

OFFER DOCUMENT DATED 9 JULY 2025

(Registered by the Singapore Exchange Securities Trading Limited (the “SGX-ST”) acting as agent on behalf of the Monetary Authority of Singapore (the “MAS” or the “Authority”) on 9 July 2025).

This document is important. Before making any investment in the securities being offered, you should consider the information provided in this document carefully, and consider whether you understand what is described in this document. You should also consider whether an investment in the securities being offered is suitable for you, taking into account your investment objectives and risk appetite. If you are in any doubt as to the action you should take, you should consult your legal, financial, tax or other professional adviser(s). You are responsible for your own investment choices.

RHT Capital Pte. Ltd., (“RHT Capital” or the “Issue Manager and Full Sponsor”) has on behalf of Lum Chang Creations Limited (the “Company”) made an application to the SGX-ST for permission to deal in, and for quotation of, all the ordinary shares (the “Shares”) in the capital of our Company that are already issued (including the Vendor Shares (as defined herein)), the new Shares (the “New Shares” and together with the Vendor Shares, the “Invitation Shares”), which are the subject of the Invitation (as defined herein), the new Shares which may be issued pursuant to the LCC Performance Share Plan (the “Award Shares”) and the new Shares which may be issued upon the exercise of the options to be granted under the LCC Employee Share Option Scheme (the “Option Shares”) on Catalist of the SGX-ST (“Catalist”).

Acceptance of applications will be conditional upon, among others, the issue of the New Shares and permission being granted by the SGX-ST for the listing and quotation of all of the issued Shares (including the Vendor Shares), the New Shares, the Award Shares and the Option Shares on Catalist. Monies paid in respect of any application accepted will be returned (without interest or any share of revenue or other benefit arising therefrom, at the applicant’s own risk and the applicant shall not have any right or claim against our Company, the Vendor, the Issue Manager and Full Sponsor and/or the Underwriter and Placement Agent (as defined herein)) if the admission and listing do not proceed for any reason. The dealing in and quotation of the Shares will be in Singapore dollars.

Companies listed on Catalist may carry higher investment risk when compared with larger or more established companies listed on the Mainboard of the SGX-ST. In particular, companies

may list on Catalist without a track record of profitability and there is no assurance that there will be a liquid market in the shares or units of shares traded on Catalist. You should be aware of the risks of investing in such companies and should make the decision to invest only after careful consideration and, if appropriate, consultation with your professional adviser(s).

This offer of the Invitation Shares is made in or accompanied by an offer document that has been registered by the SGX-ST, acting as agent on behalf of the Authority. Neither the Authority nor the SGX-ST has examined or approved the contents of this Offer Document. Neither the Authority nor the SGX-ST assumes any responsibility for the contents of this Offer Document, including the correctness of any of the statements or opinions made or reports contained in this Offer Document. The SGX-ST does not normally review the application for admission but relies on the Issue Manager and Full Sponsor confirming that our Company is suitable to be listed and complies with the Catalist Rules (as defined herein).

Neither the Authority nor the SGX-ST has in any way considered the merits of the Shares (including the Vendor Shares), the New Shares, the Award Shares and the Option Shares, as the case may be, being offered for investment. The registration of this Offer Document by the SGX-ST, acting as agent on behalf of the Authority, does not imply that the Securities and Futures Act 2001 of Singapore, or any other legal or regulatory requirements, or requirements under the Catalist Rules, have been complied with.

We have not lodged this Offer Document in any other jurisdiction.

Investing in our Shares involves risks which are described in the section entitled “Risk Factors” of this Offer Document.

After the expiration of six months from the date of registration of this Offer Document, no person shall make an offer of our Shares, or allot, issue or sell any of our Shares, on the basis of this Offer Document; and no officer or equivalent person or promoter of our Company will authorise or permit the offer of any of our Shares or the allotment, issue or sale of any of our Shares, on the basis of this Offer Document.



LUM CHANG CREATIONS

LUM CHANG CREATIONS LIMITED
(Company Registration No.: 202515827E)
(Incorporated in Singapore on 11 April 2025)

Invitation in respect of 35,000,000 New Shares and 14,000,000 Vendor Shares comprising:

- (i) 1,000,000 Offer Shares at S\$0.25 for each Offer Share by way of public offer; and
- (ii) 48,000,000 Placement Shares at S\$0.25 for each Placement Share by way of placement, payable in full on application

**ISSUE MANAGER AND
FULL SPONSOR**



RHT CAPITAL PTE. LTD.
(Company Registration No. 201109968H)
(Incorporated in Singapore)

**UNDERWRITER AND
PLACEMENT AGENT**



**CGS INTERNATIONAL SECURITIES
SINGAPORE PTE. LTD.**
(Company Registration No. 198701621D)
(Incorporated in Singapore)



OVERVIEW

Lum Chang Creations Limited and its subsidiaries (the “Group”) are one of Singapore’s leading urban revitalisation specialists with comprehensive capabilities in providing niche conservation and restoration works, complemented by our expertise in interior fit-out works as well as addition and alteration (A&A) works. With an estimated market share of 14.4% to 17.0% in the urban revitalisation specialist industry based on the Independent Market Report (as defined herein). We have established ourselves as a dominant player in this niche sector.

We possess the experience, expertise, and resources to provide customised solutions for different types of heritage buildings and brownfield redevelopments, and provide complex conservation and restoration works, interior fit-out works, and A&A works for urban revitalisation and asset enhancement.

KEY INVESTMENT MERITS

- Strong financial performance with revenue growth from S\$14.0 million (FY2022) to S\$59.0 million (FY2024)
- Robust order book of S\$142.6 million as at 31 December 2024 and approximately S\$122.8 million as at 31 May 2025 (of which approximately S\$34.0 million was in respect of new contracts awarded from 1 January 2025 to 31 May 2025)
- Proven track record in successfully completing projects of various scale and complexities across multiple sectors. Notable completed/in-progress projects include:
 - Heritage Properties : St James Power Station (awarded the URA Architectural Heritage Award for Conservation & Innovation - Distinction)
 - Public Properties : National Museum of Singapore
 - Retail Properties : Nike Flagship Store (28,000 sq ft)
 - F&B Properties : Black Tap Craft Burgers & Beer at Marina Bay Sands
 - Healthcare Properties : Bedok Community Hospital
 - Hospitality Properties : Singapore Marriott Tang Plaza Hotel
- Asset-light business model with with long-standing relationships with trusted stakeholders



**NATIONAL MONUMENT
AT SENTOSA GATEWAY**
(Year Completed 2021)



**CONSERVATION BUILDING
AT 15 PENANG LANE**
(Year Completed 2023)



**LUXURY HOTEL AT
ORCHARD HOTEL**
(Year Completed 2023)



**COMMUNITIY HOSPITAL AT
BEDOK SOUTH AVENUE 1**
(Year Completed 2025)

BUSINESS OVERVIEW

CONSERVATION AND RESTORATION SERVICES

We, through our key subsidiary, Lum Chang Interior Pte. Ltd., specialise in the preservation, restoration and protection of historic and culturally significant buildings and structures, demonstrating expertise in heritage building conservation techniques. Notable projects include the iconic St James Power Station, Clarke Quay Block B, and the National Museum of Singapore.

ADDITION & ALTERATION (A&A) SERVICES

We offer building modifications to improve functionality, aesthetics, and regulatory compliance while preserving heritage character. This service line complements our Group core conservation work and provides integrated solutions to clients.

INTERIOR FIT-OUT SERVICES

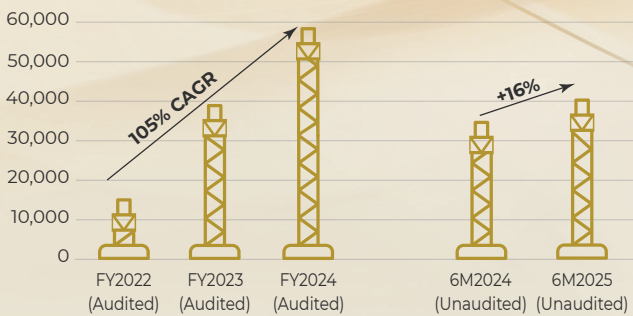
We provide comprehensive solutions from design and planning to procurement and installation, with major projects including the Nike Flagship Store (28,000 sq ft) and Bedok Community Hospital. We have established strong expertise in the retail and commercial segments.

ANCILLARY SERVICES

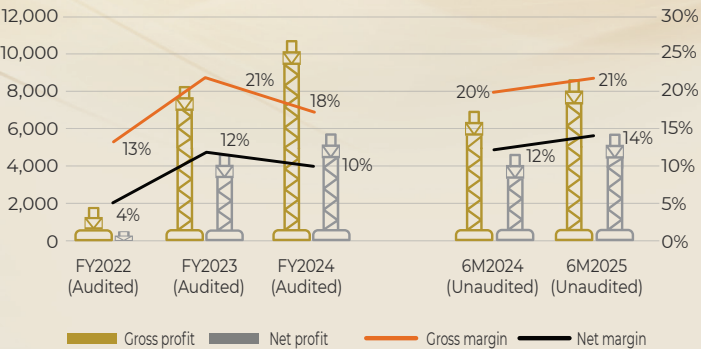
We also provide comprehensive aftercare services for retail and commercial projects through our subsidiary, Lum Chang Brandsbridge Pte. Ltd., to ensure the longevity and functionality of the fit-outs. This includes regular maintenance, refurbishments, and updates to keep retail spaces fresh and relevant in a competitive market.

STRONG FINANCIAL PERFORMANCE

REVENUE (S\$'000)



PROFIT & MARGINS (S\$'000)



S\$'000	FY2022 (Audited)	FY2023 (Audited)	FY2024 (Audited)	6M2024 (Unaudited)	6M2025 (Unaudited)
Revenue	14,036	39,430	58,973	35,199	40,836
Gross Profit	1,802	8,258	10,652	6,874	8,611
Net Profit	503	4,779	5,633	4,098	5,519

Our Company has maintained healthy profit margins throughout its growth trajectory:

- Gross profit margin improvement from 13% (FY2022) to 21% (6M2025)
- Net profit growth from S\$0.5 million (FY2022) to \$5.5 million (6M2025)
- Order book will generally be fulfilled in the next 3 months to 2 years



PROPOSED DIVIDENDS

The directors of the Company intend to recommend dividends of not less than 30% of the Company's net profit after tax attributable to shareholders of our Company in each of FY2025 and FY2026.

COMPETITIVE STRENGTHS

	Niche Conservation Expertise - We are one of the few players in Singapore with the required experience for heritage building preservation, supported by specialised skillsets and risk management capabilities.
	Awards & Recognition - Our excellence has been recognised through prestigious awards: - WSH Performance (Gold) Award 2024 - BCA Green Mark Platinum Award for St James Power Station - SIA Architectural Design Award for St James Power Station - URA Architectural Heritage Award (Distinction Award for Conservation and Innovation) for St James Power Station
	Asset-Light Business Model - Our strategic focus on cost management through leveraging the expertise and track records of trusted business associates, enables efficient resource deployment and manpower arrangements.
	Experienced and Dedicated Management Team - Our management team, which possesses in-depth knowledge of all aspects of the conservation and restoration, interior fit-out and A&A works, supported by a strong understanding of prevailing market trends and customer demand.
	Proven Track Record - We have successfully completed diverse projects across public, commercial, retail, F&B, and hospitality sectors. Our Group maintains a zero fatalities safety record since incorporation in 2018, demonstrating its commitment to operational excellence.



FUTURE PLANS AND PROSPECTS

	Regional Expansion - We plan to expand our business in Singapore and Malaysia, and embark on new markets in neighboring countries, leveraging our existing experience and customer network
	High-end Residential Sector - Expansion of interior fit-out and A&A business in the high-end landed residential properties through our subsidiary, Lum Chang Decor Pte. Ltd. which, specialises in renovation contracting services and holds a General Builder Class 1 Licence
	Strategic Partnerships - We will explore acquisitions, investment opportunities, strategic alliances and/or joint ventures targeting complementary businesses in Singapore or overseas
	Prospects - Based on the Independent Market Report (as defined herein), there are promising prospects supported by: • Government's commitment towards enhancing and protecting local heritage • Expanding the pipeline with non-designated heritage sites and modernist icons • URA's Strategic Development Incentive Scheme encouraging retrofitting • Strong government support for tourism and culture



IPO DETAILS AND INVESTMENT OPPORTUNITY

KEY OFFERING INFORMATION

- Total Invitation Shares: 49,000,000 (35,000,000 New Shares + 14,000,000 Vendor Shares)
- Invitation Price: S\$0.25 per Invitation Share
- Total gross proceeds from the Invitation: S\$12.25 million
- Market capitalisation: S\$78.8 million (post-Listing)
- Net proceeds to be raised by our Company: S\$7.0 million



USE OF PROCEEDS

Use of Proceeds	Amount (\$m)	Percentage
Regional expansion	2.00	22.9%
Expanding our portfolio of interior fit-out and A&A projects in the high-end residential sector	2.00	22.9%
Acquisitions, investment opportunities, strategic alliances and/or joint ventures	1.00	11.4%
General corporate working capital	2.00	22.9%
Listing expenses	1.75	20.0%
Total	8.75	100.0%

HOW TO APPLY



Application for the Offer Shares may be made through:

- ATMs and internet banking websites of United Overseas Bank Ltd and Oversea-Chinese Banking Corporation Ltd
- Mobile banking interfaces of United Overseas Bank Ltd and Oversea-Chinese Banking Corporation Ltd
- Printed WHITE Public Offer Share Application Form which forms part of this Offer Document

IMPORTANT DATES



Opening date and time of the Offer

9 July 2025
(immediately upon registration of this Offer Document)

Closing date and time of the Application List

17 July 2025, 12.00 p.m.

Commence trading on a "ready" basis

21 July 2025, 9.00 a.m.

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CORPORATE INFORMATION

BOARD OF DIRECTORS	: Mr. Yeo Gek Leong Clarence (Independent Chairman) Mr. Lim Ho Heng (Independent Director) Mr. Lim Thiam Hooi (Managing Director) Mr. Adrian Lum Wen-Hong (Non-Executive and Non-Independent Director) Ms. Yap Lay Hoon (Non-Executive and Non-Independent Director)
COMPANY SECRETARY	: Mr. Wong Yi (LLB (Hons))
REGISTERED OFFICE	: 14 Kung Chong Road #08-01, Lum Chang Building Singapore 159150
PRINCIPAL PLACE OF BUSINESS	: 14 Kung Chong Road #07-02, Lum Chang Building Singapore 159150
ISSUE MANAGER AND FULL SPONSOR	: RHT Capital Pte. Ltd. 36 Robinson Road #10-06, City House Singapore 068877
UNDERWRITER AND PLACEMENT AGENT	: CGS International Securities Singapore Pte. Ltd. 10 Marina Boulevard #10-01, Marina Bay Financial Centre Tower 2 Singapore 018983
SOLICITORS TO THE INVITATION AND LEGAL ADVISERS TO OUR COMPANY AND THE VENDOR AS TO SINGAPORE LAW	: Rajah & Tann Singapore LLP 9 Straits View #06-07, Marina One West Tower Singapore 018937
LEGAL ADVISERS TO OUR COMPANY AS TO MALAYSIA LAW	: Christopher & Lee Ong Level 22 Axiata Tower No. 9 Jalan Stesen Sentral 5 Kuala Lumpur Sentral, 50470 Kuala Lumpur, Malaysia
LEGAL ADVISERS TO THE ISSUE MANAGER AND FULL SPONSOR AND UNDERWRITER AND PLACEMENT AGENT	: RHTLaw Asia LLP 1 Paya Lebar Link #06-08, PLQ 2, Paya Lebar Quarter Singapore 408533
INDEPENDENT AUDITOR AND REPORTING ACCOUNTANT	: PricewaterhouseCoopers LLP 7 Straits View #12-00, Marina One East Tower Singapore 018936 Partner-in-charge: Mr. Alex Toh Wee Keong (a member of the Institute of Singapore Chartered Accountants)
INDEPENDENT FINANCIAL ADVISER	: Xandar Capital Pte. Ltd. 3 Shenton Way #24-02, Shenton House Singapore 068805

CORPORATE INFORMATION

INDUSTRY CONSULTANT	: Converging Knowledge Pte. Ltd. 19 Keppel Road #07-04, Jit Poh Building Singapore 089058
PRINCIPAL BANKERS OF OUR COMPANY AND OUR GROUP	: HL Bank 1 Wallich Street #29-01, Guoco Tower Singapore 078881 United Overseas Bank Limited 80 Raffles Place UOB Plaza Singapore 048624
RECEIVING BANK	: United Overseas Bank Limited 80 Raffles Place UOB Plaza Singapore 048624
SHARE REGISTRAR	: Boardroom Corporate & Advisory Services Pte. Ltd. 1 Harbourfront Avenue #14-07, Keppel Bay Tower Singapore 098632
VENDOR	: Mr. Lim Thiam Hooi c/o 14 Kung Chong Road #07-02, Lum Chang Building Singapore 159150

DEFINITIONS

In this Offer Document and the accompanying Application Forms, the following definitions apply where the context so admits:

Group Companies

<i>"Company"</i>	:	Lum Chang Creations Limited
<i>"LC Brandsbridge"</i>	:	Lum Chang Brandsbridge Pte. Ltd.
<i>"LC Brandsbridge Malaysia"</i>	:	Lum Chang Brandsbridge (M) Sdn. Bhd.
<i>"LC Decor"</i>	:	Lum Chang Decor Pte. Ltd.
<i>"LC Interior"</i>	:	Lum Chang Interior Pte. Ltd.
<i>"Quintessential Builder"</i>	:	Quintessential Builder Pte. Ltd.
<i>"Group"</i>	:	Our Company and our subsidiaries

Other Corporations and Agencies

<i>"Authority" or "MAS"</i>	:	Monetary Authority of Singapore
<i>"BCA"</i>	:	Building and Construction Authority of Singapore
<i>"Brandsbridge"</i>	:	Brandsbridge Pte. Ltd.
<i>"CDP"</i>	:	The Central Depository (Pte) Limited
<i>"CIDB"</i>	:	Construction Industry Development Board of Malaysia
<i>"DBKL"</i>	:	Dewan Bandaraya Kuala Lumpur (Kuala Lumpur City Hall)
<i>"Ellipsiz Group"</i>	:	Ellipsiz Ltd and its subsidiaries
<i>"Ellipsiz IP Group"</i>	:	Ellipsiz Ltd, ISE Foods Holdings Pte. Ltd. and E Golfing Pte. Ltd.
<i>"Independent Auditor and Reporting Accountant"</i>	:	PricewaterhouseCoopers LLP
<i>"Independent Financial Adviser"</i>	:	Xandar Capital Pte. Ltd.
<i>"Industry Consultant"</i>	:	Converging Knowledge Pte. Ltd.
<i>"Issue Manager and Full Sponsor" or "RHT Capital"</i>	:	RHT Capital Pte. Ltd.
<i>"Lum Chang Building Contractors"</i>	:	Lum Chang Building Contractors Pte. Ltd.
<i>"Lum Chang Holdings"</i>	:	Lum Chang Holdings Limited
<i>"Lum Chang Holdings Group"</i>	:	Lum Chang Holdings and its subsidiaries
<i>"Lum Chang Holdings IP Group"</i>	:	Lum Chang Holdings, Lum Chang Building Contractors, Lum Chang Auriga Pte. Ltd. and Lum Chang Property Investments

DEFINITIONS

<i>“Lum Chang Property Investments”</i>	: Lum Chang Property Investments Pte. Ltd.
<i>“MOM”</i>	: Ministry of Manpower of Singapore
<i>“QAI”</i>	: QAI Certification Pte. Ltd.
<i>“SCCS”</i>	: Securities Clearing & Computer Services (Pte) Limited
<i>“SGX-ST”</i>	: Singapore Exchange Securities Trading Limited
<i>“Share Registrar”</i>	: Boardroom Corporate & Advisory Services Pte. Ltd.
<i>“Receiving Bank”</i>	: United Overseas Bank Limited
<i>“Underwriter and Placement Agent”</i>	: CGS International Securities Singapore Pte. Ltd.
<i>“URA”</i>	: Urban Redevelopment Authority of Singapore
<i>“Vendor”</i>	: Mr. Lim Thiam Hooi
General	
<i>“6M2024”</i>	: Six-month financial period ended 31 December 2023
<i>“6M2025”</i>	: Six-month financial period ended 31 December 2024
<i>“Adjusted NAV”</i>	: NAV per Share based on the unaudited condensed interim combined balance sheet of our Group as at 31 December 2024 and after adjusting for the Share Split
<i>“Application Forms”</i>	: The printed application forms to be used for the purpose of the Invitation and which form part of this Offer Document
<i>“Application List”</i>	: The list of applications for subscription for and/or purchase of the Offer Shares
<i>“Award Shares”</i>	: The new Shares which may be allotted and issued from time to time pursuant to the vesting of the Awards under the LCC Performance Share Plan
<i>“Awards”</i>	: The contingent awards of Shares granted or which may be granted pursuant to the LCC Performance Share Plan
<i>“associate”</i>	: (a) in relation to any Director, chief executive officer, Substantial Shareholder or Controlling Shareholder (being an individual) means: (i) his immediate family; (ii) the trustees of any trust for which he or his immediate family is a beneficiary or, in the case of a discretionary trust, is a discretionary object; and (iii) any company in which he or his immediate family together (directly or indirectly) have an interest of 30.0% or more;

DEFINITIONS

	(b) in relation to a Substantial Shareholder or a Controlling Shareholder (being a company) means any other company which is its subsidiary or holding company or is a subsidiary of such holding company or one in the equity of which it and/or such other company or companies taken together (directly or indirectly) have an interest of 30.0% or more
<i>“ATM”</i>	: Automated teller machine of a Participating Bank
<i>“Audit and Risk Committee”</i>	: The audit and risk committee of our Company as at the date of this Offer Document, unless otherwise stated
<i>“Board” or “Board of Directors”</i>	: The board of Directors of our Company as at the date of this Offer Document, unless otherwise stated
<i>“Catalist”</i>	: The sponsor-supervised listing platform of the SGX-ST
<i>“Catalist Rules”</i>	: Section B of the Listing Manual of the SGX-ST, as amended, modified or supplemented from time to time
<i>“Companies Act”</i>	: Companies Act 1967 of Singapore, as amended, modified or supplemented from time to time
<i>“Constitution”</i>	: The constitution of our Company
<i>“Controlling Shareholder”</i>	: As defined in the Catalist Rules, a person who: (a) directly or indirectly has an interest of 15.0% or more of the aggregate of the nominal amount of all the voting shares in our Company (unless otherwise determined by the SGX-ST); or (b) in fact exercises control over our Company
<i>“Directors”</i>	: The directors of our Company as at the date of this Offer Document, unless otherwise stated
<i>“Electronic Applications”</i>	: Applications for the Offer Shares made through an ATM or through the internet banking website or mobile banking interface of one of the Participating Banks in accordance with the terms and conditions of this Offer Document
<i>“EPS”</i>	: Earnings per Share
<i>“Executive Directors”</i>	: The executive Directors of our Company as at the date of this Offer Document, unless otherwise stated
<i>“Executive Officers”</i>	: The executive officers of our Group as at the date of this Offer Document, unless otherwise stated
<i>“Full Sponsorship and Management Agreement”</i>	: The full sponsorship and management agreement dated 9 July 2025 entered into between our Company and the Issue Manager and Full Sponsor, details which are set out in the section entitled “Plan of Distribution – Full Sponsorship and Management Agreement and, Underwriting and Placement Arrangement – Full Sponsorship and Management Agreement” of this Offer Document

DEFINITIONS

<i>“FY”</i>	: Financial year ended or, as the case may be, ending 30 June
<i>“FY2022”</i>	: Financial year ended 30 June 2022
<i>“FY2023”</i>	: Financial year ended 30 June 2023
<i>“FY2024”</i>	: Financial year ended 30 June 2024
<i>“FY2025”</i>	: Financial year ended 30 June 2025
<i>“FY2026”</i>	: Financial year ended 30 June 2026
<i>“GST”</i>	: Goods and services tax
<i>“Independent Directors”</i>	: The independent Directors of our Company as at the date of this Offer Document, unless otherwise stated
<i>“Independent Market Report”</i>	: The report titled “Urban Revitalisation Specialist Industry – Singapore” prepared by the Industry Consultant, as set out in Appendix H to this Offer Document
<i>“Invitation”</i>	: The invitation by our Company and the Vendor to the public in Singapore to subscribe for and/or purchase the Invitation Shares at the Invitation Price, subject to and on the terms and conditions of this Offer Document, which comprises the Offer and the Placement
<i>“Invitation Price”</i>	: S\$0.25 for each Invitation Share
<i>“Invitation Shares”</i>	: The 49,000,000 Shares, comprising 35,000,000 New Shares and 14,000,000 Vendor Shares, which are the subject of the Invitation
<i>“IPT General Mandate”</i>	: The general mandate from our Shareholders pursuant to Chapter 9 of the Catalist Rules to enable any or all members of our Group, in the ordinary course of their business, to enter into Mandated Transactions with the Mandated Interested Persons which are necessary for its day-to-day operations, provided that all such transactions are carried out on normal commercial terms and are not prejudicial to the interests of our Group and our minority Shareholders
<i>“Latest Practicable Date”</i>	: 9 June 2025, being the latest practicable date prior to the lodgement of this Offer Document with the SGX-ST, acting as agent on behalf of the Authority
<i>“LCC Employee Share Option Scheme” or “LCC ESOS”</i>	: The LCC Employee Share Option Scheme, the terms of which are set out in Appendix K to this Offer Document
<i>“LCC Performance Share Plan” or “LCC PSP”</i>	: The LCC Performance Share Plan, the terms of which are set out in Appendix J to this Offer Document
<i>“LCC Share Incentive Schemes”</i>	: The LCC Employee Share Option Scheme and the LCC Performance Share Plan
<i>“Listing”</i>	: The listing and quotation of all our Shares on Catalist

DEFINITIONS

<i>“Mandated Interested Persons”</i>	: The Lum Chang Holdings IP Group and the Ellipsiz IP Group
<i>“Mandated Transactions”</i>	: Transactions for (i) the provision of conservation and restoration, interior fit-out and A&A services to the Mandated Interested Persons, (ii) the leasing of properties from the Mandated Interested Persons, and (iii) the obtaining of corporate administrative support services, from the Mandated Interested Persons
<i>“Market Day”</i>	: A day on which the SGX-ST is open for trading in securities
<i>“NAV”</i>	: Net asset value
<i>“New Shares”</i>	: The 35,000,000 new Shares for which our Company invites applications to subscribe for pursuant to the Invitation, subject to and on the terms and conditions set out in this Offer Document
<i>“Nominating Committee”</i>	: The nominating committee of our Company as at the date of this Offer Document, unless otherwise stated
<i>“Non-Executive Directors”</i>	: The non-executive Directors of our Company (including Independent Directors) as at the date of this Offer Document, unless otherwise stated
<i>“NTA”</i>	: Net tangible assets
<i>“Offer”</i>	: The offer by our Company to the public in Singapore for subscription of the Offer Shares at the Invitation Price, subject to and on the terms and conditions of this Offer Document
<i>“Offer Shares”</i>	: The 1,000,000 New Shares which are the subject of the Offer
<i>“Option Shares”</i>	: The new Shares which may be allotted and issued from time to time upon the exercise of the Options
<i>“Options”</i>	: The share options which may be granted by our Company pursuant to the LCC Employee Share Option Scheme
<i>“Participating Banks”</i>	: Oversea-Chinese Banking Corporation Limited and United Overseas Bank Limited
<i>“PER”</i>	: Price earnings ratio
<i>“Period Under Review”</i>	: The period which comprises FY2022, FY2023, FY2024 and 6M2025
<i>“Placement”</i>	: The placement of the Placement Shares by the Underwriter and Placement Agent on behalf of our Company and/or the Vendor for subscription and/or purchase at the Invitation Price, subject to and on the terms and conditions of this Offer Document
<i>“Placement Shares”</i>	: The 48,000,000 Shares, comprising 34,000,000 New Shares and 14,000,000 Vendor Shares, which are the subject of the Placement

DEFINITIONS

<i>“PRC”</i>	: People's Republic of China
<i>“Remuneration Committee”</i>	: The remuneration committee of our Company as at the date of this Offer Document, unless otherwise stated
<i>“Restructuring Deed”</i>	: The deed of restructuring dated 19 June 2025 in respect of the Restructuring Exercise
<i>“Restructuring Exercise”</i>	: The corporate restructuring exercise undertaken in connection with the Invitation, as described in the section entitled “Restructuring Exercise” of this Offer Document
<i>“Securities Account”</i>	: The securities account maintained by a Depositor with CDP, but does not include a securities sub-account
<i>“Securities and Futures Act” or “SFA”</i>	: Securities and Futures Act 2001 of Singapore, as may be amended, modified or supplemented from time to time
<i>“Service Agreement”</i>	: The service agreement dated 23 June 2025 entered into between our Company and Mr. Lim Thiam Hooi, as described in the section entitled “Directors, Executive Officers and Employees – Service Agreement” of this Offer Document
<i>“SFR”</i>	: Securities and Futures (Offers of Investments) (Securities and Securities-based Derivatives Contracts) Regulations 2018, as may be amended, modified or supplemented from time to time
<i>“SFRS(I)”</i>	: Singapore Financial Reporting Standards (International)
<i>“Share(s)”</i>	: Ordinary share(s) in the capital of our Company
<i>“Share Buyback Mandate”</i>	: The general and unconditional mandate given by the Shareholders to authorise the Directors to purchase or otherwise acquire, on behalf of our Company, Shares in accordance with the terms set out in Appendix L to this Offer Document, as well as the rules and regulations set forth in the Companies Act and the Catalist Rules
<i>“Shareholder(s)”</i>	: Person(s) who are registered as holder(s) of Shares in the register of members of our Company, or where CDP is the registered holder, the term “Shareholders” shall, in relation to such Shares, mean Depositors whose Securities Accounts are credited with Shares
<i>“Share Split”</i>	: The sub-division of 13,682,000 Shares in the capital of our Company into 280,000,000 Shares on 23 June 2025
<i>“Substantial Shareholders”</i>	: Persons who have an interest in the Shares of not less than 5.0% of the aggregate of all the voting shares of our Company
<i>“Take-over Code”</i>	: The Singapore Code on Take-overs and Mergers

DEFINITIONS

<i>“Underwriting and Placement Agreement”</i>	: The underwriting and placement agreement dated 9 July 2025 entered into between our Company, the Vendor and the Underwriter and Placement Agent, details of which are set out in the section entitled “Plan of Distribution – Full Sponsorship and Management Agreement and, Underwriting and Placement Arrangement – Underwriting and Placement Agreement” of this Offer Document
<i>“Vendor Shares”</i>	: The 14,000,000 Shares for which the Vendor invites applications to purchase pursuant to the Invitation on the terms and subject to the conditions set out in this Offer Document

Currencies, Units and Others

<i>“%” or “per cent.”</i>	: Per centum
<i>“CNY”</i>	: Chinese Yuan, the lawful currency of the PRC
<i>“m”</i>	: Metre
<i>“RM”</i>	: Malaysian Ringgit, the lawful currency of Malaysia
<i>“S\$” and “cent”</i>	: Singapore Dollars and cents, the lawful currency of Singapore
<i>“sq ft”</i>	: Square feet
<i>“sq m”</i>	: Square metre
<i>“USD”</i>	: United States Dollar, the lawful currency of the United States of America

All references to “Alice Ong” in this Offer Document shall be a reference to “Ong Xin Xin”.

The expressions “associated company”, “associated entity”, “related corporation”, “related entity”, “Entity At Risk”, “Interested Person”, “Interested Person Transaction”, “subsidiary”, “subsidiary entity”, “substantial interest-holder” and “Substantial Shareholder” shall have the meanings ascribed to them respectively in the SFA, the SFR, the Companies Act and/or the Catalist Rules, as the case may be.

The expressions “Depositor”, “Depository Agent” and “Depository Register” shall have the meanings ascribed to them respectively in Section 81SF of the SFA.

Any word defined under the Companies Act, the SFA, the SFR, the Catalist Rules or any statutory modification thereof and used in this Offer Document, the Application Forms and Electronic Applications shall, where applicable, have the meaning ascribed to it under the Companies Act, the SFA, the SFR, the Catalist Rules or any statutory modification thereto, as the case may be.

Words importing the singular shall, where applicable, include the plural and *vice versa* and words importing the masculine gender shall, where applicable, include the feminine and neuter genders and *vice versa*. References to persons shall include corporations.

Any reference in this Offer Document, the Application Forms and the Electronic Applications to any statute or enactment is a reference to that statute or enactment as for the time being amended or re-enacted.

Any reference in this Offer Document, the Application Forms and Electronic Applications to Shares being allotted to an applicant includes allotment to CDP for the account of that Applicant.

DEFINITIONS

Any reference to a time of day in this Offer Document, the Application Forms and Electronic Applications shall be a reference to Singapore time unless otherwise stated.

References in this Offer Document to “our Group”, “we”, “our”, and “us” or any other grammatical variations thereof shall unless otherwise stated, mean our Company, our Group or any member of our Group as the context requires.

Any discrepancies in the tables included herein between the listed amounts and the totals thereof are due to rounding. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures that precede them. Where applicable, figures and percentages are rounded off.

GLOSSARY OF TECHNICAL TERMS

To facilitate a better understanding of the business of our Group, the following glossary contains an explanation and description of certain terms used in this Offer Document in connection with our Group. The terms and their assigned meanings may not correspond to standard industry or common meanings, as the case may be, or usage of these terms.

<i>“A&A”</i>	:	Addition and alteration
<i>“CR03”</i>	:	The general building registration category under the CRS which covers all general demolition works
<i>“CR06”</i>	:	The general building registration category under the CRS which covers interior decoration and finishing works construction-related workhead category under the BCA. Includes interior design, planning and the decoration of buildings such as ceiling panels, partitions, built-in fitments, raised floor works, plastering and tiling
<i>“CRS”</i>	:	Contractors Registration System maintained by the BCA
<i>“CW01”</i>	:	The general building registration category under the CRS which covers all types of building works in connection with any structure, being built or to be built, for the support, shelter and enclosure of persons, animals, chattels or movable property of any kind, requiring in its construction the use of more than two unrelated building trades and crafts. Such structures include the construction of multi-storey carparks, buildings for parks and playgrounds and other recreational works, industrial plants and utility plants. The scope of work includes the A&A on buildings involving structural changes and installation of roofs
<i>“GB1”</i>	:	Class 1 General Builder Licence which allows the licence holder to undertake projects of any value. This is required for builders carrying out building works where plans are to be approved by the BCA
<i>“ISO 9001:2015”</i>	:	A standard that specifies requirements for a quality management system where an organisation needs to demonstrate its ability to consistently provide products that meet customer and applicable statutory and regulatory requirements and aims to enhance customer satisfaction through the effective application of the system, including processes for continual improvement of the system and the assurance of conformity to customer and applicable statutory and regulatory requirements
<i>“ISO 14001:2015”</i>	:	A standard that specifies requirements for an environmental management system to enable an organisation to develop and implement policies and objectives which take into account legal and other requirements to which the organisation subscribes, and information about significant environmental aspects. It applies to those environmental aspects that the organisation identifies as those which it can control and those which it can influence. It does not itself state specific environmental performance criteria
<i>“OHSAS 45001:2018”</i>	:	A standard that specifies requirements for an occupational health and safety management system, to give an organisation a framework to identify, control and reduce the risks associated with health and safety in the workplace

GLOSSARY OF TECHNICAL TERMS

<i>“SB(SS)”</i>	:	Specialist Builder (Structural Steelwork) licence which allows the licence holder to undertake projects relating to structural steelwork comprising – (i) fabrication of structural elements; (ii) erection work like site cutting, site welding and site bolting; and (iii) installation of steel supports for underground building works
<i>“URS”</i>	:	Urban revitalisation specialist
<i>“URS industry”</i>	:	The URS industry is a niche sector that focuses on the conservation and restoration of historical buildings in Singapore. The activities in this industry include conservation and restoration, interior fit-out as well as A&A works on historical buildings

CAUTIONARY NOTE REGARDING FORWARD LOOKING STATEMENTS

All statements contained in this Offer Document, statements made in press releases and oral statements that may be made by us or our Directors, Executive Officers or employees acting on our behalf or the Vendor's behalf, that are not statements of historical fact, constitute "forward-looking statements". You can identify some of these statements by forward-looking terms such as "anticipate", "believe", "could", "estimate", "profit estimate", "expect", "intend", "may", "plan", "will" and "would" or similar words. However, you should note that these words are not the exclusive means of identifying forward-looking statements. All statements regarding our expected financial position, trend information, business strategies, plans and prospects are forward-looking statements.

These forward-looking statements, including without limitation, statements as to our revenue and profitability, cost measures, planned strategy and anticipated expansion plans, expected growth in demand, expected industry trends and any other matters discussed in this Offer Document regarding matters that are not historical fact, are only predictions. These forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expected, expressed or implied by these forward-looking statements. These risks, uncertainties and other factors include, among others, the following:

- (a) our projects are generally non-recurring in nature and there is no assurance that we will secure new ones in the future;
- (b) our historical results not being indicative of our future revenue and profit margins;
- (c) our reliance on skilled and experienced personnel and being subject to labour and immigration laws and policies that govern the employment of foreign workers;
- (d) potential accidents and/or violations of workplace safety and health regulatory requirements;
- (e) potential significant cost overruns;
- (f) re-measurement contracts and/or variation orders which could result in the total contract sum of each project being reduced;
- (g) the non-payment and credit risks of our customers;
- (h) our dependence on the services of suppliers and subcontractors;
- (i) liability for delays in the completion of projects;
- (j) potential claims for defects liability or disputes with our customers in relation to defective works;
- (k) potential penalties for failure to comply with regulatory requirements for our business and operations;
- (l) the risks associated with debt financing due to the working capital intensive nature of our business as we may in the future, finance a substantial portion of our projects through banks loans and credit facilities;
- (m) the risks related to war, terrorism, political unrest, natural disasters, extreme weather conditions, macroeconomic factors and other uncontrollable events; and
- (n) other factors beyond our control.

Some of these risk factors are discussed in greater detail in this Offer Document, in particular, but not limited to, the discussions under the sections entitled "Risk Factors" and "Management's Discussion and Analysis of Financial Position and Results of Operations" of this Offer Document. All forward-looking statements by or attributable to us, or persons acting on our behalf, contained in this Offer Document are expressly qualified in their entirety by such factors. These forward-looking statements are applicable only as of the date of this Offer Document.

CAUTIONARY NOTE REGARDING FORWARD LOOKING STATEMENTS

Given the risks and uncertainties that may cause our actual future results, performance or achievements to be materially different from that expected, expressed or implied by the forward-looking statements in this Offer Document, undue reliance must not be placed on these statements. None of us, the Vendor, the Issue Manager and Full Sponsor, the Underwriter and Placement Agent or any other person represents or warrants that our actual future results, performance or achievements will be as discussed in those statements.

Our actual future results may differ materially from those anticipated in these forward-looking statements as a result of the risks faced by us. We, the Vendor, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent disclaim any responsibility to update any of those forward-looking statements or publicly announce any revisions to those forward-looking statements to reflect future developments, events or circumstances, even if new information becomes available or other events occur in the future. We and the Vendor are, however, subject to the provisions of the SFA and the Catalyst Rules regarding corporate disclosure.

In particular, pursuant to Section 241 of the SFA, if after the registration of this Offer Document but before the close of the Invitation, we and the Vendor become aware of:

- (a) a false or misleading statement or matter in this Offer Document;
- (b) an omission from this Offer Document of any information that should have been included in it under the Section 243 of the SFA; or
- (c) a new circumstance that has arisen since this Offer Document was lodged with the SGX-ST, acting as agent on behalf of the Authority, which would have been required by Section 243 of the SFA to be included in this Offer Document if it had arisen before this Offer Document was lodged,

and that is materially adverse from the point of view of an investor, our Company and the Vendor may in consultation with the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent, lodge a supplementary or replacement offer document with the SGX-ST, acting as agent on behalf of the Authority.

PRESENTATION OF FINANCIAL AND STATISTICAL INFORMATION

This Offer Document contains the audited combined financial statements of our Group for FY2022, FY2023 and FY2024, and the unaudited condensed interim combined financial statements of our Group for 6M2024 and 6M2025 together with the related notes thereto, as set out in Appendices A and B to this Offer Document respectively, which has been prepared in accordance with the SFRS(I). The audited combined financial statements of our Group for FY2022, FY2023 and FY2024 have been audited by the Independent Auditor and Reporting Accountant in accordance with the Singapore Standards on Auditing, and the unaudited condensed interim combined financial statements of our Group for 6M2024 and 6M2025 have been reviewed by the Independent Auditor and Reporting Accountant in accordance with the Singapore Standard on Review Engagements 2410.

This Offer Document also contains the unaudited pro forma combined financial information of our Group for FY2024, together with the related notes thereto, as set out in Appendix C to this Offer Document, which has been compiled based on the audited combined financial statements of our Group for FY2024 as set out in Appendix A to this Offer Document.

The SFRS(I) differs in certain respects from generally accepted accounting principles in certain other countries. We have not provided a quantitative reconciliation or narrative discussion of these differences in this Offer Document. Investors should consult their own professional advisers for an understanding of the differences between the SFRS(I) and generally accepted accounting principles in other countries, including the U.S. and how those differences might affect such financial statements and financial information and, more generally, the financial results of our Group going forward.

The preparation of our financial statements in conformity with the SFRS(I) at times requires our management to make subjective estimates and judgements regarding matters that are inherently uncertain. Such estimates 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 the circumstances. These estimates and judgements affect reported amounts and disclosures. Our results of operations may differ if prepared under different estimates and judgements.

We will, in accordance with the relevant laws and regulations in Singapore, prepare all future periodic financial reports which we will release on SGXNET, and all audited financial statements which we will provide to our Shareholders, in accordance with the SFRS(I).

Certain numerical figures set out in this Offer Document, including financial data presented in millions or thousands and percentages, have been subject to rounding adjustments, and, as a result, the totals of the data in this Offer Document may vary slightly from the actual arithmetic totals of such information. Percentages and amounts reflecting changes over time periods relating to financial and other data set forth in the section entitled “Management’s Discussion and Analysis of Financial Position and Results of Operations” of this Offer Document are approximate figures and have been calculated using the numerical data in our combined financial statements or the tabular presentation of other data (subject to rounding) contained in this Offer Document, as applicable, and not using the numerical data in the narrative description thereof.

INDUSTRY AND MARKET DATA

This Offer Document includes market and industry data and forecasts that have been obtained from internal surveys, reports and studies, where appropriate, as well as market research, publicly available information and industry publications. Industry publications, surveys and forecasts generally state that the information they contain have been obtained from sources believed to be reliable, but there can be no assurance as to the accuracy or completeness of such information.

We have commissioned the Industry Consultant to prepare the Independent Market Report on the urban revitalisation specialist industry in Singapore (please refer to Appendix H to this Offer Document for further details). While our Directors, the Vendor, and the Issue Manager and Full Sponsor have taken reasonable steps to ensure that the information is extracted accurately and in its proper context, we and the Vendor cannot ensure the accuracy of the information or data and our Directors, the Vendor, and the Issue Manager and Full Sponsor have not independently verified any of the data from third-party sources or ascertained the underlying economic assumptions relied upon therein. Consequently, none of our Company, the Vendor, the Issue Manager and Full Sponsor, or our or their respective officers, agents, employees and advisers makes any representation as to the accuracy or completeness of such information and shall not be obliged to provide any updates on the same.

The sections entitled “General Information on Our Group – Industry Overview”, “General Information on Our Group – Prospects” and “General Information on Our Group – Trend Information” of this Offer Document contain information that have been extracted from the Independent Market Report. While we, the Vendor and the Issue Manager and Full Sponsor have taken reasonable steps to ensure that the information from the Independent Market Report is reproduced in its proper form and context and that the information is extracted accurately and fairly from the Independent Market Report, none of us, the Vendor, the Issue Manager and Full Sponsor, or any of our or their respective affiliates or advisers have conducted an independent review of the information or verified the accuracy or completeness of such information.

Please refer to the Independent Market Report as set out in Appendix H to this Offer Document for the full text of the Independent Market Report, as well as the section entitled “Cautionary Note Regarding Forward Looking Statements” of this Offer Document.

SELLING RESTRICTIONS

This Offer Document does not constitute an offer, solicitation or invitation to subscribe for and/or purchase the Invitation Shares in any jurisdiction in which such offer, solicitation or invitation is unlawful or is not authorised or to any person to whom it is unlawful to make such offer, solicitation or invitation.

No action has been or will be taken under the legal or regulatory requirements of any jurisdiction, except for the lodgement and/or registration of this Offer Document in Singapore in order to permit a public offering of the Invitation Shares and the public distribution of this Offer Document in Singapore. The distribution of this Offer Document and the offering of the Invitation Shares in certain jurisdictions may be restricted by the relevant laws in such jurisdictions. Persons who may come into possession of this Offer Document are required by us, the Vendor, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent to inform themselves about, and to observe and comply with, any such restrictions at their own expense and without liability to us, the Vendor, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent.

Persons to whom a copy of this Offer Document has been issued shall not circulate to any other person, reproduce or otherwise distribute this Offer Document or any information herein for any purpose whatsoever nor permit the same to occur.

By accepting this Offer Document, you agree to be bound by the foregoing limitations. No part of this Offer Document may be (a) copied, photocopied or duplicated in any form by any means; or (b) distributed or passed on, directly or indirectly, to any other person in whole or in part, for any purpose.

DETAILS OF THE INVITATION

LISTING ON CATALIST

An application has been made to the SGX-ST for permission to deal in, and for the listing and quotation of, all our Shares already issued (including the Vendor Shares), the New Shares, the Award Shares and the Option Shares, on Catalist. Such permission will be granted when our Company has been admitted to Catalist. Our acceptance of applications and the allotment and allocation of the New Shares will be conditional upon, among others, the completion of the Invitation, which is subject to certain conditions, including permission being granted by the SGX-ST to deal in, and for quotation of, all our existing issued Shares (including the Vendor Shares), the New Shares, the Award Shares and the Option Shares, on Catalist. Monies paid in respect of any application accepted will be returned, without interest or any share of revenue or other benefit arising therefrom and at the applicant's own risk, if the completion of the Invitation does not occur because the said permission is not granted or for any reason, and the applicant will not have any claim against us, the Vendor, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent.

Companies listed on Catalist may carry higher investment risk when compared with larger or more established companies listed on the Mainboard of the SGX-ST. In particular, companies may list on Catalist without a track record of profitability and there is no assurance that there will be a liquid market in the shares or units of shares traded on Catalist. You should be aware of the risks of investing in such companies and should make the decision to invest only after careful consideration and, if appropriate, consultation with your professional adviser(s).

Neither the Authority nor the SGX-ST has examined or approved the contents of this Offer Document. Neither the Authority nor the SGX-ST assumes any responsibility for the contents of this Offer Document, including the correctness of any of the statements or opinions made or reports contained in this Offer Document. The SGX-ST does not normally review the application for admission but relies on the Issue Manager and Full Sponsor confirming that our Company is suitable to be listed and complies with the Catalist Rules. Neither the Authority nor the SGX-ST has in any way considered the merits of the Shares (including the Vendor Shares), the New Shares, the Award Shares and the Option Shares, as the case may be, being offered for investment.

Admission to Catalist is not to be taken as an indication of the merits of the Invitation, our Company, our subsidiaries, our existing issued Shares (including the Vendor Shares), the New Shares, the Award Shares or the Option Shares.

Notification under Section 309B(1) of the SFA: The Shares, which are stocks or shares issued or proposed to be issued by a corporation or body unincorporate (other than a corporation or body unincorporate that is a collective investment scheme), are prescribed capital markets products (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and Excluded Investment Products (as defined in the MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

A copy of this Offer Document has been lodged with and registered by the SGX-ST, acting as agent on behalf of the Authority. Registration of this Offer Document by the SGX-ST, acting as agent on behalf of the Authority, does not imply that the SFA, the Catalist Rules or any other legal or regulatory requirements, have been complied with. The SGX-ST has not, in any way, considered the merits of our existing issued Shares (including the Vendor Shares), the New Shares, the Award Shares or the Option Shares, as the case may be, being offered or in respect of which an invitation is made, for investment. We have not lodged or registered this Offer Document in any other jurisdiction.

We and the Vendor are subject to the provisions of the SFA and the Catalist Rules regarding corporate disclosure. In particular, if after the registration of this Offer Document but before the close of the Invitation, we and the Vendor become aware of:

- (a) a false or misleading statement or matter in this Offer Document;
- (b) an omission from this Offer Document of any information that should have been included in it under the requirements of Section 243 of the SFA; or

DETAILS OF THE INVITATION

- (c) a new circumstance that has arisen since this Offer Document was lodged with the SGX-ST, acting as agent on behalf of the Authority, and which would have been required by the requirements of Section 243 of the SFA to be included in this Offer Document if it had arisen before this Offer Document was lodged,

that is materially adverse from the point of view of an investor, we and the Vendor may lodge a supplementary or replacement offer document with the SGX-ST, acting as agent on behalf of the Authority.

In the event that a supplementary or replacement offer document is lodged with the SGX-ST, acting as agent on behalf of the Authority, the Invitation shall be kept open for at least 14 days after the lodgement of such supplementary or replacement offer document.

Where prior to the lodgement of the supplementary or replacement offer document, applications have been made under this Offer Document to subscribe for and/or purchase the Invitation Shares and:

- (a) where the Invitation Shares have not been issued to the applicants and/or transferred to the applicants, we and the Vendor shall either:
 - (i) (A) within two days (excluding any Saturday, Sunday or public holiday) from the date of lodgement of the supplementary or replacement offer document, as the case may be, give the applicants notice in writing of how to obtain, or arrange to receive, a copy of the supplementary or replacement offer document, as the case may be, and provide the applicants with an option to withdraw their applications; and (B) take all reasonable steps to make available within a reasonable period the supplementary or replacement offer document, as the case may be, to the applicants who have indicated they wish to obtain, or who have arranged to receive, a copy of the supplementary or replacement offer document;
 - (ii) within seven days from the date of lodgement of the supplementary or replacement offer document, give the applicants the supplementary or replacement offer document, as the case may be, and provide the applicants with an option to withdraw their applications; or
 - (iii) (A) treat the applications as withdrawn and cancelled, in which case the applications shall be deemed to have been withdrawn and cancelled; and (B) within seven days from the date of lodgement of the supplementary or replacement offer document, return all monies paid in respect of any application, without interest or any share of revenue or other benefit arising therefrom and at the applicants' own risk;
- (b) where the Invitation Shares have been issued and/or transferred to the applicants, we and the Vendor shall either:
 - (i) (A) within two days (excluding any Saturday, Sunday or public holiday) from the date of lodgement of the supplementary or replacement offer document, as the case may be, give the applicants notice in writing of how to obtain, or arrange to receive, a copy of the same and provide the applicants with an option to return to us and the Vendor, as the case may be, the Invitation Shares which they do not wish to retain title in; and (B) take all reasonable steps to make available within a reasonable period the supplementary or replacement offer document, as the case may be, to the applicants who have indicated they wish to obtain, or who have arranged to receive, a copy of the supplementary or replacement offer document;
 - (ii) within seven days from the date of lodgement of the supplementary or replacement offer document, as the case may be, give the applicants the supplementary or replacement offer document, as the case may be, and provide the applicants with an option to return to us and the Vendor, as the case may be, the Invitation Shares which they do not wish to retain title in; or

DETAILS OF THE INVITATION

- (iii) (A) treat the issue and/or transfer of the Invitation Shares as void, in which case the issue and/or transfer of the Invitation Shares shall be deemed void; and (B) within seven days from the date of lodgement of the supplementary or replacement offer document, return all monies paid in respect of any application, without interest or any share of revenue or other benefit arising therefrom and at the applicants' own risk.

An applicant who wishes to exercise his option under paragraph (a)(i) or (ii) to withdraw his application shall, within 14 days from the date of lodgement of the supplementary or replacement offer document, notify us of this, whereupon we shall, within seven days from the receipt of such notification, pay to him all monies paid by him on account of his application for the Invitation Shares without interest or any share of revenue or other benefit arising therefrom and at the applicant's own risk and the applicant shall not have any claim against us, the Vendor, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent.

An applicant who wishes to exercise his option under paragraph (b)(i) or (ii) to return the Invitation Shares issued and/or transferred to him shall, within 14 days from the date of lodgement of the supplementary or replacement offer document, notify us of this and return all documents, if any, purporting to be evidence of title to those Invitation Shares, to us (and on behalf of the Vendor), whereupon we and the Vendor shall, within seven days from the receipt of such notification and documents, if any, pay to him all monies paid by him for those Invitation Shares without interest or any share of revenue or other benefit arising therefrom and at his own risk, and the issue and/or transfer of those Invitation Shares shall be deemed to be void, and he shall not have any claim against us, the Vendor, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent.

Pursuant to Section 242 of the SFA, the Authority and/or the SGX-ST, acting as agent on behalf of the Authority, may, in certain circumstances issue a stop order (the "**Stop Order**") to our Company and the Vendor, directing that no or no further Invitation Shares to which this Offer Document relates, be allotted, issued or sold. Such circumstances will include a situation where this Offer Document (i) contains any statement or matter which, in the Authority's opinion, is false or misleading, (ii) omits any information that should have been included in it under the SFA, (iii) does not, in the Authority's opinion, comply with the requirements of the SFA, or (iv) the Authority is of the opinion that it is in the public interest to do so.

In the event that the Authority issues a Stop Order and applications to subscribe for and/or purchase the Invitation Shares have been made prior to the Stop Order, then:

- (a) where the Invitation Shares have not been issued and/or transferred to the applicants, the applications of the Invitation Shares pursuant to the Invitation shall be deemed to have been withdrawn and cancelled and we (and on behalf of the Vendor) shall, within 14 days from the date of the Stop Order, pay to the applicants all monies the applicants have paid on account of their applications for the Invitation Shares; or
- (b) where the Invitation Shares have been issued and/or transferred to the applicants, the issue and/or transfer of the Invitation Shares pursuant to the Invitation shall be deemed to be void and we (and on behalf of the Vendor) shall, within 14 days from the date of the Stop Order pay to the applicants all monies paid by them for the Invitation Shares.

Such monies paid in respect of an application will be returned to the applicants at their own risk, without interest or any share of revenue or other benefit arising therefrom, and they will not have any claim against our Company, the Vendor, the Issue Manager and Full Sponsor, and/or the Underwriter and Placement Agent.

Neither our Company, the Vendor, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent, nor any other parties involved in the Invitation is making any representation to any person regarding the legality of an investment by such person under any investment or other laws or regulations. No information in this Offer Document should be considered as being business, legal or tax advice regarding an investment in our Shares. Each prospective investor should consult his own professional or other advisers for business, legal or tax advice regarding an investment in our Shares.

DETAILS OF THE INVITATION

No person has been or is authorised to give any information or to make any representation not contained in this Offer Document in connection with the Invitation and, if given or made, such information or representation must not be relied upon as having been authorised by us, the Vendor, the Issue Manager and Full Sponsor, and/or the Underwriter and Placement Agent. Neither the delivery of this Offer Document and the Application Forms nor any documents relating to the Invitation, nor the Invitation shall, under any circumstances, constitute a continuing representation or create any suggestion or implication that there has been no change in the affairs of our Company or our subsidiaries or in any statements of fact or information contained in this Offer Document since the date of this Offer Document. Where such changes occur and are material or required to be disclosed by law, the SGX-ST and/or any other regulatory or supervisory body or agency, we and the Vendor will comply with the relevant provisions and, if required, make an announcement of the same to the SGX-ST and to the public and/or lodge a supplementary or replacement offer document with the SGX-ST, acting as agent on behalf of the Authority. You should take note of any such announcement and, upon release of such an announcement, shall be deemed to have been given notice of such changes.

Save as expressly stated in this Offer Document, nothing herein is, or may be relied upon as, a promise or representation as to our future performance or policies. The Invitation Shares are offered for subscription for and/or purchase solely on the basis of the instructions contained and representations made in this Offer Document.

This Offer Document has been prepared solely for the purpose of the Invitation and may not be relied upon by any persons other than the applicants in connection with their application for the Invitation Shares or for any other purpose.

This Offer Document does not constitute an offer, solicitation or invitation to subscribe for and/or purchase the Invitation Shares in any jurisdiction in which such offer, solicitation or invitation is unlawful or unauthorised nor does it constitute an offer, solicitation or invitation to any person to whom it is unlawful to make such offer, solicitation or invitation.

Copies of this Offer Document and the Application Forms may be obtained on request, subject to availability during office hours, from:

RHT Capital Pte. Ltd.
36 Robinson Road
#10-06, City House
Singapore 068877

**CGS International Securities
Singapore Pte. Ltd.**
10 Marina Boulevard
#09-01 Marina Bay Financial Centre Tower 2
Singapore 018983

A copy of this Offer Document is also available on the SGX-ST's website, <http://www.sgx.com>.

The Invitation will be open from 9 July 2025 immediately upon the registration of the Offer Document by the SGX-ST, acting as agent on behalf of the Authority (the "Registration") to 17 July 2025.

The Application List will open immediately upon Registration and will remain open until 12.00 noon on 17 July 2025, or for such further period or periods as our Directors and the Vendor may, in consultation with the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent, in their absolute discretion decide, subject to any limitation under all applicable laws and regulations. In the event a supplementary offer document or replacement offer document is lodged with the SGX-ST, acting as agent on behalf of the Authority, the Application List will remain open for at least 14 days after the lodgement of the supplementary or replacement offer document.

Details of the procedures to subscribe for and/or purchase the Invitation Shares are set out in "Appendix M – Terms, Conditions and Procedures for Application and Acceptance" to this Offer Document.

INDICATIVE TIMETABLE FOR LISTING

An indicative timetable for the Invitation and trading in our Shares is set out below:

Indicative date/time	Event
9 July 2025 (immediately upon registration of this Offer Document)	Open of Invitation
17 July 2025 at 12.00 noon	Close of Application List
18 July 2025	Balloting of applications for the Offer, if necessary (in the event of an over-subscription for the Offer). Commence returning or refunding of application monies to unsuccessful or partially successful applicants, if necessary.
21 July 2025 at 9.00 a.m.	Commence trading on a “ready” basis
23 July 2025	Settlement date for all trades done on a “ready” basis

The above timetable is only indicative as it assumes that the date of closing of the Application List is 17 July 2025, the date of admission of our Company to Catalist is 21 July 2025, the SGX-ST's shareholding spread requirement will be complied with and the New Shares will be issued and fully paid-up prior to 21 July 2025. The actual date on which our Shares will commence trading on a “ready” basis will be announced when it is confirmed by the SGX-ST.

The above timetable and procedures may be subject to such modifications as the SGX-ST may, in its absolute discretion, decide, including the decision to permit commencement of trading on a “ready” basis and the commencement date of such trading.

In the event of any changes in the closure of the Application List or the time period during which the Invitation is open, we will publicly announce the same:

- (a) through a SGXNET announcement to be posted on the internet at the SGX-ST's website, <http://www.sgx.com>; and
- (b) in a local newspaper(s) in Singapore.

We and the Vendor reserves the right to reject or accept, in whole or in part, or to scale down any application for the Placement Shares, without assigning any reason, and no enquiry and/or correspondence on the decision of our Company and the Vendor will be entertained.

We and the Vendor will publicly announce the level of subscription for and/or purchase of the Invitation Shares and the basis of allocation of the Invitation Shares as soon as it is practicable after the close of the Application List through the channels described in (a) and (b) above.

Investors should consult the SGX-ST's announcement on the “ready” trading date released on the internet (at the SGX-ST's website, <http://www.sgx.com>) or the local newspapers, or check with their brokers on the date on which trading on a “ready” basis will commence.

PLAN OF DISTRIBUTION

THE INVITATION

The Invitation is in respect of 49,000,000 Invitation Shares, comprising 1,000,000 Offer Shares and 48,000,000 Placement Shares, offered in Singapore by way of public offer and placement, respectively, and the listing is managed and sponsored by RHT Capital.

Prior to the Invitation, there has been no public market for our Shares. The Invitation Price is determined by our Company and the Vendor following consultation with the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent, taking into consideration, among others, the prevailing market conditions and estimated market demand for our Shares (including the New Shares and the Vendor Shares) determined through a book-building process. The Invitation Price is the same for all Invitation Shares and is payable in full on application.

Pursuant to the Full Sponsorship and Management Agreement entered into between us and RHT Capital as set out in the section entitled “Plan of Distribution – Full Sponsorship and Management Agreement and, Underwriting and Placement Arrangement” of this Offer Document, we and the Vendor have appointed RHT Capital and RHT Capital has agreed to act as full sponsor for the Listing. The Issue Manager and Full Sponsor will receive a management fee for their services rendered in connection with the Invitation.

OFFER SHARES

The Offer Shares are made available to members of the public in Singapore for subscription at the Invitation Price. Applications for Offer Shares may be made by way of printed Application Forms, by way of Electronic Applications or such other forms of application as the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent deems appropriate. The terms and conditions and procedures for application and acceptance are set out in Appendix M entitled “Terms, Conditions and Procedures for Application and Acceptance” to this Offer Document.

Pursuant to the terms and conditions contained in the Underwriting and Placement Agreement as disclosed in the section entitled “Plan of Distribution – Full Sponsorship and Management Agreement and, Underwriting and Placement Agreement” of this Offer Document, the Underwriter and Placement Agent has agreed to procure subscriptions for and/or purchases of, and failing which to subscribe and pay for the Placement Shares and the Offer Shares at the Invitation Price.

In the event of an under-subscription for the Offer Shares as at the close of the Application List, the number of Offer Shares not subscribed for shall be made available to satisfy excess applications for the Placement Shares to the extent that there is an over-subscription for and/or purchase of the Placement Shares as at the close of the Application List.

In the event the number of Offer Shares applied for by members of the public in Singapore exceeds the number of Offer Shares offered by our Company, and the Placement Shares are fully subscribed for and/or purchased as at the close of the Application List, the Issue Manager and Full Sponsor and the Underwriter and Placement Agent shall, on behalf of our Company, arrange for the balloting of the applications for the Offer Shares in such manner as may be reasonably required by our Company, and the basis of allotment and/or allocation shall be decided by our Company after consultation with the Issue Manager and Full Sponsor, the Underwriter and Placement Agent and the SGX-ST (if necessary).

PLACEMENT SHARES

The Placement Shares are made available to retail and institutional investors in Singapore. Applications for the Placement Shares may be made by way of printed Application Forms or such other forms of application as the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent deems appropriate. The terms and conditions and procedures for application and acceptance are set out in Appendix M entitled “Terms, Conditions and Procedures for Application and Acceptance” to this Offer Document.

Pursuant to the terms and conditions contained in the Underwriting and Placement Agreement as disclosed in the section entitled “Plan of Distribution — Full Sponsorship and Management Agreement and, Underwriting and Placement Arrangement” of this Offer Document, the Underwriter and Placement Agent has agreed to procure subscriptions for and/or purchases of, and failing which to subscribe for and/or purchase, the Placement Shares, at the Invitation Price.

PLAN OF DISTRIBUTION

In the event of an under-subscription for and/or purchase of the Placement Shares as at the close of the Application List, that number of Placement Shares not subscribed for and/or purchased shall be made available to satisfy excess applications for the Offer Shares to the extent that there is an over-subscription for the Offer Shares as at the close of the Invitation.

Subscribers for and purchasers of the Placement Shares may be required to pay brokerage of up to 1.0% of the Invitation Price to the Underwriter and Placement Agent or any sub-placement agent as may be appointed by the Underwriter and Placement Agent as well as stamp duties and other charges.

SUBSCRIPTION AND/OR PURCHASES OF THE INVITATION SHARES

None of our Directors or Substantial Shareholders intends to subscribe for and/or purchase the Invitation Shares pursuant to the Invitation. As far as we are aware, none of our Independent Directors, the members of our Company's management or employees intends to purchase and/or subscribe for and/or purchase more than 5.0% of the Invitation Shares in the Invitation.

To the best of our knowledge, as at the date of this Offer Document, we are not aware of any person who intends to subscribe for and/or purchase more than 5.0% of the Invitation Shares in the Invitation.

However, through a book-building process to assess market demand for our Shares, there may be person(s) who may indicate an interest to subscribe for and/or purchase more than 5.0% of the Invitation Shares. If such person(s) were to make an application for more than 5.0% of the Invitation Shares and are subsequently allotted such number of Shares, we will make the necessary announcements at an appropriate time. The final allotment of Shares will be in accordance with the shareholding spread and distribution guidelines as set out in Rule 406 of the Catalist Rules.

No Shares shall be allotted and issued and/or allocated on the basis of this Offer Document later than six months after the date of registration of this Offer Document by SGX-ST, acting as agent on behalf of the Authority.

FULL SPONSORSHIP AND MANAGEMENT AGREEMENT AND, UNDERWRITING AND PLACEMENT AGREEMENT

Full Sponsorship and Management Agreement

Pursuant to the Full Sponsorship and Management Agreement entered into between our Company and RHT Capital as the Issue Manager and Full Sponsor, our Company appointed RHT Capital to manage and sponsor the Listing. RHT Capital will receive a management fee from our Company for its services rendered in connection with the Listing.

The Issue Manager and Full Sponsor shall be entitled to immediately terminate the Full Sponsorship and Management Agreement by giving notice in writing of such intention to our Company, if prior to 12.00 noon on the date of close of the Application List:

- (a) the Issue Manager and Full Sponsor becomes aware of any breach by our Company and/or its agent(s) of any of the warranties, representations, covenants or undertakings given by our Company to the Issue Manager and Full Sponsor in the Full Sponsorship and Management Agreement;
- (b) there shall have been, since the date of the Full Sponsorship and Management Agreement, any change or prospective change in or any introduction or prospective introduction of any legislation, regulation, policy, directive, guideline, rule or byelaw by any relevant government or regulatory body in Singapore, whether or not having the force of law, or any other occurrence of similar nature that has or is expected to have a material adverse effect on the condition and performance, general affairs, prospects, future plans and trends of our Group, financial or otherwise, other than as disclosed in this Offer Document which would make it impracticable, inadvisable or inexpedient to proceed with any of the transactions contemplated in the Full Sponsorship and Management Agreement; or

PLAN OF DISTRIBUTION

- (c) there is any dispute, conflict or disagreement with our Company which cannot be reasonably resolved or our Company wilfully fails to comply with any advice from or recommendation of the Issue Manager and Full Sponsor.

Pursuant to the Full Sponsorship and Management Agreement, our Company will hold the Issue Manager and Full Sponsor and their respective directors, officers, employees, representatives and agents fully and effectively indemnified against all liabilities, costs and expenses arising out of any claim which may be brought or threatened to be brought against any of them in relation to the Invitation and the listing of our Company on Catalist (whether or not such claim is successful, compromised or settled) for whatever reasons, including but not limited to:

- (a) any failure by our Company to comply with any requirements of any statute or statutory regulation, governmental or ministerial order or decree, or decision or circular of the SGX-ST or any other authority (including without limitation to the foregoing, any directive or order by the Authority or the SGX-ST pursuant to the SFA and the Catalist Rules);
- (b) the preliminary offer document or this Offer Document not containing all information material in the context of the Invitation, or any statement contained therein or in any information which is otherwise supplied by our Company to the Issue Manager and Full Sponsor in connection with the Invitation or the Listing being untrue, incorrect or misleading;
- (c) any material misrepresentation contained in the preliminary offer document and/or the Offer Document; and
- (d) any breach of our Company of any representations and warranties or obligations and undertakings of our Company as contained in the Full Sponsorship and Management Agreement.

Underwriting and Placement Agreement

Pursuant to the Underwriting and Placement Agreement entered between our Company, the Vendor and the Underwriter and Placement Agent, our Company and the Vendor have appointed the Underwriter and Placement Agent (i) to procure subscriptions for and/or purchases of, and failing which to subscribe for and/or purchase, the Placement Shares at the Invitation Price; and (ii) to procure subscriptions for, and failing which to subscribe for, the Offer Shares at the Invitation Price.

In consideration of the agreement of the Underwriter and Placement Agent to procure subscriptions for, and failing which to subscribe for, the Offer Shares, the Company shall pay to the Underwriter and Placement Agent an underwriting commission of 3.5% of the Invitation Price for the total number of Offer Shares and for the total number of the Placement Shares allocated to satisfy excess applications for Offer Shares, but excluding the portion of the Offer Shares which have been applied to satisfy excess applications for Placement Shares.

In consideration of the agreement of the Underwriter and Placement Agent to procure subscriptions for and/or purchases of, and failing which to subscribe for and/or purchase the Placement Shares, our Company and the Vendor shall pay to the Underwriter and Placement Agent a placement commission of 3.5% of the Invitation Price for the total number of Placement Shares under the Placement which the Underwriter and Placement Agent has successfully procured valid subscriptions for and/or purchases of, and paid for and/or procured payment of, pursuant to Underwriting and Placement Agreement, including (in relation to our Company) such Offer Shares which have been applied to satisfy excess applications for the Placement Shares (which commission shall be payable to the Underwriter and Placement Agent who procured such excess applications for Placement Shares), and any Placement Shares which the Underwriter and Placement Agent themselves subscribe for or purchase under Underwriting and Placement Agreement.

The Underwriting and Placement Agreement and the obligations of the Underwriter and Placement Agent under the Underwriting and Placement Agreement are conditional upon, among others:

- (a) the approvals for the Listing granted by the SGX-ST not being revoked or withdrawn on or prior to the date of Listing and the compliance by our Company, to the satisfaction of the SGX-ST, with all the conditions imposed by the SGX-ST in granting such approvals for the Listing, where such conditions are required to be complied with by the date of Listing;

PLAN OF DISTRIBUTION

- (b) the delivery to the Underwriter and Placement Agent, on or before the date of this Offer Document of evidence that all necessary steps have been taken, all necessary approvals and consents have been obtained, all necessary formalities having been completed and all applicable laws, regulations and directives having been complied with to enable the Invitation Shares to be allotted and issued, and listed and traded on the SGX-ST, such evidence to be in form and substance satisfactory to the Underwriter and Placement Agent; and
- (c) there having been, in the opinion of the Underwriter and Placement Agent, no material adverse change or any development or event likely to result in a material adverse change in the financial or other condition of our Company between the date of the Underwriting and Placement Agreement and the date of Listing nor the occurrence of any event nor the discovery of any fact rendering untrue, incorrect or misleading in any material respect, as at the date of Listing, any of the warranties or representations nor any breach by our Company of any of its obligations under the Underwriting and Placement Agreement.

Other than pursuant to the Underwriting and Placement Agreement, there are no contracts, agreements or understandings between our Company, the Vendor and any person or entity that would give rise to any claim for brokerage commission, finder's fees or other payments in connection with the subscription for and/or purchase of the Invitation Shares.

Pursuant to the Underwriting and Placement Agreement, our Company shall hold the Underwriter and Placement Agent and their respective directors, employees, representatives and agents and the Affiliates of the Underwriter and Placement Agent and their respective employees, directors and agents ("**Indemnified Persons**") fully and effectively indemnified against all liabilities, costs and expenses arising out of any claim which may be brought against any of them in relation to the Invitation (whether or not such claim is successful compromised or settled) arising out of:

- (a) any failure by our Company or the Vendor to comply with any requirements of any statute or statutory regulation, governmental or ministerial order or decree, or decision or circular of the SGX-ST (including the Catalist Rules) or any other authority (including without limitation to the foregoing, any directive or order by the Authority pursuant to the Securities and Futures Act);
- (b) the preliminary offer document or this Offer Document not containing all information material in the context of the Invitation, or any statement contained therein or in any information which is otherwise supplied by our Company in connection with the Invitation being or alleged to be untrue, incorrect or misleading;
- (c) any misrepresentation contained in the preliminary offer document or this Offer Document;
- (d) any breach or alleged breach or failure to perform by our Company or the Vendor of any of the representations and warranties or of any of their obligations and undertakings contained in contained in the Underwriting and Placement Agreement;
- (e) any lawful exercise by the Underwriter and Placement Agent of any of the rights and authorities granted to them under the terms of the Underwriting and Placement Agreement; and
- (f) the performance by the Underwriter and Placement Agent of its obligations under the Underwriting and Placement Agreement,

including in any such case (but without prejudice to the generality of the foregoing) all costs, charges and expenses which any of the Indemnified Persons may properly or reasonably incur or bear in disputing any such claim made against any of them or in establishing any claim on their part under the foregoing provisions, in each case except in relation to any claim arising solely out of the wilful default, fraud or negligence by the Indemnified Persons, as determined by final judgment of a court of law.

The Full Sponsorship and Management Agreement and the Underwriting and Placement Agreement are each conditional upon the other not being terminated or rescinded pursuant to the provisions of the Full Sponsorship and Management Agreement and the Underwriting and Placement Agreement (as the case may be), and may be terminated on the occurrence of certain events, including those specified above. In the event that the Full Sponsorship and Management Agreement or the Underwriting and Placement Agreement is terminated, our Company reserves the right, at the absolute discretion of our Directors, to cancel the Invitation.

OFFER DOCUMENT SUMMARY

The information contained in this summary is derived from, and should be read in conjunction with, the full text of this Offer Document. As it is a summary, it does not contain all of the information that prospective investors should consider before investing in our Shares. Prospective investors should read this entire Offer Document carefully, especially the section entitled “Risk Factors” of this Offer Document and our financial statements and related notes before deciding on whether or not to invest in our Shares.

OUR COMPANY

Our Company was incorporated in Singapore on 11 April 2025 under the Companies Act as a private company limited by shares, under the name of “Lum Chang Creations Pte. Ltd.”. Our Company’s registration number is 202515827E. Our Company was converted into a public limited company and the name of our Company was changed to “Lum Chang Creations Limited” in connection therewith on 19 June 2025.

Our Company became the holding company of our Group following the completion of the Restructuring Exercise on 19 June 2025. For more information, please refer to the section entitled “Restructuring Exercise” of this Offer Document.

BUSINESS OVERVIEW

Based on the Independent Market Report, we are one of the leading urban revitalisation specialists in Singapore with comprehensive capabilities in providing niche conservation and restoration works, complemented by our expertise in interior fit-out works as well as A&A works.

Our Group, through our key subsidiary, LC Interior, has the experience, expertise and resources to provide customised solutions for different types of heritage buildings and brownfield redevelopments, and to provide complex conservation and restoration works, interior fit-out works and A&A works for urban revitalisation and assets enhancement.

We provide a comprehensive range of services under LC Interior, which is a specialist interior contracting firm, from design and planning to procurement and installation, and covers all aspects of interior contracting. Most notably, we have a proven track record in Singapore of successfully completing projects of various scales and complexities, ranging from office fit-outs and hotel refurbishments, to historic building conservation and adaptive reuse, and residential extensions and renovations.

Under our collaboration with Brandsbridge, we also provide interior fit-out services for the retail segment. Our subsidiary, LC Brandsbridge, has established a presence in the retail sector of both Singapore and Malaysia, specialising in delivering high-quality interior fit-out solutions for a diverse range of retail environments. We cater to various retail formats, including flagship stores, boutiques, shopping malls, and pop-up shops. Our expertise lies in creating bespoke interiors that not only reflect the brand identity of our customers but also enhance the customer experience through innovative design and meticulous craftsmanship.

In addition to conservation and restoration, interior fit-out and A&A services, we also provide aftercare services for certain retail projects and also manufacture wood furniture and fixtures for retail customers.

Conservation and Restoration Services

Conservation and restoration services involve the preservation, restoration, and protection of historic and culturally significant buildings and structures. This sector is driven by the need to maintain heritage sites, comply with preservation regulations, and promote cultural tourism. We offer a comprehensive range of conservation services to provide practical and innovative solutions to the challenges posed by today’s built environment, including structural stabilisation, material restoration, historical research, and the integration of modern amenities while preserving the original character of the buildings.

OFFER DOCUMENT SUMMARY

Due to the demanding and bespoke nature of such projects, our Group stands out as a result of our specialised expertise and conservation techniques, as well as attention to detail and client-focused approach, which is demonstrated by our strong project pipeline. Based on the Independent Market Report, we are one of the five major players in the URS industry, which is a niche market as few players have the capabilities to undertake conservation and restoration works for heritage buildings, as well as the technical knowledge and skillset to undertake such projects. Our expertise and capabilities are demonstrated in the various projects that have been completed and in particular, the project at St James Power Station has been awarded several awards for the conservation and restoration, interior fit-out and A&A works done by LC Interior, including the SIA Architectural Design Award and the URA Architectural Heritage Award (Distinction Award for Conservation and Innovation).

Interior Fit-out Services

Our Group also excels in the interior fit-out sector, providing top-tier solutions for updating and revitalising existing spaces. We specialise in transforming outdated interiors into modern, functional, and aesthetically pleasing environments that meet contemporary standards and customer expectations. Our subsidiary, Quintessential Builder, focuses on the manufacture of wood furniture and fixtures, providing quality craftsmanship and innovative designs. Such in-house manufacturing capabilities complements and supports our Group's interior fit-out business.

We offer a comprehensive suite of interior fit-out services, from initial consultation and design services, to project management and execution. Our interior fit-out team undertakes the customisation and enhancement of interior spaces to meet specific functional and aesthetic requirements. This sector is driven by the need for personalised and optimised environments in residential, commercial, and public buildings. Our team of skilled professionals works closely with customers to understand their specific needs and objectives, ensuring that every project is tailored to their unique requirements. We utilise advanced technology to deliver high-quality and cost-effective results for our customers.

Addition & Alteration Services

The A&A services undertaken by our Group involve modifying and enhancing existing buildings to improve functionality, aesthetics, and regulatory compliance. This sector is driven by urbanisation, asset enhancement, technological advancements, regulatory changes, and economic factors. We offer a comprehensive range of A&A services, which includes, among others, interior and exterior renovations, structural alterations, mechanical, plumbing and engineering upgrades, and sustainability improvements.

Aftercare Services for Retail Projects

In addition to interior fit-out services for our retail projects, our Group also offers comprehensive aftercare services for retail projects to ensure the longevity and functionality of the fit-outs. This includes regular maintenance, refurbishments, and updates to keep the retail spaces fresh and relevant in a competitive market. We also leverage third-party bespoke software applications to offer ad-hoc maintenance services to retail customers. Our commitment to quality and client satisfaction has earned us a reputation as a trusted partner in the retail fit-out industry, driving repeat business and long-term relationships with our customers.

Manufacture of Wood Furniture and Fixtures

Our products include home furnishings, office furniture, custom-built retail displays, and hospitality fixtures. By blending traditional woodworking techniques with modern technology, we produce pieces that are functional, attractive, and durable.

We offer a range of in-house services, from initial design and prototyping to production and installation. Our team of designers and engineers work closely with our internal stakeholders to understand specific needs and preferences for our Group's interior fit-out projects, ensuring that each piece is tailored to unique requirements and quality standards.

Further details are set out in the sections entitled "General Information on our Group – History" and "General Information on our Group – Business Overview" of this Offer Document.

OFFER DOCUMENT SUMMARY

COMPETITIVE STRENGTHS

We believe that we are able to compete effectively due to the following competitive strengths:

We are one of the leading urban revitalisation specialists in Singapore with niche conservation and restoration capabilities

Based on the Independent Market Report, we are one of the leading urban revitalisation specialists in Singapore with comprehensive capabilities in providing niche conservation and restoration works, complemented by our expertise in interior fit-out works as well as A&A works. We have the experience, expertise and resources to provide customised solutions for different types of heritage buildings and brownfield redevelopments, and to provide complex conservation and restoration works, interior fit-out works and A&A works for urban revitalisation and asset enhancement.

We have a proven track record in Singapore of completing and securing a wide range of public and private projects

We have a proven track record in Singapore of successfully completing and securing a wide range of public and private projects by offering a comprehensive suite of services, including design, production, building, project management, and maintenance. Our expertise spans various types of properties, including heritage properties such as St James Power Station, public properties such as the National Museum of Singapore, retail properties such as the Nike Flagship Store, food and beverage (F&B) properties such as Black Tap Craft Burgers & Beer at Marina Bay Sands, healthcare properties such as the Bedok Community Hospital, and hospitality properties such as the Marriott Tang Plaza Hotel. This diverse portfolio demonstrates our capability to handle projects of varying complexities and requirements.

We operate on an asset-light business model focusing on cost management

We operate on an asset-light business model by outsourcing part of our work to trusted contractors, suppliers, artisans, consultants, and interior designers with whom we have long-standing relationships. This approach allows us to focus on cost management while leveraging the expertise and track records of our business associates. These established relationships facilitate efficient resource deployment and manpower arrangements, which are pivotal to the success of our conservation and restoration, interior fit-out and A&A projects. By collaborating with partners familiar with our operations and preferences, we can undertake and manage high-quality projects in a timely and efficient manner, concentrating on suitable and profitable ventures.

We have an experienced and dedicated management team

We have an experienced and capable key management team which possesses in-depth knowledge of all aspects of the conservation and restoration, interior fit-out and A&A works, supported by a strong understanding of prevailing market trends and customer demand. Our Group is led by our Managing Director, Mr. Lim Thiam Hooi, who has over 35 years of experience in the building industry and more than 20 years of experience managing projects in the specialised fields of conservation and restoration, interior fit-out and A&A works. In addition to his extensive industry knowledge and experience, Mr. Lim Thiam Hooi possesses a broad business network and comprehensive market insight. This combination enables us to effectively source and identify suitable potential projects and accurately assess their profitability. His connections and understanding of market dynamics provide a strategic advantage, allowing us to make informed decisions and pursue opportunities that align with our business objectives.

We focus on stringent management of workplace safety and health

Our commitment to workplace safety is the cornerstone of our operational philosophy, ensuring a secure and healthy environment for all our employees and subcontractors. This dedication has been recognised through several prestigious awards and the implementation of advanced safety measures. We were conferred the Workplace Safety and Health (WSH) Performance (Gold) Award at the WSH Awards 2024, having previously received the Silver Award from 2021 to 2023. This recognition underscores our continuous improvement and excellence in maintaining workplace safety standards.

Further details are set out in the section entitled “General Information on our Group – Competitive Strengths” of this Offer Document.

OFFER DOCUMENT SUMMARY

BUSINESS STRATEGIES AND FUTURE PLANS

Expanding our business through regional expansion

Leveraging on our existing experiences and customer network, we plan to focus on expanding our business in Singapore and Malaysia, and embark on new markets in neighbouring countries, such as Indonesia, as and when the opportunity arises. Such expansion may include venturing into businesses which are ancillary, complementary or are in strategic sectors relating to our existing core business. This may include specialised companies with a niche skillset to cater to a different market segment or engaged in downstream operations to support our core business. Through such business expansion, we strive to expand our capabilities and scope of services, and have better control over our project costs, lead time and/or quality.

Expanding our portfolio of interior fit-out and A&A projects in the high-end residential sector

While we have completed A&A and interior fit-out works for two residential projects, which are the One Tree Hill Collection and Upper Wilkie Road projects, we intend to leverage on our interior fit-out and A&A capabilities and our existing position in the market to expand our business portfolio to source for new projects in the high-end residential sector involving high-end landed residential properties. With our established track record and competitive strengths, we believe that we are well-positioned to secure projects in the high-end residential sector.

Exploring acquisitions, investment opportunities, strategic alliances and/or joint ventures

Depending on market conditions and feasibility, we will explore acquisitions, investment opportunities, strategic alliances and/or joint ventures with parties in complementary businesses in Singapore or overseas, including subcontractors which provide ancillary works for our projects, should suitable opportunities arise. We believe this will enable our company to expand the scale of our business, enlarge our customer base, lower our operational risks, and/or increase our range of services.

Further details are set out in the section entitled “General Information on our Group — Business Strategies and Future Plans” of this Offer Document.

OFFER DOCUMENT SUMMARY

SUMMARY OF FINANCIAL INFORMATION

The following tables present a summary of our financial highlights and should be read in conjunction with the section entitled “Management’s Discussion and Analysis of Financial Position and Results of Operations” of this Offer Document, the “Independent Auditor’s Report and the Audited Combined Financial Statements for the Financial Years Ended 30 June 2022, 2023 and 2024” as set out in Appendix A to this Offer Document, the “Independent Auditor’s Review Report and the Unaudited Condensed Interim Combined Financial Statements for the Six-Month Period Ended 31 December 2024” as set out in Appendix B to this Offer Document and the “Reporting Accountant’s Assurance Report and the Unaudited Pro Forma Combined Financial Information for the Financial Year Ended 30 June 2024” as set out in Appendix C to this Offer Document.

Selected Items from our Combined Statements of Comprehensive Income

	← Audited →			← Unaudited →	
	FY2022	FY2023	FY2024	6M2024	6M2025
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Revenue	14,036	39,430	58,973	35,199	40,836
Profit before income tax	593	5,712	6,783	4,955	6,635
Net profit	503	4,779	5,633	4,098	5,519
Net profit attributable to:					
Equity holders of the Company	503	4,536	4,723	3,286	5,310
Non-controlling interests	–	243	910	812	209
	503	4,779	5,633	4,098	5,519
Pre-Invitation EPS (cents per share) ⁽¹⁾	0.18	1.62	1.69	1.17	1.90
Post-Invitation EPS (cents per share) ⁽²⁾	0.16	1.44	1.50	1.04	1.69

Notes:

- (1) For comparative purposes, our pre-Invitation EPS for the Period Under Review has been computed based on the net profit attributable to the equity holders of our Company for the financial year / period and our pre-Invitation share capital of 280,000,000 Shares.
- (2) For comparative purposes, our post-Invitation EPS for the Period Under Review has been computed based on the net profit attributable to the equity holders of our Company for the financial year / period and our share capital of 315,000,000 Shares after the completion of the Invitation.

Selected Items from our Combined Balance Sheets

	← Audited →		← Unaudited →	
	As at	As at	As at	As at
	30 June	30 June	30 June	31 December
	2022	2023	2024	2024
	\$'000	\$'000	\$'000	\$'000
Current assets	7,741	16,550	24,949	37,889
Non-current assets	1,531	3,203	4,289	6,866
Current liabilities	3,625	8,570	13,091	27,305
Non-current liabilities	277	563	1,395	2,131
Total equity	5,370	10,620	14,752	15,319
Non-controlling interests	–	733	1,398	1,637
NAV per Share (cents per share)¹	1.92	3.53	4.77	4.89

Note:

- (1) The NAV per Share has been computed based on the capital and reserve attributable to the equity holders of our Company and our pre-Invitation share capital of 280,000,000 Shares.

OFFER DOCUMENT SUMMARY

PROSPECTS

The following section has been extracted from the Independent Market Report. The Industry Consultant has provided its consent to the inclusion of the information extracted from the Independent Market Report in the form and context in which they are set out in the following section of this Offer Document. Please refer to the Independent Market Report as set out in Appendix H to this Offer Document for the full text of the Independent Market Report, as well as the section entitled “Cautionary Note Regarding Forward Looking Statements” of this Offer Document.

Based on the Independent Market Report, the urban revitalisation specialist (“**URS**”) industry is a niche sector that focuses on the conservation and restoration of historical buildings in Singapore. The activities in this industry include conservation and restoration, interior fit-out as well as A&A works on historical buildings. Based on the Independent Market Report:

- the URS industry in Singapore shows promising prospects driven by the government’s commitment towards enhancing and protecting local heritage;
- the Singapore government is promoting adaptive reuse by encouraging conservation building owners or developers to retrofit their assets instead of redevelopment and demolition in line with sustainability goals;
- a robust outlook for private sector projects in Singapore’s construction industry is expected in 2025 and beyond; and
- in the long run, as the demand for culturally rich and sustainable urban spaces continues to rise, the market for URS works will likely expand, contributing significantly to the country’s vibrant urban landscape.

A detailed discussion of our prospects is set out in the section entitled “General Information on our Group — Prospects” of this Offer Document.

OUR CONTACT DETAILS

Our registered office is at 14 Kung Chong Road, #08-01, Lum Chang Building, Singapore 159150 and our principal place of business is at 14 Kung Chong Road, #07-02, Lum Chang Building, Singapore 159150. The telephone and facsimile numbers for our principal place of business are +65 6716 9200 and +65 6716 9211, respectively. Our email address is lccreations_info@lumchang.com.sg and our corporate website is lumchangcreations.com.sg. **Information contained in our corporate website does not constitute part of this Offer Document and should not be relied on.**

THE INVITATION

- Invitation Size** : 49,000,000 Invitation Shares, comprising 35,000,000 New Shares and 14,000,000 Vendor Shares, by way of the Offer and the Placement.
- The New Shares, upon allotment and issue, will rank *pari passu* in all respects with the existing issued Shares (including the Vendor Shares).
- Invitation Price** : S\$0.25 for each Invitation Share, payable in full on application.
- The Invitation** : The Invitation comprises an offering of:
- (a) 1,000,000 Offer Shares at the Invitation Price, to members of the public in Singapore; and
 - (b) 48,000,000 Placement Shares at the Invitation Price, for placement to members of the public and institutional investors in Singapore,
- subject to and on the terms and conditions of this Offer Document.
- Purpose of the Invitation** : Our Directors believe that the listing of our Company and the quotation of our Shares on Catalist will enhance our public image locally and overseas and enable us to raise funds from the capital markets for the expansion of our business operations.
- The Invitation will also provide members of the public, our management, employees and business associates as well as those who have contributed to our success with an opportunity to participate in the equity of our Company.
- Listing Status** : Prior to the Invitation, there has been no public market for our Shares. Our Shares will be quoted in Singapore dollars on Catalist, subject to admission of our Company to Catalist and permission for dealing in, and for quotation of, our Shares being granted by the SGX-ST.
- Use of Proceeds** : Please refer to the section entitled “Use of Proceeds and Expenses of the Invitation” of this Offer Document for more details.
- Risk Factors** : Investing in our Shares involves risks which are described in the section entitled “Risk Factors” of this Offer Document.

INVITATION STATISTICS

Invitation Price	S\$0.25

Adjusted NAV

NAV per Share⁽¹⁾ based on the unaudited condensed interim combined balance sheet of our Group as at 31 December 2024 and after adjusting for the Share Split (the “**Adjusted NAV**”):

(a) before adjusting for the estimated net proceeds from the Invitation to be raised by our Company and based on our Company’s pre-Invitation share capital of 280,000,000 Shares	4.9 cents
(b) after adjusting for the estimated net proceeds from the Invitation to be raised by our Company and based on our Company’s post-Invitation share capital of 315,000,000 Shares	6.6 cents

Premium of Invitation Price over the Adjusted NAV per Share:

(a) before adjusting for the estimated net proceeds from the Invitation to be raised by our Company and based on our Company’s pre-Invitation share capital of 280,000,000 Shares	410.2%
(b) after adjusting for the estimated net proceeds from the Invitation to be raised by our Company and based on our Company’s post-Invitation share capital of 315,000,000 Shares	278.8%

EPS⁽²⁾

EPS based on the audited combined statements of comprehensive income of our Group for FY2024 and our Company’s pre-Invitation share capital of 280,000,000 Shares	1.7 cents

EPS based on the audited combined statements of comprehensive income of our Group for FY2024 and our Company’s pre-Invitation share capital of 280,000,000 Shares, assuming that the Service Agreement had been in place since the beginning of FY2024	1.7 cents

PER

PER based on the Invitation Price and EPS for FY2024	14.8 times

PER based on the Invitation Price and EPS for FY2024 assuming that the Service Agreement had been in place since the beginning of FY2024	14.9 times

Net Operating Cash Flow⁽³⁾

Net operating cash flow per Share for FY2024 based on our Company’s pre-Invitation share capital of 280,000,000 Shares	3.4 cents

Net operating cash flow per Share for FY2024 based on our Company’s pre-Invitation share capital of 280,000,000 Shares, assuming that the Service Agreement had been in place since the beginning of FY2024	3.4 cents

INVITATION STATISTICS

Invitation Price to Net Operating Cash Flow per Share

Ratio of Invitation Price to net operating cash flow per Share of for FY2024 based on our Company's pre-Invitation share capital of 280,000,000 Shares 7.4 times

Ratio of Invitation Price to net operating cash flow per Share for FY2024 based on our Company's pre-Invitation share capital of 280,000,000 Shares, assuming the Service Agreement had been in place since the beginning of FY2024 7.4 times

Market Capitalisation

Market capitalisation based on the Invitation Price and the post-Invitation share capital of 315,000,000 Shares S\$78.8 million

Notes:

- (1) NAV per Share is computed based on the capital and reserves attributable to the equity holders of our Company as at 31 December 2024.
- (2) EPS is computed based on the net profit attributable to the equity holders of our Company for FY2024.
- (3) Net operating cash flow refers to net cash flows from operating activities.

RISK FACTORS

Prospective investors should carefully evaluate the following considerations and all other information contained in this Offer Document before deciding to invest in our Shares. The following describes some of the significant risks known to us now that could directly or indirectly affect us and any investments in, or the value or trading prices of our Shares. There may be additional risks not presently known to us or that we currently believe to be immaterial, which could turn out to be material. Our business, financial condition, results of operations and/or prospects could be materially and adversely affected by any of these risks, should they occur or turn out to be material. The market price of our Shares could decline due to any of these risks, and investors may lose part or all of their investments in our Shares.

This Offer Document also contains forward-looking statements which involve risks and uncertainties. Our actual results of operations could differ materially from those anticipated in these forward-looking statements due to a variety of factors, including the risks described below and those discussed in the section entitled “Management’s Discussion and Analysis of Financial Position and Results of Operations” and elsewhere in this Offer Document. Please refer to the section entitled “Cautionary Note Regarding Forward Looking Statements” of this Offer Document.

Before deciding to invest in our Shares, prospective investors should seek professional advice from their advisers about their particular circumstances.

RISKS RELATING TO OUR BUSINESS AND INDUSTRY

We generally undertake non-recurring projects and there is no assurance that we will secure new ones in the future

Our business is generally project-based and tied to specific customer needs. During the Period Under Review, most of our revenue was generated from non-recurring projects, and most of our contracts are awarded on a one-off basis. As contracts are typically awarded on a project-by-project basis, our customers are under no obligation to award future contracts to us and there is no assurance that we will be able to successfully tender for or secure future projects from our existing customers in the future. This means that there is an inherent unpredictability and a lack of steady revenue streams in our business.

Projects done as part of our conservation and restoration, interior fit-out and A&A services are non-recurring due to their specialised and unique nature. Conservation and restoration projects are typically tied to the preservation and restoration of heritage areas, and are therefore limited in availability and are often initiated on an ad-hoc basis. Interior fit-out and A&A projects are typically undertaken to fulfil a specific need or purpose and once completed, customers do not usually require the same services. Once a project is completed, there is no assurance of subsequent engagements from the same customer or on similar properties. Moreover, these projects may require approvals granted by the URA and/or the BCA, making their frequency unpredictable. This irregular demand poses a significant risk for us as it can lead to periods of inactivity in our business.

In order to maintain revenue and profitability, our Group needs to consistently secure new customers and new projects of contract values, sizes and/or margins comparable to our existing ones. Our ability to successfully tender or secure projects depends on a range of factors including our quality of work and our pricing and tender strategy. It is also subject to external factors such as economic conditions, market demand, competition, and customer budgets and evaluation standards. Please also refer to the sections entitled “Risk Factors – Risks relating to our Business and Industry – We are exposed to the non-payment and credit risks of our customers”, and “Risk Factors – Risks relating to our Business and Industry – We may be adversely affected by any significant cost overruns” for further elaboration on the aforementioned risks. If our Group is unable to secure new contracts in the future, it will likely result in a loss of revenue, and our business, financial condition, results of operation and/or prospects may be materially and adversely affected.

Our historical results may not be indicative of our future revenue and profit margins

During the Period Under Review, our revenue amounted to approximately S\$14.0 million, S\$39.4 million, S\$59.0 million and S\$40.8 million for FY2022, FY2023, FY2024 and 6M2025 respectively, with corresponding gross profit margins of approximately 12.8%, 20.9%, 18.1%, 21.1% in FY2022, FY2023, FY2024 and 6M2025 respectively.

RISK FACTORS

The historical financial information is solely derived from our projects that were secured prior to or within the Period Under Review, and does not necessarily have any implication on our future financial performance. While there was significant revenue growth over the course of the Period Under Review, there is no assurance that such growth will continue or be sustainable.

Our entire revenue is generated by way of contracts secured through competitive tenders. Due to the varying values of each contract available for tender, our Group's revenue is volatile and may fluctuate greatly from year to year depending on the number, value and duration of the contracts that are successfully secured and completed by our Group.

Potential investors should note that the past financial performance and condition of our Group do not serve as reliable indicators of the future financial performance and condition of our Group. Our future financial performance and condition are largely dependent on our ability to secure new contracts, exercise control over our costs and expenditure, and effectively implement projects. There is no assurance that we will always be able to obtain new projects of a similar or greater value in the future and to maintain our profit margins at similar levels as we did during the Period Under Review.

We rely on skilled and experienced personnel and we are subject to labour and immigration laws and policies that govern the employment of foreign workers

Our business is labour intensive, and we rely on skilled and experienced personnel for our operations. Our ability to take on and complete projects on time depends largely on whether we are able to secure adequately skilled and suitable personnel for our operations. If we are unable to employ sufficient qualified employees, the quality of services may decline, and our business, financial condition, results of operations and/or prospects may be materially and adversely affected. Furthermore, competition for qualified employees may result in us having to pay higher wages to attract and retain our employees, which may result in higher labour costs and materially and adversely affect our business, financial condition, results of operations and/or prospects.

Given the limited availability of local manpower, our Group relies on foreign workers and are subject to applicable laws, rules and regulations. Our subcontractors and suppliers also rely on foreign workers and would be subject to similar applicable laws, rules and regulations. As at 31 December 2024, we employed 49 foreign workers. Any change in applicable laws, regulations or policies of Singapore or those of the countries of origin of foreign workers may result in labour shortages and/or increase our operating costs. For instance, the availability of foreign workers in Singapore is regulated by the MOM through policy instruments such as the imposition of levies and quotas, also known as dependency ratio ceilings, being the percentage of foreign employees permitted in a company's total workforce. We are susceptible to any increase in such levies and any changes in the supply and/or quota of foreign employees that we are permitted to hire. As a result of these measures, our costs of hiring foreign employees and doing business generally may increase. In addition, we are vulnerable to changes in costs of hiring foreign workers. If our labour costs increase substantially or if we are unable to retain our foreign workers or hire new foreign workers on terms acceptable to us or at all, our business, financial condition, results of operations and/or prospects may be materially and adversely affected.

We are also required to comply with the conditions stipulated in work permits issued to our foreign workers, and may be liable if we contravene such conditions. Such contravention may result in a statutory penalty, a curtailment in our foreign workers' quota and/or a ban by the MOM on our applications and renewals of work permits for foreign workers. Such an event may result in the disruption of our operations and/or an increase in our labour costs, which may materially and adversely affect our business, financial condition, results of operations and/or prospects.

In addition, for each non-Malaysian work permit holder, a security bond of S\$5,000 in the form of a banker's guarantee or insurance guarantee is required to be furnished to the Controller of Work Passes under the Employment of Foreign Manpower Act 1990. The security bond must be furnished prior to the foreign employee's arrival in Singapore, failing which entry into Singapore will not be allowed. The security bonds furnished by us may be forfeited if, among other things, our foreign employees are missing or violate any of the conditions of the work permits. During the Period Under Review and up to the Latest Practicable Date, there has been no past situation in respect of the above which had a material adverse

RISK FACTORS

impact on our business, financial condition, results of operations and/or prospects. However, there is no assurance that our foreign workers, who are subject to the aforesaid security bond requirements, will remain present and adhere to the conditions of their work permits. Occurrence of any violation may result in the forfeiture of security bonds furnished by us in respect of the relevant workers. While we have not encountered any such situation which may affect the employment of foreign workers for our operations during the Period Under Review, our business, financial condition, results of operations and/or prospects may be materially and adversely affected if we are unable to employ foreign workers for our operations in the future.

We also rely on personnel deployed to our sites by our suppliers, and this may from time to time constitute a significant portion of personnel deployed on-site. There is no assurance that our suppliers will continue to be able to deploy foreign workers to our sites, and at the same cost. Any inability to procure the services of temporary personnel may result in the disruption of our operations and/or an increase in our labour costs, which may materially and adversely affect our business, financial condition, results of operations and/or prospects.

We may be affected by accidents and/or violations of workplace safety and health regulatory requirements

Accidents or mishaps may occur at the worksites of our projects even though we have put in place the relevant safety measures as required. As such, we are subject to personal injury claims by workers and/or third parties who are involved in accidents at our worksites during the course of their work from time to time. In addition, any accidents or mishaps resulting in significant damage to our premises, machinery, equipment or inventory may result in work stoppages and cause us to incur additional costs.

In addition to having to incur any costs to make good our premises, machinery, equipment or inventory, such accidents or mishaps may severely disrupt our operations and lead to delays in the completion of our projects. In the event of such delay, we could be liable to pay liquidated damages under the contract with our customers. Please also refer to the section entitled “Risk Factors – Risks relating to our Business and Industry – We may be liable for delays in the completion of projects” of this Offer Document for elaboration on the risks with regards to delays. In addition, we may incur fines and penalties imposed by the MOM or other relevant authorities in relation to any breaches of workplace safety and health regulations at our worksites. In such an event, our business, financial condition, results of operations and/or prospects may be materially and adversely affected.

While we have not encountered any reportable labour-related incidents during the Period Under Review and up to the Latest Practicable Date, there is no assurance that such incidents will not occur in the future. In the event of such incidents, our business, financial condition, results of operations and/or prospects may be materially and adversely affected.

We may be adversely affected by any significant cost overruns

Our revenue is primarily derived from fixed lump sum project-based contracts. The sum quoted in our tender is determined by our senior management having regard to various factors which generally include (i) the specific requirements of the project; (ii) the quantities and scope of work; (iii) the complexity and timeframe of the project; (iv) the condition of the project site’s vicinity; (v) the opinion of quantity surveyors; (vi) the price trend for the types of materials required; (vii) any subcontracting which is expected to be necessary; and (viii) the prevailing market conditions. We are to estimate the costs of our projects accurately before fixing the price of our contracts, in order to achieve the projected profit margins.

The profitability of our projects relies in part on our ability to secure competitive quotations from suppliers and subcontractors at or below our estimated costs and our ability to effectively execute the contracts. If our estimation of the project costs is too low, or if there is a significant lapse of time between the preparation of our tender bid, the award of the project and the signing of the contracts with the relevant suppliers and/or subcontractors, our supplies and/or subcontracting costs may increase beyond our estimates, causing the actual costs of the project to exceed the estimated costs, leading to a cost overrun.

RISK FACTORS

A significant proportion of our cost comprises products, materials and equipment for our projects which generally include, among others, steel and metal products, timber, furniture, building materials, electrical cables, hardware and accessories. The prices of these materials may fluctuate due to changes in the supply and demand conditions, introduction of new regulatory requirements and/or import restrictions, and freight charges. Any sudden interruption or shortage of supply in these materials, similar to the global supply chain disruption experienced during the height of the COVID-19 pandemic, may adversely affect our Group's business operations or result in us having to pay a higher cost for these products and materials. Additionally, geopolitical risks, such as trade tensions, sanctions, and political instability in key supplier regions, can further exacerbate price volatility and supply chain disruptions. These risks may lead to increased costs for raw materials and delays in project timelines. Any inflationary pressure would also result in an increase in the price of raw materials, leading to higher costs for projects.

Furthermore, unforeseen circumstances such as site closures, logistic disruptions or unanticipated construction constraints at the worksites may arise during the course of project execution. These circumstances may necessitate additional work not factored into the initial contract value, leading to cost overruns that can erode our profit margin for the project.

Our actual costs incurred may exceed the estimated costs due to our underestimation of operational costs (including but not limited to insurance, accommodation for foreign employees and consultancy fees), excessive wastage, inefficiency, damage or unforeseen additional costs incurred during the course of the project.

Whilst there has been no situation which has led to significant cost overruns during the Period Under Review and up to the Latest Practicable Date which has resulted in a material adverse impact to our business, there is no assurance that these may not occur in the future. In the event these risks materialise, our business, financial condition, results of operations and/or prospects may be materially and adversely affected.

Re-measurement contracts and/or variation orders could result in the total contract sum of each project being reduced

Some of our projects involve re-measurement contracts. Unlike fixed lump sum contracts, the total contract sum of re-measurement contracts is subject to re-measurement and recalculation. Depending on such re-measurement and recalculation, the actual quantities of the work executed and the final contract sum may be lower than the estimates provided at the tendering stage.

Our contracts may also have variation order clauses which allow the customers to vary the contract works. Such variation orders include the option for the customer to opt for an omission or reduction of works. If any contract works are omitted or reduced, the contract sum of the project may be reduced accordingly.

Our customers may rely on these variation order clauses to procure our Group to perform additional works which are not specified in the original contract or to carry out variations to the specifications stipulated in the original contract. These orders can disrupt schedules and require additional resources, such as materials and labour, which may not have been accounted for in the original budget. If these costs are not fully recoverable from our customers or are subject to disputes, our Group's profit margins may erode and may even lead to cost overruns, which may materially and adversely affect our business, financial condition, results of operations and/or prospects. Such challenges may adversely affect our Group's financial performance, operational efficiency and overall reputation in the industry.

We are exposed to the non-payment and credit risks of our customers

Our customers usually make monthly progress payments based on the construction progress and are generally given credit terms of 30 to 35 days from the invoice date to make payment. Unforeseen circumstances affecting our customers' willingness or ability to make progress payments may cause our Group to experience defaults in payment. As such, whilst we may commence legal proceedings to seek payment or enforcement on our customers, there is no assurance that we will obtain judgment in our favour against the defaulting parties. Even if judgment in favour of our Group is obtained, there is no assurance that the judgment will be satisfied by the judgment debtor.

RISK FACTORS

As at 30 June 2022, 30 June 2023, 30 June 2024 and 31 December 2024, our trade receivables (excluding retention receivables), which comprises amounts due from customers and amounts due from subcontractors for contra charges (which refer to deductions levied by the main contractor against subcontractors to recover costs for work, materials or damages covered by the main contractor due to the subcontractors' non-performance, delay or defective works), amounted to approximately S\$2.8 million, S\$5.7 million, S\$5.5 million and S\$15.8 million, respectively, and our average trade receivables turnover days were approximately 43 days, 40 days, 35 days and 48 days, respectively.

The discrepancy between our average trade receivables turnover days and the contractual credit terms granted to our customers of 30 to 35 days was due to the delays in payment by our customers. We follow up on overdue accounts by way of email and telephone calls, and review the justification(s) provided by such customers in deciding whether to grant an extension to the payment deadline.

Further, our retention receivables amounted to approximately S\$2.1 million, S\$3.0 million, S\$5.6 million and S\$7.8 million as at 30 June 2022, 30 June 2023, 30 June 2024 and 31 December 2024, respectively. There is no assurance that our customers will settle payments on time or in full, or that our customers will release the retention receivables to us, and we may experience significant cash flow mismatch when there is a significant timing difference between making payments to our suppliers, subcontractors and staff, and receiving payments from our customers. For the Period Under Review, our Group did not have any allowance for impairment loss on trade receivables and trade receivables written-off, and we do not foresee any significant difficulties in collecting the outstanding retention receivables as at the Latest Practicable Date.

In the event of a payment default, we may need to write off a portion or the entirety of the outstanding amount owed by the customer. Additionally, any challenges in collecting a significant portion of trade receivables or a material mismatch between receiving progress payments from customers and covering our own costs could result in cash flow fluctuations. Please refer to the section entitled "General Information on our Group – Credit Terms" of this Offer Document for further information of our credit management policy and trade receivables.

Whilst there have been no instances where a customer has defaulted on payment during the Period Under Review and up to the Latest Practicable Date, there is no assurance that these will not occur in the future. In the event that these risks materialise, our business, financial condition, results of operations and/or prospects may be materially and adversely affected.

We are dependent on the services of our suppliers and subcontractors

Suppliers of goods and services which are specific to our business and are required on a regular basis for our ongoing operation mainly include (i) subcontractors; and (ii) suppliers of materials and equipment. While we have our own in-house team of skilled workers, we also engage subcontractors based on the availability of our direct labour resources and the nature of the work. In the event that our subcontractors and suppliers are unable to provide the goods and services required by our Group and we are unable to locate alternative suppliers on comparable terms and prices, our business, operating results and profitability may be adversely affected.

Subcontracting accounted for approximately 86.6%, 92.4%, 92.3%, 92.4% of our total cost of sales in FY2022, FY2023, FY2024 and 6M2025, respectively. These subcontractors are selected based on, among others, our past working experience with them, their competitiveness in terms of their pricing, quality and ability to meet the stipulated timelines. There is no assurance that the quality of work of our subcontractors can meet the requirements of our Group or our customers, and monitoring subcontractor performance may not be as direct and efficient as with our own direct labour. Furthermore, these subcontractors may experience difficulties that may affect their ability to carry out the work for which they were contracted, leading to delays in the completion of our Group's projects, resulting in additional costs for our Group or exposing us to the risk of liquidated damages. Please refer to the sections entitled "General Information on our Group – Our Business Process – Project Execution, Quality Control and Handing Over" of this Offer Document for more information on the measures adopted by our Group to monitor the progress and quality of our subcontractors' work.

RISK FACTORS

Overall, the engagement of subcontractors exposes us to the risks associated with non-performance, late performance or substandard performance of our subcontractors. As we remain accountable to our customers for the performance and quality of work rendered by our subcontractors, we may incur additional costs or be subject to liability under the relevant contracts between us and our customers for our subcontractors' unsatisfactory performance. Please refer to the section entitled "Risk Factors – Risks relating to our Industry and Business – We may be liable for delays in the completion of projects" of this Offer Document for more information.

Whilst there have been no situations involving the non-performance, late performance or substandard performance on the part of a supplier or subcontractor during the Period Under Review and up to the Latest Practicable Date, there is no assurance that these may not occur in the future. In the event that these risks materialise, our business, financial condition, operations and/or prospects may be materially and adversely affected.

We may be liable for delays in the completion of projects

Our contracts with our customers typically include a liquidated damages provision under which we are liable to pay liquidated damages to our customers if we are unable to deliver or perform the contractual works within the specified timeframe or in accordance with the contract. The calculation mechanism for the liquidated damages is generally set forth in the contract. Delays in a project could occur from time to time due to factors such as shortages of labour, equipment and construction materials, labour disputes, disputes with subcontractors, industrial accidents, work stoppages or delays in the delivery of construction materials and/or equipment by suppliers to our subcontractors. In the event of any delay in the completion of a project for reasons other than force majeure, we could be liable to pay liquidated damages under the contract and incur additional overheads that may materially and adversely affect our earnings and profit margin, which in turn could impact our financial condition and results of operations.

Furthermore, our Group's revenue is recognised based on the percentage of completion basis, in line with the SFRS(I) 15 Revenue from Contracts with Customers. We recognise revenue progressively towards completion of the contract, and such measure of progress is determined based on the proportion of contract costs incurred to date against the budgeted costs. If the completion dates of our Group's ongoing projects are extended, our Group will have to delay recognising our project revenue and profits.

While there has not been any significant delays of projects during the Period Under Review and up to the Latest Practicable Date, there is no assurance that there will not be any delays in our existing and future projects resulting in the payment of liquidated damages that may have a material and adverse impact on our business, financial condition, results of operations and/or prospects.

We may face claims for defects liability or disputes with our customers in relation to defective works

We provide a limited defects liability period for our projects for up to 18 months. We are required to attend to all defects during the defects liability period at no cost to our customers, including those arising from the non-performance, late performance, or substandard performance of the subcontractors engaged by us. While there is typically a back-to-back warranty provided by most of our subcontractors, our Group remains primarily responsible to our customers and will be required to rectify the defects if not done so by the subcontractors. If our Group is required to rectify significant defects during the defects liability period which result in substantial additional costs being borne by our Group, the profitability of the relevant project will be reduced. In such event, our business, financial condition, results of operations and/or prospects may be adversely affected.

Furthermore, there may be disputes between our Group and our customers as to whether a particular defect falls within the scope of coverage provided by our Group during the defects liability period. This may lead to claims being brought against our Group by the customer, and in such event, our reputation, as well as our business, financial condition, results of operations and/or prospects may be adversely affected.

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While we have not faced any claims for defects liability that have had a material adverse impact on the financial position and/or operations of our Group during the Period Under Review, there is no assurance that we will not face any such claims in the future.

We are subject to regulatory requirements for our business and operations, and failure to comply with such requirements may affect our operations and expose us to penalties

Our business and operations in Singapore are regulated by the BCA and various other regulatory bodies. We are required to obtain and maintain multiple licences and registrations to conduct our operations. Additionally, we may need to secure new licences and registrations in the future to continue our business activities and/or undertake new projects. For example, registration with the BCA contractors' registry is mandatory requirement for our Group to tender for contracts within the public sector in Singapore. Furthermore, certain public sector customers may require our Group to achieve specified recognitions from the International Organisation for Standardisation (ISO) as a pre-requisite for tender participation. Details of our material licences and registrations as of the Latest Practicable Date can be found in the section entitled "General Information on our Group – Material Licences, Registrations and Certifications" of this Offer Document.

The licences and registrations we hold are generally subject to conditions imposed by the respective regulatory frameworks and are often granted for fixed durations, necessitating periodic renewal. There is no assurance that we will be able to meet new requirements imposed by regulatory authorities, or that our existing licences and registrations will not be revoked. Additionally, upon expiry, the renewal of licences and registrations may not be guaranteed or may be subject to conditions that could be challenging for us to fulfil. Failure to obtain, maintain, or renew the necessary licences and registrations in a timely manner could adversely affect our operations and business continuity.

LC Interior is a registered Grade B1 contractor under General Building (CW01) under the Contractors Registration System which allows our Group to tender for public sector contracts of up to S\$50.0 million. To maintain our Group's existing B1 status for general building (CW01), our Group has to, among other requirements, secure projects with aggregate values of at least S\$30.0 million over a three-year period and maintain paid-up capital and net capital worth of S\$3.0 million. In the event that the Grade B1 status cannot be maintained, our Group will not be able to tender for such public sector contracts, which may materially and adversely affect our business, financial condition, results of operations and/or prospects.

Our Group is required to adhere to the relevant regulatory requirements in respect of our operations in Malaysia. For example, we are required pursuant to the Lembaga Pembangunan Industri Pembinaan Malaysia Act 1994 ("**CIDB Act 1994**") to be registered and hold a valid certificate of registration with the Construction Industry Development Board of Malaysia in order to undertake to carry out or complete any construction works as defined under the CIDB Act 1994, and also to maintain a business premise licence pursuant to the Licensing of Trades, Businesses and Industries (Federal Territory of Kuala Lumpur) By-Laws 2016. Details of the regulatory requirements relevant to our Group's Malaysia operations can be found in the section entitled "General Information on our Group – Government Regulations – Malaysia" of this Offer Document.

Whilst we have not encountered any difficulties in attaining and/or renewing the relevant licences and registrations during the Period Under Review and up to the Latest Practicable Date, there is no assurance that we will be able to continue to do so without any difficulty. In the event these risks materialise, our business, financial condition, results of operations and/or prospects may be materially and adversely affected.

We are subject to risks associated with debt financing

Whilst we do not currently rely on external facilities to perform works, due to the working capital intensive nature of our business, we may in the future, finance a substantial portion of our projects through banks loans and credit facilities. Please refer to the section entitled "Capitalisation and Indebtedness" of this Offer Document for further details on the banking and credit facilities obtained by our Group. As such, the availability of adequate financing is crucial to bid for new projects and complete existing projects according to schedule.

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However, there is no assurance that financing options will always be available on terms and conditions acceptable to us, or that we will be able to renew our existing bank loans and credit facilities upon maturity or to do so on terms and conditions acceptable to us. Furthermore, we may have restrictions placed on us through such debt financing arrangements, which may, among others:

- limit our ability to pay dividends or require us to seek consent for the payment of dividends;
- restrict the ability of our subsidiaries to make contributions to us and our ability to receive distributions;
- increase our vulnerability to general adverse economic and industry conditions;
- limit our ability to pursue our growth plans;
- require us to dedicate a substantial portion of our cash flows from operations to payments on our debt, thereby reducing the availability of our cash flows to fund capital expenditure, working capital and other general corporate purposes; and/or
- limit our flexibility in planning for, or reacting to, changes in our business and our industry.

If we are unable to obtain the debt financing on terms that are acceptable to us or at all, our business, financial condition, results of operations and/or prospects may be materially and adversely affected.

We are exposed to risks related to war, terrorism, political unrest, natural disasters, extreme weather conditions, macroeconomic factors and other uncontrollable events

Our business and operations may be materially and adversely affected by unforeseeable circumstances and other factors such as power outages, supply chain disruptions, political unrest, severe weather conditions, acts of God and natural or other catastrophes. War, terrorist attacks or other acts of violence may also materially and adversely affect the global financial markets and business and consumer confidence.

Our business may also be affected by macroeconomic factors, such as general economic conditions, level and volatility of economic growth, inflation, exchange rates, adverse market sentiment and consumer confidence in the jurisdictions we operate in, trade tensions, social and political unrest, and regulatory, fiscal and other governmental policies, all of which are beyond our control. In particular, we are exposed to the risks of global trade wars and tariffs, which could disrupt the international trade flows and supply chains that are essential for our operations. Trade wars and tariffs could result in higher costs, lower demand, reduced market access, increased uncertainty, and retaliatory measures for products and services in various countries. Moreover, trade wars and tariffs could trigger or exacerbate geopolitical tensions, social unrest, and protectionist policies that could further undermine the stability and predictability of the global economic and regulatory environment. We cannot predict the outcome or duration of these trade conflicts or their impact on our business, financial condition, results of operations and/or prospects, which could be material and adverse.

Given the uncertainties as to the future economic outlook, there is no assurance that we will be able to maintain or continue to grow our revenue and profits, or that we will be able to react promptly to any change in economic conditions. In the event that we fail to react promptly to the changing economic conditions, our business, financial condition, results of operations and/or prospects could be adversely affected.

We are exposed to foreign exchange risk

Our business is subject to fluctuations in foreign exchange rates primarily due to our commercial transactions being denominated in various foreign currencies, mainly USD, RM and CNY. While revenue from our Singapore-based customers is primarily denominated in S\$, we enter into USD, RM and CNY denominated supply contracts with our PRC and Malaysia based suppliers for the purchase of raw materials. Consequently, we are exposed to the risk of fluctuations in exchange rates between USD, RM, CNY and S\$.

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Revenue from our subsidiary in Malaysia is primarily denominated in RM. However, our financial statements are prepared in S\$. The exchange rates between the S\$ and RM have varied substantially in recent years and may continue to fluctuate significantly in the future. In preparing our financial statements, we translate revenue and expenses in Malaysia from RM into S\$ using the average exchange rates during the financial period. If the S\$ strengthens relative to RM, our reported revenue, gross profit and net income will be reduced to that effect. This is a prevailing issue that will continually occur if we are to expand through establishing offices and incorporating subsidiaries in various overseas jurisdictions.

The impact of future exchange rate fluctuations among the currencies on our results of operations and financial condition cannot be accurately predicted, and there is no assurance that our attempt to mitigate the adverse effects of exchange rate fluctuations will be successful or that such exchange rate fluctuations will not in the future have a material adverse effect on our business, results of operations, financial position and/or prospects.

Moreover, our Shares are traded in S\$. Accordingly, any fluctuation in the exchange rates between the currencies may have an impact on the value of our Group's reported earnings, NTA and other financial measures in S\$ terms. This, in turn, may affect the market price of our Shares.

We are subject to risks associated with performance bonds

It is common for our customers to require us to procure performance bonds to ensure the due performance of the contracts. This is to secure the due performance of our obligations under the contract, and the amount paid will only be released upon practical completion of the project. The performance bonds we have obtained include the banker's guarantee facility obtained from HL Bank and the performance guarantee facility obtained from United Overseas Bank Limited. Please refer to the section entitled "Capitalisation and Indebtedness – Banking and Credit Facilities" of this Offer Document for more information.

The performance bonds obtained by our Group are secured by corporate guarantees provided by Lum Chang Holdings and personal guarantees provided by Mr. Lim Thiam Hooi. Please refer to the section entitled "Interested Person Transactions and Potential Conflicts of Interests – Interested Person Transactions – Present and Ongoing Interested Person Transactions – Provision of Personal and Corporate Guarantees by Mr. Lim Thiam Hooi and Lum Chang Holdings" of this Offer Document for more information. Moving forward, there is no assurance that Lum Chang Holdings and/or Mr. Lim Thiam Hooi will continue to provide such guarantees on behalf of our Group. This may make it more difficult for us to procure performance bonds in the future.

Additionally, while we have not encountered difficulties in relation to the obtaining of performance bonds during the Period Under Review and up to the Latest Practicable Date, there is no assurance that we can continue to secure performance bonds for our new projects in the future or that the performance bonds may be secured on terms that are acceptable to us or on terms as favourable as those previously obtained. If we are unable to secure performance bonds from our banks or acceptable financial institutions, we may be unable to secure new projects, and this would have a material adverse effect on our business, financial condition, results of operations and/or prospects.

We are dependent on our key management personnel

Our success to date has been largely attributable to the efforts of our key management personnel led by our Managing Director, Mr. Lim Thiam Hooi, who is supported by our Executive Officers and team of employees. Our continued success is dependent to a large extent on our ability to retain the services of our management team, who is responsible for our day-to-day operations and the development and execution of the business strategy and corporate development, to achieve profitability and sustainable growth for our Group. We currently do not maintain any key man insurance for Mr. Lim Thiam Hooi, our Managing Director, and our Executive Officers, as we believe that our current insurance policies in place are sufficient and in line with industry practice. The loss of the services of our key management personnel without suitable replacement in a timely manner may have an adverse impact on our business operations and the future growth of our Group. Please refer to the section entitled "Directors, Executive Officers and Employees" of this Offer Document for details of the qualifications and working experience of our key management personnel.

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We may not be able to implement our future plans and strategies successfully

There is no assurance that our future business plans as set out in the section entitled “Business Strategies and Future Plans” of this Offer Document will be commercially successful or that the actual outcome of such business plans will match our expectations. Further, there is no assurance that expectations of the demand for our conservation and restoration, interior fit-out and A&A services in the future will be met. Our profitability may be materially and adversely affected if we fail to achieve our expansion plans, or are unable to obtain the necessary third parties’ consent to our business expansion plans.

While we have plans to diversify and expand our business when the right opportunity arises, there is no assurance that the performance of any acquisitions, strategic alliances, joint ventures or investments in Singapore or overseas will meet expectations or that we will be able to execute our growth strategies successfully. In particular, joint ventures inherently involve a number of risks, including the risk of disputes with our joint venture partners, differences in business objectives, and the potential for misalignment of interests. There is also a risk that a joint venture may be terminated prematurely, whether due to disagreements, changes in the business environment, or other unforeseen circumstances. In addition, the unwinding of joint venture arrangements may require significant management time and resources, and could adversely affect our reputation, business relationships and future opportunities for collaboration. Whilst our Group is not dependent on our existing joint venture with Brandsbridge, the termination of a joint venture could result in the loss of anticipated benefits, disruption to ongoing projects, and potential legal or financial liabilities.

Our plan of business expansion would also require the recruiting of additional manpower and the acquisition of additional machinery and equipment. Such additional manpower, machinery and equipment may increase our staff costs and depreciation expenses, respectively, and may therefore adversely affect our future results of operations and financial performance. Should we be unable to obtain more projects and increase our profitability after such planned investment, our business, financial condition, results of operations and/or prospects may be adversely affected.

Our insurance coverage may not be adequate to indemnify us against all possible liabilities

We maintain insurance coverage for our operations, including work injury compensation policies, contractors’ all risk and employer’s liability insurances. Please refer to the section entitled “General Information on our Group – Insurance” of this Offer Document for further details. However, there is no assurance that the insurance policies will cover all losses we sustain during the course of our business operations. In addition, the occurrence of certain incidents, including fraud, severe weather conditions, earthquakes, fire, war, flooding and power outages may not be covered adequately, if at all, by our insurance policies.

While we have not encountered any such situation where our insurance coverage was inadequate during the Period Under Review, if our losses exceed the insurance coverage or are not covered by our insurance policies, we may be liable to bear such losses. Our insurance premiums may also increase substantially due to claims made. In such circumstances, our business, financial condition, results of operations and/or prospects may be materially and adversely affected.

We are affected by Singapore government policies relating to the sectors that we operate in

As at the Latest Practicable Date, our operations are primarily based in Singapore and we are subject to government legislations, regulations and policies on the construction industry of Singapore. The regulatory authorities may from time to time amend the existing laws or introduce new laws and regulations which may affect companies undertaking construction works in Singapore. These changes could impose new restrictions on the way we operate or necessitate additional licences or registrations for our business operations.

In addition, compliance with any such new government legislation, regulations or policies may also increase our compliance costs and profitability. Any significant increase in compliance costs arising from such new government legislation, regulations or policies may adversely affect our business, financial condition, results of operations and/or prospects.

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During the Period Under Review, save for the lockdown measures implemented by the Singapore government during the height of the COVID-19 pandemic, there have not been any other past incidents in relation to new Singapore government policies or changes in Singapore government policies that had a material adverse impact on the financial position and/or operations of our Group. However, there is no assurance that we will not face such incidents in the future.

We may be involved in disputes, legal and other proceedings and investigations arising out of our operations from time to time and may face legal liabilities as a result

In the course of our business, we may encounter disputes with customers and suppliers from time to time in relation to various matters, including complaints about the quality of works. Such disputes may result in contractual disagreements or claims for breach of obligations. Additionally, we may be subject to investigations and administrative penalties imposed by authorities in relation to alleged or actual breaches of relevant laws and regulations. While we have not experienced material litigation, investigations or other proceedings during the Period Under Review and up to the Latest Practicable Date which has had a material adverse impact on our Group's business and operations, there is no assurance that future disputes or claims will be resolved amicably or in our favour through negotiation, settlement or mediation.

Furthermore, during the execution of our projects, we may be exposed to vicarious liability for acts or omissions by subcontractors, employees, or other third parties engaged by us. This could include negligence leading to property damage, personal injury, or other liabilities arising during the performance of works. Additionally, as occupiers of project sites during ongoing works, we may also face occupiers' liability for accidents, injuries, or damages occurring on our premises under our control, regardless of fault. Any such incidents may give rise to claims or legal actions against us.

Failure to resolve disputes or successfully defend claims may lead to extensive legal costs and, if unfavourable outcomes arise, may result in significant financial damages or penalties. Such outcomes could adversely affect our reputation as well as our business, financial condition, results of operations and/or prospects.

Our Group is exposed to risks in respect of outbreaks of infectious and/or communicable diseases

An outbreak of the influenza virus and its variants, including COVID-19, influenza A (H1N1) and the avian influenza (H5N1), the Ebola virus, the middle east respiratory syndrome (MERS), the Zika virus or any other communicable diseases or the recurrence and spread of severe acute respiratory syndrome (SARS), may potentially affect our Group's business and/or the operations of the third party contractors, consultants and other parties that our Group engages. The outbreak of any communicable disease that escalates into a regional or global pandemic may have a material and adverse effect on business, results of operations, financial position and/or prospects. Although the exact nature and magnitude of the impact of such diseases cannot currently be predicted, previous occurrences of communicable diseases have had an adverse effect on the economies of those countries in which they were prevalent. For example, the COVID-19 pandemic has caused a severe impact on global, regional and national economies and disruptions to international trade and business activity and resulted in, among others, travel and transportation restrictions, prolonged closures of workplaces, businesses and schools, lockdowns in certain countries, disruptions to the global supply chains and increased volatility in capital and securities markets.

In the event that an outbreak occurs, our Group may be required to temporarily suspend all or part of our operations or shut down our Group's offices and quarantine all affected employees and/or workers to prevent the spread of the diseases. While we have not during the Period Under Review and up to the Latest Practicable Date experienced any such suspension of our operations or shut down of our offices which has had a material adverse impact on our business, operations and financial performance, if such an event were to occur in the future, it may materially and adversely affect our business, financial condition, results of operations and/or prospects.

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Any acts of bribery, money laundering, corrupt practices or other misconduct of our employees, customers and suppliers may materially and adversely affect our business and reputation

Whilst our Group has in place anti-money laundering and anti-bribery and anti-corruption policies, there is no assurance that our employees, customers and suppliers will comply with such laws, regulations and/or rules in the countries in which we operate. If such persons fail to comply with the applicable anti-bribery and anti-corruption laws, this may subject us to substantial financial losses and may have a negative impact on our reputation, and may mean our business, results of operations, financial position and/or prospects may be adversely affected.

RISKS RELATING TO OUR OVERSEAS OPERATIONS

We are exposed to risks associated with operations in overseas jurisdictions

We have incorporated a subsidiary in Malaysia and may further establish offices and incorporate subsidiaries in various overseas jurisdictions. As such, we are and will be subject to governmental regulations and safety and licensing standards in various jurisdictions. This may cause us to incur additional expenditure and may also require time and effort on the part of our management to address.

Furthermore, in case of any default or delay in payment or any other dispute with parties which are based in foreign jurisdictions, we may need to initiate legal proceedings or take other appropriate actions. Enforcement of arbitral awards or court judgements in our favour or of our legal rights may be difficult, time consuming or not possible at all in some of the jurisdictions in which are involved or by virtue of the difficulties associated with enforcement across jurisdictions. An inability to successfully enforce our legal rights in these jurisdictions could have a material adverse effect on our business, financial condition, results of operations and/or prospects.

As our Group will be conducting our business in multiple countries, we will be subject to a multitude of tax rules, including those relating to income taxes, value-added taxes, sales taxes, payroll taxes and other taxes. There is a risk that tax authorities in a country in which our Group conducts its business will raise claims against our Group for failure to comply with applicable tax laws and any such failure to comply may adversely affect our business, financial condition, results of operations and/or prospects.

During the Period Under Review, there have not been any past incidents associated with operations in overseas jurisdictions that had a material adverse impact on the financial position and/or operations of our Group. However, there is no assurance that we will not face such incidents in the future.

Our Group is subject to the foreign exchange laws and regulations in overseas jurisdictions

The foreign exchange laws and regulations applicable in Malaysia are as set out in the section entitled “Exchange Controls” of this Offer Document. Any restrictions on the repatriation of funds from such countries may limit the ability of our subsidiaries to distribute dividends to our Company. This in turn may impact the availability of cash and cash equivalents for use by our Company, and the remittance of dividends, interest or other payments to Shareholders. There is also no assurance that the relevant laws and regulations applicable in Malaysia will not change. Similarly, there is no assurance that there will be no other restrictions on the repatriation of funds if we are to further establish offices and incorporate subsidiaries in various overseas jurisdictions. In the event that there is any adverse change in the relevant foreign exchange laws and regulations relating to the borrowing or repatriation of foreign currency, there may be a material and adverse impact on our Group’s business, financial condition, results of operations and/or prospects.

The interpretation and application of laws, regulations and/or rules in the jurisdictions in which we operate involve uncertainties

The courts in Malaysia and future jurisdictions which we may operate in may offer less certainty as to the judicial outcome or a more protracted judicial process than is the case in more established economies. Businesses can become involved in lengthy court cases over simple issues when rulings are not clearly defined, and the poor drafting of laws and excessive delays in the legal process for resolving issues or disputes compound such problems. Accordingly, we could face risks such as (i) effective legal redress

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in the courts of such jurisdictions being more difficult to obtain, whether in respect of a breach of law or regulation, or in an ownership dispute; (ii) a higher degree of discretion on the part of governmental authorities and therefore less certainty; (iii) the lack of judicial or administrative guidance on interpreting applicable rules and regulations; (iv) inconsistencies or conflicts between and within various laws, regulations, decrees, orders and resolutions; and (v) the relative inexperience or unpredictability of the judiciary and courts in such matters.

Enforcement of laws in some of the jurisdictions which we may operate in may depend on and be subject to the interpretation placed upon such laws by the relevant local authority, and such authority may adopt an interpretation of an aspect of local law which differs from the advice that has been given to us by local lawyers or even previously by the relevant local authority itself. Furthermore, there is limited or no relevant case law providing guidance on how courts would interpret such laws and the application of such laws to our contracts, licences, licence applications or other arrangements. There is no assurance that there will be no unfavourable interpretation or application of the laws in the jurisdictions in which we operate or that such interpretation or application will not adversely affect our contracts, licences, licence applications or other legal arrangements. In certain jurisdictions, the commitment of local businesses, government officials and agencies and the judicial system to abide by legal requirements and negotiated agreements may be less certain and more susceptible to revision or cancellation, and legal redress may be uncertain or delayed. During the Period Under Review and up to the Latest Practicable Date, there have not been any past incidents involving uncertainty in the interpretation and application of laws, regulations and/or rules in the jurisdictions in which we operate that had a material adverse impact on the financial position and/or operations of our Group. However, there is no assurance that we will not face such incidents in the future. If the existing body of laws, regulations and/or rules in the countries in which we operate are interpreted or applied, or relevant discretions exercised, in an inconsistent manner by the courts or applicable regulatory bodies, this could result in ambiguities, inconsistencies and anomalies in the enforcement of such laws, regulations and/or rules, which in turn could hinder our long-term planning efforts and may create uncertainties in our operating environment.

We are affected by changes in laws and government regulations in countries we have presence in

We are subject to laws and government regulations in Malaysia and other countries in which we may expand our business to, such as those relating to licensing and foreign investment. Changes in relevant laws and government regulations may lead to an increase in our cost of operations or result in unforeseen capital expenditure in order to ensure our compliance with such changes. Revisions to existing laws or the enactment of new laws relating to the construction industry, and new laws and government regulations may also lead to a restriction or reduction in the availability of business opportunities available to us. Furthermore, the developmental legal framework and application of legal principles in some emerging markets such as Malaysia, may be different from those in Singapore. The rights and obligations of parties conducting business in these jurisdictions may not be clearly established and recognised and may be unexpectedly affected by unforeseen changes in laws and government regulations. Any such changes or the introduction of new laws and government regulations may adversely affect our business, financial condition, results of operations and/or prospects.

Government regulation of loans and direct investments by our Company to foreign subsidiaries may delay or prevent us from making loans or additional capital contribution, which could materially and adversely affect our liquidity and ability to expand our business and operations in such jurisdictions

Local laws, regulations and/or rules may also have differing requirements and restrictions on the ability of a foreign holding company to make loans, direct investments or additional capital contribution to operating subsidiaries and affiliated entities. This may impede our ability to expand our business and operations and increase our presence in these jurisdictions, such that our business, financial condition, results of operations and/or prospects may be adversely affected.

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RISKS RELATING TO INVESTMENT IN OUR SHARES

Investments in securities quoted on Catalist involve a higher degree of risk and can be less liquid than shares quoted on the Mainboard of the SGX-ST

An application has been made for our Shares to be listed for quotation on Catalist, a sponsor-supervised listing platform designed primarily for fast-growing and emerging or smaller companies to which a higher investment risk tends to be attached as compared to larger or more established companies listing on the Mainboard of the SGX-ST. An investment in shares quoted on Catalist may carry a higher risk than an investment in shares quoted on the Mainboard of the SGX-ST and the future success and liquidity in the market of our Shares cannot be assured.

Pursuant to the Catalist Rules, we are required to, among others, retain a continuing sponsor at all times after our admission to Catalist. In particular, unless approved by the SGX-ST, RHT Capital must act as our continuing sponsor for at least three years after the admission of our Company to Catalist. In addition, we may be delisted in the event that we do not have a continuing sponsor for more than three continuous months. There is no assurance that following the expiration of the three-year period, RHT Capital will continue to act as our continuing sponsor or that we are able to find a replacement continuing sponsor within the three-month period. Should such risks materialise, we may be delisted.

Market and economic conditions may affect the market price and demand for our Shares

Movements in domestic and international securities markets, economic conditions, foreign exchange rates and interest rates may affect the market price and demand for our Shares. As our Shares will be quoted in S\$ on the SGX-ST, dividends, if any, in respect of our Shares will be paid in S\$. Fluctuations in the exchange rate between the S\$ and other currencies will affect, among other things, the foreign currency value of the proceeds which a Shareholder would receive upon sale in Singapore of our Shares and the foreign currency value of dividend distributions.

An active trading market for our Shares may not develop and could affect the trading price of our Shares

Prior to the Invitation, there has been no public market for our Shares. Although an application has been made to the SGX-ST for the listing and quotation of our Shares on Catalist, there is no assurance that there will be a liquid public market for our Shares after the Invitation. The extent to which a trading market may develop or how liquid the market might become depends on a variety of factors, including, among others, our results of operations, performance of our business, competitive conditions, general economic, political and social factors, volatility in the Singapore and global securities markets and the performance of the Singapore economy. If an active public market for our Shares does not develop after the Invitation, the market price and liquidity of our Shares may be adversely affected.

Our Share price may fluctuate significantly in the future which could result in substantial losses for investors subscribing for and/or purchasing our Shares pursuant to the Invitation

The market price of our Shares may fluctuate significantly and rapidly as a result of, among others, the following factors, some of which are beyond our control:

- variation in our results of operations;
- our prospects, as well as those of the industries which we operate in;
- changes in securities analysts' estimates of our results of operations and recommendations;
- announcements made by us of significant contracts, acquisitions, strategic alliances or joint ventures or capital commitments;
- additions or departures of key personnel;
- fluctuations in stock market prices and volume;

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- involvement in litigation and/or investigations by government authorities;
- general economic and stock market conditions; and
- discrepancies between our actual operating results and those expected by investors and securities analysts.

The stock markets have from time to time experienced significant price and volume fluctuations that have affected the market prices of securities. These fluctuations have often been unrelated or disproportionate to the operating performance of publicly-traded companies. In the past, following periods of volatility in the market price of a particular company's securities, an investor may lose all or part of his investment and litigation has sometimes been brought against that company. If similar litigation is instituted against us, it could result in substantial costs and diversion of our management's attention and resources from our core businesses.

There is also no assurance that the market price for our Shares will not decline below the Invitation Price. The Invitation Price may not necessarily be indicative of the market price of our Shares after the Invitation is complete and investors may be unable to resell their Shares at or above the Invitation Price. The prices at which our Shares will trade after the Invitation will be determined by the market and may be influenced by many factors, including:

- our financial results;
- our prospects, and those of the industries which we operate in;
- an assessment of our management, our past and present operations, and the prospects for, and timing of, our future revenues and cost structures;
- the present state of our development;
- the valuation of publicly-traded companies that are engaged in business activities similar to ours; and
- any volatility in the securities markets of Singapore.

Future issuance of Shares by us and sale of Shares by our existing Shareholders could adversely affect the price of our Shares

Any future issuance of Shares by us and sale of Shares by our existing Shareholders can have a downward pressure on our Share price. The issue or sale of a significant amount of our Shares in the public market after the Invitation, or the perception that such issues or sales may occur, could adversely affect the market price of our Shares. Such issues or sales may also make it difficult for us to issue new Shares and raise the necessary funds in the future at a time and price we deem appropriate.

Except as otherwise described in the section entitled "Shareholders – Moratorium" of this Offer Document, there will be no restriction on the ability of our Shareholders to sell their Shares either on Catalist or otherwise. In addition, the price of our Shares may be under downward pressure if Shareholders who are subject to a moratorium sell their Shares upon the expiry of their respective moratorium periods.

Investors may not be able to participate in future rights issues or certain other equity issues of our Shares

In the event that we issue new Shares, we will be under no obligation to offer those Shares to our existing Shareholders at the time of issue, except where we elect to conduct a rights issue. However, in electing to conduct a rights issue or certain other equity issues, we will have the discretion and may also be subject to certain regulations as to the procedures to be followed in making such rights available to Shareholders or in disposing of such rights for the benefit of such Shareholders and making the net proceeds available to them. In addition, we may not offer such rights to our existing Shareholders having an address in jurisdictions outside of Singapore.

RISK FACTORS

Accordingly, certain Shareholders may be unable to participate in future equity offerings by us and may experience dilution in their shareholdings as a result.

We may require additional funding for our growth plans and such funding may result in a dilution of our Shareholders' investment

We have attempted to estimate our funding requirements in order to implement our growth plans, as set out in the section entitled "General Information on our Group – Business Strategies and Future Plans" of this Offer Document. In the event that the costs of implementing such plans exceed these estimates significantly or we come across opportunities to grow through expansion plans which cannot be predicted at this juncture and the funds generated from our operations prove insufficient for such purposes, we may need to raise additional funds to meet these funding requirements.

These additional funds may be raised by issuing equity or debt securities or by borrowing from banks or from other resources. In the event that we raise additional funds by way of a limited placement or by a rights offering or through the issuance of new Shares, any Shareholders who are unable or unwilling to participate in such additional rounds of fundraising may suffer dilution in their investments.

Negative publicity which includes those relating to our Group or any of our Directors, Executive Officers or Controlling Shareholders may adversely affect our Share price

Any negative publicity or announcements relating to our Group or any of our Directors, Executive Officers or Controlling Shareholders may adversely affect the market perception of our Group or the performance of the price of our Shares, whether or not it is justified. For instance, during the Period Under Review, there had been negative publicity relating to our Controlling Shareholder, Mr. David Lum Kok Seng. Please refer to the section entitled "General Information – Material Background Information" of this Offer Document for further information.

Control by our Controlling Shareholder of our share capital after the Invitation may limit your ability to influence the outcome of decisions requiring the approval of Shareholders

Immediately following the completion of the Invitation, Lum Chang Holdings will hold approximately 71.1% of the issued share capital of our Company. Please refer to the section entitled "Shareholders" of this Offer Document for more details. As a result, Lum Chang Holdings will be able to exercise significant influence over matters requiring Shareholders' approval, including the election of Directors and the approval of significant corporate transactions such as mergers or take-over attempts, in a manner which may not be in line with the interests of our public Shareholders. Lum Chang Holdings will also have veto power with respect to any Shareholders' action or approval requiring a majority vote except in situations where they are required by the Catalist Rules, the SGX-ST or undertakings given by them and their associates to abstain from voting. Such concentration of ownership may also have the effect of delaying, preventing or deterring a change in control of our Group which may not benefit Shareholders.

Investors in our Shares will suffer immediate dilution, and may experience further dilution, in the net asset value of our Shares

The Invitation Price of 25 cents per Share is substantially higher than our Group's adjusted NAV per Share of 6.6 cents as at 31 December 2024 based on our share capital immediately following the completion of the Invitation, and adjusted for the estimated net proceeds from the Invitation to be raised by our Company. If we were liquidated immediately following the Invitation, each investor subscribing for and/or purchasing the Invitation Shares would receive less than the price he paid for the Invitation Shares. Please refer to the section entitled "Dilution" of this Offer Document for further details.

Our intended use of the proceeds of the Invitation may not materialise

We intend to use the proceeds from the Invitation for the purposes and in the manner set out in the section entitled "Use of Proceeds and Expenses of the Invitation" of this Offer Document. However, there is no assurance that our current intentions will materialise. As a result of the number and variability of factors that determine our use of the proceeds from the Invitation, the actual uses may vary substantially from our current intentions. In such event, as we have discretion in the way we invest or spend the proceeds from the Invitation, there is no assurance that we will invest or spend the proceeds in ways with which you agree or which you believe will have the most beneficial effect on our profitability.

RISK FACTORS

We may not be able to declare dividends in the future

Our ability to declare dividends to our Shareholders in the future will be contingent on our future financial performance and distributable reserves of our Company. This is in turn dependent on our ability to implement our future plans, and on regulatory, competitive and technical factors and other factors such as general economic conditions, demand for our conservation and restoration, interior fit-out, and A&A services and other factors exclusive to the industries in which we operate. Any of these factors could have a material adverse effect on our business, financial condition, results of operations and/or prospects and hence, there is no assurance that we will be able to pay dividends to our Shareholders after the completion of the Invitation.

In addition, our Company is a holding company and we operate our business through our subsidiaries. Therefore, our ability to pay dividends will be affected by the ability of our subsidiaries to declare and pay us dividends or other distributions. The ability of our subsidiaries to pay dividends will depend on their earnings and cash flows and will be subject to laws and regulations of the relevant jurisdictions where they operate. The receipt of dividends from our subsidiaries may also be affected by the passage of new laws, adoption of new regulations and other events outside our control, and our subsidiaries may not continue to meet the applicable legal and regulatory requirements for the payment of dividends in the future. At source withholding tax and exchange rate fluctuations may also apply to dividends and distributions from our overseas subsidiaries to us. If our subsidiaries stop paying dividends or reduce the amount of the dividends they pay to our Company, or dividends become subject to increased tax because of changes in ownership of our subsidiaries or changes in tax laws or treaties, it would have an adverse effect on our ability to pay dividends on our Shares.

Singapore take-over laws contain provisions that could discourage a take-over of our Company

We are subject to the Take-over Code which contains certain provisions that may possibly delay, deter or prevent a future take-over or change in control of our Company. Under the Take-over Code, except with the consent of the Securities Industry Council of Singapore, any person acquiring an interest, whether by a series of transactions over a period of time or not, either on his own or together with parties acting in concert with him, in 30.0% or more of the voting Shares, is required to extend a take-over offer for the remaining voting Shares in accordance with the Take-over Code. Except with the consent of the Securities Industry Council of Singapore, such a take-over offer is also required to be made if a person holding between 30.0% and 50.0% (both inclusive) of the voting Shares, either on his own or together with parties acting in concert with him, acquires additional voting Shares representing more than 1.0% of the voting Shares in any six-month period. While the Take-over Code seeks to ensure an equality of treatment among Shareholders, its provisions could substantially impede the ability of our Shareholders to benefit from a change of control and, as a result, may adversely affect the market price of our Shares and the ability to realise any benefits from a potential change of control. In addition, Lum Chang Holdings will have an aggregate shareholding interest of approximately 71.1% in our share capital immediately following the completion of the Invitation. This concentration of ownership could delay, deter or prevent a change in control of our Company or a successful offer under the Take-over Code by another person.

Information contained in the forward-looking statements included in this Offer Document is subject to inherent uncertainties and investors should not rely on any of them

This Offer Document contains certain statements that constitute “forward-looking” statements, including, among others, those in relation to our financial condition, business strategies, prospects, future plans and objectives. These forward-looking statements involve risks, uncertainties and other facts which are known or currently unknown, which may cause our actual results, performance, profitability, achievements or industry results to differ, even materially, from those expressed or implied by the forward-looking statements contained in this Offer Document. These forward-looking statements are based on several assumptions regarding our present and future business strategies and the business environment in which we will operate in the future. Investors should not place undue reliance on any such forward-looking statement. The inclusion of these forward-looking statements in this Offer Document shall not be regarded as a representation or warranty by our Company or any of our professional advisers that the plans and objectives of our Company can or will be achieved.

USE OF PROCEEDS AND EXPENSES OF THE INVITATION

USE OF PROCEEDS

The estimated net proceeds to be raised from the Invitation (comprising the New Shares and the Vendor Shares) will be approximately S\$10.38 million. We will not receive any proceeds from the sale of the Vendor Shares by the Vendor.

The net proceeds to be raised by our Company from the issuance of the New Shares is estimated to be approximately S\$7.0 million, after deducting estimated expenses incurred in relation to the Invitation (which will be borne by our Company) of approximately S\$1.75 million. We intend to use the gross proceeds from the issuance of the New Shares primarily as follows:

Use of Proceeds	Amount (S\$'000)	Estimated amount allocated for each dollar of the gross proceeds raised from the Invitation (as a % of gross proceeds) ⁽¹⁾
Expanding business through regional expansion	2,000	22.9
Expanding our portfolio of interior fit-out and A&A projects in the high-end residential sector	2,000	22.9
Exploring acquisitions, investment opportunities, strategic alliances and/or joint ventures ⁽²⁾	1,000	11.4
General corporate working capital purposes	2,000	22.9
Listing expenses to be borne by our Company	1,750	20.0
Total	8,750	100.0

Notes:

- (1) Figures may not add up due to rounding.
- (2) Depending on the available opportunities, feasibility and market conditions, we may explore acquisitions, investment opportunities, strategic alliances and/or joint ventures in complementary businesses in Singapore or overseas. However, as at the Latest Practicable Date, none of the proceeds due to us from the Invitation have been committed for the purpose of expansion of our business through acquisitions, investment opportunities, strategic alliances and/or joint ventures. Please refer to the section entitled "General Information on our Group – Business Strategies and Future Plans – Exploring acquisitions, investment opportunities, strategic alliances and/or joint ventures" of this Offer Document for more details.

Further details of our use of proceeds may be found in the section entitled "General Information on our Group — Business Strategies and Future Plans" of this Offer Document.

Save as disclosed above and in the section entitled "General Information on our Group — Business Strategies and Future Plans" of this Offer Document, our Group does not intend to use the net proceeds from the Invitation, whether directly or indirectly, to acquire or refinance the acquisition of any asset, business or entity. None of the proceeds of the Invitation will be used to discharge, reduce or retire any indebtedness of our Group.

The foregoing discussion represents our best estimate of our allocation of the proceeds from the issuance of the New Shares based on our current plans and estimates regarding our anticipated expenditures. Actual expenditures may vary from these estimates and we may find it necessary or advisable to reallocate the net proceeds within the categories described above or to use portions of the net proceeds for other purposes. In the event that we decide to reallocate the net proceeds from the Invitation for other purposes, we will publicly announce our intention to do so through a SGXNET announcement to be posted on the internet at the SGX-ST's website, <http://www.sgx.com>. In addition, our Company will make periodic announcements on the use of the proceeds from the Invitation as and when the proceeds from the Invitation are materially disbursed, and provide a status report on the use of the proceeds attributable to our Company from the Invitation in our annual reports.

Pending the deployment of the net proceeds to be raised from the issuance of the New Shares as aforesaid, we may use the funds as working capital, place the funds in short-term deposits with financial institutions and/or invest in short-term money market instruments as our Directors may, in their absolute discretion, deem appropriate.

USE OF PROCEEDS AND EXPENSES OF THE INVITATION

LISTING EXPENSES

The estimated amount of expenses in relation to the Invitation, including underwriting and placement commission, management fees, audit and legal fees, advertising and printing expenses, fees payable to the SGX-ST and all other incidental expenses in relation to this Invitation (but excluding the placement commission attributable to the sale of Vendor Shares and payable by the Vendor), which will be fully borne by our Company, is approximately S\$1.75 million. A breakdown of these estimated expenses is as follows:

Expenses	Amount (S\$'000) ⁽¹⁾	As a percentage of gross proceeds from the Invitation (%)
Listing and application fees	41	0.5
Professional fees and expenses ⁽²⁾	1,149	13.1
Underwriting commission, placement commission and brokerage ⁽³⁾	306	3.5
Miscellaneous expenses ⁽⁴⁾	254	2.9
Total	1,750	20.0

Notes:

- (1) Amounts exclude GST, where applicable.
- (2) Includes, among others, the estimated audit and legal fees, fees for the Issue Manager and Full Sponsor, the Underwriter and Placement Agent and other professionals.
- (3) The amount of underwriting and placement commission per New Share, agreed upon between the Underwriter and Placement Agent and our Company is 3.5% of the Invitation Price payable for each New Share (but does not include the placement commission attributable to the sale of the Vendor Shares and payable by the Vendor). For more information, please refer to the section entitled "Plan of Distribution – Full Sponsorship and Management Agreement and, Underwriting and Placement Agreement" of this Offer Document.
- (4) Includes the estimated cost of production of this Offer Document and other marketing expenses and certain other expenses incurred or to be incurred in connection with the Invitation. These are estimated expenses and the actual amounts may differ.

DIVIDENDS

Statements contained in this section that are not historical facts are forward-looking statements. Such statements are subject to certain risks and uncertainties and should under no circumstances be regarded as a representation, warranty or prediction by our Company, the Vendor, the Issue Manager and Full Sponsor, the Underwriter and Placement Agent or any other person. Investors are cautioned not to place undue reliance on these forward-looking statements that speak only as at the date hereof.

Past Dividends

Our Company was incorporated on 11 April 2025. Our Company has not declared or paid any dividends during the Period Under Review and up to the Latest Practicable Date.

Our subsidiaries have declared dividends during the Period Under Review and up to the Latest Practicable Date as follows:

(S\$'000)	FY2022	FY2023	FY2024	6M2025	From 1 January 2025 to the Latest Practicable Date
LC Interior ⁽¹⁾	1,500	—	1,255	5,000	—
LC Brandsbridge	—	—	500 ⁽²⁾	—	—
Quintessential Builder	—	—	—	—	40 ⁽³⁾
Total	1,500	—	1,755	5,000	—

Notes:

- (1) The shareholders who received dividends from LC Interior in FY2022, FY2024 and 6M2025 were Lum Chang Asia Pacific Pte. Ltd. and Mr. Lim Thiam Hooi.
- (2) LC Brandsbridge had declared an interim dividend of S\$500,000 in respect of FY2024, of which S\$255,000 had been declared and paid in favour of LC Interior and S\$245,000 had been declared and paid in favour of Brandsbridge (as shareholders of LC Brandsbridge), proportional to their respective shareholding interests in LC Brandsbridge.
- (3) Prior to the acquisition of the 30% shareholding interest in Quintessential Builder by LC Brandsbridge in May 2025, Quintessential Builder had declared an interim dividend of S\$40,000 in respect of FY2025, of which S\$28,000 had been declared and paid in favour of LC Brandsbridge and S\$12,000 had been declared and paid in favour of a minority shareholder (as shareholders of Quintessential Builder), proportional to their respective shareholding interests in Quintessential Builder.

Saved as disclosed above, no dividends have been declared or paid by our Company or our subsidiaries, during the Period Under Review and up to the Latest Practicable Date. The amount of dividends declared and paid by our Group as disclosed above should not be taken as an indication of the dividends payable to Shareholders in the future.

Dividend Policy

We currently do not have a fixed dividend policy. The declaration and payment of future dividends may be recommended by our Board at their discretion, after considering a number of factors, including the factors outlined below as well as other factors deemed relevant by our Board:

- (a) the level of our cash and retained earnings;
- (b) our actual and projected financial performance;
- (c) our projected levels of capital expenditure and expansion plans;
- (d) our working capital requirements and general financial condition;
- (e) the terms of borrowing arrangements (if any);
- (f) our plans for expansion; and
- (g) other factors which our Board may deem appropriate.

DIVIDENDS

Any final dividends we declare must be approved by an ordinary resolution of our Shareholders at a general meeting. All dividends must be paid out of our profits available for distribution, as derived from the standalone audited financial statements of our Company and not from our audited consolidated financial statements of our Group. We are not permitted to pay dividends in excess of the amount recommended by our Board. Our Board may, without the approval of our Shareholders, also declare interim dividends. All dividends will be paid in accordance with the Companies Act.

Subject to the above, our Board intends to recommend dividends of not less than 30.0% of our net profit after tax attributable to our Shareholders in each of FY2025 and FY2026 (collectively, the “**Proposed Dividend**”). However, investors should note that the foregoing statements, including the statement on the Proposed Dividend, are merely statements of our present intention and shall not constitute legally binding obligations on our Company or legally binding statements in respect of our future dividends (including those proposed for FY2025 and FY2026), which may be subject to modification (including reduction or non-declaration thereof) at our Board’s sole and absolute discretion. As we do not have a fixed dividend policy, investors should not treat the Proposed Dividend as an indication of our future dividend policy.

For the avoidance of doubt, the net proceeds to be raised from the issuance of New Shares in connection with the Invitation will not be used to fund the Proposed Dividend. Please refer to the section entitled “Use of Proceeds and Expenses of the Invitation” of this Offer Document for further information on the use of the gross proceeds from the issuance of the New Shares in connection with the Invitation.

Payment of cash dividends and distributions, if any, will be declared in Singapore dollars and paid in Singapore dollars to CDP on behalf of our Shareholders who maintain, either directly or through Depository Agents, securities accounts with CDP.

No inference should or can be made from any of the foregoing statements as to our actual future profitability or ability to pay dividends. Please refer to the section entitled “Risk Factors – Risks relating to Investment in our Shares – We may not be able to declare dividends in the future” of this Offer Document for further details.

Please refer to the section entitled “Appendix F – Description of Singapore Law relating to Taxation — Singapore Taxation — Dividend Distributions” of this Offer Document for a description of Singapore taxation on dividends.

SHARE CAPITAL

Our Company (Registration No. 202515827E) was incorporated in Singapore on 11 April 2025 under the Companies Act as a private company limited by shares, under the name of “Lum Chang Creations Pte. Ltd.”. Our Company was converted into a public limited company and the name of our Company was changed to “Lum Chang Creations Limited” in connection therewith on 19 June 2025.

As at the date of incorporation and as at the Latest Practicable Date, our issued and paid-up share capital was S\$2 comprising two ordinary shares. Following the completion of the Restructuring Exercise but prior to the Share Split, our issued and paid-up share capital was S\$13,682,000, comprising 13,682,000 Shares. As at the date of this Offer Document (following the completion of the Restructuring Exercise and the Share Split), our issued and paid-up ordinary share capital is S\$13,682,000 comprising 280,000,000 Shares.

Pursuant to written resolutions passed on 19 June 2025, our Shareholders approved, among others, the following:

- (a) the conversion of our Company into a public company limited by shares and the change of our name to “Lum Chang Creations Limited”; and
- (b) the adoption of a new Constitution.

At an extraordinary general meeting held on 23 June 2025, our Shareholders approved, among others, the following:

- (a) in connection with the Listing and the Invitation, the sub-division of 13,682,000 Shares in the issued and paid-up Share capital of our Company into 280,000,000 Shares (the “**Share Split**”);
- (b) the allotment and issue of the New Shares which are the subject of the Invitation, on the basis that the New Shares, when allotted, issued and fully paid-up, will rank *pari passu* in all respects with the existing issued Shares;
- (c) the adoption of the LCC Employee Share Option Scheme (details of which are set in the sections entitled “LCC Share Incentive Schemes” of this Offer Document, and also in “Appendix K – Rules of the LCC Employee Share Option Scheme” to this Offer Document) and the authorisation of our Directors, pursuant to Section 161 of the Companies Act, to allot and issue Shares upon the exercise of Options granted under the Employee Share Option Scheme;
- (d) the adoption of the LCC Performance Share Plan (details of which are set in the sections entitled “LCC Share Incentive Schemes” of this Offer Document, and also in “Appendix J — Rules of the LCC Performance Share Plan” to this Offer Document) and the authorisation of our Directors, pursuant to Section 161 of the Companies Act, to allot and issue Shares upon the vesting of awards granted under the LCC Performance Share Plan;
- (e) the authorisation to our Directors, pursuant to Section 161 of the Companies Act and by way of ordinary resolution in a general meeting, to:
 - (A) (i) issue Shares whether by way of rights, bonus or otherwise;
 - (ii) make or grant offers, agreements or options (collectively, “**Instruments**”) that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures, convertible securities or other instruments convertible into Shares; and/or
 - (iii) notwithstanding that such authority may have ceased to be in force, issue Shares in pursuance of any Instrument made or granted by our Directors while this resolution is in force,

at any time and upon such terms and conditions and for such purposes and to such persons as our Directors may in their absolute discretion deem fit; and

SHARE CAPITAL

- (B) issue Shares in pursuance of any Instrument made or granted by our Directors pursuant to (A) above, while such authority was in force (notwithstanding that such issue of Shares pursuant to the Instruments may occur after the expiration of the authority contained in this resolution), provided that:
- (i) the aggregate number of Shares to be issued pursuant to such authority (including the Shares to be issued in pursuance of Instruments made or granted pursuant to this authority but excluding Shares which may be issued pursuant to any adjustments (“**Adjustments**”)) effected under any relevant Instrument, which Adjustment shall be made in compliance with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of our Company, does not exceed 100.0% of the post-Invitation issued share capital excluding treasury shares and subsidiary holdings, and provided further that the aggregate number of Shares to be issued other than on a *pro-rata* basis to Shareholders (including Shares to be issued in pursuance of Instruments made or granted pursuant to such authority but excluding Shares which may be issued pursuant to any Adjustments effected under any relevant Instrument) shall not exceed 50.0% of the post-Invitation issued share capital excluding treasury shares and subsidiary holdings;
 - (ii) in exercising such authority, our Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of our Company; and
 - (iii) unless revoked or varied by our Company in general meeting by ordinary resolution, the authority so conferred shall continue in force until the conclusion of the next annual general meeting of our Company or the date by which the next annual general meeting of our Company is required by law to be held, whichever is the earlier.

For the purpose of this resolution, the “post-Invitation issued share capital” shall mean the total number of issued Shares of our Company (excluding treasury shares and subsidiary holdings) immediately after the Invitation, after adjusting for (i) new Shares arising from the conversion or exercise of any convertible securities; (ii) new Shares arising from exercising share options or vesting of share awards outstanding or subsisting at the time such authority is given, provided the options or share awards were granted in compliance with the Catalist Rules; and (iii) any subsequent bonus issue, consolidation or sub-division of Shares;

- (f) the adoption of the Share Buyback Mandate, details of which are set out in the section entitled “Appendix L – Share Buyback Mandate” to this Offer Document; and
- (g) the adoption of the IPT General Mandate, details of which are set out in the section entitled “Interested Person Transactions and Potential Conflicts of Interest – General Mandate for Interested Persons Transactions” of this Offer Document.

As at the date of this Offer Document, there is only one class of shares in the capital of our Company, being the Shares. A summary of our Constitution relating to, among others, the voting rights of our Shareholders is set out in “Appendix D — Summary of our Constitution” to this Offer Document.

There are no founder, management, deferred or unissued Shares reserved for issuance for any purpose. The New Shares shall have the same interest and voting rights as our existing Shares that were issued prior to this Invitation and there are no restrictions to the free transferability of our Shares except where required by law or the Catalist Rules. Save for the Award Shares which may be granted under the LCC Performance Share Plan and the Option Shares which may be granted under the LCC Employee Share Option Scheme, no person has been given, or has been given the right to, an option to subscribe for or purchase any securities of our Company or any of our subsidiaries. There is no restriction on the transfer of fully paid Shares in scripless form except where required by law or the Catalist Rules.

SHARE CAPITAL

Details of the changes in the issued and paid-up share capital of our Company since its incorporation on 11 April 2025 and the resultant issued and paid-up share capital immediately after the Share Split and the Invitation are as follows:

Purpose of Issue	Number of Shares	Resultant issued and paid-up share capital⁽²⁾
Issued and paid-up share capital as at incorporation	2	S\$2
Issue of Shares pursuant to the Restructuring Exercise ⁽¹⁾	13,681,998	S\$13,682,000
Pre-Invitation share capital (following the Share Split)	280,000,000	S\$13,682,000
Issue of New Shares pursuant to the Invitation	35,000,000	S\$8,750,000
Issued and paid-up capital after the Invitation	315,000,000	S\$22,432,000

Notes:

- (1) For more information, please refer to the section entitled “Restructuring Exercise” of this Offer Document.
- (2) This does not take into account the capitalisation of the estimated listing expenses incurred in connection with the Invitation.

Save as disclosed above, there were no changes in the issued and paid-up share capital of our Company since incorporation.

Please refer to the section entitled “General Information – Share Capital” of this Offer Document for details of changes in the issued and paid-up share capital of our subsidiaries within the three years preceding the Latest Practicable Date.

SHARE BUYBACK MANDATE

Any purchase or acquisition of Shares by our Company would have to be made in accordance with, and in the manner prescribed by, the Companies Act, the Catalist Rules and such other laws and regulations as may, for the time being, be applicable. Regulation 72(2) of the Constitution expressly permits our Company to authorise our Directors in general meeting to purchase or otherwise acquire its issued Shares on such terms as our Company may think fit and in the manner prescribed by the Companies Act.

It is a requirement under the Companies Act and the Catalist Rules that a company which wishes to purchase or otherwise acquire its own shares must obtain the approval of its shareholders at a general meeting.

Our Company is also required to obtain the approval of its Shareholders at a general meeting if it wishes to purchase or acquire its own Shares. Investors, upon subscription for and/or purchase of the Invitation Shares, are deemed to have specifically approved the Share Buyback Mandate subject to the terms and conditions set out in “Appendix L – Share Buyback Mandate” to this Offer Document.

The authority conferred on our Directors by the Share Buyback Mandate to purchase or acquire Shares may be renewed by the Shareholders in a general meeting of our Company, such as at the next annual general meeting or at an extraordinary general meeting to be convened immediately after the conclusion or adjournment of the next annual general meeting.

SHAREHOLDERS

OWNERSHIP STRUCTURE

Our Directors and Substantial Shareholders and their respective shareholdings immediately before the Invitation (as at the date of this Offer Document) and immediately after the Invitation are set out as follows:

	Before the Invitation				After the Invitation			
	Direct Interest		Deemed Interest		Direct Interest		Deemed Interest	
	Number of Shares (‘000)	%	Number of Shares (‘000)	%	Number of Shares (‘000)	%	Number of Shares (‘000)	%
Directors								
Mr. Yeo Gek Leong Clarence	–	–	–	–	–	–	–	–
Mr. Lim Ho Heng	–	–	–	–	–	–	–	–
Mr. Lim Thiam Hooi	56,000	20.0	–	–	42,000	13.3	–	–
Mr. Adrian Lum Wen-Hong	–	–	–	–	–	–	–	–
Ms. Yap Lay Hoon	–	–	–	–	–	–	–	–
Substantial Shareholders								
Lum Chang Holdings Limited	224,000	80.0	–	–	224,000	71.1	–	71.1
RMDV Investments Pte. Ltd. ⁽¹⁾	–	–	224,000	80.0	–	–	224,000	71.1
Mr. Raymond Lum Kwan Sung ⁽²⁾	–	–	224,000	80.0	–	–	224,000	71.1
Mr. David Lum Kok Seng ⁽³⁾	–	–	224,000	80.0	–	–	224,000	71.1
Other Shareholders								
Public	–	–	–	–	49,000	15.6	–	–
Total	280,000	100.0			315,000	100.0		

Notes:

- (1) RMDV Investments Pte. Ltd. holds 33.0% of the issued and paid-up capital of Lum Chang Holdings. Accordingly, RMDV Investments Pte. Ltd. is deemed to have an interest in all the Shares held by Lum Chang Holdings by virtue of Section 4 of the SFA. The shareholders of RMDV Investments Pte. Ltd. are Mr. Raymond Lum Kwan Sung and Mr. David Lum Kok Seng.
- (2) Mr. Raymond Lum Kwan Sung, together with his associates, are entitled to exercise or control the exercise of not less than 20.0% of the votes of Lum Chang Holdings (including through RMDV Investment Pte. Ltd.’s interest in Lum Chang Holdings). Accordingly, Mr. Raymond Lum Kwan Sung is deemed to have an interest in all the Shares held by Lum Chang Holdings by virtue of Section 4(5) of the SFA.
- (3) Mr. David Lum Kok Seng, together with his associates, are entitled to exercise or control the exercise of not less than 20.0% of the votes of Lum Chang Holdings (including through RMDV Investment Pte. Ltd.’s interest in Lum Chang Holdings). Accordingly, Mr. David Lum Kok Seng is deemed to have an interest in all the Shares held by Lum Chang Holdings by virtue of Section 4(5) of the SFA.

Save as disclosed in the sections entitled “Directors, Executive Officers and Employees” and “Interested Person Transactions and Potential Conflicts of Interests – Potential Conflicts of Interests – Nominee Directors Representing the Interests of the Lum Chang Holdings Group” of this Offer Document, there are no relationships among our Directors, Substantial Shareholders and Executive Officers.

To the best of the knowledge of our Directors, we are not directly or indirectly owned or controlled, whether severally or jointly, by any other corporation, any government or other natural or legal person.

The Shares held by our Directors and Substantial Shareholders do not carry different voting rights from the New Shares which are the subject of the Invitation.

There are no Shares in our Company that are held by or on behalf of our Company or by our subsidiaries.

Our Directors are not aware of any arrangement the operation of which may, at a subsequent date, result in a change in control of our Company.

SHAREHOLDERS

SIGNIFICANT CHANGES IN PERCENTAGE OF OWNERSHIP

Save as disclosed in this section and the sections entitled “Restructuring Exercise”, “Dilution” and “Share Capital” of this Offer Document, there has been no significant changes in the percentage ownership of our Shares since the date of incorporation of our Company and up to the Latest Practicable Date.

VENDOR

Details of the Vendor Shares which the Vendor will be selling in the Invitation are set out below:

Vendor	Shares held immediately before the Invitation		Vendor Shares offered pursuant to the Invitation			Shares held immediately after the Invitation	
	Number of Shares ('000)	% of pre-Invitation share capital	Number of Shares ('000)	% of pre-Invitation share capital	% of post-Invitation share capital	Number of Shares ('000)	% of post-Invitation share capital
Mr. Lim Thiam Hooi ⁽¹⁾	56,000	20.0	14,000	5.0	4.4	42,000	13.3

Note:

(1) Mr. Lim Thiam Hooi is the Managing Director of our Company.

MORATORIUM

Controlling Shareholders and their Associates

Under Rule 422 of the Catalist Rules, (a) our Controlling Shareholders and their associates; and (b) Executive Directors with interest of 5.0% or more as at our Company's date of admission to Catalist, namely Mr. Lim Thiam Hooi, will be deemed promoters of our Company.

To demonstrate their commitment to our Group and for purposes of consistency, each of Lum Chang Holdings and Mr. Lim Thiam Hooi who are deemed to be promoters of our Company, has undertaken to the Issue Manager and Full Sponsor and the Underwriter and Placement Agent, to observe a moratorium on the transfer or disposal of their interests in our Shares.

Lum Chang Holdings

Lum Chang Holdings has undertaken to the Issue Manager and Full Sponsor and the Underwriter and Placement Agent, among others, that, from the date commencing on the date of admission of our Company to Catalist and for a period of six months after our Company's date of admission to Catalist (“**LCH Initial Period**”), it will not directly or indirectly:

- (a) (i) offer, pledge, sell, contract to sell, sell any option or contract to purchase, purchase any option or contract to sell, grant any option, right or warrant to purchase, lend, hypothecate, grant security over or encumber (such as by way of mortgage, assignment of rights, charge, pledge, pre-emption rights, rights of first refusal or otherwise) or (ii) otherwise transfer or dispose of, any of its shares in the capital of our Company (“**LCH Lock-Up Shares**”); or any securities convertible into or exercisable or exchangeable for or which carry rights to subscribe for or purchase any of the LCH Lock-up Shares, in each case, whether any such transaction described above is to be settled by delivery of LCH Lock-up Shares or such other securities, in cash or otherwise;
- (b) enter into any swap, agreement, hedge or other transaction or arrangement (including a derivative transaction) that transfers to another, in whole or in part, any of the economic consequences of ownership of the LCH Lock-up Shares (or any securities convertible into or exercisable or exchangeable for or which carry rights to subscribe for or purchase any of the LCH Lock-up Shares), whether any such transaction described above is to be settled by delivery of LCH Lock-up Shares or such other securities, in cash or otherwise;

SHAREHOLDERS

- (c) deposit all or any part of the LCH Lock-up Shares or any securities convertible into or exchangeable for or which carry rights to subscribe for or purchase any LCH Lock-up Shares in any depository receipt facilities, whether any such transaction described above is to be settled by delivery of the LCH Lock-up Shares or such other securities, in cash or otherwise;
- (d) enter into any agreement, transaction or other arrangement which is designed or which may reasonably be expected to result in or have the same effect (economic or otherwise) as (in whole or in part) any of the above; or
- (e) announce, or publicly disclose any intention to do any of the above.

The above restrictions shall apply to all the Shares held by Lum Chang Holdings immediately after the Invitation, being 224,000,000 Shares (representing 71.1%) of our Company's post-Invitation share capital (adjusted for the Share Split). For the six months period after the LCH Initial Period, the restriction shall apply to 50.0% of the LCH Lock-Up Shares held by Lum Chang Holdings.

Mr. Lim Thiam Hooi

Mr. Lim Thiam Hooi has undertaken to the Issue Manager and Full Sponsor and the Underwriter and Placement Agent, among others, that, from the date commencing on the date of admission of our Company to Catalist and for a period of 12 months after our Company's date of admission to Catalist ("**Lim Initial Period**"), he will not directly or indirectly:

- (a) (i) offer, pledge, sell, contract to sell, sell any option or contract to purchase, purchase any option or contract to sell, grant any option, right or warrant to purchase, lend, hypothecate, grant security over or encumber (such as by way of mortgage, assignment of rights, charge, pledge, pre-emption rights, rights of first refusal or otherwise); or (ii) otherwise transfer or dispose of, any of his shares in the capital of our Company ("**Lim Lock-Up Shares**"), or any securities convertible into or exercisable or exchangeable for or which carry rights to subscribe for or purchase any of the Lim Lock-up Shares, in each case, whether any such transaction described above is to be settled by delivery of Lim Lock-up Shares or such other securities, in cash or otherwise;
- (b) enter into any swap, agreement, hedge or other transaction or arrangement (including a derivative transaction) that transfers to another, in whole or in part, any of the economic consequences of ownership of the Lim Lock-up Shares (or any securities convertible into or exercisable or exchangeable for or which carry rights to subscribe for or purchase any of the Lim Lock-up Shares), whether any such transaction described above is to be settled by delivery of Lim Lock-up Shares or such other securities, in cash or otherwise;
- (c) deposit all or any part of the Lim Lock-up Shares or any securities convertible into or exchangeable for or which carry rights to subscribe for or purchase any Lim Lock-up Shares in any depository receipt facilities, whether any such transaction described above is to be settled by delivery of the Lim Lock-up Shares or such other securities, in cash or otherwise;
- (d) enter into any agreement, transaction or other arrangement which is designed or which may reasonably be expected to result in or have the same effect (economic or otherwise) as (in whole or in part) any of the above; or
- (e) announce, or publicly disclose any intention to do any of the above.

The above restrictions shall apply to all the Shares held by Mr. Lim Thiam Hooi immediately after the Invitation (other than the Vendor Shares to be sold by the Vendor in the Invitation) being 42,000,000 Shares (representing 13.3%) of our Company's post-Invitation share capital (adjusted for the Share Split).

SHAREHOLDERS

Voluntary Moratorium

In addition to the undertaking above and as a further demonstration of his commitment to our Group, Mr. Lim Thiam Hooi has voluntarily undertaken to our Company that for the nine-year period after the Lim Initial Period, the above restrictions shall apply to all the Shares held directly by him.

In aggregate, Mr. Lim Thiam Hooi has voluntarily undertaken to subject all his Shares to a moratorium for a total of 10 years.

CAPITALISATION AND INDEBTEDNESS

The following information should be read in conjunction with the sections entitled “Use of Proceeds”, “Selected Financial Information” and “Management’s Discussion and Analysis of Financial Position and Results of Operations” of this Offer Document the “Independent Auditor’s Report and the Audited Combined Financial Statements for the Financial Years Ended 30 June 2022, 2023 and 2024” as set out in Appendix A to this Offer Document, the “Independent Auditor’s Review Report and the Unaudited Condensed Interim Combined Financial Statements for the Six-Month Period Ended 31 December 2024” as set out in Appendix B to this Offer Document and the “Reporting Accountant’s Assurance Report and the Unaudited Pro Forma Combined Financial Information for the Financial Year Ended 30 June 2024” as set out in Appendix C to this Offer Document.

The table below sets out our capitalisation and indebtedness based on the unaudited financial statements of our Group as of 31 May 2025 on an actual basis and as adjusted to reflect the issuance of the New Shares, and the application of net proceeds due to us from issuance of New Shares in connection with the Invitation in the manner described in the section entitled “Use of Proceeds” of this Offer Document.

	As at 31 May 2025	
	Actual S\$ ('000)	As adjusted ⁽¹⁾ S\$ ('000)
Cash and cash equivalents	22,001	29,001
Current Indebtedness		
Secured and guaranteed	61 ⁽²⁾	61 ⁽²⁾
Unsecured and non-guaranteed	—	—
Non-Current Indebtedness		
Secured and guaranteed	180 ⁽²⁾	180 ⁽²⁾
Unsecured and non-guaranteed	—	—
Total indebtedness	241	241
Total equity	22,787	29,787
Total capitalisation and indebtedness	23,028	30,028

Notes:

- (1) Adjusted to reflect the issue of 35,000,000 New Shares at the Invitation Price and the application of our net proceeds from the Invitation in the manner described in the section entitled “Use of Proceeds” of this Offer Document, after deducting the underwriting and placement commissions and other estimated expenses payable by our Company in relation to the Invitation. Of the total estimated listing expenses of approximately S\$1.75 million, approximately S\$0.43 million will be capitalised against share capital and the balance of the estimated listing expenses will be charged to the profit and loss account of our Company.
- (2) Secured and guaranteed indebtedness (current and non-current) excludes lease liabilities pertaining to lease of office spaces, warehouse and workers dormitory.

As at the Latest Practicable Date, there were no material changes to our total capitalisation and indebtedness as disclosed above, save for changes in our Group’s retained earnings arising from our day-to-day operations in the ordinary course of business.

CAPITALISATION AND INDEBTEDNESS

Banking and Credit Facilities

As at 31 December 2024, our Group's aggregate utilised banking and credit facilities amounted to approximately S\$21.87 million. Details of our Group's banking and credit facilities as at 31 December 2024 are as follows:

Type of Facilities	Amount of Facilities Granted (S\$'000)	Utilised (S\$'000)	Unutilised (S\$'000)	Interest Rate per annum	Maturity Profile
United Overseas Bank Limited⁽¹⁾⁽⁹⁾					
Performance Guarantee ⁽³⁾	35,000	19,580	15,420	Fixed ⁽⁷⁾	Up to 7 years
Letter of Credit ⁽³⁾	20,000 ⁽²⁾	–	–	Fixed	Up to 120 days
Trust Receipt ⁽³⁾	20,000 ⁽²⁾	–	–	Variable	Up to 120 days
Bills of Exchange Purchased ⁽³⁾	20,000 ⁽²⁾	–	–	Variable	Up to 45 days
Money Market Line ⁽³⁾	4,000 ⁽²⁾	–	–	Variable	For period of 1 or 3 months
Foreign Exchange ⁽³⁾	8,000	–	8,000	Variable	Up to 12 months
HL Bank⁽¹⁾⁽⁹⁾					
Banker's Guarantee	5,000 ⁽⁵⁾	2,289	2,711	Fixed ⁽⁶⁾	Up to 10 years
Uncommitted Trade Facilities ⁽⁴⁾	5,000 ⁽⁶⁾	–	–	Variable	Up to 120 days
Revolving Credit Facility	1,000 ⁽⁶⁾	–	–	Variable	For period of 1, 3 or 6 months

Notes:

- (1) Please refer to the section entitled "Interested Person Transactions and Potential Conflicts of Interests – Present and Ongoing Interested Person Transactions" of this Offer Document for further details on the provision of security by our interested persons in respect of the banking and credit facilities granted to our Group.
- (2) The amounts granted under the letter of credit facility, trust receipt facility and bills of exchange facility are a sub-limit of that granted under the performance guarantee facility, and the amounts granted under the money market line are a sub-limit within the trust receipt facility.
- (3) The performance guarantee facility is granted as a specific project performance guarantee facility, for issuance of performance guarantees (including bid, performance and warranty bonds) and financial guarantees (including payment guarantees, rental guarantees and retention bonds) in relation to projects awarded to the borrower which shall be subject to the prior written approval from United Overseas Bank Limited ("**Approved Projects**"). The letter of credit facility and trust receipt facility are granted as specific facilities for procurement of raw materials, goods and services, machines and equipment in relation to the Approved Projects, the bills of exchange facility is granted for financing approved claims due from the project owners / developers for works and services performed in relation to contracts of the Approved Projects, the money market line facility shall be utilised for general working capital purposes in relation to the Approved Projects, and the foreign exchange facility is granted for the purpose of covering commercial requirements and trade-related exchange exposure incurred in the normal course of business.
- (4) The uncommitted trade facilities consist of the following facilities: letter of credit (sight/usance), trust receipt, import invoice financing; and shipping guarantee.
- (5) The amount granted under the banker's guarantee facility had been revised to S\$15.0 million pursuant to a letter of revision dated 16 January 2025 provided by HL Bank.
- (6) The amounts granted under the uncommitted trade facilities and the revolving credit facility are a sub-limit of that granted under the banker's guarantee facility. The interest rate for the uncommitted trade facilities is applicable to the letter of credit (sight/usance) and trust receipt facilities.
- (7) The performance guarantee facility is subject to non-refundable commission of 0.3% per annum on the performance guarantee amount for each performance guarantee issued (subject to a minimum charge at United Overseas Bank Limited's standard rate) being payable in advance to United Overseas Bank Limited.

CAPITALISATION AND INDEBTEDNESS

- (8) The banker's guarantee facility is subject to a commission of 0.75% per annum, subject to a minimum of S\$100.
- (9) The facility granted by United Overseas Bank Limited contains a cross-default clause for any default which gives the holder of the obligation concerned the right to accelerate repayment or withdraw the advance or credit. The facility granted by HL Bank contains a cross-default clause for any borrowing becoming prematurely due and payable as a result of a default thereunder.

None of our Group's existing banking and credit facilities contain cross-default clauses that might be invoked by a breach of any debt covenants post-Listing, or any change of control clauses that could be triggered upon the Listing or changes in shareholding or management post-Listing.

During the Period Under Review and up to the Latest Practicable Date, none of our Company and our subsidiaries has been, or is in breach of any of the terms and conditions or covenants associated with any credit arrangement or bank loan which could materially affect our Group's financial position and results or business operations, or the investments by our Shareholders of our Shares in our Company.

Save as disclosed under the section entitled "Management's Discussion and Analysis of Financial Position and Results of Operations – Liquidity and Capital Resources" of this Offer Document, our Group does not have any material unused sources of liquidity as at the Latest Practicable Date.

DILUTION

Dilution is the amount by which the Invitation Price paid by subscribers and/or purchasers of our Shares in this Invitation exceeds our Adjusted NAV per Share after the Invitation. The Adjusted NAV per Share of our Company as at 31 December 2024 was 4.9 cents. The Adjusted NAV per Share was determined based on our adjusted NAV as at 31 December 2024 and our pre-Invitation share capital of by the 280,000,000 Shares.

Based on the issue of 35,000,000 New Shares at an Invitation Price of 25 cents per Share pursuant to the Invitation and after deducting the estimated issue expenses, the Adjusted NAV per Share of our Company as at 31 December 2024 would have been 6.6 cents. This represents an immediate increase in Adjusted NAV of 1.7 cents per Share to our existing Shareholders and an immediate dilution in Adjusted NAV of 18.4 cents per Share to our new investors. The following table illustrates this per Share dilution:

	Cents
Invitation Price per Share	25.0
Adjusted NAV per Share as at 31 December 2024, based on our Company's pre-Invitation share capital and before adjusting for the Invitation	4.9
Increase in Adjusted NAV per Share attributable to the Invitation	1.7
Adjusted NAV per Share after the Invitation	6.6
Dilution in Adjusted NAV per Share to new investors	18.4
Dilution in Adjusted NAV per Share to new Investor as a percentage of the Invitation Price	73.6%

Note:

- (1) The computed Adjusted NAV per Share after the Invitation does not take into account our actual financial performance after 31 December 2024. Depending on our actual financial results, our NAV per Share may be higher or lower than the above computed Adjusted NAV per share.

The following table summarises the total number of Shares held by our Directors, Substantial Shareholders and their associates, or which they have the right to acquire, the total consideration paid and the effective cash cost per Share to them, as well as the total number of Shares acquired by investors pursuant to the Invitation, the total consideration paid and the effective cash cost per Share to them.

	Shares ⁽²⁾ (‘000)	Total Consideration (S\$’000)	Average Effective Cash Cost Per Share (cents)
Shareholders			
Lum Chang Holdings Limited ⁽¹⁾	224,000	10,946	4.9
Mr. Lim Thiam Hooi ⁽¹⁾	56,000	2,736	4.9
New investors	49,000⁽³⁾	12,250⁽⁴⁾	25.0

Notes:

- (1) Please refer to the section entitled “Restructuring Exercise” of this Offer Document for further details of the acquisition of our Shares by Lum Chang Holdings and Mr. Lim Thiam Hooi.
- (2) Adjusted to reflect the Share Split.
- (3) Includes the Vendor Shares to be sold by the Vendor in connection with the Invitation.
- (4) Comprises the total consideration for the 49,000,000 Invitation Shares offered in connection with the Invitation.

RESTRUCTURING EXERCISE

BACKGROUND TO THE RESTRUCTURING EXERCISE

Prior to the Restructuring Exercise, Lum Chang Holdings indirectly held 80.0% of the shares in LC Interior (through Lum Chang Asia Pacific Pte. Ltd. (“**LCAP**”), which is a wholly-owned subsidiary of Lum Chang Holdings) and Mr. Lim Thiam Hooi directly held the remaining 20.0% of the shares in LC Interior.

The interior fit-out business of Lum Chang Holdings was operated by LC Interior and its subsidiaries. In view of the proposed spin-off of the interior fit-out business of Lum Chang Holdings and the proposed Listing, we undertook the Restructuring Exercise to rationalise the structure of our Company and our subsidiaries in preparation for the Listing, which became effective on 19 June 2025, and following which our Company became the holding company of our Group.

RESTRUCTURING EXERCISE

The Restructuring Exercise involved the following:

Incorporation of our Company

Our Company was incorporated in Singapore on 11 April 2025 under the Companies Act as a private company limited by shares. Our principal activity is that of an investment holding company. At the time of incorporation, our Company had an issued and paid-up share capital of S\$2 comprising two ordinary shares, held by Lum Chang Holdings.

Acquisition of LC Interior and Issuance of Consideration Shares

Pursuant to the Restructuring Deed:

- (a) our Company acquired all of the issued and paid-up ordinary shares (the “**Sale Shares**”) of LC Interior from LCAP and Mr. Lim Thiam Hooi (the “**LC Interior Acquisition**”); and
- (b) the aggregate consideration for the transfer of the Sale Shares pursuant to the LC Interior Acquisition was S\$13,682,000, comprising S\$10,946,000 due and payable to LCAP (“**LCAP Consideration**”) and S\$2,736,000 due and payable to Mr. Lim Thiam Hooi (“**LTH Consideration**”), and LCAP assigned the LCAP Consideration to Lum Chang Holdings.

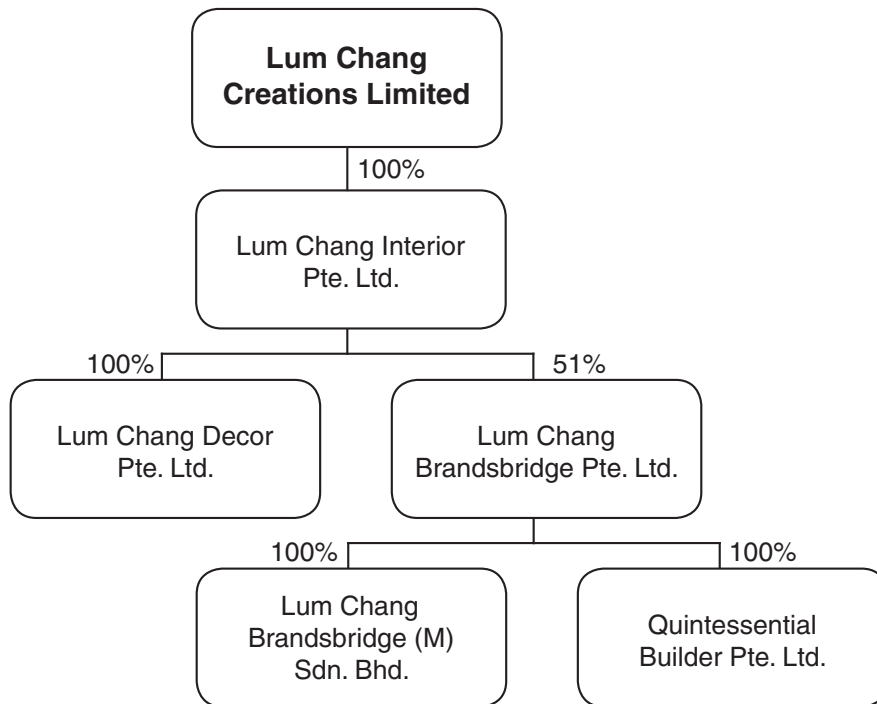
Following the assignment of the LCAP Consideration to Lum Chang Holdings, the amount of S\$10,946,000 (being the LCAP Consideration) was due and payable by our Company to Lum Chang Holdings and the amount of S\$2,736,000 (being the LTH Consideration) was due and payable by our Company to Mr. Lim Thiam Hooi, which was satisfied by the issuance of consideration shares in our Company to Lum Chang Holdings and Mr. Lim Thiam Hooi.

The consideration for the LC Interior Acquisition was determined based on a “willing buyer willing seller” basis, taking into account the combined net book value of LC Interior and its subsidiaries as at 31 December 2024 based on the Unaudited Condensed Interim Combined Financial Statements for the Six-Month Period Ended 31 December 2024 as set out in Appendix B to this Offer Document. Whilst the LC Interior Acquisition was undertaken on a “willing buyer willing seller” basis, it was not conducted on an arm’s length basis or on normal commercial terms as this was pursuant to an internal restructuring and Lum Chang Holdings and/or Mr. Lim Thiam Hooi had not sought or considered any other purchaser apart from our Company. However, the LC Interior Acquisition was not prejudicial to our Group and/or our minority shareholders.

Following the completion of the Restructuring Exercise, Lum Chang Holdings directly held 80.0% of the entire issued share capital of our Company and Mr. Lim Thiam Hooi directly held 20.0% of the entire issued share capital of our Company. For more information, please refer to the section entitled “Shareholders – Ownership Structure” of this Offer Document.

GROUP STRUCTURE

Our Group structure after the Restructuring Exercise and immediately prior to the Listing is as follows:



Details of our subsidiaries are as follows:

Name of Company	Date and Place of Incorporation / Principal Place of Business	Principal Activities	Effective Ownership
Lum Chang Interior Pte. Ltd.	1 February 2018, Singapore	Renovation contractors	100.0%
Lum Chang Decor Pte. Ltd.	2 August 2023, Singapore	Renovation contractors	100.0%
Lum Chang Brandsbridge Pte. Ltd.	30 August 2022, Singapore	Retrofitting and interior finishing	51.0%
Quintessential Builder Pte. Ltd.	21 May 2024, Singapore	Wood furniture and fixtures manufacturing	51.0%
Lum Chang Brandsbridge (M) Sdn. Bhd.	24 October 2019, Malaysia	Retrofitting and interior finishing	51.0%

Save as disclosed above, there are no other subsidiaries, subsidiary entities, associated companies and associated entities of our Group.

None of our subsidiaries is listed on any stock exchange.

SELECTED FINANCIAL INFORMATION

The following selected combined financial information should be read in conjunction with the full text of this Offer Document, including the “Independent Auditor’s Report and the Audited Combined Financial Statements for the Financial Years Ended 30 June 2022, 2023 and 2024” and the “Independent Auditor’s Review Report and the Unaudited Condensed Interim Combined Financial Statements for the Six-Month Period Ended 31 December 2024” as set out in Appendices A and B to this Offer Document, respectively, and the section entitled “Management’s Discussion and Analysis of Financial Position and Results of Operations” of this Offer Document.

COMBINED STATEMENTS OF COMPREHENSIVE INCOME

	← Audited →			← Unaudited →	
	FY2022	FY2023	FY2024	6M2024	6M2025
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Revenue	14,036	39,430	58,973	35,199	40,836
Cost of sales	(12,234)	(31,172)	(48,321)	(28,325)	(32,225)
Gross profit	1,802	8,258	10,652	6,874	8,611
Interest income	2	27	105	28	138
Other income	38	31	47	22	27
Other losses - net	(8)	(5)	(6)	(5)	(9)
Expenses					
- Administrative and general	(1,234)	(2,588)	(4,003)	(1,957)	(2,111)
- Finance	(7)	(11)	(12)	(7)	(21)
Profit before income tax	593	5,712	6,783	4,955	6,635
Income tax expense	(90)	(933)	(1,150)	(857)	(1,116)
Net profit	503	4,779	5,633	4,098	5,519
Net profit attributable to:					
Equity holders of the Company	503	4,536	4,723	3,286	5,310
Non-controlling interests	–	243	910	812	209
	503	4,779	5,633	4,098	5,519
Pre-Invitation EPS (cents per share) ⁽¹⁾	0.18	1.62	1.69	1.17	1.90
Post-Invitation EPS (cents per share) ⁽²⁾	0.16	1.44	1.50	1.04	1.69

Notes:

- (1) For comparative purposes, our pre-Invitation EPS for the Period Under Review has been computed based on the net profit attributable to the equity holders of our Company for the financial year / period and our pre-Invitation share capital of 280,000,000 Shares.
- (2) For comparative purposes, our post-Invitation EPS for the Period Under Review has been computed based on the net profit attributable to the equity holders of our Company for the financial year / period and our share capital of 315,000,000 Shares after the completion of the Invitation.

SELECTED FINANCIAL INFORMATION

COMBINED BALANCE SHEETS

	← Audited →		← Unaudited →	
	As at 30 June 2022 \$'000	As at 30 June 2023 \$'000	As at 30 June 2024 \$'000	As at 31 December 2024 \$'000
ASSETS				
Current assets				
Cash and cash equivalents	1,447	3,713	11,483	10,652
Trade and other receivables	3,950	6,639	8,225	18,578
Contract assets	2,265	6,007	5,035	8,476
Other current assets	79	191	206	183
	7,741	16,550	24,949	37,889
Non-current assets				
Trade and other receivables	1,006	2,151	3,014	5,007
Property, plant and equipment	505	985	1,168	1,724
Deferred income tax assets	20	67	107	107
Other non-current assets	—	—	—	28
	1,531	3,203	4,289	6,866
Total assets	9,272	19,753	29,238	44,755
LIABILITIES				
Current liabilities				
Trade and other payables	2,889	5,958	7,905	12,139
Contract liabilities	468	945	3,066	12,243
Provision for other liabilities	165	468	763	1,040
Current income tax liabilities	—	971	1,137	1,678
Borrowings	103	228	220	205
	3,625	8,570	13,091	27,305
Non-current liabilities				
Trade and other payables	119	232	821	1,404
Borrowings	158	331	574	727
	277	563	1,395	2,131
Total liabilities	3,902	9,133	14,486	29,436
NET ASSETS	5,370	10,620	14,752	15,319
EQUITY				
Capital and reserves attributable to the equity holders of the Company				
Share capital	13,682	13,682	13,682	13,682
Capital and other reserves	(10,692)	(10,711)	(10,712)	(10,694)
Retained profits	2,380	6,916	10,384	10,694
	5,370	9,887	13,354	13,682
Non-controlling interests	—	733	1,398	1,637
Total equity	5,370	10,620	14,752	15,319
NAV per Share (cents per share)¹	1.92	3.53	4.77	4.89

Note:

- (1) The NAV per Share has been computed based on the capital and reserves attributable to the equity holders of our Company and our pre-Invitation share capital of 280,000,000 Shares.

SELECTED FINANCIAL INFORMATION

UNAUDITED PRO FORMA COMBINED BALANCE SHEET

	As at 30 June 2024 \$'000
ASSETS	
Current assets	
Cash and cash equivalents	6,483
Trade and other receivables	8,225
Contract assets	5,035
Other current assets	206
	19,949
Non-current assets	
Trade and other receivables	3,014
Property, plant and equipment	1,168
Deferred income tax assets	107
	4,289
Total assets	24,238
LIABILITIES	
Current liabilities	
Trade and other payables	7,905
Contract liabilities	3,066
Provision for other liabilities	763
Current income tax liabilities	1,137
Borrowings	220
	13,091
Non-current liabilities	
Trade and other payables	821
Borrowings	574
	1,395
Total liabilities	14,486
NET ASSETS	9,752
EQUITY	
Capital and reserves attributable to the equity holders of the Company	
Share capital	13,682
Capital and other reserves	(10,712)
Retained profits	5,384
	8,354
Non-controlling interests	1,398
Total equity	9,752
NAV per Share (cents per share)¹	2.98

Note:

- (1) The NAV per Share has been computed based on the capital and reserves attributable to the equity holders of our Company and our pre-Invitation share capital of 280,000,000 Shares.

SELECTED FINANCIAL INFORMATION

Basis of Preparation for the Unaudited Pro Forma Combined Financial Information

The unaudited pro forma combined financial information is expressed in S\$, and all values are rounded to the nearest thousand, except where otherwise stated.

The unaudited pro forma combined financial information of our Group has been prepared based on the audited combined financial statements of our Group for FY2024 as set out in “Appendix A – Independent Auditor’s Report and the Audited Combined Financial Statements for the Financial Years Ended 30 June 2022, 2023 and 2024” to this Offer Document. In the opinion of the Independent Auditor and Reporting Accountant, the unaudited pro forma combined financial information of our Group has been compiled (i) in a manner consistent with the accounting policies adopted by our Group in the audited combined financial statements of our Group for FY2024, which are in accordance with SFRS(I); and (ii) on the basis of the applicable criteria stated in Note 3 of the unaudited pro forma combined financial information of our Group as set out in “Appendix C – Reporting Accountant’s Assurance Report and the Unaudited Pro Forma Combined Financial Information for the Financial Year Ended 30 June 2024” to this Offer Document, and each material adjustment made to the information used in the preparation of the unaudited pro forma combined financial information of the Group is appropriate for the purpose of preparing such unaudited financial information.

The unaudited pro forma combined financial information of our Group, as set out in “Appendix C – Reporting Accountant’s Assurance Report and the Unaudited Pro Forma Combined Financial Information for the Financial Year Ended 30 June 2024” to this Offer Document, has been prepared for illustrative purposes only, and is arrived at based on the following assumptions and after making certain adjustments to illustrate the financial effects of the interim dividend declared by Lum Chang Interior, a subsidiary of our Company, of S\$5.0 million to its shareholders (“**Interim Dividend**”). The dividend payables were fully paid on 30 December 2024.

The pro forma adjustments do not have any material effect on the combined financial performance of our Group for FY2024 and 6M2025, and the combined financial position as at 31 December 2024. Accordingly, the unaudited pro forma combined statement of comprehensive income of our Group for FY2024 and 6M2025, the unaudited pro forma combined statement of cash flows of our Group for 6M2025 and the unaudited pro forma combined balance sheet of our Group as at 31 December 2024 have not been presented in the “Reporting Accountant’s Assurance Report and the Unaudited Pro Forma Combined Financial Information for the Financial Year Ended 30 June 2024” as set out in Appendix C to this Offer Document.

In preparing our unaudited pro forma combined financial information, we have made a number of assumptions and adjustments. Consequently, the unaudited pro forma combined financial information of our Group, because of its nature, is not necessarily indicative of the financial performance, cash flows or the related effects on the financial position that would have been attained had the Interim Dividend actually occurred earlier or of the financial position that we may attain in the future. Due to the nature of the unaudited pro forma combined financial information, such unaudited pro forma combined financial information may not give a true picture of the actual financial position or results of our Company or our Group, as the case may be. Save for the foregoing events, the financial effects of other events have not been considered.

This selected unaudited pro forma financial information has been derived from, and should be read in conjunction with, our unaudited pro forma combined financial information and the related notes thereto included in “Appendix C – Reporting Accountant’s Assurance Report and the Unaudited Pro Forma Combined Financial Information for the Financial Year Ended 30 June 2024” to this Offer Document.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

The following selected financial information of our Group should be read in conjunction with the full text of this Offer Document, including the "Independent Auditor's Report and the Audited Combined Financial Statements for the Financial Years Ended 30 June 2022, 2023 and 2024", the "Independent Auditor's Review Report and the Unaudited Condensed Interim Combined Financial Statements for the Six-Month Period Ended 31 December 2024" and the "Reporting Accountant's Assurance Report and the Unaudited Pro Forma Combined Financial Information for the Financial Year Ended 30 June 2024" as set out in Appendix A, Appendix B and Appendix C respectively, and the section entitled "Management's Discussion and Analysis of Financial Position and Results of Operations" of this Offer Document.

This discussion contains forward-looking statements that involve risks and uncertainties. Our actual results may differ significantly from those projected in the forward-looking statements. Factors that might cause our future results to differ significantly from those projected in the forward-looking statements include, but are not limited to, those discussed below and elsewhere in this Offer Document, particularly in the section entitled "Risk Factors" of this Offer Document. Under no circumstances should the inclusion of such forward-looking statements herein be regarded as a representation, warranty or prediction with respect to the accuracy of the underlying assumption by our Company, the Issue Manager and Full Sponsor, the Underwriter and Placement Agent or any other person. Investors are cautioned not to place undue reliance on these forward-looking statements which speak only as at the date hereof, further details of which are found in the section entitled "Cautionary Note Regarding Forward-Looking Statements" of this Offer Document.

OVERVIEW

Based on the Independent Market Report, we are one of the leading urban revitalisation specialists in Singapore with comprehensive capabilities in providing niche conservation and restoration works, complemented by our expertise in interior fit-out works as well as A&A works. We have the experience, expertise and resources to provide customised solutions for different types of heritage properties and brownfield redevelopments, and provide complex conservation and restoration works, interior fit-out works and A&A works for urban revitalisation and assets enhancement. We also provide high quality and bespoke services across a broad range of sectors, including the public, infrastructural, institutional, commercial, retail, F&B and hospitality sectors in Singapore.

Please refer to the section entitled "General Information on Our Group" of this Offer Document for more details on our Group.

Revenue

Revenue is derived mainly from project-based contracts. We perform conservation and restoration works, interior fit-out works and A&A works for customers through fixed-price contracts. For these contracts, revenue is recognised over time by reference to our Group's progress towards completing the contract. The measure of progress is determined based on the proportion of construction costs incurred to date to the estimated total construction costs (input method).

During the Period Under Review, our revenue is derived from project-based contracts from a combination of conservation and restoration works, interior fit-out works and/or A&A works. There is no breakdown of revenue by business segment.

Our revenue is generated from Singapore and Malaysia. The breakdown of our revenue by geographical location for FY2022, FY2023, FY2024, 6M2024 and 6M2025 are set out below.

	Audited						Unaudited			
	FY2022		FY2023		FY2024		6M2024		6M2025	
	(S\$'000)	%	(S\$'000)	%	(S\$'000)	%	(S\$'000)	%	(S\$'000)	%
Singapore	14,036	100.0	39,168	99.3	58,108	98.5	34,693	98.6	40,770	99.8
Malaysia	—	—	262	0.7	865	1.5	506	1.4	66	0.2
Total	14,036	100.0	39,430	100.0	58,973	100.0	35,199	100.0	40,836	100.0

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

Our revenue is mainly dependent on the following factors:

- (a) our ability to compete effectively and secure new contracts;
- (b) the number of competitors competing with us in project tenders from time to time. An increase in the number of qualified competitors will intensify the competition in the industry and may affect our tender prices;
- (c) the stage of a project and/or percentage of works carried out for a project during a particular financial year/period;
- (d) our ability to ensure works and services performed are carried out satisfactorily and within contractual timelines;
- (e) our ability to claim for additional works, re-measurement contracts and variation orders which were not included in the specifications of the original contracts; and
- (f) our ability to secure and maintain the relevant licences, registrations, permits or approvals necessary for our business operations.

Please refer to the section entitled "Risk Factors" of this Offer Document for other factors which may affect our revenue.

Cost of Sales

The principal components of our cost of sales are subcontractor costs, staff costs, depreciation costs and rental on operating leases. Our cost of sales were approximately S\$12.2 million, S\$31.2 million, S\$48.3 million, S\$28.3 million and S\$32.2 million in FY2022, FY2023, FY2024, 6M2024 and 6M2025, respectively.

The table below sets forth a breakdown of our cost of sales by nature and percentage contribution to total cost of sales for the financial years/periods indicated:

	Audited						Unaudited			
	FY2022		FY2023		FY2024		6M2024		6M2025	
	(S\$'000)	%	(S\$'000)	%	(S\$'000)	%	(S\$'000)	%	(S\$'000)	%
Subcontractor costs	10,596	86.6	28,793	92.4	44,607	92.3	26,898	95.0	29,777	92.4
Staff costs	1,490	12.2	2,295	7.4	3,574	7.4	1,374	4.8	2,347	7.3
Depreciation costs	9	0.1	13	— ⁽¹⁾	19	— ⁽¹⁾	8	— ⁽¹⁾	12	— ⁽¹⁾
Rental on operating leases	139	1.1	71	0.2	121	0.3	45	0.2	89	0.3
Total	12,234	100.0	31,172	100.0	48,321	100.0	28,325	100.0	32,225	100.0

Note:

- (1) Not meaningful.

Subcontractor costs refer to costs of engaging subcontractors from time to time for our projects, mainly in relation to the supply of materials and installation works, mechanical and engineering works, and other on-site installation works. Subcontracting costs accounted for approximately 86.6%, 92.4%, 92.3%, 95.0% and 92.4% of our total cost of sales in FY2022, FY2023, FY2024, 6M2024 and 6M2025, respectively.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

Staff costs consist of salaries and wages, CPF contributions, foreign workers levy and other staff benefits for staff directly involved in our projects, such as project managers, coordinators and construction workers, and accounted for approximately 12.2%, 7.4%, 7.4%, 4.8% and 7.3% of our total cost of sales in FY2022, FY2023, FY2024, 6M2024 and 6M2025, respectively. The increase in staff costs was mainly due to increase in staff headcount allocated to projects over the years, which was in line with the increase in revenue.

Depreciation costs refer to assets used in our projects, such as construction plant and machinery, IT equipment used by project staff, and accounted for approximately 0.1% of our total costs of sales in FY2022. Depreciation costs as a percentage of our total cost of sales were nominal in FY2023, FY2024, 6M2024 and 6M2025.

Rental on operating leases refer to rental of workers' dormitories, warehouses and site office equipment and accounted for approximately 1.1%, 0.2%, 0.3%, 0.2% and 0.3% of our total cost of sales in FY2022, FY2023, FY2024, 6M2024 and 6M2025, respectively.

Our cost of sales is mainly dependent on the following factors:

- (a) our ability to manage our subcontractor costs and resources deployment to avoid costs and time overruns;
- (b) fluctuations in the prices of raw materials, such as steel and metal products, timber, building materials, aluminium, hardware and accessories;
- (c) direct labour costs, which can be affected by the number of workers, changes in government regulations and requirements on wages such as foreign worker levy and CPF contribution rates, among others;
- (d) other cost of sales, such as insurance, rental of workers' dormitories, consultancy fees and other on-site operation costs;
- (e) any significant delay in the project progress schedules and consequential cost overruns and liquidated damages in the event of projects delays; and
- (f) our ability to control costs over the project lifespan.

Gross Profit ("GP") and Gross Profit Margin ("GPM")

Gross profit is determined after deducting cost of sales incurred from revenue. Gross profit margin is the percentage of revenue that exceeds the cost of sales. Our Group's GP was approximately S\$1.8 million, S\$8.3 million, S\$10.7 million, S\$6.9 million and S\$8.6 million in FY2022, FY2023, FY2024, 6M2024 and 6M2025, respectively.

Our Group's GPM was approximately 12.8%, 20.9%, 18.1%, 19.5% and 21.1% in FY2022, FY2023, FY2024, 6M2024 and 6M2025, respectively.

Interest Income

Interest income comprises mainly interest income on bank deposits. Interest income for FY2022, FY2023, FY2024, 6M2024 and 6M2025 was S\$2,000, S\$27,000, S\$105,000, S\$28,000 and S\$138,000, respectively.

Other Income

Other income comprises mainly government grants and sundry income. Other income for FY2022, FY2023, FY2024, 6M2024 and 6M2025 were S\$38,000, S\$31,000, S\$47,000, S\$22,000 and S\$27,000, respectively.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

Other Losses – Net

Other losses – net comprises mainly foreign exchange differences as our Group purchased construction materials from overseas and losses on disposal of property, plant and equipment. Other losses – net for FY2022, FY2023, FY2024, 6M2024 and 6M2025 were S\$8,000, S\$5,000, S\$6,000, S\$5,000 and S\$9,000, respectively.

Administrative and General Expenses

Administrative and general expenses amounted to approximately S\$1.2 million, S\$2.6 million, S\$4.0 million, S\$2.0 million and S\$2.1 million in FY2022, FY2023, FY2024, 6M2024 and 6M2025, respectively. Administrative and general expenses comprise mainly professional fees, amortisation, depreciation, staff costs and other general expenses.

Finance Costs

Finance costs amounted to approximately S\$7,000, S\$11,000, S\$12,000, S\$7,000 and S\$21,000 in FY2022, FY2023, FY2024, 6M2024 and 6M2025, respectively. Finance costs relate to interest expenses on lease liabilities and hire purchase loans.

Income Tax Expense

For the Period Under Review, our operations were subject to Singapore and Malaysia corporate tax rates of 17.0% and 24.0%, respectively. Please refer to the section entitled “Appendix F – Description of Singapore Law relating to Taxation” to this Offer Document for further details on the taxation in Singapore. Our Group’s tax expenses amounted to approximately S\$0.1 million, S\$0.9 million, S\$1.2 million, S\$0.9 million and S\$1.1 million in FY2022, FY2023, FY2024, 6M2024 and 6M2025, respectively.

	← Audited →			← Unaudited →	
	FY2022	FY2023	FY2024	6M2024	6M2025
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Current income tax					
- Singapore	–	964	1,134	821	1,149
- Malaysia	–	8	47	36	–
	–	972	1,181	857	1,149
Deferred income tax	91	(47)	(40)	–	–
	91	925	1,141	857	1,149
(Over)/Under provision in prior financial years					
- Current income tax	(1)	8	9	–	(33)
Income tax expense	90	933	1,150	857	1,116
Effective tax rate (%)	15.2	16.3	17.0	17.3	16.8

For FY2022, our Group experienced a lower effective tax rate as compared to the statutory tax rate of 17.0% mainly due to utilisation of prior year tax losses.

For FY2023, our Group experienced a lower effective tax rate as compared to the statutory tax rate of 17.0% mainly due to tax exemption for a newly start up subsidiary.

For FY2024, our Group recorded an effective tax rate of 17.0%.

For 6M2024, our Group experienced a higher effective tax rate as compared to the statutory tax rate of 17.0% mainly due to higher profit generated from our Malaysia subsidiary, which is subject to a higher statutory tax rate of 24.0%.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

For 6M2025, our Group experienced a lower effective tax rate as compared to the statutory tax rate of 17.0% mainly due to reversal of overprovision of tax in prior financial years.

REVIEW OF PAST PERFORMANCE

FY2022 vs FY2023

Revenue

Our total revenue increased by approximately S\$25.4 million or 180.9% from S\$14.0 million in FY2022 to S\$39.4 million in FY2023. The increase was mainly due to revenue recognised from ongoing projects secured prior to FY2023 amounting to S\$12.7 million. In addition, there were several new projects secured in FY2023, and the aggregate revenue recognised for these projects amounted to approximately S\$10.4 million. Our Group incorporated LC Brandsbridge in August 2022, to carry out the business of interior fit-out works for projects in the retail sector. LC Brandsbridge contributed approximately S\$5.6 million of our revenue in FY2023.

In FY2022, we substantially completed three projects which were secured in FY2021, which involved conservation and restoration, interior fit-out and A&A works at St James Power Station, interior fit-out works at Mandai Zoo and interior fit-out works at One Tree Hill Collection. Major projects that we undertook in FY2022 include, among others, interior fit-out and A&A works at one of the largest shopping malls in Singapore and interior fit-out works at Bedok South MRT Station, as well as progressive revenue recognised from some projects carried forward from FY2021, which were substantially completed in FY2022.

In FY2023, we substantially completed three projects which were secured in FY2023, which involved interior fit-out works at the Eurokars BMW showroom, interior fit-out and A&A works at Marriott Tang Plaza Hotel and interior fit-out and A&A works at OG Orchard Point. In addition to these three projects, we secured four additional projects in FY2023, which involved conservation and restoration, interior fit-out and A&A works at the property located at 15 Penang Lane, interior fit-out and A&A works for an apartment block at Upper Wilkie Road, conservation and restoration works for Block B at Clarke Quay, and interior fit-out works at the Eurokars Rolls-Royce showroom.

Cost of Sales

Cost of sales increased by approximately S\$19.0 million or 154.8% from S\$12.2 million in FY2022 to S\$31.2 million in FY2023. This was mainly due to the increase in subcontractor costs and staff costs of approximately S\$18.2 million and S\$0.8 million, respectively. The increases were due to the increase in the number of subcontractors and on-site staff appointed for the execution of contracts secured, which was in line with the increase in revenue.

Gross Profit and Gross Profit Margin

Our gross profit increased by approximately S\$6.5 million or 358.3% from S\$1.8 million in FY2022 to S\$8.3 million in FY2023. Our gross profit margin increased by approximately 8.1% from 12.8% in FY2022 to 20.9% in FY2023. This was mainly due to higher margin contributions from projects for conservation and restoration works and interior fit-out works (as compared to A&A works) undertaken in FY2023.

Interest Income

Our interest income increased by approximately S\$25,000 or 1,250.0% from S\$2,000 in FY2022 to S\$27,000 in FY2023. The increase was mainly due to higher interest income earned from bank balances and placement of fixed deposits.

Other Income

Our other income decreased by approximately S\$7,000 or 18.4% from S\$38,000 in FY2022 to S\$31,000 in FY2023. The decrease was mainly due to lower government grants relating to Covid relief received in FY2023.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

Other Losses – Net

Our other losses – net decreased by approximately S\$3,000 from S\$8,000 in FY2022 to S\$5,000 in FY2023. This was due to a decrease in loss on disposal of property, plant and equipment by S\$8,000. The decrease was partially offset by an increase in foreign exchange losses which amounted to S\$5,000.

Administrative and General Expenses

Administrative and general expenses increased by approximately S\$1.4 million or 109.7% from S\$1.2 million in FY2022 to S\$2.6 million in FY2023. The increase was mainly due to higher staff costs arising from increase in staff headcount of our Group of S\$1.0 million and an increase in other expenses comprising, among others, licence fees, donations, travelling and transportation expenses of S\$0.4 million.

Finance Costs

Our finance costs increased by approximately S\$4,000 or 57.1% from S\$7,000 in FY2022 to S\$11,000 in FY2023, mainly due to higher interest expenses from lease liabilities for office and warehouse rental.

Profit Before Income Tax

Our profit before income tax increased by approximately S\$5.1 million or 863.2% from S\$0.6 million in FY2022 to S\$5.7 million in FY2023. The increase was mainly due to the increase in gross profit reported of approximately S\$6.5 million as explained above. The increase was partially offset by the increase in administrative and general expenses of approximately S\$1.4 million as explained above.

Income Tax Expense

Income tax expense increased by approximately S\$0.8 million or 936.7% from S\$90,000 in FY2022 to S\$0.9 million in FY2023. This increase is in line with higher profit before tax reported.

Net Profit Attributable to the Equity Holders of our Company

As a result of the above, our net profit attributable to the equity holders of our Company increased by approximately S\$4.0 million or 801.8% from S\$0.5 million in FY2022 to S\$4.5 million in FY2023.

FY2023 vs FY2024

Revenue

Our total revenue increased by approximately S\$19.6 million or 49.7% from S\$39.4 million in FY2023 to S\$59.0 million in FY2024. The increase was mainly due to additional five new projects secured in FY2024, which involved (i) conservation and restoration, interior fit-out and A&A works for two conservation shophouses at Club Street; (ii) conservation and restoration, interior fit-out and A&A works for the conversion of a conservation warehouse into a hotel at Cavan Road; (iii) interior fit-out and A&A works at the Bank of East Asia building; (iv) conservation and restoration, interior fit-out and A&A works at a few conservation shophouses located along Orchard Road; and (v) conservation and restoration works at the National Museum of Singapore, and the aggregate revenue progressively recognised for these projects amounted to approximately S\$12.8 million.

In FY2024, we completed several major projects secured in FY2023 which included, among others, projects at 15 Penang Lane, Block B at Clarke Quay, Eurokars Headquarters and Eurokars Rolls-Royce showroom.

In addition, the project undertaken by LC Brandsbridge for the provision of interior fit-out works for retail and commercial units contributed approximately S\$16.3 million of revenue to our Group in FY2024, as compared to S\$5.6 million in FY2023.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

Cost of Sales

Cost of sales increased by approximately S\$17.1 million or 55.0% from S\$31.2 million in FY2023 to S\$48.3 million in FY2024. This was mainly due to the increase in subcontractor costs and staff costs of S\$15.8 million and S\$1.3 million, respectively. The increases were due to the increase in the number of subcontractors and onsite staff appointed for the execution of new contracts secured, which was in line with the increase in revenue.

Gross Profit and Gross Profit Margin

Our gross profit increased by approximately S\$2.4 million or 29.0% from S\$8.3 million in FY2023 to S\$10.7 million in FY2024. Our gross profit margin decreased by 2.8% from 20.9% in FY2023 to 18.1% in FY2024. This was mainly due to the increase in subcontractor and staff costs to meet project timelines.

Interest Income

Our interest income increased by approximately S\$78,000 or 288.9% from S\$27,000 in FY2023 to S\$105,000 in FY2024. The increase was mainly due to higher interest income earned from increased placement of fixed deposits which amounted to S\$78,000.

Other Income

Our other income increased by approximately S\$16,000 or 51.6% from S\$31,000 in FY2023 to S\$47,000 in FY2024. The increase was mainly due to higher sundry income of S\$29,000, which was partially offset by the decrease in government grants of S\$13,000.

Other Losses – Net

Our other losses – net remained relatively constant at approximately S\$5,000 for FY2023 and FY2024.

Administrative and General Expenses

Administrative and general expenses increased by approximately S\$1.4 million or 54.7% from S\$2.6 million in FY2023 to S\$4.0 million in FY2024. The increase was mainly due to higher staff costs arising from increase in staff headcount of our Group of S\$1.1 million and an increase in other expenses comprising, among others, licence fees, donations and depreciation on property, plant and equipment of S\$0.3 million.

Finance Costs

Net finance costs remained relatively constant at approximately S\$11,000 for FY2023 and FY2024.

Profit Before Income Tax

Our profit before income tax increased by approximately S\$1.1 million or 18.8% from S\$5.7 million in FY2023 to S\$6.8 million in FY2024. The increase was mainly due to the increase in gross profit recorded of approximately S\$2.4 million as explained above. The increase in gross profit was partially offset by the increase in administrative and general expenses of approximately S\$1.4 million as explained above.

Income Tax Expense

Income tax expenses increased by approximately S\$0.3 million or 23.3% from S\$0.9 million in FY2023 to S\$1.2 million in FY2024. This increase was mainly related to higher profit before tax recorded.

Net Profit Attributable to the Equity Holders of our Company

As a result of the above, our net profit attributable to the equity holders of our Company increased by approximately S\$0.2 million or 4.1% from S\$4.5 million in FY2023 to S\$4.7 million in FY2024.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

6M2024 vs 6M2025

Revenue

Our total revenue increased by approximately S\$5.6 million or 16.0% from S\$35.2 million in 6M2024 to S\$40.8 million in 6M2025. The increase was mainly due to the increase in revenue recognised from ongoing projects secured in or prior to FY2024 which amounted to approximately S\$21.6 million and revenue recognised from one new project secured in 6M2025 which amounted to S\$5.8 million, in relation to the interior fit-out and A&A works at the Bedok Community Hospital.

These increases were partially offset by the decrease in revenue recognised for substantially completed projects in FY2024 by LC Interior which amounted to approximately S\$14.2 million in 6M2025 and reduction of revenue recognised from interior fit-out works for retail projects by LC Brandsbridge and LC Brandsbridge Malaysia which amounted to S\$7.6 million.

Cost of Sales

Cost of sales increased by approximately S\$3.9 million or 13.8% from S\$28.3 million in 6M2024 to S\$32.2 million in 6M2025. This was mainly due to the increase in subcontractor costs and staff costs of S\$2.9 million and S\$1.0 million, respectively. The increases were due to the increase in the number of subcontractors and on-site staff appointed for the execution of contracts secured, which was in line with the increase in revenue.

Gross Profit and Gross Profit Margin

Our gross profit increased by approximately S\$1.7 million or 25.3% from S\$6.9 million in 6M2024 to S\$8.6 million in 6M2025. Our gross profit margin increased by 1.6% from 19.5% in 6M2024 to 21.1% in 6M2025. This was mainly due to higher margin contributions from conservation and restoration projects undertaken in 6M2025.

Interest Income

Our interest income increased by approximately S\$110,000 or 392.9% from S\$28,000 in 6M2024 to S\$138,000 in 6M2025. The increase was mainly due to higher interest income earned from higher bank balances and fixed deposits.

Other Income

Our other income increased by approximately S\$5,000 or 22.7% from S\$22,000 in 6M2024 to S\$27,000 in 6M2025. The increase was mainly due to higher sundry income of S\$5,000.

Other Losses – Net

Our other losses – net increased by approximately S\$4,000 or 80.0% from S\$5,000 in 6M2024 to S\$9,000 in 6M2025. The increase was due to higher foreign exchange losses on purchases of materials overseas.

Administrative and General Expenses

Administrative and general expenses remained relatively constant at approximately S\$2.0 million for 6M2025 and 6M2024.

Finance Costs

Net finance costs increased by approximately S\$14,000 or 200.0% from S\$7,000 in 6M2024 to S\$21,000 in 6M2025 mainly related to higher interest expenses from lease liabilities for office and warehouse rental.

Profit Before Income Tax

Our profit before income tax increased by approximately S\$1.6 million or 33.9% from S\$5.0 million in 6M2024 to S\$6.6 million in 6M2025. The increase was in line with the higher gross profit recorded of approximately S\$1.7 million as explained above.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

Income Tax Expense

Income tax expenses increased by approximately S\$0.2 million or 30.2% from S\$0.9 million in 6M2024 to S\$1.1 million in 6M2025. This increase was mainly related to higher profit before tax recorded.

Net Profit Attributable to the Equity Holders of our Company

As a result of the above, our net profit attributable to the equity holders of our Company increased by approximately S\$2.0 million or 61.6% from S\$3.3 million in 6M2024 to S\$5.3 million in 6M2025.

REVIEW OF FINANCIAL POSITION

As at 30 June 2024

Current Assets

As at 30 June 2024, our current assets of approximately S\$24.9 million accounted for approximately 85.3% of our total assets. Our current assets consist of cash and cash equivalents, trade and other receivables, contract assets and other current assets.

As at 30 June 2024, our cash and cash equivalents amounted to approximately S\$11.5 million or 46.0% of our total current assets. Our trade and other receivables of approximately S\$8.2 million constituted 33.0% of our total current assets. Our trade and other receivables comprise mainly trade receivables from customers of S\$5.5 million, retention receivables of S\$2.6 million and accrued revenue of S\$0.1 million.

Our contract assets amounted to approximately S\$5.0 million or 20.2% of our total current assets. The remaining current assets of approximately S\$0.2 million or 0.8% of our total current assets is made up of other current assets which comprise of deposits relating to rental, tender and utilities.

Non-current Assets

As at 30 June 2024, our non-current assets of approximately S\$4.3 million accounted for approximately 14.7% of our total assets. Our non-current assets comprise trade and other receivables, property, plant and equipment and deferred income tax assets.

As at 30 June 2024, our trade and other receivables amounted to approximately S\$3.0 million or 70.3% of our total non-current assets. Our trade and other receivables comprise mainly retention receivables. Our property, plant, and equipment amounted to approximately S\$1.2 million or 27.2% of our non-current assets. The remaining S\$0.1 million or 2.5% consists of deferred income tax assets from provisions and lease liabilities.

Current Liabilities

As at 30 June 2024, our current liabilities of approximately S\$13.1 million accounted for 90.4% of our total liabilities. Our current liabilities comprise contract liabilities, trade and other payables, current income tax liabilities, provision for other liabilities and borrowings.

As at 30 June 2024, our trade and other payables amounted to approximately S\$7.9 million or 60.4% of our total current liabilities, which mainly comprised trade payables of S\$1.6 million, accruals for construction costs amounted to S\$5.0 million and retention payables of S\$0.4 million. Our contract liabilities amounted to approximately S\$3.1 million or 23.4% of our total current liabilities, whilst our current income tax liabilities amounted to S\$1.1 million or 8.7% of our total current liabilities. The remaining current liabilities include provisions for other liabilities of S\$0.8 million representing 5.8% of our current liabilities and borrowings of S\$0.2 million representing 1.7% of our current liabilities. Our borrowings comprise lease liabilities and a hire purchase loan.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

Non-current Liabilities

As at 30 June 2024, our non-current liabilities of S\$1.4 million accounted for approximately 9.6% of our total liabilities. Our non-current liabilities comprise trade and other payables and borrowings.

As at 30 June 2024, our trade and other payables amounted to approximately S\$0.8 million or 58.9% of our total non-current liabilities which is made up of retention payables. Our borrowings consist of lease liabilities and a hire purchase loan which amounted to approximately S\$0.6 million, or 41.1% of our total non-current liabilities.

Equity

As at 30 June 2024, our capital and reserves attributable to the equity holders of our Company amounted to approximately S\$13.4 million.

As at 31 December 2024

Current Assets

As at 31 December 2024, our current assets of approximately S\$37.9 million accounted for approximately 84.7% of our total assets. Our current assets consist of cash and cash equivalents, trade and other receivables, contract assets and other current assets.

As at 31 December 2024, our trade and other receivables of approximately S\$18.6 million constituted 49.0% of our total current assets. Our trade and other receivables comprise mainly trade receivables from customers of S\$15.8 million and retention receivables of S\$2.7 million. Our cash and cash equivalents amounted to approximately S\$10.7 million or 28.1% of our total current assets.

Our contract assets amounted to approximately S\$8.5 million or 22.4% of our total current assets. The remaining current assets of approximately S\$0.2 million or 0.5% of our total current assets is made up of other current assets which comprise deposits relating to rental, tender and utilities.

Non-current Assets

As at 31 December 2024, our non-current assets of approximately S\$6.9 million accounted for approximately 15.3% of our total assets. Our non-current assets comprise trade and other receivables, property, plant and equipment, deferred income tax assets and other non-current assets.

As at 31 December 2024, our trade and other receivables amounted to approximately S\$5.0 million or 72.9% of our total non-current assets. Our trade and other receivables comprise mainly retention receivables. Our property, plant and equipment amounted to approximately S\$1.7 million or 25.1% of our total non-current assets. The remaining non-current assets comprise deferred income tax assets and other non-current assets of approximately S\$0.1 million or 1.6% of our total non-current assets and S\$28,000 of 0.4% of our total non-current assets, respectively. Our other non-current assets is made up of deposit for rental.

Current Liabilities

As at 31 December 2024, our current liabilities of S\$27.3 million accounted for 92.8% of our total liabilities. Our current liabilities comprise contract liabilities, trade and other payables, current income tax liabilities, provision for other liabilities and borrowings.

As at 31 December 2024, our contract liabilities amounted to approximately S\$12.2 million or 44.8% of our total current liabilities. Our trade and other payables amounted to approximately S\$12.1 million or 44.5% of our total current liabilities, which mainly comprise trade payables amounted to S\$1.9 million, accruals for construction costs of S\$6.9 million and GST payables of S\$1.2 million. Our current income tax liabilities amounted to S\$1.7 million or 6.1% of our total current liabilities. The remaining current liabilities comprise provision for other liabilities and borrowings, which amounted to approximately S\$1.0 million or 3.8% of our total current liabilities and S\$0.2 million or 0.8% of our total current liabilities, respectively.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

Non-current Liabilities

As at 31 December 2024, our non-current liabilities of S\$2.1 million accounted for approximately 7.2% of our total liabilities. Our non-current liabilities comprise of trade and other payables and borrowings.

As at 31 December 2024, our trade and other payables amounted to approximately S\$1.4 million or 65.9% of our total non-current liabilities which is made up of retention payables. Our borrowings comprise lease liabilities and a hire purchase loan, which amounted to approximately S\$0.7 million, or 34.1% of our total non-current liabilities.

Equity

As at 31 December 2024, our capital and reserves attributable to the equity holders of our Company amounted to approximately S\$13.7 million.

LIQUIDITY AND CAPITAL RESOURCES

As at the Latest Practicable Date, our Group's operations have been funded through internal and external sources. Internal sources comprise cash generated from our Group's operating activities. External sources comprise credit facilities from financial institutions, credit granted by suppliers and capital investment from shareholders. The principal uses of these cash sources are mainly working capital requirements.

As at 30 June 2024, our Group has cash and cash equivalents of approximately S\$11.5 million. Our working capital (computed based on current assets less current liabilities) as at 30 June 2024 amounted to approximately S\$11.9 million and our total capital and reserves attributable to the equity holders of our Company amounted to approximately S\$13.4 million.

As at 31 December 2024, our Group has cash and cash equivalents of S\$10.7 million. Our working capital (computed based on current assets less current liabilities) as at 31 December 2024 amounted to approximately S\$10.6 million and our total capital and reserves attributable to the equity holders of our Company amounted to approximately S\$13.7 million.

As at the Latest Practicable Date, our Group has cash and cash equivalents of S\$23.3 million.

Our Directors are of the reasonable opinion that, after taking into consideration our existing cash and cash equivalents, the capital commitments of approximately S\$1.2 million as at the Latest Practicable Date which will be financed by hire purchase loans and the net cash flows generated from our operations, the working capital available to our Group as at the date of lodgement of this Offer Document is sufficient to meet our present requirements and for at least 12 months after the listing of our Company on Catalist. For the avoidance of doubt, our Directors have not taken into account the proceeds from the Invitation in arriving in their opinion.

The Issue Manager and Full Sponsor is of the reasonable opinion that, after taking into consideration our existing cash and cash equivalents, the capital commitments of approximately S\$1.2 million as at the Latest Practicable Date which will be financed by hire purchase loans and the net cash flows generated from our Group's operations, the working capital available to our Group as at the date of lodgement of this Offer Document is sufficient to meet our present requirements and for at least 12 months after the listing of our Company on Catalist. For the avoidance of doubt, the Issue Manager and Full Sponsor has not taken into account the proceeds from the Invitation in arriving in its opinion.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

The following table sets out a summary of our Company's cash flows for FY2022, FY2023, FY2024, 6M2024 and 6M2025:

(S\$'000)	Audited			Unaudited	
	FY2022	FY2023	FY2024	6M2024	6M2025
Net cash (used in) / provided by operating activities	(1,477)	2,205	9,515	5,062	4,658
Net cash provided by / (used in) investing activities	95	(244)	–	(33)	(394)
Net cash (used in) / provided by financing activities	(107)	322	(1,744)	(122)	(5,113)
Net change in cash and cash equivalents	(1,489)	2,283	7,771	4,907	(849)
Cash and cash equivalents at the beginning of the period	2,944	1,447	3,713	3,713	11,483
Effect of changes in currency translation rates on cash and cash equivalents	(8)	(17)	(1)	(1)	18
Cash and cash equivalents at the end of the period	1,447	3,713	11,483	8,619	10,652

FY2022

In FY2022, we recorded a net cash outflow from operating activities of approximately S\$1.5 million, which was a result of profit after tax of S\$0.5 million, adjusted for non-cash expenses of approximately S\$0.2 million, working capital outflows of S\$2.2 million and income tax refund of S\$1,000. The net cash used in working capital was mainly due to the following:

- (a) an increase in trade and other receivables of S\$2.0 million, as a result of an increase in our Group's revenue; and
- (b) an increase in contract assets of S\$1.4 million, as a result of our Group having provided more services ahead of the agreed payment schedules.

The above working capital decreases were partially offset by:

- (a) an increase in trade and other payables and provision for other liabilities of S\$0.7 million, as a result of an increase in construction costs; and
- (b) an increase in contract liabilities of S\$0.5 million, due to there being more contracts pursuant to which our Group had received payment prior to the provision of services.

Net cash provided by investing activities amounted to approximately S\$95,000, which was attributable to proceeds from disposal of property, plant and equipment (comprising motor vehicles) of S\$102,000. The net cash provided by was partially offset by the net cash used for the purchase of property, plant and equipment (comprising furniture, office equipment and fittings) of approximately S\$10,000.

Net cash used in financing activities amounted to S\$107,000, which was attributable to the repayment of lease liabilities and hire purchase loan. The hire purchase loan was used for the financing of motor vehicles used by certain management personnel of our Group.

As at 30 June 2022, our cash and cash equivalents were S\$1.4 million.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

FY2023

In FY2023, we recorded a net cash provided by operating activities of approximately S\$2.2 million, which was a result of profit after tax of S\$4.8 million, adjusted for non-cash expenses of approximately S\$1.1 million, working capital outflows of S\$3.7 million and income tax paid of S\$8,000. The net cash used in working capital was mainly due to the increase in the following:

- (a) trade and other payables and provision for other liabilities of S\$3.5 million, as a result of an increase in construction costs; and
- (b) contract liabilities of S\$0.5 million, due to there being more contracts pursuant to which our Group had received payment prior to the provision of services.

The above working capital increases were partially offset by:

- (a) an increase in trade and other receivables of S\$3.8 million, as a result of an increase in our Group's revenue; and
- (b) an increase in contract assets of S\$3.7 million, as a result of our Group having provided more services ahead of the agreed payment schedules.

Net cash used in investing activities amounted to approximately S\$244,000, which was attributable to the purchase of property, plant and equipment (comprising furniture, office equipment and fittings, and motor vehicles) of approximately S\$266,000. The net cash used in investing activities was partially offset by the net cash provided by interest income received of approximately S\$22,000.

Net cash provided by financing activities amounted to S\$0.3 million, which was attributable to the proceeds from issuance of shares to non-controlling shareholders of a subsidiary of approximately S\$0.5 million. The net cash provided by financing activities was partially offset by the net cash used in repayment of lease liabilities and hire purchase loan of approximately S\$0.2 million.

As at 30 June 2023, our cash and cash equivalents were S\$3.7 million.

FY2024

In FY2024, we recorded a net cash provided by operating activities of approximately S\$9.5 million, which was a result of profit after tax S\$5.6 million, adjusted for non-cash expenses of approximately S\$1.4 million, working capital inflows of S\$3.5 million and income tax paid of S\$1.0 million. The net cash generated from working capital was due to the following:

- (a) an increase in trade and other payables and provision for other liabilities of S\$2.8 million, as a result of an increase in construction costs;
- (b) an increase in contract liabilities of S\$2.1 million, due to there being more contracts pursuant to which our Group had received payment prior to the provision of services; and
- (c) a decrease in contract assets of S\$1.0 million, as a result of our Group having provided less services ahead of the agreed payment schedules.

The above working capital increases were partially offset by the higher trade and other receivables of approximately S\$2.4 million, as a result of an increase in our Group's revenue.

Cash flow generated from investing activities relates to interest received amounted to S\$83,000, which was offset by cash used in purchase of property, plant and equipment (comprising furniture, office equipment and fittings) of S\$83,000 in FY2024.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

Net cash used in financing activities amounted to S\$1.7 million, which was attributable to the following:

- (a) dividends paid of S\$1.3 million;
- (b) dividends paid to non-controlling shareholders of subsidiaries of S\$0.2 million; and
- (c) repayment of lease liabilities and hire purchase loan of S\$0.2 million.

As at 30 June 2024, our cash and cash equivalents were S\$11.5 million.

6M2024

In 6M2024, we recorded a net cash provided by operating activities of S\$5.1 million, which was a result of profit after tax of S\$4.1 million, adjusted for non-cash expenses of approximately S\$1.0 million, working capital inflows of S\$0.4 million and income tax paid of S\$0.5 million. The net cash generated from working capital was mainly due to the increase in the following:

- (a) trade and other payables and provision for other liabilities of S\$7.3 million, as a result of an increase in construction costs; and
- (b) contract liabilities of S\$1.2 million.

The above working capital increases were partially offset by the higher trade and other receivables of S\$8.5 million.

Net cash used in investing activities amounted to approximately S\$33,000, which was attributable to the purchase of property, plant and equipment of approximately S\$53,000. The net cash used in investing activities was partially offset by the net cash provided by interest income received of approximately S\$20,000.

Net cash used in financing activities amounted to S\$0.1 million, attributable to the repayment of lease liabilities and hire purchase loan. The hire purchase loan was used for the financing of motor vehicles used by certain management personnel of our Group.

As at 31 December 2023, our cash and cash equivalents amounted to S\$8.6 million.

6M2025

In 6M2025, we recorded a net cash provided by operating activities of S\$4.7 million, which was a result of profit after tax of S\$5.5 million, adjusted for non-cash expenses of approximately S\$1.3 million, working capital outflows of S\$1.5 million and income tax paid of S\$0.6 million. The net cash used in working capital was due to the increase in the following:

- (a) contract liabilities of S\$9.2 million; and
- (b) trade and other payables and provision for other liabilities of S\$5.0 million, as a result of an increase in construction costs.

The above working capital increases were partially offset by the increase in the following:

- (a) trade and other receivables of S\$12.4 million; and
- (b) contract assets of S\$3.4 million.

Net cash used in investing activities amounted to approximately S\$0.4 million, which was attributable to the purchase of property, plant and equipment of approximately S\$0.5 million. The net cash used in investing activities was partially offset by the net cash provided by interest income received of approximately S\$0.1 million.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

Net cash used in financing activities amounted to S\$5.1 million, which was attributable to the following:

- (a) dividends paid of S\$5.0 million; and
- (b) repayment of lease liabilities and hire purchase loans of S\$0.1 million.

As at 31 December 2024, our cash and cash equivalents were S\$10.7 million.

INFLATION

For the Period Under Review, inflation did not have a material impact on our financial performance.

CAPITAL EXPENDITURE AND DIVESTMENTS AND COMMITMENTS

Capital Expenditure

The capital expenditures made by our Group during the Period Under Review and up to the Latest Practicable Date were as follows:

(S\$'000)	FY2022	FY2023	FY2024	6M2025	From 1 January 2025 to the Latest Practicable Date
Plant and machinery	–	–	–	21	–
Furniture, office equipment and fittings	10	173	83	262	13
Motor vehicles	–	93	–	520	242
Leasehold premises ⁽¹⁾	117	455	570	–	–
Total	127	721	653	803	255

Note:

- (1) Relates to right of use assets for office space which do not involve immediate cash outflow.

The above capital expenditures were financed by hire purchase loans and internally generated resources and are located mainly in Singapore.

Divestments

The divestments made by our Group during the Period Under Review and up to the Latest Practicable Date were as follows:

(S\$'000)	FY2022	FY2023	FY2024	6M2025	From 1 January 2025 to the Latest Practicable Date
Plant and machinery	–	–	–	–	–
Furniture, office equipment and fittings	–		1	–	–
Motor vehicles	124	–	–	–	–
Leasehold premises	117	–	117	72	–
Total	241	–	118	72	–

The above divestments were located mainly in Singapore.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

Capital Commitments

As at 30 June 2024 and 31 December 2024, our Group does not have any material capital commitments. As at the Latest Practicable Date, the capital commitments relate to the balance of the capital expenditures that our Group has committed for the purchase of property, plant and equipment, which amounted to approximately S\$1.2 million. Such capital expenditures will be financed by hire purchase loans.

Lease Commitments

With the adoption of SFRS(I) 16, the lease commitments of our Group are reflected in our financial statements and comprised lease liabilities.

As at 30 June 2024 and the Latest Practicable Date, our Group does not have any material operating lease commitments.

Contingent Liabilities

As at 30 June 2024, 31 December 2024 and the Latest Practicable Date, our Group does not have any contingent liabilities.

FOREIGN EXCHANGE MANAGEMENT

Accounting Treatment of Foreign Currencies

Our reporting currency is S\$ and our operations are substantially carried out in Singapore. Foreign currency transactions are translated into S\$ at rates of exchange approximating those prevailing at transaction dates. Foreign currency monetary assets and liabilities are translated at rates as at the balance sheet date. All profits and losses on exchange are dealt with through the income statement.

The percentage of our revenue and cost of sales denominated in S\$ and foreign currencies for the Period Under Review are as follows:

Percentage of revenue denominated in	FY2022 (%)	FY2023 (%)	FY2024 (%)	6M2025 (%)
Singapore Dollar	100.0	99.3	98.6	99.8
Malaysian Ringgit	–	0.7	1.1	0.2
United States Dollar	–	–	0.3	–
	100.0	100.0	100.0	100.0

Percentage of purchases denominated in	FY2022 (%)	FY2023 (%)	FY2024 (%)	6M2025 (%)
Singapore Dollar	99.7	99.2	96.0	94.9
United States Dollar	0.3	–	2.7	4.4
Malaysian Ringgit	–	0.7	1.2	0.2
Chinese Yuan	–	–	–	0.5
Great British Pound	–	–	0.1	–
Thai Baht	–	0.1	–	–
	100.0	100.0	100.0	100.0

To the extent that our revenue and cost of sales are not naturally matched in the same currency and to the extent that there are timing differences between invoicing and collection/payment, we will be exposed to adverse fluctuations of the various currencies against the S\$, which will adversely affect our earnings.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

Foreign Exchange Exposure

Our net foreign exchange exposure for the Period Under Review was as follows:

(S\$'000)	FY2022	FY2023	FY2024	6M2025
Net foreign exchange gain	—	5	8	9
As a percentage of revenue (%)	0.00%	0.01%	0.01%	0.02%
As a percentage of profit before tax (%)	0.00%	0.09%	0.12%	0.14%

During the Period Under Review and up to the Latest Practicable Date, we did not enter into any financial instrument for hedging purposes. We do not currently have a formal hedging policy although we may, subject to the approval of our Board, enter into relevant transactions when necessary, to hedge our exposure to foreign currency fluctuations. We will also put in place, where necessary, procedures to hedge our exposure to foreign currency fluctuations. Such procedures will be reviewed and approved by our Audit and Risk Committee and our Board.

SIGNIFICANT ACCOUNTING POLICY CHANGES

There has been no significant change in the accounting policies for our Group during the Period Under Review. Please refer to the “Independent Auditor’s Report and the Audited Combined Financial Statements for the Financial Years Ended 30 June 2022, 2023 And 2024” and the “Independent Auditor’s Review Report and the Unaudited Condensed Interim Combined Financial Statements for the Six-Month Period Ended 31 December 2024” as set out in Appendix A and Appendix B to this Offer Document for more details on our accounting policies.

GENERAL INFORMATION ON OUR GROUP

HISTORY

Our Company was incorporated in Singapore on 11 April 2025 under the Companies Act as a private company limited by shares, under the name of “Lum Chang Creations Pte. Ltd.”. Our Company’s registration number is 202515827E. Our Company was converted into a public limited company and the name of our Company was changed to “Lum Chang Creations Limited” in connection therewith on 19 June 2025. For more information, please refer to the section entitled “Restructuring Exercise” of this Offer Document. Our Company became the holding company of our Group following completion of the Restructuring Exercise on 19 June 2025.

Our Group was founded in 2018 with the incorporation of LC Interior on 1 February 2018, as a specialist interior contracting firm focused on conservation and restorations works as well as A&A works and to spearhead the interior fit-out business of Lum Chang Holdings, our holding company. The Lum Chang Holdings Group has more than eight decades of industry experience and offers full construction and contracting services, from civil and building construction to infrastructure development, construction management, and design and build management focusing on large scale civil and infrastructural projects, and the expansion into the interior fit-out business was a natural development to capitalise on new business opportunities and take on specialised projects.

From 2018 to 2021, LC Interior secured several projects for conservation and restoration works, interior fit-out works, and A&A works in Singapore, including notable projects such as Marina Bay Sands Theatre, Black Tap Craft Burgers & Beer at Marina Bay Sands, St James Power Station and one of the largest shopping malls in Singapore.

With the established track record and experience of the team, LC Interior secured its first conservation and restoration works project for St James Power Station, which was completed in September 2021. Other notable conservation and restoration projects undertaken by LC Interior include Block B at Clarke Quay and the property located at 15 Penang Lane which were completed in 2023.

On 24 October 2019, LC Interior incorporated a subsidiary, LC Interior Malaysia, to venture into the Malaysian market. Subsequently, on 30 August 2022, LC Interior entered into a joint venture agreement with Brandsbridge and Mr. Victor Syn, the director of Brandsbridge (the “**Brandsbridge JVA**”), and incorporated LC Brandsbridge in Singapore. At that time, Brandsbridge was a reputable interior fit-out specialist in the retail segment and the new partnership aimed to provide complementary and more comprehensive interior fit-out services for the retail segment in both Singapore and Malaysian markets by bringing together the strengths of both firms. Subsequently, 100.0% of the shares in LC Interior Malaysia were transferred to LC Brandsbridge on 18 October 2022, and the company was renamed to LC Brandsbridge Malaysia on 11 November 2022. Brandsbridge then ceased its interior fit-out services business as under the terms of the Brandsbridge JVA, Brandsbridge and Mr. Victor Syn shall procure that Brandsbridge and its subsidiaries shall not enter into any new or further contracts that are or may be in competition with the business of LC Brandsbridge. Brandsbridge and its directors and shareholders, including Mr. Victor Syn, are not related to the Executive Officers of our Company, or the associates of our Directors, Executive Officers and Substantial Shareholders.

Pursuant to the terms of the Brandsbridge JVA, LC Interior had subscribed for 510,000 ordinary shares representing 51.0% of the issued and paid-up share capital of LC Brandsbridge, for an aggregate consideration of S\$510,000. The Brandsbridge JVA terminates if an effective resolution is passed to wind up LC Brandsbridge or if a liquidator is otherwise appointed, or if any shareholder ceases to hold shares in LC Brandsbridge as a result of a transfer of shares. Pursuant to the Brandsbridge JVA, the role of LC Interior is to provide technical and financial support as well as expertise and advice in respect of the business, and the role of Brandsbridge is to create, provide and contribute its expertise, skills, ideas and know-how to the business, and to create market awareness of LC Brandsbridge and its business in Singapore, Malaysia and other markets.

Subsequently in August 2023, LC Decor was incorporated and wholly owned by LC Interior. LC Decor plans to provide renovation contracting services for high-end landed residential properties in Singapore.

GENERAL INFORMATION ON OUR GROUP

In May 2024, LC Brandsbridge incorporated Quintessential Builder in Singapore as a joint venture with an unrelated third party, with LC Brandsbridge holding 70.0% of the issued and paid-up share capital of Quintessential Builder. Quintessential Builder manufactures wood furniture and fixtures to complement LC Brandsbridge's business in Singapore. In May 2025, LC Brandsbridge acquired the remaining 30.0% shareholding interest in Quintessential Builder from the unrelated third party for a consideration of S\$30,000, which was determined based on the subscription price of the shares, thereby becoming the sole shareholder of Quintessential Builder.

KEY MILESTONES

Year	Milestone
2018	- Incorporated LC Interior as a specialist interior contracting firm to capitalise on new business opportunities and take on specialised projects. - Secured the contract for interior fit-out and A&A works for Bedok South MRT Station and Tanah Merah MRT Station. - Secured the contract for conservation and restoration, interior fit-out and A&A works for St James Power Station.
2019	- Achieved more than S\$10.0 million in revenue for the financial year ended 30 June 2019. - Secured contracts for the interior fit-out and A&A works for Singapore Marriott Tang Plaza Hotel.
2020	- Achieved more than S\$20.0 million in revenue for the financial year ended 30 June 2020. - Secured additional contracts for the interior fit-out and A&A works for Singapore Marriott Tang Plaza Hotel.
2021	- Awarded its first Silver Award at the annual Workplace Safety and Health Awards in July 2021. - Secured the contract for the interior fit-out and A&A works at one of the largest shopping malls in Singapore.
2022	- Entered into a joint venture with Brandsbridge and incorporated LC Brandsbridge in Singapore, which provides interior fit-out and finishing services in the retail and commercial space in Singapore. - Secured the contract for conservation and restoration, interior fit-out and A&A works at a property located at 15 Penang Lane and the contract for the interior fit-out and A&A works of a residential apartment at Upper Wilkie Road.
2023	- Secured contracts for the conservation and restoration, interior fit-out and A&A works at a few conservation shophouses located along Orchard Road and conservation shophouses at 44 & 46 Club Street. - Secured the contract for the construction of eight-storey hotel including conversion of an existing three-storey conservation warehouse to hotel ancillary facilities at Cavan Road. - Incorporated LC Decor, which specialises in renovation contracting services, and plans to expand its offerings to include the interior fit-out and A&A works for high-end landed residential properties. - Achieved more than S\$30.0 million in revenue for FY2023.
2024	- Secured the contract for the conservation and restoration works at the National Museum of Singapore. - Secured the contract for the interior fit-out and A&A works at Bedok Community Hospital. - Incorporated Quintessential Builder, which manufactures wood furniture and fixtures. - Awarded the Gold Award at the annual Workplace Safety and Health Awards. - Achieved more than S\$50.0 million in revenue for FY2024.
2025	Secured the contracts for the A&A works at Seletar Mall and Oriental Plaza.

GENERAL INFORMATION ON OUR GROUP

AWARDS

As a testament to our commitment to quality, we have also received several awards over the years for our business, including the following awards set out in the table below. In addition, the project at St James Power Station has been awarded several awards for the conservation and restoration, interior fit-out and A&A works done by LC Interior, being the BCA Green Mark Platinum Award, the SIA Architectural Design Award, the URA Architectural Heritage Award (Distinction Award for Conservation and Innovation) and the BCA CONQUAS Rating of 91.7.

Year	Description of Award	Awarding Institution
2019 to 2025	Green and Gracious Builder Award	Building and Construction Authority
2020 to 2021	SHARP Award	Workplace Safety and Health Council
2021 to 2023	Workplace Safety and Health Performance Silver Award	Workplace Safety and Health Council
2024	Workplace Safety and Health Performance Gold Award	Workplace Safety and Health Council
2024	bizSAFE Star	Workplace Safety and Health Council

Awards in relation to the St. James Power Station Project

2020 to 2023	BCA Green Mark Platinum Award	Building and Construction Authority
2022	Singapore Institute of Architects' Architectural Design Award	Singapore Institute of Architects
2022	Urban Redevelopment Authority Architectural Heritage Award (Distinction Award for Conservation and Innovation)	Urban Redevelopment Authority

BUSINESS OVERVIEW

Based on the Independent Market Report, we are one of the leading urban revitalisation specialists in Singapore with comprehensive capabilities in providing niche conservation and restoration works, complemented by our expertise in interior fit-out works as well as A&A works.

Our Group, through our key subsidiary, LC Interior, has the experience, expertise and resources to provide customised solutions for different types of heritage buildings and brownfield redevelopments and provide complex conservation and restoration works, interior fit-out works and A&A works for urban revitalisation and assets enhancement. We also provide high quality and bespoke services across a broad range of sectors, including the public, infrastructural, institutional, commercial, retail, F&B and hospitality sectors in Singapore.

We provide a comprehensive range of services under LC Interior, which is a specialist interior contracting firm, from design and planning to procurement and installation, and covering all aspects of interior contracting. Most notably, we have a proven track record in Singapore of successfully completing projects of various scales and complexities, ranging from office fit-outs and hotel refurbishments, to historic building conservation and adaptive reuse, and residential extensions and renovations.

Under our collaboration with Brandsbridge, we also provide interior fit-out services for the retail segment. Our subsidiary, LC Brandsbridge has established a presence in the retail sector of both Singapore and Malaysia, specialising in delivering high-quality interior fit-out solutions for a diverse range of retail environments. We cater to various retail formats, including flagship stores, boutiques, shopping malls, and pop-up shops. Our expertise lies in creating bespoke interiors that not only reflect the brand identity of our clients but also enhance the customer experience through innovative design and meticulous craftsmanship.

In addition to conservation and restoration, interior fit-out and A&A services, we also provide aftercare services for certain retail projects and also manufacture wood furniture and fixtures for retail customers.

GENERAL INFORMATION ON OUR GROUP

Our Group holds a suite of licences and registrations awarded to us by the Building and Construction Authority of Singapore, including but not limited to the General Builder Class 1 Licence, the Interior Decoration & Finishing Works (CR06) Registration (Grade L5) and the Demolition (CR03) Registration (Single Grade). Our Group also holds a Certificate of Registration of Foreign Contractor awarded to us by the Construction Industry Development Board of Malaysia. For more information on our material licences, registrations and certifications, please refer to the section entitled “General Information on Our Group – Material Licences, Registrations and Certifications” of this Offer Document.

The table below sets out the notable projects in Singapore which we have completed since 2018 and the projects which are in progress as at the Latest Practicable Date:

Completed Projects

Year Completed	Description	Type of Works
2018	F&B Outlet at Marina Bay Sands	Interior fit-out works
2019	Performing Arts Theatre at Marina Bay Sands	Interior fit-out and A&A works
2021	Entrance and Shop of Tourist Attraction in Mandai	Interior fit-out works
2021	National Monument at Sentosa Gateway	Conservation and restoration, interior fit-out and A&A works
2022	Shopping Complex at Albert Street	Interior fit-out and A&A works
2023	Luxury Hotel at Orchard Road	Interior fit-out and A&A works
2023	Conservation Building at 15 Penang Lane	Conservation and restoration, interior fit-out and A&A works
2023	Conservation Warehouse at Clarke Quay	Conservation and restoration works
2024	Shopping Complex at Orchard Road	Interior fit-out and A&A works
2024	Automobile Showroom and Offices at Kung Chong Road	Interior fit-out works
2024	Shopping Mall at Harbourfront Walk	Interior fit-out and A&A works
2024	Nike Flagship Store at Orchard Road	Interior fit-out works
2025	MRT Station at Upper East Coast Road	Interior fit-out and A&A works
2025	Apartment Building at Upper Wilkie Road	Interior fit-out and A&A works
2025	Community Hospital at Bedok South Avenue 1	Interior fit-out and A&A works

In Progress Projects / Awarded Projects

Expected Year of Completion	Description	Type of Works
2025	MRT Station at New Upper Changi Road	Interior fit-out and A&A works
2025	Conservation Shophouses at Club Street	Conservation and restoration, interior fit-out and A&A works
2025	Office Building at Robinson Road	Interior fit-out and A&A works
2025	Conservation Shophouses at Orchard Road	Conservation and restoration, interior fit-out and A&A works
2025	Hotel at Cavan Road	Conservation and restoration, interior fit-out and A&A works

GENERAL INFORMATION ON OUR GROUP

Expected Year of Completion	Description	Type of Works
2025	Shopping Mall at Sengkang West Avenue	A&A works
2026	National Museum of Singapore	Conservation and restoration works
2026	Commercial Building at New Bridge Road	Interior fit-out and A&A works

Conservation and Restoration Services

Conservation and restoration services involve the preservation, restoration, and protection of historic and culturally significant buildings and structures. This sector is driven by the need to maintain heritage sites, comply with preservation regulations, and promote cultural tourism. We offer a comprehensive range of conservation services to provide practical and innovative solutions to the challenges posed by today's built environment, including structural stabilisation, material restoration, historical research, and the integration of modern amenities while preserving the original character of the buildings.

Due to the demanding and bespoke nature of such projects, our Group stands out as a result of our specialised expertise and conservation techniques, as well as attention to detail and client-focused approach, which is demonstrated by our strong project pipeline. Based on the Independent Market Report, we are one of the five major players in the URS industry, which is a niche market as few players have the capabilities to undertake conservation and restoration works for heritage buildings, as well as the technical knowledge and skillset to undertake such projects. Our expertise and capabilities are demonstrated in the various projects that have been completed and in particular, the project at St James Power Station has been awarded several awards for the conservation and restoration, interior fit-out and A&A works done by LC Interior, including the SIA Architectural Design Award and the URA Architectural Heritage Award (Distinction Award for Conservation and Innovation).

One notable conservation and restoration project awarded to our Group involves a few conservation shophouses located along Orchard Road, which are shophouses dating back to as early as 1925. We secured the contract through a tender process, to undertake the conservation and restoration works for the shophouses as well as rejuvenate surrounding community spaces.

In February 2024, we also secured the S\$18.9 million contract for the conservation and restoration works to the existing monument block of the National Museum of Singapore at Stamford Road, which was first constructed in 1887. The scope of work included restorative work on the building's ornamental façade and critical repairs to the timber and structural elements.

Interior Fit-out Services

Our Group also excels in the interior fit-out sector, providing top-tier solutions for updating and revitalising existing spaces. We specialise in transforming outdated interiors into modern, functional, and aesthetically pleasing environments that meet contemporary standards and customer expectations.

We offer a comprehensive suite of interior fit-out services, from initial consultation and design services, to project management and execution. Our interior fit-out team undertakes the customisation and enhancement of interior spaces to meet specific functional and aesthetic requirements. This sector is driven by the need for personalised and optimised environments in residential, commercial, and public buildings. Our team of skilled professionals works closely with customers to understand their specific needs and objectives, ensuring that every project is tailored to their unique requirements. We utilise advanced technology to deliver high-quality and cost-effective results for our customers.

In addition, we also from time to time undertake public sector projects which require architectural and structuring works as part of the interior-fit out services provided by our Group. Notable projects completed include the architectural works done in respect of the new Bedok South MRT Station as part of the Thomson East Coast Line, and the upgrading of the headway, public toilets and family facilities at Tanah Merah Station.

GENERAL INFORMATION ON OUR GROUP

A notable project completed by our Group is the interior fit-out of the three-storey, 28,000 sq ft Nike Flagship Store at 268 Orchard Road, which is Nike's largest store in Asia outside of China and aims to provide an innovative retail and sports culture experience. In particular, this project has showcased LC Brandsbridge's capability to undertake large-scale projects and has significantly contributed to customer acquisition.

Addition & Alteration Services

The A&A services undertaken by our Group involve modifying and enhancing existing buildings to improve functionality, aesthetics, and regulatory compliance. This sector is driven by urbanisation, asset enhancement, technological advancements, regulatory changes, and economic factors. We offer a comprehensive range of A&A services, which includes, among others, interior and exterior renovations, structural alterations, mechanical, plumbing and engineering upgrades, and sustainability improvements.

The suite of services provided as part of our A&A business section includes demolition and scaffolding work. We hold the Demolition (CR03) Registration (Single Grade) workhead awarded by the BCA, which allows us to tender for demolition projects without a tendering limit ensuring we can handle projects of any scale. Additionally, we provide expert scaffolding services through LC Decor, ensuring safe and efficient access for construction and renovation projects.

Notable A&A projects include the ongoing projects carried out in respect of the Bank of East Asia Building and two units of three-storey shophouses located along 44 & 46 Club Street. In September 2024, we also secured the S\$26.9 million contract for the provision of interior fit-out and A&A works to operationalise the Community Hospital at Bedok. This project was awarded to our Group by the Ministry of Health of Singapore and was completed in April 2025. The scope of the contract included the design, interior fit-out and completion of building works including but not limited to all mechanical, electrical, plumbing and fire safety works.

Ancillary Services

Aftercare Services for Retail Projects

In addition to interior fit-out services for our retail projects, our Group also offers comprehensive aftercare services for retail projects to ensure the longevity and functionality of the fit-outs. This includes regular maintenance, refurbishments, and updates to keep the retail spaces fresh and relevant in a competitive market. We also leverage third-party bespoke software applications to offer ad-hoc maintenance services to retail customers. Our commitment to quality and customer satisfaction has earned us a reputation as a trusted partner in the retail fit-out industry, driving repeat business and long-term relationships with our customers.

Manufacture of Wood Furniture and Fixtures

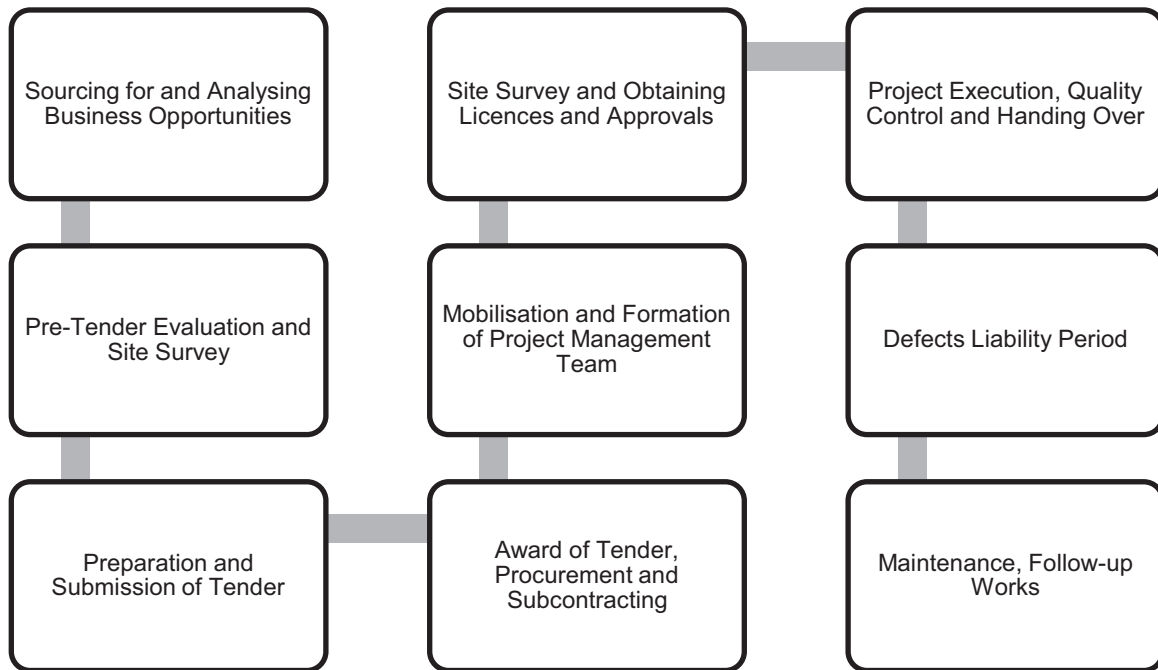
Our subsidiary, Quintessential Builder, focuses on the manufacture of wood furniture and fixtures, providing quality craftsmanship and innovative designs. Such in-house manufacturing capabilities complements and supports our Group's interior fit-out business. Our products include home furnishings, office furniture, custom-built retail displays, and hospitality fixtures. By blending traditional woodworking techniques with modern technology, we produce pieces that are functional, attractive, and durable.

We offer a range of in-house services, from initial design and prototyping to production and installation. Our team of designers and engineers work closely with our internal stakeholders to understand specific needs and preferences for our Group's interior fit-out projects, ensuring that each piece is tailored to unique requirements and quality standards.

GENERAL INFORMATION ON OUR GROUP

OUR BUSINESS PROCESS

A diagrammatic depiction and general description of the project tender, management and execution process for our projects is generally as follows:



(1) Sourcing for and Analysing Business Opportunities

We source for projects through both open and closed or invited tenders. Information of open tenders are primarily obtained from online procurement portals such as GeBiz, TenderBoard and SeSaMi, which are mainly for public sector projects.

Tenders by invitation for private sector projects are usually sourced by way of our extensive network of industry contacts including past customers and business associates who are familiar with our track record as one of the industry leaders and confident of our project and financial capabilities.

(2) Pre-Tender Evaluation and Site Survey

Before submitting a bid for a tender, we undertake a thorough evaluation process to ensure that the project aligns with our strategic goals and resource capabilities. This involves reviewing the project requirements and timelines, assessing the customer's profile and reputation, and evaluating our existing commitments and available resources. The project team conducts a pre-tender site survey, leveraging on their extensive industry experience to evaluate site conditions and potential challenges. For conservation projects for instance, the project team will assess the severity of the defects in order to determine whether to proceed further with the tender.

Based on these insights, our management makes an informed decision on the commercial viability of participating in the project tender, ensuring that we only pursue projects that align with our strategic objectives and resource capabilities, thereby maximising our chances of success and maintaining high standards of quality and customer satisfaction.

(3) Preparation and Submission of Tender

Once a decision has been made to participate in the tender, our project team undertakes a meticulous process to ensure a comprehensive and competitive tender proposal. This process includes reviewing the tender documents to understand the project's specific requirements and clarifying any technical or legal ambiguities with our customers. We verify the bill of quantities

GENERAL INFORMATION ON OUR GROUP

prepared by our quantity surveyors to ensure that all quantities and scope of work are accurately captured. The complexity and timeframe of the project, the condition of the project site's vicinity, the opinion of the quantity surveyors and prevailing market conditions are considered in determining the tender price.

Our quantity survey department prepares all necessary documentation and information required for submission, which is then reviewed by the management before final submission. We also identify and source quotes from a list of reliable suppliers and subcontractors with whom we have previously worked, ensuring that competitive pricing and quality services are factored into our tender proposal. The duration of the entire process depends on the project's size and complexity.

We also engage in strategic partnerships with reputable interior design specialists to submit tenders for projects. For instance, we collaborated with an interior design expert on the Community Hospital at Bedok project. In this arrangement, the interior design expert provided the design services, while we were responsible for the project management and execution. This collaborative approach allows us to leverage on the strengths and expertise of both parties, ensuring comprehensive and high-quality project delivery.

(4) Award of Tender, Procurement and Subcontracting

For public sector projects, tenders are typically awarded to the tenderer with the highest score using the price-quality method, and the results will be published on the website of the managing agents, town councils and/or relevant government boards.

For invited tenders and/or private sector projects, if our submitted proposal is satisfactory to the customer, we may then be required to attend interviews to clarify issues such as pricing and materials offered, methods of carrying out the work required and to respond to any other queries relating to the tender. There may be negotiations to finalise the price and terms of the contract before the contract is awarded.

Upon the notification of a successful tender, we will award any subcontracts as soon as possible to avoid changes in prices as quotations typically have an expiry period. In this regard, our subcontracts are typically lump sum contracts which do not allow for changes in prices or services after execution save through the issue of a variation order, so as to allow us to control costs for our projects.

(5) Mobilisation and Formation of Project Management Team

Once we are awarded the contract, we form a project management team that is fully briefed on the scope of work, specific project requirements such as timelines and site constraints, as well as the cost structure and budget. Each project begins with a kick-off meeting to establish common goals and key milestones, ensuring all team members are aligned and can contribute effectively to project execution in accordance with contractual requirements.

The size of the project management team varies based on the project's size, complexity, and contract period, typically comprising a lead project manager supported by a technical coordinator, mechanical and electrical engineer and coordinator, site supervisor, safety coordinator, quantity surveyor, drafter, Building Information Models operator and foreman. The team prepares a procurement schedule detailing the required dates for various products and services throughout the contract duration. Regular meetings are held to monitor the procurement schedule and coordinate lead times for key products and services, ensuring timely progress and avoiding delays that could incur liquidated damages.

The management has devised a robust budgeting process consisting of internal cost and budgetary evaluations, taking into account labour and material costs. We also rely on the past experiences and technical knowledge of our contract teams. The contract teams monitor contract costs incurred closely and ensure that the actual expenditure does not exceed such budgeted costs.

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(6) Site Survey and Obtaining Licences and Approvals

Prior to the commencement of a project, the project management team and/or independent surveyor engaged by our Group will conduct a further and more detailed physical inspection and survey of the premises, to create a detailed record of the existing condition of the site. This would include an assessment of the architectural, mechanical, electrical and plumbing works required and the potential issues which may arise over the course of project execution.

For projects where our Group is responsible for both the design and build works, the project management team will thereafter prepare the necessary documents for submission to the relevant authorities to obtain all licences, permits and approvals for the execution of the project.

(7) Project Execution, Quality Control and Handing Over

A preliminary meeting will be held between the team and the numerous subcontractors and suppliers to ensure that all parties are aligned on the management and timeline of the project, and to ensure coordination of work between parties. The lead project manager will oversee the project according to the project plan, holding regular meetings with the team, suppliers, and subcontractors to track progress, provide guidance, and ensure seamless coordination.

A few weeks before the completion of a project, when most of the work has been finalised, our project management team will conduct a thorough inspection of the completed works. They will prepare a list of defects and outstanding tasks, which will be issued to the respective subcontractors. The project management team will then ensure that all identified defects are rectified by the subcontractors to our satisfaction.

Safety is a paramount concern in all our projects, and the project management team is dedicated to ensuring a safe working environment for all personnel involved. From the outset, the team conducts comprehensive risk assessments to identify potential hazards and implement appropriate safety protocols. This includes mandatory safety training for all workers, regular safety audits, and the enforcement of strict adherence to safety regulations and standards. The project management team is responsible for continuously monitoring safety practices on-site, ensuring that all subcontractors and suppliers comply with safety guidelines. They also facilitate regular safety briefings and emergency preparedness drills to keep everyone informed and ready to respond to any incidents. By prioritising safety, the project management team not only protects the well-being of the workforce but also ensures the smooth and uninterrupted progress of the project.

Each site supervisor, relevant director or senior executive of the relevant subsidiary is required to attend training such that he is familiar with applicable laws and regulations in respect of each project site. The site supervisor is also responsible for monitoring on-site compliance and reports directly to our Safety Manager or director of the relevant subsidiary (as the case may be). Our Safety Manager or director of the relevant subsidiary (as the case may be) will in turn, working with the various business units, monitor our Group's maintenance of its material licences and approvals related to construction and safety.

The site supervisors, our Safety Manager or the relevant director or senior executive of the relevant subsidiary are also required to periodically report to our Managing Director on all compliance matters, and our Managing Director will in turn report periodically to our Board on our Group's compliance matters and the status of all applications for and/or renewals of material licences and approvals.

The project management team will inform our customer when the project is ready for handover. Upon completion, we are required to provide documents such as the as-built drawings, warranties, and operations and maintenance manuals to our customer. The certificate of completion will be issued by our customer after the date of handover. With the certificate of completion, we will submit our final payment claim upon the finalisation of account which includes all variation or omission works to our customer.

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(8) Defects Liability Period

Generally, the projects we undertake require us to be liable for any defects within our scope of work for a period of 12 to 18 months from the point of completion and handover to our customer, following inspection. During this defects liability period, we are obligated to address all defects, including those arising from the non-performance, late performance, or substandard performance of subcontractors engaged by us.

For most of our projects, we will typically furnish a performance bond valued at 5.0% to 10.0% of the contract sum that is issued by a financial institution as security for our due performance of the contract on a timely basis. The performance bond will be discharged by our customers when the defects liability period expires.

(9) Maintenance, Follow-up Works

While we do not routinely offer these services to customers, we are capable of performing maintenance and follow-up works on projects beyond the defects liability period. In deciding whether to undertake such work, we consider the profitability of the additional tasks.

QUALITY ASSURANCE

Our Group is certified with ISO 9001, demonstrating our commitment to quality. ISO 9001 ensures that our quality management system meets international standards, allowing us to consistently deliver high-quality products and services while enhancing customer satisfaction.

The project management team for each project is responsible for the initial layer of quality control, ensuring that every aspect of the project meets our high standards. This includes conducting thorough quality checks for purchased items received on-site to verify their condition and compliance with specifications. The team also ensures that our services conform to the agreed scope of work required by the customer, maintaining strict adherence to all project specifications. Additionally, they perform detailed inspections and rigorous testing to identify and address any defects promptly. This proactive approach not only guarantees the quality of our work but also helps in mitigating potential issues early, ensuring smooth project execution and customer satisfaction. Regular training and updates on quality standards are provided to our team to keep them abreast of the latest industry practices and technologies, further enhancing our quality control measures.

The lead project manager is responsible for coordinating all subcontractors, workers, and third-party professionals to ensure that the work is carried out according to our quality control procedures and that the deliverables meet the customer's expectations. The lead project manager periodically reports to our project director and our Managing Director on the progress and quality of the work performed. Meanwhile, our on-site officer or safety supervisor regularly monitors and inspects the work on-site to ensure compliance with safety and quality standards. This structured approach ensures seamless coordination, timely reporting, and continuous oversight, thereby maintaining the highest standards of project execution and customer satisfaction.

The lead project manager of each project will evaluate the performance of major subcontractors and suppliers of that specific project. In the event a subcontractor or supplier demonstrates is evaluated to have demonstrated poor performance, the lead project manager will recommend our Managing Director to have the subcontractor or supplier delisted from our Group's approved list of subcontractors and suppliers.

Further, we also have a specialist quality assurance and quality control team assigned to each project. The quality assurance and quality control team ensure that all installed items, furniture, and fixtures comply with the approved specifications and drawings. They verify that all work on-site adheres to the approved design. All findings, inspections, and tests are meticulously documented, ensuring transparency, accountability, and adherence to the highest quality standards throughout the project.

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The defects liability period supplements our quality control measures by providing an additional layer of assurance and accountability. During this period, which typically lasts 12 to 18 months from the point of project completion and handover, we are responsible for addressing any defects within our scope of work. This commitment ensures that any issues that arise post-completion are promptly rectified, maintaining the integrity and quality of our work. The defects liability period acts as a safety net, reinforcing our rigorous quality control procedures and demonstrating our dedication to delivering high-quality, reliable services. By addressing defects swiftly and effectively, we uphold our reputation for excellence and ensure long-term customer satisfaction.

RESEARCH AND DEVELOPMENT

Due to the nature of our business, we do not carry out any research and development activities. For the Period Under Review, we did not incur any expenses in relation to any research and development activities.

SALES AND MARKETING

Given the nature of our business, our primary marketing and business development strategy focuses on establishing and maintaining robust relationships with key industry stakeholders. These include interior designers, consultants such as architects and quantity surveyors, building owners, contractors, suppliers, and relevant statutory boards and government bodies. Our Group maintains an in-house business development team, which is responsible for the establishment and maintenance of these relationships.

To facilitate easy access to information about our Group and our track record, we intend to set up a corporate website which will showcase our capabilities and past projects, and which we believe will serve as a valuable resource for potential customers.

MAJOR CUSTOMERS

The following table sets out the customers which accounted for 5.0% or more of our revenue in each of FY2022, FY2023, FY2024 and 6M2025:

Major Customer	Type of works	As a percentage of revenue (%)			
		FY2022	FY2023	FY2024	6M2025
Customer A ⁽¹⁾	Interior fit-out and A&A works	51.8	31.3	12.2	1.0
OG Private Limited	Interior fit-out and A&A works	17.9	4.9	0.3	–
China Jingye Engineering Corporation Limited (Singapore Branch)	Interior fit-out and A&A works	11.4	14.2	13.7	4.5
Wee Hur Construction Pte Ltd	Interior fit-out works	7.0	10.0	2.2	0.1
Customer B ⁽²⁾	Conservation and restoration, interior fit-out and A&A works	–	10.2	5.1	–
GMG Sports Pte Ltd	Interior fit-out works	–	–	16.5	0.1
Customer C ⁽³⁾	Conservation and restoration, interior fit-out and A&A works	–	–	8.1	22.4
Chemara Realty Pte Ltd	Interior fit-out and A&A works	–	4.2	7.9	6.9

GENERAL INFORMATION ON OUR GROUP

Major Customer	Type of works	As a percentage of revenue (%)			
		FY2022	FY2023	FY2024	6M2025
Peak Land Pte Ltd	Conservation and restoration, interior fit-out and A&A works	–	–	7.5	11.5
Lum Chang Building Contractors ⁽⁴⁾	Interior fit-out works and A&A works	1.9	0.9	3.5	8.7
National Heritage Board	Conservation and restoration works	–	–	2.2	12.4
Ministry of Health of Singapore	Interior fit-out and A&A works	–	–	–	14.1

Notes:

- (1) The name of Customer A has not been identified due to confidentiality restrictions in our agreements with Customer A. Customer A is the manager of a real estate investment trust.
- (2) The name of Customer B has not been identified due to confidentiality restrictions in our agreements with Customer B. Customer B is an independent humanitarian organisation.
- (3) The name of Customer C has not been identified due to confidentiality restrictions in our agreements with Customer C. Customer C is a subsidiary of an organisation that manages philanthropic trusts and foundations.
- (4) Lum Chang Building Contractors is a 100.0% owned indirect subsidiary of Lum Chang Holdings, which is a Controlling Shareholder of our Company. Please refer to the section entitled “Shareholders – Ownership Structure” of this Offer Document for more information.

The revenue contribution from our customers fluctuates annually due to the project-based nature of our business. Each year, we may not secure projects of similar size and scope, nor from the same customers. Our customers are non-recurring in nature and consequently, the composition of our major customers, as illustrated above, is not consistent year-on-year.

We have not entered into any long-term contracts with any of our major customers during the Period Under Review.

Save as disclosed above, there are no other customers who accounted for 5.0% or more of our revenue during the Period Under Review. To the best of their knowledge, our Directors are not aware of any information or arrangements which would lead to a cessation or termination of our current relationship with any of our major customers.

As at the Latest Practicable Date, save for their interests in quoted or listed equity securities which do not exceed 5.0% of the total amount of the issued securities in that class for the time being and save as disclosed above, none of our Directors or Substantial Shareholders or their respective associates has any interest, direct or indirect, in our major customers for the Period Under Review.

MAJOR SUPPLIERS

The following table sets out the suppliers which accounted for 5.0% or more of our total purchases in each of FY2022, FY2023, FY2024 and 6M2025:

Major Supplier	Products or Services Purchased	As a percentage of cost of sales (including subcontracting costs) (%)			
		FY2022	FY2023	FY2024	6M2025
Dong You Construction & Renovation Pte Ltd	Wet works	10.7	3.2	2.0	3.0
Barret Interiors Asia (Pte) Limited	Mechanical, electrical and plumbing works	6.1	2.5	N.M.	–
Rong Bang Construction Pte Ltd ⁽¹⁾	Interior fit-out works	0.8	6.3	1.7	–

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Major Supplier	Products or Services Purchased	As a percentage of cost of sales (including subcontracting costs) (%)			
		FY2022	FY2023	FY2024	6M2025
Hitachi Elevator Asia Pte Ltd	Supply and installation of lifts	0.7	5.1	1.1	0.9
Hua Zhan Construction Pte Ltd	Architectural & structural works	–	0.7	4.6	6.4

Note:

- (1) Rong Bang Construction Pte Ltd had entered into liquidation by way of creditors' voluntary winding up, and accordingly is not a supplier of our Group as at the Latest Practicable Date.

For FY2022, FY2023, FY2024 and 6M2025, the suppliers which accounted for 5.0% or more of our cost of sales collectively accounted for approximately 18.3%, 17.8%, 9.4% and 10.3% of our total cost of sales (including subcontracting costs), respectively.

Save as disclosed above, there are no other suppliers who accounted for 5.0% or more of our cost of sales during the Period Under Review. To the best of their knowledge, our Directors are not aware of any information or arrangements which would lead to a cessation or termination of our current relationship with any of our major suppliers.

As at the Latest Practicable Date, none of our Directors or Substantial Shareholders or their respective associates has any interest, direct or indirect, in our major suppliers for the Period Under Review.

CREDIT TERMS

Credit Terms to our Customers

Generally, our credit terms are given based on contractual terms of the individual projects, which are typically in line with the market practice. We typically invoice our customers on progress claims in accordance with the milestones stipulated under our contracts or agreed intervals. Before issuing the invoice, our quantity surveyors will submit the progress claim report setting out the amount of work done and the corresponding value of such work to our customer for certification. Upon receipt of the payment response from the customer, we will proceed to raise the invoice. The amount billed in the invoice is based on the amount stated in the payment response.

We generally grant our customers credit terms of between 30 and 35 days, from the invoice date depending on the terms stipulated in our contracts. The specific credit terms may be extended to our customers based on the prevailing business relationship, their creditworthiness, payments record and terms of the contract.

The following table sets forth our average trade receivables' turnover days for FY2022, FY2023, FY2024 and 6M2025:

	FY2022	FY2023	FY2024 ⁽²⁾	6M2025 ⁽³⁾
Average trade receivables turnover days ⁽¹⁾	43	40	35	48

Notes:

- (1) For FY2022 and FY2023, average trade receivables turnover days = (Average trade receivables (excluding retention receivables)/revenue) X 365 days. The calculation of average trade receivables turnover is calculated as the sum of the beginning balance and ending balance for the relevant financial year or period, divided by two.
- (2) For FY2024, average trade receivables turnover days = (Average trade receivables (excluding retention receivables)/revenue) X 366 days. The calculation of average trade receivables turnover is calculated as the sum of the beginning balance and ending balance for the relevant financial year or period, divided by two.
- (3) For 6M2025, average trade receivables turnover days = (Average trade receivables (excluding retention receivables)/revenue) X 184 days. The calculation of average trade receivables turnover is calculated as the sum of the beginning balance and ending balance for the relevant financial year or period, divided by two.

GENERAL INFORMATION ON OUR GROUP

We monitor our collection of payments as well as trade receivables past due on a regular basis. To reduce the probability of customers defaulting on receivables, we subject new customers to credit checks, either by making an assessment on their financial position or conducting a credit check using the Credit Bureau's database. We may also undertake further assessments, such as background checks on the customer's type of company and industry, and obtaining credit references from other industry players. Specific provision is made when the recoverability of an outstanding debt is in doubt. We may also write-off an outstanding debt when we are certain that the customer is unable to meet its financial obligations. For the Period Under Review, our Group did not have any allowance for impairment loss on trade receivables and trade receivables written-off.

As at 31 December 2024, our trade receivables (excluding retention receivables) amounted to approximately S\$15.8 million and approximately 98.9% has been collected as at the Latest Practicable Date. As at 31 December 2024, our retention receivables amounted to approximately S\$7.8 million and will only be billable after the relevant defect liability period. As at the Latest Practicable Date, there are no retention receivables that are past due.

Credit Terms from our Suppliers

Our suppliers and subcontractors typically require letters of credit from us or grant us credit terms which are determined and negotiated on a case-by-case basis. Credit terms granted by our suppliers generally go up to 60 days, taking into account factors such as our relationship with the relevant supplier and the size of the transaction.

The following table sets forth our average trade payables turnover days for FY2022, FY2023, FY2024 and 6M2025:

	FY2022	FY2023	FY2024 ⁽²⁾	6M2025 ⁽³⁾
Average trade payables turnover days ⁽¹⁾	48	42	48	49

Notes:

- (1) For FY2022 and FY2023, average trade payables turnover days = (Average trade payables (excluding retention payables but including accruals for construction costs and provision for other liabilities)/cost of sales) X 365 days. The calculation of average trade payables turnover is calculated as the sum of the beginning balance and ending balance for the relevant financial year or period, divided by two.
- (2) For FY2024, average trade payables turnover days = (Average trade payables (excluding retention payables but including accruals for construction costs and provision for other liabilities)/cost of sales) X 366 days. The calculation of average trade payables turnover is calculated as the sum of the beginning balance and ending balance for the relevant financial year or period, divided by two.
- (3) For 6M2025, average trade payables turnover days = (Average trade payables (excluding retention payables but including accruals for construction costs and provision for other liabilities)/cost of sales) X 184 days. The calculation of average trade payables turnover is calculated as the sum of the beginning balance and ending balance for the relevant financial year or period, divided by two.

INVENTORY MANAGEMENT

We generally do not hold any inventory to be used in our existing or future projects. Instead, our approach to inventory management is highly project-specific, ensuring efficiency and cost-effectiveness. Interior fit-out and building materials are purchased or supplied and installed in accordance with customer and project requirements. This just-in-time procurement strategy allows us to minimise storage costs and reduce the risk of material obsolescence.

GENERAL INFORMATION ON OUR GROUP

MATERIAL PROPERTIES

Properties Owned by our Group

As at the Latest Practicable Date, our Group does not own any properties.

Properties Leased by our Group

As at the Latest Practicable Date, our Group leases the following material properties:

Group Entity	Location	Tenure	Approximate Gross Floor Area (sq ft)	Lessor	Usage
LC Interior	14 Kung Chong Road, #07-02, Lum Chang Building, Singapore 159150 ⁽¹⁾	3 years commencing 15 July 2024	3,132	Lum Chang Property Investments	Light Industrial activities, principal place of business
LC Brandsbridge	701 Sims Drive #02-02, LHK Building Singapore 387383	3 years commencing 7 December 2022 ⁽²⁾	2,110	Brandsbridge	Office

Notes:

- (1) The JTC Corporation may revoke the subletting approval upon giving Lum Chang Property Investments three months' written notice without being liable for any inconvenience, loss damages, compensation, costs or expenses whatsoever. Any such revocation is unlikely to have a material impact on our Group's businesses or operations as we believe that we will be able to secure leases for alternative premises in the event of such revocation.
- (2) LC Brandsbridge intends to renew the lease for the property at 701 Sims Drive #02-02, LHK Building Singapore 387383 as it expires in December 2025, and does not foresee any difficulty in such renewal.

Save as disclosed in the sections entitled "Risk Factors" and "Regulations" of this Offer Document, there are currently no regulatory requirements or environmental issues that may materially affect our Group's utilisation of the above properties.

MATERIAL LICENCES, REGISTRATIONS AND CERTIFICATIONS

Our Group's principal business activities are located in Singapore and Malaysia. We are subject to regulation by applicable laws, regulations and government agencies in Singapore and Malaysia. These regulations require us to possess various licences, permits, registrations or approvals.

As at the Latest Practicable Date, our Group has the following material licences, registrations and certifications in respect of our business in Singapore and Malaysia:

Licence / Registration / Certification	Issuing Authority / Body	Tendering Limit	Expiry Date
LC Decor			
General Builder Class 1 Licence	BCA	Unlimited	25 December 2026
ISO 45001:2018 for Occupational Health and Safety Management System	QAI	—	3 March 2027
LC Interior			
General Builder Class 1 Licence	BCA	Unlimited	13 March 2027
Specialist Builder (Structural Steelwork) Licence (SB(SS))	BCA	Unlimited	12 September 2025 ⁽¹⁾

GENERAL INFORMATION ON OUR GROUP

Licence / Registration / Certification	Issuing Authority / Body	Tendering Limit	Expiry Date
Interior Decoration & Finishing Works (CR06) Registration (Grade L5)	BCA	S\$16.0 million	1 January 2028
General Building (CW01) Registration (Grade B1)	BCA	S\$50.0 million	1 January 2028
Demolition (CR03) Registration (Single Grade)	BCA	Unlimited	1 January 2028
ISO 45001:2018 for the Provision of General Building, Architectural and Interior Fitting Works	QAI	–	30 May 2027
ISO 14001:2015 for the Provision of General Building, Architectural and Interior Fitting Works	QAI	–	30 May 2027
ISO 9001:2015 for the Provision of General Building, Architectural and Interior Fitting Works	QAI	–	9 May 2027
LC Brandsbridge			
General Builder Class 2 Licence	BCA	S\$6.0 million	21 August 2026
Interior Decoration & Finishing Works (CR06) Registration (Grade L5)	BCA	S\$16.0 million	1 July 2026
ISO 9001:2015 for the Provision of Interior Design and General Construction	EHS	–	31 October 2026
ISO 45000:2018 for the Provision of Interior Design and General Construction	EHS	–	31 October 2026
LC Brandsbridge Malaysia			
Composite License (Business Premise License) for Office Unit	DBKL	–	24 April 2026
Certificate of Registration of Foreign Contractor (<i>Perakuan Pendaftaran Kontraktor Asing</i>)	CIDB	–	17 April 2027
Certificate of Registration of Project (<i>Perakuan Pendaftaran Projek</i>)	CIDB	–	17 April 2027

Note:

- ⁽¹⁾ We do not foresee any difficulty in the renewal of the Specialist Builder (Structural Steelwork) Licence (SB(SS)) when it expires on 12 September 2025.

To the best of our Directors' knowledge, as at the Latest Practicable Date, our Group has obtained all requisite licences, permits and approvals necessary for our business and operations, and is in compliance with all relevant laws and regulations in Singapore and Malaysia that would materially affect our business and operations. Please refer to the section entitled "General Information on our Group – Government Regulations" of this Offer Document for further information.

In respect of our Group's overseas operations, the following control procedures will be adopted for establishing a subsidiary in order to ensure our Group's compliance with local regulatory requirements:

- prior to setting up a new subsidiary in a new market or for a new business activity, the management (being our Group Financial Controller and Managing Director) shall engage a local corporate secretary, lawyer or consultant to advise on local regulatory requirements, including those relating to corporate matters, certifications, and licences;
- a compliance checklist will be developed to monitor compliance with local laws and regulations, which shall be completed and maintained on an ongoing basis by a senior executive of the relevant subsidiary of our Company;

GENERAL INFORMATION ON OUR GROUP

- any non-compliances will be rectified and reported by a director or senior executive of the relevant subsidiary to our Board; and
- the directors or senior executives of the relevant subsidiary will also take steps such as attending relevant seminars, conducting research, or consulting with legal professionals to stay informed of any changes in local requirements.

We have not encountered any issues with the renewal of our Group's material licences, permits and approvals in the past. As at the Latest Practicable Date, we are not aware of any reason which may cause the revocation or suspension or non-renewal of the licences, permits and approvals which are material to our Group's business and operations.

INTELLECTUAL PROPERTY RIGHTS

We have entered into an intellectual property licence agreement for the grant of a non-exclusive licence by Lum Chang Holdings to our Group to use certain trademarks, including but not limited to the "Lum Chang" name and logo for a licence fee of S\$1.00. Pursuant to the terms of the intellectual property licence agreement, the licence of the trademarks to our Group is for an indefinite term, and will continue to subsist following the admission of our Company to Catalist, unless terminated by mutual agreement between our Company and Lum Chang Holdings. For further details, please refer to the section entitled "Interested Person Transactions and Potential Conflicts of Interests – Present and Ongoing Interested Person Transactions – Licence of Trademarks from Lum Chang Holdings" of this Offer Document.

Save as disclosed above, we do not own or use any other registered trademarks, designs, patents, internet domain names or intellectual property which are material to our business. During the Period Under Review and up to the Latest Practicable Date, we did not have any dispute or any other pending legal proceedings concerning intellectual property rights.

WEB DOMAINS

As at the Latest Practicable Date, the following domain names are owned by our Group:

Web Domain	Registered Owner	Registration Date	Expiry Date
lumchangcreations.com.sg	Lum Chang Creations Limited	23 April 2025	22 April 2027

INSURANCE

As at the Latest Practicable Date, our Group is insured under, among others, group hospital & surgical insurance, group personal accident insurance, group business travel insurance, employers' liability insurance, contractors' all-risks insurance, fire insurance, work injury compensation insurance, group property all-risks insurance, and group public liability insurance.

To the best of our Directors' knowledge, the above insurance policies are adequate for our existing operations and in line with industry practice. However, any significant damage to our office or workshop premises, whether as a result of fire or other causes, may still adversely affect our business operations and financial performance. Moving forward, we will continue to assess our insurance coverage for our business operations and procure the additional insurance coverage for our business operations if required. Please refer to the section entitled "Risk Factors – Risks Relating to our Business and Industry – Our insurance coverage may not be adequate to indemnify us against all possible liabilities" of this Offer Document for further information.

GENERAL INFORMATION ON OUR GROUP

STAFF TRAINING

Our success and ability to maintain a competitive edge are intrinsically linked to the competency and professional knowledge of our staff. We firmly believe that continuous skill enhancement is essential for our employees to remain relevant and effective in their respective fields. To support this, we not only provide comprehensive on-the-job training but also frequently sponsor our staff to attend courses and seminars. These educational opportunities are conducted by reputable government bodies, agencies, and large organisations, and include workplace safety and technical courses, architectural conservation studies and construction work related courses pertinent to our Group's business. We emphasise on workplace safety and health and understand that this covers not only safety and occupational health but also covers personal health (including both physical and mental well-being). Our staff regularly join mental well-being workshops and surveys promoted by the WSH Council to achieve a healthy workforce in a safe workplace.

By investing in our staff's professional development and health, we ensure that they are equipped with the latest knowledge and skills. This also helps reduce the risk of workplace injuries and ill health, thereby contributing to the overall success and competitiveness of our organisation.

CORPORATE SOCIAL RESPONSIBILITY

Our Group recognises that for long-term sustainability, we need to achieve a balance between business profitability and corporate social responsibility. While we currently do not have a fixed corporate social responsibility policy, we are committed to make a positive impact on society and to give back to the community with corporate social responsibility outreach initiatives. Some of the corporate social responsibility outreach initiatives which we have undertaken in the past include:

- (a) engaging in recycling and energy conservation efforts;
- (b) supporting of charitable organisations and local partners through cash donations or in-kind contributions;
- (c) employee volunteering efforts; and
- (d) pro-bono projects for charitable organisations.

COMPETITION

Our Directors recognise that we operate in a highly competitive and dynamic environment influenced by factors such as market demand, industry trends, rivalry, bargaining power and threat of substitutes. We are subject to competition from existing competitors and new entrants in the future. We compete with qualified competitors who hold the same BCA grading as us, or which are able to offer some or all of the services in the business segment we undertake.

Based on the Independent Market Report, our main competitors are other players in the industry, including, in no particular order, Sunray Woodcraft Construction Pte Ltd, W'Ray Construction Pte Ltd, Towner Construction Pte Ltd and Shin Khai Construction Pte Ltd.

ORDER BOOK

We have an order book for our conservation and restoration, interior fit-out and A&A services of S\$142.6 million as at 31 December 2024 and approximately S\$122.8 million as at 31 May 2025 (of which approximately S\$34.0 million was in respect of new contracts awarded from 1 January 2025 to 31 May 2025), which will generally be fulfilled in the next three months to two years. This amount represents the remaining contract value of all projects which have been awarded to us and are currently in various stages of progress, and includes confirmed variation orders for works which have yet to be performed (being the total contract value awarded to us plus the value of confirmed variation orders less the portion of revenue already recognised in accordance with our revenue recognition policy).

GENERAL INFORMATION ON OUR GROUP

SEASONALITY

Our business is not subject to any significant seasonal fluctuations.

COMPETITIVE STRENGTHS

We are one of the leading urban revitalisation specialists in Singapore with niche conservation and restoration capabilities

Based on the Independent Market Report, we are one of the leading urban revitalisation specialists in Singapore with comprehensive capabilities in providing niche conservation and restoration works, complemented by our expertise in interior fit-out works as well as A&A works. We have the experience, expertise and resources to provide customised solutions for different type of heritage properties and brownfield redevelopments, and to provide complex conservation and restoration, interior fit-out and A&A services for urban revitalisation and asset enhancement.

In particular, we consider ourselves one of the market leaders for conservation and restoration works, having the expertise to execute complex projects on heritage properties. Our completed projects for conservation and restoration works include St James Power Station and the conservation warehouse at Clarke Quay and we have also been awarded contracts in respect of a few conservation shophouses located along Orchard Road and the National Museum of Singapore. We received the URA Architectural Heritage Award for Conservation & Innovation (Distinction) for our conservation and restoration works done in relation to St James Power Station. Leveraging additionally on our capabilities in interior fit-out and A&A works, we are transforming and redeveloping a three-storey conservation warehouse at 2 Cavan Road into a 8-storey hotel and two units of conservation shophouses at 44 and 46 Club Street into a family office.

Our position as market leader is further supported by our estimated market share. Based on the Independent Market Report, the market size of the urban revitalisation specialist industry in 2024 is estimated to be between S\$380.0 million and S\$450.0 million in 2024, and the market share of our Group in the urban revitalisation specialist industry is estimated to be between 14.4% to 17.0%.

The demand for our specialised capabilities in conservation and restoration works is expected to grow alongside the increasing focus on preserving and restoring heritage properties in Singapore. This trend is driven by initiatives such as the National Heritage Board's "Our SG Heritage Plan 2.0", which aims to revitalise the community by shaping Singapore's heritage landscape.

We have a proven track record in Singapore of completing and securing wide range of public and private projects

We have a proven track record in Singapore of successfully completing and securing a wide range of public and private projects by offering a comprehensive suite of services, including design, production, building, project management, and maintenance. Our expertise spans various types of properties, including heritage properties such as St James Power Station, public properties such as the National Museum of Singapore, retail properties such as the Nike Flagship Store, food and beverage (F&B) properties such as Black Tap Craft Burgers & Beer at Marina Bay Sands, healthcare properties such as the Bedok Community Hospital, and hospitality properties such as the Marriott Tang Plaza Hotel. This diverse portfolio demonstrates our capability to handle projects of varying complexities and requirements.

Our extensive portfolio of projects showcases a strong and proven track record for quality work, timely delivery within budget, and an excellent client experience. These factors are crucial competitive advantages when tendering for public and private projects that use a price-quality method, allowing us to avoid competing solely on price. We believe that our established reputation will continue to give us a competitive edge over our peers, enabling us to secure new public sector projects periodically.

Our proven track record as demonstrated from our extensive portfolio of projects grants us the diversity and flexibility in tendering for a wide range of potential new projects leveraging on our comprehensive capabilities in conservation and restoration, interior fit-out and A&A works.

GENERAL INFORMATION ON OUR GROUP

We operate on an asset-light business model focusing on cost management

We operate on an asset-light business model by outsourcing part of our work to trusted contractors, suppliers, artisans, consultants, and interior designers with whom we have long-standing relationships. This approach allows us to focus on cost management while leveraging the expertise and track records of our business associates. These established relationships facilitate efficient resource deployment and manpower arrangements, which are pivotal to the success of our conservation and restoration, interior fit-out and A&A projects. By collaborating with partners familiar with our operations and preferences, we can undertake and manage high-quality projects in a timely and efficient manner, concentrating on suitable and profitable ventures.

Although we outsource part of our work to business associates, we have strategically established a proficient in-house team consisting of skilled workers adept at operating specialised machinery and tools. Our team embraces innovation and technological advancements for conservation and restoration works and possesses in-house capabilities for undertaking demolition and scaffolding tasks. This strategic setup ensures that we are not restricted by the availability of suitable subcontractors for our niche conservation and restoration projects when tendering for or executing them. It allows us to maintain greater control over the timeliness, quality, and cost of the services we provide, thereby optimising our project's profitability. By leveraging our in-house capabilities, we ensure that our projects are completed to the highest standards, meeting both our customers' expectations and our own rigorous quality benchmarks.

We have an experienced and dedicated management team

We have an experienced and capable key management team which possesses in-depth knowledge of all aspects of the conservation and restoration, interior fit-out and A&A works, supported by a strong understanding of prevailing market trends and customer demand. Our Group is led by our Managing Director, Mr. Lim Thiam Hooi, who has over 35 years of experience in the building industry and more than 20 years of experience managing projects in the specialised fields of conservation and restoration, interior fit-out and A&A works. In addition to his extensive industry knowledge and experience, Mr. Lim Thiam Hooi possesses a broad business network and comprehensive market insight. This combination enables us to effectively source and identify suitable potential projects and accurately assess their profitability. His connections and understanding of market dynamics provide a strategic advantage, allowing us to make informed decisions and pursue opportunities that align with our business objectives.

Mr. Lim Thiam Hooi is supported by a team of committed Executive Officers, each of whom possesses extensive relevant experience in their respective fields. Mr. Sik Wee Teng, the Assistant General Manager, Projects of our Group has more than 20 years of experience in the real estate industry and he was previously the project manager of several large real estate developers. Mr. Ivan Oktavianus, the Project Director of our Group has more than 20 years of experience in the construction industry and he was previously the project manager of several large construction companies. Further details of our management team's working experience are set out in the section entitled "Directors, Executive Officers and Employees" of this Offer Document.

We focus on stringent management of workplace safety and health

Our commitment to workplace safety is the cornerstone of our operational philosophy, ensuring a secure and healthy environment for all our employees and subcontractors. This dedication has been recognised through several prestigious awards and the implementation of advanced safety measures. We were conferred the Workplace Safety and Health (WSH) Performance (Gold) Award at the WSH Awards 2024, having previously received the Silver Award from 2021 to 2023. This recognition underscores our continuous improvement and excellence in maintaining workplace safety standards.

Since our incorporation in 2018, we have maintained a record of zero fatalities, reflecting our unwavering commitment to safety and the effectiveness of our safety protocols. Health and safety are key priorities for our Group, and we adhere to all relevant safety protocols and regulations to ensure a secure working environment, with the aim of achieving zero fatalities at our work sites. Furthermore, we conduct robust assessments of our suppliers and subcontractors to ensure their compliance with workplace health and safety standards. By prioritising safety and implementing rigorous safety measures, we not only protect our workers but also enhance our reputation as a responsible and reliable company. This commitment to safety and our safety track record is integral to our competitive advantage, enhancing our opportunity to secure high-quality projects, and maintain the trust of our customers and stakeholders.

GENERAL INFORMATION ON OUR GROUP

BUSINESS STRATEGIES AND FUTURE PLANS

Expanding our business through regional expansion

Leveraging on our existing experiences and customer network, we plan to focus on expanding our business in Singapore and Malaysia, and embark on new markets in neighbouring countries, such as Indonesia, as and when the opportunity arises. Such expansion may include venturing into businesses which are ancillary, complementary or are in strategic sectors relating to our existing core business. This may include specialised companies with a niche skillset to cater to a different market segment or engaged in downstream operations to support our core business. Through such business expansion, we strive to expand our capabilities and scope of services, and have better control over our project costs, lead time and/or quality.

We plan to achieve such expansion through establishing a business presence in neighbouring countries. We have allocated approximately S\$2.0 million from our gross proceeds from the Listing for this purpose as set out in the section entitled “Use of Proceeds” of this Offer Document. As at the Latest Practicable Date, we have not yet commenced the establishment of new businesses in neighbouring countries.

Expanding our portfolio of interior fit-out and A&A projects in the high-end residential sector

While we have completed A&A and interior fit-out works for two residential projects, which are the One Tree Hill Collection and Upper Wilkie Road projects, we intend to leverage on our interior fit-out and A&A capabilities and our existing position in the market to expand our business portfolio to source for new projects in the high-end residential sector involving high-end landed residential properties. With our established track record and competitive strengths, we believe that we are well-positioned to secure projects in the high-end residential sector.

We plan to expand our interior fit-out and A&A business in the high-end residential sector through LC Decor which specialises in renovation contracting services and holds a General Builder Class 1 Licence issued by the BCA. We have allocated approximately S\$2.0 million from our gross proceeds from the Listing for this purpose as set out in the section entitled “Use of Proceeds” of this Offer Document. As at the Latest Practicable Date, we have not commenced any such business activities related to high-end residential properties under LC Decor.

Exploring acquisitions, investment opportunities, strategic alliances and/or joint ventures

Depending on market conditions and feasibility, we will explore acquisitions, investment opportunities, strategic alliances and/or joint ventures with parties in complementary businesses in Singapore or overseas, including subcontractors which provide ancillary works for our projects, should suitable opportunities arise. We believe this will enable our company to expand the scale of our business, enlarge our customer base, lower our operational risks, and/or increase our range of services.

We plan to achieve such expansion through suitable acquisitions, investments, strategic alliances and joint ventures. We have allocated approximately S\$1.0 million from our gross proceeds from the Listing for this purpose as set out in the section entitled “Use of Proceeds” of this Offer Document. As at the Latest Practicable Date, we have not identified any specific opportunity for investment or acquisition.

GENERAL INFORMATION ON OUR GROUP

INDUSTRY OVERVIEW

The following section has been extracted from the Independent Market Report. The Industry Consultant has provided its consent to the inclusion of the information extracted from the Independent Market Report in the form and context in which they are set out in the following section of this Offer Document. Please refer to the Independent Market Report as set out in Appendix H to this Offer Document for the full text of the Independent Market Report, as well as the section entitled “Cautionary Note Regarding Forward Looking Statements” of this Offer Document.

Overview of the Urban Revitalisation Specialist Industry in Singapore

Based on the Independent Market Report, the URS industry is a niche sector that focuses on the conservation and restoration of heritage buildings in Singapore. The activities in this industry include conservation, restoration, interior fit-out as well as A&A works on heritage buildings. In Singapore, the National Heritage Board is the national authority that manages national museums, heritage institutions, monuments, historic buildings and sites, whereas the URA has oversight in development control, urban conservation, as well as the promotion of architectural and urban design excellence.

The URS industry is considered niche because there are few players with the required experience and skillsets that can preserve and restore conservation buildings, therefore setting them apart from the typical construction, renovation or interior fit-out companies. In addition, the limited number of players with the competencies to manage the risks of unique issues linked to heritage buildings command a higher premium, making them attractive.

Heritage landscapes in Singapore showcase Singapore’s shared colonial and post-independence legacy as well as reflect the unique cultures of the country’s ethnic groups. As such, the URS industry plays a significant role in ensuring the preservation and restoration of Singapore’s heritage for generations to come as well as revitalising the urban communities around the conservation buildings.

Segmentation of URS Industry

The URS Industry can be broadly segmented into three types of works, namely conservation and restoration, interior fit-out and A&A of conservation buildings, as shown in the table below.

Segmentation of the URS Industry		
URBAN REVITALISATION SPECIALIST INDUSTRY		
CONSERVATION & RESTORATION	INTERIOR FIT-OUT	ADDITION & ALTERATION
Examples: • Conservation of facade • Preservation of timber and wooden elements • Stabilisation of structures • Restoration of decorative elements • Repointing of brickworks	Examples: • Flooring • Ceiling & electrical • Joinery & furniture • Wall finishes & painting • Window & door installation • Fire protection & safety	Examples: • Building extensions • Reconfiguration of space • Conversion • Structural modification for accessibility • Plumbing and electrical upgrades

Source: Compiled by Converging Knowledge¹

Major Players and Peer Benchmarking

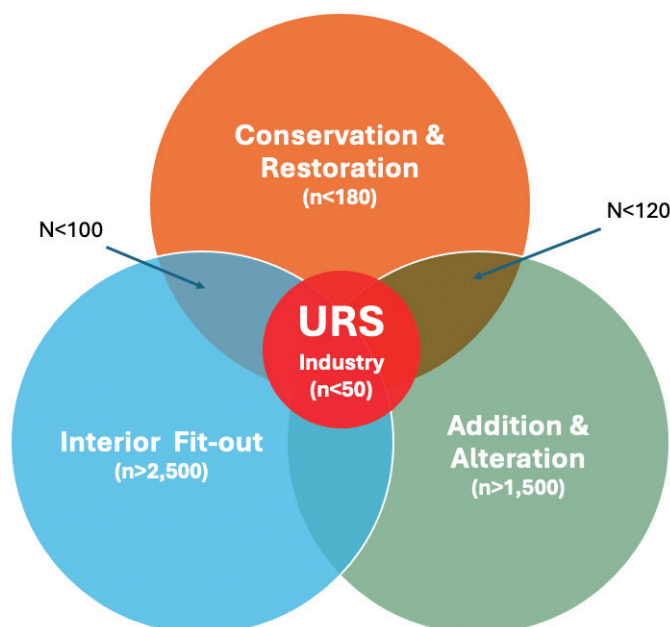
The major players in the URS industry are identified based on two main criteria: (i) BCA workhead(s) and (ii) conservation building projects awarded in the past five years from 2020 to 2024. All contractors must have the General Building (CW01) workhead to undertake structural building and A&A works on conservation buildings. There are over 1,500 contractors registered with BCA under the General Building (CW01) workhead. Contractors registered under the Interior Decoration & Finishing Works (CR06) workhead were also considered as they are qualified to participate in public construction tenders for interior fit-out works of a certain project value based on their BCA grading. There are over 2,500 contractors with the Interior Decoration & Finishing Works (CR06) workhead.

¹ See Appendix H – Independent Market Report, Section 2.1.2 prepared by the Industry Consultant.

GENERAL INFORMATION ON OUR GROUP

A cut-off is made by taking into consideration a contractor's track record in conservation and restoration works. Less than 1.0% of General Building (CW01) and 3.0% of Interior Decoration & Finishing Works (CR06) contractors have undertaken conservation building works in the past five years as seen in the figure below.

Population of Contractors in the URS Industry



Notes:

- The number of contractors for 'Interior Fit-Out' is based on BCA workhead, CR06 – Interior Decoration & Finishing Works; the number for 'Addition & Alteration' is based on BCA workhead CW01 – General Building; and the number of contractors for 'Conservation & Restoration' is based on projects awarded from 2020 to 2024 obtained from BCA's database, Construction Infonet, with the following words in the project description: "conservation", "conserved", "heritage", "monument", "restoration" and "shophouse".
- Figures are not drawn to scale and meant for illustrative purposes only.

Source: Compiled by Converging Knowledge²

From the above, the major players were shortlisted based on the following criteria for the peer benchmarking:

- players that were involved in URS projects between 2020 and 2024, excluding (i) URS contractors that mainly focus on conserved residential developments (e.g., bungalows, terrace houses and townhouses), and (ii) conserved industrial developments (e.g., factories), as most of these players are small (in terms of revenue (where available), number of employees and/or ascertained through interviews) and most of the projects are valued at less than S\$2.0 million, of which majority are in the lower range; and
- players that are able to undertake large conservation and restoration works, which involve projects with transaction values of S\$10.0 million and above.

² See Appendix H – Independent Market Report, Section 3.3 prepared by the Industry Consultant.

GENERAL INFORMATION ON OUR GROUP

As a result, a total of five major players were identified and are listed as follows.

Major Players in the URS Industry

Company Name	BCA License	AHA	URS Segment			Conserved Development Type		Conserved Building Types					Non Conserved
			C&R	Interior Fit-Out	A&A	Comm	Inst & Others	Shop-house	MM	Museum/Galleries	WH	Others	
Sunray Woodcraft Construction Pte Ltd	CW01 CR06 GB1 ME01 ME05 ME06	X	X	X	X	X	X	X	X	X			X
Lum Chang Creations Limited	CW01 CR06 CR03 GB1 SB(SS)	X	X	X	X	X	X	X	X	X	X	X	X
W'Ray Construction Pte Ltd	CW01 CR06 CR09 CR13 CR16 CW02 GB1 ME01 ME02	X	X	X	X	X	X	X	X			X	X
Towner Construction Pte Ltd	CW01 CW02 GB1	X	X		X	X	X	X	X		X	X	X
Shin Khai Construction Pte Ltd	CW01 CW02 GB1 SB(SS)	X	X		X		X		X	X			X

Notes:

- Legend: 'AHA' - URA Architectural Heritage Awards; 'C&R' - Conservation and Restoration; 'A&A' - Addition and Alteration; 'Comm' - Commercial; 'Inst & Others' - Institutional and Others; 'MM' - National Monument; 'WH' - Warehouse.
- BCA Workhead Codes:
 - Construction-Related: 'CR06' - Interior Decoration & Finishing Works; 'CR03' - Demolition; 'CR09' - Repairs & Redecoration; 'CR13' - Waterproofing Installation; 'CR16' - Curtain Walls.
 - Construction: 'CW01' - General Building; 'CW02' - Civil Engineering.
 - Licensed Builders: 'GB1' - General Builder Class 1; 'SB(SS)' - Specialist Builder (Structural Steelwork).
 - Mechanical & Electrical: 'ME01' - Air-Conditioning, Refrigeration & Ventilation Works; 'ME02' - Building Automation, Industrial & Process Control Systems; 'ME05' - Electrical Engineering; 'ME06' - Fire Prevention & Protection Systems.
- Conserved Development Types are for conservation buildings only and do not include residential and industrial. Examples for each development type are listed below and not meant to be exhaustive.
 - Commercial - e.g., F&B, hotels, offices, retail, shophouse, and warehouse (in commercial zones).
 - Institutional and Others - e.g., hospitals, museums, places of worship, schools, stations, and theatres.
- Conserved Building Types:
 - 'Others' refer to conservation buildings not elsewhere classified. Some examples include hotels, hospitals, places of worship, stations, and theatres.
- Information compiled from publicly disclosed information (e.g., company websites) and/ or interviews with industry players.

Source: Compiled by Converging Knowledge³

³ See Appendix H – Independent Market Report, Section 3.3 prepared by the Industry Consultant.

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PROSPECTS

The following section has been extracted from the Independent Market Report. The Industry Consultant has provided its consent to the inclusion of the information extracted from the Independent Market Report in the form and context in which they are set out in the following section of this Offer Document. Please refer to the Independent Market Report as set out in Appendix H to this Offer Document for the full text of the Independent Market Report, as well as the section entitled “Cautionary Note Regarding Forward Looking Statements” of this Offer Document.

Based on the Independent Market Report, the URS industry in Singapore shows promising prospects driven by the government’s commitment towards enhancing and protecting local heritage. This includes progressive refurbishment works on built heritage, as well as expanding the pipeline with non-designated heritage sites and modernist icons (constructed post-1965). In addition, the Singapore government is promoting adaptive reuse by encouraging conservation building owners or developers to retrofit their assets instead of redevelopment and demolition in line with sustainability goals.

A robust outlook for private sector projects in Singapore’s construction industry is expected in 2025 and beyond, underpinned by large-scale developments including Changi Airport Terminal 5 and Marina Bay Sands Tower 4 alongside ongoing refurbishment works to the other existing towers, as well as other commercial urban rejuvenation projects. The extension and revamp of URA’s Strategic Development Incentive (SDI) Scheme is set to encourage owners and developers in retrofitting their aged commercial properties for adaptive reuse. Based on the Independent Market Report, in the long run, as the demand for culturally rich and sustainable urban spaces continues to rise, the market for URS works will likely expand, contributing significantly to the country’s vibrant urban landscape.

Based on the Independent Market Report, the market is expected to grow at an estimated compound annual growth rate of 6.8%, from S\$380.0 million to S\$450.0 million in 2024 to reach S\$470.0 million to S\$550.0 million in 2027. The growth is supported by the improvement in conservation shophouse transactions, strong government support for tourism and culture, and the potential for more (new) conservation buildings identified for adaptive reuse.

TREND INFORMATION

Certain information in the following section has been extracted from the Independent Market Report. The Industry Consultant has provided its consent to the inclusion of the information extracted from the Independent Market Report in the form and context in which they are set out in the following section of this Offer Document. Please refer to the Independent Market Report as set out in Appendix H to this Offer Document for the full text of the Independent Market Report, as well as the section entitled “Cautionary Note Regarding Forward Looking Statements” of this Offer Document.

Our Directors have observed the following trends:

- (a) the adaptive reuse of heritage buildings is on an uptrend and the URS industry is likely to benefit from the pipeline of adaptive reuse projects in achieving a balance between heritage preservation and modern development needs;
- (b) the URS industry is well-positioned to benefit from the higher demand for conservation works arising from the potential inscription of a second UNESCO World Heritage Site, and other national monuments in Singapore;
- (c) there is a new trend for the conservation (as opposed to the demolition) of modernist buildings and the URS industry is well-positioned to draw on their existing experience and capabilities when undertaking conservation and restoration, interior fit-out and A&A works for modernist buildings;
- (d) there is greater demand for interior fit-out and A&A works in the URS industry as conservation building owners must comply with the latest fire safety regulations;

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- (e) there is a higher supply of hotel rooms, and hotel owners and developers are likely to undertake refurbishment, retrofitting and interior fit-out works for their properties in order to attract foreign visitors, thereby creating opportunities for the URS industry;
- (f) as with other businesses in Singapore, we expect to face inflationary pressures and a general trend of increase in the material costs, subcontracting costs, labour costs and rental;
- (g) we expect our Group to incur additional capital expenditure and require higher working capital due to our intention to expand our business through regional expansion, expansion of our interior fit-out and A&A business in high-end residential sector as well as explore acquisitions, investment opportunities, joint ventures or strategic alliances as set out in the section entitled “General Information on our Group – Business Strategies and Future Plans” of this Offer Document; and
- (h) we expect our financial results and financial position for FY2025 to be affected by the ongoing compliance costs of a public listed company, as well as the expenses recorded in our financial statements in respect of a portion of our listing expenses incurred in connection with the Invitation. For more information, please refer to the section entitled “Use of Proceeds and Listing Expenses” of this Offer Document.

Save as disclosed above and in the sections entitled “Risk Factors”, “Management’s Discussion and Analysis of Financial Position and Results of Operations” and “General Information on our Group – Business Strategies and Future Plans”, “General Information on our Group – Prospects” and “General Information on our Group – Trend Information” of this Offer Document, the “Independent Auditor’s Report and the Audited Combined Financial Statements for the Financial Years ended 30 June 2022, 2023 and 2024” and the “Independent Auditor’s Review Report and the Unaudited Condensed Interim Combined Financial Statements for the Six-Month Period ended 31 December 2024” as set out in Appendices A and B to this Offer Document and the “Independent Market Report” as set out in Appendix H to this Offer Document, respectively, and barring any unforeseen circumstances, our Directors believe that there are no other significant recent trends in the costs and prices of our services, or any other known trends, uncertainties, demands, commitments or events that are reasonably likely to have a material effect on our revenue, profitability, liquidity and capital resources. They are also not aware of any such trends, uncertainties, demands, commitments or events that would cause the financial information disclosed in this Offer Document to be not necessarily indicative of the future operating results or financial condition of our Company. For more information, please also refer to the section entitled “Cautionary Note Regarding Forward-Looking Statements” of this Offer Document.

GOVERNMENT REGULATIONS

Our business operations are subject to the laws and regulations which are of general application in Singapore and Malaysia, in which our Group Companies carry on business and operations. The laws and regulations set out below are not exhaustive and are only intended to provide some general information to the investors and are neither designed nor intended to be a substitute for professional advice. Prospective investors should consult their own advisers regarding the implication of such laws and regulations on our Group.

Singapore

Building Control Act 1989 of Singapore (“Building Control Act”)

The Building Control Act and its subsidiary legislation, particularly, the Building Control (Licensing of Builders) Regulations 2008 and the Building Control (Amendment) Act 2007 sets out the requirements for the licensing of builders and is administered by the Building and Construction Authority (“BCA”).

Under the Building Control Act, a person must not (a) carry on the business of a general builder in Singapore unless the person is granted a general builder’s licence; (b) carry on a business carrying out or undertaking to carry out (whether exclusively or in conjunction with any other business) general building works and minor specialist building works or minor specialist building works only, unless the person is granted a general builder’s licence; or (c) carry on the business of a specialist builder in Singapore unless

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the person is granted a specialist builder's licence. Any person who contravenes, among others, the foregoing shall be guilty of an offence and shall be liable on conviction to (i) a fine not exceeding \$20,000 or to imprisonment for a term not exceeding 12 months or to both; (ii) a further fine not exceeding \$500 for each day or part of a day the person fails, without reasonable excuse, to comply with, among others, the foregoing requirements; and (iii) in the case of a continuing offence after conviction, to a further fine not exceeding \$1,000 for every day or part of a day during which the offence continues after conviction.

An application for a general builder's licence must be made to the BCA in the prescribed form and manner. The Building Control (Licensing of Builders) Regulations 2008 and the Building Control (Amendment) Act 2007 stipulate certain requirements that must be satisfied before such licence may be issued to an application. For example, an applicant of a General Builder Class 1 licence must either have a diploma in a stipulated course, a Bachelor's degree in a stipulated course, or complete a course conducted by BCA and have at least five years, three years or 10 years of practical experience respectively.

There are three classes of builder's licences under the Building Control Act, namely, (a) the Class 1 general builder's licence to carry on the business of a general builder generally; (b) the Class 2 general builder's licence, to carry on the business of a general builder restricted to contracts or engagements for an estimated final price each of not more than \$3.0 million, or any other amount that the Minister may by order in the Gazette specify in lieu thereof; and (c) the specialist builder's licence of the relevant class, to carry on the business of a specialist builder specified therein.

Under the Building Control Act, a person must not advertise or hold himself, herself or itself out or conduct himself in any way or by any means as a person who is authorised to carry on the business of a general builder or a specialist builder in Singapore, or assume, take or use (either alone or in combination with any other word, letter or device) the name or title of "*licensed general builder*" or "*licensed specialist builder*" (as the case may be), or any name, title or description calculated to lead others to believe the person is so licensed, or by words or conduct hold himself, herself or itself out as being so licensed, unless the person is granted a general builder's licence or a specialist builder's licence, respectively.

The table below sets out the licensing requirements for the respective builder's licences issued by the BCA to our Group:

Licensing Code	Description	Licensing requirements
GB1	General Builder Class 1	Minimum Paid-Up Capital: S\$300,000 Personnel: At least one approved person and one technical controller, each with the relevant educational qualifications and requisite years of practical experience as determined by BCA from time to time
SB(SS)	Specialist Builder (Structural Steelwork)	Minimum Paid-Up Capital: S\$25,000 Personnel: At least one approved person and one technical controller, each with the relevant educational qualifications and requisite years of practical experience as determined by BCA from time to time
GB2	General Builder Class 2	Minimum Paid-Up Capital: S\$25,000 Personnel: At least one approved person and one technical controller, each with the relevant educational qualifications and requisite years of practical experience as determined by BCA from time to time

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Please refer to the section entitled “General Information on our Group – Material Licences, Registrations and Certifications” for further information on the licences issued to our Group by the BCA. The licences will automatically expire unless a renewal application (for such period as may be determined by the BCA) is submitted to and approved by the Commissioner of Building Control (“CBC”). The CBC may refuse to renew any licence the application for which is not made more than 14 days before the date of expiry of the licence.

The CBC may by order revoke any general builder’s licence or specialist builder’s licence if he or she is satisfied that:

- (a) the licensee fails to comply with certain requirements under the Building Control Act;
- (b) the licensee has failed to comply with any condition imposed by the CBC under relevant sections of the Building Control Act;
- (c) the licensee has contravened a direction given by the CBC under the Building Control Act;
- (d) for a period exceeding 28 days, the licensee ceases to, or ceases to have the relevant individual personally supervise the execution and performance of any general building works or specialist building works in Singapore undertaken by the licensee;
- (e) the licence had been obtained by fraud or misrepresentation;
- (f) the licensee has ceased to carry on business as a general builder or specialist builder (as the case may be) in Singapore;
- (g) the licensee has been declared bankrupt or has gone into compulsory or voluntary liquidation other than for the purpose of amalgamation or reconstruction;
- (h) the licensee has been convicted of an offence under the Building Control Act;
- (i) the conduct of any director, manager or employee of the corporation, or any partner or employee of the partnership, that is a licensee provides grounds for believing that the corporation or partnership (as the case may be) will not carry on the business of a general builder or specialist builder (as the case may be) in Singapore in accordance with any written law and with honesty and integrity;
- (j) the public interest or national security of Singapore so requires; or
- (k) the licensee has refused or failed to comply with an order of the CBC made under the Building Control Act.

The CBC may in any case in which he or she considers that no cause of sufficient gravity for revoking any general builder’s licence or specialist builder’s licence exists, by order:

- (a) suspend the licence for a period not exceeding six months;
- (b) impose on the licensee concerned a financial penalty not exceeding S\$20,000 where the ground for doing so is under relevant sections of the Building Control Act;
- (c) censure the licensee concerned;
- (d) direct that, for a period specified by the CBC, the licensee (i) must not enter into or undertake any contract or engagement to carry out all or any general building works or specialist building works; or (ii) may enter into or undertake any further contract or engagement to carry out any general building works or specialist building works, provided that the value of the further contracts or engagements must not exceed an amount specified in the order; or
- (e) modify the conditions of the licence, immediately or upon renewal of the licence in question.

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Contractor Registration System (“CRS”)

The CRS is a registration scheme administered by the BCA that serves the construction procurement needs of the public sector including government ministries and statutory boards. Firms registered under the CRS are eligible to participate in public sector construction tenders with project values corresponding to the tendering limit based on their registration grades, and be engaged as a first-level subcontractor in public sector construction projects. The BCA does not require firms to be registered under the CRS to perform construction work and provide construction-related goods and services for private sector projects. However, other regulatory or client-specific requirements may still apply for private sector projects. From 1 June 2025, all companies in the construction sector will need to be registered under the CRS in order to apply for and renew S-Passes and work permits for construction workers.

At present, there are five major categories of registration and a firm can register for one or more workheads under the following registration categories: (i) Construction Workhead (CW); (ii) Construction-Related Workhead (CR); (iii) Mechanical & Electrical Workhead (ME); (iv) Trade Heads (TR); and (v) Regulatory Workhead (RW). The category of registration would determine, where applicable, the value of the public sector construction tenders that the firm registered under the CRS is eligible to participate in. A successful applicant will have its registration granted in respect of a workhead and the corresponding registration grade (where applicable).

An applicant who would like to be registered under the CRS must satisfy the requirements laid down by the BCA (including the specific registration requirements published on the BCA’s website). The BCA in its sole discretion will assess and determine whether the applicant should be registered and if so, the appropriate registration grade to be registered under.

Please refer to the section entitled “General Information on our Group – Material Licences, Registrations and Certifications” for further information on our Group’s registrations under the CRS. The initial registration is valid for a duration of three years. Subsequently, registration will automatically expire unless a renewal application (for another three-year period) is submitted to and approved by the BCA. The grading assigned by the BCA is subject to renewal every three years. During the renewal process, factors like the company’s paid-up capital, net worth, and track record will be taken into consideration by the BCA.

The table below sets forth certain material requirements to be complied with to maintain the existing BCA grading and registrations under the CRS for our Group, and our Group continues to meet all such requirements to maintain our existing BCA gradings as at the Latest Practicable Date.

Workheads and Grade	Requirements
CR03 – Demolition	Minimum Paid-Up Capital & Net Worth: S\$50,000
Single Grade	Personnel: At least one Technician Track Record: To secure projects with an aggregate contract value of at least S\$300,000.
CR06 – Interior Decoration and Finishing Works	Minimum Paid-Up Capital & Net Worth: S\$500,000
Grade L5	Personnel: a. at least one Professional; or b. two Technicians, one with at least eight years of relevant experience Track Record: To secure projects with an aggregate contract value of at least S\$10.0 million, of which a minimum of S\$1.0 million worth of the projects are from a single main contract or subcontract.

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Workheads and Grade	Requirements
CW01 – General Building	Licensing Requirements: General Builder Licence – Class 1 (GB1)
Grade B1	Minimum Paid-Up Capital & Net Worth: S\$3 million Personnel: At least six personnel comprising Registrable Professionals, Professionals, and Technicians, further comprising at least: - two Registrable Professionals; and - either (i) one certified construction productivity professional by BCA academy, or (ii) one personnel with a specialist diploma in construction productivity conducted by BCA academy Track Record: To secure projects with an aggregate contract value of at least S\$30.0 million, of which the following conditions must be met: - a minimum of S\$22.5 million worth of the projects are main contracts (nominated subcontracts may be included); and - a minimum of S\$7.5 million worth of the projects are from a single main contract or nominated subcontract.

Notes:

- **“Registrable Professional”** means a personnel with a degree in Architecture, Civil/Structural, Mechanical, and Electrical Engineering recognised by (i) the professional engineers board; (ii) the board of architects; or (iii) the BCA.
- **“Professional”** means a personnel with either a degree in Civil/Structural, Mechanical, Electrical Engineering, Architecture, Building or equivalent approved by the BCA.
- **“Technician”** means a personnel with any of the following: A diploma in Civil/Structural Mechanical, Electrical Engineering, Architecture, Building or equivalent, awarded by BCA Academy, Nanyang Polytechnic, Ngee Ann Polytechnic, Republic Polytechnic, Singapore Polytechnic or Temasek Polytechnic.

Building and Construction Industry Security of Payment Act 2004 of Singapore (“BCISPA”)

BCISPA aims to improve cash-flow in the built environment sector by giving parties the right to seek progress payment for work done. It also provides a fast and low-cost adjudication mechanism to resolve payment disputes. BCISPA stipulates that any person who has engaged in construction work or supplied any goods or services under a contract made in writing will have a statutory right to receive progress payment. BCISPA applies to both private and public sector projects, it can be used even where the contract has no provision for progress payment. The “pay when paid” clauses are not enforceable where these are included in the contract.

The BCISPA includes provisions addressing, among others, the amount of the progress payment entitlement under a contract, the valuation of the construction work carried out under a contract, and the date on which a progress payment becomes due and payable. Furthermore, the BCISPA, among others, endorses the following rights:

- the right of a claimant (being the person who is or claims to be entitled to a progress payment) who, in relation to a construction contract, fails to receive payment by the due date of an amount that is proposed to be paid by the respondent (being the person who is or may be liable to make a progress payment under a contract to a claimant) and accepted by the claimant, to make an adjudication application in relation to the payment claim. The BCISPA has established an adjudication process by which a person may claim payments due under a contract and enforce payment of the adjudicated amount;
- the right of the claimant to halt construction work or supply of goods and services, and to exercise a lien over unpaid goods supplied by the claimant to the respondent, or to enforce the adjudication determination as if it were a judgment debt, if among others, such claimant is not paid after the adjudicator has determined that the respondent shall pay an adjudicated amount to the claimant; and

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- (c) where the respondent fails to pay the whole or any part of the adjudicated amount to a claimant, the right of a principal of the respondent to make direct payment of the outstanding amount of the adjudicated amount to the claimant, together with the right for such principal to recover such payment from the respondent.

Planning Act 1998 of Singapore (“PA”)

The PA is administered by the URA and sets out the legal basis for the regulation of the planning and improvement of Singapore and for the imposition of development charges on the development of land and for purposes connected therewith.

In particular, Part II of the PA sets out the master plan and conservation areas and guidelines. Under the PA, any area that is of special architectural, historic, traditional or aesthetic interest in the opinion of the Minister may be designated as a conservation area. This will be updated in the Master Plan which is to be amended at least once in every 5 years. URA has issued guidelines for the conservation of buildings or land within a conservation area and for the protection of their setting.

Approval must be sought from URA and the Conservation Guidelines must be complied with when working on conservation buildings or areas. There are penalties imposed for unauthorised developments or works. Where violations are uncovered, there are a series of penalties for the offences under the PA. For example, the maximum penalty for the partial or full demolition of a conserved building is a fine of \$500,000 or a custodial sentence or both.

Conservation Guidelines

The Conservation Guidelines sets out the conservation principles, planning parameters and restoration guidelines for conservation shophouse and bungalow building typologies, as well as planning parameters and envelope control guidelines for new buildings within conservation areas. Owners, architects and engineers intending to carry out restoration works or development within conservation areas are required to comply with the guidelines accordingly.

Preservation of Monuments Act 2009 of Singapore (“PMA”)

The PMA establishes the legislative framework for the preservation and protection of national monuments in Singapore. It sets out the powers and responsibilities of the Minister for Culture, Community and Youth, as well as the National Heritage Board, in safeguarding the sites of historical, cultural, or architectural significance. Under the PMA, the Minister has the authority to gazette buildings or sites as national monuments. Once gazetted, the National Heritage Board is empowered to require owners or occupiers to carry out preservation, maintenance, or repair works. The PMA provides mechanisms to address non-compliance, ensuring that appropriate safeguards and protections for National Monuments are enforced.

Employment Act 1968 of Singapore (“EA”)

The EA is administered by the MOM and sets out the basic terms and conditions of employment and the rights and responsibilities of employers as well as employees. With effect from 1 April 2019, the EA extends to all employees, including persons employed in managerial or executive positions, with certain exceptions.

In particular, Part 4 of the EA sets out enhanced protection requirements such as rest days, hours of work and other conditions of service for workmen who receive salaries not exceeding S\$4,500 a month and employees (other than workmen) who receive salaries not exceeding S\$2,600 a month (“**relevant employees**”). Prior to 1 April 2019, Part 4 of the EA only covered workmen earning up to S\$4,500 a month and non-workmen earning up to S\$2,500. Section 38(8) of the EA provides that a relevant employee is not allowed to work for more than 12 hours in any one day except in specified circumstances, such as where the work is essential to the life of the community, defence or security. In addition, section 38(5) of the EA limits the extent of overtime work that a relevant employee can perform to 72 hours a month.

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Employers must seek the prior approval of the Commissioner for Labour (“**Commissioner**”) for exemption if they require a relevant employee or class of relevant employees to work for more than 12 hours a day or work overtime for more than 72 hours a month. The Commissioner may, after considering the operational needs of the employer and the health and safety of the relevant employee or class of relevant employees, by order in writing exempt such relevant employees from the overtime limits subject to such conditions as the Commissioner thinks fit. Where such exemptions have been granted, the employer shall display the order or a copy thereof conspicuously in the place where such employees are employed.

Enhanced Administrative Requirements

From 1 April 2016, the Employment (Amendment) Act 2015 requires employers to implement enhanced administrative requirements for employees covered under the EA. There are key changes in relation to pay slips, employment terms and employment records, as well as the new framework adopted for less severe breaches of the EA. Employers are also required to provide itemised pay slips to all employees, provide employees with written key employment terms and keep detailed employment records for each employee.

Employment of Foreign Workers in Singapore

The availability and the employment cost of skilled and unskilled foreign workers are affected by the government’s policies and regulations on the immigration and employment of foreign workers in Singapore. We are subject to such policies and regulations as we employ foreigners for our business operations in Singapore. The policies and regulations are set out in, among others, the Employment of Foreign Manpower Act 1990 of Singapore (“**EFMA**”) and the relevant Government Gazettes.

Under the EFMA, no person shall employ a foreign employee and no foreign employee shall be in the employment of an employer unless the foreign employee has a valid work pass. In relation to the employment of semi-skilled or unskilled foreign workers, employers must ensure that such persons apply for a work permit. In relation to the employment of foreign mid-level skilled workers with a monthly fixed salary of at least S\$3,150, employers must ensure that such persons apply for an S-Pass. This increases to S\$3,300 for new applications submitted from 1 September 2025. In relation to the employment of foreign professionals, employers must ensure that foreign professionals, managers and executives have a minimum qualifying salary of S\$5,000 for renewal of employment passes expiring from 1 January 2025 to 31 December 2025, and a minimum qualifying salary of S\$5,600 for new applications from 1 January 2025, and for renewals of passes expiring from 1 January 2026.

The availability of the foreign workers to various sectors is also regulated by the MOM in the following aspects:

- (i) approved source countries;
- (ii) the imposition of security bonds and levies; and
- (iii) dependency ceilings based on the ratio of local to foreign workers.

Approved Source Countries

The approved source countries for construction sector workers are Malaysia, the PRC, NTS and North Asian Sources (“**NAS**”). NTS countries include countries such as India, Sri Lanka, Thailand, Bangladesh, Myanmar and the Philippines. From 1 June 2025, NTS countries will also include Bhutan, Cambodia and Laos. NAS countries include Hong Kong, Macau, South Korea and Taiwan.

Effective 1 July 2025, work permit holders from all source countries will no longer be subject to a maximum employment period. However, to be eligible, the worker must be under 61 years old at the point of application and can continue working up to a maximum age of 63.

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Security Bonds and Levies

For each NAS, NTS or PRC construction sector worker whom we were successfully granted with a work permit, a security bond of S\$5,000 in the form of a banker's guarantee or insurance guarantee is required to be furnished to the Controller of Work Passes. The security bond must be furnished prior to the foreign worker's arrival in Singapore, failing which, entry into Singapore will not be allowed.

The employment of foreign workers is also subject to the payment of monthly levies. The levy is a pricing mechanism to regulate the number of foreign manpower in Singapore. For the construction sector, employers pay the requisite levy according to the qualification of the foreign workers employed and the countries they are from, and ranges from S\$300 to S\$950 per month.

Dependency Ceilings

The dependency ceiling for the construction sector is currently set at 83.3%. This means that for every full-time Singaporean or Singapore Permanent Resident employed by the company in the construction sector with regular full month CPF contributions made by the employer and who meet the local qualifying salary, the company can employ five foreign workers. If the quota is exceeded, new applications for and renewals of work passes may be rejected.

Employers are required under the Employment of Foreign Manpower (Work Passes) Regulations 2012 (“**EFMR**”) to comply with the conditions of the work permits, such as the requirement to provide acceptable accommodation for their foreign workers. Other conditions of the work permits which employers of foreign construction sector workers are also required to comply with include the following:

- (i) bear the costs of medical treatment (unless in excess of the minimum mandatory coverage in certain instances);
- (ii) that the foreign worker performs only those construction sector activities specified in the conditions;
- (iii) ensuring that the foreign worker is not sent to work for any other person, except as provided for in the conditions;
- (iv) providing safe working conditions for their foreign workers; and
- (v) purchasing and maintaining medical insurance with coverage of at least S\$15,000 per 12-month period of the foreign worker's employment (or for such shorter period where the worker's period of employment is less than 12 months) for the foreign worker's in-patient care and day surgery except as the Controller of Work Passes may otherwise provide by notification in writing. Where the employer purchases group medical insurance policy for its foreign workers, the employer shall not be considered to have satisfied the obligation under this condition unless the terms of the employer's group medical insurance policy are such that each and every individual foreign worker is concurrently covered to the extent as required aforesaid.

Apart from the EFMA, an employer of foreign workers is also subject to, among others, the provisions as set out in:

- (i) the Employment Act, the requirements of which are set out above; and
- (ii) the Immigration Act 1959 of Singapore (“**Immigration Act**”) and the regulations issued pursuant to the Immigration Act.

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Workplace Safety and Health Safety Measures

Under the Workplace Safety and Health Act 2006 of Singapore (“**WSHA**”), every employer has the duty to take, so far as is reasonably practicable, such measures as are necessary to ensure the safety and health of his employees at work. These measures include providing and maintaining for the employees a work environment which is safe, without risk to health, and adequate as regards facilities and arrangements for their welfare at work, ensuring that adequate safety measures are taken in respect of any machinery, equipment, plant, article or process used by the employees, ensuring that the employees are not exposed to hazards arising out of the arrangement, disposal, manipulation, organisation, processing, storage, transport, working or use of things in their workplace or near their workplace and under the control of the employer, developing and implementing procedures for dealing with emergencies that may arise while those persons are at work and ensuring that the person at work has adequate instruction, information, training and supervision as is necessary for that person to perform his work.

More specific duties imposed on employers are laid out in the Workplace Safety and Health (General Provisions) Regulations (“**WSHR**”). Some of these duties include taking effective measures to protect persons at work from the harmful effects of any exposure to any bio-hazardous material which may constitute a risk to their health.

Under the WSHA, inspectors appointed by the Commissioner for Workplace Safety and Health (“**CWSH**”) may, among others, enter, inspect and examine any workplace, to inspect and examine any machinery, equipment, plant, installation or article at any workplace, to make such examination and inquiry as may be necessary to ascertain whether the provisions of the WSHA are complied with, to take samples of any material or substance found in a workplace or being discharged from any workplace for the purpose of analysis or test, to assess the levels of noise, illumination, heat or harmful or hazardous substances in any workplace and the exposure levels of persons at work therein and to take into custody any article in the workplace which is relevant to an investigation or inquiry under the WSHA.

Under the WSHA, the CWSH may issue a stop-work order in respect of a workplace if he is satisfied that (i) the workplace is in such condition, or is so located, or any part of the machinery, equipment, plant or article is in such condition, or is so located, or any part of the machinery, equipment, plant or article in the workplace is so used, that any process or work carried on in the workplace cannot be carried on with due regard to the safety, health and welfare of persons at work; (ii) any person has contravened any duty imposed by the WSHA; or (iii) any person has done any act, or has refrained from doing any act which, in the opinion of the CWSH, poses or is likely to posed a risk to the safety, health and welfare of persons at work. The stop-work order shall, among others, direct the person served with the order to immediately cease to carry on any work indefinitely or until such measures as are required by the CWSH have been taken, to the satisfaction of the CWSH, to remedy any danger so as to enable the work in the workplace to be carried on with due regard to the safety, health and welfare of the persons at work.

Workplace Safety and Health (Scaffolds) Regulations 2011 of Singapore (“WSHS”)

The WSHS establish legal requirements to ensure the safe use, construction, and maintenance of scaffolds in workplaces, particularly in construction and maintenance activities. These regulations aim to prevent accidents and safeguard worker safety by setting clear guidelines on scaffold design, inspection, load capacity, and worker protection. Under this Regulation, only approved scaffold contractors are allowed to construct, erect, install, re-position, alter, maintain, repair or dismantle certain scaffolds. The WSHS sets out the requirements for scaffolding service providers and certain precautions to be undertaken in connection with the erection, installation, use or dismantling of scaffolds.

Workplace Safety and Health (Construction) Regulations 2007 of Singapore (“WSHC”)

The WSHC establish safety and health requirements for construction worksites to minimise hazards and ensure worker protection. These regulations apply to all construction activities, including building, renovation, and demolition, and impose duties on employers, occupiers, and contractors to maintain a safe working environment.

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Under the regulations, all construction work must be carried out in a manner that does not endanger workers or the public. Contractors and site occupiers are required to conduct risk assessments, implement necessary safety measures, and ensure that all workers receive proper training on workplace hazards and safe work practices.

The regulations also mandate regular inspections of construction sites, machinery, and equipment to ensure compliance with safety standards. In the event of accidents or near-miss incidents, employers must promptly report them and take corrective action to prevent recurrence. Site safety coordinators and supervisors play a key role in enforcing safety procedures and ensuring that workers adhere to prescribed guidelines.

Workplace Safety and Health (Incident Reporting) Regulations (“WSHIR”)

The WSHIR outline the legal requirements for reporting workplace incidents to ensure timely response, investigation, and prevention of future accidents. These regulations apply to all workplaces covered under the Workplace Safety and Health Act. Under the regulations, certain work-related accidents, workplace accidents, dangerous occurrences and occupational diseases must be reported to MOM within the timeframe stipulated therein. Regulation 11 of the WSHIR states among others that failure to comply with the notification requirement shall be an offence, and on conviction for the first offence, a fine not exceeding S\$5,000 applies and for a second or subsequent offence, a fine not exceeding S\$10,000 or to imprisonment for a term not exceeding six months or both may apply.

Demerit Points Scheme (“DPS”)

The Ministry of Manpower (MOM) introduced the DPS for main contractors and subcontractors in the construction sector on 1 July 2015 to strengthen workplace safety compliance. Under this system, demerit points are issued for breaches of the WSHA and its related regulations. Each demerit point remains valid for 18 months, and companies that accumulate 25 demerit points within this period will face immediate debarment.

Work Injury Compensation Act 2019 of Singapore (“WICA”)

The WICA applies to all employees in all industries engaged under a contract of service or apprenticeship, regardless of their level of earnings and provides that the employer will be liable to pay compensation to them in accordance with the provisions of the WICA, if personal injury by accident arising out of and in the course of employment is caused to them. The WICA sets out, among other things, the amount of compensation they are entitled to and the method(s) of calculating such compensation. The relevant regulatory body is the MOM.

The WICA does not cover self-employed persons or independent contractors. However, as the WICA provides that, where any person (referred to as the principal) in the course of or for the purpose of his trade or business contracts with any other person (referred to as the subcontractor employer), the principal shall be liable to compensate those employees of the subcontractor employer who were injured while employed in the execution of work for the principal.

The WICA provides that if an employee dies or sustains injuries in a work-related accident or contracted occupational diseases in the course of the employment, the employer shall be liable to pay compensation in accordance with the provisions of the WICA. An injured employee is entitled to claim medical leave wages, medical expenses and lump sum compensation for permanent incapacity or death, subject to certain limits stipulated in the WICA.

Under the WICA, every employer is required to insure and maintain insurance under approved policies with an insurer against all liabilities which he may incur under the provisions of the WICA in respect of all employees employed him, unless specifically exempted. The insurance is valid for one year and is renewed annually by our Group. With effect from 1 January 2020, compensation limits for death and permanent incapacity have been increased by about 10.0% to S\$225,000 and S\$289,000, respectively. The compensation limit for medical expenses has also been increased by about 25.0%, from S\$36,000 to S\$45,000. With effect from 1 April 2020, every employer is required to insure and maintain insurance for non-manual employees (“NME”) in non-factories earning up to S\$2,100 a month. The NME monthly salary threshold was further raised to S\$2,600 on 1 April 2021.

GENERAL INFORMATION ON OUR GROUP

The Work Injury Compensation Bill 2019 was passed on 3 September 2019 and pursuant therewith, the eventual act, called the Work Injury Compensation Act 2019 (“**WICA 2019**”), took effect on 1 September 2020. Certain aspects of the key amendments include:

- (i) preventing injuries from happening in the first place. This is driven by the fact that there is currently no information sharing between insurers of their clients’ past claims record, which has resulted in safer companies subsidising the less safe companies as there is little premium differentiation between these companies. Under the WICA 2019, all employers’ policies and past claims data will be made available to all designated Work Injury Compensation (“**WIC**”) insurers. With this shared information, employers with good safety records would be able to enjoy lower premiums while those with poor safety records would face higher premiums, thus providing a stronger commercial incentive for employers to prevent their employees from getting injured in the first place;
- (ii) expediting and streamlining WICA claims processing. The WICA 2019 will allow compensation to be based on the prevailing state of incapacity (termed “current incapacity”, or CI) at the first opportunity six months from the date of the accident. In addition, under the WICA 2019, designated WIC insurers (as opposed to WIC insurers and/or MOM, depending on types of claims) will process all insured claims. A licensing framework will be introduced to ensure checks and balances are in place to process claims fairly and expeditiously; and
- (iii) providing more certainty for employers. There will be a prescribed core set of standard terms for WICA-compliant policies to ensure adequate coverage. This is in response to situations where employers who buy WIC insurance policies find some work scenarios that are excluded from the coverage.

Environmental Public Health Act 1987 of Singapore (“EPHA”)

The EPHA mandates that, during the construction, alteration, repair, or maintenance of any building, or at any time, individuals must take reasonable precautions to prevent potential harm to the life, health, or well-being of persons in public spaces. This includes hazards such as airborne dust, falling debris, or any other material, object or substance that may pose a risk.

Additionally, the EPHA governs the disposal and treatment of industrial waste, which includes waste generated in the course of trade, business, manufacturing, or construction activities, as well as toxic industrial waste that may pose a threat to human health or the environment. Contractors are required to ensure that such waste is disposed of at an authorised disposal facility and stored in a manner that does not create a nuisance, endanger individuals or animals, or result in environmental pollution.

Under the EPHA, the Director-General of Public Health is authorised to take enforcement action against public nuisances. Upon receiving information regarding the existence of a nuisance, and if satisfied that it exists, the Director-General may issue a nuisance order to the responsible party. If the responsible party cannot be identified, the order may be served on the owner or occupier of the premises where the nuisance arises. The National Environment Agency (NEA) is also empowered to address various public nuisances under the EPHA, including unclean workplaces, locations conducive to the breeding of pests such as mosquitoes and flies, excessive noise or vibrations that constitute a disturbance, and machinery or industrial processes that pose risks to public health and safety. To ensure compliance, the EPHA requires occupiers of construction sites to appoint a competent environmental control officer to oversee environmental health and safety measures within the site.

Separately, the Environmental Protection and Management Act 1999 provides a regulatory framework for the protection and management of the environment, as well as resource conservation. It governs various forms of pollution, including air, water, land, and noise pollution. Under the Environmental Protection and Management (Control of Noise at Construction Sites) Regulations, construction site owners or occupiers must ensure that noise levels do not exceed the maximum permissible limits set forth in the regulations.

GENERAL INFORMATION ON OUR GROUP

Central Provident Fund Act 1953 of Singapore (“CPF Act”)

The Central Provident Fund (“**CPF**”) system is a mandatory social security savings scheme funded by contributions from employers and employees. Pursuant to the CPF Act, an employer is obliged to make CPF contributions for all employees who are Singapore citizens or permanent residents who are employed in Singapore under a contract of service (save for employees who are employed as a master, a seaman or an apprentice in any vessel, subject to an exception for non-exempted owners). CPF contributions are not applicable for foreigners who hold Employment Passes, S-Passes or work permits. CPF contributions are required for both ordinary wages and additional wages (subject to a yearly additional wage ceiling) of employees at the applicable prescribed rates which is dependent on, among others, the amount of monthly wages and the age of the employee. An employer must pay both the employer’s and employee’s share of the monthly CPF contribution. However, an employer can recover the employee’s share of CPF contributions by deducting it from their wages when the contributions are paid for that month.

Personal Data Protection Act 2012 of Singapore (“PDPA”)

Personal data in Singapore is protected under the PDPA. The PDPA governs the collection, use, disclosure and care of personal data by organisations in a manner that recognises both the right of individuals to protect their personal data and the need of organisations to collect, use or disclose the same for purposes that a reasonable person would consider legitimate and reasonable in the circumstances. Under the PDPA, personal data is defined as data, whether true or not, about an individual (whether living or deceased) who can be identified (a) from that data; or (b) from that data and other information to which the organisation has, or is likely to have access.

Generally, the PDPA imposes the following obligations on organisations, collecting, using or disclosing personal data of individuals (“**relevant persons**”) obligations of obtaining consent, giving notification and access and correction rights to the relevant persons, purpose limitation in respect of use of, and retention limitation and transfer limitation in respect of personal data collected, ensuring accuracy and protection of data collected and openness in making information available on its privacy policies and procedures relating to protection of personal data.

Malaysia

Lembaga Pembangunan Industri Pembinaan Malaysia Act 1994 (“CIDB Act 1994”)

The CIDB Act 1994 provides for the establishment of the Construction Industry Development Board (“**CIDB**”) and the CIDB’s functions relating to the construction industry and for matters connected therewith. The CIDB regulates the quality and safety of construction works carried out in Malaysia.

Pursuant to Section 25(1) of the CIDB Act 1994, no person shall carry out or complete, undertake to carry out or complete any construction work or hold himself out as a contractor, unless he is registered with the CIDB and holds a valid certificate of registration issued by the CIDB under the CIDB Act 1994. Every contractor, whether registered under the CIDB Act 1994, shall be subject to the CIDB Act 1994.

Section 29 of the CIDB Act 1994 states that any person who contravenes Section 25(1) shall be guilty of an offence and shall, on conviction, be liable to a fine of not less than RM10,000 but not more than RM100,000.

Section 30 of the CIDB Act 1994 further states that where the CIDB finds that construction works are being carried out or completed, or undertaken to be carried out or completed by any person who is not registered with the CIDB or a registered contractor in contravention of the CIDB Act 1994, the CIDB shall by notice in writing served on him require him to abstain from commencing or proceeding with the construction works or from undertaking to carry out or complete the construction works, with or without conditions.

A person who fails to comply with the requirements of a notice issued by the CIDB shall be guilty of an offence and shall, on conviction, be liable to a fine not exceeding RM5,000 and in the case of a continuing offence, to a fine not exceeding RM1,000 for every day or part of a day during which the offence continues after conviction.

GENERAL INFORMATION ON OUR GROUP

In respect of body corporates, Section 39A of the CIDB Act 1994 provides that where a body corporate, firm, society or other body of persons commits an offence under the CIDB Act 1994, any person who at the time of the commission of the offence was a director, manager, secretary, or other similar officer of the body corporate, firm, society or other body of persons or was purporting to act in any such capacity or was in any manner or to any extent responsible for the management of any of the affairs of the body corporate, firm, society or other body of persons or was assisting in such management:

- (a) may be charged severally or jointly in the same proceedings with the body corporate, firm, society or other body of persons; and
- (b) where the body corporate, firm, society or other body of persons is found guilty of the offence, shall be deemed to be guilty of that offence unless, having regard to the nature of his functions in that capacity and to all circumstances, he proves:
 - (i) that the offence was committed without his knowledge, consent or connivance; and
 - (ii) that he took all reasonable precautions and had exercised due diligence to prevent the commission of the offence.

Section 39A further provides that where any person would be liable under the CIDB Act 1994 to any punishment or penalty for any act, omission, negligence or default, he shall be liable to the same punishment or penalty for every such act, omission, negligence or default of any employee or agent of his, or of the employee of such agent, if such act, omission, negligence or default was committed:

- (a) by his employee in the course of his employment;
- (b) by the agent when acting on his behalf; or
- (c) by the employee of such agent in the course of his employment by such agent or otherwise on behalf of the agent acting on behalf of the person.

Local Government Act 1976 (“LGA 1976”)

Local authorities are established under the LGA 1976 and the respective state ordinances and by-laws. Each local authority is a separate legal entity from the federal or state government or other local authorities. They are responsible for the local affairs based on the powers set by the federal or state government. The LGA 1976 empowers every local authority to grant any licence or permit for any trade, occupation or premises and such licence shall be subject to such conditions and restrictions as the local authority may prescribe and shall be revocable by the local authority at any time without assigning any reason therefor. The LGA states that a licence shall be valid for a period not exceeding three years.

Licensing of Trades, Businesses and Industries (Federal Territory of Kuala Lumpur) By-Laws 2016 (“KL By-Laws 2016”)

The LGA 1976 governs the KL By-Laws 2016. The KL By-Laws 2016 regulates the licensing in relation to trading of businesses and industrial matters carried out in the Federal Territory of Kuala Lumpur.

The KL By-Laws 2016 states that any person may use any premise for operating any business activity when a business premise license has been issued pertaining to the said premise by the Commissioner of the City of Kuala Lumpur under the KL By-Laws 2016.

Any person who contravenes any provision of the KL By-Laws 2016 shall be guilty of an offence and shall, on conviction, be liable to fine not exceeding RM2,000 or to imprisonment for a term not exceeding one year or to both, and in the case of a continuing offence, to a fine not exceeding RM200 for each day during which the offence is continued after conviction.

GENERAL INFORMATION ON OUR GROUP

Occupational Safety and Health Act 1994 (“OSHA 1994”)

The OSHA 1994 provides a legislative framework to promote standards for safety and health at work. Pursuant to Section 15(1) of the OSHA 1994, employers have a duty to ensure, so far as is practicable, the safety, health and welfare at work of their employees. The implementation and enforcement of OSHA 1994 is administered by the Department of Occupational Safety and Health, under the Ministry of Human Resources.

Pursuant to Section 15(1) of the OSHA 1994, employers have a duty to ensure, so far as is practicable, the safety, health and welfare at work of their employees. Further, Section 18A of the OSHA 1994 provides that it shall be the duty of every principal to take, so far as is practicable, such measures as are necessary to ensure the safety and health of contractors and subcontractors who work under the direction of the principal as to the manner in which the work is carried out.

Section 32 of the OSHA 1994 requires, among others, a company to notify the nearest occupational safety and health office of any accident, dangerous occurrence, occupational poisoning or occupational disease which has occurred or is likely to occur at the place of work.

Section 51 of the OSHA 1994 provides that a person who contravenes any provision of the OSHA 1994 or any regulation made thereunder shall be guilty of an offence, and if no penalty is expressly provided shall, on conviction, be liable to a fine not exceeding RM100,000 or to imprisonment for a term not exceeding one year or to both and, in the case of a continuing offence, to a fine not exceeding RM2,000 for every day or part of a day during which the offence continues after conviction.

Section 52 of the OSHA 1994 further provides inter alia that where any person who commits an offence under the OSHA 1994 or any subsidiary legislation made under the OSHA 1994 is a company, or other body of persons, a person who at the time of the commission of the offence was a director, compliance officer, partner, manager, secretary or other similar officer of the company or other body of persons or was purporting to act in the capacity or was in any manner or to any extent responsible for the management of any of the affairs of the company or other body of persons or was assisting in its management:-

- (a) may be charged severally or jointly in the same proceedings with the company or the body of persons; and
- (b) if the company or other body of persons is found guilty of the offence, shall be deemed to be guilty of that offence and shall be liable to the same punishment or penalty as an individual unless, having regard to the nature of his functions in that capacity and to all circumstances, he proves:
 - (i) that the offence was committed without his knowledge; and
 - (ii) that the offence was committed without his consent or connivance and that he had taken all reasonable precautions and exercised due diligence to prevent the commission of the offence.

Further, where any person would be liable to any punishment or penalty under the OSHA 1994 for any act, omission, neglect or default committed:

- (a) by that person's employee in the course of his employment;
- (b) by that person's agent when acting on behalf of that person; or
- (c) by the employee of that person's agent when acting in the course of his employment by the person's agent or otherwise on behalf of the person's agent acting on behalf of that person,

that person shall be liable to the same punishment or penalty for every such act, omission, neglect or default of the person's employee or agent, or of the employee of the person's agent.

GENERAL INFORMATION ON OUR GROUP

Environmental Quality Act 1974 (“EQA 1974”)

The EQA 1974 is the primary law on pollution control in Malaysia. The EQA 1974 controls various aspects of environmental pollution such as air pollution, noise pollution, soil pollution, pollution of inland waters, pollution caused by oil in Malaysian waters, pollution caused by the discharge of waste into Malaysian waters and open burning. The agency responsible for implementing and monitoring Malaysian’s environmental regulations and policies is the Malaysian Department of Environment and the local environmental authority.

Pursuant to Section 41 of the EQA 1974, every omission or neglect to comply with, and every act done or attempted to be done contrary to, the provisions of the EQA 1974 or any regulations made thereunder or any breach of the conditions and restrictions subject to, or upon which, any licence is issued under the EQA 1974 or any regulations made thereunder shall be an offence against the EQA 1974 and in respect of any such offence for which no penalty is expressly provided the offender shall be liable to a fine not less than RM5,000 and not exceeding RM250,000 or to imprisonment for a period not exceeding two years or to both.

Employment Act 1955 (“EA 1955”)

The EA 1955 governs matters of employment in Peninsular Malaysia and Labuan and regulates all labour relations including contracts of service, payment of wages, employment of women, rest days, hours of work, flexible working arrangements, discrimination in employment, termination, lay-off and retirement benefits and keeping of registers of employees.

The scope of employees covered under the EA 1955 (“**EA Employees**”) covers any person who has entered into a contract of service and any person, irrespective of his wage, who is engaged in manual labour or in the operation and maintenance of any mechanically propelled vehicle operated for the transport of passengers or goods or for reward or for commercial purposes, or who supervises or oversees other employees engaged in manual labour employed by the same employer in and throughout the performance of their work, or who is engaged in any capacity in a vessel registered in Malaysia, or who is engaged as a domestic employee. Certain provisions in the EA 1955 with respect to payment for work on rest days and holidays, overtime pay, allowance during shift work, and termination, lay-off and retirement benefits are however not applicable to persons whose wages exceed RM4,000 a month.

Section 99A of the EA 1955 provides that any person who commits any offence under, or contravenes any provision of, the EA 1955, or any regulations, order, or other subsidiary legislation whatsoever made thereunder, in respect of which no penalty is provided, shall be liable, on conviction, to a fine not exceeding RM50,000.

Employees Provident Fund Act 1991 (“EPF Act 1991”)

The EPF Act 1991 applies through Malaysia. The EPF Act 1991 regulates and requires employees and their employers to contribute towards their retirement savings, and allows workers to withdraw these savings at retirement or for specified purposes before then. Pursuant to Section 43(1) of the EPF Act 1991, every employee and every employer of a person who is an employee within the meaning of the EPF Act 1991 shall be liable to pay monthly contributions on the amount of wages at the rate respectively set out in the Third Schedule of the EPF Act 1991.

Section 43(2) of the EPF Act 1991 states that any employer who fails to contribute to the EPF Board any contributions for which he is liable to pay under the EPF Act 1991 in respect of or on behalf of each of his employee in respect of any month shall be guilty of an offence and shall, on conviction, be liable to imprisonment for a term not exceeding three years or to a fine not exceeding RM10,000 or to both.

Employment Insurance System Act 2017 (“EIS Act 2017”)

The EIS Act 2017 regulates and requires an employee as defined under the EIS Act 2017 and their employers to make mandatory monthly contributions to the Employee Insurance Scheme (“**EIS**”). The EIS 2017 seeks to provide temporary financial assistance and job search assistance to employees who are retrenched or have had some form of loss of income.

GENERAL INFORMATION ON OUR GROUP

Section 16(1) of the EIS Act 2017 provides that all employees in industries to which EIS Act 2017 applies, shall be registered and insured in the manner provided by the EIS Act 2017 irrespective of the amount of wages. Any person who contravenes section 16(1) of the EIS Act 2017 commits an offence and shall, on conviction, be liable to a fine not exceeding RM10,000 or to imprisonment for a term not exceeding two years or to both.

Pursuant to Section 18 of the EIS Act 2017, the contributions payable under the EIS 2017 Act in respect of an employee shall comprise a contribution payable by the employer and a contribution payable by the employee and shall be paid to the Social Security Organisation (“**SOC SO**”). The contributions of the various categories shall be paid at the specified rates under the EIS Act 2017 based on the amount of the monthly wages of the employee insured under the EIS Act 2017. Regulation 9(3) of the Employment Insurance System (Registration and Contribution) Regulations 2017 states that any employer who fails to contribute to the EIS any contributions which he is liable under the EIS Act 2017 to pay in respect of or on behalf of any employee within the 15th day of the month immediately following the month in respect of which such contribution becomes due shall, on conviction, be liable to a fine not exceeding RM10,000 or to imprisonment for a term not exceeding two years or to both.

Employees’ Social Security Act 1969 (“ESSA 1969”)

The ESSA 1969, which applies throughout Malaysia provides free medical treatment, facility for physical or vocational rehabilitation and financial assistance to employees if they have lost their abilities due to accidents or disease that have reduced their abilities to work or rendered them incapacitated.

Pursuant to Section 5(1) of the ESSA 1969, all employees in industries to which the ESSA 1969 applies, irrespective of the amount of wages, shall be insured in the manner provided by the ESSA 1969.

Pursuant to Section 6 of the ESSA 1969, both employees and employers are required to make compulsory monthly contributions to SOC SO.

Section 94 of the ESSA 1969 provides that if any person, among others, fails to pay any contribution or any part thereof which is payable by him under the ESSA 1969 or fails to pay within the time prescribed by regulations any interest payable, or is guilty of any contravention of or non-compliance with any of the requirements of the ESSA 1969 or the rules or the regulations in respect of which no special penalty is provided, he shall be punishable with imprisonment for a term which may extend to two years, or with fine not exceeding RM10,000, or with both.

Sales Tax Act 2018

The Sales Tax Act 2018 regulates the sales tax chargeable and levied on all taxable goods:

- (a) manufactured in Malaysia by a registered manufacturer and sold, used or disposed of by him; or
- (b) imported into Malaysia by any person.

The various rates of sales tax to be charged and levied under the Sales Tax Act is fixed by the Minister of Finance and is an ad valorem tax.

Service Tax Act 2018

The Service Tax Act 2018 regulates the service tax chargeable and levied on any taxable services provided in Malaysia by a registered person in carrying on its business or any imported taxable service. The rate of service tax to be charged and levied on a taxable service other than relating to credit card or charge card services is presently 8.0% under the Service Tax (Rate of Tax) (Amendment) Order 2024. Any person who provides taxable services is liable to be registered under the Service Tax Act if the total value of his taxable services for a period of twelve months exceeds or will exceed the prescribed value of taxable services under the Service Tax Act.

GENERAL INFORMATION ON OUR GROUP

Income Tax Act 1967 (“ITA 1967”)

The ITA 1967 of Malaysia provides that a company is considered to be a tax resident in Malaysia if the management and control of its business or affairs are exercised in Malaysia. Generally, a resident company is subject to pay income tax on income accruing in or derived from Malaysia. The income tax rate payable by a resident company differs depending on the amount of its (and its related companies’) paid-up ordinary share capital at the beginning of the basis period for the year of assessment. For the year of the assessment 2025, the income tax rate payable by a resident company is as follows:

- (a) company with paid-up capital of more than RM2.5 million: 24.0%.
- (b) company with paid-up capital of RM2.5 million or less and with gross income of not more than RM50 million are taxed at the following rates:
 - (i) 15.0% for every ringgit of the first RM150,000 of chargeable income;
 - (ii) 17.0% for every ringgit exceeding RM150,000 to RM600,000 of chargeable income;
 - (iii) 24.0% for every ringgit exceeding RM600,000 of chargeable income.

This excludes a company who is part of a group of companies where any of their related companies have a paid-up capital of more than RM2.5 million and, no more than 20.0% of its paid-up capital is owned (directly or indirectly) by companies incorporated outside Malaysia or non-Malaysian citizens.

Financial Services Act 2013 (“FSA 2013”)

There are foreign exchange control policies in Malaysia that serve to monitor capital inflows and outflows into and out of the country. The relevant legislation governing foreign exchange controls in Malaysia is the FSA 2013, which is administered by the Controller of Foreign Exchange under the Central Bank of Malaysia, Bank Negara Malaysia (“**Controller**”). The Controller has, pursuant to the FSA 2013, issued foreign exchange policy notices (“**FEP Notices**”) which is applicable to both residents and non-residents of Malaysia.

The FEP Notices set out:-

- (a) approvals of the Controller for transactions which are otherwise prohibited under the FSA 2013;
- (b) requirements, restrictions, and conditions of the approvals; and
- (c) directions of the Controller.

Pursuant to Part E of Notice 4 (Payment and Receipt) of the FEP Notices, a non-resident is allowed to repatriate funds from Malaysia, including any income earned or proceeds from divestment of Ringgit Asset (as defined in the FEP Notices), provided that the repatriation is made in foreign currency and the conversion of Ringgit Malaysia into foreign currency is undertaken in accordance with Part B of Notice 1 (Dealings in Currency, Gold and Other Precious Metals) of the FEP Notices.

Any person who is not in compliance with any requirement, restriction or condition imposed in granting of the approval by the Controller in relation to any transaction set out under the FEP Notices commits an offence under Section 214(9) of the FSA 2013 and shall, on conviction, be liable to imprisonment for a term not exceeding 10 years or to a fine not exceeding RM50 million or to both.

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

For the purposes of this section, the following definitions will apply:

“our Group” means:

- (a) our Company;
- (b) a subsidiary of our Company that is not listed on the SGX-ST or any approved exchange; or
- (c) an associated company of our Company that is not listed on the SGX-ST or any approved exchange and which our Group and our interested person(s) have control.

“approved exchange” means a stock exchange that has rules which safeguard the interests of shareholders against interested person transactions according to similar principles in Chapter 9 of the Catalist Rules.

“interested person” means:

- (a) a director, chief executive officer, or controlling shareholder of our Company; or
- (b) an associate of any such director, chief executive officer, or controlling shareholder.

Certain terms such as “associate”, “control”, “controlling shareholder”, and “interested person” used in this section have the meanings as provided in the Catalist Rules and in the SFR, unless the context specifically requires the application of the definitions in one or the other as the case may be.

In general, transactions between our Group and any of our interested persons would constitute interested person transactions for the purposes of Chapter 9 of the Catalist Rules.

Details of the past transactions as well as present and ongoing transactions between our Group and our interested persons which are material in the context of the Invitation are set out in this section. Save as disclosed in this section and the section entitled “Restructuring Exercise” of this Offer Document, there are no material interested person transactions for the Period Under Review and up to the Latest Practicable Date.

Investors, upon subscription for and/or purchase of the Invitation Shares, are deemed to have specifically approved these transactions entered into with our interested persons set out in “Interested Person Transactions – Present and Ongoing Interested Person Transactions” and as such these transactions are not subject to Rules 905 and 906 of the Catalist Rules to the extent that there are no subsequent changes to the terms of the agreements in relation to each of these transactions.

For the purposes of this section, the relevant interested persons are set out below:

Interested Persons	Nature of Relationship
Mr. Lim Thiam Hooi	The Managing Director of our Company, and a Controlling Shareholder of our Company. Mr Lim Thiam Hooi will have a direct interest of approximately 13.3% of the issued share capital of our Company immediately following the completion of the Invitation.
Lum Chang Holdings	A Controlling Shareholder of our Company. Lum Chang Holdings will have a direct interest of approximately 71.1% of the issued share capital of our Company immediately following the completion of the Invitation. Lum Chang Holdings is listed on the SGX-ST.
Lum Chang Building Contractors	A 100.0% owned indirect subsidiary of Lum Chang Holdings, and an associate of a Controlling Shareholder of our Company.

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

Interested Persons	Nature of Relationship
Lum Chang Auriga Pte. Ltd.	A 100.0% owned indirect subsidiary of Lum Chang Holdings, and an associate of a Controlling Shareholder of our Company.
Lum Chang Property Investments	A 100.0% owned indirect subsidiary of Lum Chang Holdings, and an associate of a Controlling Shareholder of our Company.
Ellipsiz Ltd	A company listed on the SGX-ST of which Mr. David Lum Kok Seng, a Controlling Shareholder of our Company, has an indirect 60.6% shareholding interest, and accordingly, an associate of a Controlling Shareholder of our Company. Mr. David Lum Kok Seng will have a deemed interest of approximately 71.1% of the issued share capital of our Company immediately following the completion of the Invitation. Mr. Adrian Lum Wen-Hong, our Non-Executive, Non-Independent Director, is a director of Ellipsiz Ltd.
ISE Foods Holdings Pte. Ltd.	A 66.0% owned indirect subsidiary of Ellipsiz Ltd, and an associate of a Controlling Shareholder of our Company.
E Golfing Pte. Ltd.	A wholly-owned subsidiary of Ellipsiz Ltd, and an associate of a Controlling Shareholder of our Company. Mr. Adrian Lum Wen-Hong, our Non-Executive, Non-Independent Director, is a director of E Golfing Pte. Ltd.
(a) Lum Chang Holdings, Lum Chang Building Contractors, Lum Chang Auriga Pte. Ltd. and Lum Chang Property Investments, shall collectively be referred to as the “ Lum Chang Holdings IP Group ”; and	
(b) Ellipsiz Ltd, ISE Foods Holdings Pte Ltd and E Golfing Pte. Ltd. shall collectively be referred to as the “ Ellipsiz IP Group ”.	

PAST INTERESTED PERSON TRANSACTIONS

Other than transactions disclosed in the section entitled “Restructuring Exercise” of this Offer Document, details of the past transactions between our Group and our interested persons which are material in the context of the Invitation for the Period Under Review and up to the Latest Practicable Date are as follows:

Secondment of Project and Administrative Staff to the Lum Chang Holdings IP Group

Our Group had seconded project and administrative staff to the Lum Chang Holdings IP Group, for which certain fees were paid by the Lum Chang Holdings IP Group to our Group in respect of such staff who rendered project management and administrative services.

The aggregate value of such transactions for the Period Under Review and up to the Latest Practicable Date are as follows:

(S\$'000)	FY2022	FY2023	FY2024	6M2025	1 January 2025 up to the Latest Practicable Date
Secondment of project and administrative staff to Lum Chang Holdings IP Group	–	71	31	–	–

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

The amounts paid by the Lum Chang Holdings IP Group for the secondment of staff by our Group are derived based on the prevailing employment expenses or fees of the seconded staff providing the services. These transactions occurred while our Group was a substantially-owned subsidiary of the Lum Chang Holdings IP Group. These transactions are not considered to be carried out on an arm's length basis and on normal commercial terms, but are not prejudicial to the interests of our Group and/or our minority Shareholders.

Following the admission of our Company to Catalist, we do not intend to enter into transactions of the above nature with our interested persons.

PRESENT AND ONGOING INTERESTED PERSON TRANSACTIONS

Details of the present and ongoing transactions between our Group and our interested persons which are material in the context of the Invitation for the Period Under Review and up to the Latest Practicable Date are as follows:

Lease of Office Premises from Lum Chang Property Investments

On 28 June 2024, our Group, through LC Interior, entered into a three-year lease agreement with Lum Chang Property Investments for the lease of 14 Kung Chong Road, #07-02 Lum Chang Building, Singapore 159150 for use as our corporate headquarters, pursuant to which our Group makes a monthly lease payment (comprising rental and service charges) of S\$9,396 and reimburses utilities charges (which are charged at cost) to Lum Chang Property Investments.

The aggregate amounts of such transactions for the Period Under Review and up to the Latest Practicable Date are as follows:

(S\$'000)	FY2022	FY2023	FY2024	6M2025	1 January 2025 up to the Latest Practicable Date
Lease of office premises from Lum Chang Property Investments ⁽¹⁾	–	–	–	57	50

Note:

- (1) Comprised rental payments, payments of service charges and reimbursement of ancillary expenses (such as utility charges) by our Group to Lum Chang Property Investments in connection with the lease of office premises

The lease will expire on 14 July 2027. The terms of the lease were on an arm's length basis and are not prejudicial to the interests of our Group and/or our minority Shareholders as they were determined in accordance with the prevailing market rates which are consistent with the rates extended to other non-related tenants in the Lum Chang Building at 14 Kung Chong Road.

Following the admission of our Company to Catalist, we intend to continue to enter into similar transactions under our IPT General Mandate. Such arrangements will be subject to the review procedures under our IPT General Mandate as set out in the section entitled "Interested Person Transactions and Potential Conflicts of Interest – General Mandate for Interested Persons Transactions" of this Offer Document.

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

Provision of Interior Fit-out and/or A&A Services to the Lum Chang Holdings IP Group

Our Group provides interior fit-out and/or A&A services on projects basis, and in the ordinary course of business to the Lum Chang Holdings IP Group. The aggregate amounts paid to our Group during the Period Under Review and up to the Latest Practicable Date are as follows:

(S\$'000)	FY2022	FY2023	FY2024	6M2025	1 January 2025 up to the Latest Practicable Date
Provision of interior fit-out and/or A&A services to the Lum Chang Holdings IP Group ⁽¹⁾	697	670	2,077	3,547 ⁽²⁾	3,862

Notes:

- (1) Comprised revenue payments for services rendered by our Group to the Lum Chang Holdings IP Group for the provision of interior fit-out and/or A&A services, in connection with:
 - (a) in respect of Lum Chang Building Contractors, (i) the provision of A&A services for the existing viaduct at Tanah Merah Station under two contracts, one with a total contract value of S\$15,392,460, which was awarded in FY2018, and another with a total contract value of S\$472,080, which was awarded in FY2020 ("**LCBC MRT Viaduct Contracts**"); and (ii) the provision of A&A services for the Singapore Zoo entrance with a total contract value of S\$1.15 million, which was awarded in FY2021;
 - (b) in respect of Lum Chang Auriga Pte. Ltd., the provision of interior fit-out services in respect of the residential show unit at One Tree Hill Collection with a total contract value of S\$433,204, which was awarded in FY2021;
 - (c) in respect of Lum Chang Property Investments, the provision of interior fit-out services for one of the tenanted office premises at Lum Chang Building with a total contract value of S\$37,353, which was awarded in FY2023; and
 - (d) in respect of Lum Chang Holdings, the provision of interior fit-out services for its corporate office at Lum Chang Building with a total contract value of S\$260,747, which was awarded in FY2023.
- (2) The increase in the amounts paid to our Group in 6M2025 as compared to FY2024 was due to the increased revenue recognised in 6M2025 arising from the work progress for the provision of the A&A services for the LCBC MRT Viaduct Contracts.

For the provision of services to Lum Chang Building Contractors above, the contracts were awarded to our Group pursuant to a tender process with multiple bidders involved. Notwithstanding that our Group had been invited to participate in the tender by Lum Chang Buildings Contractors, the process for the preparation and submission of the relevant tender proposals was similar to the process for tender proposals submitted to third parties. Please refer to the section entitled "General Information on our Group – Our Business Process" of this Offer Document for further information on the process for preparation and submission of tenders. The management reviews the tender proposals prior to submission, based on the necessary documentation and information, to ensure competitive pricing is factored into our tender proposals and that the commercial terms, including the project margin, are comparable to other contracts entered into between our Group and third parties. These transactions were therefore carried out on an arm's length basis and on normal commercial terms, and are accordingly not prejudicial to the interests of our Group and/or our minority Shareholders.

Save for the foregoing, each of the other abovementioned contracts for the provision of interior-fit out and/or A&A services to Lum Chang Auriga Pte. Ltd., Lum Chang Property Investments and Lum Chang Holdings had not been negotiated on an arm's length basis as the contracts were awarded to our Group as we were a substantially-owned Subsidiary of the Lum Chang Holdings at the relevant time (and not through a tender process). However, the terms of such transactions with the Lum Chang Holdings IP Group are on normal commercial terms and not prejudicial to the interests of our Group and/or our minority Shareholders.

During the Period Under Review and up to the Latest Practicable Date, whilst the Lum Chang Holdings IP Group has from time to time referred or introduced projects by third parties to our Group, no referral and/or introducing fees have been charged by the Lum Chang Holdings IP Group to our Group. Our Group is not materially reliant on such project referrals from the Lum Chang Holdings IP Group.

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

Following the admission of our Company to Catalist, we intend to continue to enter into similar transactions under our IPT General Mandate. Such arrangements will be subject to the review methods and procedures under our IPT General Mandate as set out in the section entitled “Interested Person Transactions and Potential Conflicts of Interest – General Mandate for Interested Persons Transactions” of this Offer Document.

Provision of Interior Fit-out and/or A&A Services to the Ellipsiz IP Group

Our Group currently provides interior fit-out and/or A&A services on a projects basis, and in the ordinary course of business to the Ellipsiz IP Group. The aggregate amounts paid to our Group during the Period Under Review and up to the Latest Practicable Date are as follows:

(S\$'000)	FY2022	FY2023	FY2024	6M2025	1 January 2025 up to the Latest Practicable Date
Provision of interior fit-out and/or A&A services to the Ellipsiz IP Group ⁽¹⁾	–	88	–	50	2,850

Notes:

- (1) Comprised revenue for services rendered by our Group to the Ellipsiz IP Group for the provision of interior fit-out and/or A&A services, in connection with:
- (a) in respect of ISE Food Holdings Pte Ltd, the provision of interior fit-out services for their corporate office at Lum Chang Building with a total contract value of S\$88,000, which was awarded in FY2023;
 - (b) in respect of E Golfing Pte. Ltd., (i) the provision of interior fit-out services for a golf simulator centre at Downtown East under two contracts, one with a total contract value of S\$6,630, which was awarded in 6M2025 (“**1st DTE Contract**”), and another one with a total contract value of S\$1.74 million, which was awarded in January 2025; and (ii) the provision of interior fit-out services to a golf simulator centre at Orchid Country Club with a total contract value of S\$1.04 million, which was awarded in January 2025; and
 - (c) in respect of Ellipsiz Ltd, (i) the provision of interior fit-out services for a golf simulator centre at Downtown East with a total contract value of S\$50,779, which was awarded in FY2024; and (ii) the provision of interior fit-out services for a golf simulator centre at Orchid Country Club with a total contract value of S\$35,365, which was awarded in FY2024.

For the provision of services to E Golfing Pte. Ltd. under the 1st DTE Contract, the contract had not been negotiated on an arm’s length basis as the contract was not awarded to our Group through a tender process. However, the pricing of the 1st DTE Contract had taken into consideration the commercial terms of the contract, including the project margin, which are comparable to the terms of other contracts entered into between our Group and third parties. Accordingly, the terms of such transaction are on normal commercial terms, and are not prejudicial to the interests of our Group and/or our minority Shareholders.

Save for the foregoing, the Audit and Risk Committee of Lum Chang Holdings had reviewed each of the contracts for the provision of interior fit-out and/or A&A services provided to the Ellipsiz IP Group at the relevant time and were of the view that the contracts are on normal commercial terms. Accordingly, such contracts were on normal commercial terms that were similar to terms offered to third parties and had been negotiated on an arm’s length basis, and are therefore not prejudicial to the interests of our Group and/or our minority Shareholders.

Following the admission of our Company to Catalist, we intend to continue to enter into similar transactions under our IPT General Mandate. Such arrangements will be subject to the review methods and procedures under our IPT General Mandate as set out in the section entitled “Interested Person Transactions and Potential Conflicts of Interest – General Mandate for Interested Persons Transactions” of this Offer Document.

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

Provision of Management Services and Project Management Services by the Lum Chang Holdings IP Group

Lum Chang Holdings IP Group had provided management services and project management services to our Group, for which certain fees were paid to Lum Chang Holdings and Lum Chang Building Contractors in respect of such services.

The aggregate value of such transactions for the Period Under Review and up to the Latest Practicable Date are as follows:

(S\$'000)	FY2022	FY2023	FY2024	6M2025	1 January 2025 up to the Latest Practicable Date
Provision of management services by Lum Chang Holdings IP Group ⁽¹⁾	67	113	97	39	22
Provision of project management services by Lum Chang Holdings IP Group ⁽¹⁾	352	471	444	229	112

Note:

- (1) The value of such transactions includes ancillary expenses (which are charged at cost) reimbursed by our Group to the Lum Chang Holdings IP Group in connection with such provision of management services and project management services.

As the amounts paid or payable by our Group for the services rendered by the Lum Chang Holdings IP Group are determined based on the cost of providing the services plus a margin which is in line with the Lum Chang Holdings IP Group's transfer pricing arrangements with its subsidiaries. These transactions are considered to be carried out on an arm's length basis and on normal commercial terms, and are accordingly not prejudicial to the interests of our Group and/or our minority Shareholders.

Following the admission of our Company to Catalist, we intend to continue to enter into similar transactions with the Lum Chang Holdings IP Group under our IPT General Mandate for the provision of corporate administrative support services (as further detailed under the section entitled "Interested Person Transactions and Potential Conflicts of Interest – General Mandate for Interested Persons Transactions - Categories of Mandated Interested Person Transactions") to our Group. Such arrangements will be subject to the review methods and procedures under our IPT General Mandate as set out in the section entitled "Interested Person Transactions and Potential Conflicts of Interest – General Mandate for Interested Persons Transactions" of this Offer Document.

For the avoidance of doubt, our Group currently obtains IT support services from Lum Chang Holdings (given that our Group companies are subsidiaries of Lum Chang Holdings), but will begin to transition towards obtaining such IT support services (including the change of email domain, hosting of email server, hardware and server maintenance, backup and recovery services) from an external vendor and/or undertaking these in-house, with an estimated transition timeline of six months following the admission of our Company to Catalist. In any case, as stated above, the data of our Group and Lum Chang Holdings are currently and will continue to be hosted on separately located servers (except for the sharing of the same cloud email server hosting account), with the appropriate data protection measures in place (including restricting access to the email hosting account and servers to only the IT personnel from Lum Chang Holdings who are directly involved in the provision of the IT support services to our Group, and restricting access of the data folders in our Group's server to only the authorised personnel from our Group).

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

Following the admission of our Company to Catalist, we may continue to enter into similar transactions with the Lum Chang Holdings IP Group for the provision of project management services to our Group to tap on their areas of expertise and achieve operational efficiency. As we do not expect the value of such future transactions to be material given that our Group intends to progressively undertake such services in-house in the future, such transactions will be subject to the review guidelines set out under the section entitled “Interested Person Transactions and Conflicts of Interest – Review of Non-Mandated Interested Person Transactions by our Audit and Risk Committee” of this Offer Document, and in compliance with Chapter 9 of the Catalist Rules.

Provision of Personal and Corporate Guarantees by Mr. Lim Thiam Hooi and Lum Chang Holdings

Our Controlling Shareholders, Mr. Lim Thiam Hooi and Lum Chang Holdings had from time to time provided personal guarantees and corporate guarantees, respectively, in proportion to their shareholding interests in our Group for banking credit facilities granted to our Group, details of which are set out below, and Mr. Lim Thiam Hooi had also from time to time provided personal guarantees to secure our Group’s obligations under certain leases entered into by our Group (collectively, the “**Business Guarantees**”):

Lender	Borrower	Type of Facility	Amount of Facility (\$S’000)	Amount Guaranteed (\$S’000)	Amount outstanding as at the Latest Practicable Date (\$S’000)	Largest outstanding amount guaranteed for the Period Under Review and up to the Latest Practicable Date (\$S’000)
United Overseas Bank Limited	LC Interior	Performance Guarantee, Trade Facilities, Money Market Line and Foreign Exchange ⁽¹⁾	43,000	Mr. Lim Thiam Hooi – 7,048 Lum Chang Holdings – 28,192	22,328	22,328
HL Bank	LC Interior	Banker’s Guarantee, Uncommitted Trade Facilities and Revolving Credit Facility ⁽²⁾	15,000	Mr. Lim Thiam Hooi – 3,000 Lum Chang Holdings – 12,000	2,289	2,289

Notes:

- (1) Please refer to the section entitled “Capitalisation and Indebtedness – Banking and Credit Facilities” of this Offer Document for further information on the facilities granted by United Overseas Bank Limited to our Group.
- (2) Please refer to the section entitled “Capitalisation and Indebtedness – Banking and Credit Facilities” of this Offer Document for further information on the facilities granted by HL Bank to our Group.

Due to the nature of the personal guarantees provided by Mr. Lim Thiam Hooi in respect of the leases entered into by our Group, the amount guaranteed is not quantifiable in a meaningful manner and is dependent on the nature of any breach under the relevant lease agreement. There is no amount at risk to our Group in respect of the provision of such personal guarantees by Mr. Lim Thiam Hooi.

As no consideration has been paid by our Group to the interested persons in respect of the Business Guarantees, the Business Guarantees were not provided on an arm’s length basis and were not on normal commercial terms. However, as the Business Guarantees are provided to secure the performance guarantees and other credit facilities (as the case may be) for the benefit of our Group and/or the obligations of our Group, they are not prejudicial to the interests of our Group and/or our minority Shareholders.

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

Following the admission of our Company to Catalist, it is intended that the Business Guarantees provided by Mr. Lim Thiam Hooi and Lum Chang Holdings will be discharged and replaced with corporate guarantees from our Company. As at the Latest Practicable Date, we have obtained the consents from United Overseas Bank Limited and HL Bank for the discharge of the relevant Business Guarantees following the completion of the Invitation and the admission of our Company to Catalist.

Licence of Trademarks from Lum Chang Holdings

On 23 June 2025, our Company entered into an intellectual property licence agreement with Lum Chang Holdings for the grant of a non-exclusive licence by Lum Chang Holdings to our Group to use certain trademarks, including but not limited to the “Lum Chang” name and logo. Save for the nominal fee of S\$1.00 paid by our Group to Lum Chang Holdings pursuant to the terms of the intellectual property licence agreement, no other amounts have been paid by our Group to the Lum Chang Holdings IP Group for the licence of such trademarks during the Period Under Review and up to the Latest Practicable Date.

Pursuant to the terms of the intellectual property licence agreement, the licence of the trademarks to our Group is for an indefinite term, and will continue to subsist following the admission of our Company to Catalist, unless terminated by mutual agreement between our Company and Lum Chang Holdings. As the licence fee payable by our Company to Lum Chang Holdings pursuant to the terms of the trademark licence agreement is a one-off nominal fee, the terms of the intellectual property licence agreement are not on an arm’s length basis and are not on normal commercial terms. However, this transaction is not prejudicial to the interests of our Group and/or our minority Shareholders as the grant of the licence of the relevant trademarks from Lum Chang Holdings enables our Group to establish and operate businesses which use the “Lum Chang” name and logo, which is crucial to the customer acquisition process of our Group, especially in view of the fact that the “Lum Chang” brand name is well-established.

GENERAL MANDATE FOR INTERESTED PERSON TRANSACTIONS

We anticipate that we would, on and after the date of Listing and in the ordinary course of business, continue to enter into certain transactions with our interested persons (as such term is defined in the Catalist Rules), including but not limited to those categories of transactions described below. It is likely that such transactions will occur with some degree of frequency and may arise from time to time. In view of the time-sensitive and recurrent nature of such commercial transactions, it would be advantageous for us to obtain a general mandate from our Shareholders pursuant to Chapter 9 of the Catalist Rules (“**IP General Mandate**”) to enable any or all members of our Group, in the ordinary course of their business, to enter into the Mandated Transactions (as defined below) with the Mandated Interested Persons (as defined below) which are necessary for our day-to-day operations, provided that all such transactions are carried out on normal commercial terms and are not prejudicial to the interests of our Company and our minority Shareholders.

Chapter 9 of the Catalist Rules

Chapter 9 of the Catalist Rules allows a listed company to obtain a mandate from its shareholders for recurrent transactions of a revenue or trading nature or those necessary for its day-to-day operations such as the purchase and sale of supplies and materials (but not in respect of the purchase or sale of assets, undertakings or businesses) that may be carried out with the listed company’s interested persons.

Pursuant to Rule 920(2) of the Catalist Rules, our Company may treat a general mandate as having been obtained from our Shareholders for us to enter into interested person transactions with our interested persons, if the information required under Rule 920(1)(b) of the Catalist Rules is included in this Offer Document. In relation to our Company, the information required under Rule 920(1)(b) is as follows:

- (a) the names of interested persons with which the Entity at Risk (as defined below) will be transacting;
- (b) the nature of the transactions contemplated under the mandate;
- (c) the rationale for, and benefit to, the Entity at Risk;
- (d) the methods or procedures for determining transaction prices;

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

- (e) the independent financial adviser's opinion on whether the methods or procedures in (d) above are sufficient to ensure that the transactions will be carried out on normal commercial terms and will not be prejudicial to the interests of our Company and the interests of our minority Shareholders;
- (f) an opinion from our Audit and Risk Committee if it takes a different view to the independent financial adviser;
- (g) a statement from us that we will obtain a fresh mandate from our Shareholders if the methods or procedures in (d) above become inappropriate; and
- (h) a statement that the interested person will abstain, and has undertaken to ensure that its associates will abstain, from voting on the resolution approving the transaction

The IPT General Mandate will not cover any transactions which has a value below S\$100,000 as the threshold and aggregation requirements contained in Chapter 9 of the Catalist Rules would not apply to such transactions.

Transactions which do not fall within the ambit of the IPT General Mandate shall be subject to the relevant provisions of Chapter 9 and/or other applicable provisions of the Catalist Rules and/or any applicable law. Transactions conducted under the IPT General Mandate are not separately subject to Rules 905 and 906 of the Catalist Rules pertaining to threshold and aggregation requirements.

By subscribing for and/or purchasing the Invitation Shares, new Shareholders are deemed to have approved the IPT General Mandate. The IPT General Mandate will be effective until the earlier of the following: (a) the conclusion of our first annual general meeting following our admission to Catalist, or the date by which the next annual general meeting of our Company is required by law to be held; or (b) the first anniversary of the date of our admission to Catalist. Thereafter, we will seek the approval of our Shareholders for a renewal of the IPT General Mandate at each subsequent annual general meeting or the date by which the next annual general meeting of our Company is required by law to be held, subject to satisfactory review by our Audit and Risk Committee of its continued application to the transactions with the Mandated Interested Person (as defined below).

In accordance with Rule 920(1)(b)(viii) of the Catalist Rules, interested persons and their associates shall abstain from voting on resolutions approving interested person transactions involving themselves and our Group. Furthermore, such interested persons shall not act as proxies in relation to such resolutions unless voting instructions have been given by the appointing shareholder. As such, our Controlling Shareholders (as well as their associates) will abstain from voting on the resolutions approving the renewal of the IPT General Mandate where such Controlling Shareholders and/or their associates are Mandated Interested Persons.

Our Company will disregard any votes cast on a resolution by the person required to abstain from voting by the Catalist Rules or pursuant to a court order where such court order is served on our Company.

Entities at Risk

For the purposes of the IPT General Mandate, an "Entity at Risk" means:

- (a) our Company;
- (b) a subsidiary of our Company (excluding subsidiaries listed on the SGX-ST or an approved exchange); and
- (c) an associated company of our Company (other than an associated company that is listed on the SGX-ST or an approved exchange) over which our Group, or our Group and our interested person(s), has or have control,

(together, the "**EAR Group**").

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

The Mandated Interested Persons

The IPT General Mandate will apply to the Mandated Transactions (as defined hereinafter) that are carried out between any Entity at Risk and:

- (i) the Lum Chang Holdings IP Group; and
- (ii) the Ellipsiz IP Group,

(the “**Mandated Interested Persons**”, and each a “**Mandated Interested Person**”, all being “interested persons” as defined in the Catalist Rules).

It is envisaged that in addition to the Lum Chang Holdings IP Group and the Ellipsiz IP Group, our Group may from time to time enter into Mandated Transactions with such other entities of the Lum Chang Holdings Group and/or the Ellipsiz Group (including new subsidiaries, associated companies and joint venture entities of Lum Chang Holdings and Ellipsiz Ltd (as the case may be) which may be incorporated and/or established) due to the following factors:

- (i) as each of Lum Chang Holdings and Ellipsiz Ltd is an entity listed on the SGX-ST, their respective group structure may change from time to time;
- (ii) given the nature of the business of the provision of conservation and restoration, interior fit-out and A&A services in the construction, renovation and interior fit-out industries, it is common practice that newly-incorporated project companies for each project are used. Accordingly, the relevant entity under each of the Lum Chang Holdings IP Group and the Ellipsiz IP Group for future projects will likely differ from project to project, and may also be a new company which is only incorporated at the relevant time for the purposes of that project; and
- (iii) given that our Group will only be made aware of the relevant project entity / customer which it will be providing conservation and restoration, interior fit-out and/or A&A services at the time of the submission of the quotation or tender, it would not be possible to pre-emptively identify such Mandated Interested Persons at the date of this Offer Document or even at the time when our Group is submitting its quotation or tender for the particular project. In addition, certain of these project entities may be licensed entities, and it may not be practically feasible to deal with a non-licensed entity for certain projects.

Prior to entering into Mandated Transactions with such other entities of the Lum Chang Holdings Group (other than the Lum Chang Holdings IP Group) and/or the Ellipsiz Group (other than the Ellipsiz IP Group), our Audit and Risk Committee will review (i) the nature of the Mandated Transaction; (ii) the details of the entity in question and whether the provision of or receipt of services from such entity is necessary and appropriate (“**New IP Review**”). If our Audit and Risk Committee is satisfied, after having conducted the New IP Review, that such Mandated Transaction should fall within the IPT General Mandate, our Audit and Risk Committee shall have the ability to determine that such entity is a Mandated Interested Person for the purposes of the IPT General Mandate, and the Lum Chang Holdings IP Group and the Ellipsiz IP Group (as the case may be) shall then be expanded to include such additional Mandated Interested Person.

When approval from Shareholders is sought for the renewal of the IPT General Mandate at subsequent annual general meetings or extraordinary general meetings of our Company, the updated list of the Mandated Interested Persons which have entered or will be entering into the Mandated Transactions with our Group as at the date of such annual general meeting or extraordinary general meeting will be provided to Shareholders for their information.

Transactions between the Mandated Interested Persons and our Group which do not fall within the ambit of the proposed IPT General Mandate shall be subject to the relevant provisions of Chapter 9 of the Catalist Rules. In particular, if such transactions are of an aggregate value equal to or more than 5.0% of our Group’s latest audited NTA, future transactions of such a nature will be subject to our Shareholders’ approval before they can be entered into.

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

Categories of Mandated Interested Person Transactions

We envisage that in the ordinary course of our business, the following transactions between our Group and the Mandated Interested Persons are likely to occur from time to time:

- (a) ***Provision of Conservation and Restoration, Interior Fit-Out and A&A Services to the Mandated Interested Persons:*** The EAR Group's expertise in conservation and restoration, interior fit-out and A&A works may be sourced by certain business lines of each of the Mandated Interested Persons including in respect of the Lum Chang Holdings Group, their construction, property development and investment business, and in respect of the Ellipsiz Group, their automated precision system solutions business (including electronic golf simulator solutions), their property investment and development business and their egg production and distribution business (including the development of their hi-tech egg farm). It is envisaged that following our admission to Catalist, the EAR Group may in the ordinary course of business continue to provide such services to the Mandated Interested Persons. For the avoidance of doubt, the way which such contracts for these services are awarded (whether by tender or otherwise) has no bearing over whether these transactions will fall within the ambit of the IPT General Mandate;
- (b) ***Leasing of Properties from the Mandated Interested Persons:*** Our Group currently leases 14 Kung Chong Road, #07-02 Lum Chang Building, Singapore 159150 from the Lum Chang Holdings Group, which comprises Lum Chang Holdings and its subsidiaries. It is envisaged that following our admission to Catalist, the EAR Group will continue to enter into transactions pertaining to the leasing of properties (including but not limited to office premises) by the EAR Group from the Mandated Interested Persons; and
- (c) ***Obtaining of Corporate Administrative Support Services from the Mandated Interested Persons:*** It is envisaged that following our admission to Catalist, Lum Chang Holdings will continue to provide corporate administrative support services to the EAR Group for economies of scale, which comprises:
 - (i) corporate secretarial services to our Group, including but not limited to the handling of corporate secretarial matters and upkeeping and maintaining the various registers and statutory records;
 - (ii) corporate communication services, including but not limited to handling of announcements and internal and external communications as required to be made by our Company;
 - (iii) human resource and payroll support services, including but not limited to managing payroll and employee records, and the procurement of insurance policies for our Group;
 - (iv) legal advisory and support services, including but not limited to advising on laws and regulations, reviewing agreements, selecting and recommending solicitors and coordinating with solicitors; and
 - (v) such other services which are incidental to, ancillary to, or in connection with the aforesaid services.

(collectively, the “**Corporate Administrative Support Services**”),

(collectively, the “**Mandated Transactions**”)

Transactions with other Interested Persons (other than the Mandated Interested Persons) that do not fall within the ambit of the IPT General Mandate will be subject to the relevant provisions of Chapter 9 of the Catalist Rules, and/or applicable provisions of the Catalist Rules and/or any applicable law. Transactions conducted under the IPT General Mandate are not subject to Rules 905 and 906 of Chapter 9 of the Catalist Rules pertaining to threshold and aggregation requirements.

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

Rationale for and Benefits of the IPT General Mandate

The EAR Group's expertise in the provision of conservation and restoration, interior fit-out and A&A services may be sourced by certain business lines of each of the Mandated Interested Persons. The IPT General Mandate will allow the EAR Group to provide its services to the Lum Chang Holdings Group and the Ellipsiz Group, both of which are well-established groups listed on the SGX-ST for more than 20 years.

The EAR Group also intends to continue to tap on the resources of the Mandated Interested Persons for its operational needs, such as the lease of properties (including office premises) and the Corporate Administrative Support Services. The EAR Group may also derive operational and financial leverage through cost savings in terms of reduced overheads and greater economies of scale from obtaining such services and/or staff. The EAR Group would also benefit from the familiarity that the Mandated Interested Persons possess in relation to the specifications and requirements that it requires for the Corporate Administrative Support Services, built on their mutual course of dealing over the past years. This provides the EAR Group with assurance that the quality of services provided by the Mandated Interested Persons would meet its requirements and standards.

The IPT General Mandate and its subsequent renewal on an annual basis would eliminate the need to announce, or to announce and convene separate general meetings from time to time to seek Shareholders' prior approval as and when potential Mandated Transactions with Mandated Interested Persons arise, thereby saving substantial administrative time and costs expended in convening such meetings, without compromising the corporate objectives of the EAR Group and adversely affecting the business opportunities available to the EAR Group.

The IPT General Mandate is intended to facilitate transactions in the normal course of business of the EAR Group which are transacted from time to time with the Mandated Interested Persons, provided that they are carried out at arm's length and on normal commercial terms, and are not prejudicial to the interests of our Company and our minority Shareholders.

In accordance with the requirements of Chapter 9 of the Catalist Rules, we will (a) disclose in our Company's annual report the aggregate value of transactions conducted with Mandated Interested Persons pursuant to the IPT General Mandate during the financial year (as well as in the annual reports for subsequent financial years that the IPT General Mandate continues to be in force); and (b) announce the aggregate value of transactions conducted with Mandated Interested Persons pursuant to the IPT General Mandate for the financial periods that we are required to report on pursuant to Rule 705 of the Catalist Rules (which relates to quarterly reporting by listed companies) within the time required for the announcement of such report.

Review Methods and Procedures and Approval Threshold for Mandated Transactions with Mandated Interested Persons

- (a) To ensure that Mandated Transactions with Mandated Interested Persons will be carried out on normal commercial terms and will not be prejudicial to the interests of our Group and/or our minority Shareholders, the EAR Group will adopt the following:

(i) *Provision of Conservation and Restoration, Interior Fit-Out and/or A&A Services to the Mandated Interested Persons*

All such services are rendered on a projects basis. As the specifications of each project differ, there may not be comparable projects for comparison of terms.

Where possible and practicable, the EAR Group will use its reasonable endeavours to compare the quotations to be offered or submitted to the Mandated Interested Person(s) (whether on private invitation or private tender basis) with at least two other contracts entered into with third parties for projects of similar nature and size. The terms extended by the EAR Group to the Mandated Interested Person(s) shall not be more favourable to the Mandated Interested Person(s) as compared to the terms extended by the EAR Group to third parties.

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

In the event where there is no comparable contract, the Managing Director, and where applicable, a director of the relevant subsidiary of our Company, shall review the budget prepared by the project team to ensure that the gross margin to be generated by the EAR Group from the provision of the conservation and restoration, interior fit-out and/or A&A services is consistent with the usual gross margin to be obtained by the EAR Group for projects of similar nature or size, and in line with the usual business practices and pricing policies of the EAR Group. When determining the range of quotations to be offered to the Mandated Interested Persons, the Managing Director, and where applicable, a director of the relevant subsidiary of our Company, shall take into consideration factors such as, but not limited to, the nature of the project, the size of the project, the commercial merits or benefits to the EAR Group for taking on the project (for example, exposure to latest trends and new technology), the availability of the resources (whether staff, equipment or materials) of the EAR Group, the duration and schedule of the project, the opinion of our in-house quantity surveyor on the reasonableness of the costs of the project.

(ii) *Leasing of Properties from the Mandated Interested Persons*

When entering or renewing lease agreements with the Mandated Interested Person, the EAR Group will compare the quotation offered by the Mandated Interested Person with at least two quotations from unrelated third-party lessors for premises in a similar location, size, facility, conditions, amenities and suitability.

In the event where there is no comparable quotation, the EAR Group shall compare the quotation offered by the Mandated Interested Person with the prevailing market rental rates of similar premises available on public websites, email quotations from licensed property agent(s), relevant reports or reviews published by property agents or valuation reports from property valuers, whichever applicable. When comparing the quotation from the Mandated Interested Person, the EAR Group shall take into consideration factors such as, but not limited to, the proximity, the area, the tenure, the property condition, facilities and amenities, the suitability and the accessibility of the premises.

The EAR Group will only enter into the lease agreement with the Mandated Interested Person when the terms offered by the Mandated Interested Person to the EAR Group are not less favourable to the EAR Group after making the relevant comparison.

(iii) *Obtaining of Corporate Administrative Support Services from the Mandated Interested Persons*

The fees payable by the EAR Group to the Mandated Interested Person will be determined where applicable:

- (1) on a cost-plus basis based on the direct costs incurred by the Mandated Interested Person for the provision of the Corporate Administrative Support Services to the EAR Group, which is calculated based on a mark-up of 5.0%; and/or
- (2) on a reimbursement basis for expenses incurred by the Mandated Interested Persons on behalf of the EAR Group in connection with the provision of the Corporate Administrative Support Services, which will be charged at cost.

All invoices from the Mandated Interested Person for such Corporate Administrative Support Services shall be accompanied by the relevant supporting documents setting out the applicable basis including, where applicable, the costs incurred by the Mandated Interested Person for the provision of services and the expenses incurred in connection with the provision of services, such as filing fees, transport expenses, and photocopying and printing expenses.

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

Where possible, the EAR Group will obtain two quotations from unrelated third party suppliers for similar services, whenever appropriate and available, periodically, to ensure that the rates paid by the EAR Group for such services are on normal commercial terms and not prejudicial to the interest of our Group and/or our minority Shareholders. Our Managing Director and Group Financial Controller shall also review on an annual basis to determine if it should hire its own personnel for the relevant Corporate Administrative Support Services, taking into consideration the level of operational efficiency and ability of the Mandated Interested Person in providing the relevant Corporate Administrative Support Services in a timely manner to the EAR Group. Interim reviews may also be conducted, subject to our Group's operational needs.

Where it is impracticable or not possible to determine the fees based on the cost incurred (with or without a pre-determined mark-up), the EAR Group will evaluate and weigh the benefits of and rationale for transacting with the Mandated Interested Person and determine whether the terms of the transaction are fair and reasonable. This would include taking into account, among others, if applicable, factors including but not limited to, the speed of and cost for timely response and mobilisation, quality, reputation, the complexity of the services rendered, experience and expertise, and the payment and/or credit terms.

- (b) The following approval thresholds will apply prior to the entry into any Mandated Transactions:
- (i) any transaction equal to or exceeding S\$100,000 each in value will be reviewed and approved by the Group Financial Controller and a non-interested Director from time to time; and
 - (ii) any transaction equal to or exceeding 3.0% of the EAR Group's then latest published audited consolidated net tangible assets will be reviewed and approved by all of the Audit and Risk Committee,

(collectively, the "**Relevant Authorised Persons**").

In the event the cumulative value of the Mandated Transactions (excluding transaction(s) which has already been approved by the Audit and Risk Committee under paragraph (b)(ii) above) is equal to or exceed 5.0% of the EAR Group's then latest published audited consolidated net tangible assets, the EAR Group will submit all Mandated Transactions which have not been reviewed by the Audit and Risk Committee for its review and approval.

For the avoidance of doubt, in the case of any lease agreement for the leasing of properties from the Mandated Interested Persons, the value of each Mandated Transaction will be based on the total lease payment (comprising rental and service charges) payable for the duration of the lease and excludes the option renewal term.

Any of the Relevant Authorised Persons may, as he/it deems fit, request for additional information pertaining to the transaction under review from independent sources or advisers, including requesting for an independent financial adviser's opinion and/or the obtaining of valuations from independent professional valuers.

In the event that any of the Relevant Authorised Persons has an interest in the transaction or is a nominee for the time being of the Mandated Interested Person, or if any associate (as defined in the Catalyst Rules) of the Relevant Authorised Persons is involved in the decision-making process on the part of the Mandated Interested Person, such the Relevant Authorised Person shall abstain from participating in the review and approval process in relation to that transaction, and the review and approval process shall be undertaken by at least two Relevant Authorised Persons who do not have an interest in the transaction or are a nominee for the time being of the Mandated Interested Person, and who are not subject to such conflicts of interest.

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

Additional Guidelines and Procedures

In addition to the review methods and procedures and approval thresholds set out above, the EAR Group will implement the following additional guidelines and procedures to ensure that the Mandated Transactions carried out under the IPT General Mandate are undertaken at arms' length basis and on normal commercial terms:

- (a) the Group Financial Controller will maintain a register of interested persons (as defined in the Catalist Rules), which will include the directors, the chief executive officer and Controlling Shareholders of our Company and their respective Associates (as defined in the Catalist Rules), and shall update the register immediately if there are any changes and review the register regularly, at least on a quarterly basis;
- (b) the EAR Group will maintain a register of Mandated Transactions ("**IPT Register**") carried out with Mandated Interested Persons (recording the basis, including the quotations obtained to support such basis, on which they are entered into) and include in the IPT Register, for additional Mandated Interested Persons with whom the EAR Group has entered into Mandated Transaction(s), the New IP Review conducted by our Audit and Risk Committee detailing (i) the nature of the Mandated Transaction; (ii) the details of the entity in question; and (iii) whether the provision of or receipt of services from such entity is necessary and appropriate. For the avoidance of doubt, all Mandated Transactions (including aggregated sundry expenses) below S\$100,000 shall be recorded in the IPT Register;
- (c) the Group Financial Controller will review the IPT Register on a quarterly basis and the IPT Register will be submitted to the Audit and Risk Committee for review on a half yearly basis (or such other more frequent basis as may be required or as the Audit and Risk Committee may deem necessary) to ascertain that the established review methods and procedures to carry out the Mandated Transactions have been complied with. Our Audit and Risk Committee may request for any additional information from independent sources, advisers or valuers as it deems fit in the review of the IPT Register and the Mandated Transactions;
- (d) our Audit and Risk Committee will review the internal audit reports on Mandated Transactions (which shall be undertaken annually) to ascertain that the review methods and procedures and relevant approvals based on the approval thresholds for Mandated Transactions have been complied with;
- (e) if during any of the reviews by our Audit and Risk Committee, our Audit and Risk Committee is of the view that the review methods and procedures for the Mandated Transactions have become inappropriate or insufficient in the event of changes to the nature of, or manner in which, the business activities of the EAR Group or the Mandated Interested Persons are conducted, our Company will revert to Shareholders for a fresh general mandate based on new review methods and procedures so that Mandated Transactions will be carried out at arm's length, on normal commercial terms and will not be prejudicial to the interests of our Group and/or our minority Shareholders; and
- (f) our Board will also ensure that all disclosures, approvals and other requirements on interested person transactions, including those required by prevailing legislation, the Catalist Rules (in particular Chapter 9 thereof) and relevant accounting standards, are complied with. We will also comply with the Principles set out in the Code of Corporate Governance 2018 and endeavour to comply with the provisions in the Code of Corporate Governance 2018.

Review of Non-Mandated Interested Person Transactions by our Audit and Risk Committee

All other existing and future interested person transactions which do not fall within the ambit of the IPT General Mandate will be reviewed and approved in accordance with the threshold limits as set out under Chapter 9 of the Catalist Rules, to ensure that they are carried out on normal commercial terms and are not prejudicial to the interests of our Company and our minority Shareholders.

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

In the review of all future interested person transactions which do not fall within the ambit of the IPT General Mandate, the following principles will be applied:

- (a) when purchasing products or procuring services from any interested person, our Group will obtain quotations from at least two unrelated third-party suppliers in respect of the same or substantially the same type of product or service to be used as comparison wherever possible. The rates payable to the interested person shall not be more favourable to the interested person as compared to the terms offered by unrelated third-party suppliers;
- (b) when selling products or providing services to any interested person, our Group will compare the quotations to be offered or submitted to the interested person with the terms of at least two recently completed transactions in respect of the same or substantially the same type of product sold or services provided to unrelated third-party customers wherever possible. The terms extended for the sale of products or the provision of services shall not be more favourable to the interested person as compared to the terms offered to unrelated third-party customers; and
- (c) when leasing properties from or to an interested person, our Group shall take the appropriate steps to ensure that such rent is commensurate with the prevailing market rates, including obtaining an independent valuation report by a property valuer and/or comparing at least two quotations from unrelated third-party lessors for premises in a similar location, size, facility, conditions, amenities and suitability (where available).

The following thresholds shall apply prior to entry into all future interested person transactions which do not fall within the ambit of the IPT General Mandate:

- (i) transaction equal to or exceeding S\$100,000 each in value will be reviewed and approved by the Group Financial Controller and a non-interested Director from time to time;
- (ii) transaction (whether individually or as part of a series when aggregated with other transactions involving the same interested person during the same financial year) equal to or exceeding 3.0% of the EAR Group's then latest published audited consolidated net tangible assets will be reviewed and approved by all of the Audit and Risk Committee; and
- (iii) transaction (whether individually or as part of a series when aggregated with other transactions involving the same interested person during the same financial year) equal to or exceeding 5.0% of the EAR Group's then latest published audited consolidated net tangible assets will be reviewed and approved by independent Shareholders.

In the event that such interested person transactions require the approval of our Board of Directors and our Audit and Risk Committee, the relevant information will be submitted to our Board of Directors and our Audit and Risk Committee for review. To the extent that such interested person transactions involve the interests of the Lum Chang Holdings Group, the Nominee Directors (as defined below) will abstain from voting on the approval of such interested person transactions.

In the event that such interested person transactions require the approval of our Shareholders, additional information may be required and will be set out in a circular to Shareholders and an independent financial adviser may be appointed for an opinion.

Our Audit and Risk Committee will also review all interested person transactions to ensure that the prevailing rules and regulations of the SGX-ST (in particular, Chapter 9 of the Catalist Rules) are complied with, and if required under the Catalist Rules or the SFA, we will seek independent Shareholders' approval for such transactions.

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

Opinion of the Independent Financial Adviser

Xandar Capital Pte. Ltd. has been appointed as the independent financial adviser to our Independent Directors (the “**Independent Financial Adviser**”) pursuant to Rule 920(1)(b)(v) of the Catalist Rules, to opine on whether the review methods and procedures, as set out above, are sufficient to ensure that the Mandated Transactions with the Mandated Interested Persons will be carried out on normal commercial terms and will not be prejudicial to the interests of our Group and/or our minority Shareholders.

Having considered, among others, (a) the review methods and procedures as well as the approval thresholds set out in the section above; (b) the procedures for inclusion of new Mandated Interested Persons; (c) the frequency of review of the IPT Register and the Mandated Transaction(s) by the Group Financial Controller, the Audit and Risk Committee and the internal auditors; (d) the role of our Audit and Risk Committee in relation to the IPT General Mandate; and (e) the rationale for and benefits of the IPT General Mandate, Xandar Capital Pte. Ltd. is of the opinion that the review methods and procedures as set out in the section entitled “Interested Person Transactions and Potential Conflicts of Interest – General Mandate for Interested Persons Transactions” of this Offer Document for determining the transaction prices of the Mandated Transaction(s) with the Mandated Interested Person(s), if adhered to, are sufficient to ensure that the Mandated Transaction(s) carried out thereunder will be on normal commercial terms, and will not be prejudicial to the interests of our Group and/or our minority Shareholders. See “Appendix I – Letter from Independent Financial Adviser” to this Offer Document for the letter from Xandar Capital Pte. Ltd..

Opinion of our Audit and Risk Committee

Having considered, among others, the rationale for and benefits of the IPT General Mandate, the methods and procedures for determining transaction prices of the Mandated Transactions, together with the opinion of the Independent Financial Adviser, our Audit and Risk Committee is of the opinion that the guidelines and review procedures for determining the transaction prices of the Mandated Transactions, if adhered to, are sufficient to ensure that the Mandated Transactions with the Mandated Interested Persons will be carried out on normal commercial terms and will not be prejudicial to the interests of our Group and/or our minority Shareholders.

POTENTIAL CONFLICTS OF INTEREST

In general, a conflict of interest arises when any of our Directors, Controlling Shareholders or their Associates is carrying on the same business or dealing in similar products as our Group.

All our Directors have a duty to disclose their interests in respect of any transaction in which they have any personal material interest or any actual or potential conflicts of interest (including a conflict that arises from their directorship or employment or personal investment in any corporation). Upon such disclosure, such Directors will not participate in any proceedings of our Board and shall abstain from voting in respect of any such transaction where the conflict arises.

Certain of our Directors and Controlling Shareholders and their respective associates in the future may hold, whether directly or by way of deemed interest, not more than a 5.0% interest in quoted or listed securities of companies that are in similar business as our Group.

Save as disclosed in the sections entitled “Restructuring Exercise”, “Interested Person Transactions and Potential Conflicts of Interest — Past Interested Person Transactions” and “Interested Person Transactions and Potential Conflicts of Interest — Present and Ongoing Interested Person Transactions” of this Offer Document, none of our Directors, Executive Officers, Controlling Shareholders or any of their associates has an interest, direct or indirect:

- (a) in any transaction to which our Group was or is to be a party;
- (b) in any entity carrying on the same business or dealing in similar services which competes materially and directly with the existing business of our Group; and
- (c) in any enterprise or company that is our Group’s customer or supplier of goods and services.

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

Save as disclosed in the sections entitled “Interested Person Transactions and Potential Conflicts of Interest” and “Directors, Executive Officers and Employees — Service Agreement” of this Offer Document, none of our Directors has any interest in any existing contract or arrangement which is significant in relation to the business of our Company and our subsidiaries, taken as a whole.

Nominee Directors Representing the Interests of the Lum Chang Holdings Group

Mr. Adrian Lum Wen-Hong, our Non-Executive, Non-Independent Director and Ms. Yap Lay Hoon, our Non-Executive, Non-Independent Director are each nominee directors representing the interests of Lum Chang Holdings. Mr. Adrian Lum Wen-Hong is an alternate director to Mr. David Lum Kok Seng on the board of Lum Chang Holdings and serves as its Director of Property Development. Ms. Yap Lay Hoon serves as the Finance Director of Lum Chang Holdings.

In relation to the foregoing, any potential conflicts of interests will be mitigated as follows:

- (a) under the Companies Act, every director who is in any way, whether directly or indirectly, interested in a transaction or proposed transaction with our Company is required to disclose their interests as soon as practicable at a meeting of the directors after the relevant facts have come to his knowledge. In addition, every director who holds any office or possesses any property whereby whether directly or indirectly duties or interests might be created in conflict with his duties or interests as director shall declare at a meeting of the directors the fact and the nature, character and extent of the conflict. Upon such disclosure, such directors will not participate in any proceedings of the Board and shall in any event abstain from voting in respect of any such contract, arrangement, proposal, transaction or matter in which the conflict of interest arises, unless and until the Audit and Risk Committee has determined that no such conflict of interest exists. Each of Mr. Adrian Lum Wen-Hong and Ms. Yap Lay Hoon will abstain from participating in our Board proceedings involving Lum Chang Holdings;
- (b) the Audit and Risk Committee is required to examine the internal guidelines and procedures put in place by our Company to determine if such guidelines and procedures put in place are sufficient to ensure that interested person transactions are conducted on normal commercial terms and will not be prejudicial to our Company and the minority Shareholders;
- (c) the Audit and Risk Committee will review any actual or potential conflicts of interest that may involve the directors as disclosed by them to the Board and the exercise of the directors’ fiduciary duties in this respect. Upon disclosure of an actual or potential conflict of interest by a director, the Audit and Risk Committee will consider whether a conflict of interest does in fact exist. A director who is a member of the Audit and Risk Committee will not participate in any proceedings of the Audit and Risk Committee in relation to the review of a conflict of interest relating to him. The review will include an examination of the nature of the conflict and such relevant supporting data, as the Audit and Risk Committee may deem reasonably necessary. Where a conflict of interest does exist, the Audit and Risk Committee will resolve or propose, where appropriate, the relevant measures for the management of such conflicts; and
- (d) the directors owe fiduciary duties to our Company, including the duty to act in good faith and in our Company’s best interests. In addition, a director may only disclose information (not otherwise available to him) which he has obtained in his capacity as a director, when certain conditions stipulated in Section 158 of the Companies Act are met.

Interests of Mr. Yeo Gek Leong Clarence, our Independent Chairman

Mr. Yeo Gek Leong Clarence is an independent director of GRC Limited (formerly known as OKH Global Ltd), which together with its subsidiaries (the “**GRC Group**”), is an integrated property developer with a strategic focus on logistics and industrial properties.

INTERESTED PERSON TRANSACTIONS AND POTENTIAL CONFLICTS OF INTERESTS

We believe there does not exist any conflicts of interests arising from the foregoing as whilst the GRC Group provides construction services, there is currently no overlap with our Group's business of the provision of conservation and restoration, interior fit-out and A&A services. Nonetheless, in respect of matters in which the GRC Group has an interest and/or any future transactions between our Group and the GRC Group, Mr. Yeo will abstain from deliberating and participating in discussion of such matters and voting on the relevant decisions of our Board. In addition, in the event that both our Group and the GRC Group intends to participate in the tender for the same project in the future, Mr. Yeo will also abstain from deliberating and participating in discussion of such matters and voting on the relevant decisions of our Board.

Mr. Yeo Gek Leong Clarence does not have any existing or past business or professional relationship with our Group, and has not directly or indirectly, previously received any payments from our Group.

Interests of Experts

No expert is interested, directly or indirectly, in the promotion of, or in any property or assets which have, within the two years preceding the date of this Offer Document, been acquired or disposed of by or leased to our Company or our subsidiaries or are proposed to be acquired or disposed of by or leased to our Company or our subsidiaries.

No expert (i) is employed on a contingent basis by our Company or our subsidiaries; or (ii) has a material interest, whether direct or indirect, in our Shares or the shares of our subsidiaries; or (iii) has a material economic interest, whether direct or indirect, in our Company, including an interest in the success of the Invitation.

Interests of Issue Manager and Full Sponsor

In the reasonable opinion of our Directors, RHT Capital does not have a material relationship with our Company save as disclosed below and in the section entitled "Plan of Distribution – Management, Underwriting and Placement Arrangements" of this Offer Document:

- (a) RHT Capital is the Issue Manager and Full Sponsor in relation to the Listing; and
- (b) RHT Capital will be the continuing sponsor of our Company for a period of at least three years from the date our Company is admitted and listed on Catalist.

Interests of Underwriter and Placement Agent

In the reasonable opinion of our Directors, CGS International Securities Singapore Pte. Ltd. does not have a material relationship with our Company, save that CGS International Securities Singapore Pte. Ltd. is the Underwriter and Placement Agent in relation to the Listing and as disclosed in the sections entitled "Plan of Distribution – Underwriting and Placement Agreement" of this Offer Document.

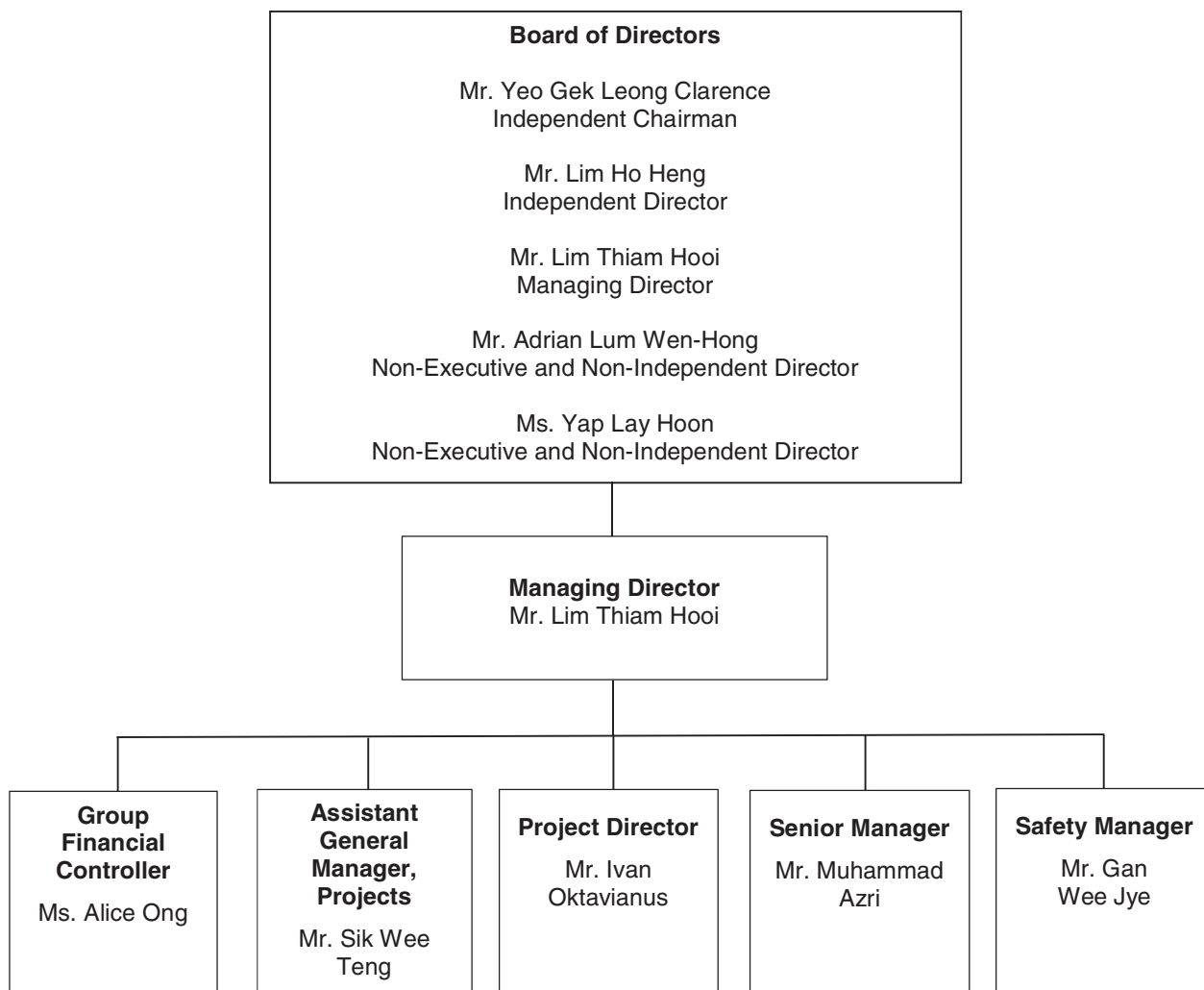
Interests of Xandar Capital Pte. Ltd.

In the reasonable opinion of our Directors, Xandar Capital Pte. Ltd. does not have a material relationship with our Company, save that Xandar Capital Pte. Ltd. is the Independent Financial Adviser.

DIRECTORS, EXECUTIVE OFFICERS AND EMPLOYEES

MANAGEMENT REPORTING STRUCTURE

The following chart shows our management reporting structure as at the Latest Practicable Date:



DIRECTORS

Name	Age	Address	Designation
Mr. Yeo Gek Leong Clarence	65	c/o 14 Kung Chong Road, #08-01, Lum Chang Building, Singapore 159150	Independent Chairman
Mr. Lim Ho Heng	63	c/o 14 Kung Chong Road, #08-01, Lum Chang Building, Singapore 159150	Independent Director
Mr. Lim Thiam Hooi	60	c/o 14 Kung Chong Road, #08-01, Lum Chang Building, Singapore 159150	Managing Director
Mr. Adrian Lum Wen-Hong	48	c/o 14 Kung Chong Road, #08-01, Lum Chang Building, Singapore 159150	Non-Executive and Non-Independent Director
Ms. Yap Lay Hoon	48	c/o 14 Kung Chong Road, #08-01, Lum Chang Building, Singapore 159150	Non-Executive and Non-Independent Director

DIRECTORS, EXECUTIVE OFFICERS AND EMPLOYEES

Experience of our Board of Directors

Information on the business and working experience of our Directors are set out below:

Mr. Yeo Gek Leong Clarence is our Independent Chairman and was appointed to our Board on 23 June 2025.

Mr. Yeo retired from the Singapore public sector with effect from 10 July 2024. Prior to his retirement, he held several senior public sector leadership appointments across various agencies. Mr. Yeo started his career in the immigration service in 1990 after graduating and steadily rose through the ranks. He was appointed as Commissioner in the Immigration and Checkpoints Authority in September 2010, chief executive in the Home Team Academy in September 2018 and subsequently served as senior adviser in the Ministry of Home Affairs in August 2021.

Mr. Yeo has been a member of the advisory board of the International Border Management & Technologies Association since 2019 and a member of the governing council of the Singapore Business Advisers & Consultants Council and advisory council of the Biometrics Institute since 2022. Mr. Yeo is also an independent director of Hong Leong Finance Limited and GRC Limited, which are both listed on the Mainboard of the SGX-ST.

Mr. Yeo graduated with a Bachelor of Science in Economics from University of London in 1990. He obtained a Master in Public Policy from the National University of Singapore (now offered under the Lee Kuan Yew School of Public Policy) in 1996, on a Singapore government scholarship. He is also an alumnus of INSEAD, having attended a senior international executive programme on a Singapore government sponsorship.

Mr. Lim Ho Heng is our Independent Director and he was appointed to our Board on 23 June 2025.

Mr. Lim started his career as an external auditor in Deloitte & Touche LLP in 1989. He then carried on to work in D.M.T. Investment (S) Pte. Ltd. as an internal auditor from 1991, before joining Lum Chang Holdings as an accountant in 1996. Subsequently, he was appointed as Financial Controller of PSL Holdings Ltd, which was listed on the Mainboard of the SGX-ST in 2001. Following that, Mr. Lim joined Yangzijiang Shipbuilding (Holdings) Ltd., which is also listed on the Mainboard of the SGX-ST, as the Chief Financial Officer in 2007. Thereafter, he joined Pavillion Holdings Ltd as an independent director and stepped down in April 2022. He presently holds three concurrent roles, a consultant in CAP Advisory Partners LLP, a Partner in GSC Consulting LLP and a seminary faculty member in Baptist Theological Seminary.

Mr. Lim has been a member of the Institute of Chartered Accountant of Singapore since 1999 and a member of the Singapore Institute of Directors since 2022. He graduated with a Bachelor of Commerce from Murdoch University, Western Australia in 1989.

Mr. Lim Thiam Hooi is our Managing Director and was appointed to our Board on 11 April 2025.

Mr. Lim is the founder of our Group and is responsible for overseeing the overall business, operations and performance of our Group and formulating the business plan and strategic direction of our Group.

Mr. Lim boasts an impressive career spanning over 35 years in the building industry and more than 20 years of experience managing projects in the specialised fields of conservation and restoration, interior fit-out and A&A works. His journey began in 1989 when he joined Samwoh Asphalt Premix Pte Ltd as a project engineer. Following this, he advanced his career by joining several established companies in the building industry as Project Manager, including Shen Yong Construction Pte Ltd in 1993, Sumitomo Densetsu Asia Pte Ltd in 1995, and Singa Development Pte Ltd in 1996.

Mr. Lim's expertise and leadership skills were further recognised when he became a director at Shanghai Chong Kee Furniture & Construction Pte Ltd. In February 2018, he took a significant step forward by co-founding our Group, bringing with him a wealth of knowledge and experience that continues to drive our success.

Mr. Lim graduated with a Bachelor of Engineering from the National University of Singapore in 1988.

DIRECTORS, EXECUTIVE OFFICERS AND EMPLOYEES

Mr. Adrian Lum Wen-Hong is our Non-Executive and Non-Independent Director and was appointed to our Board on 11 April 2025.

Mr. Lum is currently the Director of Property Development in Lum Chang Holdings, which is listed on the Mainboard of the SGX-ST, where he oversees their Property Division and is responsible for formulating business strategy and identifying investment opportunities for Lum Chang Holdings. Prior to joining Lum Chang Holdings, Mr. Lum held management positions whilst working locally and abroad. He is also currently a non-executive and non-independent Director of Ellipsiz Ltd, which is listed on the Mainboard of the SGX-ST, and a Director of Kwong Wai Shiu Hospital. He started his career in Lum Chang Holdings as an assistant manager in 2006 and was then promoted to a director of business development in September 2010 before assuming his current position in September 2015.

Mr. Lum graduated with a Master's Degree in Engineering with First Class Honours from the Imperial College of Science, Technology and Medicine in London, United Kingdom in 2001 and was awarded the Governor's MEng Prize for academic excellence.

Ms. Yap Lay Hoon is our Non-Executive and Non-Independent Director and was appointed to our Board on 23 June 2025.

Ms. Yap is currently the Finance Director of Lum Chang Holdings, which is listed on the Mainboard of the SGX-ST, where she is primarily responsible for overseeing the finance and accounting operations including financial reporting and planning, corporate finance and tax functions of Lum Chang Holdings.

Ms. Yap has over 20 years of experience in the financial services sector. She started out as an auditor in a local medium-sized audit firm, before joining Lum Chang Holdings in October 2000 as an accountant. She was subsequently appointed as Financial Controller in July 2022, before becoming the Finance Director of Lum Chang Holdings in January 2024.

Ms. Yap graduated with a Bachelor of Accountancy from Nanyang Technological University in 1998 and is a member of the Institute of Singapore Chartered Accountants.

Present and Past Directorships of our Directors

The list of present and past directorships of each Director over the last five years up to the Latest Practicable Date, excluding that held in our Company, are set out in the section entitled "Appendix G – List of Present and Past Directorships" of this Offer Document.

Expertise of our Directors

As evidenced by their respective business and working experiences set out above, our Directors possess the appropriate expertise to act as directors of our Company. Save for Mr. Lim Thiam Hooi and Ms. Yap Lay Hoon, our Directors, Mr. Yeo Gek Leong Clarence, Mr. Lim Ho Heng and Mr. Adrian Lum Wen-Hong, have prior experience as directors of public listed companies in Singapore. In accordance with the requirements under Practice Note 4D of the Catalist Rules, Mr. Lim Thiam Hooi and Ms. Yap Lay Hoon have completed all the relevant courses on the roles and responsibilities of a director of a public listed company in Singapore organised by the Singapore Institute of Directors.

None of our Independent Directors sits on the board of our subsidiaries.

DIRECTORS, EXECUTIVE OFFICERS AND EMPLOYEES

EXECUTIVE OFFICERS

Our Executive Officers, together with our Managing Director, are responsible for our day-to day management and operations as well as the implementation and execution of our operational policies. The particulars of our Executive Officers are set out below:

Name	Age	Address	Designation
Ms. Alice Ong	40	c/o 14 Kung Chong Road, #08-01, Lum Chang Building, Singapore 159150	Group Financial Controller
Mr. Sik Wee Teng	49	c/o 14 Kung Chong Road, #08-01, Lum Chang Building, Singapore 159150	Assistant General Manager, Projects
Mr. Ivan Oktavianus	44	c/o 14 Kung Chong Road, #08-01, Lum Chang Building, Singapore 159150	Project Director
Mr. Muhammad Azri	39	c/o 14 Kung Chong Road, #08-01, Lum Chang Building, Singapore 159150	Senior Manager
Mr. Gan Wee Jye	43	c/o 14 Kung Chong Road, #08-01, Lum Chang Building, Singapore 159150	Safety Manager

Experience of our Executive Officers

Information on the business and working experience, educational and professional qualifications, if any, and areas of responsibilities of our Executive Officers are set out below:

Ms. Alice Ong is our Group Financial Controller and has been responsible for all finance-related areas of our Group since joining us in February 2023.

Ms. Ong is in charge of handling our Group's accounts, preparing financial reports, overseeing the cash flow, setting up internal controls and processes and liaising with external auditors, tax advisers, bankers and other stakeholders to ensure smooth operations.

Prior to joining our Group, Ms. Ong took on several roles in accounting and auditing services in PricewaterhouseCoopers Malacca, Lo Hock Ling & Co and Sound Global Ltd. She joined Lum Chang Holdings, which is listed on the Mainboard of the SGX-ST, in August 2017, taking up the role of Finance Manager where she handled financial reporting and analysis for the company and group accounts, managed auditing and taxation reporting and matters, and prepared feasibility studies for potential investments and projects.

Ms. Ong has been a member of the Institute of Singapore Chartered Accountants in Singapore since 2014. Ms. Ong graduated with a Diploma in Business Studies (Accounting) in 2004 and Advanced Diploma in Commerce (Financial Accounting) in 2006 from Tunku Abdul Rahman College, Kuala Lumpur, Malaysia. She also has a professional certificate from the Association of Chartered Certified Accountants.

Mr. Sik Wee Teng is our Assistant General Manager, Projects and has been responsible for management of projects in our Group since joining us in October 2021.

Mr. Sik has over 25 years of experience in construction. He started off as a Project Manager in SAL Construction Pte Ltd in 2000 and moved to Environ Construction Co (Pte) Ltd in 2002. Thereafter, he joined Capitaland Residential Singapore Pte Ltd and Wing Tai Property Management Pte Ltd as a project manager in June 2003 and April 2007, respectively, before joining Design Studio Furniture Manufacturer Ltd. (now known as Design Studio Group Ltd.) as senior operations manager in July 2009. Subsequently, Mr. Sik continued to build his experience in project management and construction at LendLease Singapore Pte. Ltd., which he joined as a project manager in October 2010, and at Mapletree Investments Pte Ltd, which he joined as a senior manager in February 2014.

DIRECTORS, EXECUTIVE OFFICERS AND EMPLOYEES

Mr. Sik is a member of various organisations in Singapore. He became a member with Singapore Green Building Council in 2020, Asia Pacific Institute of Experts in 2023 and International Council on Monuments and Sites in 2024. He is also an Accredited Mediator with the Singapore International Mediation Institute since 2021 and is one of the Fellows with the Singapore Institute of Arbitrators since 2022. Mr. Sik had also acted as a Professional Project Director and Council Member of the Society of Project Managers in 2021 and 2023 respectively.

Mr. Sik graduated with a Bachelor of Engineering (Civil) from Nanyang Technological University in 2000, and a Master of Business Administration from the University of Hull in 2012. He also obtained two specialist diplomas in M&E Coordination and Construction Productivity from the BCA Academy and a specialist diploma in Data Science for Business from Temasek Polytechnic.

Mr. Ivan Oktavianus is our Project Director and has been responsible for management of projects in our Group since joining our Group in June 2018.

Mr. Oktavianus has over 22 years of experience in construction. Prior to joining our Group, Mr. Oktavianus joined PT Bauer Pratama Indonesia as a site engineer in August 2003 and subsequently, PT Wijaya Kusuma Contractors as a site manager in August 2005. Following that, he joined Gammon Construction Limited Singapore Branch as a project engineer in June 2008, before he went on to join Shanghai Chong Kee Furniture & Construction Pte Ltd as a project manager in January 2013 and QXY Resources Pte. Ltd. as a project manager in August 2017.

Mr. Oktavianus graduated with a Bachelor of Civil Engineering from Parahyangan Catholic University in 2003 and a Masters in International Construction Management from Nanyang Technological University in 2008.

Mr. Muhammad Azri is our Senior Manager and has been responsible for management of projects in our Group since joining our Group as a project manager in January 2020.

Mr. Muhammad started off as an architectural coordinator in Hexacon Construction Pte Ltd in August 2007, before joining Shanghai Chong Kee Furniture & Construction Pte Ltd as a project manager in May 2013.

Mr. Muhammad obtained a Diploma in Architectural Technology from Singapore Polytechnic in 2005, and a Specialist Diploma in Building Information Technology from the BCA Academy in 2012.

Mr. Gan Wee Jye is our Safety Manager and has been responsible for overseeing workplace safety and health compliance of our Group.

Mr. Gan started off as a workplace safety and health coordinator in Meisei International Private Limited in 2008. He subsequently joined Shanghai Chong Kee Furniture & Construction Pte Ltd in 2010 as a workplace safety and health officer, before joining our Group as a workplace safety and health manager in 2018 and he was subsequently promoted to Safety Manager in July 2023.

Mr. Gan has been a member of the Singapore Institute of Safety Officers since 2015.

Present and Past Directorships of our Executive Officers

The list of present and past directorships of each Executive Officer over the last five years up to the Latest Practicable Date, excluding that held in our Company, are set out in the section entitled “Appendix G – List of Present and Past Directorships” of this Offer Document.

FAMILY RELATIONSHIPS

Our Non-Executive and Non-Independent Director, Mr. Adrian Lum Wen-Hong is the son of Mr. David Lum Kok Seng and nephew of Mr. Raymond Lum Kwan Sung, who are controlling shareholders of Lum Chang Holdings, and are deemed to have an interest in all the Shares held by Lum Chang Holdings by virtue of Section 4(5) of the SFA.

DIRECTORS, EXECUTIVE OFFICERS AND EMPLOYEES

Save in respect of the foregoing, as at the Latest Practicable Date, there are no family relationships among any of our Directors, Executive Officers or Substantial Shareholders.

REMUNERATION

The compensation paid to our Directors and our Executive Officers for services rendered to us and our subsidiaries on an individual basis and in remuneration bands⁽¹⁾ during FY2023 and FY2024, and the estimated compensation⁽²⁾ expected to be paid for the current financial year is as follows:

Names	FY2023	FY2024	FY2025 Estimated
Directors			
Mr. Yeo Gek Leong Clarence	–	–	A
Mr. Lim Ho Heng	–	–	A
Mr. Lim Thiam Hooi	C	C	C
Mr. Adrian Lum Wen-Hong	–	–	A
Ms. Yap Lay Hoon	–	–	A
Executive Officers			
Ms. Alice Ong	A	A	A
Mr. Sik Wee Teng	B	B	B
Mr. Ivan Oktavianus	A	A	A
Mr. Muhammad Azri	A	A	A
Mr. Gan Wee Jye	A	A	A

Notes:

- (1) Remuneration bands:
 - (a) Band A: Compensation from S\$0 to S\$250,000 per annum.
 - (b) Band B: Compensation of between S\$250,001 to S\$500,000 per annum.
 - (c) Band C: Compensation of between S\$500,001 to S\$750,000 per annum.
- (2) For the estimated compensation as set out above, bonuses (discretionary or under any profit-sharing plan or any other profit-linked arrangements) are not taken into account

Compensation includes benefits in kind and any deferred compensation accrued for the relevant financial year and payable at a later date. The estimated amount of compensation payable in the current financial year excludes any bonus or profit-sharing plan or any other profit-linked agreement or arrangement.

Save as set out in the section entitled “Directors, Executive Officers and Employees – Service Agreement” of this Offer Document, we do not have in place any formal bonus or profit-sharing plan or any other profit-linked agreement or arrangement with any of our employees, and bonuses are expected to be paid on a discretionary basis.

Save as set out in the section entitled “LCC Share Incentive Schemes” of this Offer Document and in “Appendix J — Rules of the LCC Performance Share Plan” and “Appendix K – Rules of the LCC Employee Share Option Scheme” to this Offer Document, no remuneration has been paid or is to be paid in the form of share options to any of our Directors, Executive Officers or employees.

There are no employees of our Group who are immediate family members of any of our Directors for each of FY2023 and FY2024 and as at the Latest Practicable Date.

As at the Latest Practicable Date, other than the amounts set aside or accrued as required for compliance with the applicable laws, no amounts have been set aside or accrued by our Group to provide for pension, retirement or similar benefits for any of our employees.

DIRECTORS, EXECUTIVE OFFICERS AND EMPLOYEES

EMPLOYEES

The following table sets forth the breakdown of our employees by activity as at the end of each of FY2022, FY2023, FY2024 and 6M2025:

Function	2022	As at 30 June 2023	2024	As at 31 December 2024
<i>Singapore</i>				
Management	2	6	7	7
Accounts and Finance, Business Development and Procurement	3	6	4	5
Quantity Surveyors and Contracts	1	3	3	4
Project Teams ⁽¹⁾	10	18	26	27
General Workers	7	25	28	33
<i>Malaysia</i>				
Project Managers	–	1	–	1
Accounts and Finance	–	–	1	1
Quantity Surveyors and Contracts	–	1	1	–
Total	23	60	70	78

Note:

(1) A project team comprises project managers, project coordinators, engineers, safety personnel, site supervisors and drafters.

The increase in the number of employees during the Period Under Review was to support the business expansion of our Group. We do not employ any part-time or temporary employees and none of our full-time employees are unionised. We hold regular employee meetings with employee representatives where suggestions and comments on various aspects of our Group are provided for us to consider making the appropriate adjustments and improvements.

We believe that we maintain a good working relationship with our employees and we did not experience any significant labour disputes or any difficulty in recruiting staff during the Period Under Review and up to the Latest Practicable Date.

SERVICE AGREEMENT

Our Company has entered into a service agreement (the “**Service Agreement**”) with our Managing Director, namely, Mr. Lim Thiam Hooi for a period of three years with effect from the Listing Date, and thereafter to continue from year to year (unless otherwise terminated by either party giving not less than nine months’ prior written notice to the other). The Service Agreement covers the terms of employment, specifically salaries and bonuses.

We may also terminate the Service Agreement if, among others, our Managing Director

- (a) is disqualified to act as Executive Director or Executive Officer under any applicable laws or regulations, our Constitution or any rules prescribed by the SGX-ST;
- (b) is guilty of dishonesty, gross misconduct or wilful neglect of duty or shall commit any continued material breach of the terms of the Service Agreement after written warning (other than a breach which is capable of remedy and has been remedied by Mr. Lim Thiam Hooi to the satisfaction of our Board within 30 days upon him being called upon to do so in writing by our Board);
- (c) is guilty of conduct likely to bring himself or any member of our Group into disrepute;
- (d) becomes bankrupt or makes any arrangement or composition with his creditors or suffers a receiving order being made against him;

DIRECTORS, EXECUTIVE OFFICERS AND EMPLOYEES

- (e) is a director or an executive officer or a direct or indirect shareholder of any company (other than a member of our Group) that goes into liquidation on the ground of insolvency or becomes insolvent or suffers the presentation of a winding up petition or analogous proceedings brought against it;
- (f) is convicted of any criminal offence (other than an offence which in the reasonable opinion of our Board does not affect his position in our Company);
- (g) persistently refuses to carry out any reasonable lawful order given to him in the course of his employment or persistently fails diligently to attend to his duties under the Service Agreement; or
- (h) during his period of employment under the Service Agreement be absent from work for more than two days continuously without prior leave from our Company without reasonable excuse or without informing or attempting to inform our Company of the excuse for the absence.

Our Managing Director will not be entitled to any benefits upon termination of the Service Agreement. Additionally, the Service Agreement imposes non-solicitation and non-competition obligations on our Managing Director for the period of the Service Agreement and for a period of 12 months following termination.

Under the Service Agreement, our Managing Director will, subject to the consideration and approval of our Remuneration Committee be entitled to a performance bonus in respect of each financial year, provided that on the date the performance bonus is to be paid, he remains employed by the Company and is not serving his notice period (regardless of whether notice of termination was given by our Managing Director or the Company). The performance bonus shall be calculated based on the consolidated profit before tax, after accounting for minority interests and exceptional items, of the Group based on the audited financial statements for the relevant financial year ("**PBT**"). The performance bonus shall be within 3.0% to 5.0% of the PBT, which shall be determined at the discretion of the Remuneration Committee, and shall be payable in cash.

Directors' fees do not form part of the terms of the Service Agreement as these require the approval of Shareholders in our Company's annual general meeting.

Had the Service Agreement been in place with effect from FY2024, there would be no material difference in the aggregate remuneration paid to our Managing Director for FY2024 and there would be no material adverse impact on our profit before tax for FY2024.

Save as disclosed above, there are no existing or proposed service agreements between our Company or any of our subsidiaries and any of our Directors. There are no existing or proposed service agreements entered or to be entered into by our Directors with our Company or any of our subsidiaries which provide for benefits upon termination of employment.

CORPORATE GOVERNANCE

Our Directors recognise the importance of corporate governance and the offering of high standards of accountability to Shareholders of our Company. Accordingly, our Board has established three committees: (a) the Audit and Risk Committee; (b) the Nominating Committee; and (c) the Remuneration Committee.

Our Directors are of the view that given the current Board composition, there are sufficient safeguards and checks to ensure that the process of decision-making by our Directors is independent and based on collective decision-making.

AUDIT AND RISK COMMITTEE

Our Audit and Risk Committee comprises our Independent Directors, Mr. Lim Ho Heng and Mr. Yeo Gek Leong Clarence, and our Non-Executive and Non-Independent Director, Ms. Yap Lay Hoon. The Chairman of our Audit and Risk Committee is Mr. Lim Ho Heng. Our Audit and Risk Committee is responsible for:

- (a) review with the auditors the audit plan, the evaluation of the system of internal controls, the audit report, the assistance given by our Company's officers to the auditors, the scope and results of the internal audit procedures and the consolidated financial statements and annual report of our Company;
- (b) reviewing the significant financial reporting issues and judgments so as to ensure the integrity of our consolidated financial statements and any announcements relating to the financial performance of our Group, including to (i) assess the integrity of the financial information provided by the Group, in particular by reviewing the relevance and consistency of the accounting standards adopted by the Group, (ii) assess the correctness, completeness, and consistency of financial information, (iii) review and give its assessment to our Board on the Managing Director and Group Financial Controller's assurances as to whether the financial records are properly maintained and whether the financial statements give a true and fair view of the Group's operations and finances, and (iv) pay particular attention to critical accounting policies and practices, and any applicable changes, decisions which require a significant element of judgment, impact of any unusual transactions on the financial statements and disclosure of such transactions, clarity of disclosures, significant adjustments resulting from the audit, compliance with the Catalist Rules and other legal requirements, significant financial reporting issues with both management and the external auditor and other topics at the request of our Board;
- (c) reviewing at least annually the adequacy and effectiveness of our Company's internal controls (including financial, operational, compliance and information technology controls) and risk management systems and, where necessary and appropriate, provide a statement on our Board's comment on the adequacy and effectiveness of our Company's internal controls;
- (d) reviewing audit plans and reports of the external auditors and internal auditors, and consider the scope, results, significant findings and recommendations, together with the effectiveness of actions taken by management on the recommendations and observations;
- (e) commissioning an independent audit on internal controls and risk management systems for the Audit and Risk Committee's assurance, where necessary or where the Audit and Risk Committee is not satisfied with our Company's systems of internal controls and risk management;
- (f) making recommendations to our Board on (i) the proposals to the shareholders on the appointment and removal of external auditors; and (ii) the remuneration and terms of engagement of the external auditors;
- (g) reviewing the adequacy and effectiveness, independence, scope and results of the internal audit function, including to (i) review with management the internal audit activities, staffing, skills and organisational structure of the internal audit function and assess the adequacy and effectiveness of the internal audit function at least annually, (ii) review and approve the annual internal audit plan, and ensure that resources are allocated effectively for appropriate scope of coverage in coordination between external and internal auditors, (iii) ensure that internal audit is adequately resourced and skilled, taking into consideration our Company's nature, size and complexity, (iv)

CORPORATE GOVERNANCE

review the internal auditor's evaluation of the internal controls system and recommend necessary adjustments where appropriate, (v) review the internal audit reports and assess the effectiveness of responses and/or actions taken by management on the audit recommendations and observations, (vi) review the assistance given by management to the internal auditors, and (vii) if applicable, participate in the selection of, and approve the appointment and dismissal of the head of the internal audit function, and assess the performance of the head of the internal audit function;

- (h) reviewing the adequacy and effectiveness, independence, scope and results of the external audit function, including to (i) assess the external auditor's overall performance and make recommendations to our Board on the proposals to the shareholders for approval on the selection, appointment, re-appointment, and removal of the external auditor, (ii) review the fees and terms of engagement of the external auditor and make recommendations to our Board for approval, (iii) review the external auditor's proposed audit plan, scope and approach including the coordination of audit efforts with internal audits, (iv) monitor and review the independence and objectivity of the external auditor; and review the nature and extent of non-audit services supplied by the external auditor to ensure that the external auditor's independence or objectivity is not impaired, (v) review the external auditor's findings, evaluation of the system of internal accounting controls and the management letter, (vi) review the management representation letters provided by management to the external auditors in respect of the financial statements, (vii) review the assistance given by management to the external auditors, (viii) review the independence and objectivity of the external auditors, and (ix) ensure that the external auditors have direct and unrestricted access to the Audit and Risk Committee's chairman and the chairman of our Board;
- (i) commissioning and reviewing the findings of internal investigations into matters where there is any suspected fraud or irregularity, failure of internal controls or infringement of any law, rule or regulation which has, or is likely to have, a material impact on our Company's operating results and/or financial position and ensure that appropriate follow-up actions are taken. The Audit and Risk Committee must discuss such matter with the external auditor and, at an appropriate time, report the matter to our Board;
- (j) reviewing our Company's policy and arrangements for concerns about possible improprieties in financial reporting or other matters to be safely raised, independently investigated and appropriately followed up on. Our Company publicly discloses, and clearly communicates to employees, the existence of a whistle-blowing policy and procedures for raising such concerns;
- (k) being responsible for oversight and monitoring of whistle-blowing and ensure the following and their disclosure in our Company's annual report: (i) our Company has designated an independent function to investigate whistle-blowing reports made in good faith; (ii) our Company ensures that the identity of the whistle-blower is kept confidential; and (iii) our Company is committed to ensure protection of the whistle-blower against detrimental or unfair treatment;
- (l) being the primary reporting line of the internal audit function and ensure that the internal audit function has direct and unrestricted access to all our Company's documents, records, properties and personnel, including the Chairman of our Board and the Audit and Risk Committee;
- (m) ensuring that the internal audit function is independent, effective and adequately resourced. The internal audit function should be staffed with persons with the relevant qualifications and experience, and provide the Audit and Risk Committee's comment on the same in our Company's annual report;
- (n) deciding on the appointment, termination and remuneration of the head of the internal audit function;
- (o) meeting with the external auditors, and with the internal auditors, in each case without the presence of management, at least annually and to review the co-operation extended to the internal auditors and the external auditors;

CORPORATE GOVERNANCE

- (p) reviewing any transactions falling within the scope of Chapter 9 of the Catalist Rules in accordance with the methods and procedures set out in the section entitled “Interested Person Transactions and Potential Conflicts of Interest – General Mandate for Interested Persons Transactions” of this Offer Document, the inclusion of new mandated interested persons to the IPT General Mandate, and review the adequacy of the methods and procedures established to regulate interested person transactions and conflicts of interests, including ensuring compliance with our Company’s internal control system and the relevant provisions of the Catalist Rules and ensuring that proper measures to mitigate conflicts of interest have been put in place, in relation to interested person transactions;
- (q) recommending the appointment of an independent financial adviser (“**IFA**”) (where necessary under the Catalist Rules) and its fees in respect of any transaction, matter or any other corporate action taken by our Company where such IFA is required;
- (r) reviewing the statements to be included in our Company’s annual report concerning the adequacy and effectiveness of our Company’s internal controls (including financial, operational, compliance and information technology controls) and risk management systems, with a view to achieving clear disclosure of the same;
- (s) taking into consideration all factors as may be specified in the Code of Corporate Governance 2018 and the accompanying Practice Guidance (as each may from time to time be amended, modified or supplemented) in carrying out its duties;
- (t) reviewing the terms of reference of the audit and risk committee annually and recommend any proposed changes to our Board for approval; and
- (u) assuming such other duties (if any) that may be assigned to an audit committee of a Singapore-listed company under the Companies Act, the Catalist Rules and/or the Code of Corporate Governance 2018 (as each may from time to time be amended, modified or supplemented).

Apart from the duties listed above, our Audit and Risk Committee will ensure that arrangements are in place for employees to raise concerns, in confidence, about possible wrongdoing in financial reporting or other matters. Our Audit and Risk Committee will commission and review the findings of internal investigations into such matters or matters where there is any 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 our Group’s operating results and financial position. Our Audit and Risk Committee will also ensure that the appropriate follow-up actions are taken.

Pursuant to the Terms of Reference adopted by our Audit and Risk Committee, the Chairman of our Audit and Risk Committee has a casting vote in the event of an equality of votes in an Audit and Risk Committee meeting. This is consistent with the Chairman having a casting or second vote at board proceedings in the event of an equality of votes, as set out in the constitution to be adopted by the Company.

The Terms of Reference of our Audit and Risk Committee do not contain an obligation for the Chairman of our Audit and Risk Committee to exercise the casting vote in the event of an equality of votes. In the event the Chairman of our Audit and Risk Committee declines to exercise the casting vote, the resolution in respect of the matter up for consideration by our Audit and Risk Committee will not be passed. Nonetheless, it is noted that both the remaining members of our Audit and Risk Committee are independent and do not have any relationship with Lum Chang Holdings.

Adequacy of Internal Controls

In preparation for our Listing, our Audit and Risk Committee has held discussions with the Internal Auditors, Yang Lee & Associates, in relation to our internal controls. During the course of discussions, our Audit and Risk Committee was given a broad overview of our Group’s current internal control procedures.

CORPORATE GOVERNANCE

Our Audit and Risk Committee has also noted that no material internal accounting control weaknesses have been raised by the Independent Auditor and Reporting Accountant, PricewaterhouseCoopers LLP, in the ordinary course of their audit of the combined financial statements of our Group for FY2022, FY2023 and FY2024.

Following our Group's listing on Catalist, our Audit and Risk Committee will continually review the effectiveness of our internal control procedures and, if necessary, outsource our internal audit function to ensure the adequacy and sufficiency of internal control procedures within our Group.

Based on the foregoing, our Board of Directors, after making all reasonable enquiries and to the best of its knowledge and belief, with the concurrence of our Audit and Risk Committee, is of the opinion that our internal controls and risk management systems are adequate to address the financial, operational, compliance and information technology controls risks of our Group.

Our Group will continue to outsource the internal audit function of our Group. Our Group shall commission an annual internal controls audit by a suitable accounting firm approved by our Audit and Risk Committee, to review and assess the adequacy and effectiveness of our Group's risk management and internal control systems, including financial, operational, compliance and information technology controls of our Group. The appointed internal auditors will report directly to our Audit and Risk Committee. Before each annual internal audit, the internal auditors will propose an internal audit plan to our Audit and Risk Committee and obtain the approval of our Audit and Risk Committee before the internal auditors can proceed with the internal audit plan. The findings of such internal audit will be submitted by the appointed internal auditors to our Audit and Risk Committee for their review.

Audit and Risk Committee's Opinion on the Suitability of our Group Financial Controller

Our Audit and Risk Committee having conducted an interview with Ms. Alice Ong and having considered:

- (a) the qualifications and past working experience of Ms. Ong (as described in the section entitled "Directors, Executive Officers and Employees — Executive Officers" of this Offer Document) which are compatible with her position as Financial Controller of our Group;
- (b) observed her abilities, familiarity and diligence in relation to the financial matters and information of our Group;
- (c) Ms. Ong's demonstration of the requisite competency in finance-related matters of our Group in connection with the preparation for listing of our Company; and
- (d) the absence of negative feedback from our Independent Auditor and Reporting Accountant, PricewaterhouseCoopers LLP, and Internal Auditor, Yang Lee & Associates, that Ms. Ong is not suitable for the position of Financial Controller of our Group,

is of the opinion that Ms. Ong has the necessary expertise and experience to discharge her duties as the Group Financial Controller.

After making all reasonable enquiries, and to the best of the knowledge and belief of our Audit and Risk Committee, nothing has come to the attention of the members of our Audit and Risk Committee to cause them to believe that Ms. Ong does not have the competence, character and integrity expected of a Group Financial Controller (or its equivalent rank) of a listed issuer.

CORPORATE GOVERNANCE

NOMINATING COMMITTEE

Our Nominating Committee comprises our Independent Directors, Mr. Yeo Gek Leong Clarence and Mr. Lim Ho Heng, and our Managing Director, Mr. Lim Thiam Hooi. The Chairman of our Nominating Committee is Mr. Yeo Gek Leong Clarence. The Nominating Committee is responsible for:

- (a) making recommendations to our Board on relevant matters relating to (i) the review of board succession plans for directors, in particular, the appointment and/or replacement of the Managing Director, and key management personnel, (ii) the process and objective performance criteria for the evaluation of the performance and effectiveness of our Board as a whole, each board committees separately, the contribution by the Managing Director and each individual director, (iii) the review of training and professional development programmes for our Board, its board committees and the directors, and (iv) the appointment and re-appointment of directors (including alternate directors, if any), including the criteria used to identify and evaluate potential new directors and channels used in searching for appropriate candidates;
- (b) reviewing annually whether our Board and the board committees are of (i) an appropriate size, (ii) 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 our Company, and (iii) an appropriate balance and mix of skills, knowledge, experience and other aspects of diversity such as gender and age, so as to avoid groupthink and foster constructive debate;
- (c) reviewing and determining annually, and as and when circumstances require, if a director is independent, having regard to the circumstances set out in the Catalist Rules, the Code of Corporate Governance 2018 and the accompanying Practice Guidance (as each may from time to time be amended, modified or supplemented);
- (d) ensuring that directors disclose their relationships with our Company, its related corporations, its substantial shareholders or its officers, if any, which may affect their independence and to review such disclosures from the directors and highlight these to our Board as required;
- (e) reviewing the training and professional development programmes for our Board, in particular to ensure that new Directors are aware of their duties and obligations
- (f) reviewing and determining if a director is able to and has been adequately carrying out his duties as a director of our Company. Where a director holds a significant number of listed company directorships and principal commitments which involve significant time commitment (such as a full-time occupation, consultancy work, committee work, non-listed company board representations and directorships and non-profit organisations), to provide a reasoned assessment of the ability of the director to diligently discharge his duties;
- (g) setting the objectives for achieving board diversity and reviewing our Company's progress towards achieving these objectives;
- (h) assessing the suitability of the continued appointment of a director or executive officer of our Company who has been notified by a regulatory authority, an exchange, a professional body or a government agency that they are to be interviewed or under investigation and continued compliance with Rule 720(1) read with Rule 210(5) of the Catalist Rules which requires the directors and management to have the character and integrity expected of a listed issuer, as well as the measures (if any) put in place to safeguard against the risks associated with such continued appointment, where applicable;
- (i) reviewing the statements relating to the following matters in our Company's annual reports, with a view to achieving clear disclosure of the same (i) the induction, training and development provided to new and existing directors, (ii) our Company's process for selection, appointment and re-appointment of directors to our Board, criteria used to identify and evaluate potential new directors and channels used in searching for appropriate candidates, (iii) the directors' relationships with our Company, its related corporations, its substantial shareholders or its officers, if any, which

CORPORATE GOVERNANCE

may affect their independence and the reasons of our Board in determining that such directors are independent notwithstanding the existence of such relationships, (iv) the listed company directorships and principal commitments of each director and our Board of Directors' and the Nominating Committee's reasoned assessment of the director's ability to diligently discharge his duties, (v) how the assessments of our Board, the board committees and each director have been conducted, including the identity of any external facilitator and its connection, if any, with our Company or any of the directors, and (vi) the board diversity policy and progress made towards implementing the board diversity policy, including objectives;

- (j) taking into consideration all factors as may be specified in the Code of Corporate Governance 2018 and the accompanying Practice Guidance (as each may from time to time be amended, modified or supplemented) in carrying out its duties;
- (k) reviewing the terms of reference of the nominating committee annually and recommend any proposed changes to our Board of Directors for approval; and
- (l) assuming such other duties (if any) that may be assigned to a nominating committee of a Singapore-listed company under the Catalist Rules and/or the Code of Corporate Governance 2018 (as each may be from time to time amended, modified or supplemented).

In addition, our Nominating Committee will make recommendations to our Board on the objective performance criteria and process for the evaluation of the effectiveness of our Board as a whole, and of each board committee separately, as well as the contribution by our Chairman and each individual Director to our Board. In this regard, our Nominating Committee will decide how our Board's performance is to be evaluated and propose objective performance criteria which address how our Board has enhanced long-term shareholder value. Our Nominating Committee will also implement a process for assessing the effectiveness of our Board as a whole and our Board committees and for assessing the contribution of our Chairman and each individual Director to the effectiveness of our Board. Our Chairman will act on the results of the performance evaluation of our Board, and in consultation with our Nominating Committee, propose, where appropriate, new members to be appointed to our Board or seek the resignation of our Directors.

Each member of our Nominating Committee is required to abstain from voting, approving or making a recommendation on any resolutions of our Nominating Committee in which he has a conflict of interest in the subject matter under consideration.

Nominating Committee's view of our Independent Directors

Our Nominating Committee, having taken into consideration the following:

- (a) the number of listed company directorships by each of our Independent Directors;
- (b) the principal commitments of our Independent Directors;
- (c) the confirmations by our Independent Directors stating that they are each able to devote sufficient time and attention to the matters of our Company;
- (d) the confirmations by our Independent Directors that each of them is not accustomed or under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of any controlling shareholder of our Company, has no relationship with our Company, its related corporations or with any directors of these corporations, its Substantial Shareholders or its officers that could interfere or be reasonably perceived to interfere, with the exercise of his or her independent business judgment with a view to the best interests of our Company;
- (e) our Independent Directors' working experience and expertise in different areas of specialisation; and
- (f) the composition of our Board,

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is of the view that (i) each of our Independent Directors is individually and collectively able to devote sufficient time to the discharge of their duties and are suitable and possess relevant experience as Independent Directors of our Company and (ii) our Independent Directors, as a whole, represent a strong and independent element on our Board which is able to exercise objective judgment on corporate affairs independently from our Controlling Shareholders.

REMUNERATION COMMITTEE

Our Remuneration Committee comprises our Independent Directors, Mr. Lim Ho Heng and Mr. Yeo Gek Leong Clarence and our Non-Executive and Non-Independent Director, Mr. Adrian Lum Wen-Hong. The Chairman of our Remuneration Committee is Mr. Lim Ho Heng. Our Remuneration Committee is responsible for:

- (a) reviewing and recommending to our Board, for endorsement, a framework of remuneration and guidelines for the remuneration of the directors and such other persons having authority and responsibility for planning, directing and controlling the activities of our Company (“**Key Management Personnel**”);
- (b) reviewing and recommending to our Board, for endorsement, the specific remuneration packages for each of our Directors and Key Management Personnel;
- (c) considering all aspects of remuneration (including but not limited to directors’ fees, salaries, allowances, bonuses, options, share-based incentives and awards, benefits-in-kind and termination payments) and termination terms, to ensure they are fair and that the level and structure of remuneration are appropriate and proportionate to the sustained performance and value creation of our Company, taking into account our Company’s strategic objectives;
- (d) ensuring that a significant and appropriate proportion of the remuneration of our Executive Directors and Key Management Personnel is structured so as to link rewards to corporate and individual performance and performance-related remuneration is aligned with the interests of shareholders and other stakeholders and promotes the long-term success of our Company;
- (e) ensuring that the remuneration of our Non-Executive Directors is appropriate to their level of contribution, taking into account factors such as effort, time spent and responsibilities;
- (f) ensuring that the remuneration is appropriate to attract, retain and motivate our Directors to provide good stewardship of our Company, and Key Management Personnel to successfully manage our Company for the long term;
- (g) administering any share schemes which may be approved by the shareholders of our Company;
- (h) reviewing our remuneration policies, level and mix of remuneration, the criteria and procedure for setting remuneration, and the relationships between remuneration, performance and value creation and the statements in our annual report with a view to achieving clear disclosure of the same;
- (i) taking into consideration all factors as may be specified in the Code of Corporate Governance 2018 and the accompanying Practice Guidance (as each may from time to time be amended, modified or supplemented) in carrying out its duties;
- (j) reviewing the terms of reference of the remuneration committee annually and recommend any proposed changes to our Board for approval; and
- (k) assuming such other duties (if any) that may be assigned to a remuneration committee of a Singapore-listed company under the Catalist Rules and/or the Code of Corporate Governance 2018 (as each may from time to time be amended, modified or supplemented).

CORPORATE GOVERNANCE

Our Remuneration Committee also periodically considers and reviews remuneration packages in order to maintain their attractiveness, to retain and motivate our Directors to provide good stewardship of our Company and Key Management Personnel to successfully manage our Company, and to align the level and structure of remuneration with the long-term interests and risk policies of our Company.

If a member of our Remuneration Committee has an interest in a matter being reviewed or considered by our Remuneration Committee, he will abstain from voting on the matter.

ARRANGEMENTS OR UNDERSTANDING

Our Managing Director, Mr. Lim Thiam Hooi, is a Controlling Shareholder of our Group (as described in the section entitled “Shareholders – Ownership Structure” of this Offer Document).

For the avoidance of doubt, the appointment of Mr. Lim Thiam Hooi as Managing Director will be subject to retirement and re-election in accordance with our Constitution.

Save as disclosed in the section entitled “Interested Person Transactions and Potential Conflicts of Interests – Potential Conflicts of Interests – Nominee Directors Representing the Interests of the Lum Chang Holdings Group” of this Offer Document, to the best of our knowledge and belief, none of our Directors or Executive Officers has any arrangement or understanding with any of our Substantial Shareholders, customers or suppliers or other person pursuant to which such Director or Executive Officer was appointed as a Director or as an Executive Officer.

BOARD PRACTICES

Our Directors are to be appointed by our Shareholders at a general meeting and an election of Directors is held annually. One-third (or the number nearest to one-third) of our Directors are required to retire from office at least once every three years. However, a retiring Director is eligible for re-election at the meeting at which he retires. Further details on the appointment and retirement of Directors can be found in “Appendix D – Summary of our Constitution” to this Offer Document.

LCC SHARE INCENTIVE SCHEMES

On 23 June 2025, our Shareholders adopted the LCC Performance Share Plan and the LCC Employee Share Option Scheme (collectively, the **“LCC Share Incentive Schemes”**). Capitalised terms as used throughout this section, unless otherwise defined, shall bear the meanings as defined in “Appendix J – Rules of the LCC Performance Share Plan” and “Appendix K – Rules of the LCC Employee Share Option Scheme” to this Offer Document, as the case may be.

The LCC Share Incentive Schemes will provide eligible participants with an opportunity to participate in the equity of our Company and to motivate them towards better performance through increased dedication and loyalty. The LCC Share Incentive Schemes, which form an integral and important component of a compensation plan, is designed to primarily reward and retain Directors (including Independent Directors) and Group Executives whose services are vital to our well-being and success. As at the Latest Practicable Date, no Options or Awards have been granted under the LCC ESOS and LCC PSP respectively.

OBJECTIVES OF THE LCC SHARE INCENTIVE SCHEMES

The objectives of the LCC Share Incentive Schemes are as follows:

- (a) to retain key employees of our Group whose contributions are essential to the long-term growth and profitability of our Group;
- (b) to instil loyalty to, and a stronger identification by Participants with the long-term goals of our Company;
- (c) to attract potential employees with relevant skills to contribute to our Group and to create value for our Shareholders; and
- (d) to align the interests of Participants with the interests of our Shareholders.

PARTICIPANTS OF THE LCC SHARE INCENTIVE SCHEMES

Group Executive Directors and full-time Group Executives who have attained the age of 21 years and hold such rank as may be designated by our Remuneration Committee from time to time shall be eligible to participate in the LCC Share Incentive Schemes, provided that none shall be an undischarged bankrupt or have entered into a composition with his creditors.

Controlling Shareholders of our Company or Associates of such Controlling Shareholders who meet the criteria above are also eligible to participate in the LCC Share Incentive Schemes if their participation and Options or Awards are approved by independent Shareholders in separate resolutions for each such person and for each such Option or Award.

The selection of a participant and the number of Shares which are the subject of each Option to be granted in accordance with the LCC ESOS or of each Award to be granted in accordance with the LCC PSP shall be determined in the absolute discretion of our Remuneration Committee, which shall take into account criteria such as his rank, job performance and potential for future development, his contribution to the success and development of our Group and, if applicable, the extent of effort to achieve the performance target(s) within the performance period.

Rationale for Participation of Executive Directors and Group Executives

The extension of the LCC Share Incentive Schemes to our Group Executives allows us to have a fair and equitable system to reward our Executive Directors and Group Executives who have made and who continue to make significant contributions to the long-term growth of our Group.

We believe that the grant of Options or Awards to our Group Executives will enable us to attract, retain and provide incentives to our Directors and Group Executives to produce higher standards of performance as well as encourage greater dedication and loyalty by enabling our Company to give recognition to past contributions and services as well as motivating Participants generally to contribute towards the long-term growth of our Group.

LCC SHARE INCENTIVE SCHEMES

Rationale for Participation of Controlling Shareholders and their Associates

An employee who is a Controlling Shareholder of our Company or an Associate of a Controlling Shareholder shall be eligible to participate in the LCC Share Incentive Schemes if (i) his participation in the LCC Share Incentive Schemes; and (ii) the actual number and terms of the Options or Awards to be granted to him have been approved by independent Shareholders of our Company in separate resolutions for each such person. The relevant Employee is required to abstain from voting on, and (in the case of employees who are Directors) refrain from making any recommendation on, the resolutions in relation to the LCC Share Incentive Schemes.

One of the main objectives of the LCC Share Incentive Schemes is to motivate Participants to optimise their performance standards and efficiency and to maintain a high level of contribution to our Group. The objectives of the LCC Share Incentive Schemes apply equally to our employees who are Controlling Shareholders or their respective Associates. Our view is that all deserving and eligible Participants should be motivated, regardless of whether they are Controlling Shareholders or their respective Associates. It is our interest to incentivise outstanding employees who have contributed to the growth of our Group and continue to remain with us.

Although our Controlling Shareholders and their respective Associates have or may already have shareholding interests in our Company, the extension of the LCC Share Incentive Schemes to allow Controlling Shareholders and their respective Associates the opportunity to participate in the LCC Share Incentive Schemes will ensure that they are equally entitled, with our other Group Executives, to participate in and benefit from this system of remuneration. The LCC Share Incentive Schemes are intended to be part of our Company's system of employee remuneration and our Company is of the view that employees who are Controlling Shareholders of their respective Associates should not be unduly discriminated against by virtue only of their shareholding in our Company.

SUMMARY OF THE LCC PSP

A summary of the rules of the LCC PSP is set out below. Capitalised terms as used throughout this section, unless otherwise defined, shall bear the meanings as defined in "Appendix J – Rules of the LCC Employee Performance Share Plan" to this Offer Document.

Administration

The LCC PSP shall be administered by our Remuneration Committee with such powers and duties conferred to it by our Board. A member of our Remuneration Committee who is also a Participant of the LCC PSP must not be involved in its deliberation in respect of the Awards granted or to be granted to him.

Size of the LCC PSP

The aggregate number of Shares which may be issued or transferred pursuant to Awards granted under the LCC PSP, when aggregated with the aggregate number of Shares over which options are granted under any other share option schemes or share schemes of our Company, shall not exceed 15.0% of the total number of issued Shares (excluding Shares held by our Company as treasury shares) from time to time.

Maximum entitlements

Subject to the following, the aggregate number of Shares which may be issued or transferred pursuant to Awards granted under the LCC PSP shall be determined by our Remuneration Committee:

- (a) the aggregate number of Shares which may be issued or transferred pursuant to Awards under the LCC PSP to Participants who are Controlling Shareholders and their Associates shall not exceed 25.0% of the Shares available under the LCC PSP; and
- (b) the number of Shares which may be issued or transferred pursuant to Awards under the LCC PSP to Participants is a Controlling Shareholder or his Associate shall not exceed 10.0% of the Shares available under the LCC PSP.

LCC SHARE INCENTIVE SCHEMES

Awards

Awards represent the right of a Participant to receive fully paid Shares free of charge, provided that certain prescribed performance targets (if any) are met and upon expiry of the prescribed performance period.

Share which are allotted and issued or transferred to a Participant pursuant to the release of an Award shall not be transferred, charged, assigned, pledged or otherwise disposed of, in whole or in part, during a specified period (as prescribed by our Remuneration Committee in the Award Letter), except to the extent approved by our Remuneration Committee.

Details of Awards

Our Remuneration Committee shall decide, in relation to each Award to be granted to a Participant:

- (a) the date on which the Award is to be granted;
- (b) the number of Shares which are subject of the Award;
- (c) the performance target(s) and the performance period during which such performance target(s) are to be satisfied, if any;
- (d) the extent to which Shares, which are the subject of that Award, shall be released on each prescribed performance target(s) being satisfied (whether fully or partially) or exceeded or not being satisfied, as the case may be, at the end of the performance period; and
- (e) any other condition which our Remuneration Committee may determine in relation to that Award.

Timing of Awards

While our Remuneration Committee has the discretion to grant Awards at any time in the year, it is currently anticipated that Awards would in general be made once a year. An Award Letter confirming the Award and specifying, among others, the number of Shares which are the subject of the Award, the prescribed performance target(s), the performance period during which the prescribed performance target(s) are to be attained or fulfilled and the schedule setting out the extent to which Shares will be released on satisfaction of the prescribed performance target(s), will be sent to each Participant as soon as reasonably practicable after the making of an Award.

Vesting of Awards

Subject to the applicable laws, our Company will deliver Shares to Participants upon vesting of their Awards by way of either (i) an issue of new Shares; or (ii) a transfer of Shares then held by our Company in treasury. In determining whether to issue new Shares to Participants upon vesting of their Awards, our Company will take into account factors such as, but not limited to, the number of Shares to be delivered, the prevailing market price of the Shares and the cost to our Company of issuing new Shares or delivering existing Shares. The financial effects of the above methods are discussed below.

Termination of Awards

Special provisions in the rules of the LCC PSP dealing with the lapse or earlier vesting of Awards apply in circumstances which include the termination of the Participant's employment, the bankruptcy of the Participant and the winding-up of our Company.

Rights of Shares Arising

New Shares allotted and issued and existing Shares procured by our Company for transfer on the release of an Award shall be eligible for all entitlements, including dividends or other distributions declared or recommended in respect of the then existing Shares, the record date for which is on or after the relevant date of issue or, as the case may be, delivery, and shall in all other respects rank *pari passu* with other existing Shares then in issue.

LCC SHARE INCENTIVE SCHEMES

Duration of the LCC PSP

The LCC PSP shall continue in force at the discretion of our Remuneration Committee, subject to a maximum period of 10 years commencing on the date on which the LCC PSP is adopted by our Company in general meeting, provided always that the LCC PSP may continue beyond the above stipulated period with the approval of Shareholders in general meeting and of any relevant authorities which may then be required.

Notwithstanding the expiry or termination of the LCC PSP, any Awards made to Participants prior to such expiry or termination will continue to remain valid.

Abstention from Voting

Shareholders who are eligible to participate in the LCC PSP are to abstain from voting on any shareholders' resolution relating to the LCC PSP and should not accept nominations as proxy or otherwise for voting unless specific instructions have been given in the proxy form on how the vote is to be cast.

Adjustments and Alterations to the LCC PSP

The following describes the adjustment events under, and provisions relating to alterations of, the LCC PSP.

Adjustment Events

If a variation in the issued ordinary share capital of our Company (whether by way of a capitalisation of profits or reserves or rights issue, reduction, subdivision, consolidation, distribution or otherwise) shall take place, then:

- (a) the class and/or number of Shares which are the subject of an Award to the extent not yet vested; and/or
- (b) the class and/or number of Shares in respect of which future Awards may be granted under the LCC PSP,

shall be adjusted by our Remuneration Committee to give such Participant the same proportion of the equity capital of our Company as that to which he was previously entitled, in such manner as our Remuneration Committee may determine to be appropriate, provided that no adjustment shall be made if, as a result, the Participant receives a benefit that a Shareholder of our Company does not receive.

Unless our Remuneration Committee considers an adjustment to be appropriate, (a) the issue of securities as consideration for an acquisition or a private placement of securities; (b) the cancellation of issued Shares purchased or acquired by our Company by way of a market purchase of such Shares undertaken by our Company on the SGX-ST during the period when a share purchase mandate granted by our Shareholders (including any renewal of such mandate) is in force; (c) the issue of Shares or other securities convertible into or with rights to acquire or subscribe for Shares to its employees pursuant to any share option scheme or share plan approved by Shareholders in general meeting, including the LCC PSP; or (d) any issue of Shares arising from the exercise of any warrants or the conversion of any convertible securities issued by our Company, shall not normally be regarded as a circumstance requiring adjustment.

Any adjustment (except in relation to a bonus issue) must be confirmed in writing by the auditors of our Company for the time being (acting only as experts and not as arbitrators) to be in their opinion, fair and reasonable.

Modifications to the LCC PSP

The LCC PSP may be modified from time to time by a resolution of our Remuneration Committee subject to the compliance with the requirements of the Catalist Rules and the requirements of any other regulatory authorities as may be necessary.

LCC SHARE INCENTIVE SCHEMES

However, no modification shall adversely affect the rights attached to any Award prior to such modification or alteration except with the consent in writing of such number of Participants who, if their Awards were released to them upon the performance conditions for their Awards being satisfied in full, would become entitled to not less than 75.0% in number of all the Shares which would be fall to be allotted or transferred in full of all outstanding Awards under the LCC PSP.

No alteration shall be made to particular rules of the LCC PSP to the advantage of the holders of the Awards except with the prior approval of Shareholders in a general meeting.

Disclosures in Annual Reports

Details of, among other things, the number of Shares comprised in Awards and the number of shares comprised in Awards which have vested will be disclosed in our annual reports.

Financial Effects of the LCC PSP

The Singapore Financial Reporting Standards (International) 2 – Share-based Payment “SFRS(I) 2” requires the fair value of the employee services received in exchange for the grant of Awards to be recognised as an expense. For equity-settled share-based payment transaction, a corresponding increase is recognised in the share-based payment reserve over the vesting period. The total amount to be recognised over the vesting period is determined by reference to the fair value of the Awards granted on grant date.

Non-market vesting conditions are included in the estimation of the number of shares under options that are expected to become exercisable on the vesting date. At each balance sheet date, the Group revises its estimates of the number of shares under options that are expected to become exercisable on the vesting date and recognises the impact of the revision of the estimates in profit or loss, with a corresponding adjustment to the reserve.

When the options are exercised, the proceeds received (net of transaction costs) and the related balance previously recognised in the share-based payment reserve are transferred to the share capital account, when new ordinary shares are issued, or to the “treasury shares” account, when treasury shares are re-issued to the employees.

The combined NTA will be decreased by the cost of purchasing the existing company shares delivered to Participants. If new company shares are issued, there would be no effect on the combined NTA due to the offsetting effect of expenses recognised and increased share capital.

During the vesting period, the combined EPS would be reduced by both the expense recognised and the potential ordinary shares to be issued under the LCC PSP. NTA per share would be diluted as a result of the reduced NTA if the existing Shares are purchased or the increased number of Shares if new Shares are issued.

SUMMARY OF THE LCC ESOS

A summary of the rules of the LCC ESOS is set out below. Capitalised terms as used throughout this section, unless otherwise defined, shall bear the meanings as defined in “Appendix K – Rules of the LCC Employee Share Option Scheme” to this Offer Document.

Administration of the LCC ESOS

The LCC ESOS shall be administered by our Remuneration Committee with such powers and duties conferred to it by our Board. A member of our Remuneration Committee who is also a participant of the LCC ESOS must not be involved in its deliberation in respect of the award granted or to be granted to him.

LCC SHARE INCENTIVE SCHEMES

Size of the LCC ESOS

The aggregate number of Shares over which our Remuneration Committee may grant options under the LCC ESOS, when aggregated with the number of Shares over which options or awards are granted under any other share option schemes or share plans of our Company, shall not exceed 15.0% of the total number of all issued Shares (excluding Shares held by our Company as treasury shares) from time to time.

Maximum Entitlements

Subject to the following, the aggregate number of Shares which may be issued or transferred pursuant to Options granted under the LCC ESOS shall be determined by the Remuneration Committee:

- (a) The aggregate number of Shares which may be issued or transferred pursuant to Options under the LCC ESOS to Participants who are Controlling Shareholders and their Associates shall not exceed 25.0% of the Shares available under the LCC ESOS; and
- (b) The number of Shares which may be issued or transferred pursuant to Options under the LCC ESOS to each Participant who is a Controlling Shareholder or his Associate shall not exceed 10.0% of the Shares available under the LCC ESOS.

Grant of Options

There are no fixed periods for the grant of Options. As such, offers of the grant of Options may be made at any time at the discretion of our Remuneration Committee. However, in the event that an announcement on any matter of an exceptional nature involving unpublished price sensitive information is made, Options may only be granted on or after the second Market Day from the date on which the aforesaid announcement is made.

Acceptance of Options

The grant of Options shall be accepted within 30 days from the date of the offer. Offers of Options made to Grantees, if not accepted before the closing date, will lapse. Upon acceptance of the offer, the Grantee must pay our Company a consideration of S\$1.00.

Options Exercise Period and Exercise Price

The Options that are granted under the LCC ESOS may have Exercise Prices that are, at the discretion of our Remuneration Committee:

- (a) set at a discount to a price (the “**Market Price**”) equal to the average of the last dealt prices for the Share on the SGX-ST for the five consecutive Market Days immediately preceding the relevant Date of Grant of the relevant Option (subject to a maximum discount of 20.0%) (the “**Incentive Options**”); or
- (b) fixed at the Market Price (the “**Market Price Options**”).

Subject as provided in the LCC ESOS and any other conditions as may be introduced by our Remuneration Committee from time to time, a Market Price Option or an Incentive Option, as the case may be, shall be exercisable, in whole or in part, as follows:

- (i) in the case of a Market Price Option, during the period commencing after the first anniversary of the Date of Grant and expiring on the tenth anniversary of such Date of Grant (or such shorter period if so determined by our Remuneration Committee); and
- (ii) in the case of an Incentive Option, during the period commencing after the second anniversary of the Date of Grant and expiring on the tenth anniversary of such Date of Grant (or such shorter period if so determined by our Remuneration Committee).

LCC SHARE INCENTIVE SCHEMES

Exercise of Options

Subject to applicable law, our Company will deliver Shares to Participants upon exercise of their Options by way of either (i) an issue of new Shares; or (ii) a transfer of Shares then held by our Company in treasury. In determining whether to issue new Shares to Participants upon exercise of their Options, our Company will take into account factors such as (but not limited to) the number of Shares to be delivered, the prevailing market price of the Shares and the cost to our Company of issuing new Shares or delivering existing Shares. The financial effects of the above methods are discussed below.

Termination of Options

Special provisions in the rules of the LCC ESOS dealing with the lapse or earlier vesting of awards apply in circumstances which include the termination of the Participant's employment, the bankruptcy of the Participant and the winding-up of our Company.

Rights of Shares Arising

New Shares to be allotted and issued and existing Shares procured by our Company for transfer on the exercise of Options shall be eligible for all entitlements, including dividends or other distributions declared or recommended in respect of the then existing Shares, the record date for which is on or after the relevant date of issue or, as the case may be, delivery, and shall in all other respects rank *pari passu* with other existing Shares then in issue.

Duration of the LCC ESOS

The LCC ESOS shall continue in force at the discretion of our Remuneration Committee, subject to a maximum period of 10 years commencing on which the LCC ESOS is adopted by our Company in a general meeting, provided that always the LCC ESOS may continue beyond the above-stipulated period with the approval of our Shareholders in a general meeting and of any relevant authorities which may then be required.

Abstention from Voting

Shareholders who are eligible to participate in the LCC ESOS are to abstain from voting on any shareholders' resolution relating to the LCC ESOS and should not accept nominations as proxy or otherwise for voting unless specific instructions have been given in the proxy forms on how the vote is to be cast.

Adjustments and Alterations to the LCC ESOS

The following describes the adjustment events under, and provisions relating to alterations of, the LCC ESOS:

Adjustment Events

If a variation in the issued ordinary share capital of our Company (whether by way of a capitalisation of profits or reserves or rights issue, reduction, subdivision, consolidation, distribution or otherwise) shall take place, then:

- (a) the Exercise Price of the Options, the class and/or number of Shares comprised in an Option to the extent unexercised; and/or
- (b) the class and/or number of Shares over which Options may be granted under the LCC ESOS,

shall be adjusted by our Remuneration Committee to give such Participant the same proportion of the equity capital of our Company as that to which he was previously entitled, in such manner as our Remuneration Committee may determine to be appropriate, provided that no adjustment shall be made if, as a result, the Participant receives a benefit that a Shareholder of our Company does not receive.

LCC SHARE INCENTIVE SCHEMES

Unless our Remuneration Committee considers an adjustment to be appropriate, (a) the issue of securities as consideration for an acquisition or a private placement of securities; (b) the cancellation of issued Shares purchased or acquired by our Company by way of a market purchase of such Shares undertaken by our Company on the SGX-ST during the period when a share purchase mandate granted by our Shareholders (including any renewal of such mandate) is in force; (c) the issue of Shares or other securities convertible into or with rights to acquire or subscribe for Shares to its employees pursuant to any share option scheme or share plan approved by Shareholders in general meeting, including the LCC ESOS; or (d) any issue of Shares arising from the exercise of any warrants or the conversion of any convertible securities issued by our Company, shall not normally be regarded as a circumstance requiring adjustment.

Any adjustment (except in relation to a bonus issue) must be confirmed in writing by the auditors of our Company for the time being (acting only as experts and not as arbitrators) to be in their opinion, fair and reasonable.

Modifications to the LCC ESOS

The LCC ESOS may be modified and/or altered from time to time by a resolution of our Remuneration Committee, subject to the compliance with the requirements of the Catalist Rules and the requirements of any other regulatory authorities as may be necessary.

However, no modification or alteration shall adversely affect the rights attached to Options granted prior to such modification or alteration except with the written consent of such number of Participants under the LCC ESOS who, if they exercise their Options in full, would thereby become entitled to not less than 75.0% of the number of all Shares which would fall to be allotted or transferred upon exercise in full of all outstanding Options under the LCC ESOS.

No alteration to the LCC ESOS which would be to the advantage of Participants under the LCC ESOS shall be made except with the prior approval of our Shareholders in a general meeting.

Grant of Incentive Options with a Discounted Price

The ability to offer Incentive Options to Participants of the LCC ESOS with Exercise Prices set at a discount to the prevailing Market Prices of our Shares will operate as a means to recognise the performance of Participants as well as to motivate them to continue to excel. Incentive Options would be perceived in a more positive light by the Participants, inspiring them to work hard and produce results in order to be offered Incentive Options, as only Group Executives who have made outstanding contributions to the success and development of our Group would be granted Incentive Options.

The flexibility to grant Incentive Options is also intended to cater to situations where stock market performance has overrun the general market conditions. In such events, our Remuneration Committee will have absolute discretion to:

- (a) grant Incentive Options set at a discount to the Market Price of a Share (subject to a maximum limit of 20.0%); and
- (b) determine the Participants to whom, and the Incentive Options to which, such reduction in Exercise Prices will apply.

In determining whether to give a discount and the quantum of such discount, our Remuneration Committee shall be at liberty to take into consideration factors including the performance of our Company, our Group, the performance of the Participant concerned, the contribution of the Participant to the success and development of our Group and the prevailing market conditions. Our Remuneration Committee (in its absolute discretion) will determine on a case-by-case basis whether a discount will be given, and if so, the quantum of the discount, taking into account the objective that is desired to be achieved by our Company and the prevailing market conditions. As the actual discount given will depend on the relevant circumstances, the extent of the discount may vary from one case to another, and from time to time, subject to a maximum discount of 20.0% of the Market Price of a Share. The discretion to grant Incentive Options will, however, be used judiciously.

LCC SHARE INCENTIVE SCHEMES

It is envisaged that our Company may consider granting the Incentive Options under circumstances including (but not limited to) the following:

- (a) firstly, where it is considered more effective to reward and retain talented employees by way of a discounted price option rather than a Market Price Option. This is to reward the outstanding performers who have contributed significantly to our Group's performance and the discounted price option serves as additional incentive to such Group Executives. Options granted by our Company on the basis of market price may not be attractive and realistic in the event of an overly buoyant market and inflated share prices. Hence, during such period, the ability to offer such Options at a discount would allow our Company to grant Options on a more realistic and economically feasible basis. Furthermore, Options granted at a discount will give an opportunity to Group Executives to realise some tangible benefits even if external events cause the Share price to remain largely static.
- (b) secondly, where it is more meaningful and attractive to acknowledge a Participant's achievements through a discounted price option rather than paying him a cash bonus. For example, Options granted at a discount may be used to compensate employees and to motivate them during economic downturns when wages (including cash bonuses and annual wage supplements) are frozen or cut, or they could be used to supplement cash rewards in lieu of larger cash bonuses or annual wage supplements. Accordingly, it is possible that merit based cash bonuses or rewards may be combined with grants of Market Price Options or discounted price options, as part of eligible employees' compensation packages. The LCC ESOS will provide Group Executives with an incentive to focus more on improving the profitability of our Group thereby enhancing shareholder value when these are eventually reflected through the price appreciation of the Shares after the vesting period.
- (c) thirdly, where due to speculative forces and have regard to the historical performance of the Share price, the market price of the Shares at the time of the grant of the options may not be reflective of financial performance indicators such as return on equity and/or earnings growth.

Such flexibility in determining the quantum of discount would enable our Remuneration Committee to tailor the incentives in the grant of Incentive Options to be commensurate with the performance and contribution of each individual Participant. By individually recognising the degree of performance and contribution of each Participant, the granting of Incentive Options at a commensurate discount would enable our Remuneration Committee to provide incentives for better performance, greater dedication and loyalty of the Participants.

Our Company may also grant Market Price Options without any discount to the Market Price of our Shares. Additionally, our Company may, if it deems fit, impose conditions on the exercise of the Options (whether such Options are granted at the Market Price or at a discount to the Market Price), such as restricting the number of Shares for which the Option may be exercised during the initial years following its vesting.

Disclosures in Annual Reports

Details of, among other things, the Options granted during the financial year under review, the aggregate Options exercised since commencement of the LCC ESOS and the aggregate Options outstanding as at the end of the financial year under review, will be disclosed in our annual reports.

Financial Effects of the LCC ESOS

Under the Singapore Financial Reporting Standards (International) 2 – Share-based Payment “SFRS(I) 2”, the value of the employee services received in exchange for the grant of Options is recognised as an expense. For equity-settled share-based payment transaction, a corresponding increase is recognised in the share option reserve over the vesting period. The total amount to be recognised over the vesting period is determined by reference to the fair value of the Options granted on grant date which shall be estimated by applying an option pricing model.

LCC SHARE INCENTIVE SCHEMES

Before the end of the vesting period, at each balance sheet date, the entity revises its estimates of the number of options that are expected to vest by the vesting date and recognises the impact of this revision in the income statement with a corresponding adjustment to equity. After the vesting date, no adjustment to the income statement would be made. The proceeds net of any directly attributable transaction costs are credited to the share capital when the options are exercised.

During the vesting period, the consolidated earnings per share would be reduced by both the expense recognised and the potential ordinary shares to be issued under the share option scheme. When the options are exercised, the consolidated net tangible assets ("**NTA**") will be increased by the amount of cash received for exercise of the options. On a per share basis, the effect is accretive if the acquisition price is above the NTA per share but dilutive otherwise.

There will be no cash outlay expended by the Company at the time of grant of such options as compared to the payment of cash bonuses. However, any options granted to subscribe for new shares (whether the acquisition price is set at the market price of the shares at the date of grant or otherwise) have a fair value at the time of grant. The fair value of an option is an estimate of the amount that a willing buyer would pay a willing seller for the option on the grant date.

When the options are exercised, the proceeds received (net of transaction costs) and the related balance previously recognised in the share option reserve is transferred to the share capital account, when new ordinary shares are issued, or to the "treasury shares" account, when treasury shares are re-issued to the employees.

EXCHANGE CONTROLS

Singapore

There are no exchange control restrictions in effect in Singapore.

Malaysia

There are foreign exchange policies in Malaysia which support the monitoring of capital flows in and out of Malaysia in order to preserve its financial and economic stability. The foreign exchange control framework in Malaysia is governed by the Financial Services Act 2013 and foreign exchange policy notices. These notices regulate both residents and non-residents.

Under the current foreign exchange policy notices issued by Bank Negara Malaysia, non-residents are allowed to repatriate from Malaysia, funds including any income earned or proceeds from divestment of a RM asset, provided that such repatriation is made in foreign currency and the conversion of RM into foreign currency is undertaken in accordance with the foreign exchange policy notices.

CLEARANCE AND SETTLEMENT

Upon listing and quotation on Catalist, our Shares will be traded under the book-entry settlement system of CDP, and all dealings in and transactions of the Shares through Catalist will be effected in accordance with the terms and conditions for the operation of Securities Accounts with CDP, as amended, modified or supplemented from time to time.

CDP, a wholly-owned subsidiary of the Singapore Exchange Securities Trading Limited, was incorporated under the laws of Singapore and acts as a depository and clearing organisation. CDP holds securities for its account holders and facilitates the clearance and settlement of securities transactions between account holders through electronic book-entry changes in the Securities Accounts maintained by such account holders with CDP.

Our Shares will be registered in the name of CDP or its nominees and held by CDP for and on behalf of persons who maintain, either directly or through Depository Agents, Securities Accounts with CDP. Persons named as direct Securities Account holders and Depository Agents in the Depository Register maintained by CDP, will be treated, under our Constitution and the Companies Act, as members of our Company in respect of the number of Shares credited to their respective Securities Accounts.

Persons holding our Shares in Securities Accounts with CDP may withdraw the number of Shares they own from the book-entry settlement system in the form of physical share certificates. Such share certificates will, however, not be valid for delivery pursuant to trades transacted on the SGX-ST, although they will be prima facie evidence of title and may be transferred in accordance with our Constitution. A fee of S\$10.00 for each withdrawal of 1,000 Shares or less and a fee of S\$25.00 for each withdrawal of more than 1,000 Shares is payable upon withdrawing the Shares from the book-entry settlement system and obtaining physical share certificates. In addition, a fee of S\$2.00 or such other amount as our Directors may decide, is payable to the Share Registrar for each share certificate issued and stamp duty of S\$10.00 is also payable where our Shares are withdrawn in the name of the person withdrawing our Shares or S\$0.20 per S\$100.00 or part thereof of the last transacted price where it is withdrawn in the name of a third party. Persons holding physical share certificates who wish to trade on Catalist must deposit with CDP their share certificates together with the duly executed and (where necessary) stamped instruments of transfer in favour of CDP, and have their respective Securities Accounts credited with the number of Shares deposited before they can effect the desired trades. A fee of S\$10.00, subject to GST at the prevailing rate (currently 9.0%) is payable upon the deposit of each instrument of transfer with CDP. The above fee may be subject to such changes as may be in accordance with CDP's prevailing policies or the current tax policies that may be in force in Singapore from time to time. Transfers and settlements pursuant to on-exchange trades will be charged a fee of S\$30.00 and transfers and settlements pursuant to off-exchange trades will be charged a fee of 0.015% of the value of the transaction, subject to a minimum of S\$75.00.

Transactions in our Shares under the book-entry settlement system will be reflected by the seller's Securities Account being debited with the number of Shares sold and the buyer's Securities Account being credited with the number of Shares acquired. No transfer stamp duty is currently payable for our Shares that are settled on a book-entry basis.

A Singapore clearing fee for trades in our Shares on Catalist is payable at the rate of 0.0325% of the transaction value subject to a maximum of S\$600.00 per transaction. The clearing fee, instrument of transfer deposit fee and share withdrawal fee may be subject to GST at the prevailing rate of 9.0% (or such other rate prevailing from time to time).

Dealing in our Shares will be carried out in Singapore dollars and will be effected for settlement on CDP on a scripless basis. Settlement of trades on a normal "ready" basis on Catalist generally takes place on the third Market Day following the transaction date, and payment for the securities is generally settled on the following business day. CDP holds securities on behalf of investors in Securities Accounts. An investor may open a direct account with CDP or a sub-account with a Depository Agent. The CDP Depository Agent may be a member company of the SGX-ST, bank, merchant bank or trust company.

GENERAL INFORMATION

MATERIAL BACKGROUND INFORMATION

1. Save as disclosed below, none of our Directors, Executive Officers or Controlling Shareholders has:
 - (a) at any time during the last 10 years, had an application or a petition under any bankruptcy laws of any jurisdiction 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 two years from the date he ceased to be a partner;
 - (b) at any time during the last 10 years, had an application or a petition under any law of any jurisdiction 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 two 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;
 - (c) any unsatisfied judgments against him;
 - (d) 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;
 - (e) 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;
 - (f) at any time during the last 10 years, judgment entered against him in any civil proceeding 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 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;
 - (g) ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust;
 - (h) 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;
 - (i) 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;
 - (j) ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of affairs of:
 - (i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere;
 - (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;
 - (iii) any business trust which has been investigated for breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or

GENERAL INFORMATION

- (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 the period when he was so concerned with the entity or business trust; and

- (k) ever been the subject of any current or past investigation or disciplinary proceedings, or been reprimanded or issued any warning, by the Authority or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere.

Disclosure in respect of Mr. Raymond Lum Kwan Sung, a Controlling Shareholder of our Company

On 28 December 1995, the SGX had issued a reprimand against Mr. Raymond Lum Kwan Sung for a breach of the SGX's corporate disclosure policy, arising from the failure to make a prompt announcement when there was unusual trading activity in the shares of L.C. Development Ltd. ("LCD"). In connection therewith, the SGX had also ruled, among others, that Mr. Raymond Lum Kwan Sung could not hold directorships in listed companies for two years, other than in Lum Chang Holdings and LCD.

On 25 August 1999, without admitting or denying the allegations, Mr. Raymond Lum Kwan Sung had settled a civil insider trading complaint made by the U.S. Securities and Exchange Commission ("SEC") on 25 April 1997. The complaint had alleged that Mr. Raymond Lum Kwan Sung had traded in the securities of APL Limited while in possession of material, non-public information. As part of the settlement, Mr. Raymond Lum Kwan Sung had (i) consented to the entry of a final judgment that permanently enjoined him from violating Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5; and (ii) agreed to make disgorgements of trading profits, payment of pre-judgment interest, and additional payments of an aggregate amount of approximately US\$2.3 million.

Disclosure in respect of Mr. David Lum Kok Seng, a Controlling Shareholder of our Company

On 28 December 1995, the SGX had issued a reprimand against Mr. David Lum Kok Seng for a breach of the SGX's corporate disclosure policy, arising from the failure to make a prompt announcement when there was unusual trading activity in the shares of LCD. In connection therewith, the SGX had also ruled, among others, that Mr. David Lum Kok Seng could not hold directorships in listed companies for two years, other than in Lum Chang Holdings and LCD.

On 24 September 2024, the Attorney-General Chambers released a statement in relation to the charges against former Transport Minister S Iswaran for obtaining gifts from two local businessmen and obstruction of justice. The statement included details of the charges, including those involving gifts from Mr. David Lum Kok Seng. Mr. David Lum Kok Seng assisted the Corrupt Practices Investigation Bureau in relation to its investigations into former Transport Minister S Iswaran. In October 2024, the Attorney-General Chambers released another statement stating that the Prosecution will not be tendering charges against Mr. David Lum Kok Seng.

SHARE CAPITAL

2. Our existing Shares do not carry voting rights which are different from the New Shares. The rights and privileges attached to our Shares are stated in our Constitution.
3. Save as disclosed below and in the sections entitled "Share Capital" and "Restructuring Exercise" of this Offer Document, there are no changes in the share capital or the number and classes of shares of our Company or our subsidiaries within the three years preceding the date of this Offer Document.

GENERAL INFORMATION

LC Interior

Date of issue	Number of shares issued / redeemed	Aggregate issue / redemption price	Purpose of issue	Resultant issued share capital
1 February 2018	1,500,000	S\$1.00	Allotment on incorporation	1,500,000
6 December 2021	1,500,000	S\$1.00	Increase in capital	3,000,000

LC Decor

Date of issue	Number of shares issued / redeemed	Aggregate issue / redemption price	Purpose of issue	Resultant issued share capital
2 August 2023	2	S\$1.00	Allotment on incorporation	2
13 October 2023	299,998	S\$1.00	Increase in capital	300,000

LC Brandsbridge

Date of issue	Number of shares issued / redeemed	Aggregate issue / redemption price	Purpose of issue	Resultant issued share capital
30 August 2022	2	S\$1.00	Allotment on incorporation	2
18 October 2022	999,998	S\$1.00	Increase in capital	1,000,000

Quintessential Builder

Date of issue	Number of shares issued / redeemed	Aggregate issue / redemption price	Purpose of issue	Resultant issued share capital
21 May 2024	10	S\$1.00	Allotment on incorporation	10
23 July 2024	99,990	S\$1.00	Increase in capital	100,000

4. Save as disclosed in the sections entitled “Share Capital” and “Restructuring Exercise” of this Offer Document, no shares in, or debentures of, our Company or any of our subsidiaries have been issued, or are proposed to be issued, as fully or partly paid-up for cash, or for a consideration other than cash, during the last three years preceding the date of this Offer Document.
5. Save as disclosed under the section entitled “Shareholders” and “Share Capital” of this Offer Document, as at the Latest Practicable Date, no person has been, or is entitled to be, given an option to subscribe for any shares in or debentures of our Company or any of our subsidiaries.

MATERIAL CONTRACTS

6. The following contracts, not being contracts entered into in the ordinary course of business, have been entered into by us within the two years preceding the date of lodgement of this Offer Document and are or may be material:
 - (a) the Restructuring Deed entered into pursuant to the Restructuring Exercise, details of which are set out in the section entitled “Restructuring Exercise” of this Offer Document; and
 - (b) the Service Agreement, details of which are set out in the section entitled “Directors, Executive Officers and Employees – Service Agreement” of this Offer Document.

GENERAL INFORMATION

LITIGATION

7. Our Group was not engaged in any legal or arbitration proceedings in the last 12 months before the date of the lodgement of this Offer Document, as plaintiff or defendant in respect of any claims or amounts which are material in the context of the Invitation and our Directors have no knowledge of any proceedings pending or threatened against our Company or any member of our Group or any facts likely to give rise to any litigation, claims or proceedings which might materially affect the financial position or profitability of our Group.

MISCELLANEOUS

8. We currently have no intention of changing our auditors after the Listing of our Company on Catalist. The name, address and professional qualifications (including any membership in a professional body) of our auditors for FY2022, FY2023 and FY2024 are as follows:

Name and Address	Membership in Professional Body	Partner-in-charge / Professional Qualification
PricewaterhouseCoopers LLP 7 Straits View #12-00, Marina One East Tower Singapore 018936	Institute of Singapore Chartered Accountants	Alex Toh Wee Keong / Member of the Institute of Singapore Chartered Accountants

9. There has been no previous offer for sale of our Shares to the public within the two years preceding the date of this Offer Document.
10. There has not been any public take-over offer by a third party in respect of our Shares, or by our Company in respect of shares of another corporation or units of a business trust, which has occurred between the date of incorporation of our Company and the Latest Practicable Date.
11. Save as disclosed in the section entitled “Plan of Distribution – Full Sponsorship and Management Agreement and, Underwriting and Placement Arrangement” and “Shareholders – Significant Changes in Percentage of Ownership” of this Offer Document, no commission, discount or brokerage has been paid or other special terms granted within the two years preceding the Latest Practicable Date or is payable to any Director, promoter, expert, proposed director or any other person for subscribing for and/or purchasing or agreeing to subscribe for and/or purchase or procuring or agreeing to procure subscription for and/or purchase of any shares in or debentures of our Company or any of our subsidiaries.
12. No expert employed on a contingent basis by our Company or any of our subsidiaries, has a material interest, whether direct or indirect, in the shares of our Company or our subsidiaries, or has a material economic interest, whether direct or indirect, in our Company, including an interest in the success of the Invitation.
13. Application monies received by our Company in respect of successful applications (including successful applications which are subsequently rejected) will be placed in a separate non-interest bearing account with the Receiving Bank. Any refund of all or part of the application monies to unsuccessful or partially successful applicants will be made without any interest or any share of revenue or any other benefit arising therefrom.
14. Save as disclosed in the sections entitled “Risk Factors”, “Management’s Discussion and Analysis of Financial Position and Results of Operations” and “Trend Information” of this Offer Document, our Directors are not aware of any event which has occurred between 1 January 2025 and the Latest Practicable Date, which may have a material effect on the financial position and results of operations of our Group or the financial information provided in this Offer Document.
15. Save as disclosed in the sections entitled “Risk Factors” and “General Information on our Group - Material Licences, Registrations and Certifications”, the business or profitability of our Company is not materially dependent on any patent or licence, industrial, commercial or financial contract (including a contract with a customer or supplier) or new manufacturing process.

GENERAL INFORMATION

CONSENTS

16. The Independent Auditor and Reporting Accountant have given and have not withdrawn their written consent to the issue of this Offer Document with the inclusion herein of the “Independent Auditor’s Report and the Audited Combined Financial Statements for the Financial Years Ended 30 June 2022, 2023 and 2024”, the “Independent Auditor’s Review Report and the Unaudited Condensed Interim Combined Financial Statements for the Six-Month Period Ended 31 December 2024” and the “Reporting Accountant’s Assurance Report and the Unaudited Pro Forma Combined Financial Information for the Financial Year Ended 30 June 2024” as set out in Appendices A, B and C to this Offer Document in the form and context in which it is included and references to its name in the form and context in which it appears in this Offer Document and to act in such capacity in relation to this Offer Document.
17. The Issue Manager and Full Sponsor has given and has not withdrawn its written consent to the issue of this Offer Document with the inclusion herein of its name and references thereto in the form and context in which it appears in this Offer Document and to act in such capacity in relation to this Offer Document.
18. The Underwriter and Placement Agent has given and has not withdrawn its written consent to the issue of this Offer Document with the inclusion herein of its name and references thereto in the form and context in which it appears in this Offer Document and to act in such capacity in relation to this Offer Document.
19. Each of the Solicitors to the Invitation and Legal Advisers to our Company and the Vendor as to Singapore Law, the Legal Adviser to our Company as to Malaysian Law, the Legal Adviser to the Issue Manager and Full Sponsor, the Underwriter and Placement Agent, the Share Registrar, the Receiving Bank and the Principal Bankers do not make, or purport to make, any statement in this Offer Document or any statement upon which a statement in this Offer Document is based and, to the maximum extent permitted by law, expressly disclaim and take no responsibility for any liability to any person which is based on, or arises out of, the statements, information or opinions in this Offer Document.
20. Converging Knowledge Pte. Ltd., the Industry Consultant, has given and has not withdrawn its written consent to the issue of this Offer Document with the inclusion herein of (i) its name and all references thereto; (ii) the “Independent Market Report” as set out in Appendix H to this Offer Document; and (iii) all statements attributable to them in the sections entitled “Offer Document Summary”, “Management’s Discussion and Analysis of Financial Position and Results of Operations” and “General Information on our Group” of this Offer Document, in the form and context in which it is included, and to act in such capacity in relation to this Offer Document.
21. Xandar Capital Pte. Ltd., the Independent Financial Adviser, has given and has not withdrawn its written consent to the issue of this Offer Document with the inclusion herein of (i) its name and all references thereto; (ii) the letter entitled “Letter from Independent Financial Adviser” as set out in Appendix I to this Offer Document; and (iii) all statements attributable to it in the section entitled “Interested Person Transactions and Conflicts of Interests” of this Offer Document, in the form and context in which it is included, and to act in such capacity in relation to this Offer Document.

RESPONSIBILITY STATEMENT BY OUR DIRECTORS

22. This Offer Document has been seen and approved by our Directors and they collectively and individually accept full responsibility for the accuracy of the information given in this Offer Document and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, this Offer Document constitutes full and true disclosure of all material facts about the Invitation and our Group, and our Directors are not aware of any facts the omission of which would make any statement in this Offer Document misleading. Where information in this Offer Document has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of our Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Offer Document in its proper form and context.

GENERAL INFORMATION

RESPONSIBILITY STATEMENT BY THE VENDOR

23. This Offer Document has been seen and approved by the Vendor and he accepts full responsibility for the accuracy of the information given in this Offer Document and confirms after making all reasonable enquiries, that to the best of his knowledge and belief, this Offer Document constitutes full and true disclosure of all material facts about the Invitation and our Group, and the Vendor is not aware of any facts the omission of which would make any statement in this Offer Document misleading. Where information in this Offer Document has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Vendor has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Offer Document in its proper form and context.

DOCUMENTS AVAILABLE FOR INSPECTION

24. The following documents or copies thereof may be inspected at our registered office at 14 Kung Chong Road, #08-01, Lum Chang Building, Singapore 159150, during normal business hours for a period of six months from the date of registration of this Offer Document by the SGX-ST acting as agent on behalf of the Authority:
- (a) our Constitution;
 - (b) the “Independent Auditor’s Report and the Audited Combined Financial Statements for the Financial Years Ended 30 June 2022, 2023 and 2024” as set out in Appendix A to this Offer Document;
 - (c) the “Independent Auditor’s Review Report and the Unaudited Condensed Interim Combined Financial Statements for the Six-Month Period Ended 31 December 2024” as set out in Appendix B to this Offer Document;
 - (d) the “Reporting Accountant’s Assurance Report and the Unaudited Pro Forma Combined Financial Information for the Financial Year Ended 30 June 2024” as set out in Appendix C to this Offer Document;
 - (e) the respective audited financial statements of our subsidiaries for the Period Under Review, where applicable, and in respect of all our Singapore-incorporated subsidiaries, all notes, reports or information relating to their audited financial statements which are required to be prepared under the Companies Act;
 - (f) the material contracts referred to in the section entitled “General Information – Material Contracts” of this Offer Document;
 - (g) the letters of consent referred to in the section entitled “General Information – Consents” of this Offer Document;
 - (h) the Service Agreement referred to in the section entitled “Directors, Executive Officers and Employees – Service Agreement” of this Offer Document;
 - (i) the Independent Market Report referred to in this Offer Document as set out in Appendix H to this Offer Document; and
 - (j) the letter of the Independent Financial Adviser referred to in this Offer Document as set out in Appendix I to this Offer Document.

**APPENDIX A – INDEPENDENT AUDITOR’S REPORT AND THE AUDITED
COMBINED FINANCIAL STATEMENTS FOR THE FINANCIAL YEARS ENDED
30 JUNE 2022, 2023 AND 2024**

LUM CHANG CREATIONS LIMITED

(Incorporated in Singapore. Registration No 202515827E)

AND ITS SUBSIDIARIES

COMBINED FINANCIAL STATEMENTS

For the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024

**APPENDIX A – INDEPENDENT AUDITOR’S REPORT AND THE AUDITED
COMBINED FINANCIAL STATEMENTS FOR THE FINANCIAL YEARS ENDED
30 JUNE 2022, 2023 AND 2024**

LUM CHANG CREATIONS LIMITED

(Incorporated in Singapore)

AND ITS SUBSIDIARIES

COMBINED FINANCIAL STATEMENTS

For the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024

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APPENDIX A – INDEPENDENT AUDITOR’S REPORT AND THE AUDITED COMBINED FINANCIAL STATEMENTS FOR THE FINANCIAL YEARS ENDED 30 JUNE 2022, 2023 AND 2024

INDEPENDENT AUDITOR’S REPORT ON THE COMBINED FINANCIAL STATEMENTS FOR THE FINANCIAL YEARS ENDED 30 JUNE 2022, 30 JUNE 2023 AND 30 JUNE 2024

The Board of Directors
Lum Chang Creations Limited
14 Kung Chong Road,
#08-01 Lum Chang Building,
Singapore 159150.

Report on the Audit of the Combined Financial Statements

Our Opinion

We have audited the accompanying combined financial statements of Lum Chang Creations Limited (“the Company”) and its subsidiaries (“the Group”) set out on pages A-6 to A-47, which comprise the combined balance sheets as at 30 June 2022, 30 June 2023 and 30 June 2024, and the combined statements of comprehensive income, the combined statements of changes in equity and the combined statements of cash flows for each of the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024, and the notes to the combined financial statements, including a summary of material accounting policy information.

In our opinion, the accompanying combined financial statements of the Group are properly drawn up in accordance with the Singapore Financial Reporting Standards (International) (“SFRS(I)s”) so as to give a true and fair view of the combined financial position of the Group as at 30 June 2022, 30 June 2023 and 30 June 2024, and of the combined financial performance, combined changes in equity and combined cash flows of the Group for each of the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024.

Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing (“SSAs”). Our responsibilities under those standards are further described in the *Auditor’s Responsibilities for the Audit of the Combined Financial Statements* section of our report. We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities (“ACRA Code”) together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Directors for the Combined Financial Statements

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

In preparing the combined 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 have no realistic alternative but to do so.

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

APPENDIX A – INDEPENDENT AUDITOR’S REPORT AND THE AUDITED COMBINED FINANCIAL STATEMENTS FOR THE FINANCIAL YEARS ENDED 30 JUNE 2022, 2023 AND 2024

INDEPENDENT AUDITOR’S REPORT ON THE COMBINED FINANCIAL STATEMENTS FOR THE FINANCIAL YEARS ENDED 30 JUNE 2022, 30 JUNE 2023 AND 30 JUNE 2024 (continued)

Auditor’s Responsibilities for the Audit of the Combined Financial Statements

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

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

- Identify and assess the risks of material misstatement of the combined financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group’s internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the combined financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the combined financial statements, including the disclosures, and whether the combined financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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

**APPENDIX A – INDEPENDENT AUDITOR’S REPORT AND THE AUDITED
COMBINED FINANCIAL STATEMENTS FOR THE FINANCIAL YEARS ENDED
30 JUNE 2022, 2023 AND 2024**

**INDEPENDENT AUDITOR’S REPORT ON THE COMBINED FINANCIAL STATEMENTS FOR THE
FINANCIAL YEARS ENDED 30 JUNE 2022, 30 JUNE 2023 AND 30 JUNE 2024 (continued)**

Restriction on distribution and use

This report is made solely to you as a body for the inclusion in the Offer Document of the Company to be issued in relation to the proposed offering of the shares of the Company in connection with the Company’s listing on Catalist Board of the Singapore Exchange Securities Trading Limited.

PricewaterhouseCoopers LLP
Public Accountants and Chartered Accountants
Singapore

Partner-in-charge: Alex Toh Wee Keong
9 July 2025

**APPENDIX A – INDEPENDENT AUDITOR’S REPORT AND THE AUDITED
COMBINED FINANCIAL STATEMENTS FOR THE FINANCIAL YEARS ENDED
30 JUNE 2022, 2023 AND 2024**

**LUM CHANG CREATIONS LIMITED
AND ITS SUBSIDIARIES**

COMBINED STATEMENTS OF COMPREHENSIVE INCOME

For the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024

	Note	2022 \$'000	2023 \$'000	2024 \$'000
Revenue	5(a)	14,036	39,430	58,973
Cost of sales	7	(12,234)	(31,172)	(48,321)
Gross profit		1,802	8,258	10,652
Interest income		2	27	105
Other income	6(a)	38	31	47
Other losses - net	6(b)	(8)	(5)	(6)
Expenses				
- Administrative and general	7	(1,234)	(2,588)	(4,003)
- Finance	9	(7)	(11)	(12)
Profit before income tax		593	5,712	6,783
Income tax expense	10(a)	(90)	(933)	(1,150)
Net profit		503	4,779	5,633
Net profit attributable to:				
Equity holders of the Company		503	4,536	4,723
Non-controlling interests		—	243	910
		503	4,779	5,633
Other comprehensive loss:				
<i>Items that may be reclassified subsequently to profit or loss:</i>				
Currency translation differences arising from consolidation		(6)	(19)	(1)
Other comprehensive loss for the year, net of tax		(6)	(19)	(1)
Total comprehensive income for the year		497	4,760	5,632
Total comprehensive income attributable to:				
Equity holders of the Company		497	4,517	4,722
Non-controlling interests		—	243	910
		497	4,760	5,632
Earnings per ordinary share attributable to the equity holders of the Company (cents per share)	11			
- Basic		0.18	1.62	1.69
- Diluted		0.18	1.62	1.69

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

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30 JUNE 2022, 2023 AND 2024**

**LUM CHANG CREATIONS LIMITED
AND ITS SUBSIDIARIES**

COMBINED BALANCE SHEETS

As at 30 June 2022, 30 June 2023 and 30 June 2024

	Note	2022 \$'000	2023 \$'000	2024 \$'000
ASSETS				
Current assets				
Cash and cash equivalents	12	1,447	3,713	11,483
Trade and other receivables	13(a)	3,950	6,639	8,225
Contract assets	5(b)	2,265	6,007	5,035
Other current assets	14	79	191	206
		<u>7,741</u>	<u>16,550</u>	<u>24,949</u>
Non-current assets				
Trade and other receivables	13(b)	1,006	2,151	3,014
Property, plant and equipment	16	505	985	1,168
Deferred income tax assets	10(c)	20	67	107
		<u>1,531</u>	<u>3,203</u>	<u>4,289</u>
Total assets		<u>9,272</u>	<u>19,753</u>	<u>29,238</u>
LIABILITIES				
Current liabilities				
Trade and other payables	18(a)	2,889	5,958	7,905
Contract liabilities	5(b)	468	945	3,066
Provision for other liabilities	18(b)	165	468	763
Current income tax liabilities	10(b)	–	971	1,137
Borrowings	19	103	228	220
		<u>3,625</u>	<u>8,570</u>	<u>13,091</u>
Non-current liabilities				
Trade and other payables	18(a)	119	232	821
Borrowings	19	158	331	574
		<u>277</u>	<u>563</u>	<u>1,395</u>
Total liabilities		<u>3,902</u>	<u>9,133</u>	<u>14,486</u>
NET ASSETS		<u>5,370</u>	<u>10,620</u>	<u>14,752</u>
EQUITY				
Capital and reserves attributable to the equity holders of the Company				
Share capital	20	13,682	13,682	13,682
Capital and other reserves	22	(10,692)	(10,711)	(10,712)
Retained profits		2,380	6,916	10,384
		<u>5,370</u>	<u>9,887</u>	<u>13,354</u>
Non-controlling interests	21	–	733	1,398
Total equity		<u>5,370</u>	<u>10,620</u>	<u>14,752</u>

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

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**LUM CHANG CREATIONS LIMITED
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COMBINED STATEMENTS OF CHANGES IN EQUITY

For the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024

← Attributable to equity holders of the Company →							
	Note	Share capital \$'000	Capital and other reserves \$'000	Retained profits \$'000	Total \$'000	Non-controlling interests \$'000	Total equity \$'000
2022							
Balance as at 1 July 2021		13,682	(10,686)	3,377	6,373	–	6,373
Net profit		–	–	503	503	–	503
Other comprehensive loss		–	(6)	–	(6)	–	(6)
Total comprehensive (loss)/ income		–	(6)	503	497	–	497
Dividends paid	23	–	–	(1,500)	(1,500)	–	(1,500)
Total transactions with owners, recognised directly in equity		–	–	(1,500)	(1,500)	–	(1,500)
Balance as at 30 June 2022		13,682	(10,692)	2,380	5,370	–	5,370
2023							
Balance as at 1 July 2022		13,682	(10,692)	2,380	5,370	–	5,370
Net profit		–	–	4,536	4,536	243	4,779
Other comprehensive loss		–	(19)	–	(19)	–	(19)
Total comprehensive (loss)/ income		–	(19)	4,536	4,517	243	4,760
Capital contribution by a non-controlling shareholder of subsidiary	21	–	–	–	–	490	490
Total transactions with owners, recognised directly in equity		–	–	–	–	490	490
Balance as at 30 June 2023		13,682	(10,711)	6,916	9,887	733	10,620
2024							
Balance as at 1 July 2023		13,682	(10,711)	6,916	9,887	733	10,620
Net profit		–	–	4,723	4,723	910	5,633
Other comprehensive loss		–	(1)	–	(1)	–	(1)
Total comprehensive (loss)/ income		–	(1)	4,723	4,722	910	5,632
Dividends paid	23	–	–	(1,255)	(1,255)	–	(1,255)
Dividends paid to non-controlling shareholder of subsidiary	21	–	–	–	–	(245)	(245)
Total transactions with owners, recognised directly in equity		–	–	(1,255)	(1,255)	(245)	(1,500)
Balance as at 30 June 2024		13,682	(10,712)	10,384	13,354	1,398	14,752

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

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**LUM CHANG CREATIONS LIMITED
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COMBINED STATEMENTS OF CASH FLOWS

For the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024

	Note	2022 \$'000	2023 \$'000	2024 \$'000
Cash flows from operating activities				
Net profit		503	4,779	5,633
Adjustments for:				
- Income tax expense	10(a)	90	933	1,150
- Depreciation of property, plant and equipment	7	159	241	369
- Loss on disposal of property, plant and equipment - net	6(b)	8	—	—
- Interest income		(2)	(27)	(105)
- Finance expense	9	7	11	12
- Gain on lease modification	6(b)	—	—	(2)
Operating cash flows before working capital changes		765	5,937	7,057
Changes in working capital:				
- Trade and other receivables		(2,022)	(3,829)	(2,427)
- Contract assets		(1,416)	(3,742)	972
- Contract liabilities		468	477	2,121
- Other current assets		12	(112)	(15)
- Trade and other payables and provision for other liabilities		715	3,482	2,831
Cash (used in)/generated from operations		(1,478)	2,213	10,539
Income tax refund/(paid)	10(b)	1	(8)	(1,024)
Net cash (used in)/provided by operating activities		(1,477)	2,205	9,515
Cash flows from investing activities				
Interest income received		3	22	83
Proceeds from disposal of property, plant and equipment		102	—	—
Purchase of property, plant and equipment		(10)	(266)	(83)
Net cash provided by/(used in) investing activities		95	(244)	—

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

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COMBINED STATEMENTS OF CASH FLOWS (continued)

For the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024

	Note	2022 \$'000	2023 \$'000	2024 \$'000
Cash flows from financing activities				
Dividends paid	23	–	–	(1,255)
Dividends paid to non-controlling shareholders of subsidiaries		–	–	(245)
Proceeds from issuance of shares to non-controlling interest by a subsidiary		–	490	–
Repayment of lease liabilities and hire purchase loan		(107)	(168)	(244)
Net cash (used in)/provided by financing activities		(107)	322	(1,744)
Net change in cash and cash equivalents		(1,489)	2,283	7,771
Cash and cash equivalents at beginning of financial year		2,944	1,447	3,713
Effect of changes in currency translation rates on cash and cash equivalents		(8)	(17)	(1)
Cash and cash equivalents at end of financial year	12	1,447	3,713	11,483

Significant non-cash transactions

During the financial year ended 30 June 2022, dividends amounting to \$1,500,000 were paid by a subsidiary in the form of additional shares in that subsidiary.

Reconciliation of liabilities arising from financing activities

	1 July	Non-cash changes			Principal and interest payments	30 June
		Interest expense	Additions	Modification		
	\$	\$	\$	\$	\$	\$
2022						
Lease liabilities	54	1	117	–	(60)	112
Hire purchase loan	190	6	–	–	(47)	149
2023						
Lease liabilities	112	6	455	–	(116)	457
Hire purchase loan	149	5	–	–	(52)	102
2024						
Lease liabilities	457	9	570	(103)	(195)	738
Hire purchase loan	102	3	–	–	(49)	56

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

APPENDIX A – INDEPENDENT AUDITOR’S REPORT AND THE AUDITED COMBINED FINANCIAL STATEMENTS FOR THE FINANCIAL YEARS ENDED 30 JUNE 2022, 2023 AND 2024

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NOTES TO THE COMBINED FINANCIAL STATEMENTS

For the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024

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

1. General information

Lum Chang Creations Limited (the “Company”) is incorporated and domiciled in Singapore. The address of its registered office is 14 Kung Chong Road, #08-01 Lum Chang Building, Singapore 159150.

The principal activities of the Company are the holding of investments and provision of management services to the Group.

The principal activities of its subsidiaries during the financial year consist of renovation, retrofitting, interior finishing and specialist contractors (the “Listing Business”).

2. Group restructuring

In preparation for the listing of the Company’s shares on the Catalist Board of the Singapore Exchange Securities Trading Limited, the Group underwent a restructuring exercise (the “Restructuring”) as described below, which resulted in the Company becoming the holding company of the Group:

(a) Incorporation of the Company

On 11 April 2025, the Company was incorporated in Singapore under the Companies Act as a private company limited by shares, with an issued and paid up share capital of \$2 comprising 2 shares held by the immediate holding company, Lum Chang Holdings Limited.

(b) Acquisition of subsidiaries

Pursuant to a restructuring deed dated 19 June 2025 entered between Lum Chang Asia Pacific Pte. Ltd., Mr Lim Thiam Hooi (collectively, the “Sellers”), the Company and Lum Chang Holdings Limited, the Company acquired 100% of the issued and paid-up share capital of Lum Chang Interior Pte. Ltd. comprising an aggregate of 3,000,000 ordinary shares at a deemed cost of \$13,682,000, which was determined based on the net asset value of Lum Chang Interior Pte. Ltd. and its subsidiaries attributable to equity holders of Lum Chang Interior Pte. Ltd. as at 31 December 2024 and settled by the issue and allotment of an aggregate of 13,681,998 ordinary shares in the issued and paid-up capital of the Company at an issue price of \$1.00 per Share (the “Consideration Share”) to Lum Chang Holdings Limited (Lum Chang Asia Pacific Pte. Ltd. has assigned its rights to the Consideration Shares to Lum Chang Holdings Limited) and Mr Lim Thiam Hooi which was arrived at on a willing buyer willing seller basis.

Immediately prior to the completion of the Restructuring, the Listing Business was conducted through Lum Chang Interior Pte. Ltd. and its subsidiaries. Upon completion of the Restructuring, the Company holds Lum Chang Interior Pte. Ltd. as subsidiary.

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2. Group restructuring (continued)

The acquisition of Lum Chang Interior Pte. Ltd. by the Company has been accounted for as a capital reorganisation as the Listing Business is transferred to and held by the Company with no change in management and the Company has not been involved in any other business prior to the Restructuring.

Accordingly, the combined financial statements of the Group are presented as follows:

- (i) The combined balance sheets of the Group as at 30 June 2022, 30 June 2023 and 30 June 2024, the combined statements of comprehensive income, the combined statements of changes in equity and the combined statements of the cash flows of the Group for the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024 have been prepared as if the Company had been the holding company of the Group throughout the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024 rather than from the date on which the reorganisation was completed.
- (ii) The assets and liabilities of the Group are recognised and measured at the carrying amounts of the Listing Business for all periods presented from the Listing Business perspective. No adjustments are made to the carrying values of those assets and liabilities.

The combined financial statements of the Listing Business for the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024 and for the financial period ended 31 December 2024 were included in the following manner:

- (i) Transactions and balances specifically identified as relating to the Listing Business were consolidated in the combined financial statements, and
- (ii) Intercompany transactions, balances, unrealised profits or losses on transactions between companies now comprising the Group are eliminated on consolidation.
- (c) Conversion of the Company into a public company
On 19 June 2025, the Company was converted in to a public company limited by shares and its name was changed from Lum Chang Creations Pte. Ltd. to Lum Chang Creations Limited.
- (d) Share split
On 23 June 2025, the shareholders of the Company approved the share split, pursuant to which 13,682,000 shares in the issued and paid-up capital of the Company were subdivided into 280,000,000 shares. Following the share split, which was effected on 23 June 2025, the issued and paid-up share capital of the Company was \$13,682,000, comprising 280,000,000 shares.

3. Material accounting policy information

3.1 Basis of preparation

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

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3. Material accounting policy information (continued)

3.1 Basis of preparation (continued)

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 4.

Adoption of SFRS(I)

As required by the listing requirements of Singapore Exchange, the Group has adopted SFRS(I) on 1 July 2021. The combined financial statements for the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024 are the first set of financial statements the Group prepared in accordance with SFRS(I). Since the Group did not previously prepare combined financial statements, and accordingly does not have any previous GAAP for purposes of the combined financial statements, the Group is not required to present reconciliations as per SFRS(I) 1.

Interpretations and amendments to published standards effective in 2021, 2022 and 2023

The Group has adopted all applicable SFRS(I) and Interpretations of SFRS(I)s that are effective for the Group’s financial year beginning on 1 July 2021, 1 July 2022 and 1 July 2023. Changes to the Group’s accounting policies have been made as required, in accordance with the transitional provisions in the respective SFRS(I) and INT SFRS(I).

The adoption of these new or amended SFRS(I) and INT SFRS(I) did not result in changes to the Group’s accounting policies and had no material effect on the amounts reported for the current or prior financial years.

3.2 Revenue recognition

(a) *Renovation contracts*

The Group performs construction works for customers through fixed-price contracts. Contract revenue is recognised when the Group’s performance creates or enhances an asset that the customer controls as the asset is created or enhanced.

For these contracts, revenue is recognised over time by reference to the Group’s progress towards completing the contract. Costs incurred that are not related to the contract or that do not contribute towards satisfying a performance obligation are excluded from the measure of progress and instead are expensed as incurred.

The period between the transfer of the promised goods and payment by the customer may exceed one year. For such contracts, there is no significant financing component present as the payment terms are an industry practice to protect the customer from the Group’s failure to adequately complete some or all of its obligations under the contract. As a consequence, the Group does not adjust any of the transaction prices for the time value of money.

Estimates of revenue, costs or extent of progress towards completion are revised if circumstances change. Any resulting increases or decreases in estimated revenue or costs are reflected in the profit or loss in the period in which the circumstances that give rise to the revision become known by management.

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For the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024

3. Material accounting policy information (continued)

3.2 Revenue recognition (continued)

(a) *Renovation contracts* (continued)

Contract modifications that add distinct goods or services at their standalone selling prices are accounted for as separate contracts. Contract modifications that add distinct goods or services but not at their standalone selling prices are accounted for as a continuation of the existing contract. The Group combines the remaining consideration in the original contract with the consideration promised in the modification to create a new transaction price that is then allocated to all remaining performance obligations. Contract modification that does not add distinct goods or services are accounted for as a continuation of the original contract and the change is recognised as a cumulative adjustment to revenue at the date of modification.

The customer is invoiced on a milestone payment schedule. If the value of the goods or services transferred by the Group exceed the payments (or amounts due), a contract asset is recognised. If the payments (or amounts due) exceed the value of the goods or services transferred, a contract liability is recognised.

For costs incurred in fulfilling the contract which are within the scope of another SFRS(I) (e.g. SFRS(I) 1- 2 Inventories), these have been accounted in accordance with those other SFRS(I). If these are not within the scope of another SFRS(I), the Group will capitalise these as contract costs assets only if (a) these costs relate directly to a contract or an anticipated contract which the Group can specifically identify; (b) these costs generate or enhance resources of the Group that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and (c) these costs are expected to be recovered. Otherwise, such costs are recognised as an expense immediately.

Capitalised contract costs are subsequently amortised on a systematic basis as the Group recognises the related revenue over time. An impairment loss is recognised in the profit or loss to the extent that the carrying amount of capitalised contract costs exceeds the expected remaining consideration less any directly related costs not yet recognised as expenses.

(b) *Interest income*

Interest income is recognised using the effective interest method.

3.3 Group accounting

(a) *Subsidiaries*

(i) *Consolidation*

Subsidiaries are entities (including special purpose 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 over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date on which that control ceases.

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For the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024

3. Material accounting policy information (continued)

3.3 Group accounting (continued)

(a) *Subsidiaries* (continued)

(i) *Consolidation* (continued)

In preparing the combined financial statements, transactions, balances and unrealised gains on transactions between Group entities are eliminated. Unrealised losses are also eliminated but are considered an impairment indicator of the asset transferred. 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 combined statement of comprehensive income, statement of changes in equity, and balance sheet. Total comprehensive income is attributed to the non-controlling interests based on their respective interests in a subsidiary, even if this results in the non-controlling interests having a deficit balance.

(ii) *Acquisitions*

The acquisition method of accounting is used to account for business combinations 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 the fair value of 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.

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 value of the identifiable net assets acquired is recorded as goodwill.

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For the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024

3. Material accounting policy information (continued)

3.3 Group accounting (continued)

(a) Subsidiaries (continued)

(iii) Disposals of subsidiaries or businesses

When a change in the Group’s ownership interest in a subsidiary result 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 earnings 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.

(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 in revenue reserve within equity attributable to the equity holders of the Company.

3.4 Property, plant and equipment

(a) Measurement

All property, plant and equipment are initially recognised at cost and subsequently carried at cost less accumulated depreciation and accumulated impairment losses (Note 3.5).

The cost of an item of property, 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.

(b) Depreciation

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

	<u>Useful lives</u>
Leasehold premises	2 to 6 years
Plant and machinery	5 years
Furniture, office equipment and fittings	2 to 5 years
Motor vehicles	5 years

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

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For the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024

3. Material accounting policy information (continued)

3.4 Property, plant and equipment (continued)

(c) *Subsequent expenditure*

Subsequent expenditure relating to property, 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 Group 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 property, plant and equipment, the difference between the disposal proceeds and its carrying amount is recognised in profit or loss within other losses - net.

3.5 Impairment of non-financial assets

Property, plant and equipment is 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.

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.

3.6 Financial assets

The Group classifies its financial assets at amortised cost.

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 asset.

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

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For the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024

3. Material accounting policy information (continued)

3.6 Financial assets (continued)

(i) 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 at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

(ii) At subsequent measurement

Debt instruments

Debt instruments of the Group mainly comprise of cash and bank balances, trade and other receivables. The Group managed these groups of financial assets by collecting the contractual cash flow and these cash flows represent solely payment of principal and interest. Accordingly, these group of financial assets are measured at amortised cost subsequent to initial recognition.

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.

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.

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

For other receivables and cash and cash equivalents, 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 initial recognition of the assets. If there is a significant increase in credit risk since initial recognition, lifetime expected credit loss will be calculated and recognised.

3.7 Fair value estimation of financial assets and liabilities

The fair values of current financial assets and liabilities carried at amortised costs approximate their carrying amounts.

3.8 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 (or in the normal operating cycle of the business if longer). 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.

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3. Material accounting policy information (continued)

3.9 Leases

- (i) When the Group are the lessees:

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

- *Right-of-use*

The Group recognised a right-of-use asset and lease liability at the date which the underlying asset is available for use. Right-of-use 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.

These 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.

Right-of-use assets are presented within “Property, plant and equipment”.

- *Lease liabilities*

The initial measurement of lease liability is measured at the present value of the lease payments discounted using the implicit rate in the lease, if the rate can be readily determined. If that rate cannot be readily determined, the Group 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 are based on an index or rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under residual value guarantees;
- The exercise price of a purchase option if the Group is reasonably certain to exercise the option;
- Lease payments to be made under an extension 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.

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3. Material accounting policy information (continued)

3.9 Leases (continued)

(i) When the Group are the lessees: (continued)

Lease liabilities are measured at amortised cost using the effective interest method. Lease liabilities shall be remeasured when:

- There is a change in future lease payments arising from changes in an index or rate;
- There is a changes in the Group’s assessment of whether it will exercise an extension option; or
- There are modification in the scope or the consideration of the lease that was not part of the original term.

Lease liabilities are 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.

The Group has elected to not recognise 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 arrangements. Lease payments relating to these leases are expensed to profit or loss on a straight-line basis over the lease term.

3.10 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 balance sheet date.

Deferred income tax is recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

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:

- (i) 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 balance sheet date; and

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3. Material accounting policy information (continued)

3.10 Income taxes (continued)

Deferred income tax is measured: (continued)

- (ii) based on the tax consequence that will follow from the manner in which the Group expects, at the balance sheet date, to recover or settle the carrying amounts of its assets and liabilities except for investment properties. Investment property measured at fair value is presumed to be recovered entirely through sale.

Current and deferred income taxes are recognised as income or expense in profit or loss for the period, 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.

3.11 Employee compensation

Employee benefits are recognised as employee compensation 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 on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid.

(b) *Employee leave entitlement*

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the balance sheet date.

3.12 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 Company’s functional and presentation currency.

(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. Foreign 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 balance sheet date are recognised in profit or loss. However, in the combined financial statements, currency translation differences arising from net investment in foreign operations are recognised in other comprehensive income and accumulated in the currency translation reserve.

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3. Material accounting policy information (continued)

3.12 Currency translation (continued)

(b) Transactions and balances (continued)

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

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

(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 the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated using the exchange rates at the dates of the transactions); and
- (iii) All resulting currency translation differences are recognised in other comprehensive income and accumulated in the foreign currency translation reserve. These currency translation differences are reclassified to profit or loss on disposal or partial disposal of the entity giving rise to such reserve.

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.

3.13 Segment reporting

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

3.14 Cash and cash equivalents

For the purpose of presentation in the combined statement of cash flows, cash and cash equivalents include cash on hand and deposits with financial institutions which are subject to an insignificant risk of change in value. For cash subjected to restriction, assessment is made on the economic substance of the restriction and whether they meet the definition of cash and cash equivalents.

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3. Material accounting policy information (continued)

3.15 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.

3.16 Dividends to Company’s shareholders

Dividends to the Company’s shareholders are recognised when the dividends are approved for payment.

3.17 Provisions

Provisions are recognised when the Company 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.

The Group recognises the estimated liability for defect works still under warranty at the balance sheet date. This provision is calculated based on historical experience of the level of repairs and replacements.

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 the 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.

3.18 Government grants

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.

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4. 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 the circumstances.

Renovation contracts

The Group performs renovation works for customers through fixed-price contracts and the revenue recognised for the financial year ended 30 June 2024 amounted to \$58,973,000 (2023: \$39,430,000, 2022: \$14,036,000).

For these contracts, revenue is recognised over time by reference to the Group’s progress towards completing the renovation contracts. The measure of progress is determined based on the proportion of renovation costs incurred to date to the estimated total renovation costs (“input method”). Management has to estimate the total contract sum and total renovation costs to complete, which are used in the input method to determine the Group’s recognition of renovation revenue.

Customers have a right to claim for liquidated damages under the contractual terms of the contracts if contractual obligations, including completion of the project by a specific date, are not fulfilled. Management re-evaluates the probability of liquidated damages claims from customers by considering whether there are or maybe significant delays in the progress of the projects. The determination of the probability of claims are based on the circumstances and relevant events that were known to management at the date of these financial statements.

Significant assumptions and judgements are required to estimate the total contract sum, variation or claims, provision for liquidated damages, total renovation costs to complete that will affect the profit margins recognised from the construction contracts. In making these estimates and judgements, management evaluates and places reliance on past experience and contractual obligations, estimates from quantity surveyors and value of work performed as determined by architects.

These estimates are also made with due consideration of the circumstances and relevant events that were known to management at the date of these financial statements. Renovation projects are complex and involves uncertainties that may not be apparent to management at the balance sheet date.

If the estimated costs to completion relating to uncompleted contracts at balance sheet date had increased by 5%, the Group’s gross profit and profit before tax would have been lower by approximately \$1,778,000.

If the contract sum relating to uncompleted contracts as at balance sheet date (with profit recognition) had decreased by 1%, the Group’s revenue, gross profit and profit before tax would have been lower by approximately \$658,000.

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5. Revenue

(a) Disaggregation of revenue

	2022	Over time 2023	2024
	\$'000	\$'000	\$'000
Revenue from contracts with customers			
- Non-related parties	13,339	38,622	56,896
- Related companies [#]	697	409	2,077
- Ultimate holding company	—	261	—
- Related parties [*]	—	138	—
	14,036	39,430	58,973

* Related parties refer to a company controlled by a controlling shareholder of the ultimate holding company and non-controlling shareholder of a subsidiary.

Related companies refer to subsidiaries of ultimate holding company.

(b) Contract assets and liabilities

	1 July 2021	30 June 2022	30 June 2023	30 June 2024
	\$'000	\$'000	\$'000	\$'000
Contract assets				
- Non-related parties	157	2,249	5,980	3,345
- Related companies	692	16	27	1,690
	849	2,265	6,007	5,035
Contract liabilities				
- Non-related parties	—	383	884	3,066
- Related companies	—	85	61	—
	—	468	945	3,066

Contract assets and contract liabilities relate to fixed price contracts for renovation contracts. The contract assets balance in relation to renovation contracts have decreased as the Group provided less goods and services ahead of the agreed payment schedules.

Contract liabilities for renovation contracts have increased as the Group has received more consideration ahead of the provision of goods and services.

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5. Revenue (continued)

(b) Contract assets and liabilities (continued)

(i) Revenue recognised in relation to contract liabilities

	2022 \$'000	2023 \$'000	2024 \$'000
Revenue recognised in current period that was included in the contract liabilities balance at the beginning of the period			
- Non-related parties	–	383	884
- Related company	–	85	61
	–	468	945
Revenue recognised in current period from performance obligations satisfied in previous periods, not previously recognised due to constraint			
- Non-related parties	–	–	203
- Related company	–	93	–
	–	93	203

(ii) Unsatisfied performance obligations

	2022 \$'000	2023 \$'000	2024 \$'000
Aggregate amount of the transaction price allocated to contracts that are partially or fully unsatisfied as at 30 June			
- Non-related parties	41,688	35,780	139,014
- Related company	14,270	14,005	11,945

Management expects that the transaction price allocated to unsatisfied performance obligations as at 30 June 2024, 2023 and 2022 may be recognised as revenue in the next reporting periods as the Group continues to perform to complete the contracts over the next six months to three years (2023: six months to three years, 2022: one to four years).

The amount disclosed above does not include variable consideration which is subject to significant risk of reversal. As permitted under SFRS(I) 15, the aggregated transaction price allocated to unsatisfied contracts of period one year or less, or are billed based on time incurred, is not disclosed.

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5. Revenue (continued)

(c) Trade receivables and retention sum receivables from contracts with customers

	1 July 2021 \$'000	30 June 2022 \$'000	30 June 2023 \$'000	30 June 2024 \$'000
Current assets				
Trade receivables				
- Non-related parties	338	2,811	5,700	5,452
- Related companies	122	—	29	—
	460	2,811	5,729	5,452
Retention sum receivables				
- Non-related parties	2,282	1,139	807	2,573
- Related companies	42	—	30	53
	2,324	1,139	837	2,626
	2,784	3,950	6,566	8,078
Non-current assets				
Retention sum receivables				
- Non-related parties	36	870	2,052	2,868
- Related company	81	136	99	146
	117	1,006	2,151	3,014
Trade receivables from contracts with customers	2,901	4,956	8,717	11,092

6(a). Other income

	2022 \$'000	2023 \$'000	2024 \$'000
Government grants	38	31	18
Sundry income	—	—	29
	38	31	47

6(b). Other losses - net

	2022 \$'000	2023 \$'000	2024 \$'000
Foreign exchange differences - net	—	5	8
Loss on disposal of property, plant and equipment	8	—	—
Gain on lease modification	—	—	(2)
	8	5	6

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7. Expenses by nature

	2022 \$'000	2023 \$'000	2024 \$'000
Subcontractor and other construction costs	10,596	28,793	44,607
Depreciation of property, plant and equipment (Note 16)	159	241	369
Employee compensation (Note 8)	2,397	4,225	6,607
Auditors' fees:			
Fees on audit services paid/payable to:			
- Auditor of the Company	25	45	62
- Other auditors - network firms	2	2	4
Fees on non-audit services paid/payable to:			
- Auditor of the Company	5	9	9
- Other auditors - network firms	—	2	3
Professional fees	—	27	4
Management fees paid/payable to ultimate holding company	60	60	60
Rental on operating leases	139	112	134
Donation	—	10	130
Repair and maintenance	14	51	36
Travelling and transportation	—	36	50
Advertising expenses	16	16	16
Others	55	131	233
Total cost of sales, administrative and general expenses	13,468	33,760	52,324

8. Employee compensation

	2022 \$'000	2023 \$'000	2024 \$'000
Wages and salaries	2,174	3,725	5,818
Employer's contribution to defined contribution plans including Central Provident Fund	193	274	452
Other benefits	30	226	337
Staff costs recognised in profit or loss (Note 7)	2,397	4,225	6,607

Key management remuneration is disclosed in Note 25(b).

9. Finance expenses

	2022 \$'000	2023 \$'000	2024 \$'000
Interest expense:			
- Lease liabilities	1	6	9
- Hire purchase loan	6	5	3
Finance expenses recognised in profit or loss	7	11	12

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10. Income taxes

(a) Income tax expense

	2022 \$'000	2023 \$'000	2024 \$'000
Tax expense attributable to profit is made up of:			
Current income tax			
- Singapore	—	964	1,134
- Foreign	—	8	47
	—	972	1,181
Deferred income tax	91	(47)	(40)
	91	925	1,141
(Over)/under provision in prior financial years			
- Current income tax	(1)	8	9
	90	933	1,150

The tax on the Group's profit before tax differs from the amount that would arise using the Singapore standard rate of income tax due to the following:

	2022 \$'000	2023 \$'000	2024 \$'000
Profit before income tax	593	5,712	6,783
Tax calculated at tax rate of 17% (2023: 17%, 2022: 17%)	101	971	1,153
Effects of:			
- Statutory stepped income exemption	(8)	(35)	(35)
- Different tax rates in other countries	—	2	13
- Double deduction for donation	—	(4)	(55)
- Income not subject to tax	(2)	—	(1)
- Expenses not deductible for tax purposes	7	3	66
- Others	(7)	(12)	—
- (Over)/under provision of tax	(1)	8	9
	90	933	1,150

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10. Income taxes (continued)

(b) Movement in current income tax liabilities

	2022 \$'000	2023 \$'000	2024 \$'000
Beginning of financial year	–	–	971
Currency translation differences	–	(1)	–
Income tax refund/(paid)	1	(8)	(1,024)
Tax expense	–	972	1,181
(Over)/under provision in prior financial years	(1)	8	9
End of financial year	–	971	1,137

(c) Deferred income taxes

The movement in deferred income tax assets account is as follows:

	2022 \$'000	2023 \$'000	2024 \$'000
Beginning of financial year	111	20	67
(Charged)/credited to profit or loss	(91)	47	40
End of financial year	20	67	107

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.

The amounts, determined after appropriate offsetting, are shown on the balance sheet as follows:

	2022 \$'000	2023 \$'000	2024 \$'000
Deferred tax assets	47	88	107
Deferred tax liabilities	(27)	(21)	–
Net deferred tax assets	20	67	107

The movement in deferred income tax assets and liabilities (prior to offsetting of balances within the same tax jurisdiction) is as follows:

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10. Income taxes (continued)

(c) Deferred income taxes (continued)

Deferred income tax liabilities

	Accelerated tax depreciation \$'000	Lease assets \$'000	Total \$'000
30 June 2022			
Beginning of financial year	9	9	18
(Credited)/charged to profit or loss	(1)	10	9
End of financial year	8	19	27
30 June 2023			
Beginning of financial year	8	19	27
Charged/(credited) to profit or loss	4	(10)	(6)
End of financial year	12	9	21
30 June 2024			
Beginning of financial year	12	9	21
Charged to profit or loss	12	86	98
End of financial year	24	95	119

Deferred income tax assets

	Tax losses \$'000	Provisions \$'000	Lease liabilities \$'000	Total \$'000
30 June 2022				
Beginning of financial year	(111)	(9)	(9)	(129)
Charged/(credited) to profit or loss	111	(19)	(10)	82
End of financial year	–	(28)	(19)	(47)
30 June 2023				
Beginning of financial year	–	(28)	(19)	(47)
(Credited)/charged to profit or loss	–	(51)	10	(41)
End of financial year	–	(79)	(9)	(88)
30 June 2024				
Beginning of financial year	–	(79)	(9)	(88)
Credited to profit or loss	–	(50)	(88)	(138)
End of financial year	–	(129)	(97)	(226)

Deferred income tax assets are recognised for temporary differences to the extent that realisation of the related income tax benefits through future taxable profits is probable.

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11. Earnings per share

	2022	2023	2024
Net profit attributable to equity holders of the Company (\$'000)	503	4,536	4,723
Weighted average number of ordinary shares in issue for basic earnings per share ('000) for diluted earnings per share ('000)*	280,000	280,000	280,000
Earnings per share (in cents per share)			
- Basic	0.18	1.62	1.69
- Diluted	0.18	1.62	1.69

* The weighted average number of ordinary shares is derived from the number of ordinary shares in issue by the Company, adjusted retrospectively for the effects of restructuring as described in Note 2.

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

There are no potential dilutive ordinary shares during the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024.

12. Cash and cash equivalents

	2022 \$'000	2023 \$'000	2024 \$'000
Cash at bank and on hand	1,447	2,692	6,384
Short-term bank deposits	–	1,021	5,099
	1,447	3,713	11,483

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13. Trade and other receivables

(a) Current

	2022 \$'000	2023 \$'000	2024 \$'000
Trade receivables - net			
- Non-related parties	2,811	5,700	5,452
- Related companies [#]	–	29	–
	2,811	5,729	5,452
Retention sums receivables			
- Non-related parties	1,139	807	2,573
- Related company [#]	–	30	53
	1,139	837	2,626
Interest receivable	–	5	27
Accrued revenue	–	–	116
Non-trade receivables			
- Non-related parties	–	35	4
- Related company [#]	–	33	–
	–	68	4
	3,950	6,639	8,225

[#] Related company refer to a subsidiary of the ultimate holding company.

(b) Non-current

	2022 \$'000	2023 \$'000	2024 \$'000
Retention sums receivables			
- Non-related parties	870	2,052	2,868
- Related company [#]	136	99	146
	1,006	2,151	3,014

(c) The fair values of the retention sums receivables of the Group approximate their carrying amounts as at the balance sheet date.

14. Other assets

Current

	2022 \$'000	2023 \$'000	2024 \$'000
Deposits	79	180	195
Prepayments	–	11	11
	79	191	206

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15. Companies in the Group

(a) The subsidiaries are as follows:

Name	Principal activities	Place of incorporation and business	Proportion of ordinary shares held by the Group			Proportion of ordinary shares held by non-controlling interests		
			2022	2023	2024	2022	2023	2024
			%	%	%	%	%	%
<u>Unquoted equity shares</u>								
<u>Held by Company</u>								
¹ Lum Chang Interior Pte. Ltd.	Renovation contractors	Singapore	100	100	100	—	—	—
<u>Held by subsidiary</u>								
¹ Lum Chang Brandsbridge Pte. Ltd.	Retrofitting and interior finishing	Singapore	—	51	51	—	49	49
² Lum Chang Brandsbridge (M) Sdn. Bhd. (formerly known as Lum Chang Interior (M) Sdn. Bhd.)	Retrofitting and interior finishing	Malaysia	100	51	51	—	49	49
¹ Lum Chang Decor Pte. Ltd.	Renovation contractors	Singapore	—	—	100	—	—	—
^{3,4} Quintessential Builder Pte. Ltd.	Specialist contractors	Singapore	—	—	35.7	—	—	64.3
¹	Audited by PricewaterhouseCoopers LLP, Singapore.							
²	Audited by PricewaterhouseCoopers, Malaysia.							
³	Not required to be audited.							
⁴	Deemed to be a subsidiary as the Group has the ability to nominate a majority of the directors of the subsidiary.							

On 18 October 2022, Lum Chang Interior Pte. Ltd. disposed 100% of its interest in Lum Chang Interior (M) Sdn Bhd to Lum Chang Brandsbridge Pte. Ltd..

The non-controlling interests of the Group amounted to \$1,398,000 (2023: \$733,000, 2022: \$Nil) as at 30 June 2024.

In the opinion of the directors, there is no non-controlling interest that is material to the Group at 30 June 2022, 30 June 2023 and 30 June 2024.

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16. Property, plant and equipment

	Plant and machinery \$'000	Furniture, office equipment and fittings \$'000	Motor vehicles \$'000	Leasehold premises \$'000	Total \$'000
30 June 2022					
Cost					
Beginning of financial year	42	182	576	117	917
Additions	–	10	–	117	127
Disposals	–	–	(124)	(117)	(241)
End of financial year	42	192	452	117	803
<i>Accumulated depreciation</i>					
Beginning of financial year	–	139	68	63	270
Depreciation charge (Note 7)	8	24	68	59	159
Disposals	–	–	(14)	(117)	(131)
End of financial year	8	163	122	5	298
Net book value					
End of financial year	34	29	330	112	505
30 June 2023					
Cost					
Beginning of financial year	42	192	452	117	803
Additions	–	173	93	455	721
End of financial year	42	365	545	572	1,524
<i>Accumulated depreciation</i>					
Beginning of financial year	8	163	122	5	298
Depreciation charge (Note 7)	9	49	67	116	241
End of financial year	17	212	189	121	539
Net book value					
End of financial year	25	153	356	451	985
30 June 2024					
Cost					
Beginning of financial year	42	365	545	572	1,524
Additions	–	83	–	570	653
Modification of lease liability (a)	–	–	–	(101)	(101)
Disposals	–	(1)	–	(117)	(118)
End of financial year	42	447	545	924	1,958
<i>Accumulated depreciation</i>					
Beginning of financial year	17	212	189	121	539
Depreciation charge (Note 7)	8	83	82	196	369
Disposals	–	(1)	–	(117)	(118)
End of financial year	25	294	271	200	790
Net book value					
End of financial year	17	153	274	724	1,168

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16. Property, plant and equipment (continued)

- (a) Right-of-use assets acquired under leasing arrangements are presented together with the owned assets of the same class. Details of such leased assets are disclosed in Note 17.

During the current year, the Group terminated existing lease contract for one warehouse unit. As this termination is not part of the terms and conditions of the original lease contract, it is accounted for as a lease modification to the right-of-use assets, classified under “Property, plant and equipment”. The corresponding modification to lease liability is recorded under “Borrowing” (Note 19).

- (b) Included within the Group’s additions to property, plant and equipment, is an amount of \$570,000 (2023: \$455,000, 2022: \$117,000) which relates to addition of right-of-use assets.

17. Leases – The Group and the Company as a lessee

Nature of the Group and the Company’s leasing activities

Property

The Group leases office spaces, warehouse and workers dormitory for the purpose of day-to-day operations.

- (a) Carrying amounts

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

	2022	2023	2024
	\$'000	\$'000	\$'000
Leasehold premises	112	451	724

- (b) Depreciation charge during the year

	2022	2023	2024
	\$'000	\$'000	\$'000
<u>Depreciation</u>			
Leasehold premises	59	116	196

- (c) Interest expense

	2022	2023	2024
	\$'000	\$'000	\$'000
Interest expense on lease liabilities (Note 9)	1	6	9

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17. Leases – The Group and the Company as a lessee (continued)

Nature of the Group and the Company’s leasing activities (continued)

Property (continued)

(d) Lease expense not capitalised in lease liabilities

	2022	2023	2024
	\$'000	\$'000	\$'000
Short-term lease expenses	137	109	125
Low value lease expenses	2	3	9
	<u>139</u>	<u>112</u>	<u>134</u>

(e) Total cash outflow for all leases in 2024 was \$329,000 (2023: \$228,000, 2022: \$199,000) for the Group.

(f) Addition of right-of-use assets during the financial year 2024 was \$570,000 (2023: \$455,000, 2022: \$117,000) for the Group. Adjustment to right-of-use assets arising from modification of leases during the year ended 30 June 2024 was \$101,000 (2023: \$Nil, 2022: \$Nil) for the Group.

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

Extension options

The leases for office spaces contain extension periods, for which the related lease payments had not been included in lease liabilities as the Group is not reasonably certain to exercise these extension options. The Group negotiates extension options to optimise operational flexibility in terms of managing the assets used in the Group’s operations.

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18(a). Trade and other payables

	2022 \$'000	2023 \$'000	2024 \$'000
<i>Current</i>			
Trade payables			
- Non-related parties	229	963	1,553
- Related party*	–	10	–
<u>Construction contracts</u>			
- Retention sum payables	543	351	394
Non-trade payables			
- Ultimate holding company	116	117	95
- Related companies [#]	36	50	44
	152	167	139
Accruals for construction costs	1,555	3,772	5,014
Accruals for operating expenses	274	369	443
GST payables	136	270	322
Other payables	–	56	40
	<u>2,889</u>	<u>5,958</u>	<u>7,905</u>
<i>Non-current</i>			
<u>Construction contracts</u>			
- Retention sum payables	119	232	821

* Related party refers to a non-controlling shareholder of a subsidiary.

[#] Related companies relates to subsidiaries of the ultimate holding company.

- (i) The fair values of the financial liabilities included in non-current trade and other payables approximate their carrying amounts as at the balance sheet date.

18(b). Provision for other liabilities

Provision for other liabilities relates to provision for warranty costs.

The movement in provision for other liabilities is as follows:

	2022 \$'000	2023 \$'000	2024 \$'000
<u>Provision for warranty costs</u>			
Beginning of financial year	57	165	468
Provision made	138	311	410
Provision utilised	(30)	(8)	(83)
Provision written back	–	–	(32)
End of financial year	<u>165</u>	<u>468</u>	<u>763</u>

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19. Borrowings

	2022 \$'000	2023 \$'000	2024 \$'000
<u>Current</u>			
Lease liabilities	58	182	172
Hire purchase loan	45	46	48
	103	228	220
<u>Non-current</u>			
Lease liabilities	54	275	566
Hire purchase loan	104	56	8
	158	331	574
Total borrowings	261	559	794

At the balance sheet date, the carrying amount of non-current borrowings approximates their fair values.

20. Share capital

Share capital as at 30 June 2022, 30 June 2023 and 30 June 2024 represent the paid-up share capital of Lum Chang Creations Limited, which was the holding company of the Listing Business after completion of the Restructuring Exercise as defined in Note 2.

	No. of ordinary shares '000	Amount \$'000
30 June 2022, 30 June 2023 and 30 June 2024		
Beginning and end of financial year	280,000	13,682

All issued ordinary shares are fully paid. There is no par value for these ordinary shares. Fully paid ordinary shares carry one vote per share and carry a right to dividends as and when declared by the Company.

On 23 June 2025, the Company effected a share split exercise which resulted in 1 share being sub-divided into 20.5 shares. Following the share split, the issued and paid-up share capital was \$13,682,000 comprising 280,000,000 shares.

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21. Non-controlling interests

	2022 \$'000	2023 \$'000	2024 \$'000
Beginning of financial year	–	–	733
Profit for the financial year	–	243	910
Capital contribution by a non-controlling interest	–	490	–
Dividends paid to non-controlling interests	–	–	(245)
End of financial year	–	733	1,398

22. Capital and other reserve

	2022 \$'000	2023 \$'000	2024 \$'000
(a) <u>Composition</u>			
Translation reserve	10	29	30
Capital reserve	10,682	10,682	10,682
	10,692	10,711	10,712
(b) <u>Movement in translation reserve</u>			
Beginning of financial year	4	10	29
Net currency translation differences of financial statements of foreign subsidiary	6	19	1
End of financial year	10	29	30
(c) <u>Movement in capital reserve</u>			
Beginning and end of financial year	10,682	10,682	10,682

Capital reserve represents the difference between the share capital of the Company issued to acquire Lum Chang Interior Pte. Ltd. of \$13,682,000 (refer to Note 2) and the existing share capital of Lum Chang Interior Pte. Ltd., which amounted to \$3,000,000 as at the date of acquisition, which resulted in a debit balance of approximately \$10,682,000.

23. Dividends

	2022 \$'000	2023 \$'000	2024 \$'000
Interim dividend of \$0.42 (2023: Nil, 2022: \$0.50) per ordinary share, paid in respect of the current financial year	1,500	–	1,255

The interim dividend per ordinary share is computed based on number of ordinary shares of Lum Chang Interior Pte. Ltd. prior to the restructuring exercise as described in Note 2.

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24. Financial risk management

Financial risk factors

The Group is exposed to financial risks arising from its operations and the key financial risks identified include credit risk and liquidity risk.

The Group’s overall risk management strategy seeks to minimise any adverse effects from the unpredictability of financial markets on the Group’s financial performance. The Group does not hold or issue derivative financial instruments for speculative purposes.

(a) Market risk

(i) Currency risk

The Group operates predominantly in Singapore and Malaysia and the functional currencies of the entities in each of the countries are the Singapore Dollar (“SGD”) and the Malaysian Ringgit (“RM”) respectively. Entities in the Group transact predominantly in their functional currencies and hold matching currency assets and liabilities to the extent possible to achieve a natural hedging effect.

The currency exposure of the Group to RM is as follows:

	2022 \$’000	2023 \$’000	2024 \$’000
Financial assets			
Cash and cash equivalents	220	126	363
Trade and other receivables	–	118	58
Other financial assets	–	–	2
	<u>220</u>	<u>244</u>	<u>423</u>
Financial liabilities			
Trade and other payables	2	11	41
	<u>2</u>	<u>11</u>	<u>41</u>
Net financial assets	218	233	382
Less: Net financial liabilities denominated in the respective entities’ functional currencies	(218)	(233)	(382)
Currency exposure	<u>–</u>	<u>–</u>	<u>–</u>

(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 Group has established a credit policy and the exposures to credit risk are monitored on an ongoing basis. The contracting parties with the Group for the construction projects are companies with good reputation in the market. The resultant effects of these measures have kept the Group’s exposure to bad debts at an insignificant level.

As the Group does not hold any collateral, the maximum exposure to credit risk for each class of financial instrument is the carrying amount of that class of financial instruments presented on the balance sheet.

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24. Financial risk management (continued)

Financial risk factors (continued)

(b) Credit risk (continued)

The Group’s major classes of financial assets are cash and cash equivalents and trade and other receivables.

The trade receivables of the Group include four debtors (2023: three debtors, 2022: two debtors) that individually represented 11% to 19% (2023: 17% to 27%, 2022: 30% to 61%) of trade receivables.

The contract assets of the Group include two debtors (2023: two debtors, 2022: two debtors) that individually represented 34% to 59% (2023: 15% to 60%, 2022: 18% to 79%) of contract assets.

The retention sums receivables of the Group include four debtors (2023: three debtors, 2022: two debtors) that individually represented 10% to 26% (2023: 12% to 45%, 2022: 30% to 52%) of retention sums receivables.

(i) Trade receivables, contract assets and retention sum receivables

Trade receivables, contract assets and retention sum receivables which are in default or credit-impaired are assessed individually.

Trade receivables, contract assets and retention sum 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. Where receivables have been written off, the Group continues to engage in enforcement activity to attempt to recover the receivables and contract assets due. Where recoveries are made, these are recognised in profit or loss.

The trade receivables, retention sum receivables and contract assets are subject to immaterial expected credit loss.

(ii) Non-trade receivables and interest receivables

The Company has non-trade receivables and interest receivables amounting to \$31,000 as of 30 June 2024 (2023: \$73,000, 2022: \$Nil) as at 30 June 2024. These receivables are considered to have low credit risk, are measured on a 12-month expected credit losses and subject to immaterial credit losses.

(iii) Cash and cash equivalents

The Group held cash and cash equivalents of \$11,483,000 as of 30 June 2024 (2023: \$3,713,000, 2022: \$1,447,000) with banks which are rated A and above based on Moody’s Investor Service and consider to have low credit risk. The cash balances are measured based on 12-month expected credit losses and subject to immaterial credit loss.

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24. Financial risk management (continued)

(c) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting financial obligations due to shortage of funds. The Group’s exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group manages liquidity risk by maintaining cash sufficient for it to meet its operational requirements.

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 balance sheet date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Less than 1 year \$’000	Between 1 and 5 years \$’000	Over 5 years \$’000	Total \$’000
At 30 June 2022				
Trade and other payables	2,753	119	–	2,872
Borrowings	109	162	–	271
At 30 June 2023				
Trade and other payables	5,688	232	–	5,920
Borrowings	243	337	–	580
At 30 June 2024				
Trade and other payables	7,583	821	–	8,404
Borrowings	256	538	113	907

(d) Capital risk

The Group’s objectives when managing capital are to safeguard the Group’s ability to continue as a going concern and to maintain an optimal capital structure so as to maximise shareholders value. In order to maintain or achieve an optimal capital structure, the Group may adjust the amount of dividend payments, return capital to shareholders, issue new shares or obtain new borrowings.

The Company is not subject to any externally imposed capital requirements.

(e) Fair value measurements

The fair value of trade and other receivables, trade and other payables and borrowings approximate to their carrying amounts.

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24. Financial risk management (continued)

(f) Financial instruments by category

The aggregate carrying amounts of financial assets and financial liabilities at amortised cost are as follows:

	2022 \$'000	2023 \$'000	2024 \$'000
30 June 2022			
Financial assets, at amortised cost	6,482	12,683	22,917
Financial liabilities, at amortised cost	3,133	6,479	9,198

25. Related party transactions

In addition to information shown elsewhere in the financial statements, the following significant transactions between the Group and related parties took place during the financial year:

(a) Sales and purchases of goods and services

	2022 \$'000	2023 \$'000	2024 \$'000
Revenue			
Construction revenue from related companies*	697	409	2,077
Construction revenue from related parties*	–	138	–
Construction revenue from ultimate holding company	–	261	–
Expenses			
Management fee expense to ultimate holding company	60	60	60
Project management fee expense to ultimate holding company	221	328	281
Project management fee expense to related company#	131	143	163
Other administrative expenses to ultimate holding company	7	27	34
Other administrative expenses to related company#	–	26	3

* Related parties refer to a company controlled by a controlling shareholder of the ultimate holding company and non-controlling shareholder of a subsidiary.

Related companies refer to subsidiaries of ultimate holding company.

Outstanding balances at 30 June 2022, 30 June 2023 and 30 June 2024, arising from sale/purchase of goods and services, are set out in Notes 13 and 18.

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25. Related party transactions (continued)

(b) Key management remuneration

The key management remuneration includes fees, salary, bonus, commission and other emoluments (including benefits-in-kind) computed based on the cost incurred by the Group and the Company, and where the Group or the Company did not incur any costs, the value of the benefit. The key management remuneration is as follows:

	2022	2023	2024
	\$'000	\$'000	\$'000
Salaries and other short-term employee benefits	496	671	955
Post-employment benefits - contribution to Central Provident Fund	14	21	37
	<u>510</u>	<u>692</u>	<u>992</u>

Included in above is total remuneration to directors of the Company for the financial year ended 30 June 2024 amounting to \$721,000 (2023: \$528,000, 2022: \$510,000).

26. Segment information

The Group is principally engaged in providing interior fitout, addition and alteration and conservation works to customers through fixed price contracts. All services provided are of a similar nature and subject to similar risks and returns. During the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024, the Group operated its business as a single Construction Business operating segment, which is also its reportable segment. An operating segment is defined as a component of an entity for which discrete financial information is available and whose results of operations are regularly reviewed by the chief operating decision maker. During the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024, the Group's chief operating decision maker is the management committee of the immediate holding company, Lum Chang Holdings Limited, who reviews results of operations to make decisions about allocating resources and assessing performance based on the combined financial information.

Information about major customers

Revenue of approximately 64% (2023: 66%, 2022: 81%) are derived from six (2023: four, 2022: three) major customers for the financial year ended 30 June 2024.

Geographical information

The Group's sales and assets are derived and located in Singapore and Malaysia.

Revenue and non-current segment assets are shown by the geographical area where the assets are located.

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26. Segment information (continued)

Geographical information (continued)

	Total Sales			Non-current assets*		
	2022	2023	2024	2022	2023	2024
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Singapore	14,036	39,168	58,108	1,511	3,135	4,171
Malaysia	–	262	865	–	1	11
	14,036	39,430	58,973	1,511	3,136	4,182

* Non-current assets exclude deferred tax assets

27. Immediate and ultimate holding companies

The Company's immediate holding company and ultimate holding company is Lum Chang Holdings Limited, incorporated in Singapore.

28. Commitments

Capital commitments

Capital expenditures contracted for at the balance sheet date but not recognised in the financial statements are as follows:

	2022	2023	2024
	\$'000	\$'000	\$'000
Property, plant and equipment	–	–	71

29. New or revised accounting standards and interpretations

Below are the mandatory standards, amendments and interpretations to existing standards that have been published, and are relevant for the Group's accounting periods beginning on or after 1 July 2024 and which the Group has not early adopted.

Amendments to SFRS(I) 1-1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-current (effective for annual periods beginning on or after 1 January 2024)

Non-current Liabilities with Covenants (effective for annual periods beginning on or after 1 January 2024)

The narrow-scope amendments to SFRS(I) 1-1 Presentation of Financial Statements clarify that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Classification is unaffected by the expectations of the entity or events after the reporting date (e.g. the receipt of a waiver or a breach of covenant).

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For the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024

29. New or revised accounting standards and interpretations (continued)

Covenants of loan arrangements will not affect classification of a liability as current or non-current at the reporting date if the entity must only comply with the covenants after the reporting date. However, if the entity must comply with a covenant either before or at the reporting date, this will affect the classification as current or non-current even if the covenant is only tested for compliance after the reporting date.

The amendments require disclosures if an entity classifies a liability as non-current and that liability is subject to covenants that the entity must comply with within 12 months of the reporting date. The disclosures include:

- the carrying amount of the liability
- information about the covenants, and
- facts and circumstances, if any, that indicate that the entity may have difficulty complying with the covenants.

The amendments also clarify what SFRS(I) 1-1 means when it refers to the ‘settlement’ of a liability. Terms of a liability that could, at the option of the counterparty, result in its settlement by the transfer of the entity’s own equity instrument can only be ignored for the purpose of classifying the liability as current or non-current if the entity classifies the option as an equity instrument. However, conversion options that are classified as a liability must be considered when determining the current/non-current classification of a convertible note.

The Group does not expect any significant impact arising from applying these amendments.

30. Subsequent events

In addition to the events as disclosed in Note 2 to these combined financial statements, the following are other significant events after the end of the reporting period:

- On 23 December 2024, Lum Chang Interior Pte. Ltd. declared interim dividends of \$5,000,000 to the existing shareholders, of which \$5,000,000 was fully paid on 30 December 2024.
- On 26 May 2025, Lum Chang Brandsbridge Pte. Ltd. has acquired 30,000 ordinary shares of Quintessential Builder Pte. Ltd. (the “Acquisition”) for a cash consideration of \$30,000. The proportion of ordinary shares in Quintessential Builder Pte. Ltd. held by the Group has increased from 35.7% to 51.0% upon completion of the Acquisition.
- The subsidiaries of the Group have entered into agreements to purchase property, plant and equipment amounted to \$2,556,000 in March 2025 and May 2025.

31. Authorisation of financial statements

These financial statements were authorised for issue in accordance with a resolution of the Board of Directors of Lum Chang Creations Limited on 9 July 2025.

**APPENDIX B – INDEPENDENT AUDITOR’S REVIEW REPORT AND THE
UNAUDITED CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR
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Lum Chang Creations Limited and its subsidiaries

Company Registration Number: 202515827E

Unaudited Condensed Interim Combined Financial Statements

For the six months ended 31 December 2024

APPENDIX B – INDEPENDENT AUDITOR’S REVIEW REPORT AND THE UNAUDITED CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR THE SIX-MONTH PERIOD ENDED 31 DECEMBER 2024

INDEPENDENT AUDITOR’S REVIEW REPORT ON THE UNAUDITED CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR THE SIX-MONTH PERIOD ENDED 31 DECEMBER 2024

The Board of Directors
Lum Chang Creations Limited
14 Kung Chong Road,
#08-01 Lum Chang Building,
Singapore 159150.

Report on Review of Unaudited Condensed Interim Combined Financial Statements

Introduction

We have reviewed the accompanying unaudited condensed interim combined balance sheets of Lum Chang Creations Limited (the “Company”) and its subsidiaries (the “Group”) as at 31 December 2024 and the related unaudited condensed interim combined statements of comprehensive income, changes in equity and cash flows for the six-month period then ended, and the selected explanatory notes and other explanatory information (the “Unaudited Condensed Interim Combined Financial Statements”), as set out on pages B-4 to B-22. Management is responsible for the preparation and presentation of this Unaudited Condensed Interim Combined Financial Statements in accordance with Singapore Financial Reporting Standard (International) 1-34 Interim Financial Reporting (“SFRS(I) 1-34”). Our responsibility is to express a conclusion on this Unaudited Condensed Interim Combined Financial Statements based on our review.

Scope of Review

We conducted our review in accordance with Singapore Standard on Review Engagements (“SSRE”) 2410, *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Singapore Standards on Auditing (“SSAs”) and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying Unaudited Condensed Interim Combined Financial Statements is not prepared, in all material respect, in accordance with SFRS(I) 1-34 *Interim Financial Reporting*.

Restriction on distribution and use

This report is made solely to you as a body for the inclusion in the Offer Document of the Company to be issued in relation to the proposed offering of the shares of the Company in connection with the Company’s listing on the Catalist of the Singapore Exchange Securities Trading Limited.

PricewaterhouseCoopers LLP
Public Accountants and Chartered Accountants
Singapore

Partner-in-charge: Alex Toh Wee Keong
9 July 2025

**APPENDIX B – INDEPENDENT AUDITOR’S REVIEW REPORT AND THE
UNAUDITED CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR
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Lum Chang Creations Limited and its subsidiaries
Unaudited Condensed Interim Combined Statement of Comprehensive Income

	Note	6 months ended 31 December 2023 ("1HY2024") \$'000 (unaudited)	6 months ended 31 December 2024 ("1HY2025") \$'000 (unaudited)
Revenue	4	35,199	40,836
Cost of sales	6	(28,325)	(32,225)
Gross profit		6,874	8,611
Interest income		28	138
Other income	5(a)	22	27
Other losses - net	5(b)	(5)	(9)
Expenses			
- Administrative and general	6	(1,957)	(2,111)
- Finance	8	(7)	(21)
Profit before income tax		4,955	6,635
Income tax expense	9	(857)	(1,116)
Net profit		4,098	5,519
Net profit attributable to:			
Equity holders of the Company		3,286	5,310
Non-controlling interests		812	209
		4,098	5,519
Other comprehensive income:			
<i>Items that may be reclassified subsequently to profit or loss:</i>			
Currency translation differences arising from consolidation		(3)	18
Other comprehensive loss for the year, net of tax		(3)	18
Total comprehensive income for the year		4,095	5,537
Total comprehensive income attributable to:			
Equity holders of the Company		3,283	5,328
Non-controlling interests		812	209
		4,095	5,537
Earnings per ordinary shares attributable to the equity holders of the Company (cents per share)	11		
- Basic		1.17	1.90
- Diluted		1.17	1.90

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**Lum Chang Creations Limited and its subsidiaries
Unaudited Condensed Interim Combined Balance Sheet**

	Note	30 June 2024 \$'000 (audited)	31 December 2024 \$'000 (unaudited)
ASSETS			
Current assets			
Cash and cash equivalents	12	11,483	10,652
Trade and other receivables	13	8,225	18,578
Contract assets	4(b)	5,035	8,476
Other current assets		206	183
		24,949	37,889
Non-current assets			
Trade and other receivables	13	3,014	5,007
Property, plant and equipment	14	1,168	1,724
Deferred income tax assets		107	107
Other non-current assets		–	28
		4,289	6,866
Total assets		29,238	44,755
LIABILITIES			
Current liabilities			
Trade and other payables	16(a)	7,905	12,139
Contract liabilities	4(b)	3,066	12,243
Provision for other liabilities	16(b)	763	1,040
Current income tax liabilities	9(b)	1,137	1,678
Borrowings	17	220	205
		13,091	27,305
Non-current liabilities			
Trade and other payables	16(a)	821	1,404
Borrowings	17	574	727
		1,395	2,131
Total liabilities		14,486	29,436
NET ASSETS		14,752	15,319
EQUITY			
Capital and reserves attributable to the equity holders of the Company			
Share capital	18	13,682	13,682
Capital and other reserves		(10,712)	(10,694)
Retained profits		10,384	10,694
		13,354	13,682
Non-controlling interests		1,398	1,637
Total equity		14,752	15,319

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Lum Chang Creations Limited and its subsidiaries
Unaudited Condensed Interim Combined Statements of Changes in Equity

	Note	Attributable to equity holders of the Company			Non-controlling interests	Total equity
		Share capital	Capital and other reserves	Retained profits		
		\$'000	\$'000	\$'000	\$'000	\$'000
1HY2024						
Balance as at 1 July 2023		13,682	(10,711)	6,916	733	10,620
Net profit		–	–	3,286	812	4,098
Other comprehensive loss		–	(3)	–	–	(3)
Total comprehensive income		–	(3)	3,286	812	4,095
Balance as at 31 December 2023		13,682	(10,714)	10,202	1,545	14,715
1HY2025						
Balance as at 1 July 2024		13,682	(10,712)	10,384	1,398	14,752
Net profit		–	–	5,310	209	5,519
Other comprehensive income		–	18	–	–	18
Total comprehensive income		–	18	5,310	209	5,537
Interim dividend for financial year ending 30 June 2025	10	–	–	(5,000)	–	(5,000)
Capital contribution by a non-controlling shareholder of subsidiary		–	–	–	30	30
Total transactions with owners, recognised directly in equity		–	–	(5,000)	30	(4,970)
Balance as at 31 December 2024		13,682	(10,694)	10,694	1,637	15,319

**APPENDIX B – INDEPENDENT AUDITOR’S REVIEW REPORT AND THE
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Lum Chang Creations Limited and its subsidiaries
Unaudited Condensed Interim Combined Statement of Cash Flows

		1HY2024 \$'000 (unaudited)	1HY2025 \$'000 (unaudited)
	Note		
Cash flows from operating activities			
Net profit		4,098	5,519
Adjustments for:			
Income tax expense	9(a)	857	1,116
Depreciation of property, plant and equipment	6	180	247
Interest income		(28)	(138)
Finance expense	8	7	21
Operating cash flows before working capital changes		5,114	6,765
Changes in working capital:			
- Trade and other receivables		(8,520)	(12,357)
- Contract assets		345	(3,441)
- Contract liabilities		1,222	9,177
- Other assets		68	(5)
- Trade and other payables and provision for other liabilities		7,318	5,094
Cash generated from operations		5,547	5,233
Income tax paid		(485)	(575)
Net cash provided by operating activities		5,062	4,658
Cash flows from investing activities			
Interest income received		20	149
Purchase of property, plant and equipment		(53)	(543)
Net cash used in investing activities		(33)	(394)
Cash flows from financing activities			
Dividends paid		–	(5,000)
Proceeds from issuance of shares to non-controlling interest by a subsidiary		–	30
Repayment of lease liabilities and hire purchase loan		(122)	(143)
Net cash used in financing activities		(122)	(5,113)
Net change in cash and cash equivalents		4,907	(849)
Cash and cash equivalents at beginning of financial period		3,713	11,483
Effect of changes in currency translation rates on cash and cash equivalents		(1)	18
Cash and cash equivalents at end of financial period		8,619	10,652

APPENDIX B – INDEPENDENT AUDITOR’S REVIEW REPORT AND THE UNAUDITED CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR THE SIX-MONTH PERIOD ENDED 31 DECEMBER 2024

Lum Chang Creations Limited and its subsidiaries

Notes to the Unaudited Condensed Interim Combined Financial Statements

1. General information, the restructuring exercise and basis of presentation

1.1 General information

Lum Chang Creations Limited (the “Company”) is incorporated and domiciled in Singapore. The address of its registered office is 14 Kung Chong Road, #08-01 Lum Chang Building, Singapore 159150.

The principal activities of the Company are the holding of investments and provision of management services to the Group.

The principal activities of its subsidiaries during the financial year consist of renovation, retrofitting, interior finishing and specialist contractors.

1.2 Group restructuring

In preparation for the listing of the Company’s shares on the Catalist Board of the Singapore Exchange Securities Trading Limited, the Group underwent a restructuring exercise (the “Restructuring”) as described below, which resulted in the Company becoming the holding company of the Group:

(a) Incorporation of the Company

On 11 April 2025, the Company was incorporated in Singapore under the Companies Act as a private company limited by shares, with an issued and paid up share capital of \$2 comprising 2 shares held by the immediate holding company, Lum Chang Holdings Limited.

(b) Acquisition of subsidiaries

Pursuant to a restructuring deed dated 19 June 2025 entered between Lum Chang Asia Pacific Pte. Ltd., Mr Lim Thiam Hooi (collectively, the “Sellers”), the Company and Lum Chang Holdings Limited, the Company acquired 100% of the issued and paid-up share capital of Lum Chang Interior Pte. Ltd. comprising an aggregate of 3,000,000 ordinary shares at a deemed cost of \$13,682,000, which was determined based on the net asset value of Lum Chang Interior Pte. Ltd. and its subsidiaries attributable to equity holders of Lum Chang Interior Pte. Ltd. as at 31 December 2024 and settled by the issue and allotment of an aggregate of 13,681,998 ordinary shares in the issued and paid-up capital of the Company at an issue price of \$1.00 per Share (the “Consideration Share”) to Lum Chang Holdings Limited (Lum Chang Asia Pacific Pte. Ltd. has assigned its rights to the Consideration Shares to Lum Chang Holdings Limited) and Mr Lim Thiam Hooi which was arrived at on a willing buyer willing seller basis.

Immediately prior to the completion of the Restructuring, the Listing Business was conducted through Lum Chang Interior Pte. Ltd. and its subsidiaries. Upon completion of the Restructuring, the Company holds Lum Chang Interior Pte. Ltd. as subsidiary.

The acquisition of Lum Chang Interior Pte. Ltd. by the Company has been accounted for as a capital reorganisation as the Listing Business is transferred to and held by the Company with no change in management and the Company has not been involved in any other business prior to the Restructuring.

APPENDIX B – INDEPENDENT AUDITOR’S REVIEW REPORT AND THE UNAUDITED CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR THE SIX-MONTH PERIOD ENDED 31 DECEMBER 2024

Lum Chang Creations Limited and its subsidiaries

Notes to the Unaudited Condensed Interim Combined Financial Statements (continued)

1.2 Group restructuring (continued)

(b) Acquisition of subsidiaries (continued)

Accordingly, the combined financial statements and interim combined financial statements of the Group are presented as follows:

- (i) The combined balance sheets of the Group as at 30 June 2022, 30 June 2023, 30 June 2024, and 31 December 2024, the combined statements of comprehensive income, the combined statements of changes in equity and the combined statements of the cash flows of the Group for the financial years ended 30 June 2022, 30 June 2023, 30 June 2024 and for the financial periods ended 31 December 2023 and 31 December 2024 have been prepared as if the Company had been the holding company of the Group throughout the financial years ended 30 June 2022, 30 June 2023, 30 June 2024 and financial periods ended 31 December 2023 and 31 December 2024 rather than from the date on which the reorganisation was completed.
- (ii) The assets and liabilities of the Group are recognised and measured at the carrying amounts of the Listing Business for all periods presented from the Listing Business perspective. No adjustments are made to the carrying values of those assets and liabilities.

The combined financial statements of the Listing Business for the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024 and for the financial periods ended 31 December 2023 and 31 December 2024 were included in the following manner:

- (i) Transactions and balances specifically identified as relating to the Listing Business were consolidated in the combined financial statements, and
- (ii) Intercompany transactions, balances, unrealised profits or losses on transactions between companies now comprising the Group are eliminated on consolidation.

(c) Conversion of the Company into a public company

On 19 June 2025, the Company was converted in to a public company limited by shares and its name was changed from Lum Chang Creations Pte. Ltd. to Lum Chang Creations Limited.

(d) Share split

On 23 June 2025, the shareholders of the Company approved the share split, pursuant to which 13,682,000 shares in the issued and paid-up capital of the Company were subdivided into 280,000,000 shares. Following the share split, which was effected on 23 June 2025, the issued and paid-up share capital of the Company was S\$13,682,000, comprising 280,000,000 shares.

APPENDIX B – INDEPENDENT AUDITOR’S REVIEW REPORT AND THE UNAUDITED CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR THE SIX-MONTH PERIOD ENDED 31 DECEMBER 2024

Lum Chang Creations Limited and its subsidiaries

Notes to the Unaudited Condensed Interim Combined Financial Statements (continued)

2. Basis of preparation

The unaudited condensed interim combined financial statements for the six months ended 31 December 2024 have been prepared in accordance with Singapore Financial Reporting Standards (International) (“SFRS(I)”) 1-34 Interim Financial Reporting issued by the Accounting Standards Council Singapore. The unaudited condensed interim combined financial statements do not include all the information required for a complete set of financial statements and should be read in conjunction with the Group’s audited combined financial statements for the financial years ended 30 June 2022, 30 June 2023 and 30 June 2024.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s, except for the adoption of new and amended standards as set out in Note 2.1.

The condensed interim combined financial statements are presented in Singapore Dollars which is the Company’s functional currency. All financial information presented in Singapore Dollars have been rounded to the nearest thousands, unless otherwise stated.

2.1. New and amended standards adopted by the Group

The following are the amendments to standards have become effective for the financial period beginning 1 July 2024:

- Amendments to SFRS(I) 1-1: Classification of Liabilities as Current or Non-current
- Amendments to SFRS(I) 1-1: Non-current Liabilities with Covenants
- Amendments to SFRS(I) 1-7 and SFRS(I) 7: Supplier Finance Arrangements
- Amendments to SFRS(I) 16: Lease Liability in a Sale and Leaseback

The application of these standards did not have a material effect on the condensed interim combined financial statements.

2.2. Use of judgements and estimates

In preparing the condensed interim combined financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

The significant judgements made by management in applying the Group’s accounting policies and the key sources of estimation uncertainty were the same as those described in the Group’s financial statements as at and for the year ended 30 June 2024.

3. Seasonal operations

The Group’s businesses are not affected significantly by seasonal or cyclical factors during the financial period.

APPENDIX B – INDEPENDENT AUDITOR’S REVIEW REPORT AND THE UNAUDITED CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR THE SIX-MONTH PERIOD ENDED 31 DECEMBER 2024

Lum Chang Creations Limited and its subsidiaries Notes to the Unaudited Condensed Interim Combined Financial Statements (continued)

4. Revenue

(a) Disaggregation of Revenue

	Over-time 1HY2024 \$'000 (unaudited)	1HY2025 \$'000 (unaudited)
Revenue from contracts with customers		
- Non-related parties	34,779	37,289
- Related company*	420	3,547
	35,199	40,836

* Related company relates to a subsidiary of the ultimate holding company.

(b) Contract assets and liabilities

	1 July 2023 \$'000 (audited)	30 June 2024 \$'000 (audited)	31 December 2024 \$'000 (unaudited)
Contract assets			
- Non-related parties	5,980	3,345	8,446
- Related company*	27	1,690	30
	6,007	5,035	8,476
Contract liabilities			
- Non-related parties	884	3,066	12,090
- Related company*	61	–	153
	945	3,066	12,243

Contract assets and contract liabilities relate to fixed price contracts for renovation contracts. The contract assets balance in relation to renovation contracts have increased as the Group provided more goods and services ahead of the agreed payment schedules.

Contract liabilities for renovation contracts have increased as the Group has received more consideration ahead of the provision of goods and services.

(i) Revenue recognised in relation to contract liabilities

	1HY2024 \$'000 (unaudited)	1HY2025 \$'000 (unaudited)
Revenue recognised in current period that was included in the contract liabilities balance at the beginning of the period		
- Non-related parties	884	3,066
- Related company	61	–
	945	3,066
Revenue recognised in current period from performance obligations satisfied in previous periods, not previously recognised due to constraint		
- Non-related parties	–	73

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Lum Chang Creations Limited and its subsidiaries

Notes to the Unaudited Condensed Interim Combined Financial Statements (continued)

4. Revenue (continued)

(b) Contract assets and liabilities

(ii) Unsatisfied performance obligations

	30 June 2024	31 December 2024
	\$'000	\$'000
	(audited)	(unaudited)
Aggregate amount of the transaction price allocated to contracts that are partially or fully unsatisfied as at year/period end		
- Non-related parties	139,014	134,156
- Related company	11,945	8,409

Management expects that the transaction price allocated to unsatisfied performance obligations as at 31 December 2024 may be recognised as revenue in the next reporting periods as the Group continues to perform to complete the contracts over the next three months to two years (30 June 2024: six months to three years).

5(a). Other income

	1HY2024	1HY2025
	\$'000	\$'000
	(unaudited)	(unaudited)
Sundry income	22	27

5(b). Other losses – net

	1HY2024	1HY2025
	\$'000	\$'000
	(unaudited)	(unaudited)
Foreign exchange differences - net	5	9

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Lum Chang Creations Limited and its subsidiaries
Notes to the Unaudited Condensed Interim Combined Financial Statements (continued)

6. Expenses in nature

	1HY2024 \$'000 (unaudited)	1HY2025 \$'000 (unaudited)
Subcontractor and other construction costs	26,898	29,777
Depreciation of property, plant and equipment (Note 14)	180	247
Employee compensation (Note 7)	2,807	3,779
Auditors' fees:		
Fees on audit services paid/payable to:		
- Auditor of the Company	31	28
- Other auditors - network firms	1	1
Fees on non-audit services paid/payable to:		
- Auditor of the Company	7	2
- Other auditors - network firms	1	2
Professional fees	10	118
Management fees paid/payable to ultimate holding company	30	30
Rental on operating leases	55	120
Travelling and transportation expenses	43	68
Advertising expenses	16	31
Repair and maintenance	11	26
Utilities	9	14
Others	183	93
Total cost of sales, administrative and general expenses	30,282	34,336

7. Employee compensation

	1HY2024 \$'000 (unaudited)	1HY2025 \$'000 (unaudited)
Wages and salaries	2,500	3,432
Employer's contribution to defined contribution plans including Central Provident Fund	206	231
Other benefits	101	116
	2,807	3,779

8. Finance expenses

	1HY2024 \$'000 (unaudited)	1HY2025 \$'000 (unaudited)
Interest expense:		
- Lease liabilities	5	17
- Hire purchase loan	2	4
	7	21

**APPENDIX B – INDEPENDENT AUDITOR’S REVIEW REPORT AND THE
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Lum Chang Creations Limited and its subsidiaries

Notes to the Unaudited Condensed Interim Combined Financial Statements (continued)

9. Income tax expense

The Group calculates the period income tax expense using the tax rate that would be applicable to the expected total annual earnings. The major components of income tax expense in the condensed interim combined statement of profit or loss are:

(a) Income tax expense

	1HY2024 \$'000 (unaudited)	1HY2025 \$'000 (unaudited)
Tax expense attributable to profit is made up of:		
Current income tax		
- Singapore	821	1,149
- Foreign	36	–
	<u>857</u>	<u>1,149</u>
Over provision in prior financial years		
- Current income tax	–	(33)
	<u>857</u>	<u>1,116</u>

(b) Movement in current income tax liabilities

	30 June 2024 \$'000 (audited)	31 December 2024 \$'000 (unaudited)
Beginning of financial year	971	1,137
Income tax paid	(1,024)	(575)
Tax expense	1,181	1,149
Under/(over) provision in prior financial years	9	(33)
End of financial year	<u>1,137</u>	<u>1,678</u>

10. Dividends

	1HY2024 \$'000 (unaudited)	1HY2025 \$'000 (unaudited)
Interim dividend of \$1.67 (1HY2024: Nil) per ordinary share, paid in respect of the financial period	–	<u>5,000</u>

The interim dividend per ordinary share is computed based on number of ordinary shares of Lum Chang Interior Pte. Ltd. prior to the restructuring exercise as described in Note 1.2.

**APPENDIX B – INDEPENDENT AUDITOR’S REVIEW REPORT AND THE
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Lum Chang Creations Limited and its subsidiaries
Notes to the Unaudited Condensed Interim Combined Financial Statements (continued)

11. Earnings per share – basic and diluted

	1HY2024 (unaudited)	1HY2025 (unaudited)
Net profit attributable to equity holders of the Company (\$'000)	3,286	5,310
Weighted average number of ordinary shares in issue for basic earnings per share ('000) for diluted earnings per share ('000)*	280,000	280,000
Earnings per share (in cents per share)		
- Basic	1.17	1.90
- Diluted	1.17	1.90

*The weighted average number of ordinary shares is derived from the number of ordinary shares in issue by the Company, adjusted retrospectively for the effects of restructuring as described in Note 1.2.

Basic earnings per share is calculated by dividing the net profit attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the financial period.

There are no potential dilutive ordinary shares during the financial period ended 31 December 2024 and 31 December 2023.

12. Cash and bank equivalents

	30 June 2024 \$'000 (audited)	31 December 2024 \$'000 (unaudited)
Cash at banks	6,384	8,076
Short-term bank deposits	5,099	2,576
	11,483	10,652

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UNAUDITED CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR
THE SIX-MONTH PERIOD ENDED 31 DECEMBER 2024**

Lum Chang Creations Limited and its subsidiaries

Notes to the Unaudited Condensed Interim Combined Financial Statements (continued)

13. Trade and other receivables

	30 June 2024 \$'000 (audited)	31 December 2024 \$'000 (unaudited)
<i>Current</i>		
Trade receivables - net		
- Non-related parties	5,452	15,803
Retention sums receivables		
- Non-related parties	2,573	2,720
- Related companies*	53	24
	2,626	2,744
Interest receivable	27	16
Accrued revenue	116	–
Non-trade receivables		
- Non-related parties	4	15
	8,225	18,578
<i>Non-Current</i>		
Retention sums receivables		
- Non-related parties	2,868	4,637
- Related company*	146	370
	3,014	5,007

* Related companies relate to subsidiaries of the ultimate holding company.

**APPENDIX B – INDEPENDENT AUDITOR’S REVIEW REPORT AND THE
UNAUDITED CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR
THE SIX-MONTH PERIOD ENDED 31 DECEMBER 2024**

Lum Chang Creations Limited and its subsidiaries
Notes to the Unaudited Condensed Interim Combined Financial Statements (continued)

14. Property, plant and equipment

	Plant and machinery \$'000	Furniture, office equipment and fittings \$'000	Motor vehicles \$'000	Leasehold premises \$'000	Total \$'000
<i>Cost</i>					
At 1 July 2023	42	365	545	572	1,524
Additions	–	83	–	570	653
Modification of lease liability ^(a)	–	–	–	(101)	(101)
Disposals	–	(1)	–	(117)	(118)
At 30 June 2024	42	447	545	924	1,958
<i>Accumulated depreciation</i>					
At 1 July 2023	17	212	189	121	539
Depreciation charge	8	83	82	196	369
Disposals	–	(1)	–	(117)	(118)
At 30 June 2024	25	294	271	200	790
Net book value at 30 June 2024 (audited)	17	153	274	724	1,168
<i>Cost</i>					
At 1 July 2024	42	447	544	924	1,957
Additions	21	262	520	–	803
Disposal	–	–	–	(72)	(72)
Written off	–	(109)	–	–	(109)
At 31 December 2024	63	600	1,064	852	2,579
<i>Accumulated depreciation</i>					
At 1 July 2024	25	294	270	200	789
Depreciation charge (Note 6)	7	71	70	99	247
Disposal	–	–	–	(72)	(72)
Written off	–	(109)	–	–	(109)
At 31 December 2024	32	256	340	227	855
Net book value at 31 December 2024 (unaudited)	31	344	724	625	1,724

(a) Right-of-use assets acquired under leasing arrangements are presented together with the owned assets of the same class. Details of such leased assets are disclosed in Note 15.

15. Leases – The Group as a lessee

Nature of the Group and the Company's leasing activities

Property

The Group leases office spaces, warehouse and workers dormitory for the purpose of day-to-day operations.

**APPENDIX B – INDEPENDENT AUDITOR’S REVIEW REPORT AND THE
UNAUDITED CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR
THE SIX-MONTH PERIOD ENDED 31 DECEMBER 2024**

Lum Chang Creations Limited and its subsidiaries
Notes to the Unaudited Condensed Interim Combined Financial Statements (continued)

15. Leases – The Group as a lessee (continued)

(a) Carrying amounts

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

	30 June 2024 \$'000 (audited)	31 December 2024 \$'000 (unaudited)
Leasehold premises	724	625

(b) Depreciation charge during the period

	1HY2024 \$'000 (unaudited)	1HY2025 \$'000 (unaudited)
<u>Depreciation</u>		
Leasehold premises	96	99

16(a). Trade and other payables

	30 June 2024 \$'000 (audited)	31 December 2024 \$'000 (unaudited)
<i>Current</i>		
Trade payables		
- Non-related parties	1,553	1,912
<u>Construction contracts</u>		
- Retention sum payables	394	786
Non-trade payables		
- Ultimate holding company	95	121
- Related companies*	44	1
	139	122
Accruals for construction costs	5,014	6,868
Accruals for operating expenses	443	1,047
GST payables	322	1,188
Other payables	40	216
	7,905	12,139
<i>Non-current</i>		
<u>Construction contracts</u>		
- Retention sum payables	821	1,404

* Related companies relate to subsidiaries of the ultimate holding company.

- (i) The fair values of the financial liabilities included in non-current trade and other payables approximate their carrying amounts as at the balance sheet date.

**APPENDIX B – INDEPENDENT AUDITOR’S REVIEW REPORT AND THE
UNAUDITED CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR
THE SIX-MONTH PERIOD ENDED 31 DECEMBER 2024**

Lum Chang Creations Limited and its subsidiaries

Notes to the Unaudited Condensed Interim Combined Financial Statements (continued)

16(b). Provision for other liabilities

Provision for other liabilities relates to provision for warranty costs.

The movement in provision for other liabilities is as follows:

	30 June 2024 \$'000 (audited)	31 December 2024 \$'000 (unaudited)
<u>Provision for warranty costs</u>		
Beginning of financial year	468	763
Provision made	410	357
Provision utilised	(83)	(80)
Provision written back	(32)	–
End of financial year	<u>763</u>	<u>1,040</u>

17. Borrowings

	As at 30 June 2024 \$'000 (audited)	As at 31 December 2024 \$'000 (unaudited)
<u>Current</u>		
Lease liabilities	172	125
Hire purchase loan	48	80
	<u>220</u>	<u>205</u>
<u>Non-current</u>		
Lease liabilities	566	527
Hire purchase loan	8	200
	<u>574</u>	<u>727</u>
Total borrowings	<u>794</u>	<u>932</u>

At the balance sheet date, the carrying amount of non-current borrowings approximates their fair values.

APPENDIX B – INDEPENDENT AUDITOR’S REVIEW REPORT AND THE UNAUDITED CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR THE SIX-MONTH PERIOD ENDED 31 DECEMBER 2024

Lum Chang Creations Limited and its subsidiaries Notes to the Unaudited Condensed Interim Combined Financial Statements (continued)

18. Share capital

	Issued share capital ‘000	Issued share capital \$‘000
30 June 2024 and 31 December 2024		
Beginning and end of financial year	13,682	13,682

Share capital as at 30 June 2024 and 31 December 2024 represent the paid-up share capital of Lum Chang Creations Limited, which was the holding company of the Listing Business after completion of the Restructuring Exercise as defined in Note 1.2.

On 23 June 2025, the Company effected a share split exercise which resulted in 1 share being sub-divided into 20.5 shares. Following the share split, the issued and paid-up share capital was \$13,682,000 comprising 280,000,000 shares.

All issued ordinary shares are fully paid. There is no par value for these ordinary shares. Fully paid ordinary shares (except treasury shares) carry one vote per share and carry a right to dividends as and when declared by the Company.

19. Related party transactions

In addition to information shown elsewhere in the financial statements, the following significant transactions between the Group and related parties took place during the financial period:

(a) Sales and purchases of goods and services

	1HY2024 \$‘000 (unaudited)	1HY2025 \$‘000 (unaudited)
Revenue		
Construction revenue from related company	420	3,547
Construction revenue from related party	–	50
Expenses		
Management fee expense to ultimate holding company	30	30
Project management fee expense to ultimate holding company	120	147
Project management fee expense to related company	71	82
Other administrative expenses to ultimate holding company	1	7
Other administrative expenses to related companies	–	8
Rental expenses to related company	–	52

* Related company relates to a subsidiary of the ultimate holding company.

* Related party refers to a company controlled by a director cum controlling shareholder of the ultimate holding company.

APPENDIX B – INDEPENDENT AUDITOR’S REVIEW REPORT AND THE UNAUDITED CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR THE SIX-MONTH PERIOD ENDED 31 DECEMBER 2024

Lum Chang Creations Limited and its subsidiaries

Notes to the Unaudited Condensed Interim Combined Financial Statements (continued)

19. Related party transactions (continued)

(b) Key management remuneration

The key management remuneration includes fees, salary, bonus, commission and other emoluments (including benefits-in-kind) computed based on the cost incurred by the Group and the Company, and where the Group and the Company did not incur any costs, the value of the benefit. The key management remuneration is as follows:

	1HY2024 \$'000 (unaudited)	1HY2025 \$'000 (unaudited)
Salaries and other short-term employee benefits	478	385
Post-employment benefits - contribution to Central Provident Fund	19	27
	497	412

Included in above is total remuneration to directors of the Company amounting to \$239,000 (1HY2024: \$361,000).

20. Segment information

The Group is principally engaged in providing interior fitout, addition and alteration and conservation works to customers through fixed price contracts. All services provided are of a similar nature and subject to similar risks and returns. Accordingly, the Group's operating activities are mainly attributable to a single reportable segment.

Geographical information

The Group's sales and assets are derived and located in Singapore and Malaysia.

Revenue and non-current segment assets are shown by the geographical area where the assets are located.

	Total sales		Non-current assets	
	1HY2024	1HY2025	30 June 2024	31 December 2024
	\$'000	\$'000	\$'000	\$'000
	(unaudited)	(unaudited)	(audited)	(unaudited)
Singapore	34,693	40,770	4,171	6,750
Malaysia	506	66	11	9
	35,199	40,836	4,182	6,759

* Non-current assets exclude deferred tax assets

**APPENDIX B – INDEPENDENT AUDITOR’S REVIEW REPORT AND THE
UNAUDITED CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR
THE SIX-MONTH PERIOD ENDED 31 DECEMBER 2024**

Lum Chang Creations Limited and its subsidiaries

Notes to the Unaudited Condensed Interim Combined Financial Statements (continued)

21. Subsequent event

On 26 May 2025, a subsidiary of the Group, Lum Chang Brandsbridge Pte. Ltd., has acquired 30,000 ordinary shares of Quintessential Builder Pte. Ltd. (the “Acquisition”) for a cash consideration of \$30,000. The proportion of ordinary shares in Quintessential Builder Pte. Ltd. held by the Group has increased from 35.7% to 51.0% upon completion of the Acquisition.

The subsidiaries of the Group have entered into agreements to purchase property, plant and equipment amounted to \$2,556,000 in March 2025 and May 2025.

22. Authorisation of unaudited condensed interim combined financial statements

The unaudited condensed interim combined financial statements were authorised for issue in accordance with a resolution of the Board of Directors of Lum Chang Creations Limited on 9 July 2025.

APPENDIX C – REPORTING ACCOUNTANT’S ASSURANCE REPORT AND THE UNAUDITED PRO FORMA COMBINED FINANCIAL INFORMATION FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

REPORTING ACCOUNTANT’S ASSURANCE REPORT ON THE COMPILATION OF THE UNAUDITED PRO FORMA COMBINED FINANCIAL INFORMATION FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

The Board of Directors
Lum Chang Creations Limited
14 Kung Chong Road,
#08-01 Lum Chang Building,
Singapore 159150.

Report on the Compilation of Unaudited Pro Forma Combined Financial Information

We have completed our assurance engagement to report on the compilation of unaudited pro forma combined financial information of Lum Chang Creations Limited (the “Company”) and its subsidiaries (the “Group”) by management. The unaudited pro forma combined financial information consists of the unaudited pro forma combined balance sheet as at 30 June 2024, the unaudited pro forma statement of cash flows for the financial year ended 30 June 2024, and related notes as set out on pages C-6 to C-7 of the Offer Document issued by the Company. The applicable criteria on the basis of which management of the Group has compiled the unaudited pro forma combined financial information are described in Note 3.

The unaudited pro forma combined financial information of the Group has been compiled by management to illustrate the impact of the events set out in Note 2 on:

- (i) the unaudited pro forma combined balance sheet of the Group as at 30 June 2024 as if the event had occurred on 30 June 2024; and
- (ii) the unaudited pro forma combined statement of cash flows of the Group for the financial year ended 30 June 2024 as if the events had occurred on 1 July 2023.

The pro forma adjustments do not have any material effect on the combined financial performance of the Group for the financial year ended 30 June 2024 and for the six months period ended 31 December 2024 and the combined financial position as at 31 December 2024. Accordingly, the unaudited pro forma combined statement of comprehensive income of the Group for the financial year ended 30 June 2024 and for the six months period ended 31 December 2024, the unaudited pro forma combined statement of cash flows of the Group for the six months period ended 31 December 2024 and the unaudited pro forma combined balance sheet of the Group as at 31 December 2024 have not been presented.

As part of this process, information about the Group’s financial position and cash flows has been extracted by management from the Group’s audited combined financial statements for the financial year ended 30 June 2024, on which an audit report has been published.

Management’s Responsibility for the Unaudited Pro Forma Combined Financial Information

Management is responsible for compiling the unaudited pro forma financial information on the basis as described in Note 3.

Our Independence and Quality Control

We have complied with the independence and other ethical requirement of the Accounting and Corporate Regulatory Authority *Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities*, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

Our firm applies Singapore Standard on Quality Management 1 which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

APPENDIX C – REPORTING ACCOUNTANT’S ASSURANCE REPORT AND THE UNAUDITED PRO FORMA COMBINED FINANCIAL INFORMATION FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

REPORTING ACCOUNTANT’S ASSURANCE REPORT ON THE COMPILATION OF THE UNAUDITED PRO FORMA COMBINED FINANCIAL INFORMATION FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (continued)

Auditor’s Responsibilities

Our responsibility is to express an opinion about whether the unaudited pro forma combined financial information of the Group has been compiled, in all material respects, by management on the basis of the applicable criteria as described in Note 3.

We conducted our engagement in accordance with Singapore Standard on Assurance Engagements (SSAE) 3420, *Assurance Engagements to Report on the Compilation of Pro Forma Financial Information Included in a Prospectus*, issued by the Institute of Singapore Chartered Accountants. This standard requires that the auditor plan and perform procedures to obtain reasonable assurance about whether management has compiled, in all material respects, the unaudited pro forma combined financial information of the Group on the basis of the applicable criteria as described in Note 3.

For purposes of this engagement, we are not responsible for updating or reissuing any reports or opinions on any historical financial information used in compiling the unaudited pro forma combined financial information of the Group, nor have we, in the course of this engagement, performed an audit or review of the financial information used in compiling the unaudited pro forma financial information of the Group.

The purpose of the unaudited pro forma combined financial information of the Group included in the Offer Document is solely to illustrate the impact of a significant event or transaction on unadjusted financial information of the entity as if the event had occurred or the transaction had been undertaken at an earlier date selected for purposes of the illustration. Accordingly, we do not provide any assurance that the actual outcome of the event or transaction at the respective dates would have been as presented.

A reasonable assurance engagement to report on whether the unaudited pro forma combined financial information of the Group has been compiled, in all material respects, on the basis of the applicable criteria involves performing procedures to assess whether the applicable criteria used by management in the compilation of the unaudited pro forma combined financial information of the Group provide a reasonable basis for presenting the significant effects directly attributable to the event or transaction, and to obtain sufficient appropriate evidence about whether:

- (i) The related pro forma adjustments give appropriate effect to those criteria; and
- (ii) The unaudited pro forma combined financial information reflects the proper application of those adjustments to the unadjusted financial information.

The procedures selected depend on the auditor’s judgment, having regard to the auditor’s understanding of the nature of the Group, the event or transaction in respect of which the unaudited pro forma combined financial information has been compiled, and other relevant engagement circumstances.

The engagement also involves evaluating the overall presentation of the unaudited pro forma combined financial information of the Group.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**APPENDIX C – REPORTING ACCOUNTANT’S ASSURANCE REPORT AND THE
UNAUDITED PRO FORMA COMBINED FINANCIAL INFORMATION FOR THE
FINANCIAL YEAR ENDED 30 JUNE 2024**

**REPORTING ACCOUNTANT’S ASSURANCE REPORT ON THE COMPILATION OF THE UNAUDITED
PRO FORMA COMBINED FINANCIAL INFORMATION FOR THE FINANCIAL YEAR ENDED 30 JUNE
2024 (continued)**

Opinion

In our opinion:

- (a) The unaudited pro forma combined financial information of the Group has been compiled:
 - (i) in a manner consistent with the accounting policies adopted by the Group in its latest audited combined financial statements, which are in accordance with Singapore Financial Reporting Standards (International);
 - (ii) on the basis of the applicable criteria stated in Note 3 of the unaudited pro forma combined financial information of the Group; and
- (b) each material adjustment made to the information used in the preparation of the unaudited pro forma combined financial information of the Group is appropriate for the purpose of preparing such unaudited financial information.

Restriction of Use and Distribution

This report is made solely to you as a body for the inclusion in the Offer Document of the Company to be issued in relation to the proposed offering of the shares of the Company in connection with the Company’s listing on the Catalist Board of Singapore Exchange Securities Trading Limited.

PricewaterhouseCoopers LLP
Public Accountants and Chartered Accountants
Singapore

Alex Toh Wee Keong
Partner
9 July 2025

**APPENDIX C – REPORTING ACCOUNTANT’S ASSURANCE REPORT AND THE
UNAUDITED PRO FORMA COMBINED FINANCIAL INFORMATION FOR THE
FINANCIAL YEAR ENDED 30 JUNE 2024**

LUM CHANG CREATIONS LIMITED AND ITS SUBSIDIARIES
UNAUDITED PRO FORMA COMBINED BALANCE SHEET
As at 30 June 2024

	Audited combined balance sheet S\$'000	Unaudited pro forma adjustments S\$'000		Unaudited pro forma combined balance sheet S\$'000
ASSETS				
Current assets				
Cash and cash equivalents	11,483	(5,000)	(i)	6,483
Trade and other receivables	8,225	–		8,225
Contract assets	5,035	–		5,035
Other current assets	206	–		206
	<u>24,949</u>	<u>(5,000)</u>		<u>19,949</u>
Non-current assets				
Trade and other receivables	3,014	–		3,014
Property, plant and equipment	1,168	–		1,168
Deferred income tax assets	107	–		107
	<u>4,289</u>	<u>–</u>		<u>4,289</u>
Total assets	<u>29,238</u>	<u>(5,000)</u>		<u>24,238</u>
LIABILITIES				
Current liabilities				
Trade and other payables	7,905	–		7,905
Contract liabilities	3,066	–		3,066
Provision for other liabilities	763	–		763
Current income tax liabilities	1,137	–		1,137
Borrowings	220	–		220
	<u>13,091</u>	<u>–</u>		<u>13,091</u>
Non-current liabilities				
Trade and other payables	821	–		821
Borrowings	574	–		574
	<u>1,395</u>	<u>–</u>		<u>1,395</u>
Total liabilities	<u>14,486</u>	<u>–</u>		<u>14,486</u>
NET ASSETS	<u>14,752</u>	<u>(5,000)</u>		<u>9,752</u>
EQUITY				
Share capital	13,682	–		13,682
Capital and other reserves	(10,712)	–		(10,712)
Retained profits	10,384	(5,000)	(i)	5,384
	<u>13,354</u>	<u>(5,000)</u>		<u>8,354</u>
Non-controlling interests	1,398	–		1,398
Total equity	<u>14,752</u>	<u>(5,000)</u>		<u>9,752</u>

Note to the pro forma adjustments:

The pro forma adjustments relate to:

- (i) Interim dividend amounting to S\$5,000,000 declared on 23 December 2024 and paid in full by Lum Chang Interior Pte. Ltd., a subsidiary of the Company, to its shareholders on 30 December 2024.

**APPENDIX C – REPORTING ACCOUNTANT’S ASSURANCE REPORT AND THE
UNAUDITED PRO FORMA COMBINED FINANCIAL INFORMATION FOR THE
FINANCIAL YEAR ENDED 30 JUNE 2024**

LUM CHANG CREATIONS LIMITED AND ITS SUBSIDIARIES
UNAUDITED PRO FORMA COMBINED STATEMENTS OF CASH FLOWS
For the financial year ended 30 June 2024

	Audited combined statement of cash flows S\$'000	Unaudited proforma adjustments (i) S\$'000	Unaudited pro forma combined statement of cash flows S\$'000
Cash flows from operating activities			
Net profit	5,633	–	5,633
Adjustments for:			
- Income tax expense	1,150	–	1,150
- Depreciation of property, plant and equipment	369	–	369
- Interest income	(105)	–	(105)
- Finance expense	12	–	12
- Gain on lease modification	(2)	–	(2)
Operating cash flows before working capital changes	7,057	–	7,057
Changes in working capital:			
- Trade and other receivables	(2,427)	–	(2,427)
- Contract assets	972	–	972
- Contract liabilities	2,121	–	2,121
- Other current assets	(15)	–	(15)
- Trade and other payables and provision for other liabilities	2,831	–	2,831
Cash generated from operations	10,539	–	10,539
Income tax paid	(1,024)	–	(1,024)
Net cash provided by operating activities	9,515	–	9,515
Cash flows from investing activities			
Interest income received	83	–	83
Purchase of property, plant and equipment	(83)	–	(83)
Net cash provided by/(used in) investing activities	–	–	–
Cash flows from financing activities			
Dividends paid	(1,255)	(5,000)	(6,255)
Dividends paid to non-controlling shareholders of subsidiaries	(245)	–	(245)
Repayment of lease liabilities and hire purchase loan	(244)	–	(244)
Net cash used in financing activity	(1,744)	(5,000)	(6,744)
Net change in cash and cash equivalents	7,771	(5,000)	2,771
Cash and cash equivalents at beginning of financial year	3,713	–	3,713
Effect of currency translation on cash and cash equivalents	(1)	–	(1)
Cash and cash equivalents at end of financial year	11,483	(5,000)	6,483

Note to the pro forma adjustments:

The pro forma adjustments relate to:

- (i) Interim dividend amounting to S\$5,000,000 declared on 23 December 2024 and paid in full by Lum Chang Interior Pte. Ltd., a subsidiary of the Company, to its shareholders on 30 December 2024.

APPENDIX C – REPORTING ACCOUNTANT’S ASSURANCE REPORT AND THE UNAUDITED PRO FORMA COMBINED FINANCIAL INFORMATION FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

LUM CHANG CREATIONS LIMITED AND ITS SUBSIDIARIES NOTES TO UNAUDITED PRO FORMA COMBINED FINANCIAL INFORMATION *For the financial year ended 30 June 2024*

1. General Information

Lum Chang Creations Limited (the “Company”) is incorporated and domiciled in Singapore. The address of its registered office is 14 Kung Chong Road, #08-01 Lum Chang Building, Singapore 159150.

The principal activities of the Company are the holding of investments and provision of management services to the Group.

The principal activities of its subsidiaries during the financial year consist of renovation, retrofitting, interior finishing and specialist contractors (the “Listing Business”).

2. Significant Events

The following changes to the capital structure of the Group occurred during the period between the financial year ended 30 June 2024 and the date of registration of the Offer Document:

(i) Interim dividend declared by Lum Chang Interior Pte. Ltd. on 23 December 2024

On 23 December 2024, Lum Chang Interior Pte. Ltd., a subsidiary of the Company, declared an interim dividend of S\$5,000,000 to its shareholders. The dividend payables were fully paid on 30 December 2024.

3. Basis of preparation of the unaudited pro forma combined financial information

The unaudited pro forma combined financial information of the Group for the financial year ended 30 June 2024 have been compiled based on the audited combined financial statements of the Group for the financial year ended 30 June 2024 which were prepared by management in accordance with the Singapore Financial Reporting Standards (International) (“SFRS(I)s”), and audited by PricewaterhouseCoopers LLP, Singapore in accordance with Singapore Standards on Auditing (“SSAs”) for the inclusion in the Offer Document of the Company to be issued in relation to the proposed offering of the shares of the Company in connection with the Company’s listing on the Catalist Board of Singapore Exchange Securities Trading Limited. The auditor’s report on these combined financial statements was not qualified.

The unaudited pro forma combined financial information of the Group for the financial year ended 30 June 2024 been prepared using the same accounting policies in the preparation of the audited combined financial statement for the financial year ended 30 June 2024.

The unaudited pro forma combined financial information of the Group for the financial year ended 30 June 2024 are prepared for illustrative purposes only. These are prepared based on certain assumptions and after making certain adjustments to show what:

- (i) the unaudited pro forma combined balance sheet of the Group as at 30 June 2024 would have been if the Significant Events discussed in Note 2 had occurred on 30 June 2024; and
- (ii) the unaudited pro forma combined statement of cash flows of the Group for the financial year ended 30 June 2024 would have been if the Significant Events discussed in Note 2 had occurred on 1 July 2023.

APPENDIX C – REPORTING ACCOUNTANT’S ASSURANCE REPORT AND THE UNAUDITED PRO FORMA COMBINED FINANCIAL INFORMATION FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

LUM CHANG CREATIONS LIMITED AND ITS SUBSIDIARIES NOTES TO UNAUDITED PRO FORMA COMBINED FINANCIAL INFORMATION *For the financial year ended 30 June 2024*

3. Basis of preparation of the unaudited pro forma combined financial information (continued)

The pro forma adjustments do not have any material effect on the combined financial performance of the Group for the financial year ended 30 June 2024 and for the six months period ended 31 December 2024 and the combined financial position as at 31 December 2024. Accordingly, the unaudited pro forma combined statement of comprehensive income of the Group for the financial year ended 30 June 2024 and for the six months period ended 31 December 2024, the unaudited pro forma combined statement of cash flows of the Group for the six months period ended 31 December 2024 and the unaudited pro forma combined balance sheet of the Group as at 31 December 2024 have not been presented.

The unaudited pro forma combined financial information of the Group, because of their nature, is not necessarily indicative of the results of the operations, cash flows, or the related effects on the financial position that would have been attained had the Significant Events actually occurred earlier. Save as disclosed in Note 2, the management, for the purposes of preparing this set of unaudited pro forma combined financial information of the Group, have not considered the effects of the other events.

4. Authorisation of unaudited pro forma consolidated financial information

The unaudited pro forma consolidated financial information for the financial year ended 30 June 2024 for the inclusion in the Offer Document were authorised for issue in accordance with a resolution of the directors on 9 July 2025.

APPENDIX D – SUMMARY OF OUR CONSTITUTION

The discussion below provides information about certain provisions of our Constitution and the laws of Singapore. This description is only a summary and is qualified by reference to Singapore law and our Constitution. Where portions of our Constitution are reproduced below, defined terms bear the meanings ascribed to them in our Constitution. Our Constitution is a document available for inspection.

The following summarises certain provisions of our Constitution relating to:

- (a) the power of a Director to vote on a proposal, arrangement or contract in which he is interested:

Regulation 106(2)

Every Director and any relevant officer of the Company (to whom Section 156 of the Act applies) shall observe the provisions of Section 156 of the Act relating to the disclosure of the interests in transactions or proposed transactions with the Company or of any office or property held by him which might create duties or interests in conflict with his duties or interests as a Director or such officer (as the case may be). Notwithstanding such disclosure, a Director shall not vote in regard to any transaction or arrangement or any other proposal whatsoever in which he has directly or indirectly a personal material interest. A Director shall not be counted in the quorum at a meeting in relation to any resolution on which he is debarred from voting.

- (b) the remuneration of our Directors:

Regulation 103

- (1) The fees of the Directors shall be determined from time to time by an Ordinary Resolution of the Company and such fees shall (unless such resolution otherwise provides) not be increased except pursuant to an Ordinary Resolution passed at a general meeting where notice of the proposed increase shall have been given in the notice convening the meeting. Such fees shall (unless such resolution otherwise provides) be divided among the Directors in such proportions and manner as they may agree and in default of agreement equally, except that in the latter event any Director who shall hold office for part only of the period in respect of which such fee is payable shall be entitled only to rank in such division for the proportion of fee related to the period during which he has held office.*
- (2) Any Director who holds any executive office or serves on any committee or who otherwise performs or renders services, which in the opinion of the Directors are outside the scope of his ordinary duties as a Director, may, subject to the Act, be paid such extra remuneration as the Directors may determine, subject however as is hereinafter provided in this regulation. Such extra remuneration may be made payable to such Director in addition to or in substitution for his ordinary remuneration as a Director, and may be made payable by a lump sum or by way of salary, or, except in the case of a non-executive Director, by a percentage of profits, or by any or all of those modes.*
- (3) The fees (including any remuneration under regulation 103(2) above) in the case of a non-executive Director shall comprise: (i) fees which shall be a fixed sum and/or (ii) such fixed number of shares in the capital of the Company, and shall not at any time be by commission on, or percentage of, the profits or turnover. Salaries payable to Executive Directors may not include a commission on, or percentage of turnover.*

- (c) the borrowing powers exercisable by our Directors:

Regulation 122

Subject to the Statutes and the provisions of this Constitution, the Directors may at their discretion exercise all powers of the Company to borrow or otherwise raise money, to mortgage, charge or hypothecate all or any of the property or business of the Company including any uncalled or called but unpaid capital and to issue debentures and other securities, whether outright or as collateral security for any debt, liability or obligation of the Company or of any third party.

APPENDIX D – SUMMARY OF OUR CONSTITUTION

- (d) the retirement or non-retirement of a Director under an age limit requirement:

There are no specific provisions in our Constitution relating to the retirement or nonretirement of a Director under an age limit requirement.

- (e) the shareholding qualification of a Director:

Regulation 102

A Director need not be a Member and shall not be required to hold any shares of the Company by way of qualification. A Director who is not a Member shall nevertheless be entitled to receive notice of, attend and speak at all general meetings of the Company.

- (f) any change in capital:

Regulation 8

Subject to the Statutes and this Constitution, no shares may be issued by the Directors without the prior approval of the Company in general meeting but subject thereto and to regulation 8, and to any special rights attached to any shares for the time being issued, the Directors may allot and issue shares or grant options over or otherwise deal with or dispose of the same to such persons on such terms and conditions and for such consideration (if any) and at such time and subject or not to the payment of any part of the amount (if any) thereof in cash as the Directors may think fit. Subject to such limitation thereof as may be prescribed by the Exchange, any such shares may be issued with such preferential, deferred, qualified or special rights, privileges or conditions as the Directors may think fit. Preference shares may be issued which are or at the option of the Company are liable to be redeemed, the terms and manner of redemption being determined by the Directors provided always that :

- (a) no shares shall be issued to transfer a controlling interest in the Company without the prior approval of the Company in general meeting;*
 - (b) (subject to any direction to the contrary that may be given by the Company in general meeting or except as permitted under the listing rules of the Exchange) any issue of shares for cash to Members holding shares of any class shall be offered to such Members in proportion as nearly as may be to the number of shares of such class then held by them and the provisions of the second sentence of regulation 68(1) with such adaptations as are necessary shall apply; and*
 - (c) any other issue of shares, the aggregate of which would exceed the limits referred to in regulation 68(2), shall be subject to the approval of the Company in general meeting.*
- (g) any change in the respective rights of the various classes of shares including the action necessary to change the rights, indicating where the conditions are different from those required by the applicable law:

Regulation 11

If at any time the share capital is divided into different classes, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of the Act, whether or not the Company is being wound up, be varied or abrogated either with the consent in writing of the holders of three-quarters of the issued shares of the class or with the sanction of a Special Resolution passed at a separate general meeting of the holders of shares of the class and to every such Special Resolution the provisions of Section 184 of the Act shall with such adaptations as are necessary apply. To every such separate general meeting, the provisions of this Constitution relating to general meetings shall mutatis mutandis apply.

APPENDIX D – SUMMARY OF OUR CONSTITUTION

Provided always that:

- (a) the necessary quorum shall be two (2) persons at least holding or representing by proxy or by attorney one third of the issued shares of the class and that any holder of shares of the class present in person or by proxy or by attorney may demand a poll, but where the necessary majority for such a Special Resolution is not obtained at the meeting, consent in writing if obtained from the holders of three fourths of the issued shares of the class concerned within two (2) months of the meeting shall be as valid and effectual as a Special Resolution carried at the meeting; and*
- (b) where all the issued shares of the class are held by one (1) person, the necessary quorum shall be one (1) person and such holder of shares of the class present in person or by proxy or by attorney may demand a poll.*

The foregoing shall apply to the variation or abrogation of the special rights attached to some only of the shares of any class as if each group of shares of the class differently treated formed a separate class the special rights whereof are to be varied.

- (h) any time limit after which a dividend entitlement will lapse and an indication of the party in whose favour this entitlement then operates:*

Regulation 168

The payment by the Directors of any unclaimed dividends or other moneys payable on or in respect of a share into a separate account shall not constitute the Company a trustee in respect thereof. All dividends and other moneys payable on or in respect of a share that are unclaimed after first becoming payable may be invested or otherwise made use of by the Directors for the benefit of the Company and any dividend or any such moneys unclaimed after a period of six (6) years from the date they are first payable may be forfeited and if so forfeited, shall revert to the Company. However, the Directors may at any time thereafter at their absolute discretion annul any such forfeiture and pay the dividends or moneys so forfeited to the person entitled thereto prior to the forfeiture. If the Depository returns any such dividend or moneys to the Company, the relevant Depositor shall not have any right or claim in respect of such dividend or moneys against the Company if a period of six (6) years has elapsed from the date such dividend or other moneys are first payable. For the avoidance of doubt no Member shall be entitled to any interest, share of revenue or other benefit arising from any unclaimed dividends or moneys, howsoever and whatsoever.

APPENDIX E – DESCRIPTION OF OUR SHARES

The following statements are brief summaries of the more important rights and privileges of Shareholders conferred by the laws of Singapore and our Constitution. These statements summarise the material provisions of our Constitution, but are qualified in its entirety by reference to our Constitution and the laws of Singapore.

The statements below provide, among other things, a description of Shareholders' voting rights, restrictions on the transferability of shareholdings and Shareholders' rights to share in any surplus in the event of liquidation, and provides information about our share capital.

ORDINARY SHARES

As of the Latest Practicable Date, the total issued and paid-up share capital of our Company is S\$2 comprising two Shares, all of which are fully paid up. As of the date of this Offer Document, the total issued and paid-up share capital of our Company is 13,682,000 comprising 13,682,000 Shares, all of which are fully paid up and there are no preference shares in issue.

We may, subject to the provisions of the Companies Act and the Catalist Rules, purchase our own Shares. However, we may not, except in circumstances permitted by the Companies Act, grant any financial assistance for the acquisition or proposed acquisition of our own ordinary shares.

We may only issue Shares with prior approval of our Shareholders at a general meeting.

Our Shareholders may by ordinary resolution give our Directors authority to allot and issue shares and/or convertible securities in our Company. Thereafter, Shares and/or convertible securities which may be issued at any time and from time to time to such persons and on such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit. The maximum number of Shares to be issued upon conversion is determinable at the time of the issue of such convertible securities (whether by way of rights, bonus or otherwise). The aggregate number of Shares to be issued (including Shares to be issued pursuant to such convertible securities) must not exceed 100.0% of the issued share capital of our Company, of which the aggregate number of Shares (including Shares to be issued pursuant to such convertible securities) other than on a pro rata basis to existing Shareholders shall not exceed 50.0% of the issued share capital of our Company (the percentage of issued share capital being based on the issued share capital at the time of passing of the resolution after adjusting for new Shares arising from the conversion of any convertible securities or employee share options in issue at the time such authority is given and for any subsequent consolidation or subdivision of Shares). Unless revoked or varied by our Shareholders at a general meeting, such authority shall continue in force until the conclusion of the next annual general meeting of our Company or the expiration of the period within which the next annual general meeting of our Company is required by law to be held, whichever is the earlier.

SHAREHOLDERS

Only persons who are registered in our register of Shareholders and, in cases in which the person so registered is CDP, the persons named as the depositors (as defined in the Securities and Futures Act) in the depository register maintained by CDP for our ordinary shares, are recognised as shareholders.

We will not recognise any equitable, contingent, future or partial interest in any Share or other rights for any Share other than the absolute right thereto of the registered holder or the person whose name is entered in the depository register for that Share, except as otherwise required by law. We may close the register of Shareholders for any time or times if we provide the SGX-ST with at least five clear Market Days' notice. However, the register may not be closed for more than 30 days in aggregate in any calendar year. We would typically close the register to determine Shareholders' entitlement to receive dividends and other distributions.

APPENDIX E – DESCRIPTION OF OUR SHARES

GENERAL MEETINGS OF SHAREHOLDERS

We are required to hold an annual general meeting every year and within four months from the end of our financial year. Our Board of Directors may convene an extraordinary general meeting whenever it thinks fit and must do so if Shareholders representing not less than 10.0% of the total voting rights of all Shareholders request in writing that such a meeting be held. In addition, two or more Shareholders holding not less than 10.0% of our issued share capital may call a meeting.

Unless otherwise required by law or by our Constitution, voting at general meetings is by ordinary resolution, requiring the affirmative vote of a simple majority of the votes cast at that meeting. An ordinary resolution suffices, for example, for the appointment of directors.

A special resolution, requiring the affirmative vote of at least 75.0% of the votes cast at the meeting, is necessary for certain matters under Singapore law, such as the voluntary winding up of our Company, amendments to our Constitution, a change of our corporate name and a reduction in our share capital.

Ordinary resolutions generally require at least 14 clear days' notice in writing. Our Constitution defines "clear days" as calendar days exclusive of the day on which the notice is served (or deemed to be served) and of the day for which the notice is given. For so long as our Shares are listed on Catalist, at least 14 clear days' notice of any general meeting shall be given in writing to the SGX-ST and by advertisement in the daily press. We must give at least 21 clear days' notice in writing for every general meeting convened for the purpose of passing a special resolution. The notice must be given to every Shareholder holding shares conferring the right to attend and vote at the meeting and must set forth the place, the day and the hour of the meeting and, in the case of special business, the general nature of that business. All general meetings must be held in Singapore.

VOTING RIGHTS

A Shareholder is entitled to attend, speak and vote at any general meeting, in person or by proxy. A proxy need not be a Shareholder. A person who holds Shares through the SGX-ST book-entry settlement system will only be entitled to vote at a general meeting as a Shareholder if his name appears on the depository register maintained by CDP 72 hours before the general meeting. For the purpose of determining the number of votes which a Shareholder may cast at any general meeting on a poll, a Shareholder who is an account-holder directly with CDP or a depository agent, or his proxy, is deemed to hold or represent that number of shares entered against his name in the register maintained with CDP 72 hours before the time of the relevant general meetings, as certified by CDP to us.

Except as otherwise provided in our Constitution, two or more Shareholders must be present in person or by proxy to constitute a quorum at any general meeting. Under our Constitution:

- (a) on a show of hands, every Shareholder present in person or by proxy shall have one vote (provided that in the case of a Shareholder who is represented by two proxies, only one of the two proxies as determined by that Shareholder or, failing such determination, by the chairman of the meeting (or by a person authorised by the chairman) shall be entitled to vote, and each proxy appointed by a Shareholder who is a relevant intermediary (as defined in Section 181(6) of the Companies Act shall have one vote); and
- (b) on a poll, every Shareholder present in person or by proxy shall have one vote for each Share which he holds or represents.

A Shareholder who is not a relevant intermediary may appoint not more than two proxies to attend and vote at the same general meeting. A Shareholder who is a relevant intermediary may appoint more than two proxies to attend and vote at the same general meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such Shareholder.

APPENDIX E – DESCRIPTION OF OUR SHARES

Under our Constitution, if we are listed on a stock exchange and if required by the listing rules of the stock exchange, all resolutions at general meetings must be voted on by poll (unless such requirement is waived by the stock exchange). In the event voting by poll is not required by the listing rules of a stock exchange, a poll may nevertheless be demanded in certain circumstances, including:

- (a) by the chairman of the meeting;
- (b) by at least two Shareholders present in person or by proxy and entitled to vote; or
- (c) by any Shareholder present in person or by proxy and representing not less than 5.0% of the total voting rights of all Shareholders having the right to attend and vote at the meeting.

Under the Catalist Rules, all resolutions at general meetings shall be voted by poll. In the case of a tied vote, whether on a show of hands or a poll, the chairman of the meeting shall be entitled to a casting vote.

TRANSFER OF ORDINARY SHARES

Our Board of Directors may decline to register any transfer of ordinary shares which are not fully paid shares or ordinary shares on which we have a lien. Our Board of Directors may also decline to register any instrument of transfer unless, among other things, it has been duly stamped and is presented for registration together with the share certificate and such other evidence of title as they may require. Ordinary shares may be transferred by a duly signed instrument of transfer in any form approved by the Directors and the SGX-ST. There is no restriction on the transfer of fully paid shares except where required by law or the Catalist Rules or by-laws of the SGX-ST. A Shareholder may transfer any ordinary shares held through the SGX-ST book entry settlement system by way of a book-entry transfer without the need for any instrument of transfer.

We will replace lost or destroyed certificates for Shares if we are properly notified and if the applicant pays a fee (not exceeding S\$2.00) and furnishes any evidence and indemnity that our Board of Directors may require.

MINORITY RIGHTS

The rights of minority shareholders of Singapore incorporated companies are protected under Section 216 of the Companies Act, which gives the Singapore courts a general power to make any order as they think fit, upon application by any Shareholder of our Company, to remedy any of the following situations:

- (a) our affairs are being conducted or the powers of our Board of Directors are being exercised in a manner oppressive to, or in disregard of the interests of, one or more of our Shareholders, including the applicant; or
- (b) we take an action, or threaten to take an action, or the Shareholders pass a resolution, or propose to pass a resolution, which unfairly discriminates against, or is otherwise prejudicial to, one or more of our Shareholders, including the applicant.

Singapore courts have wide discretion as to the relief they may grant and that relief is in no way limited to the relief listed in the Companies Act. Without prejudice to the foregoing, Singapore courts may among other things:

- (a) direct or prohibit any act or cancel or vary any transaction or resolution;
- (b) regulate the conduct of our affairs in the future;
- (c) authorise civil proceedings to be brought in our name, or on our behalf, by a person or persons and on such terms as the court may direct;

APPENDIX E – DESCRIPTION OF OUR SHARES

- (d) provide for the purchase of a minority Shareholder's shares by our other Shareholders or by our Company and, in the case of a purchase of Shares by us, a corresponding reduction of our share capital; or
- (e) provide that our Company be wound up.

LIMITATIONS ON RIGHTS TO HOLD OR VOTE SHARES

Singapore law and our Constitution do not impose any limitations on the right of non-resident or foreign Shareholders to hold or exercise voting rights attached to our Shares.

DIVIDENDS

We may, by ordinary resolution of our Shareholders, declare dividends at a general meeting, but we may not pay dividends in excess of the amount recommended by our Board of Directors. Our Board of Directors may also declare an interim dividend without the approval of our Shareholders.

We must pay all dividends out of our profits. All dividends we pay are pro rata in amount to our Shareholders in proportion to the amount paid-up on each Shareholder's Shares, unless the rights attaching to an issue of any Share provide otherwise.

Unless otherwise directed, dividends are paid by cheque or warrant sent through the post to each Shareholder at his registered address appearing in our register of members or the depository register (as the case may be). However, our payment to CDP of any dividend payable to a Shareholder whose name is entered in the depository register shall, to the extent of the payment made to CDP, discharge us from any liability to that Shareholder in respect of that payment.

BONUS AND RIGHTS ISSUE

Our Board of Directors may, with the approval from our Shareholders at a general meeting, capitalise any sums standing to the credit of any of our reserve funds, accounts or other undistributable reserve or any sum standing to the credit of profit and loss account and distribute the same as bonus Shares credited as paid-up to the Shareholders in proportion to their shareholdings.

Our Board of Directors may also issue bonus Shares to participants of any share incentive or option scheme or plan implemented by our Company and approved by our Shareholders in such manner and on such terms as our Board of Directors shall think fit.

Our Board of Directors may also issue rights to take up additional Shares to Shareholders in proportion to their shareholdings. Such rights are subject to any conditions attached to such issue and the regulations of any securities exchange upon which our Shares are listed.

LIQUIDATION OR OTHER RETURN OF CAPITAL

If our Company liquidates or in the event of any other return of capital, holders of the Shares will be entitled to participate in any surplus assets in proportion to their shareholdings.

SUBSTANTIAL SHAREHOLDERS

Under the Securities and Futures Act, a person has a substantial shareholding in our Company if he has an interest (or interests) in one or more voting shares (excluding treasury shares) in our Company and the total votes attached to that share or those shares, is not less than 5.0% of the aggregate of the total votes attached to all voting shares (excluding treasury shares) in our Company.

The Securities and Futures Act requires our Substantial Shareholders, or if they cease to be our Substantial Shareholders, to give notice in writing to us of particulars of the voting shares in our Company in which they have or had an interest (or interests) and the nature and extent of that interest or those interests, and of any change in the percentage level of their interest.

APPENDIX E – DESCRIPTION OF OUR SHARES

In addition, the deadline for a Substantial Shareholder to make disclosure to our Company under the Securities and Futures Act is two business days after he becomes aware:

- (a) that he is or (if he had ceased to be one) had been a Substantial Shareholder;
- (b) of any change in the percentage level in his interest; or
- (c) that he had ceased to be a Substantial Shareholder,

there being a conclusive presumption of a person being “aware” of a fact or occurrence at the time at which he would, if he had acted with reasonable diligence in the conduct of his affairs, have been aware.

Following the above, we will announce or disseminate the information stated in the notice to the SGX-ST as soon as practicable and, in any case, no later than the end of the Singapore business day following the day on which we received the notice.

“**Percentage level**”, in relation to a Substantial Shareholder in our Company, means the percentage figure ascertained by expressing the total votes attached to all the voting shares in our Company in which the Substantial Shareholder has an interest (or interests) immediately before or (as the case may be) immediately after the relevant time as a percentage of the total votes attached to all the voting shares (excluding treasury shares) in our Company, and, if it is not a whole number, rounding that figure down to the next whole number.

The Companies Act and the Securities and Futures Act provide that a person who has authority (whether formal or informal, or express or implied) to dispose of, or to exercise control over the disposal of, a voting share is regarded as having an interest in such share, even if such authority is, or is capable of being made, subject to restraint or restriction in respect of particular voting shares.

TAKEOVERS

The Companies Act, the Securities and Futures Act and the Singapore Code on Take-overs and Mergers (“**Singapore Take-over Code**”) regulate the acquisition of ordinary shares of public companies and contain certain provisions that may delay, deter or prevent a future takeover or change in control of our Company. Any person acquiring an interest resulting in him, either on his own or together with parties acting in concert with him, holding 30.0% or more of our voting shares, or, such person holds, either on his own or together with parties acting in concert with him, between 30.0% and 50.0% (both inclusive) of our voting shares and acquires (either on his own or together with parties acting in concert with him) more than 1.0% of our voting Shares any six-month period, must extend a takeover offer for the remaining voting shares in accordance with the provisions of the Singapore Take-over Code.

“**Parties acting in concert**” comprise individuals or companies who, pursuant to an arrangement or understanding (whether formal or informal), co-operate, through the acquisition by any of them of shares in a company, to obtain or consolidate effective control that company. Certain persons are presumed (unless the presumption is rebutted) to be acting in concert with each other. They are as follows:

- (a) a company and its related companies, the associated companies of any of the company and its related companies and companies whose associated companies include any of these companies;
- (b) any person who has provided financial assistance (other than a bank in the ordinary course of business) to any of the entities set out immediately above for the purchase of voting rights;
- (c) a company and its directors (together with their close relatives, related trusts and companies controlled by any of the directors, their close relatives and related trusts);
- (d) a company and its pension funds and employee share schemes;

APPENDIX E – DESCRIPTION OF OUR SHARES

- (e) a person and any investment company, unit trust or other fund whose investment such person manages on a discretionary basis, but only in respect of the investment account which such person manages;
- (f) a financial or other professional adviser including a stockbroker, with its clients in respect of shares held by (i) the adviser and persons controlling, controlled by or under the same control as the adviser and (ii) all the funds managed by the adviser on a discretionary basis, where the shareholdings of the adviser and any of those funds in the client total 10.0% or more of the client's equity share capital;
- (g) directors of a company (together with their close relatives, related trusts and companies controlled by any of such directors, their close relatives and related trusts) which is subject to an offer or where the directors have reason to believe a bona fide offer for the company may be imminent;
- (h) partners;
- (i) an individual and his close relatives, related trusts, any person who is accustomed to act in accordance with his instructions and companies controlled by the individual, his close relatives, his related trusts or any person who is accustomed to act in accordance with his instructions; and
- (j) any person who has provided financial assistance (other than a bank in the ordinary course of business) to any of the persons set out immediately above for the purchase of voting rights.

Subject to certain exceptions, a mandatory offer for consideration other than cash must be accompanied by a cash alternative at not less than the highest price paid by the offeror or parties acting in concert with the offeror within the six months preceding the acquisition of shares that triggered the mandatory offer obligation.

Under the Singapore Take-over Code, where effective control of a public company incorporated in Singapore is acquired or consolidated by a person, or persons acting in concert, a general offer to all other shareholders is normally required. An offeror must treat all shareholders of the same class in an offeree company equally. A fundamental requirement is that shareholders in the company subject to the takeover offer must be given sufficient information, advice and time to consider and decide on the offer.

INDEMNITY

As permitted by Singapore law, our Constitution provides that, subject to the Companies Act, we will indemnify our Board of Directors and officers against all costs, charges, losses, expenses and liabilities incurred or to be incurred by him in the execution and discharge of his duties or in relation thereto.

We may not indemnify directors and officers against any liability which by law would otherwise attach to them in respect of any negligence, wilful default, breach of duty or breach of trust of which they may be guilty in relation to our Company.

APPENDIX F – DESCRIPTION OF SINGAPORE LAW RELATING TO TAXATION

The summary below of certain tax matters in Singapore is of a general nature. It is based on tax laws, regulations, interpretations, rulings and decisions presently in effect and available as at the Latest Practicable Date. These laws, regulations, interpretations, rulings and decisions, however, may change at any time, and any change could be retrospective to the date of issuance of our Shares. These laws and regulations are also subject to various interpretations and the relevant tax authorities or the courts of Singapore could later disagree with the explanations or conclusions set out. The summary is not intended to constitute a complete analysis of the taxes mentioned. It is not intended to be and does not constitute legal or tax advice.

The discussion is limited to a general description of certain Singapore income tax, stamp duty, estate duty and GST consequences with respect to the subscription for, ownership and disposal of our Shares, and does not purport to be a comprehensive nor exhaustive description of all tax considerations that may be relevant to a decision to subscribe for and/or purchase, hold or dispose of our Shares.

Prospective investors of our Shares should consult their tax advisers concerning the tax consequences of subscribing for and/or purchasing, holding and disposing our Shares. Neither our Company, the Vendor, our Directors nor any other persons involved in this Invitation accepts responsibility for any tax effects or liabilities resulting from the subscription for and/or purchase, holding or disposal of our Shares.

SINGAPORE TAXATION

Singapore Income Tax

Corporate Income Tax

Under the Income Tax Act 1947 of Singapore (“**ITA**”), a company established outside Singapore could be considered a tax resident in Singapore if the control and management of its business is exercised in Singapore. “Control and management” typically refers to the making of decisions on strategic matters, such as those concerning the company’s policy and strategy. In general, the location of the company’s board of directors meetings determines where the control and management of a company’s business is exercised. Therefore, such control and management of business should not be considered to be exercised in Singapore if physical board meetings are conducted outside of Singapore.

The Inland Revenue Authority of Singapore (“**IRAS**”) has issued guidance indicating that a board meeting which involves the use of virtual meeting technology will generally be regarded as having strategic decisions made in Singapore if either of the following conditions is met: (i) at least 50.0% of the directors with the authority to make strategic decisions are physically in Singapore during the meetings; or (ii) the chairman of the board is physically in Singapore during the meeting.

On the other hand, the IRAS guidance has also indicated that where (i) no board meetings are held in Singapore and board resolutions are merely passed by circulation; (ii) the Singapore director is a nominee director while the rest of the directors are based outside Singapore; (iii) no strategic decisions are made by the Singapore director; or (iv) no key employees are based in Singapore, the control and management of the business of a company may be considered not exercised in Singapore.

A company is subject to Singapore income tax on income accruing in or derived from Singapore and on foreign-sourced income received or deemed to be received in Singapore, unless certain exemptions apply.

Foreign-sourced income in the form of dividends, branch profits and service income received or deemed to be received in Singapore by a Singapore tax resident company is exempt from Singapore income tax if the following conditions are met:

- (a) The foreign income has been subject to tax in the foreign jurisdiction from which it is received (known as the ‘subject to tax’ condition). The rate at which the foreign income was taxed can be different from the headline tax rate;

APPENDIX F – DESCRIPTION OF SINGAPORE LAW RELATING TO TAXATION

- (b) The highest Corporate Income Tax rate (i.e. foreign headline tax rate condition) of the foreign jurisdiction from which the income is received is at least 15.0% at the time the foreign income is received in Singapore; and
- (c) the Comptroller is satisfied that the tax exemption would be beneficial to the Singapore tax resident company.

The prevailing corporate income tax rate in Singapore is 17.0% with the first S\$200,000 of a company's normal chargeable income of a company, from Year of Assessment ("YA") 2020 onwards, being partially exempt from tax as follows:

- (i) 75.0% on the first S\$10,000 of normal chargeable income; and
- (ii) 50.0% on the next S\$190,000 of normal chargeable income.

Newly incorporated companies will also, for each of the company's first three consecutive YAs falling in or after YA 2020, subject to certain conditions and exceptions, be eligible for tax exemption as follows:

- (i) 75.0% on the first S\$100,000 of normal chargeable income; and
- (ii) 50.0% on the next S\$100,000 of normal chargeable income.

Individual Income Tax

An individual taxpayer (both resident and non-resident) is subject to Singapore income tax on income accrued in or derived from Singapore. Foreign-sourced income received or deemed received by an individual is generally exempt from income tax in Singapore except for such income received through a partnership in Singapore.

An individual is regarded as a tax resident in Singapore if in the calendar year preceding the year of assessment, he was physically present in Singapore or exercised an employment in Singapore (other than as a director of a company) for 183 days or more, or if he ordinarily resides in Singapore.

Prior to YA 2024, a Singapore tax resident individual is subject to tax at the progressive resident rates, ranging from 0.0% to 22.0%, after deductions of qualifying personal reliefs where applicable. A non-Singapore tax resident individual is taxed at the tax rate of 22.0% except that Singapore employment income is taxed at a flat rate of 15.0% or at progressive resident rates, whichever yields a higher tax.

With effect from YA 2024, a Singapore tax resident individual is subject to tax at the progressive resident rates, ranging from 0.0% to 24.0%, after deductions of qualifying personal reliefs where applicable. A non-Singapore tax resident individual is taxed at the tax rate of 24.0% with effect from Year of Assessment 2024 except that Singapore employment income and certain income taxable at reduced withholding rates. Singapore employment income of non-resident individuals is taxed at a flat rate of 15.0% or at progressive resident rates, whichever yields a higher tax. A non-resident individual (other than a director) exercising a short-term employment in Singapore for not more than 60 days may be exempt from tax in Singapore.

Dividend Distributions

Under Singapore's one-tier corporate tax system, dividends paid by a Singapore tax resident company are exempt from Singapore income tax in the hands of its shareholders, regardless of whether the shareholder is a company or an individual and whether or not the shareholder is a Singapore tax resident.

There is no withholding tax on the dividend payments to both resident and non-resident shareholders. Foreign shareholders receiving tax exempt (one-tier) dividends are advised to consult their tax advisers to take into account the tax laws of their respective countries of residence and the applicability of any double taxation agreement which their country of residence may have with Singapore.

APPENDIX F – DESCRIPTION OF SINGAPORE LAW RELATING TO TAXATION

Gains on Disposal of our Shares

Any gains considered to be in the nature of capital made from the disposal of our Shares will not be taxable in Singapore to the extent that they do not fall within the ambit of Section 10L of the ITA, which came into effect on 1 January 2024. However, any gains derived by any person from the disposal of our Shares which are gains from any trade, business, profession, or vocation carried on by that person, if accruing in or derived from Singapore, may be taxable as such gains are considered revenue in nature. Such gains may also be taxable if they constitute any gains or profits of an income nature under Section 10(1)(g) of the ITA, such as if our Shares were purchased with the intention or purpose of making a profit rather than holding for long-term investment purposes in Singapore.

There are no specific legislation or regulations which deal with the characterisation of whether a gain is income or capital in nature. The characterisation of the gains arising from the disposal of our Shares will depend on the individual facts and circumstances of the holders of our Shares relating to the disposal of our Shares.

Subject to certain conditions being satisfied and Section 10L of the ITA, gains derived by a company (“**Divesting Company**”) from the disposal of ordinary shares during the period between 1 June 2012 and 31 December 2027 (inclusive of both dates) will be exempt under Section 13W of the ITA from Singapore income tax, if the Divesting Company legally and beneficially owned at least 20.0% of ordinary shares (“**Shareholding Threshold**”) in another company (“**Investee Company**”) and such ordinary shares have been legally and beneficially held by the Divesting Company for a continuous minimum period of 24 months ending on the date immediately prior to the date of such disposal. The Minister of Finance had announced in Budget 2025 that the sunset date of 31 December 2027 under Section 13W will be removed and the following enhancements will be made for disposal gains derived on or after 1 January 2026:

- (a) the scope of eligible gains will be expanded to include gains from the disposal of preference shares that are accounted for as equity by the Investee Company under the applicable accounting principles; and
- (b) the assessment of the Shareholding Threshold will be allowed to be done on a group basis.

The exemption prescribed under Section 13W of the ITA is not applicable under the following scenarios:

- (i) the disposal of shares during the period from 1 June 2012 to 31 May 2022 of an unlisted Investee Company which is in the business of trading or holding Singapore immovable properties (other than the business of property development);
- (ii) the disposal of shares from 1 June 2022 of an unlisted Investee Company which is in the business of trading, holding or developing immovable properties in Singapore or abroad, subject to certain exceptions;
- (iii) the disposal of shares by a Divesting Company in the insurance business industry (as referred to under Section 26 of the ITA); and
- (iv) the disposal of shares by a partnership, limited partnership or limited liability partnership where one or more of the partners is a company or are companies.

Under Section 10L of the ITA, gains received or deemed received in Singapore by an entity of a relevant group from the sale or disposal of any movable or immovable property outside Singapore will be treated as income chargeable to tax under Section 10(1)(g) of the ITA under certain circumstances. Any shares in or securities issued by a company, or any right or interest in such shares or securities, will be deemed to be located outside Singapore if the issuer thereof is incorporated outside Singapore or in the case of registered shares or any right or interest in such shares, the register or principal register (if there is more than one register) is located outside Singapore regardless of where the issuer is incorporated. If our Shares are deemed to be foreign assets, gains received or deemed received in Singapore from their disposal will be subject to tax if an entity of a relevant group disposed of our Shares unless such disposal falls within the scope of the exclusion under Section 10L of the ITA.

APPENDIX F – DESCRIPTION OF SINGAPORE LAW RELATING TO TAXATION

Holders of our Shares who apply, or who are required to apply, the Singapore Financial Reporting Standard 39 (“**FRS 39**”), Financial Reporting Standard 109 (“**FRS 109**”) or Singapore Financial Reporting Standard (International) 9 (Financial Instruments) (“**SFRS(I) 9**”) (as the case may be), for the purposes of Singapore income tax may be required to recognise gains or losses (not being gains or losses in the nature of capital) in accordance with the provisions of FRS 39, FRS 109 or SFRS(I) 9 (as modified by the applicable provisions of Singapore income tax law) even though no sale or disposal of our Shares is made. Singapore corporate shareholders who may be subject to such tax treatment should consult their own accounting and tax advisers regarding the Singapore income tax consequences of their subscribing of and/or purchasing, holding and disposal of our Shares.

Bonus Shares

Any bonus shares received by our Shareholders are not taxable in Singapore.

Stamp Duty

There is no stamp duty payable on the subscription, allotment or holding of our Shares.

Stamp duty is payable on the executed instrument of transfer for the transfer of our Shares at 0.2% on the consideration for, or market value of our Shares, whichever is higher.

The purchaser is liable for stamp duty, unless there is an agreement to the contrary.

No stamp duty is payable if no dutiable document relating to the share transfer is executed or if the instrument of transfer is executed outside Singapore. However, stamp duty may be payable if the dutiable document which is executed outside Singapore is subsequently received in Singapore.

In the case of scripless shares which are book-entry securities defined under Section 81SF of the SFA, where the transfer of which does not require instruments of transfer to be executed, stamp duty which is ordinarily payable on the contract or agreement entered into for the transfer is remitted.

Pursuant to recent amendments to the Stamp Duties Act 1929 of Singapore, stamp duty is payable on certain electronic instruments that effect a transfer of interest in shares, where such instruments are regarded or deemed to be executed in Singapore, or executed outside Singapore and received in Singapore. In this regard, an electronic instrument that is executed outside Singapore is received in Singapore if (i) it is retrieved or accessed by a person in Singapore; (ii) an electronic copy of it is stored on a device (including a computer) and brought into Singapore; or (iii) an electronic copy of it is stored on a computer in Singapore.

Goods and Services Tax

The sale of our Shares by a GST-registered investor belonging in Singapore through an SGX-ST member or to another person belonging in Singapore is an exempt supply not subject to GST. Any GST incurred by the investor in making this exempt supply is not recoverable from the Comptroller of GST.

Where our Shares are sold by a GST-registered investor to a person belonging outside Singapore, the sale is a taxable supply subject to GST at zero-rate if certain conditions are met. Any GST incurred by a GST-registered investor in the making of this supply in the course of or furtherance of a business may be recoverable from the Comptroller of GST.

Services such as brokerage, handling and clearing charges rendered by a GST-registered person to an investor belonging in Singapore in connection with the investor's purchase, sale or holding of our Shares will be subject to GST at the standard rate (currently at 9.0%). Similar services rendered to an investor belonging outside Singapore may be subject to GST at zero-rate if certain conditions are met.

Investors should seek their own tax advice on the recoverability of GST incurred on expenses in connection with the purchase and sale of our Shares

Estate Duty

Singapore estate duty was abolished with respect to all deaths occurring on or after 15 February 2008.

APPENDIX G – LIST OF PRESENT AND PAST DIRECTORSHIPS

The list of present and past directorships of our Directors and Executive Officers in the last five years up to the Latest Practicable Date, excluding that held in our Company, is as follows:

Name	Present Directorships	Past Directorships
Directors		
Mr. Yeo Gek Leong Clarence	<u>Group Companies</u> –	<u>Group Companies</u> –
	<u>Other Companies</u> Hong Leong Finance Limited GRC limited Neon Group Ltd Certis CISCO Security Pte. Ltd. D.S. Lee Foundation Singapore Aerospace Manufacturing Pte. Ltd.	<u>Other Companies</u> CTH Foundation Ltd.
Mr. Lim Ho Heng	<u>Group Companies</u> –	<u>Group Companies</u> –
	<u>Other Companies</u> GSC Consulting LLP ⁽¹⁾	<u>Other Companies</u> Pavillion Holdings Ltd.
Mr. Lim Thiam Hooi	<u>Group Companies</u> Lum Chang Interior Pte. Ltd. Lum Chang Decor Pte. Ltd. Lum Chang Brandsbridge Pte. Ltd. Lum Chang Brandsbridge (M) Sdn. Bhd.	<u>Group Companies</u> –
	<u>Other Companies</u> –	<u>Other Companies</u> –
Mr. Adrian Lum Wen- Hong	<u>Group Companies</u> Lum Chang Interior Pte. Ltd. Lum Chang Brandsbridge Pte. Ltd. Lum Chang Decor Pte. Ltd. Lum Chang Brandsbridge (M) Sdn. Bhd.	<u>Group Companies</u> –
	<u>Other Companies</u> Ellipsiz Ltd Lum Chang Holdings Limited Bevrian Pte Ltd Lum Chang Property Investments Pte. Ltd. Dorado Holdings Pte. Ltd. Columba Holdings Pte. Ltd. Corwin Holding Pte. Ltd. Pavo Holdings Pte. Ltd. Dorado Retail Holdco Pte. Ltd. Dorado Retail Pte. Ltd. Kemensah Holdings Pte. Ltd. Lum Chang Auriga Pte. Ltd. LS Investments Pte. Ltd. Kwong Wai Shiu Hospital Bluesky Real Estate Investment Pte. Ltd.	<u>Other Companies</u> Xin Tekka Pte. Ltd. KWSH Foundation Wembley Properties Pte. Ltd. Uptown Viewpoint Sdn Bhd Urban Assignment Sdn Bhd Daehan Rehabilitation Services Sdn Bhd Daehan Rehabilitation Centre Sdn Bhd Kelaty Holdings Limited Lum Chang Development Services Limited CLI CP (Netherlands) B.V.

APPENDIX G – LIST OF PRESENT AND PAST DIRECTORSHIPS

Name	Present Directorships	Past Directorships
	Ellipsiz Agro Investments Pte. Ltd. Lum Chang (Suzhou) Investments Pte Ltd Binjai Holdings Pte Ltd E Golfing Pte. Ltd. RMDV Investments Pte. Ltd. Sky Real Estate Investment Pte. Ltd. Solluna Investments Pte. Ltd. Tucana Investments Pte. Ltd. Lum Chang Asia Pacific Pte. Ltd. Lum Chang Corporation Pte. Ltd. Lum Chang Properties Ltd. Lum Chang Sdn. Bhd. Fabulous Range Sdn. Bhd. Nexus Sdn. Bhd. PJBOX Sdn. Bhd. Twin Palms Development Sdn. Bhd. Venus Capital Corporation Sdn. Bhd. Lum Chang Tien Wah Property Sdn. Bhd. PT Super Makmur Sejahtera Beverian Holdings Pte Ltd Singapore-Suzhou Township Development Pte Ltd CLI CP (Netherlands) Pte. Ltd.	
Ms. Yap Lay Hoon	<u>Group Companies</u> — <u>Other Companies</u> Kemensah Holdings Pte. Ltd. Dorado Holdings Pte. Ltd. Corwin Holding Pte Ltd Columba Holdings Pte. Ltd. Dorado Retail Holdco Pte. Ltd. Dorado Retail Pte. Ltd. Solluna Investments Pte. Ltd. Bluesky Real Estate Investment Pte. Ltd. Fabulous Range Sdn. Bhd. Lum Chang Tien Wah Property Sdn. Bhd. CLI CP (Netherlands) Pte. Ltd.	<u>Group Companies</u> — <u>Other Companies</u> CLI CP (Netherlands) B.V.

APPENDIX G – LIST OF PRESENT AND PAST DIRECTORSHIPS

Name	Present Directorships	Past Directorships
Executive Officers		
Ms. Alice Ong	<u>Group Companies</u>	<u>Group Companies</u>
	—	—
	<u>Other Companies</u>	<u>Other Companies</u>
	—	—
Mr. Sik Wee Teng	<u>Group Companies</u>	<u>Group Companies</u>
	—	—
	<u>Other Companies</u> Inomate Group LLP ⁽¹⁾	<u>Other Companies</u> Assiduous Holdings Private Limited Rectitude Investments Pte. Ltd.
Mr. Ivan Oktavianus	<u>Group Companies</u>	<u>Group Companies</u>
	—	—
	<u>Other Companies</u>	<u>Other Companies</u>
	—	—
Mr. Muhammad Azri	<u>Group Companies</u>	<u>Group Companies</u>
	—	—
	<u>Other Companies</u>	<u>Other Companies</u>
	—	—
Mr. Gan Wee Jye	<u>Group Companies</u>	<u>Group Companies</u>
	—	—
	<u>Other Companies</u>	<u>Other Companies</u> Peak Fresh Trading Pte. Ltd.
	—	

Note:

(1) Included as he is a partner in the partnership.



**INFORMATION
INSIGHTS
INTEGRITY**



Urban Revitalisation Specialist Industry - Singapore

This report was prepared for
Lum Chang Creations Limited

20 June 2025

SINGAPORE

HONG KONG

MALAYSIA

www.convergingknowledge.com

DISCLAIMER

Converging Knowledge has prepared this report in an independent and objective manner and has taken adequate care to ensure the accuracy and completeness of the report. We believe that this report represents a true and fair view of the industry within the boundaries and limitations of secondary statistics, primary research and continued industry movements. We note that the opinions expressed are opinions of human sources and caution as to the subjective nature of such information.

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RESEARCH SCOPE

We have conducted independent market research on the Urban Revitalisation Specialist Industry in Singapore, with a focus on the conservation and restoration of heritage buildings in Singapore. The activities of Lum Chang Creations Limited (the “**Company**”) include conservation and restoration, interior fitting-out, and addition and alteration (“**A&A**”) works on buildings that require structural changes. This independent market research is prepared for inclusion of this report in the Offer Document issued by the Company in relation to an initial public offering and listing on the Catalist of the Singapore Stock Exchange (“**Listing**”), and in such presentation materials prepared by or on behalf of the Company in relation to the Listing. The scope of research is detailed below.

1. Overview of Urban Revitalisation Specialist Industry (“**URS Industry**”)
 - a. Overview of the URS Industry in Singapore
 - i. To provide an overview of the URS Industry and highlight the appeal of this industry to investors.
 - ii. For the purpose of this research, the focus will be URS, which comprise conservation and restoration, interior fitting-out and A&A works on heritage buildings in Singapore, both privately and publicly owned in Singapore.
 - iii. Definitions
 - To define urban revitalisation, conservation and restorative works, interior fitting-out works, A&A works etc.
 - iv. Key statistics, where available
 - To highlight the strengths of the URS Industry in terms of interior fitting-out works and its growth in recent years.
 - Statistics limited to GDP, GDP growth rate and four other relevant statistics.
 - For this section, we would like to highlight that statistics will be based on latest reported figures from government and industry associations. Statistics will be updated to the latest financial year immediately preceding the issue of the prospectus, where available.
 - b. Industry structure
 - i. Description of differing segments in the industry.
 - ii. Description of the Company within the industry sector.
 - To highlight the segment that the Company is active within the industry.

2. Major Trends in the Industry
 - a. Local trends that will impact the business
 - i. To provide material trends and drivers from local perspective, for example, government plans, technology impact, sustainability etc.
 - ii. To include trends in urban restoration plans, if any.
 - b. Issues and challenges
 - i. Other examples are labour challenges, communication issues, budget.
3. Market Size and Competitive Landscape in Singapore
 - a. Estimated market size
 - i. Estimated market size of the URS Industry
 - Taking into consideration, trends in the construction industry in Singapore.
 - b. Level of competition in the industry
 - i. Describes how the market competes/ nature of competition.
 - ii. Number of players.
 - c. Major players in the industry and peer benchmarking
 - i. Introducing the major players and how they have been shortlisted.
 - ii. A table to show peer benchmarking.
 - Peer benchmarks will be based on Company's closest competitors, showing financial information and their market share/ ranking.
 - d. Barriers to entry
4. Prospects of the Industry in Singapore
 - a. Prospects of the URS Industry and estimated growth (%) in the next three years (2025-2027)
 - i. This section will include prospects in the URS Industry in Singapore and restorative works in the next three years

Authorised Signatory

Tan Kong Yiam Eddy
Director
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1. EXECUTIVE SUMMARY

OVERVIEW OF URBAN REVITALISATION SPECIALIST INDUSTRY

The Urban Revitalisation Specialist (“**URS**”) Industry is a niche sector that focuses on the conservation and restoration of heritage buildings in Singapore. Its activities include conservation and restoration, interior fitting-out, as well as addition & alteration (“**A&A**”). A building is given a ‘conservation’ status if deemed to possess special architectural, historical, traditional or aesthetic interest, empowering the authorities to issue conservation guidelines that legally require the property owner to maintain the conserved building. Today, there are an estimated 7,200 conservation buildings and 75 national monuments gazetted in Singapore.

Table 1 - Segmentation of the URS Industry

URBAN REVITALISATION SPECIALIST INDUSTRY		
CONSERVATION & RESTORATION	INTERIOR FIT-OUT	ADDITION & ALTERATION
Examples: • Conservation of façades • Preservation of timber and wooden elements • Stabilisation of structures • Restoration of decorative elements • Repointing of brickworks	Examples: • Flooring • Ceiling & electrical • Joinery & furniture • Wall finishes & painting • Window & door installation • Fire protection & safety	Examples: • Building extensions • Reconfiguration of space • Conversion • Structural modification for accessibility • Plumbing and electrical upgrades

Source: Compiled by Converging Knowledge

Conservation buildings, also known as heritage buildings, are highly regulated in Singapore under the purview of two main agencies - the National Heritage Board (“**NHB**”) and Urban Redevelopment Authority (“**URA**”). Apart from the regulatory requirements, there are few players in the URS Industry with the required experience and skillsets in conservation building works, therefore setting them apart from the typical construction, renovation, or interior fit-out companies. The URS Industry plays a significant role in the preservation and restoration of Singapore’s built heritage for future generations; revitalising the urban communities around the conservation buildings.

COMPETITIVE LANDSCAPE

There are a limited number of URS players engaged in conservation building works with the technical knowledge and skillset to undertake such projects, in addition to labour constraints and the need for highly-specialised workers. As Singapore moves towards a nationwide contractor's registration system, it has become mandatory for all contractors undertaking construction works to be registered with the Building and Construction Authority ("**BCA**").

URS players differentiate themselves through the following competitive advantages:

- Types of conservation buildings and works: Players specialising in smaller-scale projects (e.g., shophouses) may not possess the technical knowledge and specialised skillset to undertake larger conservation building and national monument works.
- Familiarity with conservation guidelines: Seeking regulatory approval for conservation building works is rigorous and time-consuming. URS contractors that are familiar with conservation guidelines are able to collaborate effectively with other project stakeholders, thereby reducing time and cost inefficiencies.
- Track record, experience, and competences: In conservation building projects, the responsibility of selecting a URS contractor usually lies with the professional parties (e.g., architects and conservation specialist), who may have higher expectations.
- Strong relationship network with other industry stakeholders: URS Industry stakeholders include architects, conservation specialists and suppliers amongst others. Players may collaborate with other contractors for efficient resource allocation and the network also provides greater exposure in being invited to submit tender bids.

Barriers to Entry

There are significant barriers to entry into the URS Industry due to the complexities involved in conservation building works. Aligning with the local regulatory requirements on conservation, securing financing, as well as establishing a reputation for quality and compliance can be quite challenging for new entrants. The key barriers are as follows:

- High capital investment outlay: Significant upfront capital investment, especially for large-scale projects (e.g., monuments), is required in hiring experts, artisans, and technology needed for restoration. Contractors tend to steer clear from conservation building works, especially when the structural integrity cannot be determined visually, leading to accumulated hidden costs.
- Specialised knowledge and expertise required: Conservation and restoration works draw on a wide range of expertise, from architectural design and heritage experts to artisans amongst others. Many contractors, even the large players, do not have a comprehensive network required to address restoration demands.

- Deep experience required in adaptive reuse: Repurposing conservation buildings for modern use while preserving their historical value takes many years to develop.
- Sourcing of skilled labour: There is a limited supply of a highly skilled and specialised labour for the URS Industry in Singapore. This is further constrained by stringent immigration and work permit regulations in overseas hires, resulting in added costs.
- Strong project management and quantity surveyor skills: Project management and quantity surveyor skills are highly important in conservation building works, which are highly regulated, time-consuming, and cost-intensive as compared to conventional construction projects.

MAJOR PLAYERS IN THE INDUSTRY

The major players in the URS Industry were identified based on two main criteria - (1) BCA workhead(s) CW01 and/ or CR06¹; (2) conservation building projects awarded from 2020 to 2024. Less than 1.00% of CW01 and 3.00% of CR06 contractors have undertaken conservation building works in the past five years.² From the above, the major players were shortlisted based on the following additional criteria: (1) involvement in URS projects between 2020 and 2024, but excluding those that mainly focus on conserved residential and/ or industrial developments; (2) experience with large conservation and restoration works. Five major players were identified and are listed as follows:

¹ CW01 refers to 'General Building' workhead, where players are permitted to undertake conservation and restoration alongside A&A works in the URS Industry. CR06 refers to 'Interior Decoration & Finishing Works' workhead, where players undertake minor interior fit-out works or private sector developments, as they have to work under the auspices of a qualified person, such as an architect.

² Compiled by Converging Knowledge.

Table 2 - Major Players in the URS Industry

Company Name	BCA License	AHA	URS Segment			Conserved Development Type		Conserved Building Types					Non Conserved
			C&R	Interior Fit-Out	A&A	Comm	Inst & Others	Shop-house	MM	Museum/ Galleries	WH	Others	
Sunray Woodcraft Construction Pte Ltd	CW01	X	X	X	X	X	X	X	X	X	X	X	X
	CR06												
	GB1												
	ME01												
	ME05												
Lum Chang Creations Limited	ME06	X	X	X	X	X	X	X	X	X	X	X	X
	CW01												
	CR06												
	CR03												
	GB1												
W'Ray Construction Pte Ltd	SB(SS)	X	X	X	X	X	X	X	X	X	X	X	X
	CW01												
	CR06												
	CR09												
	CR13												
Townner Construction Pte Ltd	CR16	X	X	X	X	X	X	X	X	X	X	X	X
	CW02												
	GB1												
	ME01												
	ME02												
Townner Construction Pte Ltd	CW01	X	X	X	X	X	X	X	X	X	X	X	X
	CW02												
	GB1												

APPENDIX H – INDEPENDENT MARKET REPORT

Company Name	BCA License	AHA	URS Segment			Conserved Development Type		Conserved Building Types					Non Conserved
			C&R	Interior Fit-Out	A&A	Comm	Inst & Others	Shop-house	MM	Museum/Galleries	WH	Others	
Shin Khai Construction Pte Ltd	CW01 CW02 GB1 SB(SS)	X	X		X		X		X	X			X

Notes:

- Legend: 'AHA' - URA Architectural Heritage Awards; 'C&R' - Conservation and Restoration; 'A&A' - Addition and Alteration; 'Comm' - Commercial; 'Inst & Others' - Institutional and Others; 'MM' - National Monument; 'WH' - Warehouse.
- BCA Workhead Codes:
 - Construction-Related: 'CR06' - Interior Decoration & Finishing Works; 'CR03' - Demolition; 'CR09' - Repairs & Redecoration; 'CR13' - Waterproofing Installation; 'CR16' - Curtain Walls.
 - Construction: 'CW01' - General Building; 'CW02' - Civil Engineering.
 - Licensed Builders: 'GB1' - General Builder Class 1; 'SB(SS)' - Specialist Builder (Structural Steelwork).
 - Mechanical & Electrical: 'ME01' - Air-Conditioning, Refrigeration & Ventilation Works; 'ME02' - Building Automation, Industrial & Process Control Systems; 'ME05' - Electrical Engineering; 'ME06' - Fire Prevention & Protection Systems.
- Conserved Development Types are for conservation buildings only and do not include residential and industrial. Examples for each development type are listed below and not meant to be exhaustive.
 - Commercial - e.g., F&B, hotels, offices, retail, shophouse, and warehouse (in commercial zones).
 - Institutional and Others - e.g., hospitals, museums, places of worship, schools, stations, and theatres.
- Conserved Building Types:
 - 'Others' refer to conservation buildings not elsewhere classified. Some examples include hotels, hospitals, places of worship, stations, and theatres.
- Information compiled from publicly disclosed information (e.g., company websites) and/ or interviews with industry players.

Source: Compiled by Converging Knowledge

PRIVATE AND CONFIDENTIAL

KEY TRENDS, DRIVERS & CHALLENGES

Trends

- Shophouse transactions on track to recovery
- Adaptive reuse of heritage buildings on an uptrend
- Heritage sites and structures raise demand for conservation works
- Government incentives for built heritage owners
- A new trend emerges in the conservation of modernist buildings
- Fire hazards in heritage buildings indicate greater need for upgrading works
- Higher supply of retail developments and hotel rooms in the pipeline
- Nationwide expansion of the Contractors Registration System
- Upcoming changes to the work permit framework

Drivers

- Strong growth in Singapore's economy and construction industry
- Growing number of conservation building projects, especially large value
- Uptrend of construction contracts awarded for building works
- Attractive inbound tourism numbers in Singapore
- Construction materials prices stabilising
- Rise in foreign workforce

Challenges

- Conservation buildings are highly regulated
- Difficulty involved in restoration works
- Shortcomings with adaptive reuse
- Access to technical knowledge may be limited
- Availability of building materials and laborious effort
- Limited number of conservation buildings
- Land scarcity may challenge conservation efforts

OUTLOOK & MARKET SIZE

Industry Outlook and Prospects

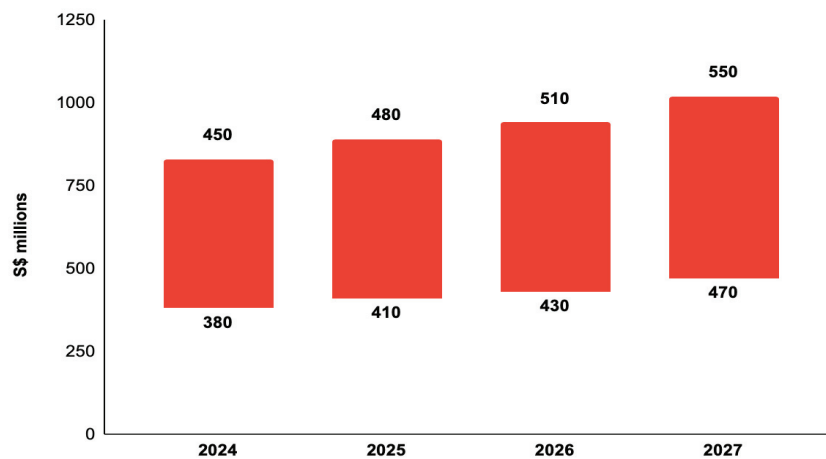
- Strong government support for tourism and culture
- Upcoming built heritage projects in Singapore

- Enhancing Singapore's heritage and identity sites
- Potential conservation targets in the pipeline
- Growing importance of modernist buildings in Singapore's built heritage
- Promoting adaptive reuse for sustainability
- Singapore Green Plan 2030
- Singapore's construction outlook to remain robust
- Onstream of retail developments and hotel rooms

Estimated Market Size and Projections

The URS Industry is expected to grow at an estimated CAGR of 6.76%³, from S\$380.00 million in 2024 to reach S\$470.00 million to S\$550.00 million in 2027. The growth is supported by the improvement in conservation shophouse transactions, strong government support for tourism and culture, and the potential for more (new) conservation buildings identified for adaptive reuse.

Figure 1 - Estimated and Forecasted Market Size of the URS Industry, 2024 to 2027, S\$ million



Source: Compiled by Converging Knowledge

³ Calculated from the mid-point of the market size for each year.

2. OVERVIEW OF THE URS INDUSTRY IN SINGAPORE

The URS Industry is a niche sector that focuses on the conservation and restoration of heritage buildings in Singapore. The activities in this industry include conservation and restoration, interior fitting-out, as well as addition & alteration (“**A&A**”) works on heritage buildings. In Singapore, the National Heritage Board (“**NHB**”) is the national authority that manages national museums, heritage institutions, monuments, historic buildings and sites, whereas the Urban Redevelopment Authority (“**URA**”) has oversight in development control, urban conservation, as well as the promotion of architectural and urban design excellence.

A building is given a ‘conservation’ status if deemed to possess special architectural, historical, traditional or aesthetic interest, which empowers the authorities to issue conservation guidelines that legally require the owner of the property to maintain the conserved building.⁴ Conservation buildings (e.g., shophouses, bungalows, places of worship, stations, theatres, and warehouses, amongst others) in Singapore are owned by private parties, the state, or non-profit organisations such as religious or clan associations. Likewise, national monuments in Singapore can be privately-owned (e.g., Goodwood Park Hotel - Tower Block, House of Tan Yock Nee, Raffles Hotel, and The Cathay), or state-owned (e.g., Asian Civilisations Museum, National Museum of Singapore, and The Padang). Places of worship gazetted as national monuments (e.g., Hajjah Fatimah Mosque and Saint Andrew’s Cathedral) are owned by religious institutions. Today, there are an estimated 7,200 conservation buildings and 75 monuments gazetted in Singapore.

The URS Industry is considered niche because there are few players with the required experience and skillsets that can preserve and restore conservation buildings, therefore setting

⁴ Planning Act 1998 of Singapore, Section 9 & Section 11 of the Planning Act 1998, <https://sso.agc.gov.sg/Act/PA1998> as retrieved on 24 February 2025. The Singapore legislation is subject to copyright of the Singapore Government and is used for the purposes of the relevant material with the permission of the Attorney-General’s Chambers (“**AGC**”). Please refer to the Singapore Statutes Online (“**SSO**”) website for the latest version of the legislation. The AGC and SSO have not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

them apart from the typical construction, renovation or interior fit-out companies. In addition, the limited number of players with the competencies to manage the risks of unique issues linked to heritage buildings command a higher premium, making them attractive. Conservation buildings, also known as heritage buildings, undergo restoration, retrofitting and upgrading from time to time. It is estimated that monuments get refurbished every 10 to 20 years, depending on the wear and tear, impact of Singapore's tropical climate, structural condition, historical and cultural significance, as well as to meet modern building requirements. Shophouses, on the other hand, are renovated and upgraded more frequently in view of the change in tenancy or change in ownership.

Routine maintenance is also necessary to ensure safety and operational standards, such as fire safety, accessibility and structural stability. Many conservation buildings have also been repurposed for adaptive reuse, where they are converted into hospitality (e.g., hotels), retail (e.g., food service), and commercial spaces (e.g., offices). Such premises require more frequent maintenance and upgrading to retain the original heritage design without compromising on the safety and comfort of visitors and occupants.

As Singapore's society becomes increasingly westernised, there is a growing concern of its people losing its "Asian roots", which has driven new conservation ethos to recognise the importance of conservation buildings and sites to function not only as salient collective historical repositories, but also help root the nation with Asian values. This started a new wave to drive the restoration and conservation of heritage districts like Kampong Glam, Chinatown, Little India, the Civic District - Empress Place, Fort Canning and Bras Basah Road, as well as the area around the Singapore River.

Today, the prominence of heritage landscapes has increased in the form of conserved areas, preserved sites and buildings of historical interest, monuments and memorials, as well as museums. These places showcase Singapore's shared colonial and post-independence legacy as well as reflect the unique cultures of the country's ethnic groups. As such, the URS Industry plays a significant role in ensuring the preservation and restoration of Singapore's heritage for generations to come as well as revitalising the urban communities around the conservation buildings.

2.1 Industry Structure and Definitions

2.1.1 Historic and Cultural Districts

Singapore has gazetted an estimated 7,200 conservation buildings and 75 monuments. Most of Singapore's monuments and conservation buildings are located in the city centres and around its fringes. The conservation areas are organised into four distinct categories, namely historic districts (Boat Quay, Chinatown, Kampong Glam and Little India); residential historic districts (Blair Plain, Cairnhill and Emerald Hill); secondary settlements (e.g., Geylang and Joo Chiat); and bungalows (various architectural styles).

Buildings in each of these categories have to adhere to specific as well as broad conservation guidelines set by the URA. For example, buildings in residential historic districts are permitted to have a rear extension constructed lower than the main roof, but those in the secondary settlements could build this extension up to the maximum height allowed for the area (based on the plot ratio). While URA plays a significant role in selecting sites and buildings for conservation, owners can also volunteer their properties for conservation and benefit from an assortment of waivers for development-related charges.

Several aspects of a building would be assessed before it could be considered worthy of conservation - (1) Aesthetic Value - Design, style, construction and age of architectural work; (2) Historic Value - Characteristic of a place that has influenced, or has been influenced by, a historic figure, event, phase or activity; and (3) Social Value - Focus on a shared sentiment such as identity, memory, or sense of belonging. URS contractors have to adhere to these values while undertaking any retrofitting, repair or restoration works for conservation buildings.

Henceforth, the reference of conservation buildings in this report shall also include all monuments and conserved structures.

2.1.2 Segmentation of URS Industry

The URS Industry can be broadly segmented into three types of works, namely conservation and restoration, interior fitting-out, and A&A of conservation buildings, as shown in the table below.

Table 3 - Segmentation of the URS Industry

URBAN REVITALISATION SPECIALIST INDUSTRY		
CONSERVATION & RESTORATION	INTERIOR FIT-OUT	ADDITION & ALTERATION
Examples: • Conservation of façades • Preservation of timber and wooden elements • Stabilisation of structures • Restoration of decorative elements • Repointing of brickworks	Examples: • Flooring • Ceiling & electrical • Joinery & furniture • Wall finishes & painting • Window & door installation • Fire protection & safety	Examples: • Building extensions • Reconfiguration of space • Conversion • Structural modification for accessibility • Plumbing and electrical upgrades

Source: Compiled by Converging Knowledge

Conservation & Restoration

In the URA's conservation guidelines, the fundamental principle of conservation - the **3Rs**, namely, maximum *Retention*, sensitive *Restoration* and careful *Repair* - is emphasised and applicable to all conservation buildings, regardless of scale and complexity. All original structural and architectural elements are to be retained and restored. Where replacement is necessary, owners of these conservation buildings have to seek URA's clearance for one-to-one replacement. Below are some examples of conservation and restoration works in the URS Industry:

- *Conservation of Façades*: Restoring the exterior façades of conservation buildings, including the cleaning, repairing, and conserving decorative elements, such as intricate plasterwork, timber windows, and external features typical of colonial or Peranakan architecture.
- *Preservation of Timber and Wooden Elements*: Restoring original wooden beams, flooring, and joinery in conservation buildings to retain the craftsmanship and historical authenticity.
- *Stabilisation of Structures*: Reinforcing or stabilising foundations, walls, and structural elements of heritage buildings to ensure safety and longevity while retaining their historical value.
- *Restoration of Decorative Elements*: Repairing or restoring ornate plasterwork, frescoes, and decorative mouldings in conservation buildings, using traditional restoration techniques to preserve the artistic value of these elements.

- *Repointing of Brickwork*: Repairing and replacing damaged mortar joints in brick or stone buildings to maintain structural integrity while preserving the historical appearance.

URS contractors seeking to undertake any conservation & restoration, A&A, or interior fit-out works involving buildings in the conservation area have to obtain a Conservation Permission from URA. Clearance may also be required from other regulatory agencies such as the Building and Construction Authority (“**BCA**”).

Interior Fit-Out

The interior fit-out works involve the utilisation of space for the purposes of contributing to the aesthetics, theme and comfort of the premises. It includes the installation of ceilings, floors, furnishings, and partitions of a building, as well as the finishing works for the interior of the building necessary for occupation. An interior fit-out is often needed in the completion of new buildings, as well as takeovers, conversion, refurbishments, and A&A of existing buildings. These buildings can range from commercial (e.g., offices, hotels, shophouses, and retail malls) to residential premises (e.g., bungalows and terrace houses). Some examples of interior fit-out works include:

- *Flooring*: Installation of various types of flooring materials (carpet tiling, hardwood, laminate, ceramic or epoxy) suited to the space’s use and aesthetic requirements.
- *Ceiling & Electrical*: Installation of false ceilings or drop ceilings to hide wiring, air conditioning ducts, and lighting fixtures while improving acoustics. Fitting of lighting systems, wiring, and electrical fixtures are tailored to the needs of the interior space.
- *Joinery & Furniture*: Custom-made woodwork for the interior, including the design and installation of furniture, cabinets, shelving, and other wood-based structures. Provision and arranging furniture that aligns with the purpose of the interior, whether it is for an office, retail store, or hospitality space.
- *Wall Finishes & Painting*: Finishing and decorating walls, including the application of paint, wallpapers, or textured wall finishes.
- *Window & Door Installations*: Fitting and installing doors and windows that complement the design of the space while providing security, insulation, and aesthetic appeal.
- *Fire Protection and Safety*: Ensuring the space complies with fire safety regulations by installing fire protection systems such as sprinklers, alarms, and emergency lighting.

In Singapore, contractors offering interior fit-out works could obtain a BCA workhead, CR06 - Interior Decoration & Finishing Works if they intend to participate in public sector interior fit-out tenders. The BCA grading system has different levels which determine the value of public sector projects that contractors can tender for. This serves as an entry barrier for new contractors

seeking to grow their project pipeline, as players with a higher BCA grading are generally preferred by clients.⁵ Grades are accorded based on five criteria – financial; track record (completed projects); personnel; management and development; and other workhead-specific requirements.⁶ However, L6, the highest grading awarded for the CR06 workhead, is not mandatory for renovation works on conservation buildings. This is possible where the nature of the works does not involve any internal structural changes, and are considered basic works, such as painting, basic repair, and carpentry. In addition, CR06 is said to be unnecessary for the private buildings as these contractors often take instructions from the architects, also known as the “Qualified Person” (“QP”), appointed to the project.⁷

Addition & Alteration

In construction, A&A involves expanding or modifying an existing building to improve its functionality, usability, space, or aesthetic while retaining the original structure's core attributes. This could include the adding of new structures, spaces, or extensions to an existing building with extra floors, rooms, wings, or extensions to the building's footprint. Modifications to the existing building could include changing the layout, structure, or function of a certain area, and updating it to meet current needs and standards. Some examples of A&A include:

- *Building Extensions*: Adding extra floors or expanding space in buildings to meet growing needs, such as adding a new floor to a property or extending space.
- *Reconfiguration of Space*: Reworking layouts by adding partitions, removing walls, or converting traditional spaces into more collaborative and flexible work areas, often reflecting the modern trend of agile work environments.
- *Conversion*: Converting and altering the interior layout of conservation shophouses in areas like Chinatown or Tiong Bahru to create modern retail or F&B spaces while maintaining the building's historical value.

⁵ Interviews with industry players.

⁶ Building and Construction Authority, Contractors Registration System (CRS), <https://www1.bca.gov.sg/procurement/pre-tender-stage/contractors-registration-system-crs> as retrieved on 3 March 2025. BCA has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

⁷ Interviews with industry players

- *Structural Modifications for Accessibility:* Altering existing buildings to improve accessibility by installing ramps, lifts, or accessible restrooms, in compliance with the BCA's Universal Design guidelines.
- *Plumbing and Electrical Upgrades:* Upgrading or installing new plumbing and electrical systems to accommodate the increased needs of modern buildings, such as enhanced electrical wiring for high-tech equipment in offices or new plumbing systems in residential properties.

All URS contractors are required to be registered with BCA as they are engaged in carrying out building works where plans are required to be approved by the Commissioner of Building Control, as specified under the Building Control Act.⁸ URS contractors undertaking A&A works should also have the BCA workhead CW01: General Building. Further approval and clearance from BCA and URA are also required depending on the types of buildings (i.e., new and existing) and A&A works.

Adaptive Reuse of Conservation Buildings

The term “adaptive reuse” is often mentioned in the context of conservation buildings in Singapore. It was introduced in the 1990s as part of the URA's broader strategy to preserve the country's architectural heritage, integrating it into the modern city, and at the same time repurposed to contribute to the growth of the urban economy.

The adaptive reuse of conservation buildings thus refers to repurposing and modifying heritage buildings to cater to contemporary functions, while preserving their historical, architectural and cultural significance. As such, many conservation buildings in Singapore have been upgraded and retrofitted to serve new purposes, such as converting old warehouses into hotels or turning historic shophouses into restaurants, cafes, and offices. The Warehouse Hotel located at 320

⁸ Building Control Act 1989, <https://sso.agc.gov.sg/Act/BCA1989?WholeDoc=1> as retrieved on 4 March 2025. The Singapore legislation is subject to copyright of the Singapore Government and is used for the purposes of the relevant material with the permission of the AGC. Please refer to the SSO website for the latest version of the legislation. The AGC and SSO have not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

Havelock Road, Robertson Quay, is an example of a warehouse that was adapted for reuse. It was constructed in the 19th century as a warehouse for import-export, and later repurposed as a modern 37-room boutique hotel in 2017. St James Power Station, also built in the 19th century, was Singapore's first power station. After its decommissioning in the late 1970s, the building has been repurposed into a warehouse, a popular entertainment complex, and now as the corporate headquarters for Dyson since 2022.

Moreover, with the adaptive reuse of conservation buildings, the frequency of upgrading increases with tenancy changes. Upgrades are also necessary to ensure that these conservation buildings are kept up to date with modern requirements such as accessibility, fire safety, and energy efficiency standards.

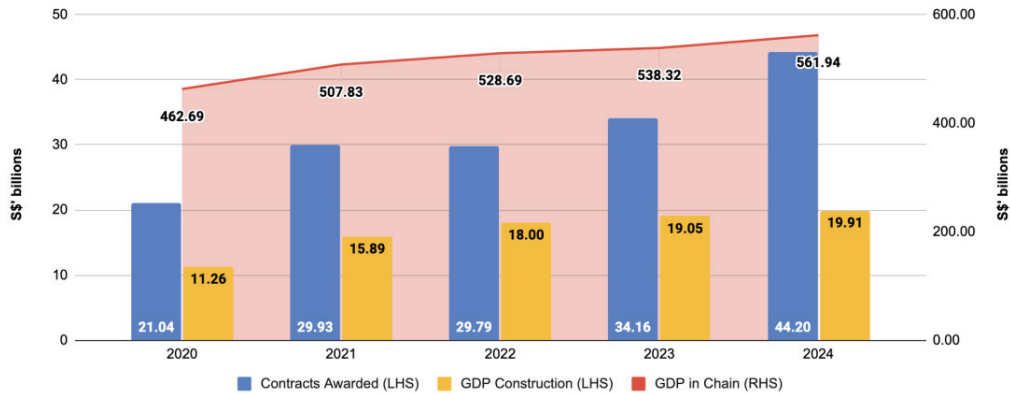
2.2 Key Statistics

Strong Growth in Singapore's Economy and the Construction Industry

The construction industry in Singapore has performed well in the past five years from 2020 to 2024, mirroring the country's economic performance. The construction industry (2020-2024: S\$11.26 billion to S\$19.91 billion) and economy (S\$462.69 billion to S\$561.94 billion) bounced back to recovery in the past five years as economic and construction activities resumed after pandemic restrictions were gradually lifted. The BCA expects the outlook for construction demand in Singapore in the medium-term to remain strong due to several large-scale development projects⁹. Thus, the URS Industry would stand to gain from the growth of Singapore's economy and the construction sector in view of its proximity.

⁹ 23 January 2025, Building and Construction Authority, "Construction Demand To Remain Strong For 2025", <https://www1.bca.gov.sg/about-us/news-and-publications/media-releases/2025/01/23/construction-demand-to-remain-strong-for-2025> as retrieved on 15 April 2025. BCA has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

Figure 2 - Singapore Economy vs Construction, 2020 to 2024



Note:

- Legend 'RHS' – Right Hand Side Axis; 'LHS' – Left Hand Side Axis

Source: Department of Statistics Singapore ("SingStat")¹⁰, Compiled by Converging Knowledge

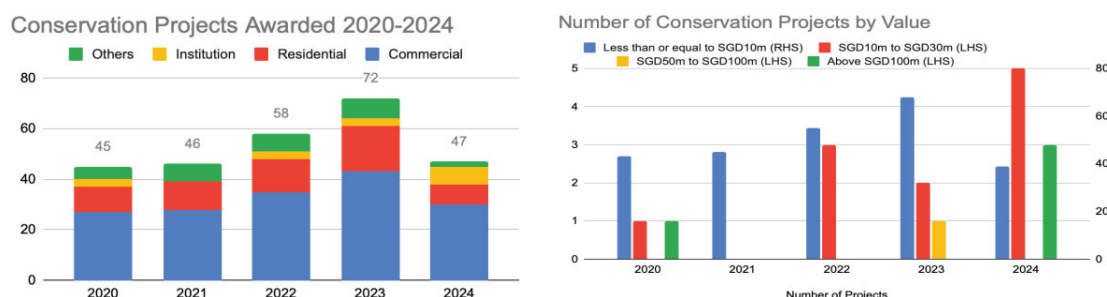
Growing Number of Conservation Building Projects, Especially Large Value

The number of conservation-related projects involving restoration, retrofitting and upgrade in Singapore saw a significant growth of 60.00% from 45 to 72 projects between 2020 and 2023, before dropping to 47 projects in 2024. The reason for the decline is largely due to a significant drop in 'commercial' projects in the market. Of the 7,200 conservation buildings in Singapore, more than 90.00% are shophouses, which are largely classified as 'commercial' in Singapore. Shophouses are attractive for investments due to their limited supply, unique architecture, heritage value, and almost freehold "status". However, the sales of commercial shophouses in the latter half of 2023 were affected as investors steered clear from the aftermath of a high-profile money laundering case. On a brighter side, recent years in Singapore saw a growing number of higher valued projects above S\$10.00 million awarded, serving as a trade-off from the lower valued projects lost from shophouses, such as the conservation and restoration of the

¹⁰ Department of Statistics Singapore, "Gross Domestic Product In Chained (2015) Dollars, By Industry", <https://tablebuilder.singstat.gov.sg/table/TS/M015661>; "Contracts Awarded And Progress Payments Certified By Sector And Development Type", <https://tablebuilder.singstat.gov.sg/table/TS/M400221> as retrieved on 24 February 2025. SingStat has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

National Museum of Singapore and the Temasek Shophouse along Orchard Road. This positive trend bodes well for established players in the URS Industry that have the capacity to undertake larger projects.

Figure 3 - Conservation Projects Awarded and Value, 2020 to 2024



Notes:

- Legend 'RHS' – Right Hand Side Axis; 'LHS' – Left Hand Side Axis
- Data is generated from projects that have the following words in its description: "conservation", "conserved", "heritage", "monument", "restoration" and "shophouse"
- All projects must have elements of A&A, interior fit-out, and/ or restoration works for conservation buildings
- While the list may not be exhaustive, the charts serve as an illustrative view of conservation projects in Singapore

Source: BCA Construction InfoNet¹¹, Compiled by Converging Knowledge

Uptrend of Construction Contracts Awarded for Building Works

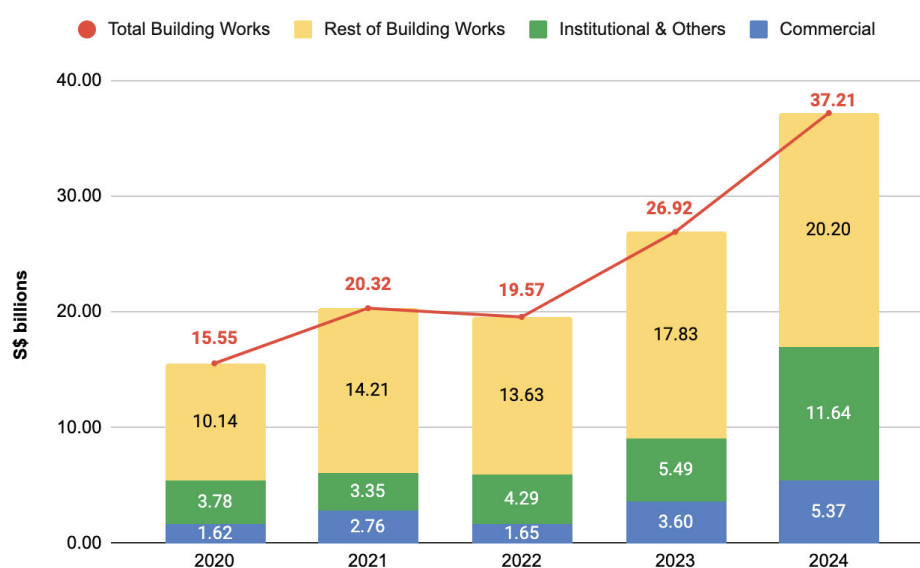
The total value of contracts awarded for building works, including A&A, across both public and private sectors, more than doubled from S\$15.55 billion in 2020 to S\$37.21 billion in 2024, at a CAGR¹² of 24.38%. Building works accounted for over 80.00% of the total construction demand in 2024 (S\$44.25 billion), which included key projects such as the Founder's Memorial and the Resorts World Sentosa's expansion, as well as other mixed/ integrated development projects in

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¹² CAGR refers to Compound Annual Growth Rate. It represents the annualised average rate of growth in value or financial metric over a specified time period.

the private sector. Segmentation by the type of work showed that the value of contracts awarded across commercial (S\$1.62 billion to S\$5.37 billion; CAGR: 34.87%) and institutional and others (S\$3.78 billion to S\$11.64 billion; CAGR: 32.44%) surged threefold from 2020 to 2024, reflecting a post-pandemic steady growth for the construction sector. This creates a positive spillover on the URS Industry, a subset of the wider construction sector.

Figure 4 - Value of Contracts Awarded By Type of Work, 2020 to 2024



Notes:

- Rest of Building Works comprise residential and industrial.
- Numbers may not add up due to rounding.

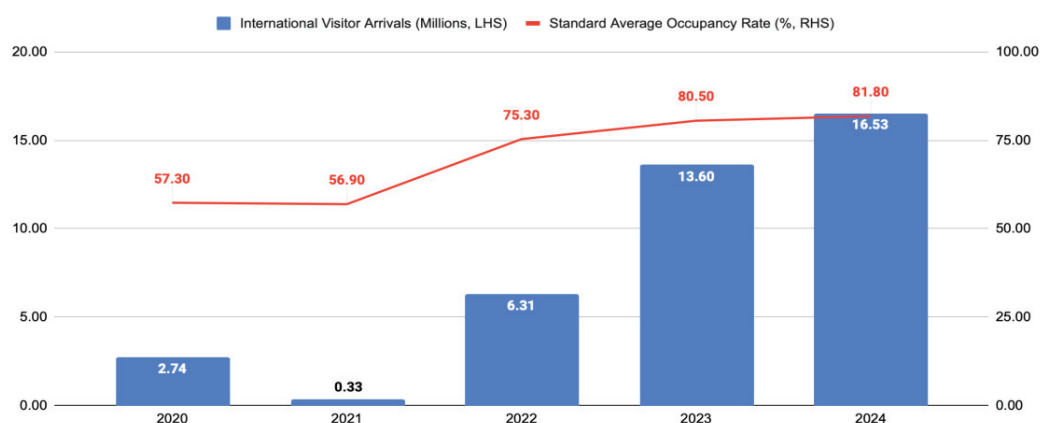
Source: SingStat¹³, Compiled by Converging Knowledge

¹³ 6 February 2025, Department of Statistics Singapore, "Contracts Awarded and Progress Payments Certified By Sector and Development Type", <https://tablebuilder.singstat.gov.sg/table/TS/M400221> as retrieved on 3 April 2025. SingStat has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

Attractive Inbound Tourism Numbers in Singapore

Singapore's total number of international visitor arrivals grew to 16.53 million in 2024 from its lowest at 0.33 million in 2021 during the pandemic restrictions. Nevertheless, the post-pandemic rebound in figures is still below pre-pandemic levels in 2019 at 19.12 million. The number of inbound foreign tourists to Singapore rebounded from 2021 and reached 13.60 million in 2023, especially from Indonesia and China, both of which are major sources of tourists to Singapore. In line with the growth of tourist numbers, the standard average hotel occupancy rate also saw an increase from 57.30% in 2020 to 81.80% in 2024. With occupancy at a high, there will be greater demand for more hospitality establishments and hotels would have to refurbish regularly to attract tourists. Conservation buildings and shophouses have been popular with local developers and family offices in the past decade, with their owners converting them into boutique hotels, jazz bars, and restaurants, while the upper floors are often repurposed into office spaces. The increased number of inbound tourism and high hotel occupancy rates would benefit players in the URS Industry with the necessary expertise to refurbish and retrofit such heritage buildings.

Figure 5 - Total International Visitor Arrivals into Singapore & Hotel Occupancy Rate, 2020 to 2024



Notes:

- Legend 'RHS' – Right Hand Side Axis; 'LHS' – Left Hand Side Axis
- Data for international visitor arrivals are compiled from SG Arrival Cards completed by all visitors arriving in Singapore at the points of entry. Excludes arrivals of Malaysians by land.

Source: SingStat¹⁴, Compiled by Converging Knowledge

Construction Materials Prices Stabilising

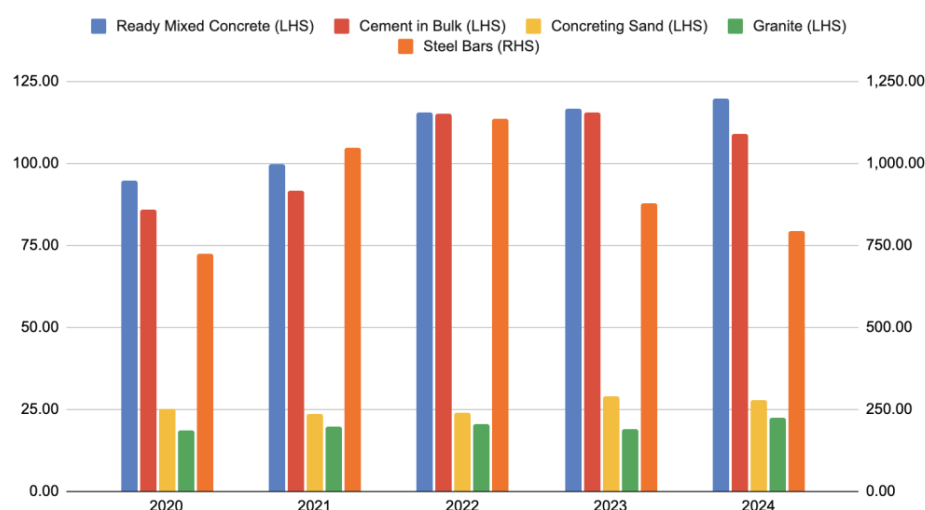
As construction activities resumed, the demand for cement (4.58 million tonnes) and steel bars (1.58 million tonnes) in 2024,¹⁵ in particular, surpassed their pre-pandemic figures. This was

¹⁴ Department of Statistics Singapore, "International Visitor Arrivals By Inbound Tourism Markets, Monthly", <https://tablebuilder.singstat.gov.sg/table/TS/M550001>, and "Hotel Statistics" <https://tablebuilder.singstat.gov.sg/table/TS/M550111> as retrieved on 24 February 2025. SingStat has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

¹⁵ 24 February 2025, Department of Statistics Singapore, "Demand for Construction Materials", <https://tablebuilder.singstat.gov.sg/table/TS/M400921> as retrieved on 3 April 2025. SingStat has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

mainly attributed to the government's measures in mitigating steel bar fluctuations and providing additional concrete supplies to support local precast production in order to minimise public housing project delays amidst the pandemic. Likewise, the prices of ready mixed concrete, cement and steel bars rose significantly from 2020 to 2022. Prices have since stabilised and reduced, as seen in 2023 and 2024, with the exception of ready-mix concrete. The consumption of ready-mix concrete, a key sustainable material used in construction, is driven by a wider adoption of green building practices in Singapore. As the construction sector progressively recovers from the pandemic, demand for key construction materials will remain resilient.

Figure 6 - Key Construction Materials Market Prices, 2020 to 2024



Notes:

- Legend 'RHS' – Right Hand Side Axis; 'LHS' – Left Hand Side Axis
- Market Prices: The actual price agreed upon by the parties in the transactions. In the absence of market transactions, valuation is made according to costs incurred or by reference to market prices for similar goods or services.
- Prices are all in S\$ per tonne, except for Ready Mixed Concrete in S\$ per cubic metre

Source: SingStat¹⁶, Compiled by Converging Knowledge

¹⁶ 24 February 2025, Department of Statistics Singapore, "Construction Material Market Prices", <https://tablebuilder.singstat.gov.sg/table/TS/M211671> as retrieved on 24 February 2025. SingStat has not provided

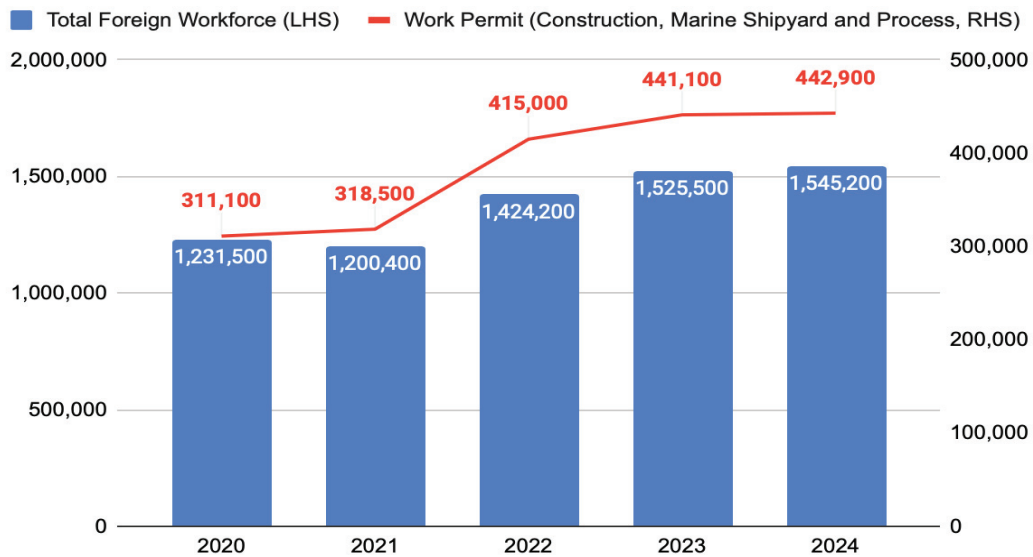
Rise in Foreign Workforce

Hiring migrant workers continues to be a challenge in Singapore, with the Ministry of Manpower of Singapore (“**MOM**”) imposing a quota on the number of foreign workers allowed to be hired by construction companies. The construction sector quota permits businesses to hire only 5 Work Permit holders for every local employee with a local qualifying salary of S\$1,600.00.¹⁷ Despite the quota, the foreign workforce numbers, especially in the construction sector, continues to rise. This demand is driven by the need to complete a backlog of projects and to support new developments in Singapore. In 2020 and 2021, the foreign workforce numbers took a sharp dip, due to the travel restrictions during the COVID-19 pandemic. However, the total number of foreign workers increased from 2022 and 2023, and stabilised in 2024 as travel restrictions eased and businesses resumed operations. The foreign workforce numbers experienced an increase at a CAGR of 5.84% from 2020 to 2024, while the number of work permit holders increased at a CAGR of 9.23% for the same period, after recovering from the COVID-19 restrictions.

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¹⁷ Ministry of Manpower of Singapore, “Construction sector: Work Permit - requirements”, <https://www.mom.gov.sg/passes-and-permits/work-permit-for-foreign-worker/sector-specific-rules/construction-sector-requirements> as retrieved 24 February 2025. The Ministry of Manpower has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

Figure 7 - Number of Foreign Workforce, 2020 to 2024



Notes:

- Legend 'RHS' – Right Hand Side Axis; 'LHS' – Left Hand Side Axis
- There is no further data breakdown for work permit holders in construction, marine shipyard, and process sectors

Source: Ministry of Manpower¹⁸, Compiled by Converging Knowledge

¹⁸ Ministry of Manpower of Singapore, "Foreign workforce numbers", <https://www.mom.gov.sg/foreign-workforce-numbers> as retrieved on 24 February 2025. The Ministry of Manpower has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

2.3 Major Trends in the Industry

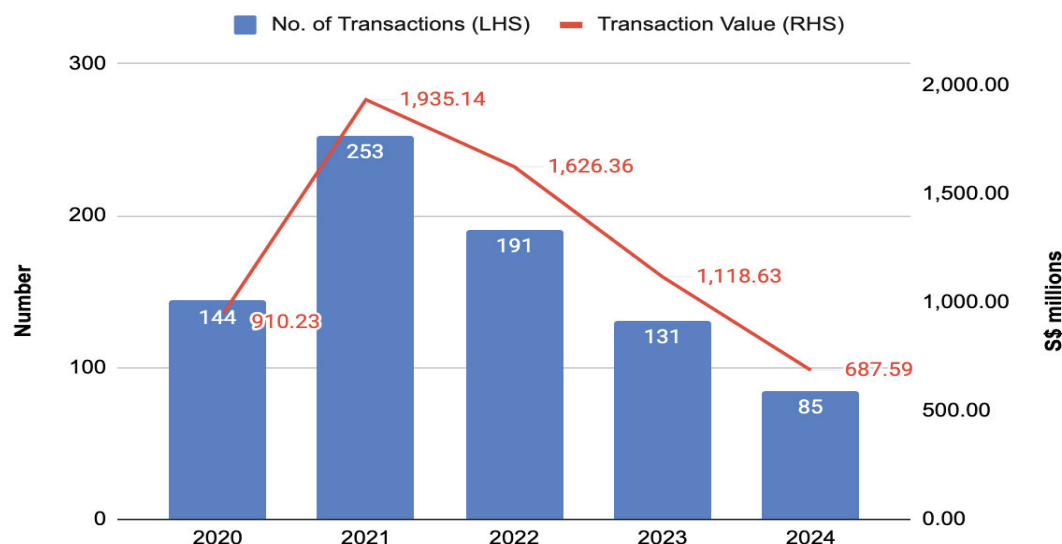
Shophouse Transactions on Track to Recovery

Shophouses in Singapore are highly coveted by foreign and wealthy investors for several reasons, such as a limited supply, the government's commitment towards preserving shophouses, and collector's mentality which can be attributed to the architectural designs from the colonial era. They are an attractive investment vehicle due to flexibility of use (commercial, residential, or mixed-use development), capital appreciation, and high rental returns – shophouses located in prime districts (e.g., Boat Quay, Chinatown, Joo Chiat, and Tanjong Pagar) command a higher premium.

Commercial shophouse transactions surged from 144 in 2020 to its peak at 253 in 2021, raising its value by over S\$1.00 billion (S\$910.23 million in 2020 to S\$1.94 billion in 2021) within this period. This uptrend was attributed to strong investor interest as Singapore's economy rebounded post-pandemic. However, shophouse transactions declined steadily in both volume (253 to 85) and value (S\$1.94 billion to S\$687.59 million) from 2021 to 2024. The main contributing factors were higher interest rates that outpaced shophouse income yield and hikes in buyer's stamp duties (BSD) for commercial properties, followed by a high-profile money laundering investigation during late 2023 that caused the market to slow down significantly. The probe targeted high-valued properties including shophouses, which led buyers to steer clear in the face of higher scrutiny and heightened due diligence. The Ministry of Law and Singapore Land Authority announced tighter rules on foreigners that purchased mixed-use shophouses (commercial-residential) in 2023, a move that was generally regarded as a cooling-off measure.

Shophouse transactions showed signs of recovery in 2024 as shophouses seized from the 2023 probe were released back into the market, prompting a revival in buyers' interest. Furthermore, owners were more open to price negotiations post-slump, whereas investors turned to commercial shophouses. The latter followed a joint decision made by the Ministry of Finance, Ministry of National Development, and Monetary Authority of Singapore on higher additional buyer's stamp duties (ABSD) for foreigners who purchased residential properties. As transactions recover, the URS Industry is likely to benefit from the higher demand for conservation, upgrading and/ or retrofitting works on shophouses, which account for over 90.00% of heritage buildings in Singapore.

Figure 8 - Commercial Shophouse Transactions in Singapore, 2020 to 2024



Note:

- 'Legend 'RHS' – Right Hand Side Axis; 'LHS' – Left Hand Side Axis

Source: URA REALIS¹⁹, Compiled by Converging Knowledge

Adaptive Reuse of Heritage Buildings on an Uptrend

Singapore's heritage buildings have been conserved and repurposed for other uses, such as hospitality (hotels), other commercial purposes (food and beverage "F&B", retail shops, and offices), and even education (campus and training centre). Some recent examples from the URA's Architectural Heritage Awards²⁰ recipients list include Jiak Kim House (2024), The

¹⁹ URA has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

²⁰ The URA Architectural Heritage Awards, launched in 1995, recognise well restored gazetted national monuments and conservation buildings in Singapore that have been periodically reviewed in response to the evolving nature of

Fullerton Heritage Precinct (2022), and St James Power Station (2022). Jiak Kim House is an F&B establishment situated at the site of three heritage trading warehouses constructed in the 1920s. The Fullerton Heritage Precinct²¹ is a dining, retail, and hospitality cluster made up of several former government and maritime buildings such as the Fullerton Building and Customs House. St James Power Station was formerly Singapore's first power station and has transformed into the global corporate headquarters of Dyson. Other heritage buildings that were repurposed in the past five years include the 141 Neil Road Shophouse and CQ @ Clarke Quay. The conserved shophouse at 141 Neil Road was a townhouse constructed in the 1880s, now repurposed as a training centre and architectural conservation laboratory by the National University of Singapore (NUS). Likewise, the revamp of CQ @ Clarke Quay completed in 2024 comprised a block of conserved warehouses that have been transformed for F&B and retail. The URS Industry is likely to benefit from the pipeline of adaptive reuse projects in achieving a balance between heritage preservation and modern development needs.

Heritage Sites and Structures Raise Demand for Conservation Works

In 2023, Singapore announced the submission of The Padang and its surrounding architecture for the UNESCO²² World Heritage Tentative List²³. Collectively known as The Padang Civic

good practice in heritage building projects. The scheme aims to recognise projects that have gone beyond the basic requirements to conserve a building. It serves to encourage conservation best practices, both in technical restoration of the building's physical fabric, as well as the intangible aspects of creating long-term value for the wider community. The list of winners is accessible on URA's website at <https://www.ura.gov.sg/Corporate/Get-Involved/Conserve-Built-Heritage/Architectural-Heritage-Awards> as retrieved on 16 April 2025. URA has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

²¹ The precinct is a collective of seven properties: The Fullerton Hotel - housed in a national monument, The Fullerton Bay Hotel, The Fullerton Waterboat House, One Fullerton, The Fullerton Pavilion, Clifford Pier and Customs House.

²² UNESCO stands for the United Nations Educational, Scientific and Cultural Organisation.

²³ 9 March 2023, National Heritage Board, "The Padang Civic Ensemble Added to Singapore's Tentative List for UNESCO World Heritage Sites", <https://www.nhb.gov.sg/-/media/nhb/files/media/releases/2023/media-release---the-padang-civic-ensemble-added-to-singapores-tentative-list-for-unesco-whsfinal.pdf> as retrieved on 14 April 2025. NHB has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

Ensemble, the submission paves the way for its future nomination as a potential UNESCO World Heritage Site²⁴. The earmarked site consists of the (1) National Gallery Singapore²⁵; (2) Saint Andrew's Cathedral; (3) Arts House²⁶; (4) Victoria Theatre and Concert Hall²⁷; (5) Asian Civilisations Museum²⁸; along with (6) two sporting clubs – Singapore Recreation Club and Singapore Cricket Club. The Padang Civic Ensemble comprises Singapore's colonial and post-independence buildings as well as institutions within a single municipal area, serving as a testament to the nation's history and progression into the modern city-state that we know today. The significance of the site can also be seen in The Padang, which was gazetted as Singapore's 75th national monument in 2022, thereby conferring a status of the highest level of preservation in the country. If successful, The Padang Civic Ensemble is set to become the second UNESCO World Heritage Site after the Singapore Botanic Gardens, which was inscribed in 2015. The URS Industry is well-positioned to benefit from the higher demand for conservation works in a second potential UNESCO World Heritage Site and national monuments in Singapore, given their heritage importance and status as key tourist landmarks.

Promoting Conservation with Singapore's Heritage Masterplans²⁹

The government established its commitment to preserve and cultivate Singapore's national identity with the nation's first SG Heritage Plan, which contained a series of broad strategies for the museum and heritage sector from 2018 to 2022. The SG Heritage Plan classifies heritage in two categories – tangible and intangible. Amongst other things, this plan sets out recommendations to further protect and promote Singapore's tangible heritage (includes historic buildings, monuments, sites, landscapes, and precincts) without compromising on future development needs. Some key relevant developments under the SG Heritage Plan include the

²⁴ World Heritage Sites are landmarks and areas with legal protection under an international treaty administered by UNESCO for having cultural, historical, or scientific significance.

²⁵ The National Gallery Singapore is made up of the former City Hall and Supreme Court buildings.

²⁶ Former Old Parliament House.

²⁷ The Victoria Theatre and Concert Hall were the former Town Hall and Victoria Memorial Hall respectively.

²⁸ The former Empress Place building.

²⁹ National Heritage Board, "Our SG Heritage Plan 2.0", <https://www.nhb.gov.sg/heritage-plan/about-our-sg-heritage-plan-2> as retrieved on 7 April 2025. The NHB has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

gazetting of three new national monuments³⁰ as well as refurbishment works on Peranakan Museum, Changi Chapel and Museum, together with Reflections at Bukit Chandu. The SG Heritage Plan also saw the amendments of the Preservation of Monuments Act, which expanded on the definition of monuments to include landscapes. The government subsequently followed up with the SG Heritage Plan 2.0 which outlines development plans in the next five years from 2023 to 2027. The SG Heritage Plan 2.0 continues to safeguard Singapore's tangible heritage, with restoration works announced for the National Museum of Singapore, Sun Yat Sen Nanyang Memorial Hall, The Istana, and former Istana Kampong Gelam (the site which houses the Malay Heritage Centre). Singapore's commitment towards conserving its built heritage presents opportunities for the URS Industry.

Government Incentives for Built Heritage Owners

The government has several incentives in place to encourage building owners to redevelop, refurbish, retrofit, and/ or upgrade their properties. The main funding schemes applicable to conservation building and national monument owners are BCA's Accessibility Fund and NHB's National Monuments Fund, respectively. The former targets private buildings (excluding residential properties) constructed before the Barrier-Free Accessibility mandatory requirements were implemented in the 1990s. Features that qualify for the fund include accessible entrances, ramps, signage for accessibility features, and lifts. The latter defrays a portion of the restoration and maintenance costs for eligible national monuments in Singapore. More information is available on the respective websites of the BCA and the NHB.³¹ The URA also provides incentives on a case-by-case basis, as seen in Golden Mile Complex, which was conserved in 2021. They include bonus gross floor area ("GFA") and a partial tax waiver on the additional floor area, amongst others. In January 2025, URA offered further GFA concessions should the owners

³⁰ The three national monuments are the Elgin, Cavenagh and Anderson Bridges; Fort Siloso; and The Padang.

³¹ BCA Accessibility Fund, <https://www1.bca.gov.sg/buildsg/universal-design/accessibility-fund>; NHB National Monuments Fund, <https://www.nhb.gov.sg/what-we-do/our-work/preserve-our-stories-treasures-and-places/national-monuments-and-marked-historic-sites/preservation-of-sites-and-monuments/upkeep/national-monuments-fund> as retrieved on 11 March 2025. BCA and NHB have not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

opt to conserve Golden Mile Tower's³² iconic cinema block. Built heritage owners can tap into these government incentives to rejuvenate their properties, which bodes well for the URS Industry.

A New Trend Emerges in the Conservation of Modernist Buildings

Modernist buildings in Singapore are generally defined as those constructed in its post-independence years (after 1965). They are a testament to the nation's urban renewal process and physical manifestations of Singapore's pioneer-built environment professionals (i.e., builders, architects, and engineers). Modernist buildings face a higher risk of demolition with a large majority of Singapore's conserved built heritage from the colonial era. This risk is elevated further as many modernist buildings are strata-titled properties eligible for collective sale. Without any incentives to conserve the existing building, new buyers and developers taking over will typically demolish and replace it with a new development to maximise profitability. The government has recognised the need to preserve ageing modernist buildings in an unprecedented decision to conserve Golden Mile Complex³³ in 2021. Heritage groups lauded the move as a breakthrough, paving the way for more modernist buildings to be conserved in the future. The URS Industry is well-positioned to draw on their existing experience and capabilities when undertaking conservation, restoration, and A&A works for modernist buildings.

Fire Hazards in Heritage Buildings Indicate Greater Need for Upgrading Works

There were reportedly 104 fire incidents that occurred in conservation buildings between 2016 and 2018³⁴, which prompted authorities to review existing fire safety regulations. Fire safety in

³² Golden Mile Tower was constructed in 1976 as a strata-titled commercial development comprising offices and shops. It once housed Singapore's largest movie theatre, Golden Cinema. Golden Mile Tower has undergone three rounds of collective sale exercise, the latest in August 2024. It is located next to Golden Mile Complex, which was gazetted for conservation in 2021.

³³ Golden Mile Complex was constructed in 1973 as a strata-titled mixed-use development comprising residential units, shops, and offices. Its key structural elements include a signature stepped terrace profile, the podium, and play deck with its golden columns and sloped roof. It is seen as a landmark that redefined modern urban living in the 1970s and pioneer of mixed-use development in Singapore.

³⁴ 7 May 2019, Ministry of Home Affairs of Singapore, "Written Reply to Parliamentary Question on Fires Involving Conserved or Heritage Buildings by Mr K Shanmugam, Minister for Home Affairs and Minister for Law", <https://www.mha.gov.sg/mediaroom/parliamentary/written-reply-to-parliamentary-question-on-fires-involving-conserved-or-heritage-buildings-by-mr-k-shanmugam-minister-for-home-affairs-and-minister-for-law/>, as retrieved on

Singapore is regulated under the Fire Safety Act and Code of Practice for Fire Precautions in Buildings (also known as the Fire Code).³⁵ The former establishes comprehensive provisions for fire safety guidelines and the latter on specific standards to be implemented. While the Fire Code contains fire protection clauses explicitly for conservation buildings, such as installing fire alarms in premises or fire-rated floorboards in conserved shophouses with timber flooring, owners were then not obliged to comply with the latest requirements on upgrading works stipulated herein. Therefore, such older buildings may not have conducted upgrading works over a period of time, leading to higher fire hazard risks, as opposed to existing and newer buildings. Following a review from the authorities, the Fire Safety (Amendment) Act came into effect in 2020, which aims to enhance fire safety in conservation buildings as well.³⁶ Amongst other things, the aforementioned mandates all building owners to install critical fire safety upgrades if deemed necessary to ensure public safety. This creates a greater demand for conservation interior fit-out and A&A works in the URS Industry as building owners must comply with the latest fire safety regulations.

3 March 2025. MHA has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

³⁵ Fire Safety Act 1993 of Singapore, <https://sso.agc.gov.sg/Act/FSA1993> as retrieved on 4 April 2025. The Singapore legislation is subject to copyright of the Singapore Government and is used for the purposes of the relevant material with the permission of the AGC. Please refer to the SSO website for the latest version of the legislation. The AGC and SSO have not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

³⁶ Fire Safety (Amendment) Act 2019, <https://sso.agc.gov.sg/SL-Supp/S765-2020/Published/20200911170000?DocDate=20200911170000> as retrieved on 7 April 2025. The Singapore legislation is subject to copyright of the Singapore Government and is used for the purposes of the relevant material with the permission of the AGC. Please refer to the SSO website for the latest version of the legislation. The AGC and SSO has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

Higher Supply of Retail Developments and Hotel Rooms in the Pipeline

The pipeline of commercial retail developments and hotel rooms (under construction and planned) has increased in the past five years from 2020 to 2024. In terms of CAGR, retail recorded a growth of 9.42%, from 445,000 square metres (“m²”) gross floor area (“**gross**” or “**GFA**”) to 638,000 m² gross in 2024. One significant driver behind the growing retail pipeline is URA’s plans to rejuvenate older commercial or mixed-use properties into new ones as outlined in the Master Plan 2019. This is implemented via the Strategic Development Initiative (“**SDI**”) scheme which targets owners of such properties located in Orchard Road and Marina Centre, leading to a surge of commercial redevelopment/ upgrading in recent years. Ongoing retail projects under the SDI include HarbourFront Centre, Marina Square, and Union Square (former Central Square and Central Mall at Clarke Quay). In a recent development, the government announced that the SDI scheme will be extended for another five years (2025-2030), applicable to new proposals submitted from 7 February 2025 onwards.³⁷ URS players with the capabilities of undertaking commercial retail projects are well-positioned to benefit as more owners and developers tap into the SDI scheme to revitalise their aged assets.

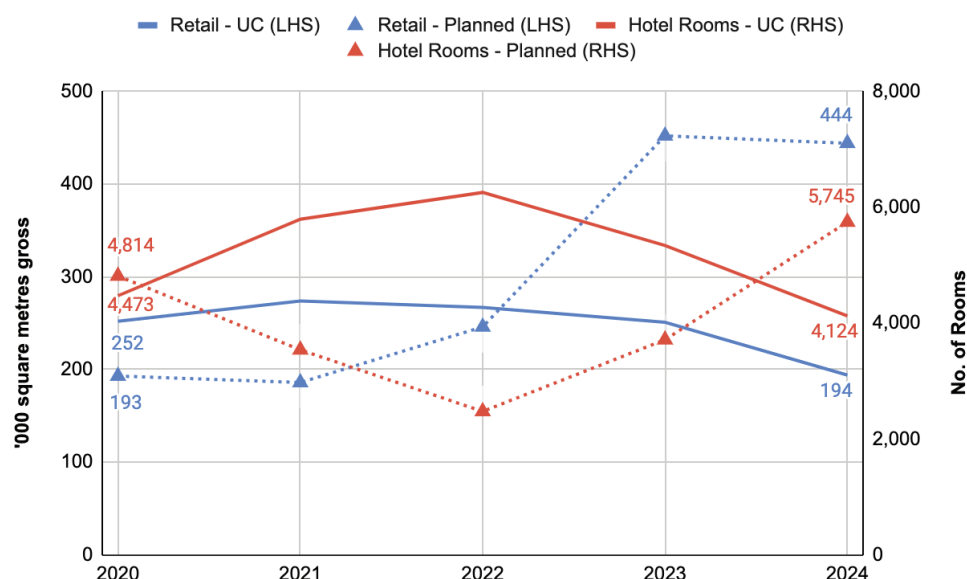
The supply of hotel rooms has also grown moderately at a CAGR of 1.53% (2020-2024: 9,287 to 9,869). Much of this is attributed to new hotel openings and refurbishment of existing ones located in key tourist areas such as Chinatown, Orchard Road, and Marina Centre over the past five years. Examples include Amara Singapore, Artyzen Singapore, Grand Hyatt Singapore, Mandarin Oriental Singapore, Mercure ICON Singapore City Centre, Pan Pacific Orchard, and the Singapore Edition, among others. Apart from refurbishment works, converting conservation buildings such as shophouses into boutique hotels is also on the uptrend.³⁸ This may involve structural modification works by constructing a rear extension or adding more floors to the existing building. One recent example is 21 Carpenter (2023), a luxury hotel which comprises a

³⁷ 7 February 2025, Urban Redevelopment Authority, “REVISIONS TO REJUVENATION INCENTIVE SCHEMES FOR STRATEGIC AREAS: Central Business District (CBD) Incentive Scheme 2.0 & Strategic Development Incentive (SDI) Scheme 2.0”, <https://www.ura.gov.sg/Corporate/Guidelines/Circulars/dc25-02> as retrieved on 12 March 2025. URA has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

³⁸ Interviews with industry players.

row of conserved shophouses and five-storey rear extension. Hotel owners and developers are likely to undertake refurbishment, retrofitting, and interior fit-out works for their properties in order to attract foreign visitors, thereby creating opportunities for the URS Industry.

Figure 9 - Selected Commercial Developments in the Pipeline, 2020 to 2024



Notes:

- Legend 'UC' – Under Construction; 'RHS' – Right Hand Side; 'LHS' – Left Hand Side
- Data as at the end of the fourth quarter of each year.
- Planned developments comprise "Planned - Written Permission", "Planned - Provisional Permission", and "Planned - Others".
- "Planned - Others" refers to planned public developments and land sales by the government and developments submitted for approval.

Source: SingStat³⁹, Compiled by Converging Knowledge

³⁹ Department of Statistics Singapore, "Supply Of Commercial And Industrial Properties In The Pipeline By Development Status, (Private And Public Sectors) (End Of Period), Quarterly", <https://tablebuilder.SingStat.gov.sg/table/TS/M400691> Retrieved 11 March 2025. SingStat has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

Nationwide Expansion of the Contractors Registration System

All contractors that wish to submit tender or undertake works on public construction projects must be registered with the BCA's Contractors Registration System ("CRS"). In 2024, the government announced that the CRS will be expanded into a nationwide registry of construction firms.⁴⁰ With effect from 1 June 2025, all construction firms hiring foreign workers (i.e., S-Pass and Work Pass Permit holders) must be registered with the CRS. The move aims to enhance accountability and ensure compliance with the standardised requirements. In addition, the CRS entry requirements for minimum paid-up capital and track record will be raised to keep pace with market conditions. Both entry requirements are important in assessing a contractor's financial capability and experience to sustain operations as well as deliver projects. Failure to comply will result in the firm being shut out from hiring foreign labour, a critical resource in maintaining operations within Singapore's construction industry. This new ruling is likely to weed out smaller URS contractors that are not registered with BCA and therefore reduce the number of players in the market.

Upcoming Changes to the Work Permit Framework

In a recent development, the MOM announced upcoming changes in the work permit framework to provide employers with greater hiring flexibility and talent retention. From 1 July 2025 onwards, work permit holders will no longer be subjected to a maximum employment period, instead of the current arrangement of 14 to 26 years. While the maximum employment age ceiling still applies, this will be raised from 60 to 63 years old in accordance with the higher local retirement age threshold. Likewise, the age limit for new work permit applicants is set at 61 years old when the new rules take effect, up from the current 50 for non-Malaysians and 58 for Malaysians respectively. MOM noted that raising the maximum employment age ceiling allows employers to retain more experienced and skilled workers, encouraging companies to assess the benefits (i.e., experience) versus costs (i.e., health insurance) of retaining their older workers.

⁴⁰ Building and Construction Authority, "Contractors Registration System (CRS)", <https://www1.bca.gov.sg/procurement/pre-tender-stage/contractors-registration-system-crs> as retrieved on 3 March 2025. BCA has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

Information on the work permit framework is available on MOM's website.⁴¹ The new changes to the work permit framework would benefit the URS Industry, as well as the overall construction industry, in reducing the tight labour supply.

⁴¹ Ministry of Manpower of Singapore, "Work Permit Framework", <https://www.mom.gov.sg/passes-and-permits/work-permit-for-foreign-worker/sector-specific-rules/services-sector-requirements> as retrieved on 19 March 2025. The MOM has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

2.4 Issues and Challenges

Conservation Buildings are Highly Regulated

Conservation buildings in Singapore are highly regulated, where the government has stringent laws and policies to preserve buildings of historical, architectural, or cultural significance. These regulations are primarily enforced by the NHB under the Preservation of Monuments Act (PMA) 2009, and the URA Conservation Guidelines. The NHB has also published technical guidelines in relation to the conservation, repair, maintenance, and management of historic buildings as well as structures.⁴²

In addition, the BCA sets out requirements for contractors on the structural design, construction, and maintenance, to ensure that all buildings meet safety and structural standards. The stipulated parameters also vary depending on the specific development and location, which include allowable building use, height and profile, facade, roof, colours, and internal finishes. These regulations limit how the contractors can alter, demolish, or retrofit the conservation buildings.

URS contractors have to work closely with architects, preservation experts and local authorities, and at the same time, carefully navigate these rules as well as obtain the necessary approvals before any alterations can be made. In Singapore, gazetted a building or site as a national monument would give it the highest level of protection under the local laws. Breaching the conservation guidelines could result in monetary penalties and even imprisonment for serious contravention, resulting in project delay or even derailment in worst-case scenarios. Thus, for the contractors in the URS Industry, the knowledge in dealing with conservation buildings and compliance with regulations is necessary.

⁴² National Heritage Board, "Preservation Of Sites & Monuments, Technical Guidelines", <https://www.nhb.gov.sg/what-we-do/our-work/preserve-our-stories-treasures-and-places/national-monuments-and-marked-historic-sites/preservation-of-sites-and-monuments/upkeep/technical-guidelines> as retrieved on 24 February 2025. The NHB has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

Difficulty Involved in Restoration Works

Most of the conservation buildings in Singapore were built in the early 1800s to mid-1900s, where it was not uncommon for blueprints to be missing or incomplete, particularly for older buildings constructed before modern documentation practices were in place. Incomplete or missing blueprints would inadvertently increase the cost and time needed for restoration.

Moreover, many of these conservation buildings were built using outdated construction techniques and materials which may not meet modern standards. Restoring a conservation building is a highly complicated process that goes beyond slapping plaster and paint on the walls. Many of the conservation buildings have been repaired and repainted many times, obscuring the original structure, which makes it much harder than simply restoring back to its “original” form. Unforeseen problems behind the walls or under the floors, such as rotting wood, termite damage, or hidden structural weaknesses may not be apparent until the actual construction begins.

There is also a lot of trial and error to ascertain how modern materials would perform with historic materials, and access to technical know-how is required to prevent further damage and preserve the heritage building. URS contractors have to employ careful assessment methods such as non-invasive testing, and occasionally integrate modern reinforcements that are discreet without compromising on the aesthetics of these conservation buildings. In addition, contractors in the URS Industry have to balance the modern needs, structural integrity, and compliance with regulations, while ensuring that the conservation building is satisfactory to stakeholders and fits with its surroundings.

Shortcomings with Adaptive Reuse

Conservation buildings are increasingly repurposed for hospitality or commercial uses. This could be deemed as a threat to that heritage unless properly managed, but the interests of business and conservation may not always converge with productive and mutually beneficial synergies. As conservation buildings often need upgrades to meet modern safety, accessibility, and environmental standards, it comes with a heavy price of maintenance, which may not always be economically viable to their owners.

URS contractors have to find innovative solutions to balance the modern requirements that respect the building’s history without compromising on its heritage value. One way is to integrate modern systems in less visible areas or use materials that are both historically appropriate yet energy efficient. However, challenges could also arise to make way for broader economic imperatives. For example, the red-bricked Old National Library Building that used to be located

at Stamford Road was demolished in 2004 to make way for the Fort Canning Road Tunnel constructed to ease traffic congestion for a new university city campus; and the Butterfly House on 23 Amber Road was demolished in 2008 to make way for a high-rise residential development. This suggests that adaptive reuse can be challenging as the URS contractor has to consider the trade-offs between the conserved asset's economic value and public sentiment.

Access to Technical Knowledge May Be Limited⁴³

The conservation of heritage buildings requires a highly specialised set of skills, including traditional construction technique (e.g., traditional carpentry), craftsmanship (e.g., stone carving), and an understanding of historical architecture. However, finding contractors, artisans, and skilled labourers who are proficient in heritage restoration is crucial and challenging. Most building and interior fit-out contractors that undertake retrofitting or even A&A works do not have such in-house expertise nor access to an experienced professional, and thus tend to stay away from any conservation building projects. Usually, contractors are invited to inspect the site for restoration work prior to working on the bidding proposal. However, the inexperienced would not be able to discern the potential issues behind the restoration, therefore incurring higher costs and losses. Due to the complexity of conservation building restoration, these projects tend to take longer to complete and cost higher than standard construction projects. Delays could also occur due to unforeseen structural issues, sourcing challenges, or regulatory approvals. URS contractors thus have to budget carefully on the technical skills required for their project and plan for contingencies ahead.

Availability of Building Materials and Laborious Effort

Another significant challenge in working with conservation buildings is the availability of building materials required in the retrofitting works. Manufacturers and suppliers may not be familiar with, or lack the knowledge required in choosing and even sourcing for the right materials to upgrade a conservation building. Most building materials such as insulation, windows, doors, air-conditioning and ventilation systems are designed for use in new construction and in most cases are not suitable for, or even compatible with, older buildings.

⁴³ Interviews with industry players.

Conserving heritage buildings requires laborious efforts. Most conservation buildings originally used materials that are considered “breathable”, compared to modern building materials which are not. Using the latter could alter the dampness, which in turn could cause early decay, compromising the efforts in preserving the building. For example, rising dampness causes salt accumulation on layers of wall columns and paintwork, which result in the eventual disintegration of some bricks and paint layers blistering to peel off. Rectifying the problem includes replacing damaged bricks and providing a damp-proof barrier near the base of the walls and columns of the buildings by injecting a water-repelling chemical, followed by a desalination procedure to remove accumulated salts. Multiple rounds of treatment using special lime-based plaster and breathable paint would have to be applied to allow for drying while increasing the resistance of walls and columns to subsequent salt damage. This method is laborious and time consuming, thus raising the overall cost of the project.

Limited Number of Conservation Buildings

There are an estimated number of 7,200 conservation buildings and structures in Singapore, in addition to 75 monuments. Historically, this number has not changed much since the 1980s. It was only after the formation of the NHB as steward to Singapore’s heritage (landscapes) and the URA taking on the responsibility of conserving Singapore’s built heritage during the late 1980s to early 1990s that the number of conservation buildings started to grow. The focus of these conservation buildings was mostly linked to Singapore’s colonial legacy (pre-1965) and its population’s cultural ethnicity. In comparison, there has only been a handful of post-independence (from 1965 onwards) strata-titled buildings that were conserved, such as the Golden Mile Complex and Tiong Bahru Estate. Heritage experts in Singapore fear that such modernist landmarks designed by pioneering local architects may never get a chance to be conserved, in view of the en-bloc fever and preference for demolition by property owners and developers in the country.⁴⁴

Land Scarcity May Challenge Conservation Efforts

In land scarce Singapore with a high-density population, it may get more challenging to justify safeguarding conservation buildings when the country runs out of space, in spite of its heritage value. Urbanisation pressures, along with the rapid pace of development, often leads to conflicts

⁴⁴ Interviews with industry players.

between preserving conservation and creating spaces for residential, commercial and infrastructure developments. Conservation buildings in the past have been demolished to make way for other economic imperatives in retaining the country's competitive edge in a globalising world.

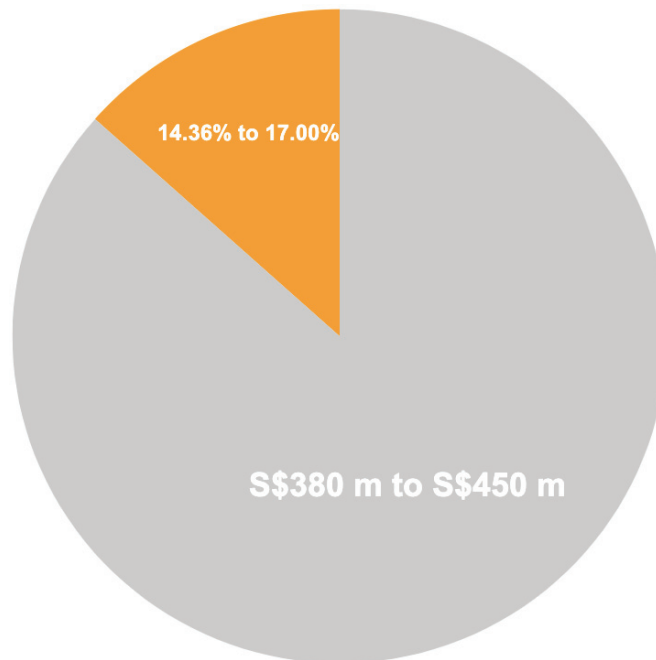
Singapore's compact urban environment requires innovative solutions to integrate conservation buildings within a modern city. The Singapore government has thus implemented the URA Conservation Master Plan in 1986 and other subsequent policies to ensure that important conservation buildings, particularly monuments, are retained while maintaining functionality in a dense city. It has also implemented projects such as the Adaptive Reuse of Historic Buildings which allow for modern uses while preserving their architectural significance. For example, many companies engaged in the hospitality and services industries are now using conservation buildings as hotels and prime office spaces, giving these buildings a new purpose and keeping them relevant. Conservation buildings will continue to be also integral to the tourism industry, boosting cultural tourism.

3. MARKET DYNAMICS OF URS IN SINGAPORE

3.1 Estimated Market Size

The market size of the URS Industry in Singapore is estimated to be worth between S\$380.00 million and S\$450.00 million in 2024, driven by the increase adaptive reuse of conservation buildings and the promotion of conservation in line with Singapore's Heritage Masterplans. The Company's market share is estimated between 14.36% to 17.00%.

Figure 10 - Estimated Market Size of the URS Industry in Singapore, 2024, S\$ million



Source: Compiled by Converging Knowledge

3.2 Competitive Landscape

The URS Industry is a niche market as few players have the capabilities to undertake conservation and restoration works for heritage buildings. There is a limited number of players that are engaged in conservation building works with the technical knowledge and skillset to undertake such projects. Players are also constrained by the tight labour supply and need for highly-specialised workers such as artisans and ornament specialists in conservation and restoration.

As Singapore moves towards a nationwide contractors' registration system, it has become mandatory for all contractors undertaking construction works to be registered with the BCA (see section on Major Trends in the Industry). This is especially important for conservation buildings that are highly regulated. The major URS players are registered under the CW01 'General Building' workhead, permitting them to undertake structural building and A&A works, which are applicable to two segments in the URS Industry – Conservation and Restoration alongside A&A. Less than 20.00% of some 1,500 contractors licensed under the CW01 workhead are permitted to bid for public sector construction tenders equivalent to or above S\$16.00 million.⁴⁵

URS contractors do not require the CR06 'Interior Decoration & Finishing Works' to undertake minor interior fit-out works such as retaining existing panels or private sector developments such as commercial shophouses, as they have to work under the auspices of the qualified person, such as an architect. However, the major URS players that possess the CR06 workhead licence allows them to bid for public sector interior fit-out projects of certain values based on their assigned grading. There are over 2,500 interior fit-out contractors that are registered under the

⁴⁵ Computed by Converging Knowledge based on registered contractors with the A1-B2 gradings under the workhead CW01 - General Building. Sources: 19 March 2025, BCA Directory, Construction Workhead CW01 - General Building, <https://www1.bca.gov.sg/bca-directory/registered-contractors/construction?workhead=CW01&grading=All> and Building and Construction Authority, Tendering Limits - <https://www1.bca.gov.sg/procurement/pre-tender-stage/contractors-registration-system-crs/crs-tendering-limits> as retrieved on 19 March 2025. BCA has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

CR06 workhead with approximately 5.00% capable of bidding for public sector construction tenders equivalent to or above S\$16.00 million.⁴⁶

URS players differentiate themselves through the types of conservation buildings and works, familiarity with conservation guidelines, track record, experience, and competences, as well as strong relationship network with other players within the construction industry, as follows:

Types of Conservation Buildings and Works

Smaller players tend to specialise in one or two types of conservation buildings, with shophouses and landed residential developments (e.g., bungalows and terrace houses) being the most common. Such projects tend to be of a smaller scale, therefore relatively less complicated to execute as compared to other larger conservation buildings and national monuments. In addition, shophouses require regular maintenance (every 3 to 5 years) as well as undergo more frequent retrofitting and upgrading works, which are classified under A&A. This is attributed to various factors, such as adaptive reuse, improving an asset's value, change of tenants/ owners, and regulatory compliance. Shophouse restoration works are usually conducted once in every ten years.

The major URS players undertake works on larger conservation buildings such as museums and places of worship, alongside national monuments. Such projects are typically on a larger scale and more complex as they require different skillsets. Therefore, players that specialise in conserved shophouses and/ or residential developments may not possess the technical knowledge and specialised skillset necessary to undertake URS works on larger conservation buildings. In addition, large-scale and more complex projects generally take much longer period

⁴⁶ Computed by Converging Knowledge based on registered contractors with the L5-L6 gradings under the workhead CR06 - Interior Decoration & Finishing Works. Sources: 20 February 2025, BCA Directory, Construction-Related Workhead CR06 - Interior Decoration & Finishing Works, <https://www1.bca.gov.sg/bca-directory/registered-contractors/construction-related?workhead=CR06&grading=All> and Building and Construction Authority, Tendering Limits - <https://www1.bca.gov.sg/procurement/pre-tender-stage/contractors-registration-system-crs/crs-tendering-limits> as retrieved on 21 February 2025. The BCA has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

to complete, where contractors are required to undertake research and development (R&D) and/or testing of special materials before they can be used, thus incurring higher financial and time costs. Monuments undergo full restoration and repair works in every 10 to 20 years but localised repair works may occur in the meantime.

Familiarity with Conservation Guidelines

All conservation buildings and national monuments must comply with the regulatory guidelines set out by the relevant authorities. This involves multiple rounds of submissions, approvals, and inspections by the authorities, which is highly time-consuming. Many URS contractors involved in conservation building works do not deal directly with clients (i.e., building owners and developers), but rather, with other professional parties within the industry, namely architects, conservation specialists, and consultants. Architects are highly important as they must be familiar with URA's conservation guidelines in order to advise contractors during projects. URS contractors that are familiar with these conservation building regulations are able to collaborate effectively with the other professional parties as they know what is required to execute the project, therefore reducing time and cost inefficiencies.

Track Record, Experience, and Competences

Building credentials take up a considerable amount of time, especially for conservation building works that are subjected to higher scrutiny from the authorities. A contractor's portfolio becomes highly important when assessing their credentials. The responsibility of selecting a URS contractor usually lies with the professional parties (i.e., architects, conservation specialist, and consultant) acting on behalf of the owners/ developers, where tenders can only be called for after the architects have obtained approval from the authorities. As such, URS contractors are evaluated by their industry peers that may have higher expectations during the selection process.

Players that participate in the bidding for interior fit-out projects on non-conserved and modern buildings differentiate themselves with their track record and portfolio as well as other in-house competences such as competitive sourcing, workmanship quality, and delivery. Some may specialise in projects segmented by building type or sector, where certain contractors are stronger in hotel and fit-out works while others focus on either public or private sector projects only. Contractors with strong procurement capabilities and close relationship with third-party suppliers will gain access to a wider range of materials, components, and fittings. URS contractors with the aforementioned capabilities are able to competitively position themselves when bidding for projects.

Strong Relationship Network with Other Stakeholders in the Industry

The URS Industry relies on a strong relationship network with multiple stakeholders, such as architects, conservation and material specialists, consultants, suppliers, and even their fellow peers. Architects, specialists, and consultants are especially important as they work directly with URS contractors in conservation building projects. URS contractors may also collaborate with their competitors (other contractors) based on their core competencies and project requirements, where subcontractors are important in achieving a higher efficiency of resource allocation. In the case of conservation building projects, subcontractors may have different specialisations such as ornament or structural repairs, restoration of façade and architectural elements alongside other A&A works required. This network provides greater visibility for URS contractors and therefore improve their chances of being invited to submit tender bids.

3.3 Major Players and Peer Benchmarking

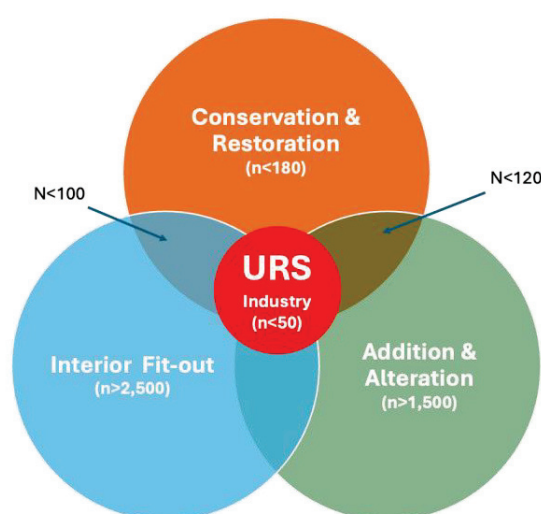
The major players in the URS Industry were identified based on two main criteria – (1) BCA workhead(s) and (2) conservation building projects awarded in the past five years from 2020 to 2024. All contractors must have the CW01 ‘General Building’ workhead to undertake structural building and A&A works on conservation buildings. There are over 1,500 contractors registered with BCA under the CW01 workhead.⁴⁷ Contractors registered under the CR06 ‘Interior Decoration & Finishing Works’ workhead were also considered as they are qualified to

⁴⁷ Refers to registered contractors under the workhead CW01 - General Building. See: 19 March 2025, BCA Directory, Construction Workhead CW01 - General Building, <https://www1.bca.gov.sg/bca-directory/registered-contractors/construction?workhead=CW01&grading=All> as retrieved on 19 March 2025. The BCA has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

participate in public construction tenders for interior fit-out works of a certain project value based on their BCA grading. There are over 2,500 contractors with the CR06 workhead.⁴⁸

A cut-off is made by taking into consideration a contractor's track record on conservation and restoration works. Less than 1.00% of CW01 and 3.00% of CR06 contractors have undertaken conservation building works in the past five years as seen in the figure below.

Figure 11 - Population of Contractors in the URS Industry



Notes:

- The number of contractors for 'Interior Fit-Out' is based on BCA workhead, CR06 - Interior Decoration & Finishing Works; the number for 'Addition & Alteration' is based on BCA workhead CW01: General Building; and the number of contractors for 'Conservation & Restoration' is based on projects awarded from 2020 to 2024 obtained from BCA's database, Construction Infonet, with the following words in the project description: "conservation", "conserved", "heritage", "monument", "restoration" and "shophouse".
- Figures are not drawn to scale and meant for illustrative purposes only.

Source: Compiled by Converging Knowledge

⁴⁸ Refers to registered contractors under the workhead CR06 - Interior Decoration & Finishing Works. See: 20 February 2025, BCA Directory, Construction-Related Workhead CR06 - Interior Decoration & Finishing Works, <https://www1.bca.gov.sg/bca-directory/registered-contractors/construction-related?workhead=CR06&grading=All> as retrieved on 21 February 2025. The BCA has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

From the above, the major players were shortlisted based on the following criteria:

- Players were involved in URS projects between 2020 and 2024.
 - URS contractors that mainly focus on conserved residential developments (e.g., bungalows, terrace houses and townhouses) have been excluded.
 - Conserved industrial developments (e.g., factories) are also excluded in this peer benchmarking.
 - These players were excluded as most of these players are small (in terms of revenue (where available), number of employees and/or ascertained through interviews) and most of the projects are valued at less than S\$2.0 million.
- Players that are able to undertake large conservation and restoration works, which involve projects with transaction values of S\$10.0 million and above.

As a result, a total of five major players were identified and are listed as follows.

Table 4 - Major Players in the URS Industry

Company Name	BCA License	AHA	URS Segment			Conserved Development Type		Conserved Building Types					Non Conserved
			C&R	Interior Fit-Out	A&A	Comm	Inst & Others	Shop-house	MM	Museum/Galleries	WH	Others	
Sunray Woodcraft Construction Pte Ltd	CW01 CR06 GB1 ME01 ME05 ME06	X	X	X	X	X	X	X	X	X			X
			X	X	X	X	X	X	X	X			X
			X	X	X	X	X	X	X	X			X
			X	X	X	X	X	X	X	X			X
			X	X	X	X	X	X	X	X			X
Lum Chang Creations Limited	CW01 CR06 CR03 GB1 SB(SS)	X	X	X	X	X	X	X	X	X			X
			X	X	X	X	X	X	X	X			X
			X	X	X	X	X	X	X	X			X
			X	X	X	X	X	X	X	X			X
			X	X	X	X	X	X	X	X			X
W'Ray Construction Pte Ltd	CW01 CR06 CR09 CR13 CR16 CW02 GB1 ME01 ME02	X	X	X	X	X	X	X	X	X			X
			X	X	X	X	X	X	X	X			X
			X	X	X	X	X	X	X	X			X
			X	X	X	X	X	X	X	X			X
			X	X	X	X	X	X	X	X			X
Townner Construction Pte Ltd	CW01 CW02 GB1	X	X		X	X	X	X	X		X	X	X
			X		X	X	X	X	X		X	X	X

APPENDIX H – INDEPENDENT MARKET REPORT

Company Name	BCA License	AHA	URS Segment			Conserved Development Type		Conserved Building Types					Non Conserved
			C&R	Interior Fit-Out	A&A	Comm	Inst & Others	Shop-house	MM	Museum/Galleries	WH	Others	
Shin Khai Construction Pte Ltd	CW01 CW02 GB1 SB(SS)	X	X		X		X		X	X			X

Notes:

- Legend: 'AHA' - URA Architectural Heritage Awards; 'C&R' - Conservation and Restoration; 'A&A' - Addition and Alteration; 'Comm' - Commercial; 'Inst & Others' - Institutional and Others; 'MM' - National Monument; 'WH' - Warehouse.
- BCA Workhead Codes:
 - Construction-Related: 'CR06' - Interior Decoration & Finishing Works; 'CR03' - Demolition; 'CR09' - Repairs & Redecoration; 'CR13' - Waterproofing Installation; 'CR16' - Curtain Walls.
 - Construction: 'CW01' - General Building; 'CW02' - Civil Engineering.
 - Licensed Builders: 'GB1' - General Builder Class 1; 'SB(SS)' - Specialist Builder (Structural Steelwork).
 - Mechanical & Electrical: 'ME01' - Air-Conditioning, Refrigeration & Ventilation Works; 'ME02' - Building Automation, Industrial & Process Control Systems; 'ME05' - Electrical Engineering; 'ME06' - Fire Prevention & Protection Systems.
- Conserved Development Types are for conservation buildings only and do not include residential and industrial. Examples for each development type are listed below and not meant to be exhaustive.
 - Commercial - e.g., F&B, hotels, offices, retail, shophouse, and warehouse (in commercial zones).
 - Institutional and Others - e.g., hospitals, museums, places of worship, schools, stations, and theatres.
- Conserved Building Types:
 - 'Others' refer to conservation buildings not elsewhere classified. Some examples include hotels, hospitals, places of worship, stations, and theatres.
- Information compiled from publicly disclosed information (e.g., company websites) and/ or interviews with industry players.

Source: Compiled by Converging Knowledge

PRIVATE AND CONFIDENTIAL

3.4 Barriers to Entry

There are significant barriers to entry into the URS Industry, in view of the complexities and diverse factors involved in projects dealing with conservation buildings. In addition to the high regulatory constraints, there are also challenges dealing with financial, technical knowledge and experience, as well as skilled labour, amongst others. The complexity of working on projects, particularly where restoration or adaptive reuse is involved, demands expertise, resources, and strong networks. For new entrants, aligning with the local regulatory framework, securing financing, and establishing a reputation for quality and compliance would be challenging. Several pertinent key factors are examined below.

High Capital Investment Outlay

The URS projects require significant upfront capital investment, particularly projects that are large-scale (for example, monuments), which includes structural, design, A&A, and building construction. There are high costs in hiring experts, artisans and technology needed for restoration, which all pose a significant barrier for smaller or less established contractors to bear, especially capital.

While not mandated, URS contractors from all BCA gradings can apply for restoration projects subject to their project amount cap per their grading. As such, large-scale projects are usually undertaken by higher graded contractors with deep pockets. Many contractors usually do not want to commit to the project when they are not able to confidently assess the structural integrity of the building visually, which often leads to a lot of hidden costs.

Moreover, as conservation and restoration work usually take a longer time to complete, it would result in extended timeline or delayed projects, which could further impact the cost of the project budgeted, making it less appealing to those without a strong financial backing or expertise.

Specialised Knowledge and Expertise Required

Conservation and restoration of buildings require expertise in a broad range of technical and design disciplines, ranging from architectural design, heritage experts, structural engineering and interior fit-out contractors to artisans that specialise in stonemasonry, brickmasons, fine porcelain works, (lime) plasterers to metal workers and glass specialists, amongst others. Such projects could also require historians, cultural experts, material experts and designers to lend their knowledge and expertise to the restoration process. The need for interdisciplinary skills

makes it difficult for most contractors, even the large players, that do not have the wide and varied connections necessary to address the restoration demands. Having access to this pool of knowledge and experts, whether internally or through connections, is the key to differentiate the competencies of players in the URS Industry.

Deep Experience Required in Adaptive Reuse

Adaptive reuse is increasing in Singapore and has to be properly managed, or it could diminish the heritage value of the conservation building. However, the ability to repurpose conservation buildings for modern use while preserving their historical value is a specialised skill. This requires in-depth nuanced understanding of both conservation principals and modern requirements, as well as knowing how to balance these two forces in meeting the conservation building owners' demand. Thus, the knowledge in contemporary design, heritage preservation using sensitive repair and conservation methods, while at the same time protecting the sustainable management of the historic environment, can take many years to develop. Leaders in the URS Industry tend to stand out from their peers as reflected in their deep experience, knowledge and connection with the heritage preservation community in the country.

Sourcing of Skilled Labour

Singapore continues to be plagued by shortage of skilled labour, a challenging fact, even as labour constraints have somewhat diminished in recent years. However, skilled labour for conservation and restoration works continue to be difficult. The URS Industry requires a highly skilled workforce, including specialised contractors and craftspeople, which in Singapore, the supply of such specialised labour is limited. Moreover, attracting such skilled labour from overseas can be subjected to stringent immigration and work permit regulations, and further added costs. Though, there is a need for continual training and development in both conservation skills and innovative URS skills and practices, it would take time (years) for such labour to gain experience.

Without doubt, many contractors in Singapore will struggle to build a team with the right qualifications and experience. However, those URS contractors that have the competitive edge are those that have the ability to source and negotiate for these skilled workers and, at the same time, have some in hand (part of their own internal team) to manage cost and the overall conservation project budget. This model is necessary as each project's requirements tend to be different, and keeping a whole team of artisans and skilled labour in-house does not make cost

sense to the organisation. Managing the cost of labour could also, in some way, impact the profitability of projects.

Strong Project Management and Quantity Surveyor Skills

Projects in the URS Industry often take longer than conventional construction projects due to the complexity of transforming old or derelict buildings into functional contemporary buildings. Delays in obtaining approvals, unforeseen structural challenges, and the need for additional works to meet preservation standards can lengthen timelines, increasing the inherent risk and resulting in cost overruns and project delays. Project management is thus critical to the success of the conservation and restoration projects as they bring structure, organisation, and a focus on achieving project goals within budget and time constraints, while ensuring the building's heritage is respected. They also play a critical role in mitigating risks, maintaining quality, coordinating the complex network of stakeholders, and keeping communication open between all involved parties, ultimately ensuring that the project is completed successfully, on time, and within budget.

Like project management, the quantity surveyor (“**QS**”) skills are critically important for their expertise in cost estimation, budgeting, negotiation with suppliers, and contractual management to ensure that the conservation project is completed within financial and legal parameters. Without QS expertise, conservation projects could easily face budget overruns, delays, or compromise in the quality of restoration work, ultimately undermining the project's goals of preserving historical significance. Having a high-quality team of project managers and QS can be expensive to smaller contractors, especially when it comes to hiring such staff with in-depth knowledge and experience for the URS Industry.

4. PROSPECTS OF THE URS INDUSTRY IN SINGAPORE

The URS Industry provides urban renewal works to aged assets regardless of their conservation status, that are in need of refurbishment, retrofitting, and/ or restoration. The skillsets required to restore conservation buildings are not common, and highly dependent on experience, skilled labour force, as well as access to experts and artisans. The URS Industry in Singapore shows promising prospects driven by the government's commitment towards enhancing and protecting local heritage. This includes progressive refurbishment works on built heritage, as well as expanding the pipeline with non-designated heritage sites and modernist icons (constructed post-1965). In addition, the government is promoting adaptive reuse by encouraging conservation building owners/ developers to retrofit their assets instead of redevelopment and demolition in line with sustainability goals.

A robust outlook for the Singapore's construction industry is expected in 2025 and beyond, underpinned by large-scale developments including Changi Airport Terminal 5 and Marina Bay Sands Tower 4 alongside ongoing refurbishment works to the other existing towers, as well as other commercial urban rejuvenation projects. The extension and revamp of URA's SDI scheme is set to encourage owners/ developers in retrofitting their aged commercial properties for adaptive reuse. In the long run, as the demand for culturally rich and sustainable urban spaces continues to rise, the market for URS works will likely expand, contributing significantly to the country's vibrant urban landscape.

This section reviews some of the outlook that contribute to this optimistic prospect.

Strong Government Support for Tourism and Culture

In the latest Singapore Budget delivered on 18 February 2025, the government announced that it will be investing a further S\$5 billion into the Changi Airport Terminal 5, which will increase the country's airport capacity by more than 50.00% to ensure that Singapore remains a critical gateway for global travel and trade, therefore catering to wider connectivity, and encouraging greater tourism into the country.

In addition, all Singaporeans will receive S\$100.00 worth of credits under the SG Culture Pass, to attend eligible arts, cultural activities, museum exhibitions and heritage experiences, which

will promote more local residents to visit monuments, museums and relevant historical sites. The budget from this credit, estimated to be worth S\$300.00 million, has to be spent by 2028.

The government is also setting up a Heritage Taskforce to study the spaces, infrastructure and possible initiatives that could improve the management of cultural areas in Chinatown, Kampong Glam and Little India. The support for more tourism, both in-bound and domestic, will bode well for contractors in the URS Industry as more conservation buildings are critical in supporting tourism.

Upcoming Built Heritage Projects in Singapore

The government continues to focus on preserving and/ or conserving local buildings (heritage and modernist) in the pipeline, underpinned by adaptive reuse, the need to upgrade and maintain built heritage that serve as significant landmarks, as well as the SG Heritage Plan 2.0 (see section on Major Trends in the Industry). As one of the projects announced under SG Heritage Plan 2.0, renovation works for the Sun Yat Sen Nanyang Memorial Hall are slated to be completed by 2027. The former Golden Mile Complex, which has drawn much attention due to its status as Singapore's first conserved modernist building, is expected to reopen in 2029 after restoration and retrofitting works are completed. Other conserved projects in the pipeline include the restoration of heritage houses at Kampong Java, as well as refurbishment of shophouses at Smith Street and The Substation.

An upcoming non-conserved heritage building project involves the redevelopment of Teochew Building in River Valley, a major historic landmark for the local Teochew community. In March 2025, the government announced that it was looking into the possibility of establishing a new Singapore Design Museum at the former St Joseph's Institution ("SJI") building, a national monument. The old SJI building, which previously housed the Singapore Art Museum, has remained vacant since 2019 due to revamp works. Such developments create demand for the URS Industry, such as restoration and retrofitting works, with an emphasis on retaining the original structure as much as possible. The list of upcoming built heritage projects is listed in the table below.

Table 5 - Pipeline of Upcoming Built Heritage Projects in Singapore (from 2027 onwards)

Project - Commercial and Institutional only	Estimated Completion
Restoration and renovation of Sun Yat Sen Nanyang Memorial Hall	2027
The Golden Mile (former Golden Mile Complex)	2029
Conversion of 5 restored heritage houses into an arts hub, a co-working, and F&B space at Kampong Java	Upcoming
Refurbishment and transformation of selected shophouses from 11 to 27 Smith Street	Upcoming
Redevelopment of Teochew Building at 97 Tank Road*	Upcoming
Refurbishment of The Substation at 45 Armenian Street	Upcoming
Feasibility studies on the old St Joseph's Institution building at Bras Basah for the possibility of housing the new Singapore Design Museum	Pending

Notes:

* - Refers to non-conserved buildings.

- This list is not exhaustive.
- The list has been arranged in order of year of expected completion.

Source: Compiled by Converging Knowledge

Enhancing Singapore's Heritage and Identity Sites

URA launched the Heritage and Identity Structure Plan⁴⁹ in 2022 containing broad strategies and planning concepts to enhance Singapore's heritage and identity assets, which include

⁴⁹ Urban Redevelopment Authority, "A Loveable City for All", <https://www.ura.gov.sg/Corporate/Planning/Long-Term-Plan-Review/Space-for-Our-Dreams-Exhibition/Cherish/Loveable-City> as retrieved on 15 March 2025. The URA has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

national monuments and conservation buildings amongst others. The authorities are committed towards retaining historic areas and buildings that are significant to Singapore's development, adding that more recent (modernist) buildings would be considered during the next phase of the nation's conservation initiatives. This can be seen in the recent completion of structural studies on People's Park Complex, widely seen as the next potential modernist icon to be conserved. The Heritage and Identity Structure Plan also maps out other significant sites that could be studied for future development plans. The URA identified 19 sites, some of which have been assessed for conservation, such as Adam Park, Bukit Timah Turf Club, Changi Point, and Mount Pleasant.

Two other themes under the Heritage and Identity Structure Plan are adaptive reuse and heritage interpretation. In adaptive reuse, government agencies are exploring and consulting the public on creative ways to reuse aged state properties. Heritage interpretation of existing buildings can be undertaken in various ways such as selectively retaining parts of a building structure (e.g., Jurong Fire Station adapted for residential use) or creatively repurpose heritage elements in conservation and restoration works (e.g., Mount Sophia mixed-use development). These developments present conservation, restoration, as well as A&A opportunities for the URS Industry as the authorities seek to expand the pipeline of conservation buildings and increasingly explore new ways to reuse old buildings.

Potential Conservation Targets in the Pipeline

In recent years, URA has commissioned several heritage studies, amongst which include the Bukit Timah Turf Club, the Old Police Academy ("OPA") at Mount Pleasant, and Changi Point. On Bukit Timah Turf Club, 27 buildings and structures were assessed for their heritage impact, and several buildings were found to have heritage significance, including the North and South Grandstands, the racetracks, the Bukit Timah Saddle Club Clubhouse, and the stables. In addition, an oval-shaped open field of about 4.3ha (hectares) in front of the grandstand on the site of the old racetracks, about twice the size of the Padang, could also pay homage to the site's sporting heritage.

Following the review, the OPA site at Mount Pleasant has been zoned as residential and will be redeveloped for housing. Five blocks (buildings) in the OPA site have been proposed for adaptive reuse as commercial and community spaces in view of their heritage links. While there

was no mention of its potential for “conservation”, the decision to have these blocks be adapted for reuse suggests that much of its facade may be retained.

As for Changi Point, the URA has also commissioned a heritage study of about 200 buildings in mid-2023, covering 100ha. This area plays a significant role in Singapore’s military history as it contains buildings built by the British called the Kitchener Barracks, which is considered the most intact set of barracks built between the first and second world wars in Singapore. Amongst these buildings include the old Changi Hospital, which the British Royal Air Force established in 1947. Industry observers believe that Changi Point will likely be developed into an inclusive leisure spot, as well as an arts and heritage centre. It could also be a future retirement village, through adaptive reuse of the heritage buildings.

With more commissioned heritage studies, the findings could result in the increase in the number of conservation buildings, which would generate more projects from its maintenance or adaptive reuse and further revenue potential for the URS Industry.

Table 6 - Potential Conservation Targets in Singapore

Potential Conservation Targets	Announced Year
Mount Pleasant Estate – Includes Old Police Academy	2021
Changi Point	2021
People’s Park Complex	2023
Pre-World War II Bungalows at Adam Park	2024
Mun San Fook Tuck Chee Temple at Sims Drive	2024
Bukit Timah Turf Club – includes the Grandstands, Bukit Timah Saddle Club Clubhouse, racetracks, and stables	2024
Great Southern Waterfront and its surrounding infrastructure, such as the old ports and Prima Flour Mills Building	2024

Notes:

- This list is not exhaustive.
- The list has been arranged in order of year of announcement.

Source: Compiled by Converging Knowledge

Growing Importance of Modernist Buildings in Singapore's Built Heritage

The conservation of Golden Mile Complex in 2021 has paved the way for more modernist buildings to follow suit. Acquiring a conservation status, while not mandatory, is deemed critical for owners/ developers to conserve certain unique elements of a building instead of tearing it down altogether. The URA is currently conducting studies on these modernist buildings, aiming to encourage building owners/ developers to maintain and rehabilitate their assets instead of redevelopment. This involves retaining much of the existing features and performing necessary upgrades on the structure, thereby prolonging the building's lifespan for adaptive reuse. In the case of Golden Mile Complex, the URA offered GFA concessions amongst other incentives, that would make refurbishment works more financially viable and alleviate constraints associated with conservation guidelines. It was announced in March 2025 that the structural study on People's Park Complex⁵⁰ to determine its conservation potential has been completed. The authorities did not name any other modernist buildings under study, citing market speculation concerns. Some potential candidates identified by industry experts include Beauty World Centre, Jurong Town Hall, Peninsula Plaza, and Queensway Shopping Centre. The URS Industry is able to tap into the new opportunities as modernist buildings enter the built heritage pipeline, with their expertise and track record in conservation buildings that allow them to take on such projects in the future.

Promoting Adaptive Reuse for Sustainability

Sustainability is one of the key reasons for adaptive reuse of aged existing buildings. To reduce the carbon footprint in the built environment, building owners/ developers are encouraged to consider adaptive reuse – which involves maintaining the original structure, retrofitting and upgrading works as opposed to constructing a new building from scratch. There are two main initiatives applicable – BCA's Green Mark scheme and URA's SDI scheme. The latest Green Mark 2021 scheme encourages the development and implementation of green building solutions and standards, such as energy efficiency and whole life carbon, amongst other sustainability-

⁵⁰ People's Park Complex was constructed in 1973 as a 31-storey strata-titled complex comprising a residential block atop a commercial podium. It is one of the first mixed-use commercial and private residential developments, often cited for its influence as one of earliest shopping centres in the region.

related metrics.⁵¹ In their revamp of the SDI scheme 2.0, URA is placing a greater emphasis on sustainability when evaluating applications. Some new criteria include the retrofit and adaptive reuse of existing buildings as well as carbon-sensitive sustainable rejuvenation.⁵² This is in line with another important reason for adaptive reuse – the repurpose of existing aged buildings that provides them with a new lease of life.

Examples of ongoing/ past projects include a hotel at 2 Cavan Road (conserved warehouse and new hotel building extension), 21 Carpenter hotel (conserved shophouses and a five-storey extension at the rear), and Khong Guan Building (conserved light industrial building and eight-storey residential extension).

One upcoming example is The Golden Mile (former Golden Mile Complex), in which the URA granted an additional four storeys to the conservation building alongside the construction of a new 45-storey residential tower Aurea. The URS Industry is likely to benefit from a higher demand for adaptive reuse as more conservation building owners/ developers progressively retrofit and upgrade their assets.

⁵¹ Building and Construction Authority, “Green Mark 2021”, <https://www1.bca.gov.sg/buildsg/sustainability/green-mark-certification-scheme/green-mark-2021> as retrieved on 14 April 2025. The BCA has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

⁵² 7 February 2025, Urban Redevelopment Authority, “REVISIONS TO REJUVENATION INCENTIVE SCHEMES FOR STRATEGIC AREAS: Central Business District (CBD) Incentive Scheme 2.0 & Strategic Development Incentive (SDI) Scheme 2.0”, <https://www.ura.gov.sg/Corporate/Guidelines/Circulars/dc25-02> as retrieved on 12 March 2025. The URA has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

Singapore Green Plan 2030

The Singapore Green Plan 2030,⁵³ which includes goals related to sustainability and heritage conservation, may further accelerate the revitalisation of conservation buildings. This aligns with global trends of embracing heritage preservation as a part of sustainable development, ensuring that urban revitalization efforts stay in demand and evolve with the times. Singapore's tropical climate of high humidity, frequent rainfall, and high temperatures accelerates the deterioration of building materials, such as wood and plaster. Conservation buildings may face issues like mould, corrosion, and structural weakening due to moisture.

In addition, many conservation buildings are not designed with energy requirements of modern times and ill-prepared for environmental sustainability. Energy conservation features such as the use of solar panels or climate control could align such historical buildings with sustainable practices. Natural ventilation or advanced dehumidification methods may also be necessary to mitigate the effects of Singapore's tropical climate and humid environment while maintaining historical integrity. In supporting Singapore's Green Plan 2030, and in reducing carbon emissions, the URS Industry may see more projects for upgrading, driven by sustainability efforts.

⁵³ Singapore Green Plan 2030, <https://www.greenplan.gov.sg/> as retrieved on 17 April 2025. The Ministry of Sustainability and the Environment (MSE) has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

Singapore's Construction Outlook to Remain Robust⁵⁴

BCA projects total construction demand in 2025 to be in the range of S\$47.00 billion to S\$53.00 billion. This is attributed to the expected award of contracts for several large-scale development projects such as Changi Airport Terminal 5 and Marina Bay Sands (“**MBS**”) Integrated Resort expansion. In terms of segmentation, the total value of commercial contracts to be awarded in 2025 is expected to be in the range of S\$3.60 billion to S\$5.10 billion, underpinned by the MBS Integrated Resort expansion main contract – comprising a fourth tower, an entertainment arena, and additional convention space. Other contributors include MBS’ ongoing hotel transformation, refurbishment of existing towers, alongside the slated redevelopment of Tanglin Shopping Centre and other mixed-use assets. Meanwhile, the total awarded value of contracts for institutional and others is set to grow further, between S\$15.60 billion and S\$17.00 billion in 2025. This is mainly driven by Changi Airport Terminal 5, alongside other educational and healthcare developments.

Beyond 2025, the BCA projects total construction demand to be in the range of S\$39.00 billion to S\$46.00 billion annually in the next four years (2026-2029). This is supported by notable developments such as Changi Airport Terminal 5, commercial building redevelopments in Shenton Way, as well as other urban rejuvenation and public sector projects. The URS Industry is well-positioned to benefit from the robust pipeline of building works to be undertaken.

⁵⁴ 23 January 2025, Building and Construction Authority, “Construction Demand To Remain Strong For 2025”, <https://www1.bca.gov.sg/about-us/news-and-publications/media-releases/2025/01/23/construction-demand-to-remain-strong-for-2025> and 23 January 2025, BCA Academy, “Singapore Construction Prospects 2025”, https://www.bcaa.edu.sg/docs/librariesprovider2/events-seminars/berep-2025/03-spore-construction-prospects_2025_final_v2.pdf?sfvrsn=caa5e121_1 as retrieved on 10 March 2025. The BCA has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

Onstream of Retail Developments and Hotel Rooms

Commercial developments are expected to contribute to Singapore's robust construction demand as commercial and mixed-use development owners/ developers continue to tap into URA's SDI scheme, which has been renewed for another 5-year period (2025 to 2030), to refurbish aged assets in selected key areas. The new scheme SDI 2.0 has been revamped, with authorities placing greater emphasis on sustainability – especially retrofitting and adaptive reuse – in their review of new redevelopment applications.⁵⁵ Over 1,700 hotel rooms and nearly 80,000 m² gross retail space will be completed in 2025 as seen in the table below.

Hotel rooms are projected to lead mid-term growth with almost 50.00% (2,378 out of 4,826 rooms) to be completed from 2026 and 2029. This is followed by retail space at above 35.00% (115,000 m² gross out of 307,000 m² gross) within the same period. The URA has also earmarked planned developments of 951 hotel rooms and 156,000 m² gross retail space in the pipeline from 2029 onwards.

More retail and hotel development projects are expected to come onstream in the later half of the forecast period and beyond (from 2027 to >2029). Upcoming new and redevelopment projects in the pipeline include HarbourFront Centre, Marina Bay Sands Tower 4, Maritime House, Resorts World Sentosa ("RWS") Integrated Resort's expansion, Hard Rock Hotel renewal at RWS, Tanglin Shopping Centre, The Golden Mile (former Golden Mile Complex), and Union Square (former sites of Central Mall and Central Square at Clarke Quay). URS players are able to tap into these opportunities as owners/ developers develop new commercial spaces and refurbish their existing assets progressively.

⁵⁵ 7 February 2025, Urban Redevelopment Authority, "REVISIONS TO REJUVENATION INCENTIVE SCHEMES FOR STRATEGIC AREAS: Central Business District (CBD) Incentive Scheme 2.0 & Strategic Development Incentive (SDI) Scheme 2.0", <https://www.ura.gov.sg/Corporate/Guidelines/Circulars/dc25-02> as retrieved on 12 March 2025. The URA has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

Table 7 - Upcoming Supply of Selected Commercial Developments and Expected Year of Completion, 2025 to 2029

	Total	2025	2026	2027	2028	2029	>2029
Retail Space (Thousand m² GFA)							
Total	545	82	44	55	150	58	156
Under Construction	194	79	41	34	34	6	-
Planned	351	3	3	21	116	52	156
<i>Written Permission</i>	30	1	1	3	12	13	-
<i>Provisional Permission</i>	321	2	2	18	104	39	156
Hotel Rooms (Number of Rooms)							
Total	7,567	1,790	1,985	165	1,658	1,018	951
Under Construction	4,124	1,746	1,781	165	361	71	-
Planned	3,443	44	204	-	1,297	947	951
<i>Written Permission</i>	1,044	44	-	-	1,000	-	-
<i>Provisional Permission</i>	2,399	-	204	-	297	947	951

Notes:

- Data as at the end of 4th quarter 2024.
- Pipeline supply figures refer to new development and redevelopment projects with planning approvals (i.e., Provisional Permission, Written Permission).
- The figures may not add up due to rounding.

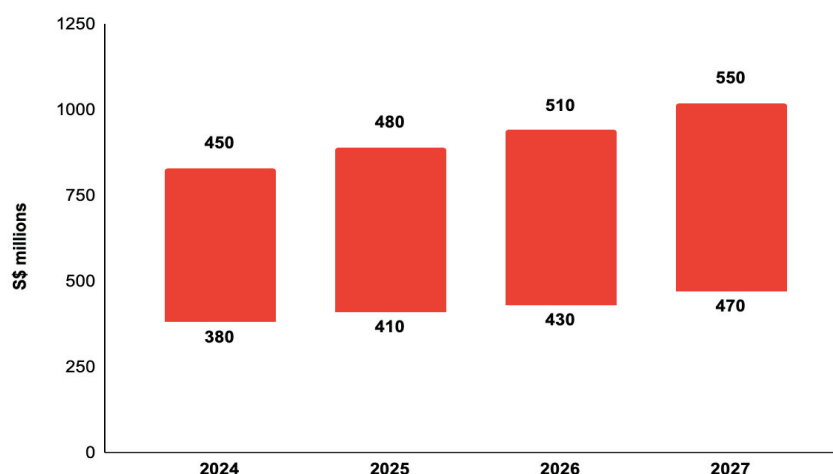
Source: URA⁵⁶, Compiled by Converging Knowledge

⁵⁶ Urban Redevelopment Authority, "Supply in the Pipeline by Development Status and Expected Year of Completion as at End of 4th Quarter 2024", <https://www.ur.gov.sg/-/media/Corporate/Media-Room/2025/Jan/pr25-05e2.pdf> as

4.1 Estimated Growth (%) in the Next Three Years (2025-2027)

The market is expected to grow at an estimated CAGR of 6.76%⁵⁷, from S\$380.00 million to S\$450.00 million in 2024 to reach S\$470.00 million to S\$550.00 million in 2027. The growth is supported by the improvement in conservation shophouse transactions, strong government support for tourism and culture, and the potential for more (new) conservation buildings identified for adaptive reuse.

Figure 12 - Estimated Growth of the Market Size of the URS Industry, 2024 to 2027, S\$ million



Source: Compiled by Converging Knowledge

retrieved on 13 March 2025. The URA has not provided its consent, for purposes of Section 249 of the SFA, to the inclusion of the information cited and attributed to it in this document and therefore is not liable for such information under Sections 253 and 254 of the SFA. While the Company, the Vendor, the Industry Consultant, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent have taken reasonable actions to ensure that the information is reproduced in its proper form and context and that the information is extracted accurately and fairly, none of the Company, the Industry Consultant, the Vendor, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent or any other party has conducted an independent review of this information or verified the accuracy of the contents of the relevant information.

⁵⁷ Calculated from the mid-point of the market size for each year.



9 July 2025

LUM CHANG CREATIONS LIMITED

14 Kung Chong Road
#08-01, Lum Chang Building
Singapore 159150

Attention: The Non-Interested Directors (as defined herein)

Dear Sirs

LETTER FROM XANDAR CAPITAL PTE. LTD. PURSUANT TO RULE 920(1)(B)(V) OF THE CATALIST RULES AS WELL AS TO ADVISE THE NON-INTERESTED DIRECTORS OF LUM CHANG CREATIONS LIMITED (THE "COMPANY") IN RESPECT OF THE PROPOSED ADOPTION OF A SHAREHOLDERS' GENERAL MANDATE FOR INTERESTED PERSON TRANSACTIONS

Unless otherwise defined or the context otherwise requires, all terms used herein have the same meaning as defined in the offer document of Lum Chang Creations Limited (the "Company") dated 9 July 2025 (the "Offer Document").

This letter has been prepared solely for inclusion in the Offer Document of the Company in connection with the initial public offering of the ordinary shares of the Company on the Catalist of the Singapore Exchange Securities Trading Limited (the "SGX-ST").

1. INTRODUCTION

Lum Chang Creations Limited (the "**Company**") is seeking a listing of its ordinary shares on the Catalist of the SGX-ST (the "**Listing**").

This letter (this "**IFA Letter**") has been prepared for the inclusion in the Offer Document of the Company (and together with its subsidiaries, the "**Group**") in relation to the adoption of a shareholders' general mandate for recurrent interested person transactions (the "**IPT General Mandate**") to facilitate the entering of certain categories of interested person transactions (the "**Mandated Transactions**" or each a "**Mandated Transaction**", as set out in the section entitled "Interested Person Transactions and Potential Conflicts of Interest – General Mandate for Interested Person Transactions - Categories of Mandated Interested Person Transactions" of the Offer Document) between (a) any entities in the Group; and (b) the mandated interested persons (the "**Mandated Interested Persons**" or each a "**Mandated Interested Person**", as defined in the section entitled "Interested Person Transactions and Potential Conflicts of Interest – General Mandate for Interested Person Transactions – The Mandated Interested Persons" of the Offer Document).

Under Chapter 9 of the Listing Manual Section B: Rules of Catalist of the SGX-ST (the "**Catalist Rules**"), a listed company may seek a general mandate from its shareholders for recurrent interested person transactions of a revenue or trading nature or for those necessary for its day-

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Xandar Capital Pte. Ltd. 威豪金融 (私人) 有限公司 (Registration No. 200002789M)

Address 地址 3 Shenton Way #24-02 Shenton House Singapore 068805 珊顿道 3 号, 珊顿大厦 24-02, 新加坡邮区 068805

Tel 电话 (65) 6319 4950 Fax 传真 (65) 6227 3936 Website 网址 <http://www.xandarcapital.com>



to-day operations, but not in respect of the purchase or sale of assets, undertakings or businesses.

It is anticipated that the Group would, following the admission of the Company to the Catalist of the SGX-ST, in the ordinary course of business, continue to enter into the Mandated Transaction(s) with the Mandated Interested Person(s). It is likely that such Mandated Transaction(s) will occur with some degree of frequency and may arise at any time. In view of the time-sensitive and/or recurrent nature of the Mandated Transaction(s), the Company is adopting the IPT General Mandate to enable the Group to enter into the Mandated Transaction(s) in its normal course of business, provided that an independent financial adviser opines that the methods and procedures set out in the IPT General Mandate are sufficient to ensure that all such Mandated Transaction(s) will be carried out on normal commercial terms and will not be prejudicial to the interests of the Company and its minority shareholders.

Pursuant to Rule 920(2) of the Catalist Rules, the Company may treat the IPT General Mandate as having been given by its shareholders ("**Shareholders**") for the Company, its subsidiaries (excluding subsidiaries listed on the SGX-ST or an approved exchange) and its associated companies (other than an associated company that is listed on the SGX-ST or an approved exchange) over which the Group, or the Group and its interested person(s), has or have control, (collectively, the "**EAR Group**") to enter into Mandated Transaction(s) with the Mandated Interested Person(s) if the information required under Rule 920(1)(b) of the Catalist Rules is included in the Offer Document.

To comply with the requirements of Chapter 9 of the Catalist Rules, Xandar Capital Pte. Ltd. ("**Xandar Capital**") has been appointed as the independent financial adviser pursuant to Rule 920(1)(b)(v) of the Catalist Rules to provide an opinion on whether the methods or procedures as set out in the section entitled "Interested Person Transactions and Potential Conflicts of Interest – General Mandate for Interested Person Transactions" of the Offer Document are sufficient to ensure that the Mandated Transaction(s) between the Group and the Mandated Interested Person(s) will be carried out on normal commercial terms and will not be prejudicial to the interests of the Company and its minority Shareholders.

This IFA Letter sets out our evaluation of the IPT General Mandate and our opinion thereof. This IFA Letter has been prepared pursuant to Rule 920(1)(b)(v) of the Catalist Rules and is addressed to the directors of the Company (namely Mr. Lim Ho Heng, Mr. Yeo Gek Leong Clarence and Mr. Lim Thiam Hooi) who as at the date of the Offer Document, are considered to be independent for the purpose of the IPT General Mandate, collectively, the "**Non-Interested Directors**") and this IFA Letter forms part of the Offer Document.

2. TERMS OF REFERENCE

Xandar Capital has been appointed pursuant to Rule 920(1)(b)(v) of the Catalist Rules and to opine on whether the methods or procedures for determining the transaction prices for the Mandated Transaction(s), if adhered to, are sufficient to ensure that the Mandated Transaction(s) with the Mandated Interested Person(s) will be carried out on normal commercial terms and will not be prejudicial to the interests of the Company and its minority Shareholders.



We are not and were not involved in any aspect of the negotiations pertaining to the IPT General Mandate or the Mandated Transaction(s) contemplated under the IPT General Mandate, nor were we involved in the deliberations leading to the Company's decision to adopt the IPT General Mandate and to enter into the Mandated Transaction(s) with the Mandated Interested Person(s) contemplated under the IPT General Mandate. We do not, by this IFA Letter, make any representation or warranty in relation to the merits of the IPT General Mandate or the Mandated Transaction(s) contemplated under the IPT General Mandate.

Our terms of reference do not require us to evaluate or comment on the legal, strategic or commercial merits and/or risks of the IPT General Mandate and the Mandated Transaction(s) contemplated under the IPT General Mandate. We have also not conducted any review of the business, operations or financial condition of the Company and the Group, and we have not relied on any financial projections or forecasts in respect of the Company or the Group, nor did we have access to their business plans, financial projections and forecasts. We are not required to express and we do not express any view herein on the growth prospects, financial position and earnings potential of the Company or the Group pursuant to the adoption of the IPT General Mandate or the Mandated Transaction(s) contemplated under the IPT General Mandate. Such evaluation shall remain the sole responsibility of the directors of the Company ("**Directors**"). We are also not expressing any view herein as to the prices at which the shares of the Company may trade with or without the IPT General Mandate.

We were also not required or authorised to obtain, and we have not obtained, any quotation or transacted price from third parties for products or services similar to those which are to be covered by the IPT General Mandate, and are therefore not able to, and will not comment on the Mandated Transaction(s).

In the course of our evaluation, we have held discussions with certain Directors and management of the Group and have examined information provided and representations made to us by the aforesaid parties, including information in the Offer Document. We have not independently verified such information, whether written or verbal, and accordingly cannot and do not warrant, and do not accept any responsibility for the accuracy, completeness or adequacy of such information, representation and assurance. Nonetheless, we have made reasonable enquiries and exercised our judgement on the reasonable use of such information and have found no reason to doubt the accuracy and reliability of the information.

We have relied upon the assurance of the Directors that they have seen and approved the Offer Document, and they collectively and individually accept full responsibility for the accuracy of the information given in the Offer Document and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, the Offer Document constitutes full and true disclosure of all material facts about the Invitation and the Group (which includes the IPT General Mandate), and the Directors are not aware of any facts the omission of which would make any statement in the Offer Document misleading. Where information in the Offer Document has been extracted from published or otherwise publicly available sources or this IFA Letter, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in the Offer Document in its proper form and context. In relation to this IFA Letter, the Directors have confirmed that the facts stated, with respect to the Company, the Group and the IPT General Mandate are to the best of their knowledge and belief, fair and accurate in all material aspects. Accordingly, no representation or warranty, express or implied, is made and no responsibility is accepted by us concerning the

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accuracy, completeness or adequacy of all such information, provided or otherwise made available to us or relied on by us as described above.

The Company has been separately advised by its own advisers in the preparation of the Offer Document (other than this IFA Letter). We have no role or involvement and have not provided any advice, financial or otherwise, whatsoever in the preparation, review and verification of the Offer Document (other than this IFA Letter). Accordingly, we take no responsibility for and express no views, express or implied, on the contents of the Offer Document (other than this IFA Letter), save for the section entitled “Interested Person Transactions and Potential Conflicts of Interest - General Mandate for Interested Person Transactions - Opinion of the Independent Financial Adviser” of the Offer Document.

3. THE IPT GENERAL MANDATE

3.1 The IPT General Mandate

Information on the IPT General Mandate is set out in the section entitled “Interested Person Transactions and Potential Conflicts of Interest – General Mandate for Interested Person Transactions” of the Offer Document.

3.2 The Mandated Interested Persons

Information on the Mandated Interested Persons of the IPT General Mandate is set out in the section entitled “Interested Person Transactions and Potential Conflicts of Interest – General Mandate for Interested Person Transactions – The Mandated Interested Persons” of the Offer Document.

We note that while the Company has currently listed seven (7) Mandated Interested Persons in the Offer Document (namely (a) the “Lum Chang Holdings IP Group” which comprises Lum Chang Holdings Limited, Lum Chang Building Contractors Pte. Ltd., Lum Chang Auriga Pte. Ltd. and Lum Chang Property Investments Pte. Ltd.; and (b) the “Ellipsiz IP Group” which comprises Ellipsiz Ltd, ISE Foods Holdings Pte. Ltd. and E Golfing Pte. Ltd.), the Company envisages that there may be more Mandated Interested Persons in the future for as long as the IPT General Mandate subsist due to the following factors:

- (a) each of Lum Chang Holdings Limited and Ellipsiz Ltd, being an entity listed on the SGX-ST, may change its group structure from time to time;
- (b) given the nature of the business of the provision of conservation and restoration, interior fit-out and alterations (“A&A”) services in the construction, renovation and interior fit-out industries, it is common practice that newly-incorporated project companies for each project are used. Accordingly, the relevant entity under each of the Lum Chang Holdings IP Group and the Ellipsiz IP Group for future projects will likely differ from project to project, and may also be a new company which is only incorporated at the relevant time for the purposes of that project; and
- (c) given that the Group will only be made aware of the relevant project entity / customer which it will be providing conservation and restoration, interior fit-out and/or A&A services

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at the time of the submission of the quotation or tender, it would not be possible to pre-emptively identify such Mandated Interested Persons at the date of the Offer Document or even at the time when the Group is submitting its quotation or tender for the particular project. In addition, certain of these project entities may be licensed entities, and it may not be practically feasible to deal with a non-licensed entity for certain projects.

Accordingly, the Company will be adopting the following measures for the ease of identifying Mandated Interested Persons after the Listing:

- (i) the Group Financial Controller will maintain a register of interested persons (as defined in the Catalist Rules), which will include the directors, the chief executive officer and Controlling Shareholders of the Company and their respective Associates (as defined in the Catalist Rules), and shall update the register immediately if there are any changes and review the register regularly, at least on a quarterly basis; and
- (ii) prior to entering into Mandated Transactions with such other entities of the Lum Chang Holdings Group (other than the Lum Chang Holdings IP Group) and/or the Ellipsiz Group (other than the Ellipsiz IP Group), the audit and risk committee of the Company (the “**Audit and Risk Committee**”) will review (i) the nature of the Mandated Transaction; (ii) the details of the entity in question and whether the provision of or receipt of services from such entity is necessary and appropriate (“**New IP Review**”). If the Audit and Risk Committee is satisfied, after having conducted the New IP Review, that such Mandated Transaction should fall within the IPT General Mandate, the Audit and Risk Committee shall have the ability to determine that such entity is a Mandated Interested Person for the purposes of the IPT General Mandate, and the Lum Chang Holdings IP Group and the Ellipsiz IP Group (as the case may be) shall then be expanded to include such additional Mandated Interested Person.

3.3 Categories of Mandated Transactions

Information on the categories of Mandated Transactions is set out in the section entitled “Interested Person Transactions and Potential Conflicts of Interest – General Mandate for Interested Person Transactions – Categories of Mandated Interested Person Transactions” of the Offer Document.

We note that there are three (3) broad categories of Mandated Transactions as follows:

- (a) provision of conservation and restoration, interior fit-out and A&A services by the EAR Group to the Mandated Interested Persons;
- (b) leasing of properties by the EAR Group from the Mandated Interested Persons; and
- (c) obtaining corporate administrative support services (comprising corporate secretarial services, corporate communication services, human resource and payroll support services, legal advisory and support services, and such other services which are incidental to, ancillary to, or in connection with the aforesaid services, collectively,



the “**Corporate Administrative Support Services**”) from the Mandated Interested Persons,

collectively, the “**Mandated Transactions**” or each a “**Mandated Transaction**”.

3.4 Rationale for and Benefits of the IPT General Mandate

Information on the rationale for and benefits of the IPT General Mandate is set out in the section entitled “Interested Person Transactions and Potential Conflicts of Interest – General Mandate for Interested Person Transactions – Rationale for and Benefits of the IPT General Mandate” of the Offer Document.

We note that the IPT General Mandate will allow the Group to include the Mandated Interested Persons (being well-established groups listed on the SGX-ST for more than 20 years) in its pool of customers and to tap on the resources of the Mandated Interested Persons for its operational needs without seeking Shareholders’ prior approval as and when potential Mandated Transactions with Mandated Interested Persons arise.

3.5 Review Methods and Procedures for the Mandated Transactions

The full detailed review methods and procedures for the Mandated Transactions are set out in the section entitled “Interested Person Transactions and Potential Conflicts of Interest – General Mandate for Interested Person Transactions – Review Methods and Procedures and Approval Threshold for Mandated Transactions with Mandated Interested Persons” of the Offer Document.

We highlight the following key review methods and procedures:

(a) Provision of Conservation and Restoration, Interior Fit-Out and/or A&A Services to the Mandated Interested Persons

Where possible and practicable, the EAR Group will use its reasonable endeavours to compare the quotations to be offered or submitted to the Mandated Interested Person (whether on private invitation or private tender basis) with at least two (2) other contracts entered into with third parties for projects of similar nature and size. The terms extended by the EAR Group to the Mandated Interested Person(s) shall not be more favourable to the Mandated Interested Person(s) as compared to the terms extended by the EAR Group to third parties.

Where there are no comparable contracts, the Managing Director, and where applicable, a director of the relevant subsidiary of the Company, shall review the budget prepared by the project team to ensure that the gross margin to be generated by the EAR Group from the provision of the conservation and restoration, interior fit-out and/or A&A services is consistent with the usual gross margin to be obtained by the EAR Group for projects of similar nature or size, and in line with the usual business practices and pricing policies of the EAR Group, after taking into account factors such as, but not limited to, the nature of the project, the size of the project, the commercial merits or benefits to the EAR Group for taking on the project (for example, exposure to latest trend and new technology), the availability of the resources (whether staff, equipment or materials) of the EAR Group,



the duration and schedule of the project and the opinion of the in-house quantity surveyor on the reasonableness of the costs of the project.

(b) Leasing of Properties from the Mandated Interested Persons

When entering or renewing lease agreements with the Mandated Interested Person, the EAR Group will compare the quotation offered by the Mandated Interested Person with at least two (2) quotations from unrelated third-party lessors for premises in a similar location, size, facility, conditions, amenities and suitability.

In the event where there is no comparable quotation, the EAR Group shall compare the quotation offered by the Mandated Interested Person with the prevailing market rental rates of similar premises available on public websites, email quotations from licensed property agent(s), relevant reports or reviews published by property agents or valuation reports from property valuers, whichever applicable.

The EAR Group will only enter into the lease agreement with the Mandated Interested Person when the terms offered by the Mandated Interested Person to the EAR Group are not less favourable to the EAR Group after making the relevant comparison.

(c) Obtaining Corporate Administrative Support Services from the Mandated Interested Persons

The fees payable by the EAR Group to the Mandated Interested Persons will be determined where applicable:

- (i) on a cost-plus basis based on the direct costs incurred by the Mandated Interested Person for the provision of the Corporate Administrative Support Services to the EAR Group, which is calculated based on a mark-up of 5.0%; and/or
- (ii) on a reimbursement basis for expenses incurred by the Mandated Interested Persons on behalf of the EAR Group in connection with the provision of the Corporate Administrative Support Services, which will be charged at cost.

All invoices from the Mandated Interested Person for such Corporate Administrative Support Services shall be accompanied by the relevant supporting documents setting out the applicable basis including, where applicable, the costs incurred by the Mandated Interested Person for the provision of services and the expenses incurred in connection with the provision of services, such as filing fees, transport expenses, and photocopying and printing expenses.

Where possible, the EAR Group will obtain two (2) quotations from unrelated third party suppliers for similar services, whenever appropriate and available, periodically, to ensure that the rates paid by the EAR Group for such services are on normal commercial terms and not prejudicial to the interest of the Group and/or the minority Shareholders. The Managing Director and Group Financial Controller shall also review on an annual basis to determine if it should hire its own personnel for the relevant Corporate Administrative Support Services, taking into consideration the level of operational efficiency and ability

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of the Mandated Interested Persons in providing the relevant Corporate Administrative Support Services in a timely manner to the EAR Group. Interim reviews may also be conducted, subject to the EAR Group's operational needs

Where it is impracticable or not possible to determine the fees based on the cost incurred (with or without a pre-determined mark-up), the EAR Group will evaluate and weigh the benefits of and rationale for transacting with the Mandated Interested Person and determine whether the terms of the transaction are fair and reasonable. This would include taking into account, among others, if applicable, factors including but not limited to, the speed of and cost for timely response and mobilisation, quality, reputation, the complexity of the services rendered, experience and expertise, and the payment and/or credit terms.

(d) Approval Thresholds

The following approval thresholds will apply prior to the entry of the Mandated Transaction(s):

- (i) any transaction equal to or exceeding S\$100,000 each in value will be reviewed and approved by the Group Financial Controller and a non-interested Director from time to time; and
- (ii) any transaction equal to or exceeding 3.0% of the EAR Group's then latest published audited consolidated net tangible assets will be reviewed and approved by all of the Audit and Risk Committee,

collectively, the **"Relevant Authorised Persons"**.

In the event the cumulative value of the Mandated Transactions (excluding transaction(s) which has already been approved by members of the Audit and Risk Committee under paragraph (d)(ii) above) is equal to or exceed 5.0% of the EAR Group's then latest published audited consolidated net tangible assets, the EAR Group will submit all Mandated Transactions which have not been reviewed by the Audit and Risk Committee for its review and approval.

Any of the Relevant Authorised Persons may, as he/it deems fit, request for additional information pertaining to the transaction under review from independent sources or advisers, including requesting for an independent financial adviser's opinion and/or the obtaining of valuations from independent professional valuers.

In the event that any of the Relevant Authorised Persons has an interest in the transaction or is a nominee for the time being of the Mandated Interested Person, or if any associate (as defined in the Catalist Rules) of the Relevant Authorised Persons is involved in the decision-making process on the part of the Mandated Interested Person, such the Relevant Authorised Person shall abstain from participating in the review and approval process in relation to that transaction, and the review and approval process shall be undertaken by at least two Relevant Authorised Persons who do not have an interest in the transaction or are a nominee for the time being of the Mandated Interested Person, and who are not subject to such conflicts of interest.



(e) Additional Guidelines and Procedures

The Company will also implement additional guidelines and procedures as follows:

- (i) the Group Financial Controller will maintain a register of interested persons (as defined in the Catalist Rules) and shall update the register immediately if there are any changes and review the register regularly, at least on a quarterly basis;
- (ii) the EAR Group will maintain a register of Mandated Transactions (the “**IPT Register**”) carried out with Mandated Interested Persons which will also file the New IP Review carried out by the Audit and Risk Committee to include new Mandated Interested Persons under the IPT General Mandate;
- (iii) the Group Financial Controller will review the IPT Register on a quarterly basis and the IPT Register will be submitted to the Audit and Risk Committee for review on a half-yearly basis (or such other more frequent basis as may be required or as the Audit and Risk Committee may deem necessary) to ascertain that the established review methods and procedures to carry out the Mandated Transactions have been complied with;
- (iv) the Audit and Risk Committee will review the annual internal audit reports on Mandated Transactions to ascertain that the review methods and procedures and relevant approvals based on the approval thresholds for Mandated Transactions have been complied with;
- (v) if during any of the reviews by the Audit and Risk Committee, the Audit and Risk Committee is of the view that the review methods and procedures for the Mandated Transactions have become inappropriate or insufficient in the event of changes to the nature of, or manner in which, the business activities of the EAR Group or the Mandated Interested Persons are conducted, the Company will revert to Shareholders for a fresh general mandate based on new review methods and procedures so that Mandated Transactions will be carried out at arm's length, on normal commercial terms and will not be prejudicial to the interests of the Group and/or the minority Shareholders of the Company; and
- (vi) the Board will also ensure that all disclosures, approvals and other requirements on interested person transactions, including those required by prevailing legislation, the Catalist Rules (in particular Chapter 9 thereof) and relevant accounting standards, are complied with. The Company will also comply with the Principles set out in the Code of Corporate Governance 2018 and endeavour to comply with the provisions in the Code of Corporate Governance 2018.



4. ROLE OF AUDIT AND RISK COMMITTEE

We note that the Audit and Risk Committee will:

- (a) review and approve Mandated Transaction(s) which individually has a value equal to or exceeds 3.0% of the Group's then latest audited NTA;
- (b) review and approve Mandated Transaction(s) which cumulatively (excluding Mandated Transaction(s) which have already been reviewed and approved by the Audit and Risk Committee) have a value equal to or exceeds 5.0% of the Group's then latest audited NTA;
- (c) determine whether new entity which are part of the Lum Chang Holdings Group (other than the Lum Chang Holdings IP Group) and/or the Ellipsiz Group (other than the Ellipsiz IP Group) should be included as a Mandated Interested Person for the purposes of the IPT General Mandate;
- (d) review the IPT Register on a half-yearly basis (or such other more frequent basis as may be required or as the Audit and Risk Committee may deem necessary);
- (e) review the annual internal audit reports submitted by the internal auditors on their review of the Mandated Transaction(s); and
- (f) if during any of the reviews by the Audit and Risk Committee, the Audit and Risk Committee is of the view that the review methods and procedures for the Mandated Transaction(s) have become inappropriate or insufficient in the event of changes to the nature of, or manner in which, the business activities of the Group or the Mandated Interested Person(s) are conducted, the Company will seek a fresh general mandate from the Shareholders based on new methods and procedures so that Mandated Transaction(s) will be carried out on an arm's length basis and on normal commercial terms and will not be prejudicial to the interests of the Company and its minority Shareholders.

5. VALIDITY PERIOD OF THE IPT GENERAL MANDATE

Pursuant to Rule 920(2) of the Catalist Rules, the IPT General Mandate will be effective until the earlier of the following: (a) the conclusion of the first annual general meeting ("**AGM**") following the Company's admission to Catalist, or the date by which the next AGM of the Company is required by law to be held; or (b) the first anniversary of the date of the Company's admission to Catalist.

Approval from independent Shareholders will be sought for the renewal of the IPT General Mandate at each subsequent AGM, subject to the satisfactory review by the Audit and Risk Committee of its continued application to the Mandated Transaction(s). In accordance with Rule 920(1)(b)(viii) of the Catalist Rules, the Mandated Interested Person(s) and their Associates shall abstain from voting on resolution(s) involving themselves and the Group. Furthermore, such



Mandated Interested Person(s) shall not act as proxies in relation to such resolution(s) unless voting instructions have been given by the appointing Shareholder.

6. OUR OPINION

In arriving at our opinion in respect of the IPT General Mandate, we have considered, among other things, (a) the review methods and procedures as well as the approval thresholds set out in the IPT General Mandate; (b) the procedures for inclusion of new Mandated Interested Persons; (c) the frequency of review of the IPT Register and the Mandated Transaction(s) by the Group Financial Controller, the Audit and Risk Committee and the internal auditors; (d) the role of the Audit and Risk Committee in relation to the IPT General Mandate; and (e) the rationale for and benefits of the IPT General Mandate.

Having regard to the considerations set out in this IFA Letter and the information available to us as at the Latest Practicable Date, Xandar Capital is of the opinion that the methods and procedures for determining the transaction prices for the Mandated Transaction(s), if adhered to, are sufficient to ensure that the Mandated Transaction(s) will be carried out on normal commercial terms, and will not be prejudicial to the interests of the Company and its minority Shareholders.

7. THIS IFA LETTER

This IFA Letter is prepared pursuant to Rule 920(1)(b)(v) of the Catalyst Rules and addressed to the Non-Interested Directors in connection with and for the purposes of their consideration of the IPT General Mandate and for inclusion in the Offer Document. Our opinion in relation to the IPT General Mandate should be considered in the context of the entirety of this IFA Letter and the section entitled "Interested Person Transactions and Potential Conflicts of Interest – General Mandate for Interested Person Transactions" of the Offer Document.

Whilst a copy of this IFA Letter may be reproduced in the Offer Document, save for the purpose of any matter relating to the IPT General Mandate, neither the Company, the Directors nor the Shareholders may reproduce, disseminate or quote this IFA Letter (or any part thereof) for any other purpose at any time and in any manner without the prior written consent of Xandar Capital in each specific case.

APPENDIX I – LETTER FROM INDEPENDENT FINANCIAL ADVISER

The logo for Xandar Capital, featuring the word "XANDAR" in a large, stylized, blue font with a double outline, and the word "CAPITAL" in a smaller, blue font below it. The entire logo is enclosed in a thin blue rectangular border.

This IFA Letter is governed by, and construed in accordance with, the laws of Singapore, and is strictly limited to the matters stated herein and does not apply by implication to any other matter.

Yours faithfully
For and on behalf of
XANDAR CAPITAL PTE. LTD.

LOO CHIN KEONG
EXECUTIVE DIRECTOR

PAULINE SIM POI LIN
HEAD OF CORPORATE FINANCE

APPENDIX J – RULES OF THE LCC PERFORMANCE SHARE PLAN

1. NAME OF THE PLAN

The Plan shall be called the “**LCC Performance Share Plan**”.

2. DEFINITIONS

2.1. In the Plan, unless the context otherwise requires, the following words and expressions shall have the following meanings:

“ Act ”	:	Companies Act 1967 of Singapore, as amended, modified or supplemented from time to time
“ Adoption Date ”	:	The date on which the Plan is adopted by the Company in general meeting
“ Associate ”	:	Shall have the meaning assigned to it in the Catalist Rules
“ Auditors ”	:	The auditors of the Company for the time being
“ Award ”	:	A contingent award of Shares granted under Rule 5
“ Award Date ”	:	In relation to an Award, the date on which the Award is granted pursuant to Rule 5
“ Award Letter ”	:	A letter in such form as the Committee shall approve confirming an Award granted to a Participant by the Committee
“ Board ”	:	The board of directors of the Company for the time being
“ Catalist Rules ”	:	Section B of the Listing Manual of the SGX-ST, as amended, modified or supplemented from time to time
“ CDP ”	:	The Central Depository (Pte) Limited
“ Committee ”	:	The Remuneration Committee of the Company, duly authorised and appointed by the Board to administer the Plan
“ Company ”	:	Lum Chang Creations Limited
“ Control ”	:	The capacity to dominate decision-making, directly or indirectly, in relation to the financial and operating policies of the Company
“ Constitution ”	:	The Constitution of our Company, as amended from time to time
“ Control ”	:	The capacity to dominate decision-making, directly or indirectly, in relation to the financial and operating policies of the Company
“ Controlling Shareholder ”	:	A person who holds directly or indirectly 15.0% or more of the total number of issued Shares (excluding Shares held by the Company as treasury shares) (unless otherwise determined by the SGX-ST that a person who satisfies this subparagraph is not a controlling shareholder); or in fact exercises Control over the Company
“ Group ”	:	The Company and its subsidiaries

APPENDIX J – RULES OF THE LCC PERFORMANCE SHARE PLAN

“Group Executive”	:	Any employee of the Group (including any Group Executive Director who meets the relevant criteria and who shall be regarded as a Group Executive for the purposes of the Plan) selected by the Committee to participate in the Plan in accordance with Rule 4.
“Group Executive Director”	:	A director of the Company and/or any of its subsidiaries, as the case may be, who performs an executive function
“Participant”	:	A Group Executive who has been granted an Award.
“Performance Condition”	:	In relation to an Award, the condition specified on the Award Date in relation to that Award
“Performance Period”	:	The period as may be determined by the Committee at its discretion, during which the Performance Condition is to be satisfied
“Plan”	:	The LCC Performance Share Plan, as the same may be modified or altered from time to time
“Release”	:	In relation to an Award, the release at the end of the Performance Period relating to that Award of all or some of the Shares to which that Award relates in accordance with Rule 7 and, to the extent that any Shares which are the subject of the Award are not released pursuant to Rule 7, the Award in relation to those Shares shall lapse accordingly and “Released” shall be construed accordingly
“Release Schedule”	:	In relation to an Award, a schedule in such form as the Committee shall approve, setting out the extent to which Shares which are the subject of that Award shall be Released on the Performance Condition being satisfied (whether fully or partially) or exceeded or not being satisfied, as the case may be, at the end of the Performance Period.
“Released Award”	:	An Award which has been released in accordance with Rule 7
“Retention Period”	:	Such retention period as may be determined by the Committee and notified to the Participant at the grant of the relevant Award to that Participant.
“SFA”	:	Securities and Futures Act 2001 of Singapore, as amended, supplemented or modified from time to time
“SGX-ST”	:	The Singapore Exchange Securities Trading Limited
“Shareholders”	:	The registered holders for the time being of the Shares
“Shares”	:	Ordinary shares in the capital of the Company
“Trading Day”	:	A day on which the Shares are traded on the SGX-ST
“Vesting”	:	In relation to Shares which are the subject of a Released Award, the absolute entitlement to all or some of the Shares which are the subject of a Released Award and “Vest” and “Vested” shall be construed accordingly

APPENDIX J – RULES OF THE LCC PERFORMANCE SHARE PLAN

“Vesting Date” : In relation to Shares which are the subject of a Released Award, the date as determined by the Committee and notified to the relevant Participant on which those Shares have Vested pursuant to Rule 7

- 2.2. The term **“Depository Agent”** shall have the meaning ascribed to it in Section 81SF of the SFA.
- 2.3. Words importing the singular number shall, where applicable, include the plural number and *vice versa*. Words importing the masculine gender shall, where applicable, include the feminine and neuter genders.
- 2.4. Any reference to a time of a day in the Plan is a reference to Singapore time.
- 2.5. Any reference in the Plan to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any word defined under the Act or any statutory modification thereof and not otherwise defined in the Plan and used in the Plan shall have the meaning assigned to it under the Act or any statutory modification thereof.

3. OBJECTIVES OF THE PLAN

The Plan has been proposed in order to:

- (a) foster an ownership culture within 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
- (c) make total employee remuneration sufficiently competitive to recruit and retain staff having skills that are commensurate with the Company’s ambition.

4. ELIGIBILITY OF PARTICIPANTS

- 4.1. Subject to Rule 4.2, the only persons who shall be eligible to participate in the Plan, at the absolute discretion of the Committee, are Group Executives who have attained the age of 21 years and hold such rank as may be designated by the Committee from time to time and who have, as of the Award Date, been in full time employment of the Group for a period of at least 12 months (or in the case of any Group Executive Director, such shorter period as the Committee may determine).
- 4.2. Controlling Shareholders and their Associates who satisfy the criteria set out in Paragraph 4.1 above shall be eligible to participate in the Plan, at the absolute discretion of the Committee, provided that:
- (a) their participation; and
 - (b) the actual or maximum number of Shares and terms of any Awards to be granted to them,
- have each specifically been approved by an ordinary resolution of the independent shareholders of the Company at a general meeting in separate resolutions for each such person and, in respect of each such person, in separate resolutions for each of (i) his participation and (ii) the actual or maximum number of Shares and terms of any Awards to be granted to him, provided always that it shall not be necessary to obtain the approval of the independent shareholders of the Company for the participation in the Plan of a Controlling Shareholder or his Associate who is, at the relevant time, already a Participant.
- 4.3. Subject to the Act and any requirements of the SGX-ST, the terms of eligibility for participation in the Plan may be amended from time to time at the absolute discretion of the Committee.

APPENDIX J – RULES OF THE LCC PERFORMANCE SHARE PLAN

5. GRANT OF AWARDS

- 5.1. Subject to Rule 4, the Committee may grant Awards to Group Executives at any time during the period when the Plan is in force.
- 5.2. The number of Shares which are the subject of each Award to be granted to a Participant in accordance with the Plan shall, subject to Rule 4.2 and Rule 8, be determined at the absolute discretion of the Committee, which shall take into account criteria such as his rank, job performance and potential for future development, his contribution to the success and development of the Group and the extent of effort with which the Performance Condition may be achieved within the Performance Period.
- 5.3. In relation to an Award to a Participant, the Committee shall determine:
- (a) the Award Date;
 - (b) the Performance Period;
 - (c) the number of Shares which are the subject of the Award (subject to Rule 4.2 and Rule 8);
 - (d) the Performance Condition;
 - (e) the Release Schedule; and
 - (f) any other condition which the Committee may determine in relation to that Award.
- 5.4. The Committee may amend or waive the Performance Period, the Performance Condition and/or the Release Schedule in respect of any Award and shall notify the Participants of such change or waiver:
- (a) in the event of a take-over offer being made for the Shares or if under any applicable laws, a court sanctions a compromise or arrangement proposed for the purposes of, or in connection with, a scheme for the reconstruction of the Company or its amalgamation with another company or companies or in the event of a proposal to liquidate or sell all or substantially all of the assets of the Company; or
 - (b) if anything happens which causes the Committee to conclude that:
 - (i) a changed Performance Condition and/or Release Schedule would be a fairer measure of the performance of a Participant, and would be no less difficult to satisfy; or
 - (ii) the Performance Condition and/or Release Schedule should be waived, for any other reason.
- 5.5. As soon as reasonably practicable after making an Award the Committee shall send to the relevant Participant an Award Letter confirming the Award and specifying in relation to the Award:
- (a) the Award Date;
 - (b) the Performance Period;
 - (c) the number of Shares which are the subject of the Award;
 - (d) the Performance Condition;
 - (e) the Release Schedule; and
 - (f) any other condition which the Committee may determine in relation to that Award.

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- 5.6. Participants are not required to pay for the grant of Awards.
- 5.7. An Award or Released Award shall be personal to the Participant to whom it is granted and, prior to the allotment and/or transfer to the Participant of the Shares to which the Released Award relates, shall not be transferred, charged, assigned, pledged or otherwise disposed of, in whole or in part, except with the prior approval of the Committee and if a Participant shall do, suffer or permit any such act or thing as a result of which he would or might be deprived of any rights under an Award or Released Award without the prior approval of the Committee, that Award or Released Award shall immediately lapse.

6. EVENTS PRIOR TO THE VESTING DATE

- 6.1. An Award shall, to the extent not yet Released, immediately lapse without any claim whatsoever against the Company:
- (a) in the event of misconduct on the part of the Participant as determined by the Committee in its discretion;
 - (b) subject to Rule 6.2(b), upon the Participant ceasing to be in the employment of the Group, for any reason whatsoever; or
 - (c) in the event of an order being made or a resolution passed for the winding-up of the Company on the basis, or by reason, of its insolvency.

For the purpose of Rule 6.1(b), the Participant shall be deemed to have ceased to be so employed as of the date the notice of termination of employment is tendered by or is given to him, unless such notice shall be withdrawn prior to its effective date.

- 6.2. In any of the following events:
- (a) the bankruptcy of the Participant or the happening of any other event which results in his being deprived of the legal or beneficial ownership of an Award;
 - (b) where the Participant ceases to be in the employment of the Group, by reason of:
 - (i) ill health, injury or disability (in each case, evidenced to the satisfaction of the Committee);
 - (ii) redundancy;
 - (iii) retirement at or after the legal retirement age;
 - (iv) retirement before the legal retirement age with the consent of the Committee;
 - (v) the company by which he is employed or to which he is seconded, as the case may be, ceasing to be a company within the Group, or the undertaking or part of the undertaking of such company being transferred otherwise than to another company within the Group, as the case may be;
 - (vi) (where applicable) his transfer of employment between companies within the Group;
 - (vii) his transfer to any government ministry, governmental or statutory body or corporation at the direction of any company within the Group; or
 - (viii) any other event approved by the Committee;
 - (c) the death of the Participant; or

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- (d) any other event approved by the Committee,

the Committee may, in its absolute discretion, preserve all or any part of any Award and decide as soon as reasonably practicable following such event either to Vest some or all of the Shares which are the subject of any Award or to preserve all or part of any Award until the end of the Performance Period and subject to the provisions of the Plan. In exercising its discretion, the Committee will have regard to all circumstances on a case-by-case basis, including (but not limited to) the contributions made by that Participant and the extent to which the Performance Condition has been satisfied.

- 6.3. Without prejudice to the provisions of Rule 5.4, if before the Vesting Date, any of the following occurs:

- (a) a take-over offer for the Shares becomes or is declared unconditional;
- (b) a compromise or arrangement proposed for the purposes of, or in connection with, a scheme for the reconstruction of the Company or its amalgamation with another company or companies being approved by shareholders of the Company and/or sanctioned by the court under any applicable laws; or
- (c) an order being made or a resolution being passed for the winding-up of the Company (other than as provided in Rule 6.1(c) or for amalgamation or reconstruction),

the Committee will consider, at its discretion, whether or not to Release any Award, and will take into account all circumstances on a case-by-case basis, including (but not limited to) the contributions made by that Participant. If the Committee decides to Release any Award, then in determining the number of Shares to be Vested in respect of such Award, the Committee will have regard to the proportion of the Performance Period which has elapsed and the extent to which the Performance Condition has been satisfied. Where Awards are Released, the Committee will, as soon as practicable after the Awards have been Released, procure the allotment or transfer to each Participant of the number of Shares so determined, such allotment or transfer to be made in accordance with Rule 7.

7. RELEASE OF AWARDS

7.1. Review of Performance Condition

- 7.1.1. As soon as reasonably practicable after the end of each Performance Period, the Committee shall review the Performance Condition specified in respect of each Award and determine at its discretion whether it has been satisfied and, if so, the extent to which it has been satisfied, and provided that the relevant Participant has continued to be a Group Executive from the Award Date up to the end of the Performance Period, shall Release to that Participant all or part (as determined by the Committee at its discretion in the case where the Committee has determined that there has been partial satisfaction of the Performance Condition) of the Shares to which his Award relates in accordance with the Release Schedule specified in respect of his Award on the Vesting Date. If not, the Awards shall lapse and be of no value.

If the Committee determines in its sole discretion that the Performance Condition has not been satisfied or (subject to Rule 6) if the relevant Participant has not continued to be a Group Executive from the Award Date up to the end of the relevant Performance Period, that Award shall lapse and be of no value and the provisions of Rules 7.2 to 7.4 shall be of no effect.

The Committee shall have the discretion to determine whether the Performance Condition has been satisfied (whether fully or partially) or exceeded and in making any such determination, the Committee shall have the right to make computational adjustments to the audited results of the Company or the Group, to take into account such factors as the Committee may determine to be relevant, including changes in accounting methods, taxes and extraordinary events, and further the right to amend the Performance Condition if the Committee decides that a changed performance target would be a fairer measure of performance.

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7.1.2. Shares which are the subject of a Released Award shall be Vested to a Participant on the Vesting Date, which shall be a Trading Day falling as soon as practicable after the review by the Committee referred to in Rule 7.1.1 and, on the Vesting Date, the Committee will procure the allotment or transfer to each Participant of the number of Shares so determined.

7.1.3. Where new Shares are allotted upon the Vesting of any Award, the Company shall, as soon as practicable after such allotment, apply to the SGX-ST for permission to deal in and for quotation of such Shares.

7.2. Release of Award

Shares which are allotted or transferred on the Release of an Award to a Participant shall be issued in the name of, or transferred to, CDP to the credit of the securities account of that Participant maintained with CDP or the securities sub-account of that Participant maintained with a Depository Agent, in each case, as designated by that Participant.

7.3. Ranking of Shares

All Shares allotted and issued or transferred to a Participant on the Release of an Award shall:

- (a) be subject to all the provisions of the Constitution of our Company; and
- (b) rank in full for all entitlements, including dividends or other distributions declared or recommended in respect of the then existing Shares, the Record Date for which is on or after the relevant Vesting Date, and shall in all other respects rank *pari passu* with other Shares then in issue.

For the purposes of this Rule 7.3, “**Record Date**” means the date fixed by the Company for the purposes of determining entitlements to dividends or other distributions to or rights of holders of Shares.

7.4. Moratorium

Shares which are allotted and issued or transferred to a Participant pursuant to the Release of an Award shall not be transferred, charged, assigned, pledged or otherwise disposed of, in whole or in part, during the Retention Period, except to the extent set out in the Award Letter or with the prior approval of the Committee. The Company may take steps that it considers necessary or appropriate to enforce or give effect to this disposal restriction including specifying in the Award Letter the conditions which are to be attached to an Award for the purpose of enforcing this disposal restriction.

8. LIMITATION ON THE SIZE OF THE PLAN

8.1. The aggregate number of Shares which may be issued or transferred pursuant to Awards granted under the Plan on any date, when aggregated with the aggregate number of Shares over which options or awards are granted under any other share option schemes or share schemes of the Company, shall not exceed 15.0% of the total number of issued Shares (excluding Shares held by the Company as treasury shares) on the day preceding that date.

8.2. The aggregate number of Shares which may be issued or transferred pursuant to Awards under the Plan to Participants who are Controlling Shareholders and their Associates shall not exceed 25.0% of the Shares available under the Plan.

8.3. The number of Shares which may be issued or transferred pursuant to Awards under the Plan to each Participant who is a Controlling Shareholder or his Associate shall not exceed 10.0% of the Shares available under the Plan.

8.4. Shares which are the subject of Awards which have lapsed for any reason whatsoever may be the subject of further Awards granted by the Committee under the Plan.

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9. ADJUSTMENT EVENTS

9.1. If a variation in the issued ordinary share capital of the Company (whether by way of a capitalisation of profits or reserves or rights issue, reduction, subdivision, consolidation, distribution or otherwise) shall take place, then:

- (a) the class and/or number of Shares which are the subject of an Award to the extent not yet Vested; and/or
- (b) the class and/or number of Shares in respect of which future Awards may be granted under the Plan,

shall be adjusted in such manner to give such Participant the same proportion of the equity capital of the Company as that to which he was previously entitled, in such manner as the Committee may determine to be appropriate, provided that no adjustment shall be made if as a result, the Participant receives a benefit that a shareholder of the Company does not receive.

9.2. Unless the Committee considers an adjustment to be appropriate, (a) the issue of securities as consideration for an acquisition or a private placement of securities; (b) the cancellation of issued Shares purchased or acquired by the Company by way of a market purchase of such Shares undertaken by the Company on the SGX-ST during the period when a share purchase mandate granted by Shareholders of the Company (including any renewal of such mandate) is in force; (c) the issue of Shares or other securities convertible into or with rights to acquire or subscribe for Shares to its employees pursuant to any share option scheme or share plan approved by Shareholders in general meeting, including the LCC Employee Share Option Scheme; or (d) any issue of Shares arising from the exercise of any warrants or the conversion of any convertible securities issued by the Company shall not normally be regarded as a circumstance requiring adjustment.

9.3. Notwithstanding the provisions of Rule 9.1, any adjustment (except in relation to a bonus issue) must be confirmed in writing by the Auditors (acting only as experts and not as arbitrators) to be, in their opinion, fair and reasonable.

9.4. Upon any adjustment required to be made pursuant to this Rule 9, the Company shall notify the Participant (or his duly appointed personal representatives where applicable) in writing and deliver to him (or his duly appointed personal representatives where applicable) a statement setting forth the class and/or number of Shares thereafter to be issued or transferred on the Vesting of an Award. Any adjustment shall take effect upon such written notification being given.

10. ADMINISTRATION OF THE PLAN

10.1. The Plan shall be administered by the Committee in its absolute discretion with such powers and duties as are conferred on it by the Board, provided that no member of the Committee shall participate in any deliberation or decision in respect of Awards to be granted to him or held by him.

10.2. The Committee shall have the power, from time to time, to make and vary such arrangements, guidelines and/or regulations (not being inconsistent with the Plan) for the implementation and administration of the Plan, to give effect to the provisions of the Plan and/or to enhance the benefit of the Awards and the Released Awards to the Participants, as it may, in its absolute discretion, think fit. Any matter pertaining or pursuant to the Plan and any dispute and uncertainty as to the interpretation of the Plan or any rule, regulation or procedure thereunder or any rights under the Plan shall be determined by the Committee.

10.3. Neither the Plan nor the grant of Awards under the Plan shall impose on the Company or the Committee or any of its members any liability whatsoever in connection with: (a) the lapsing of any Awards pursuant to any provision of the Plan; (b) the failure or refusal by the Committee to exercise, or the exercise by the Committee of, any discretion under the Plan; and/or (c) any decision or determination of the Committee made pursuant to any provision of the Plan.

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- 10.4. Any decision or determination of the Committee made pursuant to any provision of the Plan (other than a matter to be certified by the Auditors) shall be final, binding and conclusive (including for the avoidance of doubt, any decisions pertaining to disputes as to the interpretation of the Plan or any rule, regulation or procedure hereunder or as to any rights under the Plan). The Committee shall not be required to furnish any reasons for any decision or determination made by it.
- 10.5. The Committee shall ensure that the rules of the Plan are in compliance with the Act and the applicable laws and regulations in Singapore, including but not limited to, the Catalist Rules.

11. NOTICES AND COMMUNICATIONS

- 11.1. Any notice required to be given by a Participant to the Company shall be sent or made to the registered office of the Company or such other addresses (including electronic mail addresses) or facsimile number, and marked for the attention of the Committee, as may be notified by the Company to him in writing.
- 11.2. Any notices or documents required to be given to a Participant or any correspondence to be made between the Company and the Participant shall be given or made by the Committee (or such person(s) as it may from time to time direct) on behalf of the Company and shall be delivered to him by hand or sent to him at his home address, electronic mail address or facsimile number according to the records of the Company or the last known address, electronic mail address or facsimile number of the Participant.
- 11.3. Any notice or other communication from a Participant to the Company shall be irrevocable, and shall not be effective until received by the Company. Any other notice or communication from the Company to a Participant shall be deemed to be received by that Participant, when left at the address specified in Rule 11.2 or, if sent by post, on the day following the date of posting or, if sent by electronic mail or facsimile transmission, on the day of despatch.

12. MODIFICATIONS TO THE PLAN

- 12.1. Any or all the provisions of the Plan may be modified and/or altered at any time and from time to time by a resolution of the Committee, except that:
- (a) no modification or alteration shall alter adversely the rights attached to any Award granted prior to such modification or alteration except with the consent in writing of such number of Participants who, if their Awards were Released to them upon the Performance Conditions for their Awards being satisfied in full, would become entitled to not less than three-quarters in number of all the Shares which would fall to be Vested upon Release of all outstanding Awards upon the Performance Conditions for all outstanding Awards being satisfied in full;
 - (b) the definitions of “Group Executive”, “Group Executive Director”, “Participant”, “Performance Period” and “Release Schedule” and the provisions of Rules 4, 5, 6, 7, 8, 9, 10 and this Rule 12 shall not be altered to the advantage of Participants except with the prior approval of the Shareholders in general meeting; and
 - (c) no modification or alteration shall be made without the prior approval of the SGX-ST and such other regulatory authorities as may be necessary.

For the purposes of Rule 12.1(a), the opinion of the Committee as to whether any modification or alteration would adversely affect the rights attached to any Award shall be final, binding and conclusive. For the avoidance of doubt, nothing in this Rule 12.1 shall affect the right of the Committee under any other provision of the Plan to amend or adjust any Award and without due compliance with the Catalist Rules and such other laws and regulations as may be applicable.

APPENDIX J – RULES OF THE LCC PERFORMANCE SHARE PLAN

12.2. Notwithstanding anything to the contrary contained in Rule 12.1, the Committee may at any time by resolution (and without other formality, save for the prior approval of the SGX-ST) amend or alter the Plan in any way to the extent necessary or desirable, in the opinion of the Committee, to cause the Plan to comply with, or take into account, any statutory provision (or any amendment or modification thereto, including amendment of or modification to the Act) or the provision or the regulations of any regulatory or other relevant authority or body (including the SGX-ST).

12.3. Written notice of any modification or alteration made in accordance with this Rule 12 shall be given to all Participants.

13. TERMS OF EMPLOYMENT UNAFFECTED

The terms of employment of a Participant shall not be affected by his participation in the Plan, which shall neither form part of such terms nor entitle him to take into account such participation in calculating any compensation or damages on the termination of his employment for any reason.

14. DURATION OF THE PLAN

14.1. The Plan shall continue to be in force at the discretion of the Committee, subject to a maximum period of 10 years commencing on the Adoption Date, provided always that the Plan may continue beyond the above stipulated period with the approval of the Company's shareholders by ordinary resolution in general meeting and of any relevant authorities which may then be required.

14.2. The Plan may be terminated at any time at the discretion of the Committee, or by an ordinary resolution of the Company in general meeting, subject to all other relevant approvals which may be required and if the Plan is so terminated, no further Awards shall be granted by the Committee hereunder.

14.3. The expiry or termination of the Plan shall not affect Awards which have been granted prior to such expiry or termination, whether such Awards have been Released (whether fully or partially) or not.

15. TAXES

All taxes (including income tax) arising from the grant or Release of any Award granted to any Participant under the Plan shall be borne by that Participant.

16. COSTS AND EXPENSES OF THE PLAN

16.1. Each Participant shall be responsible for all fees of CDP relating to or in connection with the issue and allotment or transfer of any Shares pursuant to the Release of any Award in CDP's name, the deposit of share certificate(s) with CDP, the Participant's securities account with CDP, or the Participant's securities sub-account with a Depository Agent.

16.2. Save for the taxes referred to in Rule 15 and such other costs and expenses expressly provided in the Plan to be payable by the Participants, all fees, costs and expenses incurred by the Company in relation to the Plan including but not limited to the fees, costs and expenses relating to the allotment and issue, or transfer, of Shares pursuant to the Release of any Award shall be borne by the Company.

17. DISCLAIMER OF LIABILITY

Notwithstanding any provisions herein contained, the Committee and the Company shall not under any circumstances be held liable for any costs, losses, expenses and damages whatsoever and howsoever arising in any event, including but not limited to the Company's delay in issuing, or procuring the transfer of, the Shares or applying for or procuring the listing of new Shares on the SGX-ST in accordance with Rule 7.1.3.

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18. DISCLOSURES IN ANNUAL REPORTS

The following disclosures (as applicable) will be made by the Company in its annual report for so long as the Plan continues in operation:

- (a) the names of the members of the Committee administering the Plan;
- (b) the information required in the table below for the following Participants of the Plan:
 - (i) Participants who are directors of the Company;
 - (ii) Participants who are Controlling Shareholders and their Associates; and
 - (iii) Participants (other than those in paragraphs (i) and (ii) above) who have received Shares pursuant to the Release of Awards granted under the Plan which, in aggregate, represent 5.0% or more of the aggregate of the total number of Shares available under the Plan;

Name of Participant	Aggregate number of Shares comprised in Awards granted during the financial year under review (including terms)	Aggregate number of Shares comprised in Awards granted since commencement of the Plan to the end of the financial year under review	Aggregate number of Shares comprised in Awards which have been allotted and/or transferred pursuant to the Vesting of Awards since commencement of the Plan to the end of the financial year under review	Aggregate number of Shares comprised in Awards which have not been Released as at the end of the financial year under review

- (c) the number and proportion of Shares comprised in Awards granted at a discount during the financial year under review in respect of every 10.0% discount range, up to the maximum quantum of discount granted; and
- (d) any other information required to be so disclosed pursuant to the Catalist Rules and all other applicable laws and requirements,

provided that if any of the above requirements are not applicable, an appropriate negative statement should be included therein.

19. DISPUTES

Any disputes or differences of any nature arising hereunder shall be referred to the Committee and its decision shall be final and binding in all respects.

20. ABSTENTION FROM VOTING

Shareholders who are eligible to participate in the Plan must abstain from voting on any resolution relating to the Plan.

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21. GOVERNING LAW

The Plan shall be governed by, and construed in accordance with, the laws of the Republic of Singapore. The Participants, by accepting grants of Awards in accordance with the Plan, and the Company submit to the exclusive jurisdiction of the courts of the Republic of Singapore.

22. CONTRACTS (RIGHTS OF THIRD PARTIES) ACT 2001

No person other than the Company or a Participant shall have any right to enforce any provision of the Plan or any Award by virtue of the Contracts (Rights of Third Parties) Act 2001 of Singapore.

APPENDIX K – RULES OF THE LCC EMPLOYEE SHARE OPTION SCHEME

1. NAME OF THE SCHEME

The Scheme shall be called the “**LCC Employee Share Option Scheme**”.

2. DEFINITIONS

2.1 In this Scheme, unless the context otherwise requires, the following words and expressions shall have the following meanings:

“ Act ”	:	Companies Act 1967 of Singapore, as amended, modified or supplemented from time to time
“ Adoption Date ”	:	The date on which the Scheme is adopted by the Company in general meeting
“ Aggregate Subscription Cost ”	:	The total amount payable for Shares which may be acquired on the exercise of an Option
“ Associate ”	:	Shall have the meaning ascribed to it in the Catalist Rules
“ Auditors ”	:	The auditors of the Company for the time being
“ Board ”	:	The board of directors of the Company for the time being
“ Catalist Rules ”	:	Section B of the Listing Manual of the SGX-ST, as amended, modified or supplemented from time to time
“ CDP ”	:	The Central Depository (Pte) Limited
“ Committee ”	:	The Remuneration Committee of the Company, duly authorised and appointed by the Board to administer the Scheme
“ Company ”	:	Lum Chang Creations Limited
“ Constitution ”	:	The Constitution of our Company, as amended from time to time
“ Control ”	:	The capacity to dominate decision-making, directly or indirectly, in relation to the financial and operating policies of the Company
“ Controlling Shareholder ”	:	A person who holds directly or indirectly 15.0% or more of the total number of issued Shares (excluding Shares held by the Company as treasury shares) (unless otherwise determined by the SGX-ST that a person who satisfies this subparagraph is not a controlling shareholder); or in fact exercises Control over the Company
“ Date of Grant ”	:	In relation to an Option, the date on which an Option is granted pursuant to Rule 5
“ Exercise Period ”	:	The period for the exercise of an Option, being a period commencing: (a) after the first anniversary of the Date of Grant and expiring on the tenth anniversary of such Date of Grant in the case of a Market Price Option; and

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	(b) after the second anniversary of the Date of Grant and expiring on the tenth anniversary of such Date of Grant in the case of an Incentive Option
“Exercise Price”	: The price at which a Participant shall subscribe for each Share upon the exercise of an Option which shall be the price as determined in accordance with Rule 6, as adjusted in accordance with Rule 12
“Grantee”	: The person to whom an offer of an Option is made
“Group”	: The Company and its subsidiaries
“Group Executive”	: An employee of the Group (including any Group Executive Director who meet the relevant criteria and who shall be regarded as a Group Executive for the purposes of the Scheme) selected by the Committee to participate in the Scheme in accordance with Rule 4
“Group Executive Director”	: A director of the Company and/or any of its subsidiaries, as the case may be, who performs an executive function
“Incentive Option”	: An Option granted with the Exercise Price set at a discount to the Market Price
“Market Day”	: A day on which the SGX-ST is open for trading in securities
“Market Price”	: A price equal to the average of the last dealt prices for the Shares on the SGX-ST over the five consecutive Trading Days immediately preceding the Date of Grant of that Option, as determined by the Committee by reference to the daily official list or any other publication published by the SGX-ST, rounded to the nearest whole cent in the event of fractional prices
“Market Price Option”	: An Option granted with the Exercise Price set at the Market Price
“Option”	: The right to subscribe for Shares granted or to be granted to a Group Executive pursuant to the Scheme and for the time being subsisting
“Participant”	: A Group Executive who has been granted an Option
“Record Date”	: The date as at the close of business (or such other time as may have been prescribed by the Company) on which Shareholders must be registered in order to participate in the dividends, rights, allotments or other distributions (as the case may be)
“Rules”	: Rules of the Scheme
“Scheme”	: The LCC Employee Share Option Scheme, as the same may be modified or altered from time to time
“Securities Account”	: The securities account maintained by a Depositor with CDP
“SFA”	: Securities and Futures Act 2001 of Singapore, as amended, supplemented or modified from time to time

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“SGX-ST”	:	Singapore Exchange Securities Trading Limited
“Shareholders”	:	The registered holders for the time being of the Shares
“Shares”	:	Ordinary shares in the capital of the Company
“Trading Day”	:	A day on which the Shares are traded on the SGX-ST
“S\$”	:	Singapore dollar
“%”	:	Per centum or percentage

- 2.2 The terms “**Depositor**”, “**Depository Agent**” and “**Depository Register**” shall have the meanings ascribed to them respectively in Section 81SF of the SFA.
- 2.3 Words importing the singular number shall, where applicable, include the plural number admits and vice versa. Words importing the masculine gender shall, where applicable, include the feminine and neuter gender.
- 2.4 Any reference to a time of day shall be a reference to Singapore time.
- 2.5 Any reference in the Scheme to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any word defined under the Act or any statutory modification thereof and used in the Scheme shall have the meaning assigned to it under the Act or any statutory modification thereof, as the case may be.

3. OBJECTIVES OF THE SCHEME

- 3.1 The Scheme has been proposed in order to:
- (a) foster an ownership culture within the Group which aligns the interests of Group Executives with the interests of shareholders;
 - (b) retain staff whose contributions are essential to the well-being and prosperity of the Group and to give recognition to outstanding employees who have contributed to the growth of the Group; and
 - (c) make total employee remuneration sufficiently competitive to recruit and retain staff having skills that are commensurate with the Company’s ambition.

4. ELIGIBILITY OF PARTICIPANTS

- 4.1. Subject to Rule 4.2, the only persons who shall be eligible to participate in the Scheme, at the absolute discretion of the Committee, are Group Executives who have attained the age of 21 years and hold such rank as may be designated by the Committee from time to time and who have, as of the Date of Grant, been in full time employment of the Group for a period of at least 12 months (or in the case of any Group Executive Director, such shorter period as the Committee may determine).
- 4.2. Controlling Shareholders and their Associates who satisfy the criteria set out in Rule 4.1 above shall be eligible to participate in the Scheme, at the absolute discretion of the Committee, provided that:
- (a) their participation; and
 - (b) the actual or maximum number of Shares to be granted to them,

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have each specifically been approved by an ordinary resolution of the independent shareholders of the Company at a general meeting in separate resolutions for each such person and, in respect of each such person, in separate resolutions for each of (i) his participation and (ii) the actual or maximum number of Shares to be granted to him, provided always that it shall not be necessary to obtain the approval of the independent shareholders of the Company for the participation in the Scheme of a Controlling Shareholder or his Associate who is, at the relevant time, already a Participant.

- 4.3. Subject to the Act and any requirements of the SGX-ST, the terms of eligibility for participation in the Scheme may be amended from time to time at the absolute discretion of the Committee.

5. GRANT AND ACCEPTANCE OF OPTIONS

- 5.1 Save as provided in Rule 11, the Committee may grant Options to Group Executives at any time during the period when the Scheme is in force, provided that in the event that an announcement on any matter of an exceptional nature involving unpublished price sensitive information is made, Options may only be granted on or after the second Market Day from the date on which such announcement is released.
- 5.2 The Letter of Offer to grant the Option shall be in, or substantially in, the form set out in Schedule A-1, subject to such modification as the Committee may from time to time determine.
- 5.3 An option shall be personal to the person to whom it is granted and shall not be transferred (other than to a Participant's personal representative on the death of that Participant), charged, assigned, pledged or otherwise disposed of, in whole or in part, except with the prior approval of the Committee.
- 5.4 The grant of an Option under this Rule 5 shall be accepted by the Grantee within 30 days from the Date of Grant of that Option and, in any event, not later than 5.00 p.m. on the thirtieth day from such Date of Grant by completing, signing and returning the Acceptance Form in or substantially in the form set out in Schedule B-1, subject to such modification as the Committee may from time to time determine, accompanied by payment of S\$1.00 as consideration.
- 5.5 If a grant of an Option is not accepted in the manner as provided in Rule 5.4, such offer shall, upon the expiry of the 30-day period, automatically lapse and become null, void and of no effect.
- 5.6 In the event that the grant of an Option results in a contravention of any applicable law, subsidiary legislation or other regulation, such grant shall be null, void and of no effect and the relevant Participant shall have no claim whatsoever against the Company.

6. EXERCISE PRICE

- 6.1 Subject to any adjustment pursuant to Rule 12, the Exercise Price for each Share in respect of which an Option is exercisable shall be determined by the Committee, in its absolute discretion, on the Date of Grant, at:
- (a) a price equal to the Market Price; or
 - (b) a price which is set at a discount to the Market Price, provided that:
 - (i) the maximum discount shall not exceed 20.0% of the Market Price (or such other percentage or amount as may be determined by the Committee and permitted by the SGX-ST); and
 - (ii) the Shareholders in general meeting shall have authorised, in a separate resolution, the making of offers and grants of Options under the Scheme at a discount not exceeding the maximum discount as aforesaid.

APPENDIX K – RULES OF THE LCC EMPLOYEE SHARE OPTION SCHEME

- 6.2 The Exercise Price shall in no event be less than the nominal value of a Share. When the Exercise Price as determined above is less than the nominal value of a Share, the Exercise Price shall be the nominal value.

7. RIGHTS TO EXERCISE OPTIONS

- 7.1 Subject as provided in Rule 8 and Rule 9 and any other conditions as may be introduced by the Committee from time to time, a Market Price Option or an Incentive Option, as the case may be, shall be exercisable, in whole or in part, as follows:

- (a) in the case of a Market Price Option, during the period commencing after the first anniversary of the Date of Grant and expiring on the tenth anniversary of such Date of Grant (or such other shorter period if so determined by the Committee); and
- (b) in the case of an Incentive Option, during the period commencing after the second anniversary of the Date of Grant and expiring on the tenth anniversary of such Date of Grant (or such other shorter period if so determined by the Committee).

In the event of an Option being exercised in part only, the balance of the Option not thereby exercised shall continue to be exercisable in accordance with the Scheme until such time as it shall lapse in accordance with the Scheme.

8. EVENTS PRIOR TO EXERCISE OF OPTION

- 8.1 An Option shall, to the extent unexercised, immediately lapse without any claim whatsoever against the Company:

- (a) in the event of misconduct on the part of the Participant as determined by the Committee in its discretion;
- (b) subject to Rule 8.2, upon the Participant ceasing to be in the employment of the Group, for any reason whatsoever; or
- (c) in the event of an order being made or resolution passed for the winding-up of the Company on the basis, or by reason, of its insolvency.

For the purpose of Rule 8.1(b), the Participant shall be deemed to have ceased to be so employed as of the date the notice of termination of employment is tendered by or is given to him, unless such notice shall be withdrawn prior to its effective date.

- 8.2 In any of the following events, namely:

- (a) the bankruptcy of the Participant or the happening of any other event which results in his being deprived of the legal or beneficial ownership of an Option;
- (b) where the Participant ceases to be in the employment of the Group by reason of:
 - (i) ill health, injury or disability (in each case, evidenced to the satisfaction of the Committee);
 - (ii) redundancy;
 - (iii) retirement at or after the legal retirement age;
 - (iv) retirement before the legal retirement age with the consent of the Committee;

APPENDIX K – RULES OF THE LCC EMPLOYEE SHARE OPTION SCHEME

- (v) the company by which he is employed or to which he is seconded, as the case may be, ceasing to be a company within the Group, or the undertaking or part of the undertaking of such company being transferred otherwise than to another company within the Group, as the case may be;
 - (vi) (where applicable) his transfer of employment between companies within the Group;
 - (vii) his transfer to any government ministry, governmental or statutory body or corporation at the direction of any company within the Group; or
 - (viii) any other event approved by the Committee;
- (c) the death of a Participant; or
- (d) any other event approved by the Committee,

or any other reason approved in writing by the Committee, he (or, if a Participant dies, a duly appointed legal personal representative of the Participant) may, exercise any unexercised Option within the relevant Option Period and such unexercised Option shall continue to be exercisable by the Participant in the manner provided in the Scheme (unless otherwise decided by the Committee at its absolute discretion), and upon the expiry of such period, the Option shall immediately lapse and become null and void.

9. TAKE-OVER AND WINDING UP OF THE COMPANY

9.1 Notwithstanding Rule 8 but subject to Rule 9.5, in the event of a take-over being made for the Shares, a Participant shall be entitled to exercise any Option held by him and as yet unexercised, in respect of such number of Shares comprised in that Option as may be determined by the Committee in its absolute discretion, in the period commencing on the date on which such offer is made or, if such offer is conditional, the date on which such offer becomes or is declared unconditional, as the case may be, and ending on the earlier of:

- (a) the expiry of six months thereafter, unless prior to the expiry of such six-month period, at the recommendation of the offeror and with the approvals of the Committee and the SGX-ST, such expiry date is extended to a later date (in either case, being a date falling not later than the expiry of the Exercise Period relating thereto); or
- (b) the date of expiry of the Exercise Period relating thereto, whereupon the Option then remaining unexercised shall lapse.

Provided that if during such period, the offeror becomes entitled or bound to exercise rights of compulsory acquisition under the provisions of the Act and, being entitled to do so, gives notice to the Participants that it intends to exercise such rights on a specified date, the Option shall remain exercisable by the Participant until the expiry of such specified date or the expiry of the Exercise Period relating thereto, whichever is earlier. Any Option not so exercised shall lapse provided that the rights of acquisition or obligations to acquire shall have been exercised or performed, as the case may be. If such rights or obligations have not been exercised or performed, the Option shall, notwithstanding Rule 8, remain exercisable until the expiry of the Exercise Period relating thereto.

9.2 If: (a) under any applicable laws, the court sanctions a compromise or arrangement proposed for the purposes of, or in connection with, a scheme for the reconstruction of the Company or its amalgamation with another company or companies, or (b) there is a change of Control of the Company, each Participant shall be entitled (subject to Rule 9.5), to exercise any Option then held by him, in respect of such number of Shares comprised in that Option, during the period: (i) in the case of scenario (a) above, commencing on the date upon which the compromise or arrangement

APPENDIX K – RULES OF THE LCC EMPLOYEE SHARE OPTION SCHEME

is sanctioned by the court and ending either on the expiry of 60 days thereafter or the date upon which the compromise or arrangement becomes effective, whichever is later, or (ii) in the case of scenario (b) above, commencing on the date upon which the change of Control becomes effective and ending on the expiry of 60 days thereafter (but in either case, not after the expiry of the Exercise Period relating thereto), whereupon the Option shall lapse and become null and void.

- 9.3 If an order is made for the winding-up of the Company on the basis of its insolvency, all Options, to the extent unexercised, shall lapse and become null and void.
- 9.4 In the event that a notice is given by the Company to its members to convene a general meeting for the purposes of considering and, if thought fit, approving a resolution to voluntarily wind-up the Company, the Company shall on the same date soon after it dispatches such notice to each member of the Company give notice thereof to all Participants (together with a notice of the existence of the provision of this Rule 9.4) and thereupon, each Participant (or his legal personal representative) shall be entitled to exercise all or any of his Options at any time not later than two business days prior to the proposed general meeting of the Company by giving notice in writing to the Company, accompanied by a remittance for the full amount of the Aggregate Subscription Cost for the Shares in respect of which notice is given whereupon the Company shall as soon as possible and, in any event, no later than the business day immediately prior to the date of the proposed general meeting referred to above, allot the relevant Shares to the Participant credited as fully paid.
- 9.5 If in connection with the making of a general offer referred to in Rule 9.1 or the scheme referred to in Rule 9.2 or the winding-up referred to in Rule 9.4, arrangements are made (which are confirmed in writing by the Auditors, acting only as experts and not as arbitrators, to be fair and reasonable) for the compensation of Participants, whether by the continuation of their Options or the payment of cash or the grant of other options or otherwise, a Participant holding an Option, as yet not exercised, may not, at the discretion of the Committee, be permitted to exercise that Option as provided for in this Rule 9.
- 9.6 To the extent that an Option is not exercised within the periods referred to in this Rule 9, it shall lapse and become null and void.

10. EXERCISE OF OPTIONS, ALLOTMENT AND LISTING OF SHARES

- 10.1 Subject to Rule 7.1, an Option may be exercised, in whole or in part, by a Participant giving notice in writing to the Company in, or substantially in, the form set out in Schedule C-1 and Schedule C-2, subject to such modification as the Committee may from time to time determine. Such notice must be accompanied by payment in cash for the full amount of the Aggregate Subscription Cost in respect of the Shares for which that Option is exercised and any other documentation the Committee may require. An Option shall be deemed to be exercised upon receipt by the Company of the said notice, duly completed, and the full amount of the Aggregate Subscription Cost as aforesaid. All payments made shall be made by cheque, cashiers' order, banker's draft or postal order made out in favour of the Company or such other mode of payment as may be acceptable to the Company.
- 10.2 Subject to the Catalist Rules and prevailing legislation, the Company shall have the flexibility to deliver Shares to Participants upon exercise of their Options by way of:
- (a) allotment of new Shares; and/or
 - (b) transfer of existing Shares, including (subject to applicable laws) any Shares acquired by the Company pursuant to a share purchase mandate and/or held by the Company as treasury shares.

APPENDIX K – RULES OF THE LCC EMPLOYEE SHARE OPTION SCHEME

In determining whether to issue new Shares or to deliver existing Shares to Participants upon the exercise of their Options, the Company will take into account factors such as (but not limited to):

- (a) the prevailing Market Price of the Shares;
- (b) the prevailing Market Price of the Shares relative to the financial performance of the Company;
- (c) the cash position of the Company;
- (d) the projected cash needs of the Company;
- (e) the dilution impact (if any);
- (f) the cost to the Company of either issuing new Shares or purchasing existing Shares; and
- (g) the liquidity of the Shares based on the average daily trading volume of the Shares, and in particular whether the repurchase by the Company of existing Shares to deliver to Participants upon exercise of their Options would materially impact the Market Price of the Shares.

10.3 Subject to such consents or other required action of any competent authority under any regulations or enactments for the time being in force as may be necessary and subject to compliance with the terms of the Scheme and the Constitution of our Company, the Company shall, within 10 Market Days after the exercise of an Option, allot, transfer or procure the transfer (as the case may be) of the relevant Shares in respect of which such Option has been exercised by the Participant and within five Market Days from the date of such allotment, despatch to CDP the relevant share certificates by ordinary post or such other mode as the Committee may deem fit.

10.4 Where new Shares are allotted upon the exercise of an Option, the Company shall, as soon as practicable after such allotment, apply to the SGX for permission to deal in and for quotation of such Shares, which may be issued upon exercise of the Option and the Shares (if any) which may be issued to the Participant pursuant to any adjustments in accordance with Rule 12.

10.5 Shares which are allotted or transferred on the exercise of an Option by a Participant shall be issued or registered (as the case may be), as the Participant may elect, in the name of CDP to the credit of the Securities Account of that Participant maintained with CDP or the securities sub-account of that Participant maintained with a Depository Agent.

10.6 Shares acquired upon the exercise of an Option shall:

- (a) be subject to all the provisions of the Act and the Constitution of our Company; and
- (b) shall rank in full for all entitlements, including dividends, rights, allotments or other distributions declared or recommended in respect of the then existing Shares, the Record Date for which falls on or after the relevant exercise date upon which such exercise occurred, and shall in all other respects rank *pari passu* with other existing Shares then in issue.

10.7 The Company shall keep available sufficient unissued Shares to satisfy the full exercise of all Options for the time being remaining capable of being exercised.

11. LIMITATION ON THE SIZE OF THE SCHEME

11.1 The aggregate number of Shares which may be issued or transferred pursuant to Options granted under the Scheme on any date, when aggregated with the aggregate number of Shares over which options or awards are granted under any other share option schemes or share schemes of the Company, shall not exceed 15.0% of the total number of all issued Shares (excluding Shares held by the Company as treasury shares) on the day preceding that date.

APPENDIX K – RULES OF THE LCC EMPLOYEE SHARE OPTION SCHEME

- 11.2 The aggregate number of Shares which may be issued or transferred pursuant to Options granted under the Scheme to Participants who are Controlling Shareholders and their Associates shall not exceed 25.0% of the Shares available under the Scheme.
- 11.3 The number of Shares which may be issued or transferred pursuant to Options granted under the Scheme to each Participant who is a Controlling Shareholder or his Associate shall not exceed 10.0% of the Shares available under the Scheme.
- 11.4 Shares which are the subject of Options which have lapsed for any reason whatsoever may be the subject of further Options granted by the Committee under the Scheme.

12. ADJUSTMENT EVENTS

- 12.1 If a variation in the issued ordinary share capital of the Company (whether by way of a capitalisation of profits or reserves or rights issue, reduction of capital, subdivision, consolidation, distribution or otherwise) shall take place, then:

- (a) the Exercise Price of the Shares, the class and/or number of Shares comprised in an Option to the extent unexercised; and/or

- (b) the class and/or number of Shares over which Options may be granted under the Scheme,

shall be adjusted in such manner by the Committee to give such Participant the same proportion of the equity capital of the Company as that to which he was previously entitled, in such manner as the Committee determine to be appropriate, provided that no adjustment shall be made as if as a result, the Participant receives a benefit that a shareholder of the Company does not receive.

- 12.2 Unless the Committee considers an adjustment to be appropriate, (a) the issue of securities as consideration for an acquisition or a private placement of securities; (b) the cancellation of issued Shares purchased or acquired by the Company by way of a market purchase of such Shares undertaken by the Company on the SGX-ST during the period when a share purchase mandate granted by Shareholders of the Company (including any renewal of such mandate) is in force; (c) the issue of Shares or other securities convertible into or with rights to acquire or subscribe for Shares to its employees pursuant to any share option scheme or share plan approved by Shareholders in general meeting, including the LCC Performance Share Plan; or (d) any issue of Shares arising from the exercise of any warrants or the conversion of any convertible securities issued by the Company, shall not normally be regarded as a circumstance requiring adjustment.
- 12.3 Notwithstanding the provisions of Rule 12.1, any adjustment (except in relation to a bonus issue) must be confirmed in writing by the Auditors (acting only as experts and not as arbitrators) to be in their opinion, fair and reasonable.
- 12.4 Upon any adjustment required to be made pursuant to this Rule 12, the Company shall notify the Participant (or his duly appointed personal representatives where applicable) in writing and deliver to him (or his duly appointed personal representatives where applicable) a statement setting forth the Exercise Price thereafter in effect and class and/or number of Shares thereafter to be issued or transferred on the exercise of the Option. Any adjustment shall take effect upon such written notification being given.

13. ADMINISTRATION OF THE SCHEME

- 13.1 The Scheme shall be administered by the Committee in its absolute discretion with such powers and duties as are conferred on it by the Board, provided that no member of the Committee shall participate in any deliberation or decision in respect of Options to be granted to him or held by him.

APPENDIX K – RULES OF THE LCC EMPLOYEE SHARE OPTION SCHEME

- 13.2 The Committee shall have the power, from time to time, to make and vary such arrangements, guidelines and/or regulations (not being inconsistent with the Scheme) for the implementation and administration of the Scheme, to give effect to the provisions of the Scheme and/or to enhance the benefit of the Options and the Shares to the Participants, as it may, in its absolute discretion, think fit. Any matter pertaining or pursuant to the Scheme and any dispute and uncertainty as to the interpretation of the Scheme, any rule, regulation or procedure thereunder or any rights under the Scheme shall be determined by the Committee.
- 13.3 Neither the Scheme nor the grant of Options under the Scheme shall impose on the Company or the Committee any liability whatsoever in connection with (a) the lapsing or early expiry of any Options pursuant to any provision of the Scheme; (b) the failure or refusal by the Committee to exercise, or the exercise by the Committee of, any discretion under the Scheme; and/or (c) any decision or determination of the Committee made pursuant to any provision of the Scheme.
- 13.4 Any decision or determination of the Committee made pursuant to any provision of the Scheme (other than a matter to be certified by the Auditors) shall be final, binding and conclusive (including for the avoidance of doubt, any decisions pertaining to disputes as to the interpretation of the Scheme or any rule, regulation or procedure hereunder or as to any rights under the Scheme). The Committee shall not be required to furnish any reasons for any decision or determination made by it.
- 13.5 The Committee shall ensure that the rules of the Scheme are in compliance with the Act and the applicable laws and regulations in Singapore, including but not limited to, the Catalist Rules.

14. NOTICES AND COMMUNICATIONS

- 14.1 Any notice required to be given by a Participant to the Company shall be sent or made to the principal place of business of the Company or such other addresses (including electronic mail addresses) or facsimile number, and marked for the attention of the Committee, as may be notified by the Company to him in writing.
- 14.2 Any notices or documents required to be given to a Participant or any correspondence to be made between the Company and the Participant shall be given or made by the Committee (or such person(s) as it may from time to time direct) on behalf of the Company and shall be delivered to him by hand or sent to him at his home address, electronic mail address or facsimile number according to the records of the Company or the last known address, electronic mail address or facsimile number of the Participant.
- 14.3 Any notice or other communication from a Participant to the Company shall be irrevocable, and shall not be effective until received by the Company. Any other notice or communication from the Company to a Participant shall be deemed to be received by that Participant, when left at the address specified in Rule 14.2 or, if sent by post, on the day following the date of posting or, if sent by electronic mail or facsimile transmission, on the day of despatch.

15. MODIFICATIONS TO THE SCHEME

- 15.1 Any or all the provisions of the Scheme may be modified and/or altered at any time and from time to time by resolution of the Committee, except that:
- (a) no modification or alteration shall alter adversely the rights attaching to any Option granted prior to such modification or alteration except when the consent in writing of such number of Participants who, if they exercised their Options in full, would thereby become entitled to not less than three-quarters in number of all the Shares which would fall to be allotted upon exercise in full of all outstanding Options;
 - (b) any modification or alteration which would be to the advantage of Participants under the Scheme shall be subject to the prior approval of the Shareholders in general meeting; and

APPENDIX K – RULES OF THE LCC EMPLOYEE SHARE OPTION SCHEME

- (c) no modification or alteration shall be made without the prior approval of the SGX-ST and such other regulatory authorities as may be necessary.

For the purposes of Rule 15.1(a), the opinion of the Committee as to whether any modification or alteration would adversely affect the rights attached to any Option shall be final, binding and conclusive. For the avoidance of doubt, nothing in this Rule 15.1 shall affect the right of the Committee under any provision of the Scheme to amend or adjust any Option and without due compliance with the Catalist Rules and such other laws and regulations as may be applicable.

- 15.2 Notwithstanding anything to the contrary contained in Rule 15.1, the Committee may at any time by resolution (and without other formality, save for the prior approval of the SGX-ST) amend or alter the Scheme in any way to the extent necessary or desirable, in the opinion of the Committee, to cause the Scheme to comply with any statutory provision (or any amendment or modification thereto, including amendment of or modification to the Act) or the provision or the regulations of any regulatory or other relevant authority or body (including the SGX-ST).
- 15.3 Written notice of any modification or alteration made in accordance with this Rule 15 shall be given to all Participants.

16. TERMS OF EMPLOYMENT UNAFFECTED

The terms of employment of a Participant shall not be affected by his participation in the Scheme, which shall neither form part of such terms nor entitle him to take into account such participation in calculating any compensation or damages on the termination of his employment for any reason.

17. DURATION OF THE SCHEME

- 17.1 The Scheme shall continue to be in force at the discretion of the Committee, subject to a maximum period of 10 years commencing on the Adoption Date, provided always that the Scheme may continue beyond the above stipulated period with the approval of the Shareholders by ordinary resolution in general meeting and of any relevant authorities which may then be required.
- 17.2 The Scheme may be terminated at any time by the Committee, at the discretion of the Committee, or by resolution of the Company in general meeting, subject to all relevant approvals which may be required and if the Scheme is so terminated, no further Options shall be offered by the Company hereunder.
- 17.3 The expiry or termination of the Scheme shall not affect Options which have been granted prior to such expiry or termination, whether such Options have been exercised (whether fully or partially) or not.

18. TAXES

All taxes (including income tax) arising from the grant or exercise of any Option granted to any Participant under the Scheme shall be borne by that Participant.

19. COSTS AND EXPENSES

- 19.1 Each Participant shall be responsible for all fees of CDP relating to or in connection with the issue and allotment or transfer of any Shares pursuant to the exercise of any Option in CDP's name, the deposit of share certificate(s) with CDP, the Participant's Securities Account with CDP, or the Participant's securities sub-account with a Depository Agent.
- 19.2 Save for the taxes referred to in Rule 18 and such other costs and expenses expressly provided in the Scheme to be payable by the Participants, all fees, costs and expenses incurred by the Company in relation to the Scheme including but not limited to the fees, costs and expenses relating to the allotment and issue of Shares pursuant to the exercise of any Option shall be borne by the Company.

APPENDIX K – RULES OF THE LCC EMPLOYEE SHARE OPTION SCHEME

20. DISCLAIMER OF LIABILITY

Notwithstanding any provisions herein contained, the Committee and the Company shall not under any circumstances be held liable for any costs, losses, expenses and damages whatsoever and howsoever arising in any event, including but not limited to the Company's delay in issuing the Shares or procuring the transfer of or applying for or procuring the listing of new Shares on the SGX-ST in accordance with Rule 10.4.

21. DISCLOSURE IN ANNUAL REPORT

The following disclosures (as applicable) will be made by the Company in its annual report for so long as the Scheme continues in operation:

- (a) the names of the members of the Committee administering the Scheme;
- (b) in respect of the following Participants of the Scheme:
 - (i) Directors of the Company;
 - (ii) Controlling Shareholders and their Associates; and
 - (iii) Participants (other than those in (i) and (ii) above) who receive 5.0% or more of the total number of Shares comprised in Options available under the Scheme.

Name of Participant	Number of Shares comprised in Options granted during financial year under review (including terms)	Aggregate number of Shares comprised in Options granted since commencement of Scheme to end of financial year under review	Aggregate number of Shares comprised in Options exercised since commencement of Scheme to end of financial year under review	Aggregate number of Shares comprised in Options outstanding as at end of financial year under review

- (c) in respect of Incentive Options, the following disclosure shall be made:
 - (i) the number of Incentive Options granted at a discount of 10.0% or less and proportion to Market Price Options during the financial year under review; and
 - (ii) the number of Incentive Options granted at a discount of more than 10.0% and proportion to Market Price Options during the financial year under review, and
- (d) if any of the above requirements is not applicable, an appropriate negative statement shall be included therein.

22. DISPUTES

Any disputes or differences of any nature arising hereunder shall be referred to the Committee and its decision shall be final and binding in all respects.

23. ABSTENTION FROM VOTING

Shareholders who are eligible to participate in the Scheme must abstain from voting on any resolution relating to the Scheme.

APPENDIX K – RULES OF THE LCC EMPLOYEE SHARE OPTION SCHEME

24. GOVERNING LAW

The Scheme shall be governed by, and construed in accordance with, the laws of the Republic of Singapore. The Participants, by accepting Options in accordance with the Scheme, and the Company submit to the exclusive jurisdiction of the courts of the Republic of Singapore.

25. CONTRACTS (RIGHTS OF THIRD PARTIES) ACT 2001

No person other than the Company or a Participant shall have any right to enforce any provision of the Scheme or any Option by the virtue of the Contracts (Rights of Third Parties) Act 2001 of Singapore.

APPENDIX K – RULES OF THE LCC EMPLOYEE SHARE OPTION SCHEME

Schedule A-1

LCC EMPLOYEE SHARE OPTION SCHEME

LETTER OF OFFER

Serial No: _____

Date: _____

To: [Name]
[Designation]

[Address]

Private and Confidential

Dear Sir/Madam,

1. We have the pleasure of informing you that, pursuant to the LCC Employee Share Option Scheme (the “**Employee Share Option Scheme**”), you have been nominated to participate in the Employee Share Option Scheme by the Committee (the “**Committee**”) appointed by the Board of Directors of Lum Chang Creations Limited (the “**Company**”) to administer the Employee Share Option Scheme. Terms as defined in the Employee Share Option Scheme shall have the same meaning when used in this letter.
2. Accordingly, in consideration of the payment of a sum of S\$1.00, an offer is hereby made to grant you an option (the “**Option**”), to subscribe for and be allotted _____ Shares at the price of S\$ _____ for each **Share**.
3. The option is personal to you and shall not be transferred, charged, pledged, assigned or otherwise disposed of by you, in whole or in part, except with the prior approval of the Committee.
4. The Option shall be subject to the terms of the Employee Share Option Scheme, a copy of which is available for inspection at the business address of the Company.
5. If you wish to accept the offer of the Option on the terms of this letter, please sign and return the enclosed Acceptance Form with a sum of S\$1.00 not later than 5.00 p.m. on _____, failing which this offer will lapse.

Yours faithfully,

For and on behalf of
[●]

Name:

Designation:

APPENDIX K – RULES OF THE LCC EMPLOYEE SHARE OPTION SCHEME

Schedule B-1

LCC EMPLOYEE SHARE OPTION SCHEME

ACCEPTANCE FORM

Serial No: _____

Date: _____

To: The Committee,
LCC Employee Share Option Scheme

Closing Date for Acceptance of Offer: _____

Number of Shares Offered: _____

Exercise Price for each Share: S\$ _____

I have read your Letter of Offer dated _____ and agree to be bound by the terms of the Letter of Offer and the Employee Share Option Scheme referred to therein. Terms defined in your Letter of Offer shall have the same meanings when used in this Acceptance Form.

I hereby accept the Option to subscribe for _____ Shares at S\$ _____ for each Share. I enclose cash for S\$1.00 in payment for the purchase of the Option/I authorise my employer to deduct the sum of S\$1.00 from my salary in payment for the purchase of the Option.

I understand that I am not obliged to exercise the Option.

I confirm that my acceptance of the Option will not result in the contravention of any applicable law or regulation in relation to the ownership of shares in the Company or options to subscribe for such shares.

I agree to keep all information pertaining to the grant of the Option to me confidential.

I further acknowledge that you have not made any representation to induce me to accept the offer and that the terms of the Letter of Offer and this Acceptance Form constitute the entire agreement between us relating to the offer.

Please print in block letters

Name in full : _____

Designation : _____

Address : _____

Nationality : _____

***NRIC/Passport No** : _____

Signature : _____

Date : _____

Note:

* Delete accordingly

APPENDIX K – RULES OF THE LCC EMPLOYEE SHARE OPTION SCHEME

Schedule C-1

LCC EMPLOYEE SHARE OPTION SCHEME

FORM OF EXERCISE OF OPTION

Total number of ordinary shares (the “**Shares**”) offered at S\$_____ for each Share (the “**Exercise Price**”) under the LCC Share Option Scheme on _____ (Date of grant) : _____

Number of Shares previously allotted thereunder : _____

Outstanding balance of Shares to be allotted : _____

Number of Shares now to be subscribed : _____

To: The Committee,
LCC Employee Share Option Scheme

1. Pursuant to your Letter of Offer date _____ and my acceptance thereof, I hereby exercise the Option to subscribe for _____ Shares in Lum Chang Creations Limited (the “**Company**”) at S\$_____ for each Share.
2. I enclose a *cheque/cashier’s order/banker’s draft/postal order no. _____ for S\$_____ by way of subscription for the total number of the said Shares.
3. I agree to subscribe for the said Shares subject to the terms of the Letter of Offer, the LCC Employee Share Option Scheme and the Constitution of the Company.
4. I declare that I am subscribing for the said Shares for myself and not as a nominee for any other person.
5. I request the Company to allot and issue the Shares in the name of The Central Depository (Pte) Limited (“**CDP**”) for credit of my *Securities Account with CDP/Sub-Account with the Depository Agent specified below and I hereby agree to bear such fees or other charges as may be imposed by CDP in respect thereof.

APPENDIX K – RULES OF THE LCC EMPLOYEE SHARE OPTION SCHEME

Schedule C-1

Please print in block letters

Name in full : _____

Designation : _____

Address : _____

Nationality : _____

*NRIC/Passport No : _____

*Direct Securities Account No. : _____

OR

*Sub-Account No. : _____

Name of Depository Agent : _____

Note:

* Delete accordingly

APPENDIX L – SHARE BUYBACK MANDATE

1. RATIONALE FOR THE SHARE BUYBACK MANDATE

- 1.1. The rationale for our Company to undertake the purchase or acquisition of its Shares is as follows:
- (a) in managing the business of our Group, the management will strive to increase Shareholders' value by improving, among others, the return on equity of our Group. In addition to growth and expansion of the business, share buybacks may be considered as one of the ways through which the return on equity of our Group may be enhanced;
 - (b) Shares which are purchased or acquired by our Company pursuant to the Share Buyback Mandate and held as treasury shares may, among others, to the extent permitted by applicable law, be transferred for the purposes of or pursuant to share incentive schemes implemented by our Company, including the LCC Employee Share Option Scheme and the LCC Performance Share Plan, to enable our Company to take advantage of tax deductions under the current taxation regime. The use of treasury shares in lieu of issuing new Shares would also mitigate the dilution impact on existing Shareholders;
 - (c) the Share Buyback Mandate will provide our Company with greater flexibility in managing its capital and maximising returns to its Shareholders. To the extent that our Company has capital and surplus funds which are in excess of its financial needs, taking into account its growth and expansion plans, the Share Buyback Mandate will facilitate the return of excess cash and surplus funds to Shareholders in an expedient, effective and cost-efficient manner; and
 - (d) the Share Buyback Mandate will provide our Company with the flexibility to undertake share buybacks at any time, subject to market conditions, during the period when the Share Buyback Mandate is in force.
- 1.2. The purchase or acquisition of Shares will only be undertaken if our Directors believe it can benefit our Company and its Shareholders. No purchase or acquisition of Shares will be made in circumstances which would have or may have a material or adverse effect on the liquidity and capital adequacy position of our Group as a whole and/or affect the listing status of our Company on Catalist. Shareholders should note that purchases or acquisitions of Shares pursuant to the Share Buyback Mandate may not be carried out to the full limit as authorised.

2. AUTHORITY AND LIMITS OF THE SHARE BUYBACK MANDATE

2.1. Maximum Number of Shares

The total number of Shares which may be purchased or acquired by our Company is limited to that number of Shares representing not more than 10.0% of the post-Invitation issued share capital of our Company following the completion of the Listing, unless our Company has reduced its share capital by a special resolution under Section 78C of the Companies Act at any time during the SBB Relevant Period (as defined below), in which event the total number of Shares of our Company shall be taken to be the total number of Shares of our Company as altered (the “**Maximum Percentage**”). For the purposes of calculating the Maximum Percentage, any of the Shares which are held as treasury shares or subsidiary holdings will be disregarded. As at the Latest Practicable Date, our Company has no treasury shares and subsidiary holdings.

Our Company will ensure that any Shares purchased or acquired by our Company under the Share Buyback Mandate will not result in a fall in the percentage of Shares held by the public (as defined in the Catalist Rules) to below 10.0% of the total number of issued Shares (excluding treasury shares, preference shares and convertible equity securities). For the purposes above, the Catalist Rules define the “public” as persons other than our Directors, chief executive officer of our Company, Substantial Shareholders or Controlling Shareholders of our Company and its subsidiaries, as well as the associates of such persons.

APPENDIX L – SHARE BUYBACK MANDATE

Our Company does not have any individual shareholding limit or foreign shareholding limit. On completion of the Listing, 49,000,000 Shares, representing approximately 15.6% of the total number of issued Shares will be held by the public. In the event that our Company should, pursuant to the Share Buyback Mandate, purchase or acquire Shares up to the Maximum Percentage, approximately 17,500,000 Shares representing approximately 5.6% of the Shares would continue to be in the hands of the public, which will then not meet the free float requirements of the Catalyst Rules.

Accordingly, our Directors are of the view that on completion of the Listing, there will be a sufficient number of Shares in issue held by the public if our Company undertakes purchases of Shares up to 17,500,000 Shares pursuant to the Share Buyback Mandate. Our Directors will at all times ensure that when purchasing any Shares pursuant to the Share Buyback Mandate, at least 10.0% of the Shares will remain in the hands of the public in accordance with the Catalyst Rules and that such purchases will not (i) affect adversely the listing status of our Company; (ii) cause market illiquidity of the Shares; or (iii) affect adversely the orderly trading of the Shares.

For illustrative purposes only, assuming that (i) on the date of Listing, our Company's issued and paid-up share capital is 315,000,000 Shares; (ii) no reduction of share capital in accordance with the Companies Act has taken place at any time during the SBB Relevant Period; and (iii) our Company has no treasury shares and subsidiary holdings, the maximum number of Shares which may be purchased or acquired by our Company pursuant to the Maximum Percentage under the proposed Share Buyback Mandate is 315,000,000 Shares. However, taking into account the free float requirements as required under the Catalyst Rules, the maximum number of Shares which may be purchased or acquired by our Company under the proposed Share Buyback Mandate is 17,500,000 Shares, in order to ensure that at least 10.0% of the Shares will remain in the hands of the public in accordance with the Catalyst Rules, representing approximately 5.6 of our issued Shares.

However, purchases or acquisitions of Shares pursuant to the Share Buyback Mandate need not be carried out to the full extent mandated, and, in any case, would not be carried out to such an extent that affect the listing status of our Company on the SGX-ST.

2.2. Duration of Authority

Purchases or acquisition of Shares may be made, at any time and from time to time, on and from the date of Listing, up to:

- (a) the date on which the next annual general meeting of our Company is held or required by law to be held (whereupon it will lapse, unless renewed at such meeting);
- (b) the date on which the authority conferred by the Share Buyback Mandate is revoked or varied by our Company at general meeting (if so varied or revoked prior to the next annual general meeting); or
- (c) the date on which purchases and acquisitions of Shares pursuant to the Share Buyback Mandate are carried out to the full extent mandated,

whichever is the earliest (the "**SBB Relevant Period**").

The authority conferred on our Directors by the Share Buyback Mandate to purchase or acquire Shares may be renewed by the Shareholders in a general meeting of our Company, such as at the next annual general meeting or at an extraordinary general meeting to be convened immediately after the conclusion or adjournment of the next annual general meeting. When seeking the approval of the Shareholders for the renewal of the Share Buyback Mandate, our Company is required to disclose details pertaining to purchases or acquisitions of Shares pursuant to the Share Buyback Mandate made during the previous 12 months, including the total number of Shares purchased or acquired, the purchase price per Share or the highest and lowest prices paid for such purchases or acquisitions of Shares, where relevant, and the total consideration paid for such purchases or acquisitions.

APPENDIX L – SHARE BUYBACK MANDATE

2.3. Manner of Purchases or Acquisitions of Shares

Purchases or acquisitions of Shares may be made by way of:

- (a) on-market purchases, transacted through the SGX-ST's trading system or on any other securities exchange on which the Shares may for the time being be listed and quoted, through one or more duly licensed dealers appointed by our Company for the purpose of the Share buyback ("**Market Purchases**"); and/or
- (b) off-market purchases made in accordance with an equal access scheme as defined in Section 76C of the Companies Act ("**Off-Market Purchases**").

Our Directors may impose such terms and conditions, which are not inconsistent with the Share Buyback Mandate, the Catalist Rules, the Companies Act and the Constitution, as they consider fit in the interests of our Company in connection with or in relation to equal access scheme(s). Under the Companies Act, an equal access scheme must satisfy all the following conditions:

- (i) offers for the purchase or acquisition of Shares shall be made to every person who holds Shares to purchase or acquire the same percentage of their Shares;
- (ii) all of those persons shall be given a reasonable opportunity to accept the offers made; and
- (iii) the terms of all the offers are the same, except that there shall be disregarded (A) differences in consideration attributable to the fact that offers may relate to Shares with different accrued dividend entitlements; (B) differences in consideration attributable to the fact that the offers may relate to Shares with different amounts remaining unpaid; and (C) differences in the offers introduced solely to ensure that each person is left with a whole number of Shares.

If our Company wishes to make an Off-Market Purchase in accordance with an equal access scheme, our Company must, as required by the Catalist Rules, issue an offer document to all Shareholders containing at least the following information:

- (1) the terms and conditions of the offer;
- (2) the period and procedures for acceptances;
- (3) the reasons for the proposed purchase or acquisition of Shares;
- (4) the consequences, if any, of the purchases or acquisitions of Shares by our Company that will arise under the Take-Over Code or other applicable take-over rules;
- (5) whether the purchases or acquisitions of Shares, if made, would have any effect on the listing of the Shares on Catalist;
- (6) details of any purchases or acquisitions of Shares made by our Company in the previous 12 months (whether by way of Market Purchases or Off-Market Purchases), including the total number of Shares purchased or acquired, the purchase price per Share or the highest and lowest prices paid for such purchases or acquisitions of Shares, where relevant, and the total consideration paid for such purchases or acquisitions; and
- (7) whether the Shares purchased by our Company will be cancelled or kept as treasury shares.

APPENDIX L – SHARE BUYBACK MANDATE

2.4. Maximum Purchase Price

The purchase price (excluding related brokerage, commission, applicable goods and services tax, stamp duties, clearance fees and other related expenses) to be paid for a Share will be determined by our Directors. The purchase price to be paid for the Shares as determined by our Directors pursuant to the Share Buyback Mandate must not exceed:

- (i) in the case of an on-market acquisition of Shares, 105.0% of the Average Closing Price (as defined below) of the Shares; and
- (ii) in the case of an off-market acquisition of Shares, 120.0% of the Average Closing Price of the Shares,

(the “**Maximum Price**”) in either case, excluding related expenses of the acquisition of Shares.

For the above purposes:

“**Average Closing Price**” means the average of the closing market prices of a Share over the last five Market Days on which the Shares are transacted on the SGX-ST immediately preceding the date of the Market Purchase by our Company or, as the case may be, the date of the making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted, in accordance with the Catalist Rules, for any corporate action that occurs during the relevant five Market Day period and the day on which the purchases are made; and

“**date of the making of the offer**” means the date on which our Company announces its intention to make an offer for the purchase or acquisition of Shares from holders of Shares, stating therein the purchase price (which shall not be more than the Maximum Price for an Off-Market Purchase calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase.

3. STATUS OF PURCHASED SHARES

A Share purchased or acquired by our Company is deemed cancelled immediately on purchase or acquisition (and all rights and privileges attached to the Share will expire on such cancellation), unless such Share is held by our Company as a treasury share. Accordingly, the total number of issued Shares will be diminished by the number of Shares purchased or acquired by our Company, which are cancelled and are not held as treasury shares.

4. TREASURY SHARES

Under the Companies Act, Shares purchased or acquired by our Company may be held or dealt with as treasury shares. Some of the provisions on treasury shares under the Companies Act are summarised below:

4.1. Maximum Holdings

The aggregate number of Shares held as treasury shares cannot at any time exceed 10.0% of the total number of issued Shares excluding treasury shares and subsidiary holdings as at the date of the resolution passed to approve the renewal of the Share Buyback Mandate. Any Shares held as treasury shares in excess of this limit shall be disposed of or cancelled by our Company in accordance with Section 76K of the Companies Act within six months from the date such limit is exceeded, or such further period as may be allowed by the ACRA.

4.2. Voting and Other Rights

Our Company cannot exercise any right in respect of treasury shares. In particular, our Company cannot exercise any right to attend or vote at meetings and for the purposes of the Companies Act, our Company shall be treated as having no right to vote and the treasury shares shall be treated as having no voting rights.

APPENDIX L – SHARE BUYBACK MANDATE

In addition, no dividend may be paid, and no other distribution of our Company's assets may be made, to our Company in respect of treasury shares. However, the allotment of Shares as fully paid bonus shares in respect of treasury shares is allowed. Also, a subdivision or consolidation of any treasury shares is allowed so long as the total value of the treasury shares after the subdivision or consolidation is the same as before.

4.3. Disposal and Cancellation

Where Shares are held as treasury shares, our Company may at any time (but subject always to the Take-Over Code):

- (a) sell the treasury shares for cash;
- (b) transfer the treasury shares for the purposes of or pursuant to share schemes implemented by our Company, including the LCC Employee Share Option Scheme and LCC Performance Share Plan;
- (c) transfer the treasury shares as consideration for the acquisition of shares in or assets of another company or assets of a person;
- (d) cancel the treasury shares; or
- (e) sell, transfer or otherwise use the treasury shares for such other purposes as may be prescribed by the Minister for Finance.

Under Rule 704(31) of the Catalist Rules, an immediate announcement must be made of any sale, transfer, cancellation and/or use of treasury shares (in each case, the "usage"). Such announcement must include details such as the date of the usage, the purpose of the usage, the number of treasury shares comprised in the usage, the number of treasury shares before and after the usage and the percentage of the number of treasury shares comprised in the usage against the total number of issued shares (of the same class as the treasury shares) which are listed on Catalist before and after the usage and the value of the treasury shares comprised in the usage.

5. SOURCE OF FUNDS

The Companies Act permits our Company to purchase or acquire its own Shares out of capital or profits so long as our Company is solvent. Under Section 76F(4) of the Companies Act, our Company is solvent if at the date of payment for the purchase or acquisition of its Shares, there is no ground on which our Company could be found to be unable to pay its debts, if it is intended to commence winding up within the period of 12 months immediately after the date of payment, our Company will be able to pay its debts in full within such period, or if it is not intended so to commence winding up, our Company will be able to pay its debts as they fall due during the period of 12 months immediately after the date of payment, and the value of our Company's assets is not less than the value of its liabilities (including contingent liabilities) and will not, after the proposed purchase or acquisition of Shares become less than the value of its liabilities (including contingent liabilities).

Our Company intends to use internal resources or external borrowings, or a combination of both, to finance its purchase or acquisition of Shares pursuant to the Share Buyback Mandate. In purchasing or acquiring Shares pursuant to the Share Buyback Mandate, our Directors will, firstly, consider the availability of internal resources and thereafter consider the availability of external financing.

Our Directors do not propose to exercise the Share Buyback Mandate in a manner and to such extent that the liquidity and capital adequacy position of our Group would be materially and/or adversely affected. The purchase of the Shares will only be effected after considering relevant factors such as the working capital requirement, availability of financial resources, the expansion and investment plans of our Group, and the prevailing market conditions.

APPENDIX L – SHARE BUYBACK MANDATE

6. FINANCIAL EFFECTS

It is not possible for our Company to realistically calculate or quantify the impact of purchases that may be made pursuant to the Share Buyback Mandate on the financial effects as the resultant effect would depend on, among others, whether the Shares are purchased or acquired out of profits and/or capital of our Company, the amount (if any) borrowed by our Company to fund the purchases or acquisitions, the number of Shares purchased or acquired, the price paid for such Shares and whether the Shares purchased or acquired are held in treasury or cancelled.

Under the Companies Act, purchases or acquisitions of Shares by our Company may be made out of our Company's profits and/or capital so long as our Company is solvent. Where the consideration paid by our Company for the purchase or acquisition of Shares is made out of profits, such consideration (including any expenses incurred directly in the purchase or acquisition of Shares) will correspondingly reduce the amount available for the distribution of cash dividends by our Company. Where the consideration paid by our Company for the purchase or acquisition of Shares is made out of capital, the amount available for the distribution of dividends by our Company will not be reduced.

The financial effects on our Company and our Group, based on the audited financial statements of our Company and our Group for FY2024, are based on the assumptions set out below.

6.1. Illustrative Financial Effects

For illustrative purposes only, the financial effects on our Company and our Group arising from the purchase or acquisition of Shares, based on the audited financial statements of our Company and our Group for FY2024, are set out based on the following assumptions:

- (a) the adoption of the LCC Performance Share Plan and the LCC Employee Share Option Scheme, and the Listing have been completed on 1 July 2023;
- (b) the Share Buyback Mandate had been effective on 1 July 2023;
- (c) the Average Closing Price is equal to the Invitation Price;
- (d) the issued share capital of our Company as at 30 June 2024 is 315,000,000 Shares;
- (e) the maximum number of shares which may be acquired by our Company pursuant to the Share Buyback Mandate is 17,500,000 Shares, taking into account free float requirements;
- (f) in the case of Market Purchases by our Company and assuming that our Company purchases or acquires 17,500,000 Shares at the Maximum Price of S\$0.263 for each Share (being the price equivalent to 105.0% of the Invitation Price), the maximum amount of funds required for the purchase or acquisition of 17,500,000 Shares is approximately S\$4.60 million;
- (g) in the case of Off-Market Purchases by our Company and assuming that our Company purchases or acquires 17,500,000 Shares at the Maximum Price of S\$0.300 for each Share (being the price equivalent to 120.0% of the Invitation Price), the maximum amount of funds required for the purchase or acquisition of 17,500,000 Shares is approximately S\$5.25 million;
- (h) such purchase or acquisition of Shares is financed entirely by the internal resources of our Company; and
- (i) the transaction costs incurred for the purchase or acquisition of Shares pursuant to the Share Buyback Mandate are assumed to be insignificant and have been ignored for the purpose of computing the financial effects.

APPENDIX L – SHARE BUYBACK MANDATE

On-Market Acquisition of Shares

	Group			Company		
	Before Share Purchases	After Share Purchases	Share Purchases held as treasury shares	Before Share Purchases	After Share Purchases	Share Purchases held as treasury shares
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
As at 30 June 2024						
Share capital	22,432	17,829	22,432	22,432	17,829	22,432
Other reserves	(10,712)	(10,712)	(10,712)	–	–	–
Accumulated profit	8,634	8,461	8,461	(1,750)	(1,750)	(1,750)
Treasury shares ⁽⁵⁾	–	–	(4,603)	–	–	(4,603)
	20,354	15,578	15,578	20,682	16,079	16,079
Non-controlling Interests	1,398	1,398	1,398	–	–	–
Total Equity	21,752	16,976	16,976	20,682	16,079	16,079
NAV	20,354	15,578	15,578	20,682	16,079	16,079
Current assets	31,949	27,173	27,173	7,000	7,000	7,000
Current liabilities	13,091	13,091	13,091	–	4,603	4,603
Non-current assets	4,289	4,289	4,289	13,682	13,682	13,682
Non-current liabilities	1,395	1,395	1,395	–	–	–
Total borrowings	794	794	794	–	–	–
Cash and cash equivalents	18,483	13,707	13,707	7,000	7,000	7,000
Net profit/(loss) for FY2024 attributable to equity holders of our Company	4,723	4,550	4,550	(1,750)	(1,750)	(1,750)
Number of Shares as at 30 June 2024 ('000)	315,000	297,500	297,500	315,000	297,500	297,500
Weighted average number of Shares for FY2024 ('000)	315,000	297,500	297,500	315,000	297,500	297,500
Financial Ratios						
NAV per Share (cents) ⁽¹⁾	6.46	5.24	5.24	6.57	5.40	5.40
Gross debt gearing (%) ⁽²⁾	3.7%	4.7%	4.7%	0%	0%	0%
Current ratio (times) ⁽³⁾	2.44	2.08	2.08	N.M.	1.52	1.52
EPS – Basic (cent) ⁽⁴⁾	1.50	1.53	1.53	(0.56)	(0.59)	(0.59)

Notes:

- (1) **“NAV per Share”** means NAV divided by the number of Shares (excluding treasury shares) as at 30 June 2024.
- (2) **“Gross debt gearing”** means total borrowings divided by total equity.
- (3) **“Current ratio”** means current assets divided by current liabilities.
- (4) **“EPS – Basic”** means net profit after tax for FY2024 attributable to equity holders of our Company divided by the weighted average number of Shares (excluding treasury shares) for FY2024.
- (5) **“Treasury shares”** means Shares purchased pursuant to the Share Buyback Mandate which were not cancelled.
- (6) **“N.M.”** means not meaningful.

APPENDIX L – SHARE BUYBACK MANDATE

Off-Market Acquisition of Shares

	Group			Company		
	Before Share Purchases	After Share Purchases	Share Purchases held as treasury shares	Before Share Purchases	After Share Purchases	Share Purchases held as treasury shares
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
As at 30 June 2024						
Share capital	22,432	17,182	22,432	22,432	17,182	22,432
Other reserves	(10,712)	(10,712)	(10,712)	–	–	–
Accumulated profit	8,634	8,437	8,437	(1,750)	(1,750)	(1,750)
Treasury shares ⁽⁵⁾	–	–	(5,250)	–	–	(5,250)
	20,354	14,907	14,907	20,682	15,432	15,432
Non-controlling Interests	1,398	1,398	1,398	–	–	–
Total Equity	21,752	16,305	16,305	20,682	15,432	15,432
NAV	20,354	14,907	14,907	20,682	15,432	15,432
Current assets	31,949	26,502	26,502	7,000	7,000	7,000
Current liabilities	13,091	13,091	13,091	–	5,250	5,250
Non-current assets	4,289	4,289	4,289	13,682	13,682	13,682
Non-current liabilities	1,395	1,395	1,395	–	–	–
Total borrowings	794	794	794	–	–	–
Cash and cash equivalents	18,483	13,036	13,036	7,000	7,000	7,000
Net profit/(loss) for FY2024 attributable to equity holders of our Company	4,723	4,526	4,526	(1,750)	(1,750)	(1,750)
Number of Shares as at 30 June 2024 ('000)	315,000	297,500	297,500	315,000	297,500	297,500
Weighted average number of Shares for FY2024 ('000)	315,000	297,500	297,500	315,000	297,500	297,500
Financial Ratios						
NAV per Share (cents) ⁽¹⁾	6.46	5.01	5.01	6.57	5.19	5.19
Gross debt gearing (%) ⁽²⁾	3.7%	4.9%	4.9%	0%	0%	0%
Current ratio (times) ⁽³⁾	2.44	2.02	2.02	N.M.	1.33	1.33
EPS – Basic (cent) ⁽⁴⁾	1.50	1.52	1.52	(0.56)	(0.59)	(0.59)

Notes:

- (1) "NAV per Share" represents NAV divided by the number of Shares (excluding treasury shares) as at 30 June 2024.
- (2) "Gross debt gearing" represents total borrowings divided by Total Equity.
- (3) "Current ratio" represents current assets divided by current liabilities.
- (4) "EPS – Basic" represents net profit after tax for FY2024 attributable to equity holders of our Company divided by the weighted average number of Shares (excluding treasury shares) for FY2024.
- (5) "Treasury shares" represents Shares purchased pursuant to the Share Buyback Mandate which were not cancelled.
- (6) "N.M." represents not meaningful

APPENDIX L – SHARE BUYBACK MANDATE

The actual financial effects of the Share Buyback Mandate will depend on the number and purchase price of the Shares bought back. As stated, our Directors do not propose to exercise the Share Buyback Mandate to such an extent that it would have a material adverse effect on the working capital requirements, financial position and/or gearing of our Group. The purchase of the Shares will only be effected after considering relevant factors such as the working capital requirement, availability of financial resources, the expansion and investment plans of our Group, and the prevailing market conditions.

Shareholders should note that the financial effects set out above are based on the audited combined financial statements of our Group for FY2024 and are for illustration purposes only. The analysis above based on the results of our Group and our Company for FY2024 is not necessarily representative of future performance.

It should be noted that although the Share Buyback Mandate would authorise our Company to purchase or acquire up to 10.0% of the issued Shares, our Company may not necessarily purchase or acquire or be able to purchase or acquire the entire 10.0% of the issued Shares as mandated. In addition, our Company may cancel or hold in treasury all or part of the Shares purchased or acquired. Our Company will take into account both financial and non-financial factors (for example, the public float of our Company, stock market conditions and the performance of the Shares) in assessing the relative impact of an acquisition of shares before execution.

7. TAX IMPLICATIONS

Shareholders who are in doubt as to their respective tax positions or any tax implications, or who may be subject to tax in a jurisdiction outside Singapore, should consult their own professional advisers.

8. LISTING RULES

The Catalist Rules restrict a listed company from purchasing its shares by way of market purchases at a price per share which is more than 5.0% above the “average closing price”, being the average of the closing market prices of the shares over the last five Market Days on which transactions in the shares were recorded, before the day on which the purchases were made, as deemed to be adjusted for any corporate action that occurs during the relevant five Market Day period and the day on which the purchases are made. The Maximum Price for a Share in relation to Market Purchases referred to in paragraph 3 above complies with this requirement.

Although the Catalist Rules do not prescribe a maximum price in relation to purchases of shares by way of off-market purchases, our Company has set a cap of 20.0% above the Average Closing Price of a Share as the Maximum Price for a Share to be purchased or acquired by way of an Off-Market Purchase.

Our Company will not undertake any purchase or acquisition of Shares pursuant to the Share Buyback Mandate at any time after a price sensitive development has occurred or has been the subject of a decision until the price sensitive information has been publicly announced. In particular, in line with the Rule 1204(19)(c) of the Catalist Rules, our Company would not purchase or acquire any Shares through Market Purchases during the period of one month immediately preceding the announcement of our Company’s half-year and full-year results.

9. REPORTING REQUIREMENTS

The Catalist Rules specifies that a listed company shall report all purchases or acquisitions of its shares to the SGX-ST not later than 9.00 a.m.:

- (a) in the case of a Market Purchase, on the Market Day following the day of purchase or acquisition of any of its shares; and
- (b) in the case of an Off-Market Purchase on an equal access scheme, on the second Market Day after the close of acceptances of the offer.

APPENDIX L – SHARE BUYBACK MANDATE

Such announcement (which must be in the form of Appendix 8D to the Catalist Rules) must include, among others, details of the date of the purchase, the total number of shares purchased, the number of shares cancelled, the number of shares held as treasury shares, the price paid per share or the highest and lowest prices paid for such shares, as applicable, the total consideration (including stamp duties and clearing charges) paid or payable for the shares, the number of shares purchased as at the date of announcement (on a cumulative basis), the number of issued shares excluding treasury shares and the number of treasury shares held after the purchase.

Within 30 days of the passing of a Shareholders' resolution to approve the purchase or acquisition of Shares by our Company, our Company shall lodge a copy of such resolution with ACRA.

Within 30 days of a purchase or acquisition of Shares on Catalist or otherwise, our Company shall lodge with ACRA the notice of purchase or acquisition of the Shares in the prescribed form as required by ACRA, such notification including the date of the purchase or acquisition, the total number of Shares purchased or acquired, the total number of Shares cancelled, the number of Shares held as treasury shares, our Company's issued ordinary share capital before the purchase or acquisition and after the purchase or acquisition, the amount of consideration paid by our Company for the purchase or acquisition of the Shares, and whether the Shares were purchased or acquired out of the profits or the capital of our Company.

Within 30 days of the cancellation or disposal of treasury shares in accordance with the provisions of the Companies Act, our Company shall lodge with ACRA the notice of cancellation or disposal of treasury shares in the prescribed form as required by ACRA.

10. TAKE-OVER IMPLICATIONS

Appendix 2 of the Take-Over Code ("**Appendix 2**") contains the Share Buy-Back Guidance Note. The take-over implications arising from any purchase or acquisition by our Company of its Shares are set out below:

10.1. Obligation to make a Take-Over Offer

If, as a result of any purchase or acquisition by our Company of its Shares, a Shareholder's proportionate interest in the voting capital of our Company increases, such increase will be treated as an acquisition for the purposes of Rule 14 of the Take-Over Code. If such increase results in a change of effective control, or, as a result of such increase, a Shareholder or group of Shareholders acting in concert obtains or consolidates effective control of our Company, such Shareholder or group of Shareholders acting in concert could become obliged to make a take-over offer for our Company under Rule 14 of the Take-Over Code.

Rule 14.1 of the Take-Over Code requires, among others, that, except with the consent of the SIC, where:

- (a) any person acquires, whether by a series of transactions over a period of time or not, shares which (taken together with shares held or acquired by persons acting in concert with him) carry 30.0% or more of the voting rights of a company; or
- (b) any person who, together with persons acting in concert with him, holds not less than 30.0% but not more than 50.0% of the voting rights and such person, or any person acting in concert with him, acquires in any period of six months additional shares carrying more than 1.0% of the voting rights, such person shall extend immediately an offer on the basis set out below to the holders of any class of shares in the capital which carries votes and in which such person or persons acting in concert with him hold shares. In addition to such person, each of the principal members of our Group of persons acting in concert with him may, according to the circumstances of the case, have the obligation to extend an offer.

The offer required to be made under the provisions of Rule 14.1 of the Take-Over Code shall, in respect of each class of shares in the capital involved, be in cash or be accompanied by a cash alternative at the Required Price.

APPENDIX L – SHARE BUYBACK MANDATE

For the above purposes, “**Required Price**” means in relation to the offer required to be made under the provisions of Rule 14.1 of the Take-Over Code, the offer shall be in cash or be accompanied by a cash alternative at a price in accordance with Rule 14.3 of the Take-Over Code which is the highest of the highest price paid by the offerors and/ or person(s) acting in concert with them for the Shares (i) during the offer period and within the preceding six months, (ii) acquired through the exercise of instruments convertible into securities which carry voting rights within six months of the offer and during the offer period, or (iii) acquired through the exercise of rights to subscribe for, and options in respect of, securities which carry voting rights within six months of the offer or during the offer period; or at such price as determined by the SIC under Rule 14.3 of the Take-Over Code.

10.2. Persons Acting in Concert

Under the Take-Over Code, persons acting in concert comprise individuals or companies who, pursuant to an agreement or understanding (whether formal or informal), co-operate, through the acquisition by any of them of shares in a company to obtain or consolidate effective control of that company.

Unless the contrary is established, the Take-Over Code presumes, among others, the following individuals and companies to be persons acting in concert:

- (a) the following companies:
 - (i) a company;
 - (ii) the parent company of (i);
 - (iii) the subsidiaries of (i);
 - (iv) the fellow subsidiaries of (i);
 - (v) the associated companies of any of (i), (ii), (iii) or (iv);
 - (vi) companies whose associated companies include any of (i), (ii), (iii), (iv) or (v); and
 - (vii) any person who has provided financial assistance (other than a bank in the ordinary course of business) to any of the above for the purchase of voting rights;
- (b) a company with any of its directors (together with their close relatives, related trusts as well as companies controlled by any of our Directors, their close relatives and related trusts);
- (c) a company with any of its pension funds and employee share schemes;
- (d) a person with any investment company, unit trust or other fund whose investment such person manages on a discretionary basis, but only in respect of the investment account which such person manages;
- (e) a financial or other professional adviser, including a stockbroker, with its client in respect of the shareholdings of the adviser and persons controlling, controlled by or under the same control as the adviser;
- (f) directors of a company (together with their close relatives, related trusts and companies controlled by any of such directors, their close relatives and related trusts) which is subject to an offer or where our Directors have reason to believe a bona fide offer for their company may be imminent;

APPENDIX L – SHARE BUYBACK MANDATE

- (g) partners; and
- (h) the following persons and entities:
 - (i) an individual;
 - (ii) the close relatives of (i);
 - (iii) the related trusts of (i);
 - (iv) any person who is accustomed to act in accordance with the instructions of (i); and
 - (v) companies controlled by any of (i), (ii), (iii) or (iv); and
 - (vi) any person who has provided financial assistance (other than a bank in the ordinary course of business) to any of the above for the purchase of voting rights.

The circumstances under which Shareholders (including Directors) and persons acting in concert with them respectively will incur an obligation to make a take-over offer under Rule 14 of the Take-Over Code after a purchase or acquisition of Shares by our Company are set out in Appendix 2.

10.3. Effect of Rule 14 and Appendix 2 of the Take-Over Code

In general terms, the effect of Rule 14 and Appendix 2 is that, unless exempted, Directors of our Company and persons acting in concert with them will incur an obligation to make a take-over offer for our Company under Rule 14 if, as a result of our Company purchasing or acquiring its Shares:

- (a) the voting rights of such Directors and their concert parties would increase to 30.0% or more; or
- (b) if the voting rights of such Directors and their concert parties fall between 30.0% and 50.0% of our Company's voting rights, the voting rights of such Directors and their concert parties would increase by more than 1.0% in any period of six months.

In calculating the percentages of voting rights of such Directors and their concert parties, treasury shares shall be excluded.

Under Appendix 2, a Shareholder not acting in concert with our Directors of our Company will not be required to make a take-over offer under Rule 14 if, as a result of our Company purchasing or acquiring its Shares, the voting rights of such Shareholder in our Company would increase to 30.0% or more, or, if such Shareholder holds between 30.0% and 50.0% of our Company's voting rights, the voting rights of such Shareholder would increase by more than 1.0% in any period of six months. Such Shareholder need not abstain from voting in respect of the resolution authorising the renewal of the Share Buyback Mandate.

APPENDIX L – SHARE BUYBACK MANDATE

10.4. Directors' and Substantial Shareholders' Interests

Based on the shareholdings of our Directors and Substantial Shareholders immediately after the Invitation as set out in the section entitled "Shareholders – Ownership Structure" of this Offer Document, the shareholdings of our Directors and the Substantial Shareholders before and after the purchase or acquisition of Shares by our Company pursuant to the Share Buyback Mandate, assuming (i) our Company purchases the maximum 5.6% of the total number of issued Shares (excluding treasury shares and subsidiary holdings); and (ii) there is no change in the number of Shares held by our Directors and the Substantial Shareholders or which they are deemed interested in, will be as follows:

	Before Share Purchases (Number of Shares)			Before Share Purchases	After Share Purchases
	Direct Interest	Deemed Interest	Total Interest	% ⁽¹⁾	% ⁽²⁾
Directors					
Mr. Yeo Gek Leong Clarence	–	–	–	–	–
Mr. Lim Ho Heng	–	–	–	–	–
Mr. Lim Thiam Hooi	42,000,000	–	42,000,000	13.3	14.1
Mr. Adrian Lum Wen-Hong	–	–	–	–	–
Ms. Yap Lay Hoon	–	–	–	–	–
Substantial Shareholders					
Lum Chang Holdings Limited	224,000,000	–	224,000,000	71.1	75.3
RMDV Investments Pte Ltd ⁽¹⁾	–	224,000,000	224,000,000	71.1	75.3
Mr. Raymond Lum Kwan Sung ⁽²⁾	–	224,000,000	224,000,000	71.1	75.3
Mr. David Lum Kok Seng ⁽³⁾	–	224,000,000	224,000,000	71.1	75.3

Notes:

- (1) As a percentage of the total number of issued Shares on the date of Listing, comprising 315,000,000 Shares (excluding treasury shares and subsidiary holdings).
- (2) As a percentage of the total number of issued Shares, comprising 297,500,000 issued Shares (assuming that our Company purchases the maximum number of 17,500,000 Shares under the Share Buyback Mandate excluding treasury shares and subsidiary holdings).

Based on the shareholdings of our Directors and Substantial Shareholders immediately after the Invitation as set out in the section entitled "Shareholders – Ownership Structure" of this Offer Document, none of the Substantial Shareholders would become obliged to make a take-over offer for the Company under Rule 14 of the Take-over Code as a result of the acquisition or purchase by the Company of 5.6% of its issued Shares as at the Latest Practicable Date.

Shareholders should note that the statements in this Offer Document do not purport to be a comprehensive or exhaustive description of all implications that may arise under the Take-Over Code. Shareholders who are in doubt as to their obligations, if any, to make a mandatory take-over offer under the Take-Over Code as a result of any purchase or acquisition of Shares by our Company should consult their professional advisers and/or Securities Industry Council and/or other relevant authorities at the earliest opportunity.

11. INTERESTED PERSONS

Our Company is prohibited from knowingly buying Shares on the SGX-ST from an interested person, that is, a Director, the chief executive officer or controlling shareholder of our Company or any of their associates, and an interested person is prohibited from knowingly selling its / his Shares to our Company.

APPENDIX M – TERMS, CONDITIONS AND PROCEDURES FOR APPLICATION AND ACCEPTANCE

You are invited to apply and subscribe for and/or purchase the Invitation Shares at the Invitation Price for each Invitation Share subject to the following terms and conditions set out below and in the relevant printed application forms to be used for the purpose of this Invitation and which forms part of this Offer Document (the “**Application Forms**”) or, as the case may be the Electronic Applications (as defined herein):

1. **YOUR APPLICATION MUST BE MADE IN LOTS OF 100 INVITATION SHARES OR INTEGRAL MULTIPLES THEREOF SUBJECT TO A MINIMUM OF 1,000 INVITATION SHARES. YOUR APPLICATION FOR ANY OTHER NUMBER OF INVITATION SHARES WILL BE REJECTED.**
2. Your application for Offer Shares may be made by way of printed **WHITE** Offer Shares Application Forms or by way of Electronic Applications through ATMs belonging to the **Participating Banks** (“**ATM Electronic Applications**”) or through Internet Banking (“**IB**”) websites of the relevant Participating Banks (“**Internet Electronic Applications**”), or through the mobile banking (“**mBanking**”) interface of the relevant Participating Banks (“**mBanking Applications**”, which together with ATM Electronic Applications and Internet Electronic Applications, shall be referred to as “**Electronic Applications**”).

Your application for the Placement Shares may only be made by way of printed **BLUE** Placement Shares Application Forms or such other form of application as the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent may deem appropriate.

3. **YOU MAY NOT USE CPF FUNDS TO APPLY FOR THE INVITATION SHARES.**

You (not being an approved nominee company) are allowed to submit only one application in your own name for the Offer Shares or the Placement Shares. If you submit an application for Offer Shares by way of an Offer Shares Application Form, you MAY NOT submit another application for Offer Shares by way of an Electronic Application and *vice versa*. Such separate applications shall be deemed to be multiple applications and may be rejected at the discretion of our Company, the Vendor, the Issue Manager and Full Sponsor and the Underwriter and Placement Agent.

If you submit an application for Offer Shares by way of an ATM Electronic Application, you MAY NOT submit another application for Offer Shares by way of an Internet Electronic Application or a Banking Application and *vice versa*. Such separate applications shall be deemed to be multiple applications and may be rejected at the discretion of our Company, the Vendor, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent.

If you, being other than an approved nominee company, have submitted an application for Offer Shares in your own name, you should not submit any other application for Offer Shares, whether by way of an Offer Shares Application Form or by way of an Electronic Application, for any other person. Such separate applications shall be deemed to be multiple applications and may be rejected at the discretion of our Company, the Vendor, the Issue Manager and Full Sponsor and the Underwriter and Placement Agent.

If you have made an application for Placement Shares, and you have also made a separate application for the Offer Shares, either by way of a **WHITE** Offer Shares Application Form or by way of an Electronic Application and *vice versa*, our Company, the Vendor, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent shall have the discretion to either (i) reject both of such separate applications; or (ii) accept any one or both of such separate applications.

Conversely, if you have made an application for Offer Shares either by way of an Electronic Application or by way of a **WHITE** Offer Shares Application Form, and you have also made a separate application for Placement Shares, our Company, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent shall have the discretion to either (i) reject both of such separate applications; or (ii) accept any one or both of such separate applications. Such separate applications shall be deemed to be a multiple application and may be rejected at the discretion of our Company, the Vendor, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent.

APPENDIX M – TERMS, CONDITIONS AND PROCEDURES FOR APPLICATION AND ACCEPTANCE

Joint and multiple applications for the Invitation Shares may be rejected at the discretion of our Company, the Vendor, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent. If you submit or procure submissions of multiple share applications for Offer Shares, Placement Shares or both Offer Shares and Placement Shares, you may be deemed to have committed an offence under the Penal Code 1871 of Singapore and the SFA, and your applications may be referred to the relevant authorities for investigation. Multiple applications or those appearing to be or suspected of being multiple applications may be rejected at the discretion of our Company, the Vendor, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent.

4. We will not accept applications from any person under the age of 18 years, undischarged bankrupts, sole-proprietorships, partnerships, or non-corporate bodies, joint Securities Account holders of CDP and from applicants whose addresses (as furnished in their Application Forms or, in the case of Electronic Applications, contained in the records of the relevant Participating Banks, as the case may be) bear post office box numbers. No person acting or purporting to act on behalf of a deceased person is allowed to apply under the Securities Account with CDP in the name of the deceased at the time of the application.
5. We will not recognise the existence of a trust. Any application by a trustee or trustees must therefore be made in his/her/their own name(s) and without qualification or, where the application is made by way of an Application Form by a nominee, in the name(s) of an approved nominee company or companies after complying with paragraph 6 below.
6. **WE WILL NOT ACCEPT APPLICATIONS FROM NOMINEES EXCEPT THOSE MADE BY APPROVED NOMINEE COMPANIES ONLY.** Approved nominee companies are defined as banks, merchant banks, finance companies, insurance companies, licensed securities dealers in Singapore and nominee companies controlled by them. Applications made by persons acting as nominees other than approved nominee companies shall be rejected.
7. **IF YOU ARE NOT AN APPROVED NOMINEE COMPANY, YOU MUST MAINTAIN A SECURITIES ACCOUNT WITH CDP IN YOUR OWN NAME AT THE TIME OF YOUR APPLICATION.** If you do not have an existing Securities Account with CDP in your own name at the time of your application, your application will be rejected (if you apply by way of an Application Form), or you will not be able to complete your Electronic Application (if you apply by way of an Electronic Application). If you have an existing Securities Account with CDP but fail to provide your Securities Account number or provide an incorrect Securities Account number in Section B of the Application Form or in your Electronic Application, as the case may be, your application is liable to be rejected. Subject to paragraph 8 below, your application shall be rejected if your particulars such as name, NRIC/passport number, nationality and permanent residence status provided in your Application Form or in the case of an Electronic Application, contained in records of the relevant Participating Bank at the time of your Electronic Application, as the case may be, differ from those particulars in your Securities Account as maintained with CDP. If you possess more than one individual direct Securities Account with CDP, your application shall be rejected.
8. **If your address as stated in the Application Form or, in the case of an Electronic Application, contained in the records of the relevant Participating Bank, as the case may be, is different from the address registered with CDP, you must inform CDP of your updated address promptly, failing which the notification letter on successful allotment and other correspondence from CDP will be sent to your address last registered with CDP.**
9. **Our Company and the Vendor, in consultation with the Issue Manager and Full Sponsor and the Underwriter and Placement Agent, reserves the right to reject any application which does not conform strictly to the instructions set out in the Application Form and in this Offer Document or which does not comply with the instructions for Electronic Applications or with the terms and conditions of this Offer Document or, in the case of an application by way of an Application Form, which is illegible, incomplete, incorrectly completed or which is accompanied by an improperly drawn remittance or improper form of remittance.**

APPENDIX M – TERMS, CONDITIONS AND PROCEDURES FOR APPLICATION AND ACCEPTANCE

Our Company and the Vendor further reserves the right to treat as valid any applications not completed or submitted or effected in all respects in accordance with the instructions set out in the Application Forms or the instructions for Electronic Applications or the terms and conditions of this Offer Document, and also to present for payment or other processes all remittances at any time after receipt and to have full access to all information relating to, or deriving from, such remittances or the processing thereof.

Without prejudice to the rights of our Company, the Vendor, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent, as agents of our Company and the Vendor, have been authorised to accept, for and on behalf of our Company and the Vendor, such other forms of application as the Issue Manager and Full Sponsor and the Underwriter and Placement Agent deem appropriate.

10. Our Company and the Vendor reserves the right to reject or to accept, in whole or in part, or to scale down or to ballot any application, without assigning any reason therefor, and no enquiry and/or correspondence on the decision with regards hereto will be entertained. This right applies to applications made by way of Application Forms and by way of Electronic Applications. In deciding the basis of allotment, which shall be at our discretion, due consideration will be given to the desirability of allotting the Invitation Shares to a reasonable number of applicants with a view to establishing an adequate market for the Shares.
11. Share certificates will be registered in the name of CDP and will be forwarded only to CDP. It is expected that CDP will send to you, at your own risk, within 15 Market Days after the close of the Application List, and subject to the submission of valid applications and payment for the Invitation Shares, a statement of account stating that your Securities Account has been credited with the number of Invitation Shares allotted and/or allocated to you, if your application is successful. This will be the only acknowledgement of application monies received and is not an acknowledgement by our Company and the Vendor. You irrevocably authorise CDP to complete and sign on your behalf, as transferee or renounee, any instrument of transfer and/or other documents required for the issue and/or transfer of the Invitation Shares allotted and/or allocated to you. This authorisation applies to applications made by way of Application Forms and by way of Electronic Applications.
- 11 A. In the event that our Company lodges a supplementary or replacement offer document ("**Relevant Document**") pursuant to the SFA or any applicable legislation in force from time to time prior to the close of the Invitation, and the Invitation Shares have not been issued and/or transferred, we and the Vendor will (as required by law and subject to the SFA), at our sole and absolute discretion, either:
 - (a) within two days (excluding any Saturday, Sunday or public holiday) from the date of the lodgement of the Relevant Document, give you notice in writing of how to obtain, or arrange to receive, a copy of the same and provide you with an option to withdraw your application and take all reasonable steps to make available within a reasonable period the Relevant Document to you if you have indicated that you wish to obtain, or have arranged to receive, a copy of the Relevant Document;
 - (b) within seven days of the lodgement of the Relevant Document give you a copy of the Relevant Document and provide you with an option to withdraw your application; or
 - (c) deem your application as withdrawn and cancelled and shall, within seven days from the date of lodgement of the Relevant Document, return all monies paid in respect of any application, without interest or any share of revenue or benefit arising therefrom.

Where you have notified us within 14 days from the date of lodgement of the Relevant Document of your wish to exercise your option under Paragraph 11A (a) and (b) above to withdraw your application, we and the Vendor shall pay to you all monies paid by you on account of your application for the Invitation Shares without interest or any share of revenue or other benefit arising therefrom and at your own risk, within seven days from the receipt of such notification.

APPENDIX M – TERMS, CONDITIONS AND PROCEDURES FOR APPLICATION AND ACCEPTANCE

11 B. In the event that at the time of the lodgement of the Relevant Document, the Invitation Shares have already been issued and/or transferred but trading has not commenced, we and the Vendor will (as required by law and subject to the SFA), at our sole and absolute discretion, either:

- (a) within two days (excluding Saturday, Sunday or public holiday) from the date of the lodgement of the Relevant Document, give you notice in writing of how to obtain, or arrange to receive, a copy of the same and provide you with an option to return to our Company the Invitation Shares which you do not wish to retain title in and take all reasonable steps to make available within a reasonable period the Relevant Document to you if you have indicated that you wish to obtain, or have arranged to receive, a copy of the Relevant Document;
- (b) within seven days from the lodgement of the Relevant Document give you a copy of the Relevant Document and provide you with an option to return the Invitation Shares which you do not wish to retain title in; or
- (c) (A) treat the issue of the New Shares as void, in which case the issue of the New Shares shall be deemed void; and we shall within seven days from the date of lodgement of the supplementary or replacement offer document, return all monies paid in respect of any application, without interest or any share of revenue or other benefit arising therefrom and at the applicants' own risk; and
(B) treat the sale of the Vendor Shares as void, in which case the sale of the Vendor Shares shall be deemed void; and the Vendor shall within seven days from the date of lodgement of the supplementary or replacement offer document, return all monies paid in respect of any application, without interest or any share of revenue or other benefit arising therefrom and at the applicants' own risk and inform the applicants to return the title documents within 14 Market Days from the date of lodgement of the supplementary or replacement offer document,

and you shall not have any claim against our Company, the Vendor, the Issue Manager and Full Sponsor and the Underwriter and Placement Agent.

Any applicant who wishes to exercise his option under paragraph 11 B (a) and (b) above to return the Invitation Shares issued and/or transferred to him shall, within 14 days from the date of lodgement of the Relevant Document, notify us of this and return all documents, if any, purporting to be evidence of title of those Invitation Shares, whereupon we and the Vendor shall, subject to compliance with the Constitution of our Company, within seven days from the receipt of such notification and documents, purchase the applicant's Invitation Shares at the Invitation Price and pay to him all monies paid by him for the Invitation Shares without interest or any share of revenue or other benefit arising therefrom and at his own risk, and those Invitation Shares shall be cancelled upon repurchase by our Company.

Additional terms and instructions applicable upon the lodgement of the Relevant Document, including instructions on how you can exercise the option to withdraw your application or return the Invitation Shares allotted and/or allocated to you, may be found in such Relevant Document.

12. In the event of an under-subscription for Offer Shares as at the close of the Application List, that number of Offer Shares under-subscribed shall be made available to satisfy applications for the Placement Shares to the extent that there is an over-subscription for Placement Shares as at the close of the Application List.

In the event of an under-subscription for Placement Shares as at the close of the Application List, that number of Placement Shares under-subscribed shall be made available to satisfy applications for Offer Shares to the extent that there is an over-subscription for Offer Shares as at the close of the Application List.

APPENDIX M – TERMS, CONDITIONS AND PROCEDURES FOR APPLICATION AND ACCEPTANCE

In the event of an over-subscription for Offer Shares as at the close of the Application List and Placement Shares are fully subscribed or over-subscribed as at the close of the Application List, the successful applications for Offer Shares will be determined by ballot or otherwise as determined by our Directors and the Vendor after consultation with the Issue and Full Sponsor, and the Underwriter and Placement Agent and approved by the SGX-ST.

In all the above instances, the basis of allotment of the Invitation Shares as may be decided by our Directors and the Vendor in ensuring a reasonable spread of shareholders of our Company, shall be made public as soon as practicable via an announcement through the SGX-ST and through an advertisement in a generally circulating daily press. You irrevocably authorise CDP to disclose the outcome of your application, including the number of Invitation Shares allocated to you pursuant to your application, to us, the Vendor, the Issue Manager and Full Sponsor, the Underwriter and Placement Agent and any other parties so authorised by the foregoing persons. CDP shall not be liable for any delays, failures, or inaccuracies in the recording, storage or transmission of delivery of data relating to Electronic Applications.

13. Any reference to “you” or the “applicant” in this section shall include an individual, a corporation, an approved nominee and trustee applying for the Offer Shares by way of an Offer Shares Application Form or by way of an Electronic Application and a person applying for the Placement Shares through the Underwriter and Placement Agent by way of a Placement Shares Application Form.
14. By completing and delivering an Application Form or by making and completing an Electronic Application by (in the case of an ATM Electronic Application) pressing the “Enter” or “OK” or “Confirm” or “Yes” or any other relevant key on the ATM (as the case may be) or by (in the case of an Internet Electronic Application or mBanking Application) clicking “Submit” or “Continue” or “Yes” or “Confirm” or any other relevant button on the IB website screen of the relevant Participating Banks or the mBanking interface of the relevant Participating Banks (as the case may be) in accordance with the provisions of this Offer Document, you:
 - (a) irrevocably offer, agree and undertake to subscribe for and/or purchase the number of Invitation Shares specified in your application (or such smaller number for which the application is accepted) at the Invitation Price for each Invitation Share and agree that you will accept such Invitation Shares as may be allotted and/or allocated to you, in each case on the terms of, and subject to the conditions set out in this Offer Document and the Constitution of our Company;
 - (b) agree that, in the event of any inconsistency between the terms and conditions for application set out in this Offer Document and those set out in the IB websites or ATMs of the relevant Participating Banks or the mBanking interface of the relevant Participating Banks, the terms and conditions set out in this Offer Document shall prevail;
 - (c) agree that the aggregate Invitation Price for the Invitation Shares applied for is due and payable to our Company and the Vendor upon application;
 - (d) warrant the truth and accuracy of the information contained, and representations and declarations made, in your application, and acknowledge and agree that such information, representations and declarations will be relied on by our Company and the Vendor in determining whether to accept your application and/or whether to allot and/or allocate any Invitation Shares to you;
 - (e) (i) issue consent to the collection, use, processing and disclosure of your name, NRIC/passport number or company registration number, address, nationality, permanent resident status, CDP Securities Account number, share application details (including share application amount), the outcome of your application (including the number of Invitation Shares allocated to you pursuant to your application) and other personal data (“**Personal Data**”) by the Share Registrar and Share Transfer Agent, CDP, SCCS, SGX-ST, the Participating Banks, our Company, the Vendor, the Issue Manager and

APPENDIX M – TERMS, CONDITIONS AND PROCEDURES FOR APPLICATION AND ACCEPTANCE

Full Sponsor, the Underwriter and Placement Agent and/or other authorised operators (the “**Relevant Parties**”) for the purpose of facilitating your application for the Invitation Shares, and in order for the Relevant Parties to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the “**Purposes**”) and warrant that such Personal Data is true, accurate and correct;

- (ii) warrant that where you, as an approved nominee company, disclose the Personal Data of the beneficial owner(s) to the Relevant Parties, you have obtained the prior consent of such beneficial owner(s) for the collection, use, processing and disclosure by the Relevant Parties of the Personal Data of such beneficial owner(s) for the Purposes;
 - (iii) agree that the Relevant Parties may do anything or disclose any Personal Data or matters without notice to you if the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent considers them to be required or desirable in respect of any applicable policy, law, regulation, government entity, regulatory authority or similar body; and
 - (iv) agree that you will indemnify the Relevant Parties in respect of any penalties, liabilities, claims, demands, losses and damages as a result of your breach of warranties. You also agree that the Relevant Parties shall be entitled to enforce this indemnity (collectively, the “**Personal Data Privacy Terms**”); and
 - (f) agree and warrant that, if the laws of any jurisdictions outside Singapore are applicable to your application, you have complied with all such laws and none of our Company, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent will infringe any such laws as a result of the acceptance of your application.
15. Our acceptance of applications will be conditional upon, among others, our Company and the Vendor being satisfied that:
- (a) permission has been granted by the SGX-ST to deal in and for quotation for all our existing Shares and the Invitation Shares on Catalist;
 - (b) the Full Sponsorship and Management Agreement and the Underwriting and Placement Agreement referred to in the section entitled “Plan of Distribution – Management, Underwriting and Placement Arrangements” of this Offer Document have become unconditional and have not been terminated or cancelled prior to such date as our Company may determine; and
 - (c) the SGX-ST, acting as agent on behalf of the Authority, has not served a stop order (“**Stop Order**”) which directs that no or no further shares to which this Offer Document relates be allotted and/or allocated or issued and/or transferred.
16. In the event that a Stop Order in respect of the Invitation Shares is served by the SGX-ST, acting as agent on behalf of the Authority or other competent authority, and
- (a) in the case where the Invitation Shares have not been issued and/or transferred, all applications shall be deemed to have been withdrawn and cancelled and our Company and the Vendor shall refund all monies paid on account of your application of the Invitation Shares (without interest or any share of revenue or other benefit arising therefrom and at your own risk) to you within 14 days of the date of the Stop Order; or

APPENDIX M – TERMS, CONDITIONS AND PROCEDURES FOR APPLICATION AND ACCEPTANCE

- (b) in the case where the Invitation Shares have already been issued and/or transferred but trading has not commenced and the issue and/or transfer of the Invitation Shares is required by the SFA to be deemed to be void, our Company and the Vendor shall, subject to compliance with the Constitution of our Company, within 14 days from the date of the Stop Order, purchase your Invitation Shares at the Invitation Price and pay to you all monies you have paid on account of your application for the Invitation Shares (without interest or any share of revenue or other benefit arising therefrom and at your own risk).

This shall not apply where only an interim Stop Order has been served.

If we are required by applicable Singapore laws to cancel issued or transferred Invitation Shares and repay application monies to applicants (including instances where a Stop Order is issued), subject to compliance with the Constitution of our Company, our Company will purchase the Invitation Shares at the Invitation Price.

17. In the event that an interim Stop Order in respect of the Invitation Shares is served by the SGX-ST, acting as agent on behalf of the Authority, or other competent authority, no Invitation Shares shall be issued and/or transferred to you during the time when the interim Stop Order is in force.
18. The SGX-ST, acting as agent on behalf of the Authority or other competent authority, is not able to serve a Stop Order in respect of the Invitation Shares if the Invitation Shares have been issued and/or transferred, listed on a securities exchange and trading in the Invitation Shares has commenced. In the event of any changes in the closure of the Application List or the time period during which the Invitation is open, we will publicly announce the same through a SGXNET announcement to be posted on the internet at the SGX-ST website, <http://www.sgx.com> and through a paid advertisement in a local English newspaper.
19. Our Company and the Vendor will not hold any application in reserve.
20. Our Company and the Vendor will not allot and/or allocate Shares on the basis of this Offer Document later than six months after the date of registration of this Offer Document by the SGX-ST, acting as agent on behalf of the Authority.
21. Additional terms and conditions for applications by way of Application Forms are set out on pages M-7 to M-11 of this Offer Document.
22. Additional terms and conditions for applications by way of Electronic Applications are set out on pages M-11 to M-16 of this Offer Document.

ADDITIONAL TERMS AND CONDITIONS FOR APPLICATIONS USING APPLICATION FORMS

Applications by way of an Application Form shall be made on, and subject to, the terms and conditions of this Offer Document including but not limited to the terms and conditions appearing below as well as those set out in the section entitled “Terms, Conditions and Procedures for Application and Acceptance” of this Offer Document, as well as the Constitution of our Company.

1. Your application for the Offer Shares must be made using the **WHITE** Application Forms and **WHITE** envelopes “A” and “B” for Offer Shares, the **BLUE** Application Forms for Placement Shares, accompanying and forming part of this Offer Document.
2. We draw your attention to the detailed instructions contained in the respective Application Forms and this Offer Document for the completion of the Application Forms which must be carefully followed. **Our Company and the Vendor, in consultation with the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent reserves the right to reject applications which do not conform strictly to the instructions set out in the Application Forms and this Offer Document or to the terms and conditions of this Offer Document or which are illegible, incomplete, incorrectly completed or which are accompanied by improperly drawn remittances or improper form of remittance.**

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3. Your Application Forms must be completed in English. Please type or write clearly in ink using **BLOCK LETTERS**.
4. All spaces in the Application Forms except those under the heading “FOR OFFICIAL USE ONLY” must be completed and the words “NOT APPLICABLE” or “N.A.” should be written in any space that is not applicable.
5. Individuals, corporations, approved nominee companies and trustees must give their names in full. If you are an individual, you must make your application using your full names as it appears in your identity cards (if you have such an identification document) or in your passports and, in the case of a corporation, in your full name as registered with a competent authority. If you are a non-individual, you must complete the Application Form under the hand of an official who must state the name and capacity in which he signs the Application Form. If you are a corporation completing the Application Form, you are required to affix your Common Seal (if any) in accordance with your constitution or equivalent constitutive documents of the corporation. If you are a corporate applicant and your application is successful, a copy of your constitution or equivalent constitutive documents must be lodged with our Company’s Share Registrar and Share Transfer Agent. Our Company and the Vendor reserve the right to require you to produce documentary proof of identification for verification purposes.
 - (a) You must complete Sections A and B and sign page 1 of the Application Form.
 - (b) You are required to delete either paragraph 7(a) or 7(b) on page 1 of the Application Form. Where paragraph 7(a) is deleted, you must also complete Section C of the Application Form with particulars of the beneficial owner(s).
 - (c) If you fail to make the required declaration in paragraph 7(a) or 7(b), as the case may be, on page 1 of the Application Form, your application is liable to be rejected.
6. You (whether you are an individual or corporate applicant, whether incorporated or unincorporated and wherever incorporated or constituted) will be required to declare whether you are a citizen or permanent resident of Singapore or a corporation in which citizens or permanent residents of Singapore or any body corporate constituted under any statute of Singapore having an interest in the aggregate of more than 50.0% of the issued share capital of or interests in such corporations.

If you are an approved nominee company, you are required to declare whether the beneficial owner of the Invitation Shares is a citizen or permanent resident of Singapore or a corporation, whether incorporated or unincorporated and wherever incorporated or constituted, in which citizens or permanent residents of Singapore or any body corporate whether incorporated or unincorporated and wherever incorporated or constituted under any statute of Singapore have an interest in the aggregate of more than 50.0% of the issued share capital of or interests in such corporation.

Your application must be accompanied by a remittance in Singapore currency for the full amount payable, in respect of the number of Invitation Shares applied for, in the form of a BANKER’S DRAFT or CASHIER’S ORDER drawn on a bank in Singapore, made out in favour of “LUM CHANG CREATIONS LIMITED - SHARE ISSUE ACCOUNT” crossed “A/C PAYEE ONLY”, and with your name and address written clearly on the reverse side. **Applications not accompanied by any payment or accompanied by any other form of payment will not be accepted.** We will reject remittances bearing “NOT TRANSFERABLE” or “NON TRANSFERABLE” crossings. No acknowledgement or receipt will be issued by our Company, the Vendor or the Sponsor for applications and application monies received.

7. Monies paid in respect of unsuccessful applications are expected to be returned (without interest or any share of revenue or other benefit arising therefrom) to you by ordinary post within 24 hours of balloting of applications at your own risk. Where your application is rejected or accepted in part only, the full amount or the balance of the application monies, as the case may be, will be refunded (without interest or any share of revenue or other benefit arising therefrom) to you by ordinary post

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at your own risk within 14 days after the close of the Application List, provided that the remittance accompanying such application which has been presented for payment or other processes has been honoured and application monies have been received in the designated share issue account. In the event that the Invitation does not proceed for any reason, the full amount of the application monies received will be refunded (without interest or any share of revenue or other benefit arising therefrom) to you by ordinary post at your own risk within five Market Days of the termination of the Invitation. In the event that the Invitation is cancelled by us following the issuance of a Stop Order by the SGX-ST, acting as agent on behalf of the Authority, the application monies received will be refunded (without interest or any share of revenue or other benefit arising therefrom) to you by ordinary post at your own risk within 14 days from the date of the Stop Order.

8. Capitalised terms used in the Application Forms and defined in this Offer Document shall bear the meanings assigned to them in this Offer Document.
9. You irrevocably agree and acknowledge that your application is subject to risks of fires, acts of God and other events beyond the control of the Participating Banks, our Company, our Directors, the Vendor, the Issue Manager and Full Sponsor, the Underwriter and Placement Agent and/or any other party involved in the Invitation, and if, in any such event, our Company, the Vendor, the Issue Manager and Full Sponsor, the Underwriter and Placement Agent and/or the relevant Participating Bank do not receive your Application Form, you shall have no claim whatsoever against our Company, the Vendor, the Issue Manager and Full Sponsor, the Underwriter and Placement Agent, the relevant Participating Bank and/or any other party involved in the Invitation for the Invitation Shares applied for or for any compensation, loss or damage.
10. By completing and delivering the Application Form, you agree that:
 - (a) in consideration of our Company and the Vendor having distributed the Application Form to you and agreeing to close the Application List at 12.00 noon on 17 July 2025 or such other time or date as our Company and the Vendor may, in consultation with the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent decide and by completing and delivering the Application Form:
 - (i) your application is irrevocable; and
 - (ii) your remittance will be honoured on first presentation and that any monies returnable may be held pending clearance of your payment without interest or any share of revenue or other benefit arising therefrom;
 - (b) neither our Company, the Vendor, the Issue Manager and Full Sponsor, the Underwriter and Placement Agent nor any other party involved in the Invitation shall be liable for any delays, failures or inaccuracies in the recording, storage or in the transmission or delivery of data relating to your application to us or CDP due to breakdowns or failure of transmission, delivery or communication facilities or any risks referred to in paragraph 10 above or to any cause beyond their respective controls;
 - (c) all applications, acceptances and contracts resulting therefrom under the Invitation shall be governed by and construed in accordance with the laws of Singapore and that you irrevocably submit to the non-exclusive jurisdiction of the Singapore courts;
 - (d) in respect of the Invitation Shares for which your application has been received and not rejected, acceptance of your application shall be constituted by written notification and not otherwise, notwithstanding any remittance being presented for payment by or on behalf of our Company;
 - (e) you will not be entitled to exercise any remedy of rescission for misrepresentation at any time after acceptance of your application;

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- (f) in making your application, reliance is placed solely on the information contained in this Offer Document and that none of our Company, the Vendor, the Issue Manager and Full Sponsor, the Underwriter and Placement Agent or any other person involved in the Invitation shall have any liability for any information not so contained;
- (g) you accept and agree to the Personal Data Privacy Terms set out in this Offer Document;
- (h) for the purposes of facilitating your application, you consent to the collection, use, processing and disclosure, by or on behalf of our Company and the Vendor, of your Personal Data to the Relevant Parties in accordance with the Personal Data Privacy Terms; and
- (i) you irrevocably agree and undertake to subscribe for and/or purchase the number of Invitation Shares applied for as stated in the Application Form or any smaller number of such Invitation Shares that may be allotted and/or allocated to you in respect of your application. In the event that our Company and the Vendor decides to allot and/or allocate a smaller number of Invitation Shares or not to allot and/or allocate any Invitation Shares to you, you agree to accept such decision as final.

Applications for Offer Shares

1. Your application for Offer Shares **MUST** be made using the **WHITE** Offer Shares Application Forms and **WHITE** official envelopes “A” and “B”. **ONLY ONE APPLICATION** should be enclosed in each envelope.
2. You must:
 - (a) enclose the **WHITE** Offer Shares Application Form, duly completed and signed, together with the correct remittance in accordance with the terms and conditions of this Offer Document in the **WHITE** envelope “A” provided;
 - (b) in the appropriate spaces on **WHITE** envelope “A”:
 - (i) write your name and address;
 - (ii) state the number of Offer Shares applied for;
 - (iii) tick the relevant box to indicate the form of payment; and
 - (iv) affix adequate Singapore postage;
 - (c) seal the **WHITE** envelope “A”;
 - (d) write, in the special box provided on the larger **WHITE** envelope “B” addressed to **LUM CHANG CREATIONS LIMITED C/O BOARDROOM CORPORATE & ADVISORY SERVICES PTE. LTD., 1 HARBOURFRONT AVENUE, #14-07 KEPPEL BAY TOWER, SINGAPORE 098632**, the number of Offer Shares for which the application is made; and
 - (e) insert **WHITE** envelope “A” into **WHITE** envelope “B”, seal **WHITE** envelope “B”, affix adequate Singapore postage on **WHITE** official envelope “B” (if despatching by ordinary post) and thereafter **DESPATCH BY ORDINARY POST OR DELIVER BY HAND** at your own risk to **LUM CHANG CREATIONS LIMITED C/O BOARDROOM CORPORATE & ADVISORY SERVICES PTE. LTD., 1 HARBOURFRONT AVENUE, #14-07 KEPPEL BAY TOWER, SINGAPORE 098632**, to arrive by 17 July 2025 or such other time as our Company and the Vendor may, in consultation with the Issue Manager and Full Sponsor and the Underwriter and Placement Agent decide. **Local Urgent Mail or Registered Post must NOT be used.** No acknowledgement of receipt will be issued for any application or remittance received.
3. Applications that are illegible, incomplete or incorrectly completed or accompanied by improperly drawn remittances or improper form of remittance or which are not honoured upon their first presentation are liable to be rejected.

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Applications for Placement Shares

1. Your application for Placement Shares **MUST** be made using the **BLUE** Placement Shares Application Forms. **ONLY ONE APPLICATION** should be enclosed in each envelope.
2. The completed and signed **BLUE** Placement Shares Application Form and the correct remittance in full in respect of the number of Placement Shares applied for (in accordance with the terms and conditions of this Offer Document) with your name and address written clearly on the reverse side, must be enclosed and sealed in an envelope to be provided by you. You must affix adequate Singapore postage on the envelope (if despatching by ordinary post) and thereafter the sealed envelope must be **DESPATCHED BY ORDINARY POST OR DELIVERED BY HAND** at your own risk **LUM CHANG CREATIONS LIMITED C/O BOARDROOM CORPORATE & ADVISORY SERVICES PTE. LTD., 1 HARBOURFRONT AVENUE, #14-07 KEPPEL BAY TOWER, SINGAPORE 098632, to arrive by 17 July 2025 or such other time as our Company and the Vendor may, in consultation with the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent, decide. Local Urgent Mail or Registered Post must NOT be used.** No acknowledgement of receipt will be issued for any application or remittance received.
3. Applications that are illegible, incomplete or incorrectly completed or accompanied by improperly drawn remittances or improper form of remittance or which are not honoured upon their first presentation are liable to be rejected.

ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATIONS

The procedures for Electronic Applications are set out on the ATM screens (in the case of ATM Electronic Applications) and the IB website screens (in the case of Internet Electronic Applications) of the relevant Participating Banks and the mBanking interface of the relevant Participating Banks (in the case of mBanking Applications). For illustration purposes, the procedures for Electronic Applications through ATMs and the IB website of Oversea-Chinese Banking Corporation Limited (“**OCBC**”) are set out respectively in the “Steps for an ATM Electronic Application through ATMs of OCBC”, the “Steps for an Internet Electronic Application through the IB website of OCBC” and the “Steps for mBanking Applications through the OCBC application” (collectively, the “**Steps**”) appearing on pages M-16 to M-26 of this Offer Document.

The Steps set out the actions that you must take at an ATM or the IB website or mBanking interface of OCBC to complete an Electronic Application to complete an Electronic Application. Please read carefully the terms of this Offer Document, the Steps and the terms and conditions for Electronic Applications set out below before making an Electronic Application. Any reference to “you” or the “applicant” in this section “Additional Terms and Conditions for Electronic Applications” and the Steps shall refer to you making an application for Offer Shares through an ATM or the IB website of a relevant Participating Bank.

You must have an existing bank account with and be an ATM cardholder of one of the Participating Banks before you can make an Electronic Application at the ATMs. An ATM card issued by one Participating Bank cannot be used to apply for Offer Shares at an ATM belonging to other Participating Banks. For an Internet Electronic Application, you must have an existing bank account with an IB User Identification (“**User ID**”) and a Personal Identification Number/ Password (“**PIN**”) given by the relevant Participating Bank. The Steps set out the actions that you must take at ATMs or the IB website of OCBC to complete an Electronic Application. The actions that you must take at the ATMs, the IB websites, or the mBanking interface of other Participating Banks are set out on the ATM screens or the IB website screens or the mBanking interface of the relevant Participating Banks. Upon the completion of your ATM Electronic Application transaction, you will receive an ATM transaction slip (“**Transaction Record**”), confirming the details of your Electronic Application. Upon completion of your Internet Electronic Application through the IB website of the relevant Participating Bank or your mBanking Application through the mBanking interface of the relevant Participating Bank, there will be an on-screen confirmation (“**Confirmation Screen**”) of the application which can be printed for your record. The Transaction Record or your printed record of the Confirmation Screen is for your retention and should not be submitted with any Application Form.

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You must ensure that you enter your own Securities Account number when using the ATM card issued to you in your own name. If you fail to use your own ATM card or if you do not key in your own Securities Account number, your application will be rejected. If you operate a joint bank account with any of the Participating Banks, you must ensure that you enter your own Securities Account number when using the ATM card issued to you in your own name. Using your own Securities Account number with an ATM card which is not issued to you in your own name will render your ATM Electronic Application liable to be rejected.

You must ensure, when making an Internet Electronic Application or a mBanking Application, that your mailing address for the account selected for the application is in Singapore and the application is being made in Singapore and you will be asked to declare accordingly. Otherwise your application is liable to be rejected. In connection with this, you will be asked to declare that you are in Singapore at the time when you make the application.

You shall make an Electronic Application in accordance with and subject to the terms and conditions of this Offer Document including but not limited to the terms and conditions appearing below and those set out in the section entitled “Terms, Conditions and Procedures for Application and Acceptance” of this Offer Document as well as the Constitution of our Company.

1. In connection with your Electronic Application for Offer Shares, you are required to confirm statements to the following effect in the course of activating your Electronic Application:
 - (a) **that you have received a copy of this Offer Document (in the case of ATM Electronic Applications only) and have read, understood and agreed to all the terms and conditions of application for Offer Shares and this Offer Document prior to effecting the Electronic Application and agree to be bound by the same;**
 - (b) **you accept and agree to the Personal Data Privacy Terms set out in this Offer Document;**
 - (c) **that, for the purposes of facilitating your application, you consent to the collection, use, processing and disclosure, by or on behalf of our Company and the Vendor, of your Personal Data from your records with the relevant Participating Bank to the Relevant Parties in accordance with the Personal Data Privacy Terms; and**
 - (d) **that this is your only application for Offer Shares and it is made in your own name and at your own risk.**

Your application will not be successfully completed and cannot be recorded as a completed transaction in the ATM, on the IB website screen or the mBanking interface unless you press the “Enter” or “Confirm” or “Yes” or “OK” or any other relevant key in the ATM or click “Confirm” or “OK” or “Submit” or “Continue” or “Yes” or any other relevant button on the IB website screen of the Participating Banks or the mBanking interface of the relevant Participating Bank. By doing so, you shall be treated as signifying your confirmation of each of the above three statements. In respect of statement 1(b) above, such confirmation, shall signify and shall be treated as your written permission, given in accordance with the relevant laws of Singapore including Section 47(2) of the Banking Act 1970 of Singapore to the disclosure by the relevant Participating Bank of the Relevant Particulars to the Relevant Parties.

2. **BY MAKING AN ELECTRONIC APPLICATION, YOU CONFIRM THAT YOU ARE NOT APPLYING FOR OFFER SHARES AS A NOMINEE OF ANY OTHER PERSON AND THAT ANY ELECTRONIC APPLICATION THAT YOU MAKE IS THE ONLY APPLICATION MADE BY YOU AS THE BENEFICIAL OWNER.**

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YOU SHOULD MAKE ONLY ONE ELECTRONIC APPLICATION FOR OFFER SHARES AND SHOULD NOT MAKE ANY OTHER APPLICATION FOR OFFER SHARES OR PLACEMENT SHARES, WHETHER AT THE ATMS OR THE IB WEBSITE OF ANY OF THE PARTICIPATING BANKS OR THE MBANKING INTERFACE OF THE RELEVANT PARTICIPATING BANK, AS THE CASE MAY BE, OR ON THE APPLICATION FORMS. IF YOU HAVE MADE AN APPLICATION FOR OFFER SHARES OR PLACEMENT SHARES ON AN APPLICATION FORM, YOU SHALL NOT MAKE AN ELECTRONIC APPLICATION FOR OFFER SHARES AND VICE VERSA.

3. You must have sufficient funds in your bank account with your Participating Bank at the time you make your Electronic Application at the ATM or the IB website or the mBanking interface of the relevant participating bank, failing which your Electronic Application will not be completed or accepted. Any Electronic Application which does not conform strictly to the instructions set out in this Offer Document or on the screens of the ATM or the IB website of the relevant Participating Bank or on the mBanking interface of the relevant Participating Bank through which your Electronic Application is being made shall be rejected.

You may make an ATM Electronic Application at the ATM of any Participating Bank, an Internet Electronic Application at the IB website of the relevant Participating Bank or an mBanking Application through the mBanking interface of the relevant Participating Bank for the Offer Shares using only cash by authorising such Participating Bank to deduct the full amount payable from your account with such Participating Bank.

4. You irrevocably agree and undertake to subscribe for and/or to accept the number of Offer Shares applied for as stated on the Transaction Record or the Confirmation Screen or any lesser number of Offer Shares that may be allotted and/or allocated to you in respect of your Electronic Application.

In the event that our Company and the Vendor decide to allot and/or allocate any lesser number of such Offer Shares or not to allot and/or allocate any Offer Shares to you, you agree to accept such decision as final. If your Electronic Application is successful, your confirmation (by your action of pressing the “Enter” or “Confirm” or “Yes” or “OK” or any other relevant key on the ATM or clicking “Confirm” or “OK” or “Submit” or “Continue” or “Yes” or any other relevant button on the IB website screen of the Participating Banks or the mBanking interface of the relevant Participating Bank) of the number of Offer Shares applied for shall signify and shall be treated as your acceptance of the number of Offer Shares that may be allotted and/or allocated to you and your agreement to be bound by the Constitution of our Company. You also irrevocably authorise CDP to complete and sign on your behalf as transferee or renounee any instrument of transfer and/or other documents required for the transfer of the Offer Shares that may be allotted and/or allocated to you.

5. **Our Company and the Vendor will not keep any applications in reserve.** Where your Electronic Application is unsuccessful, the full amount of the application monies will be refunded in Singapore currency (without interest or any share of revenue or other benefit arising therefrom) to you by being automatically credited to your account with your Participating Bank within 24 hours of balloting of the applications provided that the remittance in respect of such application which has been presented for payment or other processes have been honoured and the application monies have been received in the designated share issue account. **Trading on a “WHEN ISSUED” basis, if applicable, is expected to commence after such refund has been made.**

Where your Electronic Application is rejected or accepted in part only, the full amount or the balance of the application monies, as the case may be, will be refunded in Singapore currency (without interest or any share of revenue or other benefit arising therefrom) to you by being automatically credited to your account with your Participating Bank within 14 days after the close of the Application List provided that the remittance in respect of such application which has been presented for payment or other processes have been honoured and the application monies have been received in the designated share issue account.

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Responsibility for timely refund of application monies arising from unsuccessful or partially successful Electronic Applications lies solely with the respective Participating Banks. Therefore, you are strongly advised to consult your Participating Bank as to the status of your Electronic Application and/or the refund of any monies to you from unsuccessful or partially successful Electronic Application, to determine the exact number of Offer Shares allotted and/or allocated to you before trading the Offer Shares on Catalist. You may also call CDP Phone at 6535 7511 to check the provisional results of your application by using your T-pin (issued by CDP upon your application for the service) and keying in the stock code (that will be made available together with the results of the allotment via an announcement through the SGX-ST and by advertisement in a generally circulating daily press). To sign up for the service, you may contact CDP customer service officers. Neither the SGX-ST, the CDP, the SCCS, the Participating Banks, our Company, the Vendor, the Issue Manager and Full Sponsor, nor the Underwriter and Placement Agent assume any responsibility for any loss that may be incurred as a result of you having to cover any net sell positions or from buy-in procedures activated by the SGX-ST.

6. If your Electronic Application is unsuccessful, no notification will be sent by the relevant Participating Banks.

If you make Electronic Applications through the ATMs or the IB websites of the following Participating Banks, you may check the provisional results of your Electronic Applications as follows:

Bank	Telephone	ATM/Internet	Operating Hours	Service Expected From
OCBC	1 800 363 3333	ATM/Phone Banking/ Internet Banking http://www.ocbc.com	24 hours a day	Evening of the balloting day
United Overseas Bank Limited ("UOB")	1 800 222 2121	ATM (Other Transactions - "IPO Enquiry")/Phone Banking/Internet Banking http://www.uobgroup.com	24 hours a day	Evening of the balloting day

Notes:

- (1) Applicants who have made Electronic Application through OCBC's ATMs, IB website or mBanking interface may check the results of their applications through OCBC Personal Internet Banking, OCBC ATMs or OCBC Phone Banking Service.
- (2) Applicants who have made Electronic Applications through UOB's ATM, IB website or mBanking interface may check the results of their Electronic Application through UOB Personal Internet Banking, UOB's ATMs or UOB Phone Banking Services.

7. You irrevocably agree and acknowledge that your Electronic Application is subject to risks of electrical, electronic, technical and computer-related faults and breakdowns, fires, acts of God and other events beyond the control of the Participating Banks, our Company, the Vendor, the Issue Manager and Full Sponsor, and the Underwriter and Placement Agent and if, in any such event, our Company, the Vendor, the Issue Manager and Full Sponsor, the Underwriter and Placement Agent and/or the relevant Participating Bank do not receive your Electronic Application, or data relating to your Electronic Application or the tape or any other devices containing such data is lost, corrupted or not otherwise accessible, whether wholly or partially for whatever reason, you shall be deemed not to have made an Electronic Application and you shall have no claim whatsoever against our Company, our Directors, the Vendor, the Issue Manager and Full Sponsor, the Underwriter and Placement Agent and/or the relevant Participating Bank for Offer Shares applied for or for any compensation, loss or damage.

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8. **Electronic Applications shall close at 12.00 noon on 17 July 2025 or such other time as our Company and the Vendor may, in consultation with the Issue Manager and Full Sponsor and the Underwriter and Placement Agent, decide.** Subject to the paragraph above, all Internet Electronic Applications and mBanking Applications are deemed to be received when it enters the designated information system of the relevant Participating Bank, that is, when there is an on-screen confirmation of the application.
9. You are deemed to have irrevocably requested and authorised our Company to:
 - (a) register the Offer Shares allotted and/or allocated to you in the name of CDP for deposit into your Securities Account;
 - (b) send the relevant Share certificate(s) to CDP;
 - (c) return or refund (without interest or any share of revenue or other benefit arising therefrom) the application monies, should your Electronic Application be unsuccessful, by automatically crediting your bank account with your Participating Bank with the relevant amount within 24 hours of the balloting of applications; and
 - (d) return or refund (without interest or any share of revenue or other benefit arising therefrom) the balance of the application monies should your Electronic Application be accepted in part only, by automatically crediting your bank account with your Participating Bank with the relevant amount within 14 days after the close of the Application List.
10. We do not recognise the existence of a trust. Any Electronic Application by a trustee must be made in your own name and without qualification. Our Company will reject any application by any person acting as nominee except those made by approved nominee companies only.
11. All your particulars in the records of your relevant Participating Bank at the time you make your Electronic Application shall be deemed to be true and correct and your relevant Participating Bank and the Relevant Parties shall be entitled to rely on the accuracy thereof. If there has been any change in your particulars after the time of the making of your Electronic Application, you shall promptly notify your relevant Participating Bank.
12. **You should ensure that your personal particulars as recorded by both CDP and the relevant Participating Bank are correct and identical, otherwise, your Electronic Application is liable to be rejected.** You should promptly inform CDP of any change in address, failing which the notification letter on successful allotment will be sent to your address last registered with CDP.
13. By making and completing an Electronic Application, you are deemed to have agreed that:
 - (a) in consideration of our Company making available the Electronic Application facility, through the Participating Banks as the agents of our Company, at the ATMs and IB websites of the relevant Participating Banks and the mBanking interface of the relevant Participating Banks (if any):
 - (i) your Electronic Application is irrevocable; and
 - (ii) your Electronic Application, our acceptance and the contract resulting therefrom under the Invitation shall be governed by and construed in accordance with the laws of Singapore and you irrevocably submit to the non-exclusive jurisdiction of the Singapore courts;

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- (b) neither our Company, the Vendor, the Issue Manager and Full Sponsor, the Underwriter and Placement Agent, the Participating Banks nor CDP shall be liable for any delays, failures or inaccuracies in the recording, storage or in the transmission or delivery of data relating to your Electronic Application to our Company or CDP due to breakdowns or failure of transmission, delivery or communication facilities or any risks referred to in paragraph 7 above or to any cause beyond our respective controls;
- (c) in respect of Offer Shares for which your Electronic Application has been successfully completed and not rejected, acceptance of your Electronic Application shall be constituted by written notification by or on behalf of our Company and not otherwise, notwithstanding any payment received by or on behalf of our Company;
- (d) you will not be entitled to exercise any remedy of rescission or misrepresentation at any time after acceptance of your application; and
- (e) in making your application, reliance is placed solely on the information contained in this Offer Document and that none of our Company, the Vendor, Issue Manager and Full Sponsor, the Underwriter and Placement Agent or any other person involved in the Invitation shall have any liability for any information not so contained.

Steps for ATM Electronic Applications through ATMs of OCBC

Steps for ATM Electronic Applications for Public Offer Shares through ATMs of OCBC instructions for ATM Electronic Applications will appear on the ATM screens of the respective Participating Bank. For illustration purposes, the steps for making an ATM Electronic Application through an OCBC ATM are shown below. Certain words appearing on the screen are in abbreviated form (A/C, amt, appln, &, I/C, No., SGX and Max refer to Account, amount, application, and, NRIC, Number, the SGX-ST and Maximum, respectively). Instructions for ATM Electronic Applications on the ATM screens of Participating Banks (other than OCBC), may differ slightly from those represented below.

Owing to space constraints on the OCBC's ATM screens, the following terms will appear in abbreviated form:

"CDP"	:	THE CENTRAL DEPOSITORY (PTE) LIMITED
"CPF"	:	CENTRAL PROVIDENT FUND
"IC/PP NO."	:	NRIC or PASSPORT NUMBER
"PIN"	:	PERSONAL IDENTIFICATION NUMBER
"PR"	:	PERMANENT RESIDENT
"QTY"	:	QUANTITY
"SCCS"	:	SECURITIES CLEARING & COMPUTER SERVICES (PTE) LTD

- Steps 1: Insert your personal OCBC ATM Card and key in your personal identification number.
- 2: Select "LANGUAGE"
 - 3: Enter your Personal Identification Number.
 - 4: Select "MORE SERVICES".
 - 5: Select "INVESTMENT SERVICES".
 - 6: Select "ELECTRONIC SECURITY APPLICATION".

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- 7: Select “LCC”
- 8: For an applicant making an Electronic Application at the ATM for the first time:
- For non-Singaporeans – Press the “Yes” if you are a permanent resident of Singapore, otherwise, press the “No”.
 - Enter your 12-digit CDP Securities Account number e.g. 1681XXXXXXX and press “Yes” to confirm that the CDP Securities Account number you have entered is correct.
- 9: Read and confirm your personal particulars including your CDP Number, IC/PP No., Nationality and PR Status (if applicable).
- 10: Read and understand the following statements which will appear on the screen:

IMPORTANT:

- READ THE OFFER DOCUMENT BEFORE SUBSCRIBING FOR THE SECURITIES.
- OBTAIN THE OFFER DOCUMENT FROM OUR BANK BRANCHES, WEBSITE OR VIA THE FOLLOWING QR CODE.



WWW.OCBC.COM/IPO

(Scan the QR code or proceed to www.ocbc.com/ipo to read the offer documents for the security that you are applying for)

PRESS “TO PROCEED WITH APPLICATION, PRESS >” to continue with the application on the ATM.

WARNING

- ALL INVESTMENTS COME WITH RISKS.
- YOU CAN LOSE MONEY ON YOUR INVESTMENT.
- INVEST ONLY IF YOU UNDERSTAND YOU CAN MONITOR YOUR INVESTMENT (Press “TO CONTINUE, PRESS >” to continue)

RISK WARNING FOR EQUITIES

- THE ISSUER MAY NOT ALWAYS PAY YOU DIVIDENDS.
- YOU WILL LIKELY LOSE MONEY IF THE ISSUER GETS INTO FINANCIAL DIFFICULTIES.
- IF THE ISSUER IS WOUND UP, SHAREHOLDERS WILL BE THE LAST TO BE PAID OFF.

(Press “TO CONTINUE, PRESS >” to continue)

APPENDIX M – TERMS, CONDITIONS AND PROCEDURES FOR APPLICATION AND ACCEPTANCE

PLEASE CONFIRM THAT

- YOU HAVE READ, UNDERSTOOD AND AGREED TO ALL TERMS OF APPLICATION SET OUT IN THE PROSPECTUS/OFFER INFORMATION STATEMENT/DOCUMENT/SUPPLEMENTARY DOCUMENT/SIMPLIFIED DISCLOSURE DOCUMENT AND/OR PRODUCT HIGHLIGHTS SHEET.
- YOU ARE RESPONSIBLE FOR YOUR OWN INVESTMENT DECISIONS.

(Press “CONFIRM” to continue)

PLEASE CONFIRM THAT

- YOU CONSENT TO THE DISCLOSURE OF YOUR NAME, NRIC/PASSPORT NO., ADDRESS, NATIONALITY, SECURITIES A/C NO., QTY OF SECURITIES APPLIED FOR AND CPF INVESTMENT A/C NO., TO SHARE REGISTRAR, CDP, CPF, SCCS, SGX-ST, ISSUERS AND VENDORS.
- THIS APPLICATION IS MADE IN YOUR OWN NAME AND AT YOUR OWN RISK.

(Press “CONFIRM” to continue)

PLEASE NOTE THAT YOU SHOULD:

- DIVERSIFY YOUR INVESTMENTS.
- AVOID INVESTING A LARGE PORTION OF YOUR MONEY IN A SINGLE ISSUER.

(Press “TO CONTINUE, PRESS” to continue)

- 11: Select or enter the number of securities you wish to apply for using cash.
- 12: Select the type of bank account from which to debit your application moneys.
- 13: Check the details of your securities application appearing on the screen and press “CONFIRM” to confirm your application.
- 14: Transaction is completed. Remove the ATM Transaction Record for your reference and retention only.

Steps for an Internet Electronic Application through the IB website of OCBC

For illustrative purposes, the steps for making an Internet Electronic Application through the OCBC IB website are shown below. Certain words appearing on the screen are in abbreviated form (“&” and “I/C” refer to “and” and “NRIC”, respectively).

- Step 1: Go to OCBC website at <https://www.ocbc.com>.
- 2: Click on Login to Internet Banking – Personal Banking.
 - 3: Enter your Access code and PIN.
 - 4: Under Investments & Insurance on the top navigation, select Electronic Securities Application
 - 5: Enter your One-time password.

APPENDIX M – TERMS, CONDITIONS AND PROCEDURES FOR APPLICATION AND ACCEPTANCE

6: Under Apply for Securities, click “Yes” to represent and warrant that you are (1) currently living in Singapore, (2) your country of residence, (3) that your mailing address is in Singapore, (4) that you are not a U.S. person (click on the blue ‘i’ icon to read the definition of U.S. person below), and that (5) you have complied with all applicable laws and regulations.

- “U.S. person” is defined in Rule 902 of Regulation S under the US Securities Act 1933 to mean:

- (i) any natural person resident in the United States;
- (ii) any partnership or corporation organised or incorporated under the laws of the United States;
- (iii) any estate of which any executor or administrator is a U.S. person;
- (iv) any trust of which any trustee is a U.S. person;
- (v) any agency or branch of a foreign entity located in the United States;
- (vi) any non-discretionary account or similar account (other than an estate or trust) held by a dealer or other fiduciary for the benefit or account of a U.S. person;
- (vii) any discretionary account or similar account (other than an estate or trust) held by a dealer or other fiduciary organised, incorporated, or (if an individual) resident in the United States; and
- (viii) any partnership or corporation if:
 - a. organised or incorporated under the laws of any foreign jurisdiction; and
 - b. formed by a U.S. person principally for the purpose of investing in securities not registered under the Act, unless it is organised or incorporated, and owned, by accredited investors (as defined in §230.501(a)) who are not natural persons, estates or trusts.

7: Read and acknowledge the Important Declaration below:

Electronic security application (ESA)

1) Investment Risk

All investments involve risk. You should read the Offering Documents in connection with the offer to understand more about the security in question before making any application. You need to apply for the security in question in the manner set out in the Offering Documents.

2) Offering Documents

Offering Documents are defined as the prospectus, offer information statement, simplified disclosure document, product highlights sheet, document or profile statement (and a replacement copy of or addition to these documents, if relevant). Where applicable, these Offering Documents have been lodged with and registered by the Monetary Authority of Singapore or the Singapore Exchange Securities Trading Limited, each of which takes no responsibility for its or their contents.

APPENDIX M – TERMS, CONDITIONS AND PROCEDURES FOR APPLICATION AND ACCEPTANCE

Information in connection with the offering of securities is contained in the Offering Document. No person is authorised to give any information or make any representation in connection with the offering of securities listed on our website.

Please read the Offering Documents in its entirety and the section headed “**Risk Factors**” to understand the security in question. Copies of Offering Documents can be obtained through the following means.

A. Digital Copy

The offer of securities on OCBC Internet Banking is accompanied with a copy of the Offering Documents in PDF format.

B. Physical Copy

Physical copies of the Offering Documents can be obtained from the issue manager or if applicable (as provided for in the Offering Documents) the parties stated in the Offering Document including, but not limited to, OCBC branches in Singapore, members of the Association of Banks in Singapore, members of the Singapore Exchange Securities Trading Limited and merchant banks in Singapore during normal banking or working hours.

C. Warranty

We do not represent or warrant that the information in an Offering Document listed on our website is accurate or complete.

D. Context

Words and expressions not defined in this application have the same meaning as in the main prospectus, offer information statement, document or profile statement, unless the context gives them a different meaning.

3) Distribution

A. Singapore only

The securities mentioned in this application have not been approved for offer, subscription, sale or purchase by any authority outside Singapore and are meant to be available only to residents of Singapore. The information in this application is not intended to be or does not constitute a distribution, an offer to sell or a solicitation of an offer to buy any securities in any country in which such a distribution or offer is not authorised to any person.

B. United States

The information herein is not to be published or distributed in or into United States of America. The securities mentioned in this application have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the US Securities Act) or the securities laws of any state of the United States and must not be offered or sold in the United States or to, or for the account or benefit of, any person within the United States or any U.S. person (as defined in Regulation S under the U.S. Securities Act). There will be no public offer of the securities mentioned in this application in the United States. Any failure to comply with this restriction may break United States securities laws.

4) Laws & Regulations

You must comply with all laws and regulations that apply to you when accessing the information in this application. If you are in any doubt about which laws and regulations apply to you or the action you should take, you must check with your professional advisers immediately.

APPENDIX M – TERMS, CONDITIONS AND PROCEDURES FOR APPLICATION AND ACCEPTANCE

Important Note:

- (a) all investments come with risk, including the risk that the investor may lose all or part of his investment;
- (b) the potential investor is responsible for his own investment decisions; and
- (c) the potential investor should read the prospectus, offer information statements and product highlights sheet (as applicable) before making the application to subscribe for the securities or units in a CIS.

(d) WARNING

ALL INVESTMENTS COME WITH RISKS.

YOU CAN LOSE MONEY ON YOUR INVESTMENT. INVEST ONLY IF YOU UNDERSTAND AND CAN MONITOR YOUR INVESTMENT.

RISK WARNING FOR ASSET BACKED SECURITIES

- You are lending money to the issuer who owns the underlying assets.
- Whether you receive interest or your principal back depends on the cash flow from the underlying assets.
- Know how to monitor the cash flow from the underlying assets.
- You may not be able to sell your investment before it matures, or you may have to sell the securities at a loss.

RISK WARNING FOR REITS

- The REIT may pay less distribution if rental or occupancy rates fall.
- You will likely lose money if the REIT gets into financial difficulties.
- If a REIT is wound up, unitholders will be the last to be paid off.

RISK WARNING FOR BONDS

- You are lending money to the issuer.
- The issuer may not pay you the interest or redeem your bond if it gets into financial difficulties.
- You may not be able to sell the bonds before it matures, or you may have to sell the bonds at a loss.

RISK WARNING FOR EQUITIES

- The issuer may not always pay you dividends.
- You will likely lose money if the issuer gets into financial difficulties.
- If the issuer is wound up, shareholders will be the last to be paid off.

RISK WARNING FOR EXCHANGE – TRADED FUNDS

- The value of the ETF may not exactly track the price changes of the underlying index or assets.
- There is no guarantee that you will receive any return from this investment. You may not be able to sell your ETF units, or you may have to sell your units at a loss.

PLEASE NOTE THAT YOU SHOULD:

DIVERSIFY YOUR INVESTMENTS.

- (e) AVOID INVESTING A LARGE PORTION OF YOUR MONEY IN A SINGLE ISSUER.

APPENDIX M – TERMS, CONDITIONS AND PROCEDURES FOR APPLICATION AND ACCEPTANCE

- 8: Click on the box “I have read and understood the declaration”, and click “Confirm”.
- 9: Select “LCC”.
- 10: Click on “here” to read the Offering Documents for the relevant Security
- 11: Read the following terms and conditions:

Electronic security application (ESA)

1) Investment Risk

All investments involve risk. **You should read the Offering Documents in connection with the offer to understand more about the security in question before making any application.**

2) Offering Documents

Offering Documents are defined as the prospectus, offer information statement, simplified disclosure document, product highlights sheet, document or profile statement (and a replacement copy of or addition to these documents, if relevant).

Click to read the Offering Documents in connection with the offer to understand more about the security in question.

A. Information in the Offering Documents

Any information falling outside the demarcated areas of the electronic Offering Documents does not form part of the Offering Documents for the security offered herein. The security is offered based on the information in the electronic Offering Documents set out within the demarcated area.

B. Non-Distribution Rights for Digital Copies of Offering Documents

You are not to copy, forward or distribute in any manner the Offering Documents to any other person.

C. Usage

You agree not to use the information contained in Offering Documents for any purpose other than to evaluate an investment in the security.

D. Physical Copies of Offering Documents

Physical copies can be obtained from the issue manager or if applicable (as provided for in the Offering Documents) the parties stated in the Offering Documents including, but not limited to, OCBC branches in Singapore, members of the Association of Banks in Singapore, members of the Singapore Exchange Securities Trading Limited and merchant banks in Singapore during normal banking or working hours.

Please confirm all of the following:

Acceptance of Terms of Application

You have read, understood and agreed to all terms of application set out in the Offering Documents.

APPENDIX M – TERMS, CONDITIONS AND PROCEDURES FOR APPLICATION AND ACCEPTANCE

Consent to Disclosure

You consent to disclose your name, I/C or passport number, address, nationality, CDP Securities Account number, CPF Investment Account number (if applicable) and application details to registrars of securities, SGX, SCCS, CDP, CPF Board, issuer/vendor(s) and the issue manager(s).

U.S. person

You are not a U.S. person (as such term is defined in Regulation S under the United States Securities Act of 1933, as amended).

U.S. Securities Act

The securities mentioned herein have not been and will not be registered under the U.S. Securities Act or the securities laws of any state of the United States and may not be offered or sold in the United States or to, or for the account or benefit of, any person within the United States or any U.S. person (as defined in Regulation S under the U.S. Securities Act). There will be no offer of the securities mentioned herein in the United States. Any failure to comply with this restriction may constitute a violation of United States securities laws.

Application

This application is made in your own name and at your own risk.

For FIXED/MAXIMUM price securities application, this is your **only** application. For TENDER price securities application, this is your only application at the selected tender price.

For 1ST-COME-1ST-SERVE securities, the number of securities applied for may be reduced, subject to availability at the point of application.

Foreign Currency

For FOREIGN CURRENCY securities, subject to the terms of the issue, please note the following:

The application monies will be debited from your bank account in S\$, based on the Bank's prevailing board rates at time of application. Any refund monies will be credited in S\$ based on the Bank's prevailing board rates at the time of refund. The different prevailing board rates at the time of application and at the time of refund of application monies may result in either a foreign exchange profit or loss. Alternatively, application monies may be debited and refunds credited in S\$ at the same exchange rate.

- 12: Click on the box "Yes I have read & agree to the terms and condition", and click "Next".
- 13: Input details for the securities application, the number of units and click "Next".
- 14: Verify the details of your securities application and click "Submit" to confirm your application.
- 15: You may print a copy of the IB Confirmation Screen for your reference and retention.

APPENDIX M – TERMS, CONDITIONS AND PROCEDURES FOR APPLICATION AND ACCEPTANCE

Steps for mBanking Applications through the OCBC application

For illustrative purposes, the steps for making an online Electronic Securities Application through the OCBC mobile app are shown below. Certain words appearing on the screen are in abbreviated form (A/C, &, amt, I/C and No. refer to Account, and, Amount, NRIC and Number, respectively).

- Step 1: Click on OCBC application on your phone.
- 2: Click on the biometric icon or Login.
- 3: Use biometric OR Enter your access code and PIN (if not on biometric login).
- 4: How to access ESA:
- a. Tap on More at the bottom bar, tap on Investments under Apply, scroll the carousel of Equities, ETFs and Bonds and tap on Electronics Securities Application
 - b. Tap on Plan at the bottom bar, tap on Invest, scroll to the bottom of the screen to Our wealth products and tap on Electronics Securities (IPO)
- 5: Enter your one-time password when required.
- 6: Under “Securities” on offer, click “Next”. Complete declaration on screen to represent and warrant that you are (1) currently living in Singapore, (2) your country of residence, (3) that your mailing address is in Singapore, and that (4) you have complied with all applicable laws and regulations.
- 7: Read and acknowledge the Important Declaration below and click on the box “I have read and understood”.

Electronic security application (ESA)

(1) Investment Risk

All investments involve risk. You should read the Offering Documents in connection with the offer to understand more about the security in question before making any application. You need to apply for the security in question in the manner set out in the Offering Documents

(2) Offering Documents

Offering Documents are defined as the prospectus, offer information statement, simplified disclosure document, product highlights sheet, document or profile statement (and a replacement copy of or addition to these documents, if relevant) Where applicable, these Offering Documents have been lodged with and registered by the Monetary Authority of Singapore or the Singapore Exchange Securities Trading Limited, each of which takes no responsibility for its or their contents.

Information in connection with the offering of securities is contained in the Offering Document. No person is authorized to give any information or make any representation in connection with the offering of securities listed on our website.

Please read the Offering Documents in its entirety and the section headed Risk Factors to understand the security in question. Copies of Offering Documents can be obtained through the following means:

APPENDIX M – TERMS, CONDITIONS AND PROCEDURES FOR APPLICATION AND ACCEPTANCE

A. Digital Copy

The offer of securities on OCBC Internet Banking is accompanied with a copy of the Offering Documents in PDF format.

B. Physical Copy

Physical copies of the Offering Documents can be obtained from the issue manager or if applicable (as provided for in the Offering Documents) the parties stated in the Offering Document including, but not limited to, OCBC branches in Singapore, members of the Association of Banks in Singapore, members of the Singapore Exchange Securities Trading Limited and merchant banks in Singapore during normal banking or working hours.

C. Warranty

We do not represent or warrant that the information in an Offering Document listed on our website is accurate or complete.

D. Context

Words and expressions not defined in this application have the same meaning as in the main prospectus, offer information statement, document or profile statement, unless the context gives them a different meaning.

(3) Distribution

A. Singapore only

The securities mentioned in this application have not been approved for offer, subscription, sale or purchase by any authority outside Singapore and are meant to be available only to residents of Singapore. The information in this application is not intended to be or does not constitute a distribution, an offer to sell or a solicitation of an offer to buy any securities in any country in which such a distribution or offer is not authorized to any person.

E. United States

The information herein is not to be published or distributed in or into United States of America. The securities mentioned in this application have not been and will not be registered under the U.S. Securities Act of 1933 as amended (the “**U.S. Securities Act**”) or the securities laws of any state of the United States and must not be offered or sold in the United States. There will be no offer of the securities mentioned in this application in the United States. Any failure to comply with this restriction may break United States securities laws.

Laws & Regulations

You must comply with all laws and regulations that apply to you when accessing the information in this application. If you are in any doubt about which laws and regulations apply to you or the action you should take, you must check with your professional advisers immediately.

Important Note:

- (a) all investments come with risk, including the risk that the investor may lose all or part of his Investment;
- (b) the potential investor is responsible for his own investment decisions; and
- (c) the potential investor should read the prospectus, offer information statement and product highlights sheet (as applicable) before making the application to subscribe for the securities or units in a CIS.

APPENDIX M – TERMS, CONDITIONS AND PROCEDURES FOR APPLICATION AND ACCEPTANCE

- 8: Click on the box “I have read and understood the declaration”, and click “Confirm”
- 9: Review your details regarding your CDP account number and click “Next”.
- 10: Select “LCC”. Review the Product Documents and click “Next”.
- 11: Review the Warnings below and click on the box “I have read and understood”.

Warnings before you invest

GENERAL WARNING

- All investments come with risks.
- You may lose money from your investments.
- Invest only if you understand and can monitor your investment.

RISK WARNING FOR ASSET BACKED SECURITIES

- You are lending money to the issuer who owns the underlying assets.
- Whether you receive interest or your principal back depends on the cash flow from the underlying assets.
- Know how to monitor the cash flow from the underlying assets.
- You may not be able to sell your investment before it matures, or you may have to sell the securities at a loss.

RISK WARNING FOR REITS

- The REIT may pay less distribution if rental or occupancy rates fall.
- You will likely lose money if the REIT gets into financial difficulties.
- If a REIT is wound up, unitholders will be the last to be paid off.

RISK WARNING FOR BONDS

- You are lending money to the issuer
- The issuer may not pay you the interest or redeem your bond if it gets into financial difficulties.
- You may not be able to sell the bonds before it matures, or you may have to sell the bonds at a loss.

RISK WARNING FOR EQUITIES

- The issuer may not always pay you dividends.
- You will likely lose money if the issuer gets into financial difficulties.
- If the issuer is wound up, shareholders will be the last to be paid off.

RISK WARNING FOR EXCHANGE-TRADED FUNDS

- The value of the ETF may not exactly track the price changes of the underlying index or assets.
- There is no guarantee that you will receive any return from this investment.
- You may not be able to sell your ETF units, or you may have to sell your units at a loss.

Please note that you should

- Diversify your investments.
- Avoid investing a large portion of your money in a single issuer.

- 12: Click on the box “Yes I have read & agree to the terms and conditions”, and click “Next”.
- 13: Input details for the securities application, the number of units and click “Next”.
- 14: Verify the details of your securities application and “Slide to apply” to confirm your application.
- 15: Where applicable, capture Confirmation Screen (optional) for your reference and retention only.



LUM CHANG CREATIONS LIMITED

(Company Registration No.: 202515827E)
(Incorporated in Singapore on 11 April 2025)

14 Kung Chong Road
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Singapore 159150