	2,771
	11,777	2,326	766	14,869

31 Financial Instruments (cont'd)

(a) Financial Risk Management Policies and Objectives (cont'd)

(ii) Liquidity risk (cont'd)

	Less than 1 year S$'000	Within 1 to 2 years S$'000	Within 2 to 5 years S$'000	Total S$'000
Company				
2024				
Trade and other payables	**1,215**	**–**	**–**	**1,215**
Borrowings	**370**	**216**	**–**	**586**
Financial guarantees contracts	**928**	**–**	**–**	**928**
	2,513	**216**	**–**	**2,729**
2023				
Trade and other payables	5,571	–	–	5,571
Borrowings	370	370	216	956
Financial guarantees contracts	956	–	–	956
	6,897	370	216	7,483

(iii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate because of changes in market interest rate. The Group's exposure to interest rates arises primarily from interest-earning financial assets and interest-bearing financial liabilities.

The Group is not exposed to any significant interest-bearing financial liabilities as at year end except for bank borrowings and bank overdrafts.

If the interest rates increase/decrease by 1% (2023: 1%) with all other variables including the tax rate being held constant, the net loss of the Group would have been lower/higher by S$10,000 (2023: S$10,000).

(iv) Foreign currency risk

The Group has transactional currency exposures arising from sales and purchases that are denominated in foreign currencies. Exchange rate exposures are managed within approved policy parameters utilising forward foreign exchange contracts.

31 Financial Instruments (cont'd)

(a) Financial Risk Management Policies and Objectives (cont'd)

(iv) Foreign currency risk (cont'd)

The carrying amounts of the Group's monetary assets and monetary liabilities (excluding assets/(liabilities) directly associated with the disposal group classified as held for sale), denominated in currencies other than the functional currency of the entities in which these assets are held, based on the information provided to key management at the end of the reporting period are as follows:

	USD S$'000	**SGD S$'000**	**MYR S$'000**	**Others S$'000**	**Total S$'000**
Group					
2024					
Financial assets					
Cash and bank balances	**988**	**547**	**7,419**	**742**	**9,696**
Trade and other receivables*	**8,967**	**2,564**	**130**	**–**	**11,661**
Financial assets, at FVPL	**–**	**43**	**–**	**–**	**43**
Financial assets, at FVOCI	**–**	**–**	**41**	**–**	**41**
Other assets^	**–**	**666**	**620**	**–**	**1,286**
	9,955	**3,820**	**8,210**	**742**	**22,727**
Financial liabilities					
Borrowings	**–**	**3,135**	**267**	**–**	**3,402**
Trade and other payables	**–**	**3,882**	**448**	**–**	**4,330**
	–	**7,017**	**715**	**–**	**7,732**
Net financial assets/(liabilities)	9,955	(3,197)	7,495	742	14,995
Less: Net financial liabilities/(assets) denominated in the respective entities' functional currencies	**–**	**3,197**	**(487)**	**–**	**2,710**
Currency exposure	**9,955**	**–**	**7,008**	**742**	**17,705**

* Excludes advance to suppliers.
^ Excludes prepayments.

31 Financial Instruments (cont'd)

(a) Financial Risk Management Policies and Objectives (cont'd)

(iv) Foreign currency risk (cont'd)

The carrying amounts of the Group's monetary assets and monetary liabilities (excluding assets/(liabilities) directly associated with the disposal group classified as held for sale), denominated in currencies other than the functional currency of the entities in which these assets are held, based on the information provided to key management at the end of the reporting period are as follows: (cont'd)

	USD	SGD	MYR	Others	Total
	S$'000	S$'000	S$'000	S$'000	S$'000
Group (cont'd)					
2023					
Financial assets					
Cash and bank balances	4,812	2,078	8,144	22	15,056
Trade and other receivables*	–	151	1,342	–	1,493
Financial assets, at FVPL	–	37	–	–	37
Financial assets, at FVOCI	–	–	47	–	47
Other assets^	–	537	365	–	902
	4,812	2,803	9,898	22	17,535
Financial liabilities					
Borrowings	–	5,898	533	–	6,431
Trade and other payables	5	7,715	561	–	8,281
	5	13,613	1,094	–	14,712
Net financial assets/(liabilities)	4,807	(10,810)	8,804	22	2,823
Less: Net financial liabilities/ (assets) denominated in the respective entities' functional currencies	(4,569)	10,104	(7,533)	–	(1,998)
Currency exposure	238	(706)	1,271	22	825

* Excludes advance to suppliers.
^ Excludes prepayments.

31 **Financial Instruments** (cont'd)

(a) Financial Risk Management Policies and Objectives (cont'd)

(iv) Foreign currency risk (cont'd)

	USD S$'000	SGD S$'000	Total S$'000
Company			
2024			
Financial assets			
Cash and bank balances	**72**	**12**	**84**
Trade and other receivables	**–**	**3,572**	**3,572**
	72	**3,584**	**3,656**
Financial liabilities			
Trade and other payables	**–**	**1,215**	**1,215**
Borrowings	**–**	**495**	**495**
	–	**1,710**	**1,710**
Net financial assets	**72**	**1,874**	**1,946**
Less: Net financial assets denominated in the functional currency of the Company	**–**	**(1,874)**	**(1,874)**
Currency exposure	**72**	**–**	**72**
2023			
Financial assets			
Cash and cash equivalents	186	72	258
Trade and other receivables	–	8,818	8,818
	186	8,890	9,076
Financial liabilities			
Trade and other payables	–	5,571	5,571
Borrowings	–	873	873
	–	6,444	6,444
Net financial assets	186	2,446	2,632
Less: Net financial assets denominated in the functional currency of the Company	–	(2,446)	(2,446)
Currency exposure	186	–	186

31 Financial Instruments (cont'd)

(a) Financial Risk Management Policies and Objectives (cont'd)

(iv) Foreign currency risk (cont'd)

If the following currency strengthen by 3% (2023: 3%) against S$ as at the end of reporting period, with all other variables including tax rate being held constant, the effect arising from the net financial assets position will be as follows:

	Group Increase/(Decrease) loss after tax S$'000	Company Increase/(Decrease) loss after tax S$'000
2024		
USD against SGD		
- Strengthened	**299**	**2**
- Weakened	**(299)**	**(2)**
MYR against SGD		
- Strengthened	**210**	**–**
- Weakened	**(210)**	**–**
2023		
USD against SGD		
- Strengthened	7	6
- Weakened	(7)	(6)
MYR against SGD		
- Strengthened	38	–
- Weakened	(38)	–

31 Financial Instruments (cont'd)

(a) Financial Risk Management Policies and Objectives (cont'd)

(v) Market price risk

Market price risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate because of changes in market prices (other than interest or exchange rates). The Group is exposed to equity price risks arising from its investments in equity securities. The Group diversifies its investment portfolio within the limits set by the Board of Directors.

Sensitivity analysis

As at 31 March 2024, the Group does not have any significant exposure to market price risks.

There has been no change to the Group's exposure to equity prices or the manner in which these risks are managed and measured.

(vi) Capital risk

Management monitors capital based on a gearing ratio. The Group has positive net assets and maintain low bank borrowings. Future decisions to raise capital and funds will be made with the objective to maintain a positive working capital structure.

The gearing ratio is calculated as net debt divided by total equity. Net debt is calculated as borrowings less cash and bank balances.

	Group		Company	
	2024	2023	**2024**	2023
	S$'000	S$'000	**S$'000**	S$'000
Net debt:				
Borrowings	**3,402**	6,431	**495**	873
Less: Cash and bank balances	**(9,696)**	(15,056)	**(84)**	(258)
Net (cash)/debt	**(6,294)**	(8,625)	**411**	615
Equity	**21,039**	25,860	**17,819**	18,423
Debt-to-equity ratio	**N/M**	N/M	**2.3%**	3.3%

N/M: Not meaningful as the Group is in net cash position as at 31 March 2024 and 2023.

The Group and the Company do not have to comply with any externally imposed capital requirements for the financial years ended 31 March 2024 and 2023.

31 Financial Instruments (cont'd)

(b) Fair Value

(i) Fair value of financial instruments

Fair value is defined as the amount at which the financial instruments could be exchanged in a current transaction between knowledgeable willing parties in an arm's length transaction, other than in a forced or liquidation sale. Fair values are obtained from quoted prices, discounted cash flow models and option pricing models as appropriate.

The Group presents financial assets measured at fair value and classified by level of the following fair value measurement hierarchy:

a. Level 1: quoted prices (unadjusted) in active markets for identical assets and liabilities;

b. Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and

c. Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

	Level 1
	S$'000
Group	
31 March 2024	
Financial assets at FVPL	**43**
Financial assets, at FVOCI	**41**
	84
31 March 2023	
Financial assets at FVPL	37
Financial assets, at FVOCI	47
	84

31 Financial Instruments (cont'd)

(b) Fair Value

(ii) Fair Value of the Group's financial assets and financial liabilities that are not measured at fair value on a recurring basis

The carrying amounts of lease liabilities approximate their fair values as the implicit interest rates approximate the market interest rates prevailing at the financial year end.

The carrying amounts of floating rate loans and borrowings approximate their fair values as they are floating rate instruments that are re-priced to market interest rates on or near the end of the reporting period.

The carrying amounts of fixed rate loans and borrowings approximate their fair values as they bear interest at rates which approximate the current incremental borrowing rate for similar types of lending and borrowing arrangements.

The carrying amounts of the Group's and the Company's current financial assets and current financial liabilities approximate their fair values due to their short-term maturity.

(iii) Financial instrument by categories

	Group		Company	
	2024	2023	**2024**	2023
	S$'000	S$'000	**S$'000**	S$'000
Financial assets				
At amortised cost*	**22,643**	17,451	**3,656**	9,076
At FVOCI	**41**	47	**–**	–
At FVPL	**43**	37	**–**	–
	22,727	17,535	**3,656**	9,076
Financial liabilities				
At amortised cost	**7,732**	14,712	**1,710**	6,444

* Excludes prepayments and advance to suppliers.

32 Comparatives

Certain reclassifications have been made to the comparative figures to segregate the results of discontinued operations that were discontinued by the end of the prior financial year.

As a result, certain line items have been amended in the consolidated statement of comprehensive income and the related notes to the financial statements.

The items were reclassified as follows:

	Group	
	Previously reported	After reclassification
	2023	2023
	S$'000	S$'000
Continuing operations		
Revenue	36,541	19,126
Cost of sales	(30,652)	(13,723)
Gross profit	5,889	5,403
Other (losses)/gains - net		
- Impairment losses on trade and other receivables, net	(633)	(633)
- Impairment loss on intangible assets and office equipment	(22)	(22)
- Others	3,632	3,161
Expenses		
- Marketing and distribution	(1,221)	(1,178)
- Administrative	(9,990)	(8,619)
- Finance	(291)	(287)
Loss before tax from continuing operations	(2,636)	(2,175)
Income tax expense	(41)	(49)
Loss from continuing operations, net of tax	(2,677)	(2,126)
Discontinued operations		
Loss from discontinued operations, net of tax	(7,372)	(7,923)
Loss for the year, net of tax	(10,049)	(10,049)

33 Events Occurring After The Reporting Period

(a) On 27 March 2024, Accrelist Medical Aesthetics (BM) Pte. Ltd. ("BM"), a wholly-owned subsidiary of the company, entered into a conditional sale and purchase agreement ("SPA") to transfer shares of Accrelist Medical Aesthetics (Hainan) Co., Ltd. ("AM Hainan") to Accrelist Medical Aesthetics (China) Pte. Ltd. ("AM China") in exchange for AM China shares, based on the net asset value as of 30 September 2023. The transfer from BM to AM China is conditional upon first satisfying the condition precedent that the transfer of AM Hainan shares has been approved by the Hainan Administration for Market Regulation. The time of completion of the transfer shall be determined by the SPA parties. The transfer has not been completed at the date of authorisation of the financial statements.

(b) On 11 April 2024, a subsidiary of the Company and UPC Electronics Pte Ltd (the "Purchaser") have agreed to modify the terms and conditions of the original Sales and Purchase Agreement dated 22 March 2023 for the disposal of WEC Group. The remaining consideration of the disposal is to be settled through:

- the proceeds from the sale of certain properties of WEC Group to third parties; and
- transfer of certain properties of WEC Group to the Group.

This was duly approved via an extraordinary general meeting of the subsidiary held on 2 May 2024.

(c) On 25 June 2024, a subsidiary of the Company entered into a sale and purchase agreement to acquire a 28.53% equity stake in MClean Technologies Berhad. The acquisition was completed on 2 July 2024.

(d) On 2 July 2024, a subsidiary of the Company entered into an investment agreement to acquire a 60% equity stake in Accrelist (Nanjing) Health Management Co., Ltd. The acquisition is conditional upon the satisfaction of certain conditions precedent. The acquisition has not been completed as at the date of authorisation of the financial statements.

STATISTICS OF **SHAREHOLDINGS**

At as 25 June 2024

Class of shares	:	Ordinary Shares
Voting rights	:	One (1) vote per Ordinary Share
Number of issued shares	:	312,189,786
Number of Treasury Shares	:	Nil
Number of Subsidiary Holdings	:	Nil

DISTRIBUTION OF SHAREHOLDERS BY SIZE OF SHAREHOLDINGS AS AT 25 JUNE 2024

SIZE OF SHAREHOLDINGS	NO. OF SHAREHOLDERS	%	NO. OF SHARES	%
1 – 99	332	11.08	11,510	0.00
100 – 1,000	361	12.05	169,799	0.06
1,001 – 10,000	1,100	36.73	5,833,571	1.87
10,001 – 1,000,000	1,176	39.27	73,800,611	23.64
1,000,001 and above	26	0.87	232,374,295	74.43
TOTAL	**2,995**	**100.00**	**312,189,786**	**100.00**

TWENTY LARGEST SHAREHOLDERS AS AT 25 JUNE 2024

	NAME OF SHAREHOLDER	NO. OF SHARES	% OF SHARES
1	TERENCE TEA YEOK KIAN	77,034,806	24.68
2	TOH SOON HUAT	34,887,630	11.18
3	OCBC SECURITIES PRIVATE LTD	20,706,400	6.63
4	CITIBANK NOMINEES SINGAPORE PTE LTD	19,742,550	6.32
5	PHILLIP SECURITIES PTE LTD	14,696,308	4.71
6	DBS NOMINEES PTE LTD	9,475,416	3.04
7	UNITED OVERSEAS BANK NOMINEES PTE LTD	6,185,013	1.98
8	HSBC (SINGAPORE) NOMINEES PTE LTD	5,233,000	1.68
9	POH BOON KHER MELVIN (FU WENKE MELVIN)	4,818,400	1.54
10	YANG RONG	4,741,379	1.52
11	CGS INTERNATIONAL SECURITIES SINGAPORE PTE LTD	4,186,093	1.34
12	GOH GEK LIANG	4,126,400	1.32
13	TAN SIAK LIAN	4,037,204	1.29
14	MAYBANK SECURITIES PTE. LTD.	3,075,896	0.99
15	DBS VICKERS SECURITIES (S) PTE LTD	2,943,050	0.94
16	WANG HAIQING	2,123,200	0.68
17	MARILYN TAY BEE CHOO	2,000,000	0.64
18	THE TZE CHEN KEVIN	1,822,714	0.58
19	YAP KOK FONG	1,750,000	0.56
20	TIEW YEW SENG	1,600,000	0.51
	TOTAL	**225,185,459**	**72.13**

Substantial Shareholders as at 25 June 2024

	No. of Ordinary Shares			
Name Of Shareholders	**Direct Interest**	**%**	**Deemed Interest**	**%**
Terence Tea Yeok Kian	77,083,156[(1)]	24.69	4,359,100[(2)]	1.4
Toh Soon Huat	34,887,630	11.18	10,343,885[(3)]	3.31
Lim Oon Cheng	–	–	25,213,400[(4)]	8.08

Notes:

(1) Inclusive of 48,350 shares which are held through CPF investment account.

(2) Mr Terence Tea Yeok Kian is deemed interested in 4,359,100 issued shares of the Company held by his wife, Ms Sim Aileen.

(3) Mr Toh Soon Huat beneficially owns 10,343,885 shares registered in the name of Phillip Securities Pte. Ltd.

(4) Mr Lim Oon Cheng is deemed interested in 18,713,400 shares registered in nominee accounts and 6,500,000 shares due to a pledge of shares by an individual borrower as security for a loan granted by Lim Oon Cheng's brother.

Public Float

Based on the information available to the Company as at 25 June 2024, approximately 51.34% of the issued ordinary shares of the Company was held in the hands of the public. This is in compliance with Rule 723 of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited which requires at least 10% of the total number of issued shares (excluding preference shares, convertible equity securities and treasury shares) to be held by the public.

NOTICE OF ANNUAL GENERAL **MEETING**

NOTICE IS HEREBY GIVEN that the Annual General Meeting ("**AGM**") of the Company will be held at 10 Ubi Crescent, #02-07, Ubi Techpark Lobby A, Singapore 408564 on Wednesday, 31 July 2024 at 1:00 p.m. for the purpose of transacting the following business:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and the Audited Financial Statements for the financial year ended 31 March 2024, together with the Auditors' Report thereon.

   (Resolution 1)

2. To approve the payment of Directors' fees of S$180,000 for the financial year ending 31 March 2025, to be paid semi-annually in arrears (FY2024: S$180,000).

   (Resolution 2)

3. To note the retirement of Mr Ng Li Yong, who is retiring in accordance with Regulation 91 of the Company's Constitution, as a Director of the Company

   [See Explanatory note (i)]

4. To re-elect Mr Chin Sek Peng, who is retiring in accordance with Regulation 97 of the Company's Constitution, as a Director of the Company

   [See Explanatory note (ii)] **(Resolution 3)**

5. To re-elect Mr Chong Eng Wee, who is retiring in accordance with Regulation 97 of the Company's Constitution, as a Director of the Company

   [See Explanatory note (iii)] **(Resolution 4)**

6. To re-appoint Moore Stephens LLP as Auditors of the Company and to authorise the Directors of the Company to fix their remuneration.

   (Resolution 5)

7. To transact any other business that may be transacted at an annual general meeting.

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following as Ordinary Resolutions, with or without modifications:

8. **Ordinary Resolution: Authority to allot and issue shares**

   "THAT pursuant to Section 161 of the Companies Act 1967 of Singapore ("**Companies Act**") and subject to Rule 806 of the Listing Manual Section B: Rule of Catalist ("**Catalist Rules**") of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"), authority be and is hereby given to the Directors of the Company to:

   (a) allot and issue shares in the capital of the Company ("**Shares**") whether by way of bonus issue, rights issue or otherwise; and/or

   (b) make or grant offers, agreements or options (collectively "**Instruments**") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other Instruments convertible into Shares; and/or

   at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may, in their absolute discretion, deem fit; and (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by the Directors while this Resolution was in force, provided that:

(i) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed 100% of the Company's total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (ii) below), of which the aggregate number of Shares to be issued other than on a pro-rata basis to existing shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed 50% of the Company's total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (ii) below);

(ii) (subject to such manner of calculation 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 (i) 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) at the time this Resolution is passed, after adjusting for:

(a) new Shares arising from the conversion or exercise of any convertible securities;

(b) new Shares arising from exercising share options or vesting of share awards which are outstanding or subsisting at the time this Resolution is passed, provided that the share options or share awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and

(c) any subsequent bonus issue, consolidation or subdivision of Shares;

Adjustments in accordance with sub-paragraphs (ii)(a) and (ii)(b) 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 the passing of this Resolution.

(iii) in exercising the authority conferred by this 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 SGX-ST), the Companies Act and the Constitution for the time being of the Company; and

(iv) (unless revoked or varied by the Company in general meeting), the authority conferred by this Resolution shall continue in force until the conclusion of the next annual general meeting of the Company or by the date by which the next annual general meeting of the Company is required by law to be held, or the date such authority is varied or revoked by the Company in a general meeting, whichever is the earliest."

[See Explanatory Note (iv)] **(Resolution 6)**

9. **Ordinary Resolution: Proposed Renewal of the Share Buyback Mandate**

"THAT:

(a) for the purposes of the Sections 76C and 76E of the Companies Act, the Directors of the Company be authorised to exercise all the powers of the Company to purchase or otherwise acquire issued ordinary shares in the share capital of the Company ("**Shares**") not exceeding in aggregate the Maximum Percentage (as hereafter defined), at such price or prices as may be determined by the Directors of the Company from time to time up to the Maximum Price (as hereafter defined), whether by way of:

(i) on-market purchase(s) (each a "**Market Purchase**"), transacted on the SGX-ST through the SGX-ST's trading system or, as the case may be, any other stock exchange on which the Shares may for the time being be listed and quoted, through one or more duly licensed dealers appointed by the Company for the purpose; and/or

(ii) off-market purchase(s) (each an "**Off-Market Purchase**") (if effected otherwise than on the SGX-ST) in accordance with an equal access scheme(s) as may be determined or formulated by the Directors as they may consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act;

and otherwise in accordance with all other laws and regulations, including but not limited to, the provisions of the Companies Act and the Catalist Rules as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the "**Share Buyback Mandate**");

(b) any Share that is purchased or otherwise acquired by the Company pursuant to the Share Buyback Mandate shall, at the discretion of the Directors, either be cancelled or held in treasury and dealt with in accordance with the Companies Act;

(c) unless varied or revoked by the shareholders of the Company in a general meeting, the authority conferred on the Directors of the Company pursuant to the Share Buyback Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earliest of:

(i) the date on which the next AGM is held or required by law to be held;

(ii) the date on which the share buybacks are carried out to the full extent mandated; or

(iii) the date on which the authority contained in the Share Buyback Mandate is varied or revoked.

(d) in this Resolution:

"**Maximum Percentage**" means that number of issued Shares representing 10% of the total number of issued Shares as at the date of the passing of this Resolution (excluding treasury shares and subsidiary holdings) as at the date of the passing of this Resolution unless the Company has effected a reduction of the share capital of the Company in accordance with the applicable provisions of the Companies Act, at any time during the Relevant Period, in which event the issued ordinary share capital of the Company shall be taken to be the amount of the issued ordinary share capital of the Company as altered (excluding treasury shares and subsidiary holdings that may be held by the Company from time to time);

"**Relevant Period**" means the period commencing from the date on which this annual general meeting and expiring on the date the next annual general meeting is held or is required by law to be held, or the date the said mandate is varied or revoked by the Company, whichever is the earlier, after the date of this Resolution; and

"**Maximum Price**" in relation to a Share to be purchased or acquired, means the purchase price (excluding related expenses of the purchase) which shall not exceed:

(i) in the case of a Market Purchase, 105% of the Average Closing Price; and

(ii) in the case of an Off-Market Purchase pursuant to an equal access scheme, 120% of the Average Closing Price; and

where:

"**Average Closing Price**" means the average of the closing market prices of a Share over the last five (5) Market Days on which the Shares were transacted on the SGX-ST or, as the case may be, such securities exchange on which the Shares are listed or quoted, immediately preceding the date of the Market Purchase by the Company or, as the case may be, the date of making the offer pursuant to the Off-Market Purchase, and deemed to be adjusted, in accordance with the rules of the SGX-ST, for any corporate action that occurs during the relevant five (5)-Market Day period and the day on which the purchases are made;

"**date of making the offer**" means the date on which the Company announces its intention to make an offer for the purchase or acquisition of Shares from Shareholders, stating the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase;

"**market days**" means a day on which the SGX-ST is open for trading in securities; and

(e) any of the Directors of the Company are hereby authorised to complete and do all such acts and things (including without limitation; to execute all such documents as may be required and to approve any amendments, alterations or modifications to any documents) as they and/or he may consider desirable, expedient or necessary to give effect to the transactions contemplated and/or authorised by this Resolution."

[See Explanatory Note (v)] **(Resolution 7)**

10. **Ordinary Resolution: Authority to grant awards and issue shares under the Accrelist Performance Share Plan 2023 ("Accrelist PSP 2023")**

"That the Directors of the Company be and are hereby authorised:

(i) to grant award of shares under the Accrelist PSP 2023 ("**Awards**") in accordance with the provisions of the Accrelist PSP 2023 and pursuant to Section 161 of the Companies Act 1967 of Singapore ("**Companies Act**"), and

(ii) to allot and issue, transfer and/or deliver from time to time such number of fully paid-up shares in the capital of the Company ("**Shares**") as may be required to be issued or delivered pursuant to the vesting of Awards provided that the aggregate number of Shares available pursuant to the Accrelist PSP 2023 (including any other share option schemes of the Company), shall not exceed ten per cent (10%) of the total issued Shares of the Company (excluding any treasury shares and subsidiary holdings) from time to time."

[See Explanatory Note (vi)] **(Resolution 8)**

BY ORDER OF THE BOARD

Loh Eng Lock Kelvin
Vanessa Poon
Joint Company Secretaries

Singapore,
16 July 2024

Explanatory Notes:

(i) Mr Ng Li Yong was appointed as an Independent Director on 11 June 2013 and has served as an Independent and Non-Executive Director for more than 9 years. Pursuant to Catalist Rule 406(3)(d)(iv), a director will not be independent if he has been a director of an issuer for an aggregate period of more than nine years (whether before or after listing). Accordingly, following the conclusion of the Annual General Meeting, Mr Ng Li Yong will no longer be considered independent. As part of the Board rejuvenation process, Mr Ng Li Yong will be retiring and will not be seeking re-election at the AGM. Accordingly, at the conclusion of the AGM, he will also step down from his position as the Chairman of the Remuneration and Nominating Committees, as well as a member of the Audit Committee.

(ii) Mr Chin Sek Peng, if re-elected, will remain as the Independent and Non-Executive Director of the Company, Chairman of the Audit Committee and a member of the Nominating and Remuneration Committees. Mr Chin Sek Peng will be considered independent pursuant to Rule 704(7) of the Catalist Rules. Please refer to the Corporate Governance Report of the Annual Report for the detailed information required pursuant to Rule 720(5) of the Catalist Rules.

(iii) Mr Chong Eng Wee, if re-elected, will remain as the Independent and Non-Executive Director of the Company and a member of the Audit and Remuneration Committees. Mr Chong Eng Wee will be considered independent pursuant to Rule 704(7) of the Catalist Rules. Please refer to the Corporate Governance Report of the Annual Report for the detailed information required pursuant to Rule 720(5) of the Catalist Rules.

(iv) The Ordinary Resolution 6, if passed, will authorise the Directors of the Company, from the date of this AGM until the date of the next AGM, or the date by which the next AGM is required by law to be held or the date such authority is varied or revoked by the Company in a general meeting, whichever is the earliest, to allot and issue Shares, make or grant Instruments convertible into new ordinary shares and to issue new ordinary shares pursuant to such Instruments, up to a number not exceeding, in total, 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings), of which up to 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings), may be issued other than on a pro-rata basis to existing shareholders of the Company.

NOTICE OF ANNUAL GENERAL **MEETING**

(v) The Ordinary Resolution 7, if passed, will authorise the Directors of the Company, to purchase or otherwise acquire its issued Shares, on the terms of the Share Buyback Mandate. This authority will continue to be in force until the conclusion of the next AGM of the Company or the date of which the AGM is required by law to be held, whichever is the earlier, unless the authority is previously revoked or varied at a general meeting. Management to advise if a renewal of the share buyback mandate will be sought at this AGM. If so, to provide the relevant Appendix.

(vi) The Ordinary Resolution 8, if passed, will authorise the Directors to offer and grant Awards and to allot and issue Shares, in accordance to the provisions of the Accrelist PSP 2023 and Section 161 of the Companies Act, provided that the aggregate number of Shares to be issued pursuant to the Accrelist PSP 2023 shall not exceed ten per cent (10%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) of the Company from time to time. The Accrelist PSP 2023 was approved by shareholders at the extraordinary general meeting held on 27 February 2023. Please refer to the circular dated 10 February 2023 for further details.

Notes:

General

1. The members of the Company are invited to attend physically at the AGM. There will be no option for shareholders to participate virtually.

Submission of Questions in advance of the AGM

2. Members may submit substantial and relevant questions related to the resolutions to be tabled for approval for the AGM in advance of the AGM.

How to submit questions in advance of AGM

3. If a member wishes to submit questions related to the resolutions tabled for approval at the AGM, all questions must be submitted no later than **23 July 2024** in hard copy by depositing the same at the registered office of the Company at 10 Ubi Crescent, #03-95, Ubi Techpark, Singapore 408564, and provide particulars as follows:

   - Full name (for individuals) / company name (for corporates) as per CDP/CPF/SRS Account records;
   - NRIC or Passport Number (for individuals) / Company Registration Number (for corporates);
   - Contact number and email address; and
   - The manner in which you hold shares in the Company (e.g. via CDP/CPF/SRS)

   Please note that the Company will not be able to answer questions from persons who provide insufficient details to enable the Company to verify his/her/its shareholder status.

4. The Company will address all substantial and relevant questions received from Members submitted in the manner set out in paragraph 3 above by **25 July 2024, 1.00 p.m.** via SGXNET and on our corporate website. The Company will also address any subsequent clarifications sought or follow-up questions at the AGM in respect of substantial and relevant matters. The responses from the Board and the Management of the Company shall thereafter be published on SGXNET, together with the minutes of the AGM, within one (1) month after the conclusion of the AGM.

Submission of instrument appointing a proxy(ies)

5. A member of the Company (other than a Relevant Intermediary*) entitled to attend, speak and vote at the AGM of the Company is entitled to appoint not more than two (2) proxies or Chairman to attend, speak and vote in his/her/its stead at the AGM of the Company. A proxy need not be a member of the Company.

6. Where a member appoints two (2) proxies, he shall specify the proportion of his shareholding to be represented by each proxy. If no such proportion or number is specified, the first named proxy may be treated as representing 100% of the shareholding and any second proxy as an alternate to the first named.

   If no specific direction as to voting is given or in the event of any other matter arising at the AGM and at any adjournment thereof, the proxy/proxies (except where the Chairman of the AGM is appointed as the member's proxy) will vote or abstain from voting at his/her/their discretion. In the absence of specific direction as to the voting given by a member, the appointment of the Chairman of the AGM as the member's proxy for the relevant resolutions will be treated as invalid.

7. A member who is not a Relevant Intermediary*, entitled to attend and vote at the AGM is entitled to appoint not more than two proxies to attend, speak and vote in his/her stead at the AGM of the Company. Where a member appoints more than one proxy, he/she shall specify the proportion of his/her shareholding to be represented by each proxy in the form of proxy.

8. The Proxy Form must be submitted to the Company in the following manner:

   (a) by depositing a hard copy by post at the office of the Company's Share Registrar, B.A.C.S. Private Limited at 77 Robinson Road, #06-03, Robinson 77, Singapore 068896; or

   (b) by sending a scanned PDF copy by email to main@zicoholdings.com,

   in either case, no later than **1:00 p.m. on 28 July 2024** ("**Proxy Deadline**").

9. **Members are strongly encouraged to submit the completed proxy form electronically via email.**

10. The instrument appointing the proxy or proxies must be executed under the hand of the appointor or attorney duly authorised in writing. Where the instrument appointing the proxy or proxies is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or by an officer duly authorised. Where the instrument appointing the proxy or proxies is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument, failing which the instrument may be treated as invalid.

11. The Company shall be entitled to reject the instrument appointing the proxy or proxies if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing the proxy or proxies (including any related attachment or supporting documents) (such as in the case where the appointor submits more than one instrument appointing the proxy or proxies).

12. Investors who hold their Shares through Relevant Intermediaries* as defined in Section 181 of the Companies Act (including CPF investors, SRS investors and holders under depository agents) and who wish to exercise their votes should approach their respective Relevant Intermediaries (including their respective CPF agent banks, SRS approved banks or depository agents) to submit their voting instructions by **1:00 p.m., 22 July 2024** (being 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 AGM to vote on their behalf no later than the Proxy Deadline.

13. In the case of a member whose Shares are entered against his/her/its name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), the Company may reject any instrument appointing the proxy or proxies lodged if such member, being appointor, is not shown to have Shares entered against his/her/its name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

    *A Relevant Intermediary is:

    (a) a banking corporation licensed under the Banking Act 1970 or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or

    (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 and who holds shares in that capacity; or

    (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

Personal Data Privacy:

By (a) submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, or (b) submitting any question prior to the AGM in accordance with this notice a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/ or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, (iii) addressing substantial and relevant questions from members received before the AGM and if necessary, following up with the relevant members in relation to such questions, (iv) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/ or guidelines by the relevant authorities, and (v) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Photographic, sound and/or video recordings of the AGM may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared for the AGM. Accordingly, the member's personal data and its proxy's and/or representative's personal data may be disclosed or transferred by the Company to its subsidiaries, its share registrar and/or other agents or bodies for any of the abovementioned purposes and retained for such period as may be necessary for the Company's verification and record purposes.

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ACCRELIST LTD.

(Company Registration No. 198600445D)
(Incorporated in the Republic of Singapore)

ANNUAL GENERAL MEETING PROXY FORM

(Please see notes overleaf before completing this Form)

IMPORTANT:

1. An investor who holds Shares under the Central Provident Fund Investment Scheme ("**CPF Investors**") and/or the Supplementary Retirement Scheme ("**SRS Investor**") (as may be applicable) and who wishes to appoint the Chairman of the AGM as proxy should inform their respective CPF Agent Banks and/or SRS Operators to submit their votes at least 7 working days before the AGM.
2. This Proxy Form is not valid for use by CPF Investors and/or SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
3. Please read the notes to the proxy form.

I/We*, ______________________________ (Name) ______________________ (NRIC/Passport No./Company Regn. No.)

of ____ (Address)

being a member/members* of **ACCRELIST LTD.** (the "**Company**"), hereby appoint:

Name	NRIC/Passport No.	Email Address^	Proportion of Shareholdings	
			No. of Shares	%
Address				

and/or (delete as appropriate)

Name	NRIC/Passport No.	Email Address^	Proportion of Shareholdings	
			No. of Shares	%
Address				

or if no proxy is named, the Chairman of the Annual General Meeting as my/our* proxy/proxies* to attend and vote for me/us* on my/our* behalf at the Annual General Meeting of the Company to be held at 10 Ubi Crescent, #02-07 Ubi Techpark Lobby A, Singapore 408564 on 31 July 2024 at 1.00 p.m. (the "**AGM**") and at any adjournment thereof. I/We* direct my/our* proxy/proxies* to vote for or against, or abstain from voting the Resolutions to be proposed at the AGM as indicated hereunder. **In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the AGM as proxy of that resolution will be treated as invalid.**

(If you wish to exercise all your votes "For", "Against" or to "Abstain" from voting, please indicate with a tick (✓) within the box provided. Alternatively, please indicate the number of votes as appropriate. If you mark the abstain box for a particular resolution, you are directing your proxy not to vote on that resolution on a poll and your votes will not be counted in computing the required majority on a poll.)

No.	Ordinary Resolutions relating to:	For	Against	Abstain
ORDINARY BUSINESS				
1	Adoption of the Directors' Statement and Audited Financial Statements for the financial year ended 31 March 2024 together with the Auditors' Report thereon			
2	Approval of Directors' fees of S$180,000 for the financial year ending 31 March 2025, to be paid semi-annually in arrears (FY2024: S$180,000)			
3	Re-election of Mr Chin Sek Peng as a Director of the Company			
4	Re-election of Mr Chong Eng Wee as a Director of the Company			
5	Re-appointment of Moore Stephens LLP as Auditors of the Company and to authorise the Directors to fix their remuneration			
SPECIAL BUSINESS				
6	Authority to allot and issue new shares in the capital of the Company			
7	Approval of the proposed renewal of Share Buyback Mandate			
8	Authority to grant awards and issue shares under the Accrelist Performance Share Plan 2023			

Dated this __________ day of ____________ 2024

Total number of Shares in	No. of Shares
(a) Depository Register	
(b) Register of Members	

____

Signature of Shareholder(s)
and/or Common Seal of Corporate Shareholder

IMPORTANT: PLEASE READ NOTES OVERLEAF

**Delete where inapplicable*

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 Futures Act 2001 of Singapore), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing the proxy or proxies shall be deemed to relate to all the Shares held by you.

2. A member of the Company who is not a Relevant Intermediary entitled to attend and vote at AGM of the Company is entitled to appoint not more than two proxies to attend and vote in his/her stead. A proxy need not be a member of the Company.

3. Where a member who is not a Relevant Intermediary appoints two 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.

4. A member who is a Relevant Intermediary may appoint more than two proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him (which number and class of shares shall be specified).

5. Subject to paragraph (7) below, completion and return of this instrument appointing a proxy shall not preclude a member from attending and voting at the AGM. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the AGM in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the instrument of proxy to the AGM.

6. An investor who holds Shares under the Central Provident Fund Investment Scheme ("**CPF Investor**") and/or the Supplementary Retirement Scheme ("**SRS Investor**") (as may be applicable) and wishes to appoint the Chairman of the AGM as proxy should approach their respective CPF Agent Banks and/or SRS Operators to submit their votes at least seven (7) working days before the AGM (i.e. by **1:00 p.m. 22 July 2024**) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the AGM to vote on their behalf no later than the Proxy Deadline.

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AFFIX STAMP

The Share Registrar
77 Robinson Road,
#06-03, Robinson 77,
Singapore 068896

2nd fold here

7. This Proxy Form must be submitted to the Company in the following manner:

   (a) by depositing a hard copy at the office of the Company's Share Registrar, B.A.C.S. Private Limited at 77 Robinson Road, #06-03, Robinson 77, Singapore 068896; or

   (b) by sending a scanned PDF copy by email to main@zicoholdings.com

   in either case, not later than **1:00 p.m. 28 July 2024** ("**Proxy Deadline**")**, and failing which, this Proxy Form will not be treated as valid**.

8. **Members are strongly encouraged to submit completed proxy form electronically via email.**

9. The instrument appointing the proxy or proxies must be executed under the hand of the appointor or attorney duly authorised in writing. Where the instrument appointing the proxy or proxies is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or by an officer duly authorised. Where the instrument appointing proxy or proxies is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument, failing which the instrument may be treated as invalid.

10. The Company shall be entitled to reject the instrument appointing the proxy or 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 appointing the proxy or proxies (including any related attachment or supporting documents). In addition, in the case of a member whose Shares are entered against his/her/its name in the Depository Register, the Company may reject any instrument appointing the proxy or proxies lodged if such member, being the appointor, is not shown to have Shares entered against his/her/its name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

Personal Data Privacy:

By submitting this proxy form, the member accepts and agrees to the personal data privacy terms as set out in the Notice of Annual General Meeting dated 16 July 2024.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Terence Tea Yeok Kian
Executive Chairman and Managing Director

Ng Li Yong
Lead Independent Director

Chin Sek Peng
Independent and Non-Executive Director

Chong Eng Wee
Independent and Non-Executive Director

AUDIT COMMITTEE

Chairman – Chin Sek Peng
Member – Ng Li Yong
Member – Chong Eng Wee

REMUNERATION COMMITTEE

Chairman – Ng Li Yong
Member – Chin Sek Peng
Member – Chong Eng Wee

NOMINATING COMMITTEE

Chairman – Ng Li Yong
Member – Chin Sek Peng
Member – Terence Tea Yeok Kian

COMPANY SECRETARY

Vanessa Poon Ding Lin
Loh Eng Lock Kelvin

REGISTERED OFFICE

10 Ubi Crescent Ubi Techpark
Lobby E #03-95 Singapore 408564
Tel: (65) 6311 2900
Fax: (65) 6311 2905
Website: www.accrelist.com.sg

CATALIST SPONSOR

RHT Capital Pte. Ltd.
36 Robinson Road, #10-06 City House,
Singapore 068877

AUDITOR

Moore Stephens LLP
10 Anson Road,
#29-15 International Plaza
Singapore 079903
Partner-in-Charge: Christopher Bruce Johnson
Appointed since financial year ended 31 March 2023

SHARE REGISTRAR

B.A.C.S. Private Limited
77 Robinson Road, #06-03
Robinson 77 Singapore 068896

PRINCIPAL BANKER

United Overseas Bank Limited
80 Raffles Place, UOB Plaza 1
Singapore 048624

DBS Bank Ltd
12 Marina Boulevard,
Marina Bay Financial Centre Tower 3
Singapore 018982

CIMB Bank Berhad
30 Raffles Place #04-01,
Singapore 048622

Maybank Singapore Limited
2 Battery Road
Singapore 049907

ACCRELIST LTD.
亚联盛控股公司
UNEARTHING TOMORROW'S GEM
发掘光辉　开创未来

Company Registration No: 198600445D
10 Ubi Crescent
Ubi Techpark Lobby E #03-95
Singapore 408564
Tel: (65) 6311 2900 I Fax: (65) 6311 2905