VIVIDTHREE HOLDINGS LTD.

Creating the NEXT LEVEL Experience and Entertainment

ANNUAL REPORT 2025

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CORPORATE PROFILE

FAMILY ENTERTAINMENT

Vividthree Holdings Ltd. ("**Vividthree**" or the "**Company**", together with its subsidiaries, the "**Group**"), was founded in 2006 as a creative studio that produces content across different mediums and platforms with the principle of entertainment, learning and training. With a culmination of over 15 years of work, together with a regional network and a team of digital specialists, we created contents with storytelling, and leveraged on innovative technologies, including the genres of virtual reality (VR), augmented reality (AR), and mixed reality (MR), to develop bespoke multimedia experiences. Vividthree provides services for brands and trades that require quality content and entertainment production for a worldwide audience.

DIGITAL & LIVE EXPERIENCE

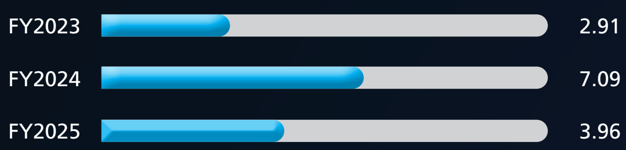
DIGITAL CONTENT

FY2025

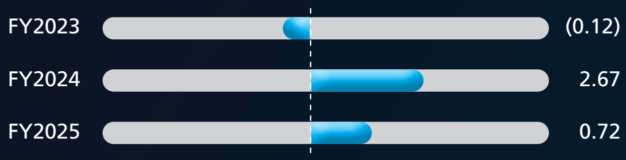
REVENUE	EBITDA[1]	TOTAL ASSETS	EQUITY
3.96	(3.02)	9.99	3.35
($'million)	($'million)	($'million)	($'million)

FINANCIAL HIGHLIGHTS

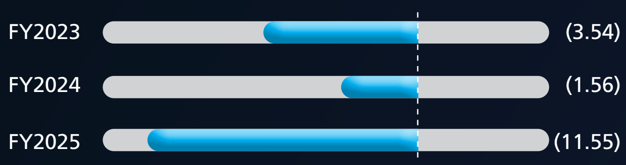
REVENUE ($'million)



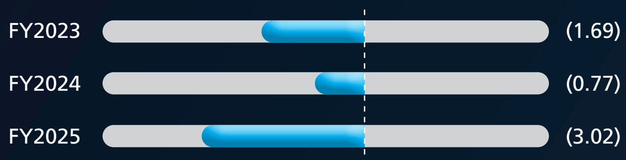
GROSS PROFIT ($'million)



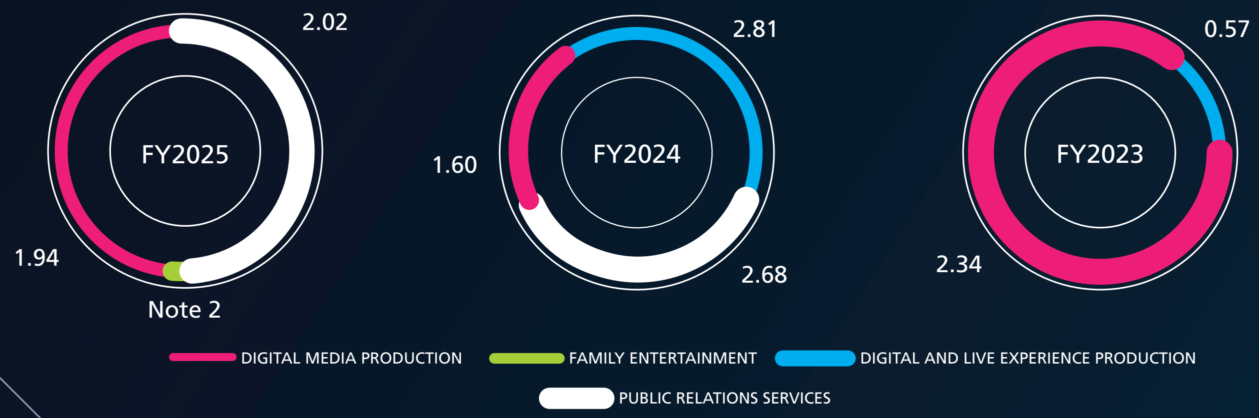
NET (LOSS)/PROFIT ($'million)



EBITDA[(1)] ($'million)



REVENUE BREAKDOWN BY BUSINESS ($'million)



(1) EBITDA refers to Loss before interest, tax, depreciation amortisation, impairment loss, fair value change and unrealised foreign exchange (See Note 40 to the financial statements)
(2) In FY2025, the Group recorded revenue of $4,739 under "Family Entertainment"

OUR BUSINESS

IMMERSIVE LIVE EXPERIENCE

OUT-OF-HOME ENTERTAINMENT

ANAMORPHIC DISPLAY

VFX

MOTION

FAMILY ENTERTAINMENT

Vividthree creating the next level experience and entertainment such as family karaoke and arcade centres, redefining family entertainment with a modern digital twist. Our venues combine the latest digital advancements, offering interactive and engaging experiences for audiences of all ages. By integrating state-of-the-art sound systems, interactive displays, and digital gaming platforms, we create dynamic social spaces that encourage connection, creativity, and fun.

DIGITAL & LIVE EXPERIENCE

Vividthree specialises in content creation and event management for MICE (Meeting, Incentives, Conferences, and Events) at any scale, from launch events to conferences and national campaigns. Our virtual capabilities, with accessibility to a wide network of Intellectual Properties (IP), enable us to create immersive interactions and unforgettable experiences.

DIGITAL MEDIA

Equipped with advanced post-production facilities and a professional team of specialists, Vividthree provides a variety of Digital Media services, including anamorphic displays, video production services, visual effects, and state-of-the-art motion design.

PUBLIC RELATIONS

Provision of communications and media relations solutions and services, such as strategic planning and research for clients as well as conceptualising, organising, and executing various events such as product launches, press conferences, and speaking engagements.

FINANCIAL REVIEW

REVIEW OF FINANCIAL PERFORMANCE (CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME)

FY2025 VS FY2024

REVENUE

The Group's revenue decreased by approximately $3.13 million or 44.1% compared to the corresponding last year, from $7.09 million in financial year ended 31 March 2024 ("**FY2024**") to $3.96 million in financial year ended 31 March 2025 ("**FY2025**").

Revenue from Digital Media & Live Experience Production segment posted at $1.94 million in FY2025, representing a decrease of approximately $2.47 million or 56.0%, from $4.41 million in FY2024. The reduction was primarily due to fewer projects completed in FY2025 as the Group is prioritised opportunities in the rapidly expanding consumer out-of-home entertainment and edutainment markets across the region in the second half of the current financial year.

Revenue from the Public Relations segment dropped by approximately $0.66 million or 24.6%, from $2.68 million in FY2024 to $2.02 million in FY2025. The decline was mainly due to fewer projects completed and certain ongoing projects' percentage of completion were lower resulted lower in revenue as at reporting date. Additionally, the Public Relations segment has been focusing on higher-margin projects since 4Q FY2025.

COST OF SALES

Cost of sales decreased by approximately $1.19 million or 26.9%, from $4.43 million in FY2024 to $3.24 million in FY2025. The decrease was in line with the reduction in revenue.

GROSS PROFIT

As a result of the above, the Group's gross profit dropped by approximately $1.95 million or 73.0%, from $2.67 million in FY2024 to $0.72 million in FY2025. The lower gross profit was primarily due to fewer projects completed in FY2025 and higher pre-production costs incurred for projects.

OTHER INCOME

Other income slightly increased by $0.02 million or 12.5%, from $0.16 million in FY2024 to $0.18 million in FY2025. The increase is primarily attributable to higher government grant and equipment rental income.

OTHER (LOSSES)/GAINS-NET

Other (losses)/gains-net significantly increased by $8.63 million from $0.28 million in FY2024 to $8.91 million in FY2025. The substantial increase in other (losses)/gains-net was contributed by the following:

(i) impairment loss of $2.85 million on goodwill related to the post-production business of a subsidiary, Vividthree Production Pte. Ltd.. The impairment loss resulted from an assessment of discounted cash flows using the value-in-use (VIU) method, which determined the value to be lower than the carrying amount of goodwill. The impairment had resulted from the weaker performance of the post-production business performance due to lower revenue and the Group's new strategy to focus on intellectual property creation in the digital creative sector and prioritising opportunities in consumer entertainment and edutainment;

(ii) impairment loss on acquired rights of $1.15 million and on intangible assets of $0.04 million due to the Group's postponement in monetizing these acquired rights and intangible assets as the Group focuses on new opportunities in the consumer entertainment and edutainment sector;

(iii) impairment loss on plant and equipment of $0.31 million, related to a subsidiary, K.Studio Entertainment Pte. Ltd. ("**K.STUDIO**"). The impairment is pertaining to the expenditure incurred for an outlet in JEM Mall, where K.STUDIO entered into a lease agreement to sub-lease for operating a family karaoke business, and subsequently the lease agreement was terminated following the landlord's cessation of its operation in the premises. As a result, the Group's family karaoke business in that premises ceased operation with immediate effect on 27 March 2025. Additionally, the Group has recognised impairment loss on the plant and equipment related to family karaoke business as mentioned in (iv) below. The Group is currently re-allocating the related equipment to another potential outlet;

(iv) impairment loss on right-of-use assets of $0.07 million, related to a subsidiary, Vividthree Productions Pte. Ltd.. The impairment loss resulted from an assessment by estimating the recoverable amounts of the respective cash-generating unit ("**CGU**") of the Group, has led to lower recoverable amount than its carrying amounts;

(v) loss on fair value changes on films and entertainment investments amounted to $1.77 million. This is primarily due to the delays in certain projects in FY2025, has led to lower estimated cash flows than the investments' carrying amounts;

(vi) loss on fair value changes on financial assets amounted to $0.87 million due to the estimated cash flows is lower than its carrying amount;

(vii) receivable written off of $0.25 million pertaining to the adjustment of over-accrued of a receivable in the Public Relations Segment;

(viii) inventory, related to a developed concept with immersive content, was written down amount to $0.80 million to its net realisable value;

(ix) expected credit losses on financial assets (i.e. receivables) amounted to $0.88 million;

(x) gain on fair value change on derivative financial instruments of $0.03 million arising from options embedded in the convertible securities issued by the Company; and

(xi) plant and equipment written off amounted to $0.07 million.

The aforementioned (i) to (xi) totalling $9.02 million are losses arising from fair value changes, impairment losses, expected credit losses and assets written down during the financial year.

ADMINISTRATIVE EXPENSES

Administrative expenses decreased by approximately $0.41 million or 10.4%, from $3.93 million in FY2024 to $3.52 million in FY2025. The decrease in administrative expenses was primarily due to:

(i) reduction in staff costs (other than those categorised in cost of sales) of $0.23 million or 9.6%, from $2.40 million in FY2024 to $2.17 million in FY2025; and

(ii) reduction in professional fees of $0.14 million or 22.2%, from $0.63 million in FY2024 to $0.49 million in FY2025.

FINANCE EXPENSES

Finance expenses in FY2025 remained consistent with FY2024, with a decrease of only $0.01 million in FY2025.

LOSS AFTER INCOME TAX

For the reasons set out above, the Group's loss after income tax increased from $1.56 million in FY2024 to $11.55 million in FY2025, up by $9.99 million. The significant losses are primarily attributable to the provisions for impairment losses, amortisation charges, inventory and plant and equipment write down, expected credit losses, and loss on fair value changes (together referred as "**Exceptional Items**") in FY2025 totaling $9.02 million.

Loss after income tax for the financial years is analysed as follows:

$'million	FY2025	FY2024
Operational losses	(2.53)	(1.56)
Exceptional items (refer to "Other (losses)/gains-net)	(9.02)	–
Reported loss after tax	**(11.55)**	**(1.56)**

Excluding the Exceptional items, the Group's operational loss after tax is approximately $2.53 million in FY2025 compared to loss of $1.56 million in FY2024, an increase in losses by $0.97 million or 62.2%.

REVIEW OF FINANCIAL POSITION (CONSOLIDATED STATEMENT OF FINANCIAL POSITION)

31 MARCH 2025 VS 31 MARCH 2024

CURRENT ASSETS

Current assets decreased by approximately $6.61 million or 79.4% from $8.33 million as at 31 March 2024 to $1.72 million as at 31 March 2025. The decrease is mainly due to:

(i) net decrease in cash and cash equivalents of approximately $1.25 million as at 31 March 2024 to $0.18 million as at 31 March 2025;

(ii) net decrease in trade and other receivables by approximately $0.53 million to $1.18 million as at 31 March 2025. The decrease is mainly due to (a) additional provision for expected credit loss allowances on receivables of $0.88 million in FY2025 and (b) receivable written off of $0.25 million due to over-accrued receivable in prior year. The decrease is offset with reclassification of a matured unquoted convertible loan of $0.70 million from financial assets in non-current assets;

(iii) net decrease in deposit and prepayment by approximately $3.58 million to $0.08 million as at 31 March 2025. The decrease in deposit and prepayment is mainly due to a project deposit in prior years, amounting to $3.50 million, being utilised for investment in films during this financial year, and subsequently such deposit has been reclassified to the investments in films and entertainment events in non-current assets;

(iv) decrease in inventory by $0.80 million due to an inventory, related to a developed concept with immersive content, was written down in full amounted to $0.80 million to its net realisable value; and

(v) net decrease in other current assets by $0.46 million, (comprising direct staff cost and subcontractors cost incurred for ongoing projects and such costs are recognised as Cost of Sales upon project completion) mainly due to projects costs charged out to profit or loss upon completion, partially offset by the project costs incurred for ongoing.

NON-CURRENT ASSETS

Non-current assets decreased by approximately $4.37 million or 34.6%, from $12.64 million as at 31 March 2024 to $8.27 million as at 31 March 2025. The decrease is mainly due to:

(i) impairment loss of $2.85 million on goodwill related to the post-production business of Vividthree Production Pte. Ltd. The impairment loss is primarily due to assessment of discounted cash flows, using the value-in-use (VIU) method, which resulted in a value lower than the carrying amount of the goodwill. The reason for the impairment as mentioned in the analysis of "Other (losses)/gains-net" within the profit or loss section.

(ii) investments in films and entertainment events increased by $1.55 million due to reclassification of deposit of $3.50 million from deposit and prepayment as mentioned in the analysis of Current Assets section analysis above. The increase is offset by the recognition of a fair value loss of $1.77 million due to the reason as mentioned in the analysis of the "Other (losses)/gains-net" within the profit or loss section;

(iii) financial assets decreased by $1.54 million due to a recognition of fair value loss of $0.87 million as mentioned in the analysis of "Other (losses)/gains-net" within the profit or loss section, additionally, the Group reclassified a matured unquoted convertible loan of $0.70 million to other receivables in current asset;

FINANCIAL REVIEW

(iv) acquired rights decreased by $1.29 million due to recognition of impairment loss of $1.15 million due to the reason as mentioned in the analysis of the "Other (losses)/gains-net" within the profit or loss section;
(v) plant and equipment decreased by $0.02 mill, mainly due to written off of renovation cost amounted to $0.07 million as mentioned in the analysis of the "Other (losses)/gains-net" within the profit or loss section; and
(vi) right-of-use assets decreased by $0.32 million due to derecognition of leases.

CURRENT LIABILITIES

Current liabilities decreased by approximately $2.03 million or 25.9%, from $7.83 million as at 31 March 2024 to $5.80 million as at 31 March 2025. The decrease is mainly due to:
(i) decrease in trade and other payables by approximately $1.05 million due to repayment of creditors and reclassification of deposits received in prior year to share capital and borrowing upon completion of new shares placement and issuance of convertible securities in FY2025;
(ii) borrowings decreased by $0.91 million mainly due to repayment of bank borrowings;
(iii) lease liabilities decreased by $0.04 million due to repayment and derecognition of leases;
(iv) contract liabilities decreased by $0.03 million due to prior year's projects completed during the year as recognised as revenue in FY2025; and
(v) provisions for restoration cost increased by $0.11 million due to (a) reclassification from non-current liabilities amounted to $0.04 million as the lease term will be expiring within one year and (b) recognition of additional provision for restoration cost of $0.07 million for an outlet in Jem Mall.

NON-CURRENT LIABILITIES

Non-current liabilities increased by approximately $0.01 million or 1.2%, from $0.82 million as at 31 March 2024 to $0.83 million as at 31 March 2025. The increase is mainly due to:
(i) increase in borrowings by $0.25 million due to the issuance of new convertible securities for total amount of $0.70 million by the Company on 8 August 2024. The increase is offset by (a) the repayment for bank borrowings of $1.34 million and (b) reclassification of amounts of $0.39 million that due within one year; and
(ii) decrease in lease liabilities by approximately $0.20 million due to repayment of lease and derecognition of leases.
(iii) decreased in provisions by $0.04 million due to reclassification to current liabilities as the lease term expired within one year.

REVIEW OF CASH POSITION (CONSOLIDATED STATEMENT OF CASH FLOW)

OPERATING ACTIVITIES

Net cash utilised in operating activities before changes in working capital amounted to approximately $2.11 million in FY2025 compared to $0.78 million in FY2024. After applying net working capital changes, it generated net cash used in operating activities of approximately $2.76 million as compared to net cash inflow of $2.30 million in FY2024. The net working capital changes are derived from the following:
(i) increase in trade and other receivables by $0.28 million;
(ii) decrease in other current assets by $0.47 million due to charge out as cost of sales upon projects completion;
(iii) decrease in deposits and prepayments by $0.07 million;
(iv) decrease in trade and other payables by $0.88 million; and
(v) decrease in contract liabilities by $0.04 million mainly due to charge out as revenue upon projects completions.

INVESTING ACTIVITIES

Net cash utilised in investing activities amounted to approximately $0.02 million in FY2025, compared to the net cash inflow of $0.57 million in FY2024. The net cash inflow used in investing activities in FY2025 was mainly arising from:
(i) additions of plant and equipment of $0.34 million for the family karaoke business; and

partially offset with the cash provided by:
(ii) income from the investment in films and entertainment events by $0.18 million; and
(iii) the proceeds from issuance of new shares in a subsidiary to a non-controlling interest, amounting to $0.14 million.

FINANCING ACTIVITIES

Net cash generated from financing activities amounted to approximately $1.53 million in FY2025 as compared to net cash utilised amounting to $1.99 million in FY2024. This was mainly due to:
(i) proceeds from issuance of new shares of $2.50 million pursuant to the private placement;
(ii) proceeds from issuance of new convertible securities amounting to $0.70 million; and

partially offset with the cash utilised in:
(iii) payment of interests on bank borrowings of $0.12 million;
(iv) repayment of bank borrowings principal of $1.34 million; and
(v) repayment of operating lease liabilities of $0.21 million.

GROUP STRUCTURE

AS AT 31 MARCH 2025 AND 30 JUNE 2025

VIVIDTHREE HOLDINGS LTD.

- **100%** — **VIVIDTHREE PRODUCTIONS PTE. LTD.** (SINGAPORE)
  - **100%** — **VIVIDTHREE PRODUCTIONS SDN. BHD.** (MALAYSIA)
- **55%** — **K.STUDIO ENTERTAINMENT PTE. LTD.** *(Formerly known as Beyond Digital Galaxy Pte Ltd)* (SINGAPORE)
- **55%** — **V&N ENTERTAINMENT PTE. LTD.** (SINGAPORE)
- **100%** — **VIVIDTHREE CO., LTD.** (SHANGHAI)
- **30%** — **ELLIOT COMMUNICATIONS PTE. LTD.** (SINGAPORE)
  - **100%** — **PROSPR CONSULTING SDN. BHD.** (MALAYSIA)
  - **100%** — **PROSPR CONSULTING PTE. LTD.** (SINGAPORE)
  - **100%**(2) — **PT PROSPR CONSULTING INDONESIA** (INDONESIA)
  - **100%** — **ALPHA STORY TECHNOLOGIES PTE. LTD.**(1) (SINGAPORE)
  - **100%** — **PROSPR COMMUNICATIONS PTE. LTD.**(1) (SINGAPORE)

(1) *Subsidiaries in the process of striking off.*

(2) *Elliot Communications Pte. Ltd. indirectly holds 100% in PT Prospr Consulting Indonesia by virtue of Elliot Communications Pte .Ltd.'s shareholding of 20% and its subsidiary, Propsr Consulting Pte. Ltd., shareholding of 80% in PT Prospr Consulting Indonesia.*

CHAIRMAN AND CEO'S STATEMENTS

DR HO CHOON HOU

(Independent Director and Chairman)

CHARLES YEO

(Executive Director and Chief Executive Officer)

CHAIRMAN'S STATEMENT

DEAR SHAREHOLDERS,

FY2025 marks a pivotal chapter for Vividthree as we accelerate our transformation to focus our business on consumer out-of-home entertainment and digital content creation, building on the strong foundation laid in the previous year. Our commitment to innovation, strategic partnerships, and digital content excellence continues to guide us as we adapt to a rapidly evolving media and entertainment landscape.

EXPANDING HORIZONS: NEW GROWTH OPPORTUNITIES

In upcoming financial years, we are capitalising on the momentum from our successful entry into the MICE (Meetings, Incentives, Conferences, and Exhibitions) sector and digital family entertainment. This year, we are pursuing new opportunities, such as:

- **Immersive Experiences**: We are developing proprietary immersive experiences that blend our expertise in animation, visual effects, and extended reality (XR) with cutting-edge AI-driven content. These initiatives target both local and international markets, with a focus on creating scalable, exportable entertainment formats.

- **Segmental Expansion**: Building on our established partnerships, we are expanding our business interest to additional areas of family entertainment and edutainment. We are looking at the huge opportunities in the growing demand for consumer out-of-home entertainment options.

- **Sustainable Digital Solutions**: Recognising the importance of sustainability, we are investing in eco-friendly technologies and digital solutions that reduce our environmental impact while delivering engaging content for clients and consumers.

SUSTAINABLE GROWTH: OUR COMMITMENT

Our strategy is underpinned by a commitment to sustainable growth. By diversifying our portfolio and deepening our IP ownership, we are building recurring revenue streams and resilience against market volatility. Our focus on talent development and fostering a culture of creativity ensures we remain at the forefront of digital content innovation.

LOOKING FORWARD

With a talented team, robust partnerships, and a clear vision for the future, Vividthree is well-positioned to capture emerging opportunities and deliver long-term value to our shareholders. We are excited to continue our journey as a leading force in the media and entertainment industry.

Thank you for your continued trust and support.

DR HO CHOON HOU
Independent Director and Chairman

CEO'S STATEMENT

DEAR SHAREHOLDERS,

I would like to take this opportunity to thank you for your continued faith in Vividthree. FY2025 has been a year marked by decisive action and strategic realignment for the Company. Over the past year, we have sharpened our operational focus to ensure the Group's long-term sustainability and profitability in an increasingly competitive digital media landscape

PIVOTING FROM LOW-MARGIN SERVICE PRODUCTION BUSINESS

A couple of years ago, we undertook a comprehensive review of our business operations in response to persistent margin pressures and intensifying industry competition. This review led us to transform from a service production business model to new business lines in MICE solutions and digital entertainment and experience businesses, while continuing to leverage our core digital content creation capabilities. We implemented targeted reductions in our digital media production business, streamlined costs and adopted a disciplined approach to project selection. The recent surge in generative AI in media has further validated the wisdom of this strategic shift. We have also integrated generative AI tools across various aspects of our operations, enabling us to achieve significant improvements in both cost efficiency and speed to market.

FOCUS ON INTELLECTUAL PROPERTY CREATION

While the digital content industry undergoes rapid transformation, the demand for content is at an all-time high. Our move up the value chain to focus on producing content and intellectual property creation in the digital creative sector aligns us with the growing consumer demand for out-of-home entertainment. We are also exploring opportunities in digital creative applications in edutainment, another promising sector for growth in the region. By leveraging our strengths in animation, visual effects, and immersive technologies, we are developing proprietary content and experiences that appeal directly to end consumers and offer recurring revenue potential.

BUILDING A SUSTAINABLE, IP-LED FUTURE

Our investments in Intellectual Properties ("**IP**") creation are complemented by a disciplined approach to project evaluation, ensuring that each new initiative aligns with our vision for sustainable, scalable growth. We are forging strategic partnerships in Southeast Asia and China to expand our reach in immersive entertainment and digital family experiences, further diversifying our revenue streams.

Looking ahead, I am confident that Vividthree is well-positioned to capture new opportunities in the digital creative segment while maintaining operational efficiency and financial discipline. I am confident that our continued focus on IP, combined with prudent cost management, will deliver long-term value for our shareholders.

Thank you for your continued trust and support.

CHARLES YEO
Executive Director and Chief Executive Officer

BOARD OF DIRECTORS

DR HO CHOON HOU

Independent Director and Chairman

Dr Ho Choon Hou ("**Dr Ho**") was appointed to our Board on 23 August 2018. He is currently the Managing Director at Southern Capital Group Private Limited, a private equity firm, where he is responsible for the management of assets as well as the origination and execution of investments for the company's clients. Prior to joining Southern Capital Group Private Limited, from 2004 to 2007, Dr Ho served as a project office head and subsequently deputy director at National Healthcare Group where he was involved in directing special projects and investments and held general management responsibilities.

From 1996 to 2004, Dr Ho was the Registrar, Department of General Surgery, at Tan Tock Seng Hospital where he was responsible for conducting general surgeries. He obtained his Bachelor of Medicine and Bachelor of Surgery from The University of Sheffield in 1996 and his Master of Medicine (Surgery) from the National University of Singapore in 2003. He went on to obtain his Master of Business Administration (Honours) from The University of Chicago (The Graduate School of Business) in 2006.

CHARLES YEO

Executive Director and Chief Executive Officer

Charles Yeo ("**Charles**") was appointed to our Board on 7 April 2018. He is overseeing overall day-to-day management of our Group, including business development and strategy. He is responsible for planning, directing and setting the strategic direction of the Group.

Charles has accumulated over 15 years of experience in the production and post-production industry, with a special focus on visual effects, since 2003 when he first ventured into the industry with the Group, where he worked together with a production company to produce animated films.

Charles graduated from the Nanyang Academy of Fine Arts with an Associate Diploma in Multimedia (Distinction) in 2000, and went on to obtain his Masters of Business Administration from Murdoch University in 2017.

ROYSON WONG

Independent Director

Royson Wong ("**Royson**") was appointed to our Board on 23 August 2018. He is currently serving as the managing director of Global Access Logistics Network Pte. Ltd. since 2012. From 2005 to 2011, Royson was the global director (management systems) and subsequently the chief leadership development officer of Agility Public Warehousing Co KSC (headquartered in Kuwait), where his responsibilities included leadership development, implementation of long-range planning and strategy management systems, business excellence and quality management and overseeing the internal audit function. Prior to that, he was the finance director and subsequently the deputy group managing director of Agility Logistics Holdings (S) Pte. Ltd. (formerly known as Trans-Link Express Pte. Ltd.), where he was responsible for overseeing the overall business operations, including the finance and corporate matters as well as human resource and information technology.

Royson obtained his Bachelor of Accountancy from the University of Singapore (now known as the National University of Singapore) in 1979, and his Master of Science (Management of Technology) from the National University of Singapore in 2002. He is a Certified Public Accountant with CPA Australia since 2004, and a Chartered Accountant with the Institute of Singapore Chartered Accountants since 2005.

BOARD OF DIRECTORS

CHANG LONG JONG

Non-Executive Director

Chang Long Jong ("**Mr Chang**") was appointed to our Board on 23 August 2018. Mr Chang is the Chief Executive Officer ("**CEO**") of mm2 Asia Ltd. ("**mm2**") since April 2017 and he is responsible for overseeing and managing mm2's business operations as well as sourcing new business opportunities for the mm2 group. Prior to joining mm2 in April 2017, Mr Chang was the deputy CEO and chief customer officer of the Mediacorp Pte. Ltd. ("**Mediacorp**"), overseeing all of Mediacorp's major media assets including the TV, radio, newspaper, digital and live events segments. Mr Chang is also chairman of the board of Thye Hua Kwan Moral Charities and a board director and chairman of the HR Committee of Thye Hua Kwan Nursing Home Ltd.. He graduated from the National University of Singapore in 1985 with a Bachelor of Engineering (Civil).

KEY MANAGEMENT

CHARLES YEO

Chief Executive Officer

KOK POOI WAI

Financial Controller

Kok Pooi Wai is responsible for overseeing the accounting and finance related matters of our Group. He has over 15 years of accumulated experience in the Big Four audit firm and various industries. Prior to joining the Group, he was a group senior finance manager of a group listed in Bursa Malaysia Stock Exchange and city developer company in Malaysia. He is a member of the Association of Chartered Certified Accountant (ACCA) and Chartered Accountant of the Malaysia Institute of Accountants.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Ho Choon Hou
(Independent Director and Chairman)

Yeo Eng Pu, Charles
(Executive Director and Chief Executive Officer)

Wong Kim Soon Royson
(Independent Director)

Chang Long Jong
(Non-Executive Director)

AUDIT COMMITTEE

Wong Kim Soon Royson (Chairman)
Ho Choon Hou
Chang Long Jong

REMUNERATION COMMITTEE

Ho Choon Hou (Chairman)
Wong Kim Soon Royson
Chang Long Jong

NOMINATING COMMITTEE

Wong Kim Soon Royson (Chairman)
Ho Choon Hou
Yeo Eng Pu, Charles

SECRETARY

Lim Siok Ching Catherine (ACS, ACG)

REGISTERED OFFICE AND PRINCIPAL PLACE OF BUSINESS

1002 Jalan Bukit Merah
#07-13 Singapore 159456
Tel: 65 6270 0818

SHARE REGISTRAR B.A.C.S.

77 Robinson Road #06-03
Robinson 77
Singapore 068896

INDEPENDENT AUDITOR

Forvis Mazars LLP
135 Cecil Street #10-01 Singapore 069536
Engagement Partner: Chin Chee Choon
(Appointment with effect from financial year ended 31 March 2025)

CONTINUING SPONSOR

UOB Kay Hian Private Limited
83 Clemenceau Avenue
#10-01 UE Square
Singapore 239920

PRINCIPAL BANKER

United Overseas Bank Limited
80 Raffles Place
UOB Plaza
Singapore 048624

COMPANY WEBSITE

www.vividthreeholdings.com

STOCK CODE

OMK

CORPORATE GOVERNANCE REPORT

The Board of Directors (the "**Board**") of Vividthree Holdings Ltd. (the "**Company**", and together with its subsidiaries, the "**Group**") are firmly committed to set in place corporate governance practices to provide the structure through which the objectives of protection of shareholders' interests and enhancement of long-term sustainability of the Group's business and performance are met.

This report outlines the Group's main corporate governance structures and practices that were in place throughout and/or during the financial year ended 31 March 2025 ("**FY2025**") or which will be implemented and where appropriate, with specific reference made to the Code of Corporate Governance 2018 (the "**Code**"), which forms part of the continuing obligations of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalist (the "**Catalist Rules**"). The Company has provided explanations for any deviations from the Code, if applicable.

BOARD MATTERS

The Board's Conduct of Affairs

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

The Board's primary role is to protect and enhance long-term shareholder value. It sets the overall strategy for the Group and supervises management ("**Management**"). To fulfil this role, the Board sets the Group's strategic direction, establishes goals for the Management and monitors the achievement of these goals, thereby taking responsibility for the overall corporate governance of the Group.

The principal functions of the Board, apart from its statutory responsibilities, include:

– providing entrepreneurial leadership and setting the overall strategy and direction of the Group, consider sustainability issues, e.g. environmental and social factors as part of its strategic formulation;

– reviewing and overseeing the management of the Group's business affairs, financial controls, performance and resource allocation;

– approving the Group's strategic plans, key business initiatives, acquisition and disposal of assets, significant investments and funding decisions and major corporate policies;

– overseeing the processes of risk management, financial reporting and compliance and evaluating the adequacy of internal controls and safeguarding the shareholders' interests and the Group's assets;

– approving the release of the Group's half-year and full-year financial results, related party transactions of material nature;

– appointing Directors and key management personnel ("**Key Management Personnel**"), including the review of performance and remuneration packages; and

– assuming the responsibilities for corporate governance.

All Directors are obliged to objectively discharge their duties and responsibilities at all times and make objective decisions in the interests of the Company.

To assist in the execution of its responsibilities, the Board is supported by three Board Committees, namely, the Audit Committee ("**AC**"), the Nominating Committee ("**NC**") and the Remuneration Committee ("**RC**") (collectively the "**Board Committees**"). These Board Committees operate within clearly defined terms of reference and they play an important role in ensuring good corporate governance in the Company and within the Group. The terms of reference of the Board Committees are reviewed on a regular basis to ensure their continued relevance.

The Board holds regular scheduled meetings to review the Group's key activities, business strategies, funding decisions, financial performance and to approve the release of the results of the Group. Ad-hoc meetings are convened when circumstances require. The Board also approves transactions through circular resolutions which are circulated to the Board together with all relevant information to the proposed transaction. Meetings via telephone or video conference are permitted by the Company's Constitution.

Directors are provided with board papers and related materials, background or explanatory information relating to matters to be brought before the Board, prior to each Board and Board Committee meetings to enable the Board to make informed decisions. The Board also has separate and independent access to Management, the Company Secretary and external advisors (if necessary). Directors are entitled to request additional information from Management as and when required.

The number of meetings held and the attendance of each member at the Board's meetings and Board Committees' meetings for FY2025 are as follows:

Name of Directors	Board		AC		NC		RC	
	No. of meetings		No. of meetings		No. of meetings		No. of meetings	
	Held	Attended	Held	Attended	Held	Attended	Held	Attended
Ho Choon Hou	4	4	4	4	1	1	1	1
Yeo Eng Pu Charles ("**Charles Yeo**")	4	3	NA	NA	1	–	NA	NA
Wong Kim Soon Royson ("**Royson Wong**")	4	4	4	4	1	1	1	1
Chang Long Jong	4	4	4	4	NA	NA	1	1

Note:
NA – Not applicable

The Group has adopted a set of internal guidelines setting forth the financial authorisation and approval limits for investments, acquisitions and disposals. Transactions falling outside the ordinary course of business and where the value of a transaction exceeds these limits have to be approved by the Board.

Matters requiring the Board's decision and approval include the following:

1. Approval of the Group's major investments/divestments and funding decisions;

2. Approval of the Group's financial updates, half-year and full-year financial result announcements for release via the SGXNet;

3. Approval of any agreement which is not in the ordinary course of business;

4. Approval of any major borrowings or corporate guarantees in relation to borrowings;

5. Entering into any profit-sharing arrangement;

6. Incorporation or dissolution of any subsidiary;

7. Issuance of shares or declaration of dividends;

8. Approval of the annual report and audited financial statements;

9. Convening of general meetings;

10. Approval of corporate strategies;

11. Approval of material acquisitions and disposal of assets; and

12. Approval of announcements or press releases concerning the Group for release via the SGXNet.

The Directors are also updated regularly with changes to the Catalist Rules, risk management, corporate governance, insider trading and the key changes in the relevant regulatory requirements and financial reporting standards and the relevant laws and regulations to facilitate effective discharge of their fiduciary duties as Board or members of the Board Committees.

New releases issued by the SGX-ST and Accounting and Corporate Regulatory Authority ("**ACRA**") which are relevant to the Directors are circulated to the Board. The Company Secretary informs the Directors of upcoming conferences and seminars relevant to their roles as Directors of the Company. Annually, the independent auditor update the AC and the Board on the new and revised financial reporting standards that are applicable to the Company or the Group.

The Directors are encouraged to attend seminars and receive training to improve themselves in the discharge of their Directors' duties and responsibilities. Changes to regulations and accounting standards are monitored closely by the Management. To keep pace with such regulatory changes, the Company provides opportunities for ongoing education and training on Board processes and best practices as well as updates on changes in legislation and financial reporting standards, regulations and guidelines from the Catalist Rules that affect the Company and/or the Directors in discharging their duties.

The Company had arranged for training and provided updates to the Directors and its Management during FY2025, which included the following matters:

1. Senior Manager Accountability (Global);

2. Market Conduct (Global);

3. Conflicts of Interest (Global);

4. Information Security and Cyber Risk Awareness (Global).

All Directors have completed the mandatory sustainability training as prescribed by SGX-ST.

Newly-appointed Directors would receive appropriate training, if required. The Group provides background information about its history, mission and values to its Directors. In addition, the Management regularly updates and familiarises the Directors on the business activities of the Company during Board meetings. Directors would also be given opportunities to visit the Group's operational facilities and meet with the Management so as to gain a better understanding of the Group's business.

Formal letters of appointment are furnished to every newly-appointed Director upon their appointment explaining, among other matters, their roles, obligations, duties and responsibilities as a member of the Board.

Conflict of interest

Every Director of the Company is required to disclose any conflict or potential conflict of interest, whether direct or indirect, in relation to a transaction or proposed transaction with the Group, including any interested persons transactions with the Group, as soon as practicable after the relevant facts have come to his/her knowledge. When there is an actual or potential conflict of interest, the concerned Directors shall, abstain from voting, and recuse themselves from discussion or decision making, on the conflict related matters.

The Company Secretary supports the Board in all corporate secretarial matters and ensures that proper procedures are followed during Board meetings. She also assists the Chairman and the Chairpersons of the respective Board Committees in preparing the agendas for Board and Board Committee meetings. The Company Secretary, or her representative, attends all meetings of the Board and its Committees.

Board Composition and Guidance

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

Currently, the Board comprises of four (4) Directors, of whom one is an Executive Director, one Non-Executive Director and two Independent Directors, as follows:

Name of Directors	Date of first Appointment	Date of Last Re-election	Board	AC	NC	RC
Ho Choon Hou	23 August 2018	28 July 2023	Independent Director and Chairman	Member	Member	Chairman
Charles Yeo	7 April 2018	28 July 2023	Executive Director and Chief Executive Officer	–	Member	–
Royson Wong	23 August 2018	30 July 2024	Independent Director	Chairman	Chairman	Member
Chang Long Jong	23 August 2018	30 July 2024	Non-Executive Director	Member	–	Member

As a majority of the Board is made up of Non-Executive Directors, the Company is in compliance with provision 2.3 of the Code. The Chairman is independent and the Independent Directors make up half of the Board. Hence, the Board and the NC are satisfied that the Board has substantial independent elements to exercise objective judgment on corporate affairs independently.

Independent Directors

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

The NC has reviewed the independence of each Independent Director annually and is of the view that these Directors are independent.

There is no Independent Director who has served on the Board beyond nine years from the date of his first appointment.

The NC has reviewed the size and composition of the Board. The NC is satisfied that the current size and composition of the Board is appropriate and provides it with adequate ability to meet the existing scope of needs and the nature of operations of the Company, which facilitates effective decision-making. From time to time, the NC will review the appropriateness of the current Board size, taking into consideration the changes in the nature and scope of operations as well as the regulatory environment.

The Board is made up of Directors who are qualified and experienced in various fields including business administration, strategic planning, business management, accounting and finance. Accordingly, the current Board comprises persons who as a group, have core competencies necessary to lead and manage the Group's businesses and operations.

The Non-Executive Directors and Independent Directors exercise no management functions in the Group. Although all the Directors have equal responsibility for the performance of the Group, the role of the Non-Executive Directors and Independent Directors is particularly important in ensuring that the strategies proposed by Management are fully discussed, rigorously examined and take into account the long-term interests of not only the shareholders, but also of the employees, customers, suppliers and the communities in which the Group conducts its business. They also review the performance of Management in meeting agreed goals and objectives and monitor the reporting of their performance. The NC considers its Non-Executive Director and Independent Directors to be of sufficient calibre and size, and their views to be of sufficient weight such that no individual or small group of individuals dominates the Board's decision-making process.

The Company co-ordinates informal meeting sessions for the Non-Executive Directors and Independent Directors to meet as needed without the presence of the Management to discuss matters such as the Group's financial performance, corporate governance initiatives, Board processes, succession planning as well as leadership development and the remuneration of the Executive Directors.

The profile of each Director is set out on pages 13 to 14 of this Annual Report.

Board Diversity

The Company embraced all aspects of diversity in the current Board composition and recognise that diversity of the Board is essential to contribute to sustainable development and growth of the Group. A diverse Board will include and leverage on differences between the Directors in terms of skills, experience, background, gender, age, ethnicity and other relevant factors. These differences will be considered in determining the optimum composition of the Board and when possible, should be balanced appropriately. All Board appointments are made based on merit, in the context of the skills, experience, independence and knowledge which the Board as a whole requires in order to be effective. There are four male Directors appointed to the Board. The Board recognises the importance and value of gender and age diversity, however, the Board collectively is of the view that it should not be considered as a requirement of selection of potential candidate. The right blend of skills, industry knowledge, relevant experiences, suitability, shall remain as priority. Although there is currently no female director appointed to the Board, the Board does not rule out the possibility of appointing a female director if a suitable candidate is nominated for the Board's consideration. The composition of the Board is reviewed annually by the NC to ensure that there is an appropriate mix of expertise and experience to enable the Management to benefit from a diverse perspective to issues that are brought before the Board. The Board will seek diversity on its Board and finalise the plans and achieve the targets within the next two (2) years.

Chairman and Chief Executive Officer

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

The Company practices a clear division of responsibilities between the Chairman and Chief Executive Officer ("**CEO**") to ensure an appropriate balance of power, increased accountability and greater capacity of the Board for independent decision making. The roles of the Chairman and CEO are separate.

Ho Choon Hou is the Chairman of the Board. Charles Yeo is the CEO of the Company. Both CEO and the Chairman are not related.

The Chairman ensures effective and comprehensive Board discussion on matters brought to the Board including strategic issues. The Chairman supervises the overall business operations and management of the Group as well as business planning and provides executive leadership and supervision to the Key Management Personnel of the Company and the Group.

The responsibilities of the Chairman include:

– scheduling of meetings to enable the Board to perform its duties responsibly while not interfering with the flow of the Group's operations;

– ensuring that Directors receive accurate, timely and clear information, and ensuring effective communication with shareholders;

– ensuring the Group's compliance with the Code; and

– acting in the best interest of the Group and of the shareholders.

The Company Secretary may be called to assist the Chairman in any of the above.

The role of the CEO includes overseeing and managing the business operations especially the production division as well as sourcing new business opportunities for the Group. The CEO would report to the Chairman.

All major decisions made by the Board are subject to majority approval of the Board. The Board believes that there are adequate safeguards in place to ensure an appropriate balance of power and authority within the spirit of good corporate governance.

The Board has not appointed any Independent Director to assume the role of a lead independent director as the Chairman is independent and the Independent Directors make up more than one-third of the Board. Hence, the Board and the NC are satisfied that the Board has substantial independent elements to exercise objective judgment on corporate affairs independently.

Board Membership

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

The NC currently comprises one Executive Director and two Independent Directors, a majority of whom are independent, including the NC Chairman.

Nominating Committee

Royson Wong (Chairman)
Ho Choon Hou
Charles Yeo

The NC has its terms of reference which sets out their duties and responsibilities. It includes the following:

– to make recommendations to the Board on all board appointments, including re-nominations, having regarded the Director's contribution and performance (for example, attendance, preparedness, participation and candour) including, if applicable, as an Independent Director. All Directors should be required to submit themselves for re-nomination and re-election at regular intervals and at least once every three years;

– to determine annually whether or not a Director is independent;

– in respect of a Director who has multiple board representations on various companies, to decide whether or not such a director is able to and has been adequately carrying out his/her duties as director, with regards to the competing time commitments that are faced when serving on multiple boards;

– to review and approve any new employment of related persons and the proposed terms of their employment; and

– to decide how the Board's performance is to be evaluated and to propose objective performance criteria, subject to the approval of the Board, which addresses how the Board has enhanced long term shareholder value. The Board will also implement a process to be proposed by the NC for assessing the effectiveness of the Board as a whole and for assessing the contribution of each individual Director to the effectiveness of the Board (if applicable).

The Company will arrange orientation programs to familiarise new Directors with the Group's business activities and directions of the Group, as well as have meetings with senior management.

The NC will review the Board's succession plan for Directors, including Key Management Personnel. The NC will identify and recommend new Directors to the Board, after considering the necessary and desirable competencies. In selecting potential new Directors, the NC will seek to identify the competencies required as well as evaluate the profession, knowledge and experience of the candidate to enable the Board to fulfil its responsibilities.

The NC may engage consultants to undertake research on, or assess, candidates applying for new positions on the Board, or to engage other independent experts, as it considers necessary to carry out its duties and responsibilities. Recommendations for new Directors are put to the Board for its consideration and/or approval.

The NC makes recommendations to the Board on re-appointment of Directors based on, among others, the Director's attendance record at meetings of the Board and Board Committees, participation at meetings and contributions to the Group's business and affairs.

The NC will also review and where appropriate, the Company will arrange and fund regular trainings for all Directors to ensure that Directors are updated on the latest governance and listing rules. Relevant courses include seminars conducted by the Singapore Institute of Directors or other training institutes.

The Board and the NC have endeavoured to ensure that the Directors appointed to the Board possess the relevant experience, knowledge and expertise critical to the Group's business.

Regulation 117 of the Company's Constitution requires one-third of the Board to retire by rotation at every Annual General Meeting ("**AGM**"). Pursuant to Regulation 122 of the Company's Constitution, Directors of the Company who were newly-appointed by the Board since the last AGM will have to retire at the forthcoming AGM. A retiring Director shall be eligible for re-election at the meeting at which he retires. Each of the retiring Directors had abstained from all discussions and recommendations in respect of their own re-election.

At the forthcoming AGM, Charles Yeo and Ho Choon Hou will be retiring by rotation pursuant to Regulation 117 of the Company's Constitution.

The NC has recommended to the Board that Charles Yeo and Ho Choon Hou, be nominated for re-election under Regulation 117 at the forthcoming AGM. The Board has accepted the NC's recommendation. Information regarding the Directors nominated for re-election/re-appointment, including the information required under Appendix 7F of the Catalist Rules is given in the "Board of Directors" section, pages 39 to 45 of this Annual Report.

For the financial year under review, the NC is of the view that the Independent Directors of the Company are independent (as defined in the Code) and able to exercise judgment on the corporate affairs of the Group independent of the Management.

Despite some Directors having 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. Currently, the Board has not determined the maximum number of listed Board representations which any Director may hold. The NC and the Board will review the requirement to determine the maximum number of listed Board representations as and when it deems fit.

There are no alternate directors being appointed to the Board.

The key information regarding Directors, such as academic and professional qualifications, Board Committees served, directorships, chairmanships or as a member both present and past held over the preceding three years in other listed companies and other major appointments or its related corporations, whether the appointment is executive or non-executive are set out in pages 37 to 38 of the Annual Report.

Board Performance

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

A formal assessment process is in place to assess the effectiveness of the Board as a whole and its Board Committees and for assessing the contribution by the Chairman and each individual Director to the effectiveness of the Board.

The NC has adopted the performance evaluation forms recommended by the Singapore Institute of Directors. The evaluations are conducted annually. As part of the process, the Directors will complete the evaluation forms which are collated by the Company Secretary, who will then summarise the results of the evaluation and present it to the NC. Recommendations for improvement are then submitted to the Board for discussion and for implementation in areas where the performance and effectiveness could be enhanced. The appointment and removal of the Company Secretary is a decision of the Board as a whole.

The performance criteria for the board evaluation are in respect of board size and composition, board independence, board's decision making processes, strategic planning, board information and accountability, board performance in relation to discharging its principal functions and financial targets.

The evaluation of the Board is to be performed annually by having all members complete Board and individual Directors' evaluation questionnaires individually based on the above assessment parameters.

REMUNERATION MATTERS

Procedures for Developing Remuneration Policies

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

The RC currently comprises of one Non-Executive Director and two Independent Directors, majority of whom are independent, including the RC Chairman.

Remuneration Committee

Ho Choon Hou (Chairman)
Royson Wong
Chang Long Jong

The RC has its terms of reference, setting out their duties and responsibilities, which include the following:

– to recommend the Board a framework of remuneration for the Directors and Executive Officers, and to determine specific remuneration packages for each Executive Director and any CEO (or executive of equivalent rank) and Key Management Personnel if such CEO and Key Management Personnel is not an Executive Director, such recommendations are to be submitted for endorsement by the entire Board and should cover all aspects of remuneration, including but not limited to Director's fees, salaries, allowances, bonuses, options and benefits in kind;

– in the case of service contracts (if any) for any Director or Executive Officer, to consider what compensation commitments the Directors' or Executive Officers' contracts of service, if any, would entail in the event of early termination with a view to be fair and avoid rewarding poor performance; and

– in respect of any long-term incentive schemes, including share schemes, as may be implemented, to consider whether any Director should be eligible for benefits under such long-term incentive schemes.

No Director will be involved in determining his own remuneration. The RC has full authority to engage any external professional advice on matters relating to remuneration as and when the need arises. The expense of such services shall be borne by the Company.

The RC recommended, and the Board had approved, the Directors fees of an aggregate amount of $80,000 for FY2025 for Non-Executive and Independent Directors for the financial year ended 31 March 2025, subject to the approval from shareholders.

There were no remuneration consultants engaged by the Company in FY2025.

In reviewing the service agreements of the Company's Executive Directors and Key Management Personnel, the RC will review the Company's obligations in the event of termination of these service agreements, to ensure that such service agreements contain fair and reasonable termination clauses which are not overly generous. The RC aims to be fair and avoid rewarding poor performance.

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.

The RC will take into account the industry norms, the Group's performance as well as the contribution and performance of each Director when determining remuneration packages.

The remuneration for the Executive Directors and certain Key Management Personnel comprise a fixed and variable component. The variable component is performance related and is linked to the Group's performance as well as the performance of each individual Executive Director and Key Management Personnel.

The Company has adopted the Vividthree Performance Share Plan ("**VV3 PSP**"). The Group's Executive Directors and Non-Executive Directors (including Independent Directors, controlling shareholders or associates of a controlling shareholder are eligible to participate in the VV3 PSP in accordance with the rules of the VV3 PSP except for Chang Long Jong, who is participating in mm2 Asia Ltd.'s existing performance share plan.

The Independent Directors and Non-Executive Director receive Directors' fees in accordance with their contributions, taking into account factors such as effort and time spent, responsibilities of the Directors and the need to pay competitive fees to attract, retain and motivate the Directors. The Independent Directors and Non-Executive Director shall not be overcompensated to the extent that their independence may be compromised. Other than the VV3 PSP, there are no share-based compensation schemes in place for Independent Directors and Non-Executive Directors.

The Company does not use contractual provisions to allow the Company to reclaim incentive components of remuneration from Executive Directors and Key Management Personnel in exceptional circumstances of misstatement of financial results, or of misconduct resulting in financial loss to the Company. The Executive Directors owe a fiduciary duty to the Company and the Company should be able to avail itself to remedies against the Executive Directors in the event of a breach of fiduciary duties.

Disclosure on Remuneration

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

The details of the level and mix of remuneration of the Directors of the Group for the services rendered during FY2025 are as follows:

	Salary	**Bonus**	**Other Benefits**[(1)]	**Share Options**	**Directors' Fees**[(2)]	**Total**
Name of Directors	%	%	%	%	%	$'000
Charles Yeo	87	–	13	–	–	152
Ho Choon Hou	–	–	–	–	100	40
Royson Wong	–	–	–	–	100	20
Chang Long Jong[(3)]	–	–	–	–	100	20

Notes:

(1) Other benefit refers to employer's contribution to the Central Provident Fund and other allowances.

(2) The Directors' fees are subject to approval by the shareholders of the Company at the forthcoming AGM.

(3) The proposed director's fee for Mr Chang Long Jong, upon approval by shareholders in the forthcoming AGM, will be payable to mm2 Asia Ltd.

In view of confidentiality of remuneration matters, the Board is of the opinion that it is in the best interests of the Group not to disclose the exact details of the Key Management Personnel in the Annual Report.

(a) For FY2025, there were no terminations, retirement or post-employment benefits granted to Directors and relevant Key Management Personnel other than the standard contractual notice period termination payment in lieu of service.

(b) There were no employees who are substantial shareholders of the Company, or are immediate family members of a Director, CEO or Substantial Shareholder whose remuneration amounts exceed S$100,000 per annum during the financial year under review.

The Group has 4 Key Management Personnel (who are not Directors or CEO) during FY2025. The remuneration bands of the Key Management Personnel for FY2025 are as follows:

Remuneration Band and Name of Key Management Personnel	Salary	Bonus	Other Benefits[1]	Share Options	Total
	%	%	%	%	%
$100,001 - $200,000					
Mok Wai Yin, Jed[2]	91	–	9	–	100
Below $100,000					
Lee Hoon Hwee[3]	87	–	13	–	100
Hong Wei Chien[4]	95	–	5	–	100
Kok Pooi Wai	100	–	–	–	100

Notes:

(1) Other benefit refers to employer's contribution to the Central Provident Fund and other allowances.

(2) Mok Wai Yin, Jed resigned as Chief Content Officer on 31 December 2024.

(3) Lee Hoon Hwee resigned as Chief Operating Officer on 22 November 2024.

(4) Hong Wei Chien resigned as a visual effects director on 30 September 2024.

The aggregate remuneration of Key Management Personnel (who are not directors or the CEO) amounted to $378,724 for FY2025.

The Company is of the view that disclosure of the remuneration of Key Management Personnel who are not directors, will be detrimental to the Group's interest because of sensitivity of remuneration matters and competitive reasons. The non-disclosure of each of the Key Management Personnel's remuneration does not compromise the ability of the Company to meet the Code on good corporate governance as the RC, which constitutes a majority of independent directors, reviews the remuneration packages of such Key Management Personnel to ensure that they are fairly remunerated.

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 stakeholders.

The Board acknowledges its responsibility for the governance of risk and ensures that the Management maintains a sound system of internal controls and effective risk management policies to safeguard the shareholders' investment and the Company's assets. However, the Board also acknowledges that no cost-effective internal control system will preclude all errors and irregularities. The system is designed to manage rather than eliminate risks of failure to achieve business objectives, and can provide only reasonable and not absolute assurance against material misstatement or loss. The internal controls in place will address the financial, operational, compliance and information technology risks and the objectives of these controls are to provide reasonable assurance that there are no material financial misstatements or material loss, there are maintenance of proper accounting records, financial information is reliable, and assets are safeguarded.

The Management is responsible for designing, implementing and monitoring the risk management and internal control systems within the Group. The Management regularly reviews the Group's business and operational activities to identify areas of significant risks as well as appropriate measures to control and mitigate these risks. Any significant matters are highlighted to the Board and the AC for their deliberation. To further review the adequacy and effectiveness of internal controls, the AC is assisted by various independent professional service providers. The assistance of the internal auditor enabled the AC to carry out assessments of the effectiveness of key internal controls during the year. Material non-compliance or weaknesses in internal controls or recommendations from the internal auditor and independent auditor to further improve the internal controls were reported to the AC, including the Management action plans to be undertaken to address the recommendations.

The AC also follows up on the actions taken by the Management on the recommendations made by the internal auditor and independent auditor arising from their work performed. Based on the reports submitted by the internal and independent auditor received by the AC and the Board, nothing material has come to the attention of the AC and the Board to cause the AC and the Board to believe that the internal controls are not satisfactory, based on the current size and nature of the Company's business.

To further enhance the risk management procedures in place, the Group has engaged its internal auditor, BDO Advisory Pte. Ltd., to establish a structured Enterprise Risk Management ("**ERM**") framework which provides documented guidance on the process for identifying and assessing risks, the adequacy of countermeasures and the manner in which risks are reported to the Board and the AC.

The ERM programme covers the following areas:

(1) ERM policies and procedures

An overall framework for risk management has been documented in a manual to be disseminated to personnel responsible for oversight of risks and operations of risk countermeasures. This ERM manual includes the terms of reference of the Committee and the various personnel responsible for monitoring and managing risks in the Group. The ERM process will also require ongoing identification of key risks to the company and reporting these risks to the Board to better determine whether appropriate measures have been taken to address relevant risks. Risk workshops attended by Key Management Personnel will be conducted to provide a structured approach of identification and assessment of risks.

(2) Risk appetite of the Group

The risk appetite of the Group in managing risks was discussed during the ERM project. Generally, the Group will rely on Management to monitor day to day operations while subjecting key corporate decisions, such as investments or acquisitions of businesses to the approval of the Board. The Group's performance is monitored closely by the Board periodically and any significant matters that might have an impact on the operating results are required to be brought to the immediate attention of the Board.

The Company has also taken a strict stance towards avoiding any risks that might result in breaching relevant laws and regulations and risks that could adversely affect the reputation of the Group. Active efforts are also in place to manage risks within impact such as transferring them to third party insurers or having internal control procedures to better mitigate the likelihood of their occurrence. Internal audits will be regularly conducted to assess the ongoing compliance with the established controls to address key risk areas where applicable.

(3) Risk assessment and monitoring

Based on the ERM framework, the nature and extent of risks to the Company will be assessed regularly and risk reports covering top risks to the Group will be submitted periodically to the Board. A set of risk registers to document risks arising from this ERM exercise has also been established to document key risks and the corresponding countermeasures.

The Directors have received and considered the representation letters from the CEO and Financial Controller ("**FC**") in relation to the financial information for the year. The CEO and the FC have assured the Board that:

a. The financial records have been properly maintained and the financial statements for the FY2025 give a true and fair view in all material aspects, of the Group's operations and finances; and

b. The Group's risk management and internal control systems are operating effectively in all material aspects given its current business environment.

Based on the internal controls and risk management systems established and maintained by the Group, work performed by the internal auditor and independent auditor, reviews performed by the Management and the controls and processes which are currently in place, the Board with the concurrence of the AC, is of the opinion that the Group's internal controls and risk management systems are adequate and effective in addressing the financial, operational, compliance and information technology risks of the Group for FY2025.

Audit Committee

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

The AC currently comprises of one Non-Executive Director and two Independent Director, majority of whom are independent, including the AC Chairman.

Audit Committee

Royson Wong (Chairman)
Ho Choon Hou
Chang Long Jong

The Board is of the view that the AC members possess experience in finance and business management which are appropriately qualified, having the relevant accounting or related financial management expertise to discharge their responsibilities. None of the AC members are a former partner or director of the Company's existing auditing firm.

The role of the AC is to assist the Board with discharging its responsibility to safeguard the Company's assets, maintain adequate accounting records, and develop and maintain effective systems of internal control. The AC has full access to the co-operation of Management and the full discretion to invite any Director or Executive Officer to attend its meetings, and has reasonable resources to enable it to discharge its functions properly. The independent auditor have unrestricted access to the AC.

The AC has its terms of reference, setting out their duties and responsibilities, which include the following:

- consider the appointment or re-appointment of the independent auditor, the level of their remuneration and matters relating to resignation or dismissal of the independent auditor, and review the audit plans of the independent auditor, their audit reports, their management letter and our management's response before submission of the results of such review to our Board for approval;

- consider the appointment or re-appointment of the internal auditor, the level of their remuneration and matters relating to resignation or dismissal of the internal auditor, and review with the internal auditor the internal audit plans and their evaluation of the adequacy of our system of internal accounting controls and accounting system before submission of the results of such review to our Board for approval prior to the incorporation of such results in our annual report (where necessary);

- monitor and review the implementation of the auditor' recommendations on internal controls;

- review the system of internal accounting controls and procedures established by management and discuss problems and concerns, if any, arising from the interim and final audits, and any matters which the auditor may wish to discuss (in the absence of our management where necessary);

- review the assistance and co-operation given by our Company's officers to the internal and independent auditor;

- review the half-yearly and annual, and quarterly if applicable, financial statements and results announcements before submission to our Board for approval, focusing in particular, on changes in accounting policies and practices, major areas of judgement, significant adjustments resulting from the audit, the going concern statement, compliance with accounting standards as well as compliance with any stock exchange and statutory/regulatory requirements;

- review and discuss with the independent auditor any suspected fraud or irregularity, or suspected infringement of any relevant laws, rules or regulations, which has or is likely to have a material impact on our Group's operating results or financial position, and consider the adequacy of our management's response;

- review the assurance from CEO and FC on the financial records and financial statements;

- review transactions falling within the scope of Chapter 9 and Chapter 10 of the Catalist Rules (if any);

- review potential conflicts of interests (if any) and to set out a framework to resolve or mitigate any potential conflicts of interest;

- review the effectiveness and adequacy of the administrative, operating, internal accounting and financial control procedures;

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

- undertake such other reviews and projects as may be requested by our Board and report to our Board its findings from time to time on matters arising and requiring the attention of our Audit Committee;

– generally to undertake such other functions and duties as may be required by statute or the Catalist Rules, and by such amendments made thereto from time to time;

– review arrangements by which our staff may, in confidence, raise concerns about possible improprieties in matters of financial reporting and to ensure that arrangements are in place for the independent investigations of such matter and for appropriate follow-up; and

– review our Group's compliance with such functions and duties as may be required under the relevant statutes or the Catalist Rules, including such amendments made thereto from time to time.

Apart from the duties listed above, the AC is given the task of commissioning investigations into matters where there is suspected fraud or irregularity, or failure of internal controls or infringement of any law, rule or regulation which has or is likely to have a material impact on the Company's operating results or financial position, and to review its findings.

External audit

The AC recommends to the Board on the proposals to the shareholders on the appointment, re-appointment and removal of the independent auditor and approving the remuneration of the independent auditor. The AC has recommended to the Board the nomination of Forvis Mazars LLP for re-appointment as independent auditor of the Company at the forthcoming AGM. The Company confirms that Rule 712, Rule 715 and Rule 716 of the Catalist Rules have been complied with.

Annually, the AC conducts a review of all non-audit services provided by Forvis Mazars LLP and is satisfied that the nature and extent of such services will not prejudice the independence and objectivity of Forvis Mazars LLP. The AC received an audit memorandum from Forvis Mazars LLP setting out the non-audit services provided and the fees charged for FY2025. The aggregate amount payable to Forvis Mazars LLP for audit and non-audit services for FY2025 are as follows:

	$'000
Audit fees	122
Non-audit fees	10
	132

No former partner or director of the Company's existing auditing firm or auditing corporation is a member of the AC.

The AC will meet with the independent auditor and internal auditor without the presence of the Management, as and when necessary and at least once annually, to review the adequacy of audit arrangements, with emphasis on the scope and quality of their audit, the independence, objectivity and observations of the independent auditor.

On the basis of the above, the AC is satisfied with the standard and quality of work performed by Forvis Mazars LLP.

Internal audit

The Company has outsourced its internal audit function to BDO Advisory Pte. Ltd. ("**BDO**"), which is an established international auditing firm. BDO conducts their internal audits based on the BDO Global Internal Audit Methodology which is consistent with the International Professional Practices Framework established by the Institute of Internal auditors. The BDO Engagement Partner has more than 20 years of experience in audit and advisory services and is a Chartered Accountant (Singapore), Certified Internal Auditor and Certified Information System Auditor. Members of the internal audit team also have relevant academic qualifications, professional certifications and internal audit experience.

The AC approves the hiring, removal, evaluation and compensation of the internal audit function. The internal auditor has unfettered access to all the Company's documents, records, properties and personnel, including access to the AC.

The annual internal audit plan is submitted to the AC for approval prior to the commencement of the internal audit work. In accordance with the internal audit plan, the internal auditor conducts internal audit reviews over the effectiveness of internal controls over the key business processes in the Group including those that address applicable financial, operational, compliance and information technology controls risks. Findings and recommendations arising from the internal audits are agreed with the Management and presented to the AC. The internal auditor also assists the AC in overseeing and monitoring the subsequent implementation of recommendations on internal controls weaknesses identified.

The AC reviews the scope and results of the internal audit and ensures that the internal audit function is adequately resourced. The AC is satisfied that the outsourced internal audit function is independent, staffed by suitably qualified and experienced professionals with the relevant experience to perform its function effectively based on the internal audits conducted for FY2025.

The AC would annually review the adequacy and effectiveness of the internal audit function of the Group.

Fraud and whistle blowing policy

The Group has implemented a whistle blowing policy whereby accessible channels are provided for employees to raise concerns about possible improprieties in matters of financial reporting or other matters which they become aware and to ensure that:

– independent investigations are carried out in an appropriate and timely manner;

– appropriate action is taken to correct the weakness in internal controls and policies which allowed the perpetration of fraud and/or misconduct and to prevent a recurrence; and

– administrative, disciplinary, civil and/or criminal actions that are initiated following the completion of investigations are appropriate, balanced and fair, while providing reassurance that employees will be protected from reprisals or victimisation for whistle-blowing in good faith and without malice.

The policy is aimed at encouraging the reporting of such matters in good faith, with the confidence that persons making such reports will be treated fairly and, to the extend possible, the identity of whistle-blowers are kept confidential and protected against detrimental or unfair treatment. There was no whistle blowing report received during FY2025.

The AC is updated annually or from time to time on any changes to the accounting and financial reporting standards by the independent auditor. No former partner or director of the Company's existing auditing firm has acted as a member of the AC.

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.

The Board is accountable to the shareholders and is mindful of its obligation to provide timely and fair disclosure of material information to shareholders, investors and public. The Board treats all shareholders fairly and equitably and seeks to protect and facilitate exercise of shareholder's rights.

The Company announces financial information, major developments and other price sensitive information on the SGXNet in a timely manner to ensure investors are kept abreast of the Group's developments. The annual report, circulars and notices of all shareholders' meetings will be posted on the Company's website and SGXNet.

For the upcoming 2025 Annual General Meeting, shareholders are encouraged to attend the Company's Annual General Meeting to ensure a high level of accountability and to be updated on the Group's strategies and goals. The shareholders may submit their written questions to the Company within 7 calendar days after the publication of the notice of the Annual General Meeting. The Company will respond to the written questions at least 48 hours prior to the closing date and time for the lodgement of the proxy forms by way of an announcement and publish in the Company's corporate website, if available.

The Chairman of the Board and the various Committees are normally present and available to address questions at Annual General Meetings. The independent auditor is present to assist the Board in addressing any relevant queries from our shareholders.

All shareholders are encouraged to attend the Company's general meetings to ensure a high level of accountability and to be updated on the Group's strategies and goals. All shareholders are entitled to participate in and vote at the general meetings. If any shareholder is unable to attend, he/she is allowed to appoint up to two proxies to vote on his/her behalf at the general meeting through a proxy form sent in advance. The Company's Constitution does not include the nominee or custodial services to appoint more than two proxies.

The Company is not implementing absentia voting methods such as voting via mail, email or fax until security, integrity and other pertinent issues are satisfactorily resolved.

Minutes of general meetings of shareholders will be published on the Company's website and announced via SGXNet within one month from the date of Annual General Meeting. The minutes will record substantial and relevant comments or queries from shareholders relating to the agenda of the general meeting and responses from the Directors and Management.

The Company ensures that there are separate resolutions at general meetings on each substantially separate issue. For greater transparency, the Company will put all resolutions to vote by poll and make an announcement of the detailed results of the number of votes cast for and against each resolution and the respective percentages will be presented and announced on the same day.

The Company does not have a fixed dividend policy. The Board will take into account various factors, including but not limited to, earnings, cash flow requirements, plans for expansion, availability of distributable reserves, in determining the form, frequency and amount of dividends to recommend or declare in each particular year or period.

For FY2025, no final dividend has been declared or recommended by the Directors as the Group is in loss position.

Engagement with Shareholders

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

The Company firmly believes in high standards of transparent corporate disclosure by disclosing to its stakeholders, including its communication with shareholders as much relevant information as is possible, in a timely, fair and transparent manner as well as to hearing its shareholders' views and addressing their concerns. This includes half-yearly and full-year financial results announcements, public announcements on major developments and price-sensitive information and annual reports made via SGXNet. Some of these documents are also made available on the Company's website at the URL https://www.vividthreeholdings.com.

The Company's business developments and operations, financial reports, announcements, news releases and other information are posted on its corporate website. Both current information and archives of previously released information including presentation slides and announcements can be found under the "**Investor Relations**" section of the Company's website at the URL https://www.vividthreeholdings.com.

The Company has an investor relations personnel who will handle the investor relations matters including facilitating communications with all stakeholders on a regular basis and attend to their queries or concerns as well as to keep the investors public apprised of the Group's corporate developments and financial performance. The Company maintains an investor relations website and the contact details of the investor relations can be found on the Company's website.

Under the Company's investor communication policy, the Company will meet with investors, the media and analysts at appropriate times and participates in investor roadshows, and sector conferences throughout the year. Upon the release of half-year and full-year financial results, the Company will hold media and analysts' briefings, when necessary.

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 Board regularly engaged the stakeholders through various means and communication channels. The relationships with material stakeholders have an impact on the company's long term sustainability, service and products standards. By considering and balancing the needs and interests of material stakeholders, it would ensure the interests of the company are best served. The material stakeholders of the Company include investors, employees, customers, investors, government and regulators as well as the community.

The Company's website provides a platform to allow communication and engagement with stakeholders.

OTHER CORPORATE GOVERNANCE MATTERS

Risk Management

The Company is continually reviewing and improving the business and operational activities to take risk management into account. This includes reviewing management and manpower resources, updating work flows, processes and procedures to meet the current and future market conditions. All the significant controls, policies and procedures and all significant matters are highlighted to the AC and the Board. The significant risk management policies are disclosed in the audited financial statements of this Annual Report.

Material Contracts

There were no material contracts of the Company or its subsidiaries involving the interest of the Non-Chairman, or any director or controlling shareholder subsisting at the end of the FY2025.

Interested Person Transactions

The Company has established guidelines and review procedures for the ongoing and future interested person transactions ("**IPTs**"). The IPTs are subject to review by the AC to ensure that they are on normal commercial terms and on an arm's length basis, that is, the transactions are transacted in terms and prices not more favourable to the interested persons than if they were transacted with a third party and are not prejudicial to the interests of the Group or our minority shareholders in any way. Currently, there is no shareholders' mandate for interested person transaction pursuant to Rule 920 of the Catalist Rules.

In FY2025, the Group entered a sub-let lease agreement in Jem Mall with Cathay Cineplexes Pte Ltd ("**Cathay**"), a related party wholly owned by the Group's former holding company, mm2 Asia Ltd. Subsequently, the aforementioned sub-let lease agreement has been terminated by Cathay on 27 March 2025. Save and except the sub-lease agreement in Jem Mall, there were no IPTs of $100,000 and above between the Company and any of its interested persons (namely, Directors, executive officers or controlling shareholders of the Group or the associates of such Directors, executive officers or controlling shareholders) subsisting for FY2025.

Dealings in Securities

The Company has adopted its own internal Code of Best Practices to provide guidance to all officers and employees of the Company and its subsidiaries with regard to dealings in the Company's securities in compliance with Rule 1204(19) of the Catalist Rules. The Company and its officers are prohibited from dealing in the Company's securities during the periods commencing one-month immediately preceding the announcement of the Company's half-year and full-year results and ending on the date of the announcement of such results respectively on the SGXNet.

Directors and executives are also expected to observe insider-trading laws at all times even when dealing with securities within the permitted trading period or while they are in possession of unpublished price-sensitive information of the Group. They are not to deal in the Company's securities on short-term considerations.

Catalist Sponsor

The Company is currently under the SGX -ST Catalist sponsor-supervised regime and the continuing sponsor of the Company is UOB Kay Hian Private Limited. (the "**Sponsor**"). In compliance with Rule 1204(21) of the Catalist Rules, there was no non-sponsor fee paid to the Sponsor for the FY2025.

PARTICULARS OF DIRECTORS PURSUANT TO THE CODE OF CORPORATE GOVERNANCE 2018

Name of Director	Academic/Professional Qualifications	Board Appointment Executive/ Non-executive	Board Committees as Chairman or Member as at the date of this Annual Report	Directorship Date First Appointed	Date of Last Re-election	Directorships in other listed companies	Past directorships in other listed companies over the preceding 3 years	Other Principal Commitments
Ho Choon Hou	Bachelor of Medicine and Bachelor of Surgery from The University of Sheffield, Master of Medicine (Surgery) from the National University of Singapore and Masters of Business Administration (Honours) from The University of Chicago (The Graduate School of Business)	Independent Director	Board Chairman, Chairman of RC, Member of NC and AC	23 August 2018	28 July 2023	–	• Advanced Holdings Ltd. • Mclean Technologies Berhad • Cordlife Group Limited	• Managing Director of Southern Capital Group Private Limited • Non-Executive Director of Agricore Global Pte. Ltd. • Non-Executive Director of Catermas Engineering Private Limited • Non-Executive Director of Core Equipment Holdings Pte. Ltd. • Non-Executive Director of Straits Group Pte. Ltd. • Non-Executive Director of Catermas Investments Limited • Non-Executive Director of Invictus Medical Investments • Non-Executive Director of Sufficient Grace Pte. Ltd.

Name of Director	Academic/Professional Qualifications	Board Appointment Executive/ Non-executive	Board Committees as Chairman or Member as at the date of this Annual Report	Directorship Date First Appointed	Date of Last Re-election	Directorships in other listed companies	Past directorships in other listed companies over the preceding 3 years	Other Principal Commitments
Charles Yeo	Associate Diploma in Multimedia (Distinction) from Nanyang Academy of Fine Arts and Masters of Business Administration from Murdoch University	Executive Director	Board Member, Member of NC	7 April 2018	28 July 2023	–	–	• Director of Vividthree Productions Pte. Ltd. • Director of V&N Entertainment Pte. Ltd. • Director of K. Studio Entertainment Pte. Ltd. • Director and Chairman of Elliot Communications Pte. Ltd.
Royson Wong	Bachelor of Accountancy from the National University of Singapore, Master of Science (Management of Technology) from the National University of Singapore, Certified Public Accountant with CPA Australia and Chartered Accountant with the Institute of Singapore Chartered Accountants	Independent Director	Board Member, Chairman of AC and NC, and Member of RC	23 August 2018	30 July 2024	–	–	• Managing Director of Global Access Logistic Network Pte. Ltd. • Managing Director of Global Access Transportation Pte. Ltd. • Non-Executive Director of VH Select Pte. Ltd.
Chang Long Jong	Bachelor of Engineering (Civil) from the National University of Singapore and member of the Advisory Board of the Singapore Media Festival	Non-Executive Director	Board Member and Member of AC and RC	23 August 2018	30 July 2024	–	–	Chief Executive Officer of mm2 Asia Ltd.

ADDITIONAL INFORMATION ON DIRECTORS NOMINATED FOR RE-ELECTION

Pursuant to Rule 720(5) of the Catalist Rules, the information as set out in Appendix 7F to the Catalist Rules relating to Ho Choon Hou and Yeo Eng Pu, Charles, being the Directors who are retiring in accordance with the Company's Constitution at the forthcoming AGM, is set out below:

Name of Retiring Director	Ho Choon Hou	Yeo Eng Pu, Charles
Date of first appointment	23 August 2018	7 April 2018
Date of last re-appointment	28 July 2023	28 July 2023
Age	52	48
Country of principal residence	Singapore	Singapore
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	The Board has considered, among others, the recommendation of the NC and assessed the qualifications, experience and suitability of Dr Ho Choon Hou for re-election as Independent Director and Chairman, member of the AC and NC, and Chairman of the RC. The Board has reviewed and concluded that Ho Choon Hou possesses the requisite experience, knowledge and capabilities to assume the duties and responsibilities as an Independent Director and Chairman of the Company.	The Board has considered, among others, the recommendation of the NC and assessed the qualifications, experience and suitability of Yeo Eng Pu, Charles for re-election as Executive Director and Chief Executive Officer, and member of the NC. The Board has reviewed and concluded that Yeo Eng Pu, Charles possesses the requisite experience, knowledge and capabilities to assume the duties and responsibilities as an Executive Director of the Company.
Whether appointment is executive, and if so, the area of responsibility	Non-Executive	Executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Non-Executive Independent Director, Chairman of the Board and RC and member of the NC and AC	Executive Director, Chief Executive Officer and member of NC
Professional qualifications	Bachelor of Medicine and Bachelor of Surgery from The University of Sheffield, Master of Medicine (Surgery) from the National University of Singapore and Masters of Business Administration (Honours) from The University of Chicago (The Graduate School of Business)	Associate Diploma in Multimedia (Distinction) from Nanyang Academy of Fine Arts and Masters of Business Administration from Murdoch University

Name of Retiring Director	Ho Choon Hou	Yeo Eng Pu, Charles
Working experience and occupation(s) during the past 10 years	• Independent and Non-Executive Director of Stemlife Berhad • Independent and Non-Executive Director of Mclean Technologies Berhad • Vice-Chairman and Non-Executive Director of Cordlife Group Limited • Independent Director of Advanced Holdings Ltd. • Managing Director of Southern Capital Group Private Limited	• Director of Vividthree Productions Pte. Ltd. • Director of Vividthree Holdings Ltd. • Director of V&N Entertainment Pte. Ltd. • Director of K. Studio Entertainment Pte. Ltd. • Director of Elliot Communications Pte Ltd.
Shareholding interest in the listed issuer and its subsidiaries	11,090,400 shares held by Lionsgate Ltd., a company indirectly wholly-owned by Ho Choon Hou	43,987,840 shares (Direct interest)
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	No	No
Conflict of Interest (including any competing business)	No	No
Undertaking (in the format set out in Appendix 7H) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes

Name of Retiring Director	Ho Choon Hou	Yeo Eng Pu, Charles
Other Principal Commitments* Including Directorships[#] * "Principal Commitments" has the same meaning as defined in the Code. # These fields are not applicable for announcements of appointments pursuant to Listing Rule 704(9).	Past (for the last 5 years): *Directorships:* • Mclean Technologies Berhad • Hoch Ventures Pte. Ltd. • Fuelcore Pte. Ltd. • SCG+ Private Limited • Star Learners Group Pte. Ltd. • Stemlife Berhad • Southern Star Gourmet Pte. Ltd. • Advanced Holdings Ltd. • Cordlife Group Limited • Maestro Group Holdings Limited *Other Principal Commitment*: None Present: *Directorships:* • Catermas Engineering Private Limited • Core Equipment Holdings Pte. Ltd. • Catermas Investments Limited • Invictus Medical Investments • Sufficient Grace Pte. Ltd. • Straits Group Pte. Ltd. • Agricore Global Pte. Ltd. • Southern Capital Group Private Limited *Other Principal Commitment:* None	Past (for the last 5 years): *Directorship*: None *Other Principal Commitment:* None Present: *Directorships:* • Vividthree Productions Pte. Ltd. • V&N Entertainment Pte. Ltd. • K.Studio Entertainment Pte. Ltd. • Elliot Communications Pte. Ltd. *Other Principal Commitment:* None

Name of Retiring Director	Ho Choon Hou	Yeo Eng Pu, Charles
Disclose the following matters concerning an appointment of director, chief executive officer, chief financial officer, chief operating officer, general manager or other officer of equivalent rank. If the answer to any question is "yes", full details must be given.		
(a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No
(b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	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

Name of Retiring Director	Ho Choon Hou	Yeo Eng Pu, Charles
(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
(f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	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 Retiring Director	Ho Choon Hou	Yeo Eng Pu, Charles
(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 (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 (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 (iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust.	Ho Choon Hou was the former Director of Cordlife Group Limited, he is currently under the investigations conducted by the Commercial Affairs Department ("**CAD**") for the matters relating to an offence under the Securities and Futures Act 2001.	No

Name of Retiring Director	Ho Choon Hou	Yeo Eng Pu, Charles
(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?	Ho Choon Hou was the former Director of Cordlife Group Limited, he is currently under the investigations conducted by the CAD for the matters relating to an offence under the Securities and Futures Act 2001.	No
Disclosure applicable to the appointment of Director only		
Any prior experience as a director of a listed company? If yes, please provide details of prior experience. If no, please state if the director has attended or will be attending training on the roles and responsibilities of a director of a listed issuer as prescribed by the Exchange. Please provide details of relevant experience and the nominating committee's reasons for not requiring the director to undergo training as prescribed by the Exchange (if applicable).	Not applicable as this is a re-election of a Director of the Company.	Not applicable as this is a re-election of a Director of the Company.

SUSTAINABILITY REPORT SUMMARY

ECONOMIC PERFORMANCE

To align with Global Reporting Initiative ("**GRI**") standards, the Group now reports revenue, interest income and rental income collectively under the term "Total Income".

Our operations are structured into two key business segments: (1) Digital Media & Live Experience Production, which comprises (i) Digital & Live Experience Production and (ii) Digital Media Production, and (2) Public Relations. Out of the 3 businesses, Digital & Live Experience Production and Public Relations experienced a drop in performance due to declining market demand, while Digital Media Production saw growth after the completion of a few key projects. As a result, the total income decreased by 43% in FY2025.

Moving forward, the Group will shift its focus toward out-of-home entertainment and digital content creation due to their growing demand.

ENERGY MANAGEMENT

In FY2025, electricity consumption decreased by 19%, largely due to Prospr Consulting Pte Ltd ("**PCPL**") and Prospr Consulting Sdn. Bhd. ("**PCSB**") temporarily operating out of co-working spaces. However, a sharp decrease in total income caused the Group's energy intensity ratio to rise by 40%.

The Group will continue to monitor electricity usage, promote energy-saving practices among employees, and explore cost-effective, energy-efficient solutions to enhance overall energy performance.

CLIMATE-RELATED DISCLOSURES

This is the Group's first year disclosing their climate-related risks and opportunities to align with the climate reporting requirements set by Singapore Exchange Securities Trading Limited and the Group's FY2024 sustainability roadmap.

Under physical risks, the Group has identified global warming as an acute risk and rising air temperatures as a chronic risk. As for transition risks, key areas identified include policy and legal risks from climate reporting, technology risks arising from VR/AR disruptions, market risks driven by investor expectations for environmental responsibility and reputational risks linked to sustainability performance. The Group has also assessed the financial impacts of these risks on both revenue and operating costs.

However, these set of risks also present opportunities, such as resource efficiency through the adoption of hybrid/electric vehicles, integration of climate themes into the Group's products and services, as well as the use of market mechanisms to enhance operational sustainability.

EMISSIONS

FY2025 marks the Group's first year reporting under GRI 305: Emissions. This is aligned with the Group's FY2024 sustainability roadmap, which included a target to compute and disclose the Group's carbon footprint for FY2025.

In FY2025, Vividthree reported 45.42 tCO_2 in Scope 2 emissions, with an emission intensity of 11.17 tCO_2 per $ millions of total income. 92% of these emissions can be attributed to Vividthree Productions Pte Ltd, with PCSB and PCPL contributing the remainder.

The Group is currently in the process of identifying and quantifying its Scope 1 emissions. Relevant data is currently being collected, with the aim to include Scope 1 disclosure in the next reporting period.

EMPLOYMENT

As of 31 March 2025, the Group employed 39 full-time permanent staff, which is a 38% decrease from the previous year, with 35 new hires and 59 resignations. We are pleased to report zero instances of discrimination during the reporting period.

We remain committed to upholding our zero-tolerance policy for workplace discrimination while continuing efforts to improve gender balance in FY2026.

CORPORATE GOVERNANCE

The Conflict-of-Interest Policy and the Whistleblowing Policy forms the foundation of the Group's commitment to ethical business conduct. In FY2025, there were no confirmed incidents of corruption or conflicts of interest, and no reports were received via the internal whistleblowing channel.

Vividthree will continue to maintain high standards of corporate governance and enforce these key policies as part of our zero-tolerance approach to unethical behaviour.

COMPLIANCE WITH LAWS AND REGULATIONS

The Group has consistently adhered to established protocols and obtained the necessary approvals before the initiation of each project, ensuring full compliance with all applicable laws and regulations in the jurisdictions where they operate. As a result, there were no reported instances of non-compliance with local laws and regulations in FY2025.

Moving forward, the Group remains committed to maintaining strict regulatory compliance by closely observing all required protocols across our areas of operation.

INTELLECTUAL PROPERTY RIGHTS PROTECTION

The Group's dedicated corporate business development team oversees all aspects of intellectual property ("**IP**") management. In FY2025, there were no reported incidents of IP infringement or non-compliance with IP-related regulations.

We remain committed to respecting third-party IP rights and addressing any potential infringements to maintain zero incidents of IP violations.

FINANCIAL STATEMENTS

The directors present their statement to the members together with the audited financial statements of the Group for the financial year ended 31 March 2025 and the statement of financial position of the Company as at 31 March 2025.

In the opinion of the directors,

(i) the statement of financial position of the Company and the consolidated financial statements of the Group as set out on pages 56 to 124 are drawn up so as to give a true and fair view of the financial position of the Company and of the Group as at 31 March 2025 and the financial performance, changes in equity and cash flows of the Group for the financial year covered by the consolidated financial statements; and

(ii) at the date of this statement, on the basis of preparation as stated at Note 2.1 to the financial statements, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

Directors

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

Ho Choon Hou
Yeo Eng Pu, Charles
Wong Kim Soon Royson
Chang Long Jong

Arrangements to enable directors to acquire shares and debentures

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose object was 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, other than as disclosed under "Performance Share Plan" in this statement.

Directors' interests in shares or debentures

According to the register of directors' shareholdings, none of the other director holding office at the end of the financial year had any interest in the shares or debentures of the Company or its related corporations, except as follows:

	Shareholdings registered in the name of directors		*Shareholdings in which director is deemed to have an interest*	
Company	**At 31.03.2025**	**At 01.04.2024**	**At 31.03.2025**	**At 01.04.2024**
(No. of ordinary shares)				
Yeo Eng Pu, Charles	43,987,840	43,987,840	-	-
Chang Long Jong	200,000	200,000	-	-
Ho Choon Hou [(1)]	-	-	11,090,400	11,090,400

[(1)] *Pursuant to Section 7 of the Singapore Companies Act 1967, Ho Choon Hou is deemed to have interest in the Company's ordinary shares by virtue of his shareholdings in Lionsgate Ltd..*

The directors' interests in the ordinary shares of the Company as at 21 April 2025 were the same as those as at 31 March 2025.

Share Options

There were no options granted during the financial year to subscribe for unissued shares of the Company or its subsidiaries.

No shares have been issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company or its subsidiaries.

There were no unissued shares of the Company or its subsidiaries under option at the end of the financial year.

Performance Share Plan

The Company has implemented a performance share plan known as Vividthree Performance Share Plan ("VV3 PSP") which was approved and adopted by the shareholders on 28 August 2018 which contemplates for the award of fully paid-up ordinary shares in the share capital of the Company free-of-charge, provided that certain prescribed performance targets (if any) are met and upon expiry of the prescribed performance period.

Full-time Group Executives who have attained the age of 18 years as of the award date and hold such rank as may be designated by the Remuneration Committee from time to time are eligible to participate in the VV3 PSP. Group Executive Directors and Group Non-Executive Directors (including Independent Directors) of the Group are eligible to participate in the VV3 PSP, except for Chang Long Jong, who is participating in mm2 Asia Ltd.'s existing performance share plan. The participant must also not be an undischarged bankrupt and must not have entered into a composition with his creditors.

Persons who are controlling shareholders or associates of a controlling shareholder who meet the criteria above are also eligible to participate in the VV3 PSP provided that the participation of and the terms of each grant and the actual number of awards granted under the VV3 PSP to a participant who is a controlling shareholder or an associate of a controlling shareholder shall be approved by the independent shareholders in separate resolutions for each person subject to the following:

(a) the aggregate number of shares comprised in awards granted to controlling shareholders or associates of a controlling shareholder under VV3 PSP shall not exceed 25% of the aggregate number of shares (comprised in awards) which may be granted under VV3 PSP; and

(b) the number of shares available to each controlling shareholder or associate of a controlling shareholder shall not exceed 10% of the shares available under the VV3 PSP.

VV3 PSP is a share incentive scheme which will allow the Company, *inter alia,* to target specific performance objectives and to provide an incentive for participants to achieve these targets. The directors believe that the VV3 PSP will help to achieve the following positive objectives:

(a) foster an ownership culture with the Group which aligns the interests of Group Executives with the interests of shareholders;

(b) motivate participants to achieve key financial and operational goals of the Company and/or their respective business units and encourage greater dedication and loyalty to the Group; and

(c) make total employee remuneration sufficiently competitive to recruit new participants and/or retain existing participants whose contributions are important to the long term growth and profitability of the Group.

Performance Share Plan (continued)

VV3 PSP is administered by the Remuneration Committee (the "RC") which comprises three (3) directors, namely Ho Choon Hou, Wong Kim Soon Royson and Chang Long Jong.

The Company may deliver shares pursuant to awards granted under the VV3 PSP by way of either:

(i) issuance of new shares;

(ii) delivery of existing shares purchased from the market or shares held in treasury; and/or

(iii) cash in lieu of shares, based on the aggregate market value of such shares.

The total number of new shares which may be issued pursuant to awards granted under the VV3 PSP when added to (i) the number of new shares issued and issuable in respect of all awards granted thereunder; and (ii) all shares issued and issuable in respect of all options granted or awards granted under any other share incentive schemes or share plans adopted by the Company for the time being in force, shall not exceed 15% of the issued share capital of the Company's post-placement as well as on the day preceding the relevant date of award. The aggregate number of shares available under the VV3 PSP shall not exceed 15% of the total issued share capital of the Company post-placement and from time to time.

There are no performance shares awarded pursuant to VV3 PSP as at the end of the financial year.

Audit Committee

The members of the Audit Committee (the "AC") at the end of the financial year were as follows:

Wong Kim Soon Royson (Chairman of AC, Independent director)
Ho Choon Hou (Independent director)
Chang Long Jong (Non-executive director)

The AC performs the functions in accordance with Section 201B(5) of the Singapore Companies Act 1967, (the "Act"), the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual and the Code of Corporate Governance. In performing those functions, the AC:

- consider the appointment or re-appointment of the independent auditor, the level of their remuneration and matters relating to resignation or dismissal of the independent auditor, and review the audit plans of the independent auditor, audit reports, management letter and management's response before submission of the results of such review to our Board for approval;
- consider the appointment or re-appointment of the internal auditors, the level of their remuneration and matters relating to resignation or dismissal of the internal auditors, and review with the internal auditors the internal audit plans and their evaluation of the adequacy of our system of internal accounting controls and accounting system before submission of the results of such review to our Board for approval prior to the incorporation of such results in our annual report (where necessary);
- monitor and review the implementation of the auditors' recommendations on internal controls;
- review the system of internal accounting controls and procedures established by management and discuss problems and concerns, if any, arising from the interim and final audits, and any matters which the auditors may wish to discuss (in the absence of our management where necessary);
- review the assistance and co-operation given by our Company's officers to the internal and independent auditors;

Audit Committee (continued)

The AC performs the functions in accordance with Section 201B(5) of the Singapore Companies Act 1967, (the "Act"), the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual and the Code of Corporate Governance. In performing those functions, the AC: (continued)

- review the half-yearly and annual, and quarterly if applicable, financial statements and results announcements before submission to our Board for approval, focusing in particular, on changes in accounting policies and practices, major areas of judgement, significant adjustments resulting from the audit, the going concern statement, compliance with accounting standards as well as compliance with any stock exchange and statutory/regulatory requirements;
- review and discuss with the independent auditor any suspected fraud or irregularity, or suspected infringement of any relevant laws, rules or regulations, which has or is likely to have a material impact on our Group's operating results or financial position, and consider the adequacy of our management's response;
- review the assurance from Chief Executive Officer and Financial Controller on the financial records and financial statements;
- review transactions falling within the scope of Chapter 9 and Chapter 10 of the Catalist Rules (if any);
- review potential conflicts of interests (if any) and to set out a framework to resolve or mitigate any potential conflicts of interest;
- review the effectiveness and adequacy of the administrative, operating, internal accounting and financial control procedures;
- review our key financial risk areas, with a view to providing an independent oversight on our Group's financial reporting, the outcome of such review to be disclosed in the annual reports or the findings are material, immediately announced via SGXNet;
- undertake such other reviews and projects as may be requested by our Board and report to our Board its findings from time to time on matters arising and requiring the attention of our Audit Committee;
- generally to undertake such other functions and duties as may be required by statute or the Catalist Rules, and by such amendments made thereto from time to time;
- review arrangements by which our staff may, in confidence, raise concerns about possible improprieties in matters of financial reporting and to ensure that arrangements are in place for the independent investigations of such matter and for appropriate follow-up, if any; and
- review our Group's compliance with such functions and duties as may be required under the relevant statutes or the Catalist Rules, including such amendments made thereto from time to time.

The AC confirmed that they have undertaken a review of all non-audit services provided by the independent auditor to the Group and is satisfied that the nature and extent of such services would not affect the independence of the independent auditor.

Independent auditor

The independent auditor, Forvis Mazars LLP, has expressed its willingness to accept re-appointment.

On behalf of the Board of Directors

……………………………………
Yeo Eng Pu, Charles
Director

……………………………………
Chang Long Jong
Director

14 July 2025

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF VIVIDTHREE HOLDINGS LTD.

Report on Audit of the Financial Statements

Disclaimer of Opinion

We were engaged to audit the financial statements of Vividthree Holdings Ltd. (the "Company") and its subsidiaries (the "Group") which comprise the statements of financial position of the Group and of the Company as at 31 March 2025, and the statements of profit or loss and other comprehensive income, changes in equity and cash flows of the Group for the financial year then ended, and notes to the financial statements, including a summary of material accounting policies.

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

Basis for Disclaimer of Opinion

Use of the going concern assumption

As of 31 March 2025, the Group and Company were in a net assets and capital deficiency position of $3,352,638 and $903,519, respectively, and in a net current liability position of $4,078,701 and $971,544, respectively. The Group reported a net loss and total comprehensive loss of $11,553,406 and $11,599,705, respectively, along with net operating cash outflow of $2,755,634 for the financial year then ended. These factors indicate the existence of a material uncertainty which may cast significant doubt on the Group's and Company's ability to continue as going concerns. Notwithstanding these conditions, the Group and Company have prepared the financial statements on a going concern basis on the premises as disclosed in Note 2.1 to the financial statements.

In our evaluation of the management's assessment of the abilities of the Group and Company to continue as going concerns, we have been unable to obtain sufficient appropriate audit evidence to satisfy ourselves on the Group's and the Company's abilities to successfully raise the finances as described in Note 2.1. In consideration of the extent of reliance placed on these funds to support the going concerns, and as we have been unable to obtain sufficient appropriate audit evidence to satisfy ourselves on the viability of alternative plans to raise finances, which includes the Group's ability to dispose its investments in films and entertainment events, we are unable to ascertain the appropriateness of the management's use of the going concern assumption in their preparation of the financial statements.

Should the going concern assumption be inappropriate, non-current assets and non-current liabilities will need to be reclassified to current assets and liabilities, and adjustments may have to be made to the financial statements to reflect the situation that assets may need to be realised at the amounts other than that are currently recorded in the statement of financial position as at 31 March 2025. In addition, the carrying amount of liabilities may be materially different from the amounts currently recorded in the statement of financial position and provision may need to be made for any additional future expenses to be incurred subsequent to the reporting date. Any gains or losses resulting from the adjustments to the assets and liabilities will be recognised in profit or loss.

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 and SFRS(I)s, and for devising and maintaining a system of internal accounting controls sufficient to provide reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

Report on Other Legal and Regulatory Requirements

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

The engagement partner on the audit resulting in this independent auditors' report is Mr Chin Chee Choon.

FORVIS MAZARS LLP
Public Accountants and
Chartered Accountants

Singapore
14 July 2025

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

	Note	Group 2025 $	2024 $
Revenue	4	3,962,362	7,092,933
Cost of sales		(3,243,625)	(4,427,660)
Gross profit		718,737	2,665,273
Other income			
- Interest income	5	47,099	48,748
- Others	5	135,215	107,563
Other (losses)/gains - net	6		
- (Losses)/Gains on fair value changes in financial assets and liabilities - net		(2,608,658)	3,487
- Impairment losses on acquired rights, intangible assets, right-of-use assets and plant and equipment		(1,564,851)	-
- Impairment loss on goodwill		(2,851,917)	-
- Inventory written down		(800,000)	-
- Expected credit loss on financial assets - net		(879,108)	-
- Others		(203,055)	(282,363)
Expenses			
- Administrative		(3,516,732)	(3,926,563)
- Finance	9	(161,132)	(171,397)
Loss before income tax		(11,684,402)	(1,555,252)
Income tax credit/(expense)	10	130,996	(8,864)
Net loss for the financial year		(11,553,406)	(1,564,116)
Other comprehensive loss, net of tax:			
Items that will be reclassified subsequently to profit or loss:			
- Currency translation differences arising from consolidation - (loss)/gain	33(b)	(45,924)	118,480
Items that will not be reclassified subsequently to profit or loss:			
- Currency translation differences arising from consolidation - loss		(375)	-
Total comprehensive loss for the financial year		(11,599,705)	(1,445,636)
Net loss attributable to:			
Equity holders of the Company		(10,827,160)	(1,777,813)
Non-controlling interests		(726,246)	213,697
		(11,553,406)	(1,564,116)
Total comprehensive loss attributable to:			
Equity holders of the Company		(10,873,084)	(1,659,333)
Non-controlling interests		(726,621)	213,697
		(11,599,705)	(1,445,636)
Loss per share for loss attributable to equity holders of the Company			
Basic and diluted (cents)	11	(2.53)	(0.48)

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

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 31 MARCH 2025

	Note	Group 31 March 2025 $	31 March 2024 $ *(Restated)*
ASSETS			
Current assets			
Cash and cash equivalents	12	177,898	1,425,134
Trade and other receivables	13	1,182,023	1,709,526
Deposits and prepayments	14	75,275	3,652,961
Inventories	15	-	800,000
Other current assets	16	285,738	742,019
		1,720,934	8,329,640
Non-current assets			
Other receivables	13	254,100	-
Financial assets, at fair value through profit or loss ("FVPL")	17	10,000	1,545,922
Investments in films and entertainment events	18	7,243,516	5,687,995
Plant and equipment	20	40,872	55,489
Right-of-use assets	21	81,225	395,713
Goodwill arising on consolidation	22	606,529	3,458,446
Acquired rights	23	-	1,288,406
Intangible assets	24	29,521	204,609
		8,265,763	12,636,580
Total assets		9,986,697	20,966,220
LIABILITIES			
Current liabilities			
Trade and other payables	25	3,481,152	4,527,227
Contract liabilities	26	544,540	569,335
Borrowings	27	1,500,823	2,410,528
Lease liabilities	28	135,822	184,041
Provisions	30	110,933	-
Derivative financial instruments	29	23,238	-
Current income tax liabilities		3,127	135,017
		5,799,635	7,826,148
Non-current liabilities			
Borrowings	27	802,106	549,821
Lease liabilities	28	19,709	219,308
Provisions	30	-	40,991
Deferred income tax liabilities	31	12,609	12,609
		834,424	822,729
Total liabilities		6,634,059	8,648,877
NET ASSETS		3,352,638	12,317,343
EQUITY			
Equity attributable to equity holders of the Company			
Share capital	32	18,459,231	15,959,231
Reserves	33	3,239,745	3,285,669
Accumulated losses		(18,364,286)	(7,537,126)
		3,334,690	11,707,774
Non-controlling interests	19	17,948	609,569
Total equity		3,352,638	12,317,343

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

STATEMENT OF FINANCIAL POSITION

AS AT 31 MARCH 2025

		Company	
		2025	2024
	Note	$	$
ASSETS			
Current assets			
Cash and cash equivalents	12	512	133,621
Trade and other receivables	13	372,970	12,426,108
Deposits and prepayments	14	8,000	3,750
		381,482	12,563,479
Non-current assets			
Financial assets, at fair value through profit or loss ("FVPL")	17	10,000	850,000
Investments in subsidiaries	19	697,490	1,159,390
		707,490	2,009,390
Total assets		1,088,972	14,572,869
LIABILITIES			
Current liabilities			
Trade and other payables	25	1,286,703	1,721,380
Borrowings	27	42,000	-
Derivative financial instruments	29	23,238	-
Current income tax liabilities		1,085	1,085
		1,353,026	1,722,465
Non-current liability			
Borrowings	27	639,465	-
Total liabilities		1,992,491	1,722,465
NET (LIABILITIES)/ASSETS		(903,519)	12,850,404
EQUITY			
Equity attributable to equity holders of the Company			
Share capital	32	18,459,231	15,959,231
Accumulated losses	34	(19,362,750)	(3,108,827)
Total (deficit)/equity		(903,519)	12,850,404

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

	Attributable to equity holders of the Company					
	Share capital $	Reserves $	Accumulated losses $	Total $	Non-controlling interests $	Total equity $
Group						
2025						
Beginning of financial year, as previously reported	15,959,231	3,285,669	(7,537,126)	11,707,774	571,041	12,278,815
Prior year adjustments (Note 42)	-	-	-	-	38,528	38,528
Beginning of financial year, as restated	15,959,231	3,285,669	(7,537,126)	11,707,774	609,569	12,317,343
Net loss for the financial year	-	-	(10,827,160)	(10,827,160)	(726,246)	(11,553,406)
Other comprehensive loss for the financial year	-	(45,924)	-	(45,924)	(375)	(46,299)
Total comprehensive loss for the financial year	-	(45,924)	(10,827,160)	(10,873,084)	(726,621)	(11,599,705)
Issuance of new shares pursuant to the private placement (Note 32)	2,500,000	-	-	2,500,000	-	2,500,000
Issuance of new shares in subsidiary without loss on control (Note 19(a))	-	-	-	-	135,000	135,000
End of financial year	18,459,231	3,239,745	(18,364,286)	3,334,690	17,948	3,352,638
2024						
Beginning of financial year	15,959,231	3,167,189	(5,759,313)	13,367,107	1,857	13,368,964
Net (loss)/gain for the financial year	-	-	(1,777,813)	(1,777,813)	213,697	(1,564,116)
Other comprehensive income for the financial year	-	118,480	-	118,480	-	118,480
Total comprehensive income/(loss) for the financial year	-	118,480	(1,777,813)	(1,659,333)	213,697	(1,445,636)
Non-controlling interests arising from acquisition of subsidiary (Note 41(iii))	-	-	-	-	355,487	355,487
End of financial year, as previously reported	15,959,231	3,285,669	(7,537,126)	11,707,774	571,041	12,278,815
Prior year adjustments (Note 42)	-	-	-	-	38,528	38,528
End of financial year, as restated	15,959,231	3,285,669	(7,537,126)	11,707,774	609,569	12,317,343

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

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

	Note	Group 2025 $	Group 2024 $
Cash flows from operating activities			
Net loss for the financial year		(11,553,406)	(1,564,116)
Adjustments for:			
- Income tax (credit)/expense	10	(130,996)	8,864
- Interest income	5	(47,099)	(48,748)
- Finance expense	9	161,132	171,397
- Amortisation of acquired rights	7	139,463	139,463
- Amortisation of intangible assets	7	139,896	92,376
- Bad debts written off	6	45,174	-
- Depreciation of plant and equipment	7	37,289	61,910
- Depreciation of right-of-use assets	7	211,938	181,596
- Expected credit loss on financial assets - net	6	879,108	-
- Gain on fair value changes in derivative financial instruments	6	(32,901)	-
- (Gain)/loss on derecognition of leases	6	(43,747)	28
- Impairment loss on plant and equipment	6	312,346	-
- Impairment loss on right-of-use assets	6	68,370	-
- Impairment loss on acquired rights	6	1,148,943	-
- Impairment loss on goodwill arising on consolidation	6	2,851,917	-
- Impairment loss on intangible assets	6	35,192	-
- Loss on disposal of plant and equipment	6	281	-
- Loss/(gain) on fair value changes in investment in films and entertainment events, at FVPL - net	6	1,774,215	(65,747)
- Loss on fair value changes in financial assets, at FVPL - net	6	867,344	62,260
- Receivable written off	6	246,753	-
- Inventory written down	6	800,000	-
- Inventory written off	6	1,209	-
- Plant and equipment written off	6	67,850	30,612
- Unrealised foreign currency exchange (gain)/loss - net		(94,393)	145,614
Operating loss before working capital changes		(2,114,122)	(784,491)
Change in working capital:			
- Trade and other receivables		(276,468)	603,776
- Other current assets		469,930	398,097
- Deposits and prepayments		74,289	186,098
- Inventories		(1,209)	-
- Trade and other payables		(876,689)	2,340,056
- Contract liabilities		(35,338)	(391,914)
Cash (used in)/generated from operations		(2,759,607)	2,351,622
Interest received		4,295	2,037
Income tax paid		(322)	(56,086)
Net cash (used in)/provided by operating activities		**(2,755,634)**	**2,297,573**
Cash flows from investing activities			
Acquisition of a subsidiary, net of cash acquired	41(ii)	-	77,367
Additions to plant and equipment		(335,642)	(17,681)
Proceeds from disposal of plant and equipment		1,972	-
Proceeds from disposal of investment in films and entertainment events		178,688	514,376
Proceeds from issuance new shares in a subsidiary to a non-controlling interest		135,000	-
Net cash (used in)/provided by investing activities		**(19,982)**	**574,062**

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

	Note	Group 2025 $	Group 2024 $
(continued)			
Cash flows from financing activities			
Interest paid		(122,586)	(171,397)
Proceeds from issuance of new shares pursuant to the private placement		2,500,000	-
Proceeds from issuance of convertible securities	27(c)	700,000	-
Repayment of borrowings		(1,338,885)	(1,643,949)
Principal payment of lease liabilities		(210,765)	(177,771)
Net cash provided by/(used in) financing activities		**1,527,764**	**(1,993,117)**
Net changes in cash and cash equivalents		**(1,247,852)**	**878,518**
Cash and cash equivalents			
Beginning of financial year		1,425,134	560,797
Effects of currency translation on cash and cash equivalents		616	(14,181)
Cash and cash equivalents at end of financial year	**12**	**177,898**	**1,425,134**

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

Reconciliation of liabilities arising from financing activities

	Borrowings			Liabilities
	Bank borrowings	Convertible securities	Total borrowings	Lease liabilities
	$	$	$	$
2025				
Beginning of financial year	2,960,349	-	2,960,349	403,349
Cash flows				
Principal and interest payments	(1,443,207)	-	(1,443,207)	(229,029)
Issuance during the financial year	-	700,000	700,000	-
Non-cash changes				
Addition during the financial year	-	-	-	293,369
Embedded derivative at the date of issuance		(56,139)	(56,139)	-
Derecognition of leases	-	-	-	(341,845)
Interest expense	104,322	37,604	141,926	18,264
Currency translation differences	-	-	-	11,423
	1,621,464	681,465	2,302,929	155,531
2024				
Beginning of financial year	4,046,465	-	4,046,465	282,801
Cash flows				
Principal and interest payments	(1,809,471)	-	(1,809,471)	(183,645)
Non-cash changes				
Addition during the financial year	-	-	-	198,325
Derecognition of leases	-	-	-	(1,675)
Interest expense	165,522	-	165,522	5,875
Acquisition of Elliot Group (Note 41)	557,833	-	557,833	102,322
Currency translation differences	-	-	-	(654)
	2,960,349	-	2,960,349	403,349

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 INFORMATION

The Company

Vividthree Holdings Ltd. (the "Company") is listed on Catalist, the sponsor-supervised listing platform in Singapore Exchange Securities Trading Limited ("SGX-ST") and incorporated and domiciled in Singapore. The address of the Company's registered and principal place of business is located at 1002 Jalan Bukit Merah, #07-13, Singapore 159456.

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are described in Note 19 to the financial statements.

In the previous financial year, the holding company of the Company was mm2 Asia Ltd.. mm2 Asia Ltd. is incorporated and domiciled in Singapore and listed on Main Board of Singapore Exchange Securities Trading Limited. With effective 1 November 2024, mm2 Asia Ltd. has determined that Vividthree Holdings Ltd. is an associated company as mm2 Asia Ltd. did not have de facto control over the Company.

2 MATERIAL ACCOUNTING POLICIES

2.1 Basis of preparation

These financial statements have been prepared in accordance with the SFRS(I) under the historical cost convention, except as disclosed in the accounting policies below.

The financial statements are presented in Singapore Dollars (“$”) except otherwise indicated.

The preparation of 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.

Going concern

As of 31 March 2025, the Group and Company were in a net assets and capital deficiency position of $3,352,638 and $903,519, respectively, and in a net current liability position of $4,078,701 and $971,544, respectively. The Group reported a net loss and total comprehensive loss of $11,553,406 and $11,599,705, respectively, along with net operating cash outflow of $2,755,634 for the financial year then ended. These factors indicate the existence of a material uncertainty which may cast significant doubt on the Group’s and Company’s ability to continue as going concerns.

The Group's net loss for the financial year ended 31 March 2025 was partially attributed to the recognition of losses from the fair value changes in financial assets and liabilities, the impairment losses, inventory write down, plant and equipment written off and the expected credit losses (together referred as "Exceptional Items") which approximately $9,019,137 (2024: net gains on fair value changes of $3,487). Excluding these Exceptional Items, the Group's net loss would be $2,534,269 (2024: $1,567,603).

2 MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.1 Basis of preparation (continued)

In assessing the appropriateness of the going concern assumptions of the Group, the management is of the view that the use of going concern assumption to prepare the financial statements for the financial year ended 31 March 2025 is appropriate based on the following factors:

(i) Subsequent to the financial year end, on 7 May 2025, the Company has obtained an unsecured loan from a shareholder amounting of $400,000 for general working capital bears interest rate of 8.0% per annum and repayable within 12 months;

(ii) The Group has initiated significant cost-cutting measures in current financial year, including downsizing office premises and optimising operational cost. Management will continue to implement such measures in the coming financial years; and

(iii) The Group is currently in negotiation with various parties for financing and/or fundraising to also strengthen the Group’s working capital.

After considering the abovementioned measures and mitigating actions, management is confident that the Group and the Company will be able to generate sufficient cash flows and have the necessary funds to meet the operating requirements of the Group’s operations and to settle its liabilities as and when they fall due for at least another twelve months from the date of the financial statements are authorised for issuance and that the continuing use of the going concern assumption in the preparation of the financial statements is appropriate.

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

2.2 Adoption of new and amended standards and interpretations

In the current financial year, the Group has adopted all the new and revised SFRS(I)s and SFRS(I) INTs that are relevant to its operations and effective for annual periods beginning on or after 1 January 2024. The adoption of these new or revised SFRS(I)s and SFRS(I) INTs did not result in changes to the Group’s and Company’s accounting policies, and has no material effect on the current or prior year’s financial statement and is not expected to have a material effect on future periods.

2 MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.2 Adoption of new and amended standards and interpretations (continued)

SFRS(I) and SFRS(I) INT issued but not yet effective

At the date of authorisation of these statements, the following SFRS(I) and SFRS(I) INT that are relevant to the Group were issued but not yet effective:

SFRS (I)	Title	Effective date (annual periods beginning on or after)
SFRS(I) 9, SFRS(I) 7	Amendments to SFRS(I) 9 and SFRS(I) 7: *Amendments to the Classification and Measurement of Financial Instruments*	1 January 2026
Various	Annual improvements to SFRS(I)s – Volume 11	1 January 2026
SFRS(I) 18	Presentation and Disclosure in Financial Statements	1 January 2027
SFRS(I) 19	Subsidiaries without public accountability: Disclosures	1 January 2027
SFRS(I) 9, SFRS(I) 7	Amendments to SFRS(I) 9 and SFRS(I) 7: *Contracts Referencing Nature-dependent Electricity*	1 January 2026
SFRS(I) 10, SFRS(I) 1-28	Amendments to SFRS(I) 10 and SFRS(I) 1-28: *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*	1 January 2026 To be determined

Consequential amendments were also made to various standards as a result of these new/revised standards.

The Group does not intend to early adopt any of the above new/revised standards, interpretations and amendments to the existing standards. Management anticipates that the adoption of the aforementioned revised/new standards, with the exception of *SFRS(I) 18 Presentation and Disclosure in Financial Statements ("SFRS(I) 18")*, will not have a material impact on the financial statements of the Group and Company in the period of their initial adoption.

SFRS(I) 18, effective for annual periods beginning on or after 1 January 2027, replaces SFRS(I) 1-1 *Presentation of Financial Statements ("SFRS(I) 1-1")* and introduces new requirements for presentation and disclosure in financial statements. SFRS(I) 18 mandates a new structure for the statement of profit or loss and also requires disclosure of newly defined management-defined performance measures, subtotals of income and expenses, and includes new requirements for aggregation and disaggregation of financial information based on the identified "roles" of the primary financial statements and the notes. As a consequential result of SFRS(I) 18 requirements, all entities are required to use the operating profit subtotal, instead of profit or loss, as the starting point for presenting operating cash flows under the indirect method. The classification of cash flows from dividends and interests in either operating, investing and financing cash flows is also fixed.

SFRS(I) 18 will apply retrospectively. The Group is still in the process of assessing the corresponding impact on the primary financial statements and notes to the financial statements.

2 MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.3 Revenue

Revenue is measured based on the consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer.

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

(a) Digital and live experience production

(i) Production services

Production services are services rendered to third parties for the development and production of immersive entertainment location-based thematic show. Revenue is recognised at a point in time upon completion of the performance obligation.

(ii) Revenue from the exploitation of copyrights*

Revenue is recognised at a point in time when a fixed fee on non-refundable guarantee under a non-cancellable contract has been entered, which permits the customer the rights to use freely and the Group has no remaining obligations to perform.

* Copyrights refer to copyrights and all other rights attached therein.

(iii) Others

Revenue from co-management of events is recognised at a point in time upon completion of the events.

(b) Digital media production

Digital Media production are services rendered to third parties for a visual effects, computer-generated imagery services and immersive media works. Revenue is recognised at a point in time upon completion of the performance obligation when the relevant services rendered and have been accepted by the customer.

(c) Public relations services

Public relations services refers to the services in management consultancy services and communications and media relations solutions.

Revenue from public relations services is recognised over time as the performance obligation is satisfied over the contract. The percentage of completion is calculated by comparing the actual time costs incurred up to the end of the end of the reporting period as a proportion of the total estimated costs for each contract.

(d) Others

Others consist of revenue from provision of family entertainment services.

2 MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.4 Other income

Grants from the government are recognised as a receivable at their fair value when there is reasonable assurance that the grant will be received and the Group will comply with all the attached conditions. 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 as "other income". Government grants relating to assets are deducted against the carrying amount of the assets.

Rental income from provision of equipment is recognised on a straight-line basis over the service period.

Interest income is recognised using the effective interest method.

2.5 Group accounting

(a) Subsidiaries

(i) Consolidation

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date on that control ceases.

In preparing the consolidated financial statements, transactions, balances and unrealised gains on transactions between group entities are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment indicator of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests comprise the portion of a subsidiary's net results of operations and its net assets, which is attributable to the interests that are not owned directly or indirectly by the equity holders of the Company. They are shown separately in the consolidated statement of comprehensive income, statement of changes in equity and statements of financial position. Total comprehensive income is attributed to the non-controlling interests based on their respective interests in a subsidiary, even if this results in the non-controlling interests having a deficit balance.

(ii) Acquisitions

The acquisition method of accounting is used to account for business combinations entered into by the Group.

The consideration transferred for the acquisition of a subsidiary or business comprises the fair value of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred also includes any contingent consideration arrangement and any pre-existing equity interest in the subsidiary measured at their fair values at the acquisition date.

Acquisition-related costs are expensed as incurred.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date.

2 MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.5 Group accounting (continued)

(a) Subsidiaries (continued)

(ii) Acquisitions (continued)

On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree at the date of acquisition either at fair value or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

The excess of (a) the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the (b) fair values of the net identifiable assets acquired net of the fair values of the liabilities and any contingent liabilities assumed, is recorded as goodwill. The subsequent accounting policy on goodwill is disclosed in Note 2.8 to the financial statements.

(iii) Disposals

When a change in the Group's ownership interest in a subsidiary results in a loss of control over the subsidiary, the assets and liabilities of the subsidiary including any goodwill are derecognised. Amounts previously recognised in other comprehensive income in respect of that entity are also reclassified to profit or loss or transferred directly to retained profits if required by a specific SFRS(I).

Any retained equity interest in the entity is remeasured at fair value. The difference between the carrying amount of the retained interest at the date when control is lost and its fair value is recognised in profit or loss.

The "Investment in subsidiaries" for the accounting policy on investment in subsidiaries in the separate financial statements of the Company is disclosed in Note 2.9 to the financial statements.

(b) Transactions with non-controlling interests

Changes in the Group's ownership interest in a subsidiary that do not result in a loss of control over the subsidiary are accounted for as transactions with equity owners of the Company. Any difference between the change in the carrying amounts of the non-controlling interest and the fair value of the consideration paid or received is recognised within equity attributable to the equity holders of the Company.

2.6 Plant and equipment

(a) Measurement

(i) Plant and equipment

All items of plant and equipment are initially recognised at cost and subsequently carried at cost less accumulated depreciation and accumulated impairment losses.

(ii) Components of costs

The cost of an item of plant and equipment initially recognised includes its purchase price and any cost that is 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.

2 MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.6 Plant and equipment (continued)

(b) Depreciation

Depreciation on plant and equipment is calculated using the straight-line method to allocate their depreciable amounts over their estimated useful lives as follows:

	Useful lives
Office equipment and computers	3 - 5 years
Furniture and fittings	10 years
Renovation	5 years
Tools and equipment	3 - 5 years

The residual values, estimated useful lives or annual rates and depreciation method of plant and equipment are reviewed, and adjusted as appropriate, at each reporting date. The effects of any revision are recognised in profit or loss when the changes arise.

Fully depreciated plant and equipment still in use are retained in the financial statements until they are no longer in use.

(c) Subsequent expenditure

Subsequent expenditure relating to plant and equipment that has already been recognised is added to the carrying amount of the asset only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. All other repair and maintenance expenses are recognised in profit or loss when incurred.

(d) Disposal

On disposal of an item of plant and equipment, the difference between the disposal proceeds and its carrying amount is recognised in profit or loss within "other (losses)/gains - net".

2.7 Leases

When the Group is the 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. To assess whether a contract conveys the right to control the use of an identified asset, the Group uses the definition of a lease in SFRS(I) 16 *Leases* ("SFRS(I) 16"). Reassessment is only required when the terms and conditions of the contract are changed.

(i) Right-of-use assets

The Group recognises a right-of-use asset and lease liability at the date which the underlying asset is 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 date and lease incentive 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.

The projected cost of restoration is also recognised as part of the cost of right-of-use assets as the obligation of the restoration will be incurred and arising as a consequence of using the assets.

2 MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.7 Leases (continued)

(i) Right-of-use assets (continued)

This right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term as follows:

	Useful lives
Computers	3 years
Office premises	2 - 4 years

(ii) Lease liabilities

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

Lease payments include the following:

- Fixed payments, including in-substance fixed payments, less any lease incentives receivables;
- Variable lease payments that based on an index or a rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under a residual value guarantee;
- The exercise price of a purchase option if the Group 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 a contract 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 component. The Group has elected to not separate lease and non-lease component for property leases and account these as one single lease component.

Lease liability is measured at amortised cost using the effective interest method. Lease liability shall be 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 an extension option; or
- There is modification in the scope or the consideration of the lease that was not part of the original term.

Lease liability is remeasured with a corresponding adjustment to the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

(iii) Short term and low value leases

The Group has elected not to recognised right-of-use assets and lease liabilities for short-term leases that have lease terms of 12 months or less and leases of low value leases, except for sublease arrangement. Lease payments relating to these leases are expensed to profit or loss as short-term and low value assets on a straight-line basis over the lease term, if any.

(iv) Variable lease payments

Variable lease payments that are not based on an index or a rate are not included as part of the measurement and initial recognition of the lease liability. The Group shall recognise those lease payments in profit or loss in the periods that triggered those lease payments.

There is no variable lease payment during the financial year.

2 MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.7 Leases (continued)

When the Group as a lessor:

Where a contract contains more than one lease and/or non-lease component, the Group allocates the consideration in the contract to each lease component on the basis of the relative standalone price of the lease component.

At the lease commencement date, the Group assess and classify each lease as either an operating lease or a finance lease. Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to ownership of the leased assets to the lessee. All other leases are classified as operating leases.

Operating leases

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which use benefit derived from the leased asset is diminished. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

2.8 Goodwill

Goodwill on acquisitions of subsidiaries and businesses, represents the excess of (i) the sum of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over (ii) the fair value of the identifiable net assets acquired. Goodwill on subsidiaries is recognised separately as goodwill and carried at cost less accumulated impairment losses.

Gains and losses on the disposal of subsidiaries include the carrying amount of goodwill relating to the entity sold.

2.9 Investments in subsidiaries

Investments in subsidiaries are carried at cost less accumulated impairment losses in the Company's statement of financial position. On disposal of such investments, the difference between the disposal proceeds and the carrying amounts of the investments are recognised in profit or loss.

2.10 Acquired rights

Acquired rights comprised of intellectual property rights.

Intellectual property rights ("IP rights") are rights acquired by the Group for specific content, conceptual ideas, or film titles. It is initially recognised at cost and subsequently carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation on IP rights is calculated on straight-line basis over maximum useful life of ten (10) years, starting from the time the rights are put to use. The amortisation is recognised to profit or loss over its useful life.

For acquired rights that have yet to developed or used will be subject to impairment assessment on annual basis. For acquired rights that have been amortised, an impairment assessment will be conducted whenever there is an indication that it may impaired.

2 MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.11 Intangible assets

(a) Content development costs

Content development costs directly attributable to the development of content production projects are capitalised as intangible assets only when technical feasibility of the project is demonstrated, the Group has an intention and ability to complete and use the content and the costs can be measured reliably. Such costs include purchases of materials, services and payroll-related costs of employees directly involved in the project. Content development costs is amortised on straight line method over the estimated useful lives of five (5) years.

(b) Customer relationship

Customer relationship is the identifiable intangible asset recognised on acquisition of subsidiaries which are not recognised as an asset by the subsidiaries because it developed them internally and charged the related costs to profit or loss. Customer relationship is initially recognised at fair value at the acquisition date and subsequently carried at cost less accumulated amortisation and accumulated impairment losses. Customer relationship is amortised over the relationship life of three (3) years. Additional amortisation and/or impairment loss is made if future estimated relationship life is different from the previous estimation.

(c) Licenses

Licenses refer to the acquired licenses by the Group that grant the right to use, display, store and reproduce into electronic format and immersive entertainment from the original content owned by the licensor. Licenses are stated at cost less accumulated amortisation and accumulated impairment losses. Licenses, less estimated residual value and accumulated impairment losses, are amortised on straight line over the license period of one (1) to five (5) years.

(d) Software

Software are stated at cost less accumulated amortisation and accumulated impairment losses. Software, less estimated residual value and accumulated impairment losses, are amortised on straight line method over the estimated useful lives of five (5) years. It will be subject to impairment assessment whenever there is an indication that it may be impaired.

The amortisation period and amortisation method of intangible assets are reviewed at least at each reporting date. The effects of any revision are recognised in profit or loss when the changes arise.

2.12 Borrowing costs

Borrowing costs are recognised in profit or loss using the effective interest method.

2.13 Impairment of non-financial assets

(a) Goodwill

Goodwill recognised separately as an intangible asset is tested for impairment annually and whenever there is indication that the goodwill may be impaired.

For the purpose of impairment testing of goodwill, goodwill is allocated to each of the Group’s cash-generating units (“CGU”) expected to benefit from synergies arising from the business combination.

An impairment loss is recognised when the carrying amount of a CGU, including the goodwill, exceeds the recoverable amount of the CGU. The recoverable amount of a CGU is the higher of the CGU’s fair value less cost to sell and value-in-use.

2 MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.13 Impairment of non-financial assets (continued)

(a) Goodwill (continued)

The total impairment loss of a CGU is allocated first to reduce the carrying amount of goodwill allocated to the CGU and then to the other assets of the CGU pro-rata on the basis of the carrying amount of each asset in the CGU.

An impairment loss on goodwill is recognised as an expense and is not reversed in a subsequent period.

(b) Plant and equipment, Right-of-use assets, Acquired rights, Intangible assets and Investment in subsidiaries

Plant and equipment, right-of-use assets, acquired rights, intangible assets and investment in subsidiaries are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired.

For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash inflows that are largely independent of those from other assets. If this is the case, the recoverable amount is determined for the CGU to which the asset belongs.

If the recoverable amount of the asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. The difference between the carrying amount and recoverable amount is recognised as an impairment loss in profit or loss.

For an asset other than goodwill, management assesses at the end of the reporting period whether there is any indication that an impairment recognised in prior periods may no longer exist or may have decreased. If any such indication exists, the recoverable amount of that asset is estimated and may result in a reversal of impairment loss. The carrying amount of this asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years.

A reversal of impairment loss for an asset other than goodwill is recognised in profit or loss.

2.14 Financial assets

(a) Classification and measurement

The Group classifies its financial assets in the following measurement categories:
- Amortised cost; and
- Fair value through profit or loss ("FVPL")

The classification depends on the Group’s business model for managing the financial assets as well as the contractual terms of the cash flows of the financial assets.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

The Group reclassifies debt instruments when and only when its business model for managing those assets changes.

2 MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.14 Financial assets (continued)

(a) Classification and measurement (continued)

At initial recognition

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

At subsequent measurement

(i) Debt instruments

Debt instruments of the Group mainly comprise of cash and cash equivalents, trade and other receivables and unlisted debt securities.

The subsequent measurement categories are depending on the Group's business model for managing the asset and the cash flow characteristics of the assets. The Group's subsequent measurement categories are as follows:

- *Amortised cost:*
  Debt instruments that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt instrument that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in interest income using the effective interest rate method.

- *Fair value through profit or loss:*

  Debt instruments that are held for trading as well as those that do not meet the criteria for classification as amortised cost or fair value through other comprehensive income ("FVOCI") are classified as FVPL. Movement in fair values and interest income is recognised in profit or loss in the period in which it arises and presented in "other (losses)/gains - net".

(ii) Equity investments

The Group subsequently measures all its equity investments at their fair values. Equity investments are classified as FVPL with movements in their fair values recognised in profit or loss in the period in which the changes arise and presented in "other (losses)/gains - net".

(b) Impairment

The Group assesses on a forward-looking basis the expected credit losses associated with its debt instruments carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 36(b) to the financial statements details how the Group determines whether there has been a significant increase in credit risk.

For trade receivables, the Group applied the simplified approach permitted by SFRS(I) 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

For other receivables and deposits, the general 3-stage approach is applied. Credit loss allowance is based on 12-month expected credit loss if there is no significant increase in credit risk since recognition of the assets. If there is significant increase in credit risk since initial recognition, lifetime expected credit loss will be calculated and recognised.

2 MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.14 Financial assets (continued)

(c) Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade date - the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

On disposal of a debt instrument, the difference between the carrying amount and the sale proceeds is recognised in profit or loss. Any amount previously recognised in other comprehensive income ("OCI") relating to that asset is reclassified to profit or loss.

On disposal of an equity investment, the difference between the carrying amount and sales proceed is recognised in profit or loss if there was no election made to recognise fair value changes in other comprehensive income. If there was an election made, any difference between the carrying amount and sales proceed amount would be recognised in other comprehensive income and transferred to retained profits along with the amount previously recognised in OCI relating to that asset.

2.15 Investments in films and entertainment events

Investments in films and entertainment events refer to the Group's participation in the films and entertainment events which entitle the Group to certain rights to earn a fixed percentage of net receipts generated within the specific period in accordance with the terms of the contractual agreement. The Group measure these investments at fair value upon initial recognition, and this fair value are remeasured at the end of each reporting period. Their carrying amounts at the end of the reporting period represent the fair values of the estimated net future cash flows from these investments attributable to the Group. The changes in the fair values are recognised in the profit or loss.

2.16 Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

2.17 Financial guarantees

The Company has issued corporate guarantees to banks for bank borrowings of its subsidiary. These guarantees are financial guarantees as they require the Company to reimburse the banks if the subsidiary fails to make principal or interest payments when due in accordance with the terms of its borrowings.

Financial guarantee contracts are initially measured at fair value plus transaction costs and subsequently measured at the higher of:

(a) premium received on initial recognition less the cumulative amount of income recognised in accordance with the principles of SFRS(I) 15 *Revenue from Contract with Customers* ("SFRS (I) 15"); and

(b) the amount of expected loss computed using the impairment methodology under SFRS(I) 9 *Financial Instruments* ("SFRS(I) 9").

2 MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.18 Borrowings

Borrowings are presented as current liabilities unless the Group has an unconditional right to defer settlement for at least 12 months after the reporting date, in which case they are presented as non-current liabilities.

(a) Borrowings

Borrowings are initially recognised at fair value (net of transaction costs) and subsequently carried at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings using the effective interest method.

(b) Convertible securities

The total proceeds from convertible securities issued are allocated to the liability component and the equity component which are separately presented on the statement of financial position.

The liability component is recognised initially at its fair value, determined using a market interest rate for equivalent non-convertible securities. It is subsequently carried at amortised cost using the effective interest method until the liability is extinguished on conversion or redemption of the bonds and notes.

The difference between the total proceeds and the liability component is allocated to the embedded equity conversion option (equity component), which is presented in equity net of any deferred tax effect. The carrying amount of the conversion option is not adjusted in subsequent periods. When the conversion option is exercised, the carrying amounts of the liability and equity components are transferred to the share capital. When the conversion option lapses, its carrying amount is transferred to retained profits.

If the conversion option in a convertible securities are settled other than by the exchange of a fixed amount of cash or other financial asset for a fixed number of the issuer's own equity instruments, the conversion option is an embedded derivative component carried at fair value with changes in fair value recognised in profit or loss.

When the conversion option of the convertible securities is an embedded derivative, the fair value of embedded derivative is calculated first and the residual value is assigned to the liability component.

2.19 Derivative financial instruments

A derivative financial instrument for which no hedge accounting is applied is initially recognised its fair value on the date the contract is entered into and is subsequently carried at its fair value. Changes in its fair value are recognised in profit or loss. The Group does not apply hedge accounting for its derivative financial instrument.

Derivative liability arising from convertible securities

When the conversion option of the convertible securities is an embedded derivative, the fair value of embedded derivative is calculated first and the residual value is assigned to the liability component. The embedded derivative liability will be measured subsequently at fair value for each reporting period and the fair value changes would be recognised in "other (losses)/gains - net" in profit or loss. The liability component is measured subsequently at amortised cost using the effective interest method until the liability is extinguished on conversion or redemption of the convertible bonds and notes.

2 MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.20 Trade and other payables

Trade and other payables represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. They are classified as current liabilities if payment is due within one year or less. Otherwise, they are presented as non-current liabilities.

Trade and other payables are initially recognised at fair value, and subsequently carried at amortised cost using the effective interest method.

2.21 Inventories

Inventories are carried at the lower of cost and net realisable value. Cost includes all costs of purchase and other costs incurred in developing the concept and content. Net realisable value is the estimated selling price in the ordinary course of business less selling expenses.

2.22 Other current assets

Other current assets, comprise costs incurred in fulfilling a contract with a customer, are recognise only if (i) these costs relate directly to a contract or to an anticipated contract which the Group can specifically identify; (ii) these costs generate or enhance resources of the Group that will be used in satisfying performance obligations in the future; and (iii) the costs are expected to be recovered. Otherwise, such costs are recognised as an expense immediately.

The assets recognised are amortised on a systematic basis that is consistent with the transfer to the customer of the goods or services to which the asset relates. An impairment loss is recognised in profit or loss to the extent that the carrying amount of these other current assets exceeds the expected remaining consideration less any directly related costs not yet recognised as expenses.

2.23 Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received a consideration (or an amount of consideration that is due) from the customer. A contract liability is recognised when the payment is made or when an invoice is issued before the Group transfers goods or services to the customer. Contract liabilities are recognised as revenue when the Group performs under the contract.

2.24 Income taxes

Current income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the reporting date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a tax authority will accept an uncertain tax treatment. The Group measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

2 MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.24 Income taxes (continued)

Deferred tax is recognised on the differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and are accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities that at the time of the transaction affects neither the taxable profit nor the accounting profit and does not give rise to equal taxable and deductible temporary differences.

A deferred income tax liability is recognised on temporary differences, arising on investment in subsidiaries except where the Group is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

A deferred income tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised.

Deferred income tax is measured:

(a) at the tax rates that are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the reporting date; and

(b) based on the tax consequence that will follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amounts of its assets and liabilities.

Current and deferred income taxes are recognised as income and expense in profit or loss, except to the extent that the tax arises from a business combination or a transaction which is recognised directly in equity. Deferred tax arising from a business combination is adjusted against goodwill on acquisition.

2.25 Provisions

Provisions for other liabilities and charges are recognised when the Group has a present legal or constructive obligation as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of the expenditure expected to be required to settle the obligation using a pre-tax discount rate that reflects the current market assessment of the time value of money and the risks specific to the obligation. The increase in the provision due to the passage of time is recognised in profit or loss as finance expense.

Changes in the estimated timing or amount of the expenditure or discount rate are recognised in profit or loss when the changes arise.

2 MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.26 Employee compensation

Employee benefits are recognised as an expense, unless the cost qualifies to be capitalised as an asset.

(a) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities such as the Central Provident Fund in Singapore and Employee Provident Fund in Malaysia on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid.

(b) Profit-sharing and bonus plans

The Group recognises a liability and an expense for bonuses and profit-sharing, based on a formula that takes into consideration the profit attributable to the Company's shareholders after certain adjustments. The Group recognises a provision when contractually obliged to pay or when there is a past practice that has created a constructive obligation to pay.

2.27 Currency translation

(a) Functional and presentation currency

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("functional currency"). The financial statements are presented in Singapore Dollars ("$"), which is the functional currency of the Company.

(b) Transactions and balances

Transactions in a currency other than the functional currency ("foreign currency") are translated into the functional currency using the exchange rates at the dates of the transactions. Currency exchange 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 reporting date are recognised in profit or loss.

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 gain or loss on disposal.

Foreign exchange gains and losses that relate to borrowings are presented in the statement of comprehensive income within "finance expense". All other exchange gains and losses impacting profit or loss are presented in the statement of comprehensive income within "other (losses)/gains - net".

Non-monetary items measured at fair values in foreign currencies are translated using the exchange rates at the date when the fair values are determined.

2 MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.27 Currency translation (continued)

(c) 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:

(i) assets and liabilities are translated at the closing exchange rates at the reporting date;

(ii) income and expenses are translated at average exchange rates (unless the average is not a reasonable approximation of 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

(iii) all resulting currency translation differences are recognised in other comprehensive income and accumulated in the currency translation reserve. These currency translation differences are reclassified to profit or loss on disposal or partial disposal with loss of control of the foreign operation.

Goodwill and fair value adjustments arising on the acquisition of foreign operations are treated as assets and liabilities of the foreign operations and translated at the closing rates at the reporting date.

2.28 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Group's chief operating decision-maker ("CODM") whose members are responsible for allocating resources and assessing performance of the operating segments.

2.29 Cash and cash equivalents

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents include cash at bank, cash on hand and deposits with financial institutions which are subject to an insignificant risk to change in value.

2.30 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are deducted against the share capital account.

2.31 Dividends to Company's shareholders

Dividends to the Company's shareholders are recognised in equity in the period in which they are declared.

3 CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS

Estimates, assumptions and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under circumstances. Details on these areas which involve significant judgement and estimation uncertainty are further disclosed below.

(a) Purchase price allocation exercise for the acquisition of Elliot Communications Pte. Ltd. and its subsidiaries

SFRS(I) 3 *Business Combinations* requires the Group to recognise the identifiable assets, liabilities and contingent liabilities if any at fair value at the date of acquisition, with the excess of the acquisition cost over the identified fair values recognised as goodwill. The assets, liabilities and contingent liabilities if any are identified and valued through a purchase price allocation ("PPA") exercise. A significant degree of judgement is required in the PPA in identifying all intangible assets and determining the fair values of all identifiable assets acquired and liabilities assumed as at the date of acquisition. As such, management has engaged an external professional firm to perform the PPA if necessary.

The details of the PPA are disclosed and further explained in Note 41 of the financial statements.

(b) Consolidation of Elliot Communications Pte. Ltd. and its subsidiaries

In the previous financial year, the Company had entered into a Sales and Purchase Agreement ("SPA") to acquire 30% equity interest in Elliot Communications Pte. Ltd. ("Elliot") and its subsidiaries ("Elliot Group"). In addition to the SPA, the management also entered into a Shareholders Agreement ("SHA") which detailed the framework to regulate the shareholders' risks and responsibilities, including board matters and decision-making processes related to Elliot Group.

Judgement is required to determine when the Group establishes control over an investee. In accordance with SFRS(I) 10 *Consolidated Financial Statements*, the Group has made an assessment of the relevant activities of the investee and whether the decisions in relation to those activities require unanimous consent and controls in an investee under a contractual arrangement if the investor has (i) power over the investee; (ii) exposure, or rights, to variable returns from involvement with the investee; and (iii) the ability to use its power over the investee to affect the amount of the investor's returns.

Considered the arrangement in SHA, the management has assessed that the Company has established control over Elliot Group, based on:

- the power and ability to direct the board decision;
- ability to direct the relevant activities by appointing key management personnel; and
- the ability to use power to affect the amount of the investor's return.

Accordingly, the Company has accounted Elliot Group as its subsidiaries and consolidated the financials of Elliot Group accordingly. Details of the Company's investments in subsidiaries and carrying amount are disclosed in Note 19 to the financial statements. The details of the business combination are described in Note 41 to the financial statements.

(c) Impairment of goodwill

Goodwill is tested for impairment annually and whenever there is indication that the goodwill may be impaired. This requires an estimation of the recoverable amount of the CGU to which the goodwill are allocated, through the valuation method of fair value less cost to disposal or value-in-use. The method and assumptions used in this estimation of recoverable amount and the carrying amount of goodwill are disclosed in Note 22 to the financial statements.

3 CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS (CONTINUED)

(d) Expected credit losses of trade receivables, other receivables and deposits

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

In accordance with SFRS(I) 9 *Financial Instruments*, the Group determines the allowance for expected credit losses ("ECL") on trade receivables by assessing the lifetime ECL. This assessment takes into consideration the Group's historical default probabilities, which are adjusted for forward-looking factors and the specific economic environment relevant to the respective group of the debtors. Other receivables and deposits are generally measured at an amount equal to 12-months ECL. However, if the credit quality deteriorates and the credit risk associated to the other receivables and deposits significantly increases after their initial recognition, the ECL is assessed based on lifetime ECL.

The carrying amount of the trade receivables, other receivables and deposits at the reporting date are disclosed in Notes 13 and 14 to the financial statements.

(e) Valuation of financial assets, at FVPL

The Group recognised its unquoted securities and unquoted loans as financial assets at fair value through profit or loss. The changes in FVPL are recognised in profit or loss. As at 31 March 2025, the fair value of unquoted securities investments and convertible loans are determined based on the investee company's equity and incorporated internal and/or external changes in the business and market environment that the investee operates in (if any).

The carrying amount of financial assets, at FVPL at the reporting date are disclosed in Note 17 to the financial statements.

(f) Valuation of investments in films and entertainment events

The Group entered into various investment agreements related to the production of movie films and entertainment events which entitle the Group to certain rights to earn a fixed percentage of net receipt generated within the specific period. These investments are classified as financial assets at fair value through profit or loss, as their contractual cash flows are not solely payment of principal and interest.

As at 31 March 2025, the fair values of these investments in films and entertainment events are estimated using the income approach, specifically the discounted cash flow method ("DCF"), which requires significant management judgements in making assumptions and estimates. The key assumptions include the discount rate and the net receipt expected from the films and entertainment events over the estimated time frame.

The discount rate applied in this DCF is 10.86% (2024: 13.65% to 14.03%). The estimated fair value would increase/(decrease) by $12,377 (2024: $9,026) if the discount rate were lower/(higher) by 1%. In estimating fair value, the management has applied to their best knowledge, considering the historical data, market information of comparable films and entertainment events, and with the consultation from an external valuer.

The details of investments in films and entertainment events are disclosed in Note 18 to the financial statements.

3 CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS (CONTINUED)

(g) Valuation of acquired rights

The costs of acquired rights will be amortised over the economic benefits period (over maximum of 10 years' useful life or its contractual period). The amortisation period and method for these acquired rights will be reviewed annually and it will be subject to impairment assessment whenever there is an indication that it may be impaired. Additional amortisation and/or impairment are made if estimated projected cash flows are materially different from the previous estimation.

As at 31 March 2025, the Group assessed the existence of impairment indicators due to external factors and performed an impairment assessment to determine the recoverable amount of these assets. The determination of the recoverable amount was estimated based on the expected income from the exploitation of these rights throughout the remaining useful lives.

The carrying amount of the acquired rights are disclosed at Note 23 to the financial statements.

(h) Valuation of other current assets

Other current assets of the Group represent capitalised costs incurred to fulfil contracts. These costs relate directly to specific contracts or anticipated contracts that the Group has identified, generate or enhance resources to be used in fulfilling future performance obligations, and are expected to be recovered. These costs are amortised consistently with the recognition pattern of revenue for the related contract.

In assessing the impairment of other current assets, judgements are used to estimate the remaining amount of consideration that the Group is expected to receive and the costs that relate directly to providing the services.

Management has assessed that the remaining amount of consideration less cost to complete is expected to be higher than the carrying amount of other current assets, accordingly, no impairment is required.

The carrying amounts of other current assets are disclosed in Note 16 to the financial statements.

(i) Valuation of convertible securities

The Company had issued and entered into several convertible securities agreements with varied terms and conditions, requiring significant judgments from management to determine their recognition and measurement. Consequently, management has determined that the convertible securities issued by the Company should be as hybrid financial instruments with a derivative financial instrument component, in accordance with SFRS(I) 9 *Financial Instruments* .

Significant judgments and estimates from management are involved in estimating the fair value of the derivative financial instrument arising from the issuance of convertible securities by the Company.

Key assumptions, including but not limited to, the discount rate used, the probability of certain terms and conditions being exercised, and the selection of comparable companies, were considered during the fair value measurement of the derivative financial instruments issued by the Company.

The carrying amount of the convertible securities and derivative financial instruments are disclosed in Notes 27 and 29 to the financial statements respectively.

4 REVENUE

	Group 2025 $	Group 2024 $
<u>At a point in time</u>		
Digital media production	1,937,430	1,603,930
Digital and live experience production	-	2,805,628
Family entertainment services	4,739	-
	1,942,169	4,409,558
<u>At over time</u>		
Public relations services	2,020,193	2,683,375
	3,962,362	7,092,933
<u>Geographical regions based on location of customers</u>		
Singapore	2,488,003	5,603,187
Malaysia	480,884	900,556
Japan	143,677	146,287
Taiwan	250,000	-
Thailand	411,811	-
China	-	355,000
Others	187,987	87,903
	3,962,362	7,092,933

The contract balances with customers and the related disclosures have been included in trade and other receivables (Note 13) and contract liabilities (Note 26) respectively.

Transaction price allocated to the remaining unsatisfied or partially satisfied performance obligations and expected to be realised in the following financial years are as follows:

	Group 2025 $	Group 2024 $
Within one year	544,540	569,335
After one year within three years	1,278,589	-
	1,823,129	569,335

The Group has applied the practical expedient permitted under SFRS(I) 15 for those performance obligations which are part of contracts that have an original expected duration of one year or less.

5 OTHER INCOME

	Group 2025 $	Group 2024 $
Government grants	44,247	83,632
Equipment rental income	57,986	14,400
Others	32,982	9,531
	135,215	107,563
Interest income		
- Banks	4,295	2,037
- Financial assets, FVPL - unquoted convertible loans	42,804	46,711
	47,099	48,748
	182,314	156,311

Government grants include wages credit scheme, temporary employment credit, special government credit and government-paid maternity/paternity leave.

6 OTHER (LOSSES)/GAINS - NET

	Group	
	2025	2024
	$	$
Loss on fair value changes in financial assets, at FVPL - net (Note 17)	(867,344)	(62,260)
(Loss)/gain on fair value changes in investments in films and entertainment events, at FVPL - net (Note 18)	(1,774,215)	65,747
Gain on fair value changes in derivative financial instruments (Note 29)	32,901	-
	(2,608,658)	3,487
Impairment loss on plant and equipment (Note 20)	(312,346)	-
Impairment loss on right-of-use assets (Note 21)	(68,370)	-
Impairment loss on acquired rights (Note 23)	(1,148,943)	-
Impairment loss on intangible assets (Note 24)	(35,192)	-
	(1,564,851)	-
Impairment loss on goodwill arising on consolidation (Note 22)	(2,851,917)	-
Inventory written down (Note 15)	(800,000)	-
Expected credit loss on financial assets - net	(879,108)	-
Receivable written off	(246,753)	-
Foreign currency exchange gain/(loss) - net	82,590	(251,723)
Inventory written off (Note 15)	(1,209)	-
Plant and equipment written off	(67,850)	(30,612)
Loss on disposal of plant and equipment	(281)	-
Gain/(loss) on derecognition of leases	43,747	(28)
Bad debts written off	(45,174)	-
Others	31,875	-
	(8,907,589)	(278,876)

7 EXPENSES BY NATURE

The Group's loss before tax is arrived at after charging the following:

	Group	
	2025	2024
	$	$
Employees compensation (Note 8)	3,370,939	3,591,451
Directors' fees	80,000	83,333
Depreciation of plant and equipment (Note 20)	37,289	61,910
Depreciation of right-of-use assets (Note 21)	211,938	181,596
Amortisation of acquired rights (Note 23)	139,463	139,463
Amortisation of intangible assets (Note 24)	139,896	92,376
Purchases of direct production-related expenses	1,382,028	2,671,547
IT and software related expenses	112,028	133,974
Professional fees	493,009	632,532

8 EMPLOYEES COMPENSATION

	Group	
	2025	2024
	$	$
Wages and salaries	2,873,627	2,808,627
Employer's contribution to defined contribution plans	271,342	345,901
Other short-term benefits	225,970	436,923
	3,370,939	3,591,451

9 FINANCE EXPENSES

	Group 2025 $	Group 2024 $
Interest expense on:		
- Bank borrowings	104,322	165,522
- Lease liabilities (Note 21)	18,264	5,875
- Convertible securities	37,604	-
	160,190	171,397
Unwinding of discount on provisions for restoration costs (Note 30)	942	-
	161,132	171,397

10 INCOME TAX (CREDIT)/EXPENSE

	Group 2025 $	Group 2024 $
Tax (credit)/expense attributable to loss is made up of:		
Loss for the financial year:		
Current income tax		
- Foreign	4,479	-
(Over)/under provision in prior financial years:		
Current income tax		
- Singapore	-	8,864
- Foreign	(135,475)	-
	(135,475)	8,864
	(130,996)	8,864

The tax on the Group's loss before tax differs from the theoretical amount that would arise using the Singapore standard rate of income tax as follows:

	Group 2025 $	Group 2024 $
Loss before tax	(11,684,402)	(1,555,252)
Tax calculated at tax rate of 17% (2024: 17%)	(1,986,348)	(264,393)
Effects of:		
- Differential of tax rates in foreign countries	(159,170)	(9,113)
- Income not subject to tax	(20,583)	(11,285)
- Expenses not deductible for tax purposes	1,862,410	199,142
- Deferred tax assets not recognised	308,170	85,649
- Under provision of income tax in prior financial years	(135,475)	8,864
Tax (credit)/expense	(130,996)	8,864

11 LOSS PER SHARE

The calculation of the basic loss per share is based on the net loss attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the financial year.

	Group	
	2025	2024
Net loss attributable to equity holders of the Company ($)	(10,827,160)	(1,777,813)
Weighted average number of ordinary shares outstanding for basic and diluted loss per share	428,332,245	371,511,764
Basic and diluted loss per share (cents)	(2.53)	(0.48)

There were no diluted loss per share for the financial years ended 31 March 2025 and 2024 as there were no dilutive potential ordinary shares outstanding.

On 8 August 2024, the Company has issued the convertible securities up to 13,766,665 shares, which represents approximately 2.97% of the total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company. These shares are not included in the calculation of diluted loss per share above because they are antidilutive and having the effect of decreasing the loss per share.

12 CASH AND CASH EQUIVALENTS

	Group		Company	
	2025	2024	2025	2024
	$	$	$	$
Cash at banks	177,898	1,425,134	512	133,621

13 TRADE AND OTHER RECEIVABLES

	Group		Company	
	2025	2024	2025	2024
	$	$	$	$
Current		*(Restated)*		
Trade receivables				
- Non-related parties	735,758	530,778	-	-
- Related parties	196,946	5,962	-	-
- Unbilled receivables	4,631	135,164	-	26,300
	937,335	671,904	-	26,300
Less: Expected credit loss allowance				
- Non-related parties (Note 36(b))	(61,710)	(30,245)	-	-
Trade receivables - net	875,625	641,659	-	26,300
Other receivables				
- Non-related parties	1,107,510	460,383	734,976	70,193
- Subsidiaries	-	-	14,680,168	12,344,615
- Related parties	4,885	53,995	-	-
- A shareholder of a subsidiary	127,041	636,753	-	-
	1,239,436	1,151,131	15,415,144	12,414,808
Less: Expected credit loss allowance				
- Non-related parties (Note 36(b))	(933,038)	(83,264)	(734,976)	(15,000)
- Subsidiaries (Note 36(b))	-	-	(14,307,198)	-
	(933,038)	(83,264)	(15,042,174)	(15,000)
Other receivables - net	306,398	1,067,867	372,970	12,399,808
	1,182,023	1,709,526	372,970	12,426,108

13 TRADE AND OTHER RECEIVABLES (CONTINUED)

	Group		Company	
	2025	**2024**	**2025**	**2024**
	$	**$**	**$**	**$**
Non-current				
Other receivables				
- A shareholder of a subsidiary (non-trade)	254,100	-	-	-

The current and non-current amounts due from a shareholder of a subsidiary are unsecured, interest-free and repayable within one year and after one year respectively.

Unbilled receivables relate to services that the Group and the Company has satisfied its performance obligation of revenue contracts but has yet to bill the customers as at the financial year end.

The non-trade amounts due from subsidiaries and non-related parties are unsecured, interest-free and are repayable on demand.

Related parties of the Group are subsidiaries held by mm2 Asia Ltd., the former holding company of the Company. The amounts due from related parties are unsecured, interest-free and repayable on demand.

14 DEPOSITS AND PREPAYMENTS

	Group		Company	
	2025	**2024**	**2025**	**2024**
	$	**$**	**$**	**$**
Current				
Deposits (Note 14(a))	43,923	3,561,294	-	-
Prepayments	31,352	91,667	8,000	3,750
	75,275	3,652,961	8,000	3,750

(a) The deposit of the Group of $3,500,000 in the prior year was utilised for investment in films and entertainment events during this financial year and the deposits have been reclassified to investments in films and entertainment events (Note 18).

15 INVENTORIES

	Group	
	2025	**2024**
	$	**$**
Inventories		
Developed concept with immersive content	-	800,000

The developed concept with immersive content includes in-game structure, script and creative concept.

The inventories are stated at the lower cost and net realisable values. The determination of the estimated net realisable value is highly dependent on the Group's expectations of future selling prices.

The Group performs regular review of its estimates of future selling price. As at 31 March 2025, the Group has written down the value of inventories amounting to $800,000 (2024: $Nil) to its net realisable value of $Nil and wrote off inventories amounting to $1,209 (2024: $Nil).These written down and write-off are included in the line item "other (losses)/gains - net" in the Consolidated Statement of Comprehensive Income (Note 6).

16 OTHER CURRENT ASSETS

	Group 2025	Group 2024
	$	$
Other current assets		
Assets recognised from costs incurred to fulfil revenue contracts	285,738	742,019

Costs incurred to fulfil revenue contracts related to direct costs incurred for revenue contracts in progress as at 31 March 2025 and 31 March 2024. The Group expects the capitalised costs to be fully recovered, hence no impairment loss has been recognised. The other current assets amounting to $675,329 (2024: $1,152,432) has been recognised in the profit or loss during the year.

17 FINANCIAL ASSETS, AT FAIR VALUE THROUGH PROFIT OR LOSS ("FVPL")

The Group's financial assets, at FVPL, comprised of unquoted securities and unquoted convertible loans (Note 17); and investments in films and entertainment events (Note 18).

	Group		Company	
	2025	2024	2025	2024
	$	$	$	$
Group				
Financial assets designated at FVPL:				
Unquoted securities				
- Singapore	-	140,000	-	140,000
- United States	10,000	10,000	10,000	10,000
	10,000	150,000	10,000	150,000
Unquoted convertible loans				
- Singapore	-	700,000	-	700,000
- Malaysia	-	695,922	-	-
	-	1,395,922	-	700,000
	10,000	1,545,922	10,000	850,000

The movement of the financial assets, FVPL is as follows:

	Group		Company	
	2025	2024	2025	2024
	$	$	$	$
Beginning of financial year	1,545,922	1,649,029	850,000	900,000
Reclassification of matured unquoted convertible loan (Note 17(b))	(700,000)	-	(700,000)	-
Loss on fair value changes - net (Note 6)	(867,344)	(62,260)	(140,000)	(50,000)
Currency translation differences	31,422	(40,847)	-	-
End of financial year	10,000	1,545,922	10,000	850,000

(a) Unquoted securities

Unquoted securities investments comprise of equity instruments. These investments are measured at FVPL, as they represent an identified portfolio of investments which the Group manages together with an intention to realise the investments when the opportunity arises.

17 FINANCIAL ASSETS, AT FAIR VALUE THROUGH PROFIT OR LOSS ("FVPL") (CONTINUED)

(b) Unquoted convertible loans

During the financial year, one of the unquoted convertible bonds in Singapore with principal amount of $700,000 (2024: $Nil) has reached its maturity and is reclassified to "Other Receivables" in the Consolidated Statements of Financial Position.

As at 31 March 2025, unquoted convertible loan comprises of a (2024: two) debt instrument with interest rate of 4% (2024: 3% to 4%) per annum and maturity date of 4 years (2024: 3 to 4 years) from the subscription date.

As at 31 March 2025, the fair value of unquoted securities investments and convertible loan are determined based on the investee company's equity and incorporated internal and/or external changes in the business and market environment that the investee operates in (if any).

The fair value of unquoted securities and convertible loans are classified in level 3 of the fair value hierarchy.

18 INVESTMENTS IN FILMS AND ENTERTAINMENT EVENTS

Investments in films and entertainment events refer to the Group’s participation in the films and entertainment events with an entitlement to share a certain percentage of net receipts generated from the investment in accordance with the terms of the contractual agreement.

The Group's investment in films and entertainment events as at 31 March 2025 and 31 March 2024 are classified as financial assets at fair value through profit or loss (FVPL) as their contractual cash flows are not solely payments of principal and interest.

The Group measure these investments at fair value upon initial recognition, and this fair value are remeasured at the end of each reporting period. The changes in fair value are recorded in profit or loss. The fair values of these investments in films and entertainment events are estimated using the income approach, specifically the discounted cash flow method ("DCF"). The fair value of investment in films and entertainment events are classified in Level 3 of the fair value hierarchy.

For certain investments, the Group's allocated share in the net receipts can be assigned to third parties, subject to the approval of the project owner.

The movement of investment in films and entertainment events are as follows:

	Group	
	2025	**2024**
	$	**$**
At the beginning of the financial year	5,687,995	6,215,828
Disposal	(178,688)	(514,376)
Addition (Note 14(a))	3,500,000	-
(Loss)/Gain on fair value changes - net (Note 6)	(1,774,215)	65,747
Currency translation differences	8,424	(79,204)
End of financial year	7,243,516	5,687,995

19 INVESTMENTS IN SUBSIDIARIES

	Company	
	2025	**2024**
	$	**$**
Equity investments at cost		
Beginning of financial year	1,159,390	461,900
Addition	165,000	697,490
Impairment during the year	(626,900)	-
End of financial year	697,490	1,159,390

19 INVESTMENTS IN SUBSIDIARIES (CONTINUED)

(a) On 11 October 2024, K.Studio Entertainment Pte. Ltd. (formerly known as Beyond Digital Galaxy Pte Ltd) ("K.STUDIO") issued additional paid-up ordinary shares from 10,000 shares to 310,000, of which the Company subscribed for an additional 160,500 shares for cash consideration of $165,000 while the other 139,500 shares was subscribed by K.Star Management Pte. Ltd. for cash consideration of $135,000. As a result, the Company's equity interest in K.STUDIO was diluted from 100% to 55% without loss on control.

The effects of dilution of interests in the subsidiary without loss on control are summarised as follows:

	2025
	$
Net assets value of K.STUDIO attributable to non-controlling interest	135,000
Less: Fair value of consideration from non-controlling interest	(135,000)
Recognised in equity attributable to equity holders of the Company	-

During the financial year, K.Studio entered into a lease agreement to sub-lease for operating a family karaoke business, and subsequently the lease agreement was terminated following the landlord’s cessation of its operation in the premises. As a result, the Group’s family karaoke business in that premises ceased operation with immediate effect on 27 March 2025. Accordingly, the Company has recognised an impairment loss of $165,000 (2024: $Nil) on its cost of investment in K.STUDIO. Additionally, the Group has recognised impairment loss on the plant and equipment related to family karaoke business as disclosed in Note 20 to the financial statements. The Group is currently re-allocating the related equipment to another potential outlet.

(b) In the previous financial year, the Company had entered into a Sales and Purchase Agreement (“SPA”) to acquire 30% equity interest in Elliot Communications Pte. Ltd. (“Elliot”) and its subsidiaries (“Elliot Group”) at a cash consideration of $775,393. Additionally, the management also entered into a Shareholders Agreement (“SHA”) which detailed the framework to regulate the shareholders’ risks and responsibilities, including board matters and decision-making processes related to Elliot Group.

As described under Note 3 to the financial statements, the management assessed that the Group has power and control over Elliot in accordance with the criteria outlined in SFRS(I) 10 *Consolidated Financial Statements*. Consequently, the Company has accounted for Elliot Group as subsidiary due to the control established through the arrangements detailed in the SHA.

Impairment of investment in subsidiaries

During the financial year ended 31 March 2025, management performed an impairment review of its investment in subsidiaries with indicators of impairment and the Company has made an impairment loss of $626,900 (2024: $Nil) for the year ended 31 March 2025.

The Company assessed the recoverable amount of its investment in subsidiaries $697,490 based on fair value less cost of disposal estimated using the adjusted net assets of the subsidiaries. The increase in impairment loss is due to a decline in the financial positions of the subsidiaries.

The recoverable amount of the investment in subsidiaries are classified in level 3 of the fair value hierarchy.

19 INVESTMENTS IN SUBSIDIARIES (CONTINUED)

The Group has the following subsidiaries:

Name of subsidiaries	Principal activities	Country of business/ incorporation	Proportion of ordinary shares directly held by the immediate parent company		Proportion of ordinary shares held by the Group		Proportion of ordinary shares held by non-controlling interests	
			2025 %	2024 %	2025 %	2024 %	2025 %	2024 %
Held by the Company:								
Vividthree Productions Pte. Ltd. [(a)]	Motion picture, video and television programme post-production and content production activities	Singapore	100	100	100	100	-	-
Vividthree Co., Ltd. (蔚视丰隆文化发展(上海)有限公司) [(b)(d)]	Motion picture, video and television programme post-production activities	China	100	100	100	100	-	-
K.Studio Entertainment Ptd. Ltd. . [(a)] (formerly known as Beyond Digital Galaxy Pte. Ltd.)	Provision and operation of family entertainment services	Singapore	55	100	55	100	45	-
V&N Entertainment Pte. Ltd. [(a)]	Providing event management services	Singapore	55	55	55	55	45	45
Elliot Communications Pte. Ltd. [(a)]	Management Consultancy services	Singapore	30	30	30	30	70	70
Held by Vividthree Productions Pte. Ltd.:								
Vividthree Productions Sdn. Bhd. [(c)]	Motion picture, video and television programme post-production activities	Malaysia	100	100	100	100	-	-
Held by Elliot Communications Pte. Ltd.:								
Prospr Communications Pte. Ltd. [(e)]	Provision of communications and media relations solutions and services	Singapore	100	100	30	30	70	70
Prospr Consulting Sdn. Bhd. [(c)]	Provision of communications and media relations solutions and services	Malaysia	100	100	30	30	70	70
Prospr Consulting Pte. Ltd. [(a)]	Provision of communications and media relations solutions and services	Singapore	100	100	30	30	70	70

19 INVESTMENTS IN SUBSIDIARIES (CONTINUED)

The Group has the following subsidiaries: (continued)

Name of subsidiaries	Principal activities	Country of business/ incorporation	Proportion of ordinary shares directly held by the immediate parent company		Proportion of ordinary shares held by the Group		Proportion of ordinary shares held by non-controlling interests	
			2025 %	2024 %	2025 %	2024 %	2025 %	2024 %
Held by Elliot Communications Pte. Ltd.: (continued)								
Alpha Story Technology Pte. Ltd. [(e)]	Other information technology and computer services activities	Singapore	100	100	30	30	70	70
PT Prospr Consulting Indonesia.[(d)]	Provision of advice, guidance and business operational assistance and other organisational and management	Indonesia	20	20	30	30	70	70
Held by Prospr Consulting Pte. Ltd								
PT Prospr Consulting Indonesia.[(d)]	Provision of advice, guidance and business operational assistance and other organisational and management	Indonesia	80	80	30	30	70	70

(a) *Audited by Forvis Mazars LLP.*

(b) *Audited by Forvis Mazars LLP for group reporting purpose.*

(c) *Audited by Forvis Mazars PLT, Malaysia.*

(d) *The financial statements of the subsidiary is not subject to audit under local law of country.*

(e) *In the process of striking off.*

In accordance to Rule 716 of the SGX-ST Listing Rules, the Audit Committee and Board of Directors of the Company are of the opinion that the appointment of different auditors for its subsidiaries would not compromise the standard and effectiveness of the audit of the Group and of the Company.

19 INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Carrying value of non-controlling interests

	Group	
	2025	**2024**
	$	**$**
		(Restated)
Elliot Group	85,808	608,751
K.Studio Entertainment Pte. Ltd. ("K.STUDIO")	(63,198)	-
Other subsidiaries with immaterial non-controlling interests	(4,662)	818
	17,948	609,569

Summarised financial information of subsidiaries with material non-controlling interests

Set out below are the summarised financial information for K.STUDIO and Elliot Group that have non-controlling interests that are material to the Group. These are presented before inter-company eliminations.

	K.STUDIO	**Elliot Group**	
	2025	**2025**	**2024**
	$	**$**	**$**
Summarised statements of financial position			***(Restated)***
Current			
Assets	198,688	584,533	1,518,674
Liabilities	(268,926)	(744,284)	(601,842)
Total current net (liabilities)/assets	(70,238)	(159,751)	916,832
Non-current			
Assets	-	322,607	224,919
Liabilities	(69,942)	(182,350)	(413,650)
Total non-current net (liabilities)/assets	(69,942)	140,257	(188,731)
Net (liabilities)/assets	(140,180)	(19,494)	728,101
Summarised statements of comprehensive income			
Revenue	4,739	2,020,193	2,683,375
(Loss)/profit before income tax	(439,607)	(733,728)	315,628
Income tax expense	-	(13,334)	(8,864)
Net (loss)/profit for the financial year	(439,607)	(747,062)	306,764
Other comprehensive income, net of tax:			
Items that will be reclassified subsequently to profit or loss:			
- Currency translation differences arising from consolidation - gain/(losses)	-	536	(2,080)
Items that will not be reclassified subsequently to profit or loss:			
- Currency translation differences arising from consolidation - loss	-	(375)	-
Total comprehensive (loss)/income for the financial year	(439,607)	(746,901)	304,684
Total comprehensive (loss)/income allocated to non-controlling interests	(197,823)	(522,943)	214,735

19 INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Summarised financial information of subsidiaries with material non-controlling interests (continued)

	K.STUDIO	Elliot Group	
	2025	2025	2024
	$	$	$
Summarised statements of cash flows			
Net cash provided by operating activities	70,120	136,403	145,608
Net cash used in investing activities	(328,909)	(1,350)	(9,247)
Net cash provided by/(used in) financing activities	258,658	(248,473)	(226,118)

20 PLANT AND EQUIPMENT

Group	Office equipment and computers $	Furniture and fittings $	Renovation $	Tools and equipment $	Total $
2025					
Cost					
Beginning of financial year	951,096	31,774	278,641	29,423	1,290,934
Additions	27,332	15,955	361,355	-	404,642
Disposals	(1,854)	(683)	(3,382)	-	(5,919)
Write-off	-	-	(69,000)	-	(69,000)
Currency translation differences	2,723	55	-	-	2,778
End of financial year	979,297	47,101	567,614	29,423	1,623,435
Accumulated depreciation					
Beginning of financial year	914,691	22,895	268,436	29,423	1,235,445
Depreciation charge for the year (Note 7)	13,693	3,750	19,846	-	- 37,289
Disposals	(1,360)	(683)	(1,623)	-	(3,666)
Write-off	-	-	(1,150)	-	(1,150)
Currency translation differences	2,244	55	-	-	2,299
End of financial year	929,268	26,017	285,509	29,423	1,270,217
Accumulated impairment					
Beginning of financial year	-	-	-	-	-
Impairment loss for the year (Note 6)	20,061	15,822	276,463	-	312,346
End of financial year	20,061	15,822	276,463	-	312,346
Carrying amount					
End of financial year	29,968	5,262	5,642	-	40,872

20 PLANT AND EQUIPMENT (CONTINUED)

Group	Office equipment and computers $	Furniture and fittings $	Renovation $	Tools and equipment $	Total $
2024					
Cost					
Beginning of financial year	1,124,707	69,326	306,421	844,571	2,345,025
Additions	17,681	-	-	-	17,681
Acquisition of subsidiary	25,514	2,734	4,870	-	33,118
Write-off	(214,687)	(40,160)	(32,650)	(815,148)	(1,102,645)
Currency translation differences	(2,119)	(126)	-	-	(2,245)
End of financial year	951,096	31,774	278,641	29,423	1,290,934
Accumulated depreciation					
Beginning of financial year	1,086,926	34,954	259,652	844,571	2,226,103
Depreciation charge for the year (Note 7)	24,327	5,255	32,328	-	61,910
Acquisition of subsidiary	17,919	2,051	1,488	-	21,458
Write-off	(212,556)	(19,297)	(25,032)	(815,148)	(1,072,033)
Currency translation differences	(1,925)	(68)	-	-	(1,993)
End of financial year	914,691	22,895	268,436	29,423	1,235,445
Carrying amount					
End of financial year	36,405	8,879	10,205	-	55,489

Included within additions are the provision for reinstatement cost made for its leased office premise during the year amounting to $69,000 (2024: $Nil).

The depreciation charge for the financial year included in administrative expenses amounting to $37,289 (2024: $61,910).

During the financial year, the Group has recognised an impairment loss amounted to $312,346 (2024: $Nil) on the plant and equipment related to the family karaoke business as disclosed in Note 19(a) to the financial statements.

21 RIGHT-OF-USE ASSETS

The Group lease computers and various office premises for fixed lease term with extension options.

Set out below are carrying amounts of right-of-use assets recognised and the movement during the financial year:

Group	Computers $	Office premises $	Total $
2025			
Cost			
Beginning of financial year	72,264	1,163,246	1,235,510
Additions	-	293,369	293,369
Derecognition of lease	-	(1,114,200)	(1,114,200)
Currency translation differences	-	13,678	13,678
End of financial year	72,264	356,093	428,357
Accumulated depreciation			
Beginning of financial year	26,095	813,702	839,797
Depreciation charge for the year (Note 7)	24,088	187,850	211,938
Derecognition of lease	-	(778,312)	(778,312)
Currency translation differences	-	5,339	5,339
End of financial year	50,183	228,579	278,762
Accumulated impairment			
Beginning of financial year	-	-	-
Impairment loss for the year (Note 6)	-	68,370	68,370
End of financial year	-	68,370	68,370
Carrying amount			
End of financial year	22,081	59,144	81,225
Group			
2024			
Cost			
Beginning of financial year	72,264	761,976	834,240
Additions	-	198,325	198,325
Acquisition of subsidiary	-	208,481	208,481
Write-off	-	(3,270)	(3,270)
Currency translation differences	-	(2,266)	(2,266)
End of financial year	72,264	1,163,246	1,235,510
Accumulated depreciation			
Beginning of financial year	2,007	550,007	552,014
Depreciation charge for the year (Note 7)	24,088	157,508	181,596
Acquisition of subsidiary	-	108,407	108,407
Write-off	-	(1,635)	(1,635)
Currency translation differences	-	(585)	(585)
End of financial year	26,095	813,702	839,797
Carrying amount			
End of financial year	46,169	349,544	395,713

21 RIGHT-OF-USE ASSETS (CONTINUED)

	Group	
	2025	2024
	$	$
Amounts recognised in profit or loss:		
Depreciation of right-of-use assets (Note 7)	211,938	181,596
Interest expense on lease liabilities (Note 9)	18,264	5,875
Total cash outflow for all the leases recognised in consolidated statement of cash flows	229,029	183,645

Impairment of right-of-use assets

At the end of the reporting period, the Group has carried out impairment assessment for right-of-use assets by estimating the recoverable amounts of the respective cash-generating units ("CGU") of the Group. The review led to the recognition of an impairment loss of $68,370 (2024: $Nil) in view of the recoverable amount of the impaired assets are lower than its carrying amounts and is included in the line item "other (losses)/gains - net" in the Consolidated Statement of Comprehensive Income as disclosed in Note 6 to the financial statements. The recoverable amount of $Nil of the impaired assets has been determined on the basis of their value-in-use. The discount rate used in measuring value in use was 9.70% (2024: 10%).

22 GOODWILL ARISING ON CONSOLIDATION

	Group	
	2025	2024
	$	$
		(Restated)
Cost and carrying amount		
At the beginning of financial year		
- As previously reported	3,397,056	2,851,917
- Prior year adjustment (Note 42)	61,390	-
At the beginning of financial year, restated	3,458,446	2,851,917
Addition (Note 41)	-	606,529
Impairment loss for the year (Note 6)	(2,851,917)	-
End of financial year	606,529	3,458,446

The impairment loss is included in the line item "other (losses)/gains - net" in the Consolidated Statement of Comprehensive Income as disclosed in Note 6 to the financial statements.

Allocation of goodwill

The aggregate caring amount of goodwill allocated to each segment are as follows:

	Group	
	2025	2024
	$	$
Vividthree Productions Pte. Ltd.	-	2,851,917
Elliot Group	606,529	606,529
	606,529	3,458,446

22 GOODWILL ARISING ON CONSOLIDATION (CONTINUED)

Impairment test for goodwill

In assessing whether an impairment is required, the carrying amount of the CGU is compared with its recoverable amount. The recoverable amount of CGU was determined based on value-in-use method.

Goodwill - Elliot Group
As referred to Note 41 to the financial statements, the Group completed the acquisition of Elliot Group as of 27 May 2023 and purchase price allocation for the acquisition was completed during the current financial year. As a result, the goodwill allocated to the CGU of Public Relations had been restated from $545,139 to $606,529.

The Group applies value-in-use method ("VIU") to determine the recoverable amount of the CGU. The impairment assessment process involves significant management judgement and estimation in preparing cash flow projections. Key inputs and assumptions, including discount rate, revenue growth rate, terminal growth rate, and considerations of past performance, market conditions and future economic conditions, are considered as part of the valuation process. As at 31 March 2025, management assessed that no impairment loss is required for the goodwill, as the recoverable amount exceeds the carrying amount of the CGU.

The VIU is determined based on financial budgets covering a five-year period and beyond five-year period were extrapolated using terminal growth rate as disclosed in the table below. These cash flows were discounted using a pre-tax discount rate that reflected current market assessment of the time value of money and the risks specific to the CGU.

Key assumptions used for VIU calculations:

	2025
Terminal growth rate [a]	2.35% - 2.95%
Discount rate [b]	8.8% - 9.7%
Revenue growth rate [c]	5% - 21%

[a] *Terminal growth rates used to extrapolate cash flows beyond the five-year period*
[b] *Pre-tax discount rates applied to the pre-tax cash flow projections*
[c] *Revenue growth rates used to project revenue for the five-year period*

Sensitivity to changes in assumptions
The Group believes that any reasonably possible change in the above key assumptions are not likely to cause the recoverable amount of the CGU to be materially lower than the related carrying amount.

In the previous financial year, the goodwill from the acquisition of Elliot Group was provisionally determined, as the purchase price allocation exercise had not yet been finalised. Management had assessed that there were no internal or external triggering events that warrant an impairment assessment, as the Elliot Group was generating revenue and profits.

Goodwill - Vividthree Productions Pte. Ltd.
The Group applies value-in-use method ("VIU") to determine the recoverable amount of $Nil for the CGU the goodwill is allocated to. The impairment assessment process involves significant management judgement and estimation in preparing cash flow projections. Key inputs and assumptions, including discount rate, revenue growth rate, terminal growth rate, and considerations of past performance, market conditions and future economic conditions, are considered as part of the valuation process.

22 GOODWILL ARISING ON CONSOLIDATION (CONTINUED)

Goodwill - Vividthree Productions Pte. Ltd. (continued)
As at 31 March 2025, the Group has recognised an impairment loss of $2,851,917 on its Cash Generating Unit (CGU) in post-production business as the CGU's recoverable amount is lower than its carrying amount. The impairment loss was recognised in “other (losses)/gains - net” in the Consolidated Statement of Comprehensive Income. The impairment had resulted from the weaker performance of the post-production business and the change in the Group new strategy to focus on intellectual property creation in the digital creative sector and prioritising opportunities in consumer entertainment and edutainment.

The VIU is determined based on financial budgets covering a five-year period and beyond five-year period were extrapolated using terminal growth rate as disclosed in the table below. These cash flows were discounted using a pre-tax discount rate that reflected current market assessment of the time value of money and the risks specific to the CGU.

Key assumptions used for VIU calculations:

	2025	2024
Terminal growth rate [a]	2.3%	2.5%
Discount rate [b]	9.7%	10.0%
Revenue growth rate [c]	-86% to -100%	8.0%

[a] *Terminal growth rates used to extrapolate cash flows beyond the five-year period*
[b] *Pre-tax discount rates applied to the pre-tax cash flow projections*
[c] *Revenue growth rates used to project revenue for the five-year period*

23 ACQUIRED RIGHTS

	Group	
	2025	2024
	$	$
Cost		
At the beginning and end of the financial year	1,673,893	1,673,893
Accumulated amortisation		
At the beginning of financial year	385,487	246,024
Amortisation charge for the year (Note 7)	139,463	139,463
End of financial year	524,950	385,487
Accumulated impairment		
At the beginning of financial year	-	-
Impairment loss for the year (Note 6)	1,148,943	-
End of financial year	1,148,943	-
Carrying amount		
End of financial year	-	1,288,406

The amortisation charge for the year included in cost of sales amounting to $139,463 (2024: $139,463).

The recoverable amounts of the acquired rights, being the higher of the fair value less costs to sell and value-in-use, were predominantly determined using value-in-use approach, and were estimated using a discounted cash flow method. The discount rate used in measuring value in use was 9.70% (2024: 10%). Based on this assessment, the acquired rights were fully impaired. The Group has recognised an impairment loss of $1,148,943 for the financial year ended 31 March 2025 following the change of Group’s strategy which resulted in a delay of exploitation of these acquired rights.

24 INTANGIBLE ASSETS

Group	Content development $	Customer relationship $	Licenses $	Software $	Total $
2025					
Cost					
Beginning of financial year					
- As previously reported	737,143	237,421	42,804	548,256	1,565,624
- Prior year adjustment for (Note 42)	-	(253)	-	-	(253)
Beginning of financial year, restated	737,143	237,168	42,804	548,256	1,565,371
Reclassification	(347)	-	-	347	-
Write off	-	-	(42,804)	(277,198)	(320,002)
Currency translation differences	-	-	-	15,568	15,568
End of financial year	736,796	237,168	-	286,973	1,260,937
Accumulated amortisation					
Beginning of financial year	698,342	163,000	42,804	456,616	1,360,762
Amortisation charge for the year (Note 7)	35,716	47,385	-	56,795	139,896
Write off	-	-	(42,804)	(277,198)	(320,002)
Currency translation differences	-	-	-	15,568	15,568
End of financial year	734,058	210,385	-	251,781	1,196,224
Accumulated impairment					
Beginning of financial year	-	-	-	-	-
Impairment loss for the year (Note 6)	-	-	-	35,192	35,192
End of financial year	-	-	-	35,192	35,192
Carrying amount					
End of financial year	2,738	26,783	-	-	29,521
2024 (restated)					
Cost					
Beginning of financial year	736,796	163,000	42,804	562,450	1,505,050
Additions	347	-	-	-	347
Acquisition of subsidiary (Note 41)	-	74,168	-	-	74,168
Currency translation differences	-	-	-	(14,194)	(14,194)
End of financial year	737,143	237,168	42,804	548,256	1,565,371
Accumulated amortisation					
Beginning of financial year	663,441	163,000	42,804	413,335	1,282,580
Amortisation charge for the year (Note 7)	34,901	-	-	57,475	92,376
Currency translation differences	-	-	-	(14,194)	(14,194)
End of financial year	698,342	163,000	42,804	456,616	1,360,762
Carrying amount					
End of financial year	38,801	74,168	-	91,640	204,609

The amortisation charge for the year included in cost of sales amounting to $139,896 (2024: $92,376).

24 INTANGIBLE ASSETS (CONTINUED)

The recoverable amounts of the intangible assets, being the higher of the fair value less costs to sell and value-in-use, were predominantly determined using value-in-use approach, and were estimated using a discounted cash flow method. The discount rate used in measuring value in use was 9.70% (2024: 10%). Based on this assessment, the intangible assets amounting to $35,192 (2024: $Nil) were fully impaired. The details of the key assumptions are disclosed in Note 22 to the financial statements.

25 TRADE AND OTHER PAYABLES

	Group		Company	
	2025	**2024**	**2025**	**2024**
	$	**$**	**$**	**$**
Trade payables				
- Non-related parties	916,602	2,350,660	-	-
- Related parties	18,837	4,537	-	-
	935,439	2,355,197	-	-
Other payables				
- Non-related parties	434,987	272,000	191,361	162,710
- Former holding company	46,008	26,015	46,008	26,008
- Subsidiaries	-	-	534,800	379,192
- Related parties	15,473	1,391	229	229
- Former directors of the subsidiary	260,299	-	-	-
- Director	216,272	-	-	-
	973,039	299,406	772,398	568,139
Accruals	1,098,674	1,089,564	514,305	653,241
Deposit received	474,000	783,060	-	500,000
	3,481,152	4,527,227	1,286,703	1,721,380

Related parties of the Group and the Company are subsidiaries held by mm2 Asia Ltd., the former holding company. The amounts due to related parties are unsecured, interest-free and repayable on demand.

Non-related parties of the Group and the Company are unsecured, interest-free and repayable on demand.

The other payable to a director and the former director of the subsidiary are in relation to corporate and project expenses incurred by the directors on behalf of the Group and are non-trade in nature, unsecured, interest-free and repayable on demand.

26 CONTRACT LIABILITIES

	Group		
	31 March 2025	**31 March 2024**	**1 April 2024**
	$	**$**	**$**
Contract liabilities	544,540	569,335	584,360

Contract liabilities related to billings in advance to customers for contract services to be fulfilled. 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.

Revenue recognised in the financial year ended 31 March 2025 and 31 March 2024 amounting to $505,961 and $547,427 respectively were included in contract liabilities at the beginning of the respective financial year.

27 BORROWINGS

	Group		Company	
	2025	2024	2025	2024
	$	$	$	$
Current				
Bank borrowings	1,458,823	2,410,528	-	-
Convertible securities	42,000	-	42,000	-
	1,500,823	2,410,528	42,000	-
Non-current				
Bank borrowings	162,641	549,821	-	-
Convertible securities	639,465	-	639,465	-
	802,106	549,821	639,465	-
Total borrowings				
Bank borrowings	1,621,464	2,960,349	-	-
Convertible securities	681,465	-	681,465	-
	2,302,929	2,960,349	681,465	-

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

	Group	
	2025	2024
	$	$
Less than 12 months	1,000,000	1,000,000

(a) Bank borrowings

(i) Bank borrowings amounted to $1,330,543 (2024: $2,520,736) is secured by corporate guarantees from the Company and fixed charge over proceeds account of a subsidiary; and

(ii) Bank borrowings amounted to $290,921 (2024: $439,613) is secured by personal guarantee from a non-controlling interest.

The fair values of non-current fixed rate instruments are $800,341 (2024: $468,464) and are determined from the cash flow analyses, discounted at market borrowing rates of an equivalent instrument at the reporting date which the directors expect to be available to the Group as follows:

	Group	
	2025	2024
	%	%
Bank borrowings	6.15	3.42
Convertible securities	6.00	-

At each reporting period, the Group is required to meet certain financial covenants imposed for the bank borrowings. During the financial year, the Group has obtained a letter from the bank including a new condition that if financial covenant is not met by the Company for the financial year ended 31 March 2025, the outstanding will be repayable in 12 equal monthly instalments. However, the facility line i.e. money market line will be reinstated once the bank is satisfied that all the financial covenants are met in subsequent periods.

27 BORROWINGS (CONTINUED)

(a) Bank borrowings (continued)

As 31 March 2025, the Group did not fulfil the financial covenants and the outstanding amount of $1,000,000 will be paid in instalments accordingly. Despite the Group did not fulfil the covenant clause, the bank has not requested full repayment of the borrowing as of the date of this financial statement. The amount is classified as current liabilities in the Statement of Financial Position as at 31 March 2025.

(b) Terms and debt repayment schedule

Terms and conditions of outstanding loan and borrowings are as follows:

Group and Company

				2025		2024	
	Currency	Norminal interest rate	Year of maturity	Face value	Carrying amount	Face value	Carrying amount
				$	$	$	$
Unsecured bank loan	SGD	2.00%	2025	1,000,000	1,000,000	1,000,000	1,000,000
Secured bank loan	SGD	3.00%	2025	5,000,000	330,543	5,000,000	1,520,737
Secured bank loan	SGD	2.5% - 4.75%	2025 - 2027	700,000	290,921	700,000	439,612
Convertible securities	SGD	6.00%	2027	700,000	681,465	-	-

(c) Convertible securities

The carrying amount of the unsecured convertible securities measured at amortised cost was derived as follows:

Group and Company	2025 $
Face value of convertible securities at date of issuance	700,000
Derivative financial instruments on initial recognition (Note 29)	(56,139)
	643,861
Interest on unwinding discount	37,604
End of financial year	681,465

On 12 July 2024, the Company entered into separate unsecured convertible securities agreements with various subscribers, pursuant to which the Company has issued unsecured convertible securities totaling $700,000. The convertible securities are completed and issued on 8 August 2024. These securities are convertible into the Company's shares at a conversion price of $0.06 per share, at the discretion of the holders. The securities carry an annual coupon rate of 6% and mature three years from the date of drawdown. If the Company opts for early redemption or the holders retain the securities until maturity, the holders will be entitled to an additional 2% bonus interest per annum.

28 LEASE LIABILITIES

	Group 2025 $	Group 2024 $
Undiscounted lease payments due:		
- Not later than one year	133,349	200,998
- Between one and three years	28,150	228,139
	161,499	429,137
Less: future interest costs	(5,968)	(25,788)
Lease liabilities	155,531	403,349
Lease liabilities are presented in the consolidated statement of financial position as follows:		
- Current	135,822	184,041
- Non-current	19,709	219,308
	155,531	403,349

Maturity analysis of lease liabilities based on contractual undiscounted payments is as follows:

	Less than 12 months $	Between 1-3 Years $	Total $
2025			
Lease liabilities	136,163	25,336	161,499
2024			
Lease liabilities	200,998	228,139	429,137

29 DERIVATIVE FINANCIAL INSTRUMENTS

	Group and Company 2025 $	Group and Company 2024 $
Derivative financial instruments arising from:		
Current		
Unsecured convertible securities	23,238	-

Movement of derivative financial instruments are as follows:

	Group and Company 2025 $	Group and Company 2024 $
Beginning of the financial year	-	-
Initial recognition at date of issuance of unsecured convertible securities (Note 27)	56,139	-
Gain on fair value changes (Note 6)	(32,901)	-
End of the financial year	23,238	-

The derivative financial instruments arose from the issuance of unsecured convertibles securities issued by the Company to various subscribers on 8 August 2024. The derivative financial instruments are measured at FVPL.

The fair value of derivative financial instruments are classified in level 3 of the fair value hierarchy.

30 PROVISIONS

Provisions was provided based on the estimated cost to reinstate the Group's leased premises recognised as rights-of-use assets to the original condition upon termination/maturity of the leases:

	Group	
	2025	2024
	$	$
Beginning of financial year	40,991	57,506
Additions	69,000	-
Unwinding of discount (Note 9)	942	-
Reversal	-	(16,515)
End of financial year	110,933	40,991
Provision are presented in the consolidated statement of financial position as follows:		
- Current	110,933	-
- Non-current	-	40,991
	110,933	40,991

31 DEFERRED INCOME TAXES

	Group	
	2025	2024
	$	$
		(restated)
Deferred tax liabilities	12,609	12,609

Deferred tax liabilities recognised from business combination (Note 41).

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 fiscal authority. As at reporting date, the Group did not recognise any deferred income taxes as the realisation of related tax benefits through future taxable profit is not probable.

As at reporting date, the Group did not recognised any deferred income taxes for unutilised tax losses of $16,299,450 (2024: $14,486,688) which can be carried forward and used to offset against future taxable income subject to meeting certain statutory requirements by the subsidiaries with unrecognised tax losses in their country of incorporation. The unutilised tax losses does not have expiry date under current tax legislation except for the unutilised losses of $990,455 (2024: $542,503) arising from the subsidiary in Malaysia which is available for carry up to 6 years from the year of loss and will expire in 2028.

32 SHARE CAPITAL

	Group and Company	
	No. of ordinary shares	Amount $
2025		
Beginning of financial year	371,511,764	15,959,231
Issued during the year	92,592,592	2,500,000
End of financial year	464,104,356	18,459,231
2024		
Beginning and end of financial year	371,511,764	15,959,231

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

On 12 July 2024, the Company entered into placement agreement with various subscribers for the issuance of an aggregate of 92,592,592 ordinary shares at a placement price of $0.027 per share, for a total consideration of $2,500,000. The placement was completed on 24 September 2024.

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All shares rank equally with regard to the Company's residual assets.

33 RESERVES

	Group	
	2025 $	2024 $
Composition:		
Merger reserve (Note 33(a))	2,921,000	2,921,000
Currency translation reserve (Note 33(b))	318,745	364,669
	3,239,745	3,285,669

Reserves are non-distributable.

The movement of reserves are as follows:

(a) Merger reserve

	Group	
	2025 $	2024 $
Beginning and end of financial year	2,921,000	2,921,000

The merger reserve represents the difference between the consideration paid and the share capital of the subsidiaries acquired under common control.

(b) Currency translation reserve

	Group	
	2025 $	2024 $
At the beginning of financial year	364,669	246,189
Net currency translation differences of financial statements of foreign subsidiaries	(45,924)	118,480
End of financial year	318,745	364,669

34 ACCUMULATED LOSSES

Movement in accumulated losses of the Company is as follows:

	Company	
	2025	2024
	$	$
Beginning of financial year	(3,108,827)	(2,445,458)
Net loss during the year	(16,253,923)	(663,369)
End of financial year	(19,362,750)	(3,108,827)
Net loss during the year include:		
- Expected credit losses on financial assets - net	15,027,174	-

35 CONTINGENT LIABILITIES

Corporate guarantees

The Company issued corporate guarantees amounted to $6,000,000 to banks for borrowings of its subsidiary. These bank borrowings of the subsidiary amounted to $1,330,543 (2024: $2,520,737) as at the reporting date.

The Company has evaluated the fair values of the corporate guarantees and the consequential liabilities derived from its guarantees to the bank with regards to the subsidiary are minimal.

36 FINANCIAL RISK MANAGEMENT

Financial risk factors

The Group’s activities expose it to market risk (including currency risk, price risk, and cash flow and fair value interest rate risk), credit risk, liquidity risk and capital risk. The Group’s overall risk management strategy seeks to minimise adverse effects from the unpredictability of financial markets on the Group’s financial performance. The Group do not use financial instruments such as currency forwards, interest rate swaps and foreign currency borrowings to hedge certain financial risk exposure.

The Board of Directors is responsible for setting the objectives and underlying principles of financial risk management for the Group. This includes establishing detailed policies such as authority levels, oversight responsibilities, risk identification and measurement, and exposure limits in accordance with the objectives and underlying principles approved by the Board of Directors.

Financial risk management is carried out by the finance department in accordance with the policies set by the Board of Directors. The finance personnel identifies, evaluates and monitors financial risks in close co-operation with the Group’s operating units. The finance personnel measures actual exposures against the limits set and prepares periodic reports for review by the Board of Directors. Regular reports are also submitted to the Board of Directors.

(a) Market risk

(i) Currency risk

The Group operates in Asia with dominant operations in Singapore, Malaysia and China Entities in the Group regularly transact in currencies other than their respective functional currencies (“foreign currencies”).

Currency risk arises within entities in the Group when transactions are mainly denominated in foreign currencies such as the `Renminbi ("RMB"), Malaysian Ringgit ("MYR") and United States Dollar (“USD”).

36 FINANCIAL RISK MANAGEMENT (CONTINUED)

(a) Market risk (continued)

(i) Currency risk (continued)

The Group is not exposed to significant currency risk as most of its financial assets and liabilities as at 31 March 2025 and 2024 are denominated in the functional currency of the Group, except for intra-group balances in foreign currencies which are eliminated when preparing the consolidated financial statements. Accordingly, the currency risk exposure has been determined by the management as not material to the Group's net profit for the financial year ended 31 March 2025 and 2024.

The Company is not exposed to significant currency risk as most of its financial assets and liabilities as at 31 March 2025 and 2024 are denominated in SGD. The currency risk exposure has been determined by the management as not material to the Company's net profit for the financial years ended 31 March 2025 and 2024.

(ii) Price risk

The Group is exposed to equity securities price risk arising from the unquoted equity securities from Singapore and Malaysia classified as financial assets, at FVPL as disclosed in Note 17 to the financial statements. As at reporting date, there is no significant exposure to equity price risk.

(iii) Cash flow and fair value interest rate risks

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market interest rates. As the Group does not have any significant interest-bearing assets, the Group’s income is substantially independent of changes in market interest rates. The Group’s interest rate risk mainly arises from borrowings at floating interest rate. The Group manages its interest rate risk by keeping bank loans to the minimum required to sustain the operations of the Group.

The interest rate risk exposure for borrowings has been determined by the management as not material to the Group's loss for the financial years ended 31 March 2025 and 31 March 2024.

(b) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The major classes of financial assets of the Group and the Company are cash and cash equivalents, trade and other receivables, deposits and financial assets, at FVPL (including, investments in films and entertainment events). The Group’s and the Company’s exposure to credit risk arises primary from trade and other receivables and deposits.

(i) Risk management

The Group adopts the following policy to mitigate the credit risk.

For banks and financial institutions, the Group mitigates its credit risks by transacting only with counterparties with good ratings.

For customers, the Group performs credit reviews on new customers before acceptance and an annual review for existing customers. Credit reviews take into account customers’ financial strength, the Group’s past experiences with the customers and other relevant factors. For other financial assets, the Group and the Company minimise credit risk by dealing only with reputable and/or good credit quality counterparties.

36 FINANCIAL RISK MANAGEMENT (CONTINUED)

(b) Credit risk (continued)

(i) Risk management (continued)

As the Group and the Company do not hold any collateral, the maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented on the statement of financial position.

The Group's internal credit risk grading categories are as follows:

Category	Description	Basis of recognising ECL
1	Low credit risk [Note 1]	12-months ECL
2	Non-significant increase in credit risks since initial recognition and financial asset is ≤ 30 days past due	12-months ECL
3	Significant increase in credit risk since initial recognition [Note 2] or financial asset is > 30 days past due	Lifetime ECL
4	Evidence indicates that financial asset is credit-impaired [Note 3]	Difference between financial asset's gross carrying amount and present value of estimated future cash flows discounted at the financial asset's original effective interest rate
5	Evidence indicates that the management has no reasonable expectations of recovering the write off amount [Note 4]	Written off

Note 1. Low credit risk

The financial asset is determined to have low credit risk if the financial assets have a low risk of default, the counterparty has a strong capacity to meet its contractual cash flow obligations in the near term and adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the counterparty to fulfil its contractual cash flow obligations. Generally, this is the case when the Group assesses and determines that the debtor has been, is in and is highly likely to be, in the foreseeable future and during the (contractual) term of the financial asset, in a financial position that will allow the debtor to settle the financial asset as and when it falls due.

Note 2. Significant increase in credit risk

In assessing whether the credit risk of the financial asset has increased significantly since initial recognition, the Group compares the risk of default occurring on the financial asset as of reporting date with the risk of default occurring on the financial asset as of date of initial recognition, and considered reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

In assessing the significance of the change in the risk of default, the Group considers both past due (i.e. whether it is more than 30 days past due) and forward looking quantitative and qualitative information.

36 FINANCIAL RISK MANAGEMENT (CONTINUED)

(b) Credit risk (continued)

(i) Risk management (continued)

Note 2. Significant increase in credit risk (continued)

Forward looking information includes the assessment of the latest performance and financial position of the debtor, adjusted for the Group's future outlook of the industry in which the debtor operates based on independently obtained information (e.g. expert reports, analyst's reports etc) and the most recent news or market talks about the debtor, as applicable. In its assessment, the Group will generally, for example, assess whether the deterioration of the financial performance and/or financial position, adverse change in the economic environment (country and industry in which the debtor operates), deterioration of credit risk of the debtor, etc. is in line with its expectation as of the date of initial recognition of the financial asset. Irrespective of the outcome of the above assessment, the Group presumes that the credit risk on a financial asset has increased significantly since initial recognition when contract payments are >30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

The Group's internal credit risk grading categories are as follows:

Note 3. Credit impaired

In determining whether financial assets are credit-impaired, the Group assesses whether one or more events that have a detrimental impact on the estimated future cashflows of the financial asset have occurred. Evidence that a financial asset is credit impaired includes the following observable data:

- Significant financial difficulty of the debtor;
- Breach of contract, such as a default or being more than 90 days past due;
- it is becoming probable that the debtor will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for the financial asset because of financial difficulties.

Note 4. Write off

Generally, the Group writes off, partially or fully, the financial asset when it assesses that there is no realistic prospect of recovery of the amount as evidenced by, for example, the debtor's lack of assets or income sources that could generate sufficient cashflows to repay the amounts subjected to the write-off.

The Group performs ongoing credit evaluation of its counterparties' financial condition and generally does not require collateral.

The Group and Company do not have any significant credit exposure to any single counterparty or any groups of counterparties having similar characteristics other than the geographical location of their operations.

36 FINANCIAL RISK MANAGEMENT (CONTINUED)

(b) Credit risk (continued)

(i) Risk management (continued)

Trade receivables and unbilled receivables (Note 13)

The Group and Company uses the practical expedient under SFRS(I) 9 in the form of allowance matrix to measure the ECL for trade receivables and unbilled receivables, where the loss allowance is equal to lifetime ECL.

The ECL for trade receivables and unbilled receivables is estimated using an allowance matrix by reference to the historical credit loss experience of the customers prior to the respective reporting dates for various customer groups that are assessed by geographical locations and internal ratings, adjusted for forward looking factors specific to the debtors and the economic environment which could affect the ability of the debtors to settle the financial assets. The Group and Company assesses the impact of the economic environment on the ECL rates and adjusts the allowance matrix at each reporting date.

Trade receivables and unbilled receivables are written off when there is evidence to indicate that the customer is in severe financial difficulty such as being under liquidation or bankruptcy and there is no reasonable expectation for recovering the outstanding balances.

Group	Unbilled receivables	Below 3 months	3 - 6 months	6 - 12 months	Above 12 months	Total
	$	$	$	$	$	$
2025						
Expected credit loss rates	0%	0%	9%	7%	100%	7%
Total gross carrying amount	4,631	712,174	7,404	164,853	48,273	937,335
Loss allowance	-	(1,773)	(690)	(10,974)	(48,273)	(61,710)
	4,631	710,401	6,714	153,879	-	875,625
2024						
Expected credit loss rates	0%	0%	0%	80%	100%	5%
Total gross carrying amount	135,164	457,435	45,162	19,851	14,292	671,904
Loss allowance	-	-	-	(15,953)	(14,292)	(30,245)
	135,164	457,435	45,162	3,898	-	641,659

Company	Unbilled receivables	Below 3 months	3 - 6 months	6 - 12 months	Above 12 months	Total
		$	$	$	$	$
2024						
Expected credit loss rates	0%	0%	0%	0%	0%	0%
Total gross carrying amount	26,300	-	-	-	-	26,300
Loss allowance	-	-	-	-	-	-
	26,300	-	-	-	-	26,300

36 FINANCIAL RISK MANAGEMENT (CONTINUED)

(b) Credit risk (continued)

(i) Risk management (continued)

Other receivables (Note 13)

As of 31 March 2025, the Group recorded the other receivables of $306,398 (2024: $1,067,867). The Group assessed that there is no significant increase in credit risk for these receivables and accordingly, ECL is assessed based on 12 months ECL. In its assessment of the credit risk of the other receivables, the Group considered amongst other factors, the financial position of the other receivables as of 31 March 2025, the past financial performance and cashflow trends, adjusted for the outlook of the industry and economy in which the debtors operate in. A loss allowance of $933,038 (2024: $83,264) is recognised for the other receivables of the Group as at 31 March 2025 which are credit impaired.

Non-trade amounts due from subsidiaries and non-related parties (Note 13)

The Company held non-trade receivables from its subsidiaries and non-related parties of $372,970 (2024: $12,399,808). These balances are amounts funded to subsidiaries and non-related parties as working capital. The Company used general approach for assessment of ECLs for these receivables. Based on an assessment of qualitative and quantitative factors that are indicative of the risk of default (including but not limited to external ratings, financial information and cash flow projections, and available press information, if available, and applying experienced credit judgement), these exposures are considered to have no significant increase in credit risk. Therefore, the impairment on these balances has been measured on the 12 months expected credit loss basis and the amount of the allowance is insignificant. During the financial year ended 31 March 2025, the loss allowance of the non-trade amounts due from subsidiaries and non-related parties are $15,042,174 (2024: $15,000) as the Group assessed that these receivables to be credit impaired.

The Group and the Company have applied the simplified approach by using the provision matrix to measure the lifetime expected credit losses for all trade receivables and the general approach for other financial assets at amortised cost, i.e. other receivables and deposits.

To measure the ECL, these receivables have been grouped based on individual characteristics of its customers and days past due. In calculating the expected credit loss rates, the Group and the Company considered historical loss rates for each category of customers.

Receivables 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 considers a receivable for write-off when a debtor fails to make contractual payment greater than 365 days past due based on historical loss rates for each category of customers and adjust to reflect current and forward-looking information. Where receivables have been 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.

There has been no change in the estimation techniques or significant assumptions made during the current reporting period.

36 FINANCIAL RISK MANAGEMENT (CONTINUED)

(b) Credit risk (continued)

(i) Risk management (continued)

Credit risk concentration profile

The Group and the Company determines concentrations of credit risk by monitoring the country and customer profile of its trade receivables on an on-going basis. The credit risk concentration profile of the Group's and the Company's trade receivables at the end of the reporting period is as follows:

	Group		Company	
	2025	**2024**	**2025**	**2024**
	$	**$**		
By geographical areas				
Singapore	542,939	503,583	-	26,300
Malaysia	122,016	103,099	-	-
China	9,180	41,828	-	-
Taiwan	250,000	-	-	-
Others	13,200	23,394	-	-
	937,335	671,904	-	26,300
Less: Expected credit losses allowance (Note 13)	(61,710)	(30,245)	-	-
	875,625	641,659	-	26,300
By types of customers				
Non-related parties	740,389	665,942	-	-
Related parties	196,946	5,962	-	26,300
	937,335	671,904	-	26,300
Less: Expected credit losses allowance (Note 13)	(61,710)	(30,245)	-	-
	875,625	641,659	-	26,300

The movement of ECL on trade and other receivables are as follows:

	Group		Company	
	2025	**2024**	**2025**	**2024**
	$	**$**	**$**	**$**
Group				
Beginning of financial year	113,509	113,509	15,000	15,000
Reversal	(15,000)	-	(15,000)	-
Additions	894,108	-	15,042,174	-
Currency translation differences	2,131	-	-	-
End of financial year	994,748	113,509	15,042,174	15,000

The Group and the Company have recognised a loss allowance of $994,748 (2024: $113,509) and $15,042,174 (2024: $15,000) respectively against trade and other receivables over 365 days past due, because these groups of receivables are credit impaired. No other loss allowance are recognised as the management believes that the amounts that are past due are collectible, based on historical payment behaviour and credit- worthiness of the customers.

For deposits, the general 3-stage approach is applied. ECL allowance is based on 12-month expected credit loss if there is no significant increase in credit risk since recognition of the deposits. If there is significant increase in credit risk since initial recognition, lifetime expected credit loss will be calculated and recognised. As at the reporting date, no ECL has been provided for deposits as the management believes that the deposits remain low risk and no recoverability issue.

36 FINANCIAL RISK MANAGEMENT (CONTINUED)

(c) Liquidity risk

Prudent liquidity risk management includes maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities. At the reporting date, assets held by the Group and the Company for managing liquidity risk included cash and cash equivalents as disclosed in Note 12 to the financial statements.

Management monitors rolling forecasts of the liquidity reserve (comprises all the bank facility) and cash and cash equivalents of the Group and the Company on the basis of expected cash flow. This is generally carried out in accordance with the practice and limits set by the directors. These limits vary by location to take into account the liquidity of the market in which the entity operates.

The table below analyses non-derivative financial liabilities of the Group and the Company into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows as follow:

	Less than 1 year $	Between 1 and 2 years $	Between 2 and 5 years $
Group			
At 31 March 2025			
Trade and other payables	3,481,152	-	-
Borrowings	1,511,388	210,822	784,000
Lease liabilities	136,163	25,336	-
	5,128,703	236,158	784,000
At 31 March 2024			
Trade and other payables	4,527,227	-	-
Borrowings	2,465,250	462,643	65,653
Lease liabilities	200,998	228,139	-
	7,193,475	690,782	65,653
Company			
At 31 March 2025			
Trade and other payables	1,286,703	-	-
Borrowings	42,000	42,000	784,000
	1,328,703	42,000	784,000
At 31 March 2024			
Trade and other payables	1,721,380	-	-

(d) Capital risk

The Group's objectives when managing capital are to safeguard the Group's ability to continue to operate as a going concern and to maintain an optimal capital structure so as to maximise shareholder value. In order to maintain or achieve an optimal capital structure, the Group may adjust the amount of dividend payment, return capital to shareholders, issue new shares, buy back issued shares, obtain new borrowings or sell assets to reduce borrowings.

36 FINANCIAL RISK MANAGEMENT (CONTINUED)

(d) Capital risk (continued)

Management monitors capital based on the gearing ratio which the Board of Directors monitors on a periodic basis. The gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as borrowings less cash and cash equivalents. Total capital is calculated as total equity plus net debt.

	Group		Company	
	2025	2024	2025	2024
	$	$	$	$
Borrowings (Note 27)	2,302,929	2,960,349	681,465	-
Less: cash at banks (Note 12)	(177,898)	(1,425,134)	(512)	(133,621)
Net debt	2,125,031	1,535,215	680,953	(133,621)
Total equity	3,352,638	12,317,343	(903,519)	12,850,404
Total capital	5,477,669	13,852,558	(222,566)	12,716,783
Gearing ratio (times)	0.39	0.11	*	*

** Not meaningful*

37 FAIR VALUE OF ASSETS AND LIABILITIES

(a) Fair value measurements

The fair values of applicable assets and liabilities, are determined and categorised using a fair value hierarchy as follows:

(i) Level 1 - the fair values of assets and liabilities with standard terms and conditions and which trade in active markets that the Group can access at the measurement date are determined with reference to quoted market prices (unadjusted);

(ii) Level 2 - in the absence of quoted market prices, the fair values of the assets and liabilities are determined using the other observable, either directly or indirectly, inputs such as quoted prices for similar assets/liabilities in active markets or included within Level 1, quoted prices for identical or similar assets/liabilities in non-active markets.; and

(iii) Level 3 - in the absence of quoted market prices included within Level 1 and observable inputs included within Level 2, the fair values of the remaining assets and liabilities are determined in accordance with generally accepted pricing models.

Fair value measurements that use inputs of different hierarchy levels are categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

37 FAIR VALUE OF ASSETS AND LIABILITIES (CONTINUED)

(b) Assets and liabilities measured at fair value

The following table shows an analysis of each class of assets and liabilities measured at fair value at the end of the reporting period:

Recurring fair value measurements	Note	Group Level 3 $
2025		
Financial assets		
Financial assets, at FVPL	17	10,000
Investments in films and entertainment events	18	7,243,516
Financial liabilities		
Derivative financial instruments	29	23,238
2024		
Financial assets		
Financial assets, at FVPL	17	1,545,922
Investments in films and entertainment events	18	5,687,995

Recurring fair value measurements		Company Level 3 $
2025		
Financial liabilities		
Derivative financial instruments	29	23,238

(c) Level 3 fair value measurements

(i) Summary of the quantitative information about the significant unobservable inputs used in the level 3 fair value measurements.

Description	Fair value at 31 March 2025	Valuation technique	Significant unobservable inputs	Range of unobservable inputs
Financial asset and liabilities at fair value through profit or loss:				
Financial asset				
Financial assets, at FVPL	$10,000 (2024: $1,545,922)	Net asset valuation	Note 1	Not applicable
Investments in films and entertainment events	$7,243,516 (2024: $5,687,995)	Discounted Cash Flow Analysis	Weighted average cost of capital ("WACC")	10.86% (2024: 13.65% - 14.03%)
Financial liabilities				
Derivative financial instrument	$23,238 (2024: $Nil)	Binomial option pricing model	Risk free interest rate	2.77% (2024: Nil)

37 FAIR VALUE OF ASSETS AND LIABILITIES (CONTINUED)

(c) Level 3 fair value measurements (continued)

Relationship of unobservable inputs to fair value

Investments in films and entertainment events
An increase/decrease in WACC would result in a decrease/increase in fair value of the assets.

Derivative financial instrument
An increase/decrease in risk free interest rate would result in a decrease/increase in fair value of the assets.

Note 1 - The fair values of financial assets, at FVPL are determined based on fair values of the underlying assets and liabilities of the investee company.

(ii) Valuation policies and procedures

Management assessed the necessary, the Group would engage experts to perform significant financial reporting valuations. The Group's financial controller is responsible for selecting and engaging such external experts that possess the relevant credentials and knowledge on the subject of valuation, valuation methodologies, and SFRS(I) 13 fair value measurement guidance.

The financial controller will perform the analysis and the results of the external valuations are then reported to the CEO, Audit Committee and the Board of Directors for approval.

(iii) Transfers between fair value hierarchy

There were no transfers between Level 1, 2 and 3 during the financial year.

Except as disclosed in respective notes, the carrying amount of trade and other receivables (Note 13), deposits (Note 14), cash and cash equivalents (Note 12), other current assets (Note 16), trade and other payables (Note 25), and borrowings (Note 27) are approximate to their respective fair values due to the relative short-term maturity of these financial instruments.

The carrying amounts of non-current receivables (Note 13) and borrowings (Note 27) are reasonable approximation of fair values as the consideration of time value of money is not material.

It is the Group's policy that where assessed necessary by the local management, the Group would engage experts to perform significant financial reporting valuations. The management is responsible for selecting and engaging such external experts that possess the relevant credentials and knowledge on the subject of valuation, valuation methodologies, and SFRS(I) 13 fair value measurement guidance.

Management reviews and analyses the valuation results, which are subsequently presented to the Audit Committee, and the Board of Directors for review and approval.

38 CLASSIFICATION OF FINANCIAL ASSETS AND LIABILITIES

	Group		Company	
	2025	2024	2025	2024
	$	$	$	$
Group		*(Restated)*		
Financial assets at amortised cost	1,403,844	6,695,954	373,482	12,559,729
Financial assets, at FVPL	7,253,516	7,233,917	10,000	850,000
Financial liabilities, at FVPL	23,238	-	23,238	-
Financial liabilities at amortised cost	5,784,081	7,487,576	1,286,703	1,721,380

39 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:

(a) Sales and purchases of services

	Group	
	2025	2024
	$	$
Former holding company		
Purchase of services	-	20,000
Related parties		
Sales of services	127,600	191,950
Purchase of services	20,806	-
Lease expenses	16,001	1,865

Outstanding balances as at 31 March 2025 and 2024 arising from sales/purchase of services, are unsecured and receivable/payable within 12 months from reporting date and are disclosed in Notes 13 and 25 to the financial statements respectively.

(b) Key management personnel compensation

Key management personnel compensation is as follows:

	Group	
	2025	2024
	$	$
Directors		
Wages and salaries	132,000	286,000
Bonus	-	11,000
Directors' fees	80,000	83,333
Employer's contribution to defined contribution plans	14,212	19,536
Other benefits	6,200	36,317
	232,412	436,186
Key management personnel (excluding directors)		
Wages and salaries	340,800	563,600
Employer's contribution to defined contribution plans	17,803	25,500
Other benefits	20,121	16,200
	378,724	605,300
Total key management personnel compensation	611,136	1,041,486

40 SEGMENTAL INFORMATION

The Group's CODM comprises the Chief Executive Officer, Chief Operating Officer and Financial Controller. Management has determined the operating segments based on the reports reviewed by the CODM that are used to make strategic decisions, allocate resources, and assess performance.

The Group was organised into 2 reportable operating segments, which is relating to digital media and live experience production and public relations services. This is based on the Group's internal organisation and management structure and the primary way in which the CODM is provided with the financial information. Others consist of revenue from provision of family entertainment service.

The two operating segments are mainly:

(a) Digital Media & Live Experience Production

(i) Digital and live experience production

Digital and live experience production refers to the production of immersive experiential content for location-based entertainment by developing the Group's digital intellectual property assets ("IP") or acquired IP from third parties, and license the IP to third parties such as venue owners and show promoters to use these for commercial, marketing and/or promotion purposes.

(ii) Digital media production

Digital media production refers to the services in visual effects, computer-generated imagery services and immersive media works for feature films, commercials, projection mapping and other post-production services. The services are mainly related to motion picture, video and television programme post-production services.

(b) Public relations

Public relations services refers to the services in management consultancy services and communications and media relations solutions.

40 SEGMENTAL INFORMATION (CONTINUED)

The segment information provided to the CODM for the reportable segments are as follows:

	Digital Media & Live Experience Production $	Public Relations $	Others $	Total $
2025				
Revenue				
- External parties	1,809,830	2,020,193	4,739	3,834,762
- Related parties	127,600	-	-	127,600
Total revenue	1,937,430	2,020,193	4,739	3,962,362
Loss before interest, tax, depreciation amortisation, impairment loss, fair value change and unrealised foreign exchange	**(2,572,197)**	**(380,355)**	**(64,346)**	**(3,016,898)**
Unrealised foreign exchange gains	94,276	117	-	94,393
Amortisation of intangible assets	(139,896)	-	-	(139,896)
Amortisation of acquired rights	(139,463)	-	-	(139,463)
Depreciation of plant and equipment	(24,720)	(6,059)	(6,510)	(37,289)
Depreciation of right-of-use assets	(94,329)	(77,133)	(40,476)	(211,938)
Impairment loss on goodwill	(2,851,917)	-	-	(2,851,917)
Impairment loss on acquired rights	(1,148,943)	-	-	(1,148,943)
Impairment loss on intangible assets	(35,192)	-	-	(35,192)
Impairment loss on right-of-use assets	(68,370)	-	-	(68,370)
Impairment loss on plant and equipment	-	-	(312,346)	(312,346)
Loss on fair value change for investment in films and entertainment events	(1,774,215)	- -	-	(1,774,215)
Loss on fair value changes on financial assets, FVPL - net	(867,344)	-	-	(867,344)
Gain on fair value changes for derivative financial instrument	32,901	-	-	32,901
Receivable written off	-	(246,753)	-	(246,753)
Inventory written down	(800,000)	-	-	(800,000)
Finance expenses	(133,803)	(23,545)	(3,784)	(161,132)
Loss before income tax	**(10,523,212)**	**(733,728)**	**(427,462)**	**(11,684,402)**
Income tax expense	144,330	(13,334)	-	130,996
Net loss for the financial year	**(10,378,882)**	**(747,062)**	**(427,462)**	**(11,553,406)**

40 SEGMENTAL INFORMATION (CONTINUED)

The segment information provided to the CODM for the reportable segments are as follows: (continued)

	Digital Media & Live Experience Production $	Public Relations $	Total $
2024			
Revenue			
- External parties	4,217,608	2,683,375	6,900,983
- Related parties	191,950	-	191,950
Total revenue (Note 4)	4,409,558	2,683,375	7,092,933
(Loss)/Profit before interest, tax, depreciation amortisation, impairment loss, fair value change and unrealised foreign exchange	**(1,195,009)**	**428,626**	**(766,383)**
Unrealised foreign exchange (losses)/gain	(145,629)	15	(145,614)
Gain on fair value change for investment in films and entertainment events	65,747	-	65,747
Amortisation of intangible assets	(92,376)	-	(92,376)
Amortisation of acquired rights	(139,463)	-	(139,463)
Depreciation of plant and equipment	(55,419)	(6,491)	(61,910)
Depreciation of right-of-use assets	(98,936)	(82,660)	(181,596)
Loss on fair value changes on financial assets, FVPL - net	(62,260)	-	(62,260)
Finance expenses	(147,536)	(23,861)	(171,397)
(Loss)/profit before income tax	**(1,870,881)**	**315,629**	**(1,555,252)**
Income tax expense	-	(8,864)	(8,864)
Net (loss)/profit for the financial year	**(1,870,881)**	**306,765**	**(1,564,116)**

There are no revenue transactions between the inter-segment. Disclosure on the measures of total assets and total liabilities for each reportable segments was not presented as the CODM is of the opinion that it is not meaningful and impracticable as they do not use them for decision-making on allocation of resources and performance assessment.

Segmental revenue by geographical is disclosed in Note 4 to the financial statements.

Information of major customers

Revenue of approximately $1,278,011 (2024: $3,599,217) is derived from 4 (2024:7) external customers for the financial year ended 31 March 2025.

41 BUSINESS COMBINATIONS

On 26 March 2023, the Company had entered into a Sales and Purchase Agreement (“SPA”) with Quin Yeo Chow In (the “Co-Founder”) and Foo Jinzhong Jeremy (“Vendor”) to acquire a 30% equity interest in Elliot Communications Pte. Ltd. (“Elliot”) and its subsidiaries (“Elliot Group”) for a consideration of $775,393 ("Initial Purchase Consideration"). The SPA included a call option to acquire an additional 21% equity interest in Elliot, with terms and conditions applied.

41 BUSINESS COMBINATIONS (CONTINUED)

Additionally, on the same day, the Company entered into a Shareholders Agreement ("SHA") with the Vendor and Elliot, outlining the framework to regulate the shareholders' risks and responsibilities, including board matters and decision-making processes related to Elliot Group.

Subsequent to the SPA and SHA, the Company and the Vendor entered into a supplementary arrangement on 22 December 2023 to exclude a startup business from Elliot Group. Accordingly, the initial purchase consideration was revised to $697,490.

Following the control assessment described under Note 3 to the financial statements, the management has assessed that the Company has established control over Elliot Group in accordance with SFRS(I) 10 *Consolidated Financial Statements*. Consequently, the Company has accounted for Elliot Group as subsidiary.

Details of the consideration paid and the assets acquired and liabilities assumed, and the non-controlling interests recognised and the effects on the cash flow on the Group, at the acquisition date, are as follows:

(i) Purchase Consideration:

	$ *(Restated)*
Cash paid to Vendor	308,000
Cash paid to Elliot Communication's for subscription of new shares	467,393
Total purchase consideration	775,393

(ii) Effect on cash flows of the Group

	$
Cash paid to Vendor	(308,000)
Less: Cash and cash equivalents acquired	385,367
Cash inflow on acquisition	77,367

(iii) Identifiable assets acquired and liabilities assumed

	At fair value $ *(Restated)*
Cash and bank balances	385,367
Trade and other receivables	1,341,822
Deposits and prepayments	42,930
Plant and equipment	11,660
Right-of-use assets	100,074
Intangible assets (Note 24)	74,168
Total assets	1,956,021
Trade and other payables	(313,359)
Contract liabilities	(378,680)
Current income tax liabilities	(28,339)
Lease liabilities	(102,322)
Borrowings	(557,833)
Deferred tax liabilities (Note 31)	(12,609)
Total liabilities	(1,393,142)
Total identifiable net assets	562,879
Less: Non-controlling interests proportion of the fair value of identifiable net assets	(394,015)
Add: Goodwill (Note 22)	606,529
Total purchase consideration	775,393

41 BUSINESS COMBINATIONS (CONTINUED)

Goodwill

The acquisition was completed on 27 May 2023 and the initial purchase price allocation ("PPA") to identifiable net assets acquired was not completed as at 31 March 2024. The PPA was subsequently completed during the financial year ended 31 March 2025 and, accordingly, the goodwill amount was adjusted retrospectively. As a result, the goodwill allocated to the CGU of Public Relations had been restated from $545,139 to $606,529 and presented in Note 22 to the financial statements under Elliot Group - Public Relations segment.

42 PRIOR YEAR ADJUSTMENTS

Restatement adjustments have been made to the prior year financials to rectify the errors made in the determination of the provisional goodwill recognised in the prior financial year.

As a result of the restatement to the comparative figures due to the abovementioned error, certain financial statement line items have been amended on the consolidated statement of financial position and related notes to the financial statements.

Summary of the significant accounts for the year ended 31 March 2024 financial statements before and after the restatement are as follows:

	As previously reported	Adjustment	As restated
	$	$	$
Group			
31 March 2024			
Consolidated statement of financial position			
Current assets			
Trade and other receivables	1,719,526	(10,000)	1,709,526
Non-current assets			
Goodwill arising from consolidation	3,397,056	61,390	3,458,446
Intangible assets	204,862	(253)	204,609
Non-current liabilities			
Deferred income tax liabilities	-	(12,609)	(12,609)
Equity			
Non-controlling interests	(571,041)	(38,528)	(609,569)

43 AUTHORISATION OF FINANCIAL STATEMENTS

The financial statements were authorised for issue in accordance with a resolution of the Board of Directors of Vividthree Holdings Ltd. on 14 July 2025.

STATISTICS OF SHAREHOLDINGS

AS AT 18 JUNE 2025

Class of Shares	:	Ordinary shares
Number of shares (excluding treasury shares)	:	464,104,356
Voting Rights	:	One vote per share
No. of treasury shares and percentage	:	Nil
No. of subsidiary holdings held and percentage	:	Nil

SHAREHOLDINGS HELD IN THE HANDS OF PUBLIC

Based on the information available to the Company as at 18 June 2025, approximately 36.19% of the issued ordinary shares of the Company is held by the public. Accordingly, the Company has complied 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) in a class that is listed at all times held by the public.

DISTRIBUTION OF SHAREHOLDERS BY SIZE OF SHAREHOLDINGS

Size of shareholdings	No. of shareholders	%	No. of shares	%
1-99	3	0.60	104	0.00
100-1,000	33	6.56	19,200	0.00
1,001-10,000	84	16.70	533,300	0.12
10,001-1,000,000	352	69.98	56,606,600	12.20
1,000,001 and above	31	6.16	406,945,152	87.68
Total	503	100.00	464,104,356	100.00

TWENTY LARGEST SHAREHOLDERS

No.	Name of shareholder	No. of shares	%
1	UOB KAY HIAN PTE LTD	214,658,074	46.25
2	YEO ENG PU CHARLES (YANG YINGFU)	43,987,840	9.48
3	HONG WEI CHIEN	28,082,400	6.05
4	MOOMOO FINANCIAL SINGAPORE PTE. LTD.	22,655,218	4.88
5	CITIBANK NOMINEES SINGAPORE PTE LTD	18,730,400	4.03
6	CGS INTERNATIONAL SECURITIES SINGAPORE PTE LTD	13,351,700	2.88
7	LEE HOON HWEE (LI YUNFEI)	9,731,320	2.10
8	LIM LENA (LIN LENA)	6,700,000	1.44
9	PHILLIP SECURITIES PTE LTD	5,421,000	1.17
10	OCBC SECURITIES PRIVATE LTD	5,161,700	1.11
11	YEO KHEE SENG BENNY	4,838,300	1.04
12	SIM TECK HUAT	3,086,100	0.66
13	DBS NOMINEES PTE LTD	2,591,000	0.56
14	TIGER BROKERS (SINGAPORE) PTE. LTD.	2,502,900	0.54
15	GUNASEHA S/O SENIVASAN	2,457,400	0.53
16	LIM & TAN SECURITIES PTE LTD	2,304,400	0.50
17	SEBASTIAN YEO BOON KIAT	1,985,900	0.43
18	LIM AH KAW @ LIM LAN CHING	1,928,400	0.42
19	LIM CHU SIAH	1,658,900	0.36
20	KOH BIN LAM (XU MINNAN)	1,500,000	0.32
	Total:	**393,332,952**	**84.75**

STATISTICS OF SHAREHOLDINGS

AS AT 18 JUNE 2025

SUBSTANTIAL SHAREHOLDERS

as recorded in the Register of Substantial Shareholders

No.	Name of shareholder	Direct interest	%	Indirect/Deemed interest	%
1	Yeo Eng Pu, Charles	43,987,840	9.48%	–	–
2	Hong Wei Chien	28,082,400	6.05%	–	–
3	Hildrics Asia Growth Fund VVC[1]	37,037,037	7.98%	–	–
4	Choo Kee Siong[1]	–	–	37,037,037	7.98%
5	Wee Teng Chuen[1]	–	–	37,037,037	7.98%
6	Zhang Jingwei[2]	37,037,037	7.98%	–	–
7	mm2 Asia Ltd.[3]	138,720,000	29.89%	–	–
8	Melvin Ang[4]	–	–	138,720,000	29.89%

Notes:

1 Hildrics Asia Growth Fund VVC holds 37,037,037 ordinary shares of the Company through a nominee account with UOB Kay Hian Pte. Ltd.. Hildrics Asia Growth Fund VCC is a private equity fund managed by Hildrics Capital Pte. Ltd. on a discretionary basis in accordance with the operating and investment conditions and other terms of the investment management agreement under which Hildrics Capital Pte. Ltd. is appointed. The shareholders of Hildrics Capital Pte. Ltd. are Mr. Choo Kee Siong and Mr. Wee Teng Chuen, who each have a shareholding of 50%.

2 Zhang Jingwei holds 37,037,037 ordinary shares of the Company through a nominee account with UOB Kay Hian Pte. Ltd..

3 mm2 Asia Ltd. holds 138,720,000 ordinary shares of the Company through a nominee account with UOB Kay Hian Pte. Ltd..

4 Mr Melvin Ang currently holds 14.11% of the shares in mm2 Asia Ltd.; and is deemed interested in the 138,720,000 ordinary shares in the Company held by mm2 Asia Ltd..

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting ("**AGM**") of the Company will be held at 8 Wilkie Road #03-01 Wilkie Edge Singapore 228095 on 30 July 2025 at 11 a.m. to transact the following business:–

ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and Audited Financial Statements of the Company for the financial year ended 31 March 2025 together with the Independent Auditor's Report thereon. **Resolution 1**

2. To re-elect Mr Yeo Eng Pu, Charles, who is retiring in accordance with Regulation 117 of the Company's Constitution, as a Director of the Company. **Resolution 2**

   Mr Yeo Eng Pu, Charles, upon re-election as a Director of the Company, remain as Executive Director and Chief Executive Officer and a member of the Nominating Committee.

3. To re-elect Dr Ho Choon Hou, who is retiring in accordance with Regulation 117 of the Company's Constitution, as a Director of the Company. **Resolution 3**

   Dr Ho Choon Hou shall, upon re-election as a Director of the Company, remain as Chairman of the Remuneration Committee and a member of the Audit Committee and Nominating Committee. Dr Ho Choon Hou shall be considered independent for the purpose of Rule 704(7) of the Catalist Rules.

4. To approve the payment of Directors' fees of $80,000 for the financial year ended 31 March 2025. **Resolution 4**

5. To re-appoint Messrs Forvis Mazars LLP as the Company's Independent Auditors and to authorise the Directors to fix their remuneration. **Resolution 5**

SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without amendments:

6. **Authority to allot and issue shares** **Resolution 6**

   That pursuant to Section 161 of the Companies Act 1967 ("**Companies Act**") and the Listing Manual Section B: Rules of Catalist ("**Catalist Rules**") of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), authority be and is hereby given to the Directors of the Company to allot and issue shares and convertible securities in the capital of the Company (whether by way of rights, bonus or otherwise) 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 provided that:–

(i) the aggregate number of Shares and convertible securities to be issued pursuant to this Resolution does not exceed 100 per cent (100%) of the total number of issued Shares (excluding treasury Shares and subsidiary holdings) of the Company (as calculated in accordance with sub-paragraph (ii) below), of which the aggregate number of Shares and convertible securities to be issued other than on a pro rata basis to existing shareholders of the Company does not exceed fifty per cent (50%) of the total number of issued shares (excluding treasury Shares and subsidiary holdings) of the Company (as calculated in accordance with sub-paragraph (ii) below);

(ii) (subject to such manner of calculations 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 percentage of the total number of issued Shares shall be based on the total number of issued Shares (excluding treasury Shares and subsidiary holdings) of the Company 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 outstanding or subsisting at the time of the passing of the resolution approving the mandate, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and

(c) any subsequent bonus issue, consolidation or sub-division of Shares

(iii) 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 or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.

[See Explanatory Note (i)]

7. Authority to grant Awards and to allot and issue Shares under the Vividthree Performance Share Plan **Resolution 7**

That pursuant to Section 161 of the Companies Act and the Catalist Rules, approval be and is hereby given to the Directors of the Company to:

(i) grant Awards in accordance with the provisions of the Vividthree Performance Share Plan (the "**Vividthree PSP**"); and

(ii) allot and issue from time to time such number of fully paid-up shares as may be required to be allotted and issued pursuant to the release of Awards under the Vividthree PSP provided that the aggregate number of Shares to be allotted and issued pursuant to the Vividthree PSP shall not exceed fifteen per cent (15%) of the total number of issued Shares (excluding Shares held by the Company as treasury shares) from time to time.

[See Explanatory Note (ii)]

Explanatory Notes:

(i) The Ordinary Resolution proposed in item 6, if passed, will empower the Directors from the date of this Annual General Meeting until the date of the next Annual General Meeting, to allot and issue Shares and convertible securities in the Company. The number of Shares and convertible securities, which the Directors may allot and issue under this Resolution shall not exceed hundred (100%) of the total number of issued Shares (excluding treasury Shares and subsidiary holdings) at the time of passing this Resolution. For allotment and issue of Shares and convertible securities other than on a pro-rata basis to all shareholders of the Company, the aggregate number of Shares and convertible securities to be allotted and issued shall not exceed fifty per cent (50%) of the total number of issued Shares (excluding treasury Shares and subsidiary holdings). This authority will, unless revoked or varied at a general meeting, expire at the next Annual General Meeting, or by the date by which the next Annual General Meeting is required by law to be held, whichever is earlier.

(ii) The Ordinary Resolution proposed in item 7, if passed, will empower the Directors to grant Awards and to issue and allot Shares pursuant to the Vividthree PSP. The grant of Awards under the Vividthree PSP will be made in accordance with the provisions of the Vividthree PSP. The aggregate number of Shares which may be issued pursuant to the Vividthree PSP shall not exceed fifteen per cent (15%) of the total number of issued Shares (excluding Shares held by the Company as treasury shares) from time to time.

BY ORDER OF THE BOARD

Lim Siok Ching Catherine
Company Secretary

Date: 15 July 2025

Notes:

1. A member of the Company (not being a relevant intermediary) is invited to attend physically, speak and vote at the Annual General Meeting ("**AGM or Meeting**"). **There will be no option for shareholders to participate virtually.**

   Printed copies of this notice of AGM ("**Notice**") and the proxy form will be sent to Shareholders. The Notice, proxy form and the FY2025 Annual Report will be made available to Shareholders via publication on the Company's website at the URL https://www.vividthreeholdings.com and on SGX website at the URL https://www.sgx.com/securities/company-announcements. We encourage shareholders to join our sustainability efforts to reduce paper waste by choosing electronic communication. However, if shareholders wish to receive a printed copy of the Annual Report 2025, please complete the Request Form and submit it to us by post at 1002 Jalan Bukit Merah #07-13 Singapore 159456 or by email to ir@vividthree.com, no later than 24 July 2025.

2. **Arrangements for participation in the AGM physically:**

   Members (including CPF Investment Scheme ("**CPFIS**") and Supplementary Retirement Scheme ("**SRS**") investors) may participate in the AGM by:

   (a) attending the AGM in person;

   (b) submitting questions to the Chairman of the AGM in advance of, or at, the AGM; and/or

   (c) voting at the AGM

      (i) themselves personally; or

      (ii) through their duly appointed proxy(ies).

      CPFIS and SRS investors who wish to appoint the Chairman of the AGM (and not third party proxy(ies)) as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes. Please see item 6 below for details.

      In the event members encountered Covid-19 like symptoms prior to the AGM, members are strongly encouraged to exercise social responsibility to rest at home and consider appoint a proxy(ies) to attend the AGM. We encourage members to mask up when attending the AGM.

3. **Submission of Instrument Appointing a Proxy ("Proxy Form") to Vote:**

    (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote in his/her stead at the AGM. Where a member of the Company appoints more than one proxy, he/she shall specify the proportion of his/her shares to be represented by each such proxy, failing which, the nomination shall be deemed to be alternative.

    (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak 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.

    Pursuant to Section 181 of the Companies Act 1967, a relevant intermediary is either:

    (i) a banking corporation licensed under the Banking Act 1970 or its wholly-owned subsidiary which provides nominee services and holds shares in that capacity;

    (ii) a capital market services license holder which provides custodial services for securities under the Securities and Futures Act 2001 and holds in that capacity; or

    (iii) the Central Provident Fund ("**CPF**") Board established by the Central Provident Fund Act 1953, in respect of shares purchased on behalf of CPF investors.

4. A proxy need not be a member of the Company.

5. A member can appoint the Chairman of the AGM as his/her/its proxy but this is not mandatory.

    If a member wishes to appoint the Chairman of the Meeting as proxy, such member (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstentions from voting on, each resolution in the instrument appointing the Chairman of the Meeting as proxy. If no specific direction as to voting is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the Chairman of the Meeting will vote or abstain from voting at his discretion.

6. CPFIS/SRS investors who hold SGX shares through CPF Agent Banks/SRS Operators:

    (a) may vote at the AGM if they are appointed as proxies by their respective CPF Agent Banks/SRS Operators, and should contact their respective CPF Agent Banks/SRS Operators if they have any queries regarding their appointment as proxies; or

    (b) may appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, in which case they should approach their CPF Agent Banks/SRS Operators to submit their votes at least (7) working days prior to the date of AGM (i.e. by 11.00 a.m. on 21 July 2025) 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 by the cut-off date.

7. The Proxy Form, together with the power of attorney or other authority under which it is signed (if applicable) or a notarial certified copy thereof, must be submitted to the Company in the following manner:

    (a) if by post, to the Share Registrar of the Company, B.A.C.S. Private Limited, at 77 Robinson Road #06-03 Robinson 77 Singapore 068896; or

    (b) emailed to the Company's Share Registrar at main@zicoholdings.com.

    in either case, not less than 72 hours before the time for holding the AGM by 11.00 a.m. on 27 July 2025 and at any adjournment thereof.

8. A Shareholder who wishes to submit an instrument of proxy by (a) and (b) must first download the proxy form, which is available on SGX website at the URL https://www.sgx.com/securities/company-announcements, complete and sign the proxy form, before submitting it by post to the addresses provided above, or scanning and sending it by email to the email address provided above.

9. The Company shall be entitled to reject the instrument appointing a 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 a proxy or proxies (such as in the case where the appointor submits more than one instrument of proxy) and received after the cut-off at 11.00 a.m on 27 July 2025. In the case of shares entered in the Depository Register, a Depositor's name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time fixed for holding the AGM in order for the Depositor to be entitled to appoint the proxy or proxies.

10. If the member is a corporation, the instrument appointing the proxy must be under seal or the hand of an officer or attorney duly authorised.

11. Completion and return of the Proxy Form by a member will not prevent him/her from attending, speaking and voting at the AGM if he/she so wishes. The appointment of the proxy(ies) for the AGM will be deemed to be revoked if the 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 relevant instrument appointing a proxy(ies) to the AGM.

12. **Submission of questions by members in advance of the AGM**

    (i) by email to the Company at ir@vividthree.com; or

    (ii) in hard copy by sending personally or by post and lodging the same at the office of the Company's Registered office, 1002, Jalan Bukit Merah #07-13 Singapore 159456.

    All questions must be submitted by 11.00 a.m. on 21 July 2025 to the Company.

    The Company will endeavor to address the substantial queries from members prior to the AGM by 11.00 a.m. on 25 July 2025, and upload the Company's responses on the SGX website. Where substantial and relevant questions submitted after 21 July 2025, the Company will address them during the AGM. The minutes of the AGM, which include responses to substantial queries from the members which are addressed during the AGM, will be posted on the SGX website and the Company's website within one month from the date of the AGM.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representatives to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, 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) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing 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), 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) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) 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.

VIVIDTHREE HOLDINGS LTD.

Registration No. 201811828R
(Incorporated in Singapore)

ANNUAL GENERAL MEETING
PROXY FORM

IMPORTANT

1. The Annual General Meeting (the "**Meeting**") will be held physically at 8 Wilkie Road #03-01 Wilkie Edge Singapore 228095. **There will be no option for shareholders to participate virtually.** The Notice of Meeting has been published on 15 July 2025 on the SGX website at https://www.sgx.com/securities/company-announcements and the Company's website at https://www.vividthreeholdings.com
2. For investors who have used their CPF monies and/or SRS monies to buy the Company's shares, this Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them.
3. CPF and/or SRS investors who wish to vote should contact their CPF and/or SRS Approved Nominees to submit their voting instructions by 11.00 a.m. on 21 July 2025.
4. By submitting this proxy form, the member accepts and agrees to the personal data privacy terms as set out in the Proxy Form and Notice of Annual General Meeting dated 15 July 2025.

I/We ______________________ NRIC/Passport No./Registration No. ______________________

of ____

being a member(s) of Vividthree Holdings Ltd (the "Company"), hereby appoint:

Name	Address	NRIC/Passport Number	Proportion of Shareholdings (%)

and/or*

Name	Address	NRIC/Passport Number	Proportion of Shareholdings (%)

or failing *him/her, the Chairman of the 2025 Annual General Meeting of the Company ("**Annual General Meeting**") as *my/our *proxy/proxies to vote for *me/us on *my/our behalf at the Annual General Meeting to be held at 8 Wilkie Road #03-01 Wilkie Edge Singapore 228095 on 30 July 2025 at 11 a.m. and at any adjournment thereof.

*I/We direct *my/our *proxy/proxies to vote for or against, or abstain from voting the Ordinary Resolutions to be proposed at the Annual General Meeting as indicated hereunder. If no specified directions as to voting is given, the *proxy/proxies will vote or abstain from voting at *his/her/their discretion, as *he/she/they will on any other matter arising at the Annual General Meeting and at any adjournment thereof.

No.	Resolutions	For	Against	Abstain
ORDINARY BUSINESS				
1.	To receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 31 March 2025 together with the Independent Auditor's Report thereon			
2.	To re-elect Mr Yeo Eng Pu, Charles as Director			
3.	To re-elect Dr Ho Choon Hou as Director			
4.	To approve the Directors' fees payable by the Company for the financial year ended 31 March 2025			
5.	To re-appoint Messrs Forvis Mazars LLP as Independent Auditors and to authorise the Directors to fix their remuneration			
SPECIAL BUSINESS				
6.	To authorise the Directors to allot and issue new shares			
7.	To authorise the Directors to grant awards and allot and issue Shares under the Vividthree Performance Share Plan			

Dated this __________ day of ____________________ 2025

Total number of Shares held

____
Signature(s) of member(s) or common seal

IMPORTANT: PLEASE READ NOTES OVERLEAF

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 130A of the Companies Act 1967), 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 a 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 is entitled to appoint not more than two proxies to attend, speak and vote on his/her behalf at the Annual General Meeting. Where a member of the Company appoints more than one proxy, he/she shall specify the proportion of his/her shares to be represented by each such proxy, failing which, the nomination shall be deemed to be alternative.

3. A member who is a relevant intermediary entitled to vote at the AGM may appoint the Chairman of the Meeting to attend, speak and vote at the Meeting instead of the member.

   "**Relevant intermediary**" means:

   (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;

   (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.

4. The Chairman of the Meeting, as proxy, need not be a member of the Company.

5. The instrument appointing the proxy or proxies, together with the power of attorney or other authority under which it is signed (if applicable) or a notarial certified copy thereof, must:

   (a) if by post, to the Company's Share Registrar, B.A.C.S. Private Limited, at 77 Robinson Road #06-03 Robinson 77 Singapore 068896; or

   (b) or if submitted electronically, be submitted via emailed to the Company's Share Registrar at main@zicoholdings.com,

   in either case, by 11.00 a.m. on 27 July 2025 or not less than **72 hours** before the time for holding the AGM or at adjournment thereof.

   A member who wishes to submit an instrument of proxy by (a) and (b) must first download the proxy form, which is available on SGX website at the URL https://www.sgx.com/securities/company-announcements, complete and sign the proxy form, before submitting it by post to the address provided above, or scanning and sending it by email to the email address provided above.

6. The instrument appointing a proxy or proxies must be under the hand of the appointor or his/her attorney duly authorised in writing. Where the instrument appointing the proxy is executed by a corporation, it must be executed under its common seal or signed on its behalf by an attorney duly authorised in writing or by an authorised officer of the corporation, failing which the instrument of proxy may be treated as invalid.

7. Where an instrument appointing a proxy or proxies is signed on behalf of the appointer by an attorney, the letter or power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.

8. The Company shall be entitled to reject the instrument appointing the Chairman of the Company as proxy 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. In addition, in the case of members whose Shares are entered against their names in the Depository Register, the Company may reject any instrument appointing the Chairman as proxy lodged if such members are not shown to have shares entered against their names in the Depository Register at least seventy-two (72) hours before the time appointed for holding the Meeting as certified by The Central Depository (Pte) Limited to the Company.

9. For investors who have used their CPF monies ("**CPF Investor**") and/or SRS monies ("**SRS Investor**") (as may be applicable) to buy Shares, this proxy form is not valid for their use and shall be ineffective for all intents and purposes if used or purported to be used by them. CPF Investors and/or SRS Investors who wish to appoint the Chairman of the Meeting to act as their 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 11.00 a.m. on 21 July 2025).

10. The Company shall be entitled to reject the instrument appointing a 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. In addition, in the case of members of the Company whose shares are entered against their names in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if such members are not shown to have shares entered against their names in the Depository Register at least **72 hours** before the time appointed for holding the Annual General Meeting as certified by The Central Depository (Pte) Limited to the Company.

Personal Data Privacy:

By submitting an instrument appointing proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 15 July 2025.

VIVIDTHREE HOLDINGS LTD.
(Company Registration No. 201811828R)
(Incorporated in Singapore on 7 April 2018)
1002 Jalan Bukit Merah #07-13 Singapore 159456
Tel: 6270 0818

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