

JAPAN FOODS HOLDING LTD.

ANNUAL REPORT 2026

DRIVING QUALITY GROWTH

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This annual report has been reviewed by the Company's sponsor, UOB Kay Hian Private Limited ("**Sponsor**"). This annual report has not been examined or approved by the Singapore Exchange Securities Trading Limited ("**SGX-ST**") and the SGX-ST assumes no responsibility for the contents of this annual report, including the correctness of any of the statements or opinions made or reports contained in this annual report. The contact person for the Sponsor is Mr Lance Tan, Senior Vice President, at 83 Clemenceau Avenue #10-01 UE Square Singapore 239920, Telephone (65) 6590 6881.

CORPORATE PROFILE

Established in Singapore in 1997 and listed on the Catalist Board of the Singapore Exchange Securities Trading Limited in February 2009, Japan Foods Holding Ltd. ("**Japan Foods**" or the "**Group**") is a leading restaurant chain in Singapore specialising in Japanese-inspired cuisine.

Japan Foods is constantly evolving with changing consumer tastes. The Group operates a strong network of restaurants under brands that are self-developed by its in-house culinary team as well as brands that are franchised mostly from Japan. In 2020, Japan Foods ventured into the Halal segment with the launch of its first self-developed Japanese Halal concept brand "Tokyo Shokudo". Today, the Group's Halal segment has become a growth engine, serving a wider audience that includes both the Halal and non-Halal communities. As at 31 March 2026, the Group's portfolio comprises 16 Halal and non-Halal brand concepts across 58 restaurants islandwide.

Regionally, the Group's network extends beyond Singapore to include restaurants in Hong Kong and China operated by associate companies.

Over the years, Japan Foods has consistently been recognised for its efforts in corporate governance. The Group has won SIAS Investors' Choice Awards six times, including Winner in the "Most Transparent Company (Catalist)" in 2016; Winner in the "Transparency Award – SMEs" in 2017; Runner-Up in the "Most Transparent Company Award – Hotel / Restaurant" category in 2018; Runner-Up in the "Most Transparent Company Award (Consumer Discretionary)" category in 2022; and Winner in the "Most Transparent Company Award (Consumer Discretionary)" in both 2023 and 2024. It has also received awards at the Singapore Corporate Awards twice, including "Best Managed Board Award (Gold)" in 2018 and "Best Annual Report (Silver)" in 2019.

SELF-DEVELOPED BRANDS:

- **Fruit Paradise**
- **Kyo Komachi**
- **Mama Klang**
- **Milan Shokudo**
- **Steak 99**
- **Tokyo Shokudo**
- **Tokyo 99**
- **Yakiniku Shokudo**

FRANCHISED BRANDS:

- **Ajisen Ramen**
- **Konjiki Hototogisu**
- **Menya Musashi**
- **Menzo Butao**
- **New ManLee Bak Kut Teh**
- **Osaka Ohsho**
- **Tori Sanwa**
- **Yonehachi**

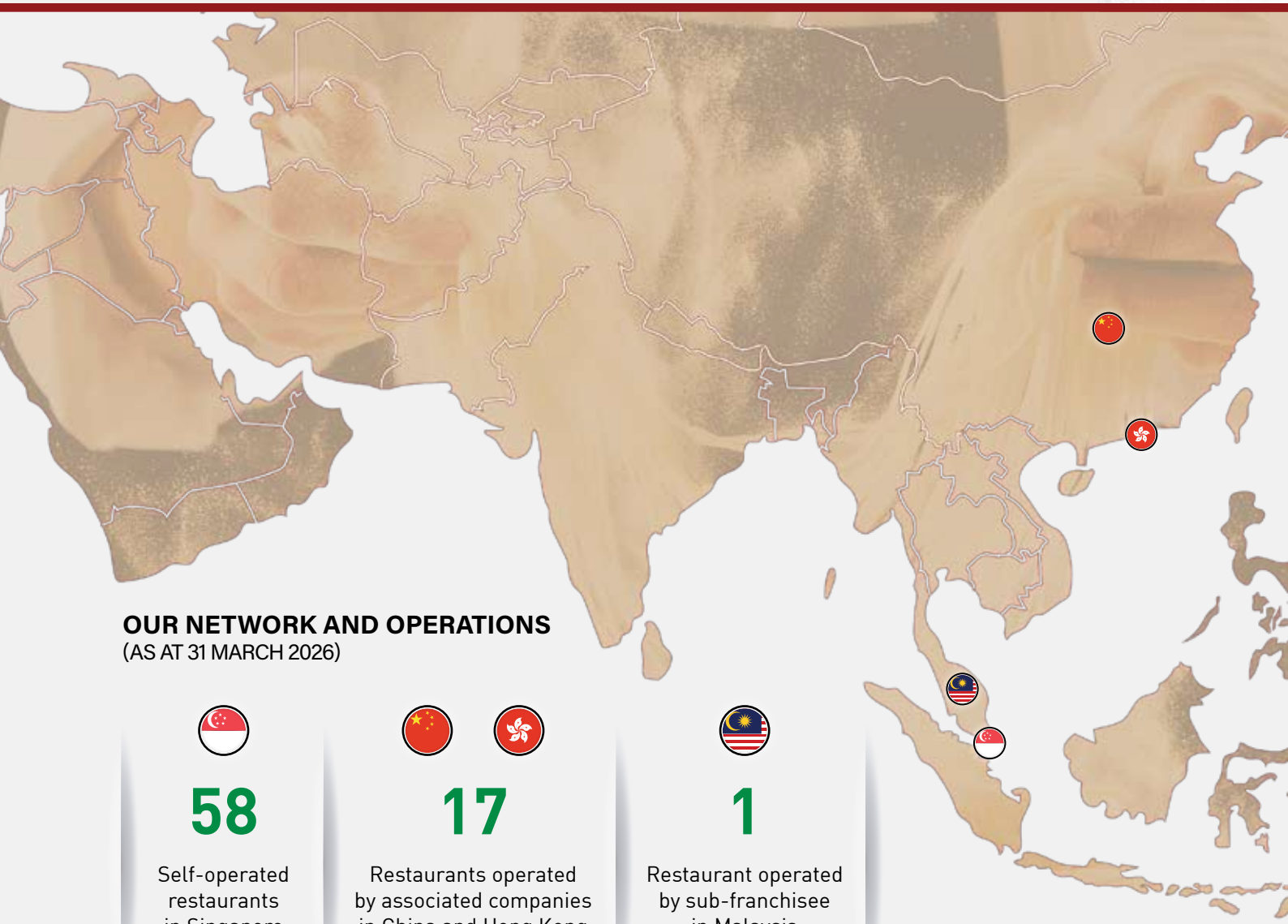
AT A GLANCE

BUSINESS STRATEGIES

Improve profitability through targeted marketing activities to increase same-store sales, while managing costs

Rationalise brand portfolio to focus on more established and proven brands, as well as ongoing innovation for self-developed concepts

Streamline operations and manage costs, as well as not renewing or pre-terminating leases of non-performing outlets



OUR NETWORK AND OPERATIONS
(AS AT 31 MARCH 2026)

58

Self-operated restaurants in Singapore

17

Restaurants operated by associated companies in China and Hong Kong

1

Restaurant operated by sub-franchisee in Malaysia



CORPORATE STRUCTURE

JAPAN FOODS HOLDING LTD.

- 100% BACHMANN ENTERPRISES PTE. LTD.
- 100% BACHMANN JAPANESE RESTAURANT PTE. LTD.
- 100% JAPAN FOODS ENTERPRISES PTE. LTD.
- 100% JAPAN FOODS BRIDGE PTE. LTD.
- 25% ACJF HOLDING LIMITED
- 20% HIGHLY YIELD LIMITED
- 30% FIRST HARMONY HOLDINGS LIMITED
- 30% WAKAYAMA INTERNATIONAL LIMITED
- 30% GOLDEN BIRD GROUP LIMITED

OUR SELF-DEVELOPED BRANDS

As at 31 March 2026



FRUIT PARADISE

"Fruit Paradise" is a self-developed brand that features tarts topped with Chantilly cream and a variety of fresh fruits, which are carefully selected daily. Crowd favourites include the Chocolate-Banana Tart, Mixed Berries Chocolate Tart and the Mango-Strawberry Tart.



KYO KOMACHI

"Kyo Komachi" is a specialty udon restaurant that brings together traditional udon styles from different regions of Japan. Signature favourites include the Himokawa Udon, known for its wide, flat noodles served in a comforting broth, and the Nabeyaki Udon, a hearty hotpot-style dish topped with generous selection of toppings. Each bowl is crafted with freshly made noodles using wheat flour made from ingredients imported directly from Japan.



MAMA KLANG

"Mama Klang" is a modern Malaysian coffee house serving fragrant traditional brews alongside beloved classics. From nasi lemak and bak kut teh to popular street food favourites and teatime desserts, it brings nostalgic Malaysian flavours into a contemporary setting.



MILAN SHOKUDO

"Milan Shokudo" is the Group's first halal Japanese-Italian fusion concept featuring hand-made pasta, pizza, doria and grilled items, a wide selection of side dishes and drinks on free flow. The menu has a fine selection of desserts for diners to end their meal on a sweet note.

OUR SELF-DEVELOPED BRANDS



STEAK 99

"Steak 99" brings together affordability and innovation. Customers get to grill their steaks to their desired done-ness on the brand's signature lava stone. The porous structure of the stone naturally absorbs excess fat, resulting in a healthy lower-calorie meal that does not compromise on taste. Using the natural infrared heat effect and excellent heat retention of the stone, each cut of meat is evenly cooked and kept sizzling hot, juicy and flavourful from the first to the last bite, creating a mouth-watering and satisfying dining experience.



TOKYO SHOKUDO

This is Japan Foods' flagship Halal-concept brand. It offers ramen with a choice of four soup bases including original chicken broth, spicy chicken broth and tom yum. Diners can select topping options such as chicken chashu, beef suki, clams and duck. Those looking for a heartier meal can select from an array of side dishes to accompany their main course or opt for tempura or beef rice bowls or rice sets.

TOKYO SHOKUDO BISTRO

A spin-off of "Tokyo Shokudo", this Japanese casual dining concept serves up iconic Japanese favourites such as ramen and tendon, as well as Japanese-inspired Italian cuisine such as pizza, pasta and cheese baked rice. It is a one-stop restaurant destination to satisfy all cravings!



TOKYO 99

"Tokyo 99" offers a comforting blend of Japanese favourites and popular Western mains in a casual dining setting. Just like "Steak 99", diners can grill their own steaks to their preferred done-ness on the same signature lava stone, which naturally absorbs excess fat while locking in the meat's rich taste and juices. Complementing the steaks is an extended menu of ramen and pasta options as well as kids' meals, making Tokyo 99 an ideal family-friendly restaurant that offers something for everyone.



YAKINIKU SHOKUDO

"Yakiniku Shokudo" is a halal Japanese-style barbeque restaurant. Protein choices include wagyu beef and chicken, the restaurant also offers a selection of side dishes and specially concocted dipping sauces to complement the meal.

OUR FRANCHISED BRANDS

As at 31 March 2026



AJISEN RAMEN

"Ajisen Ramen" is the Group's flagship brand and was first introduced to the Singapore market in 1997. The word "ajisen" means "a thousand tastes" in Japanese. "Ajisen Ramen" originated from Kumamoto, Japan, in 1968. Known for its rich and aromatic tonkatsu soup base which is derived from hours of boiling pork bones, the brand features a wide selection of ramen to satisfy all customers. It is an internationally recognised brand with presence in Singapore, Malaysia, China, Hong Kong, and the United States. Japan Foods has developed a brand extension called "Ajisen Tanjiro", which carries the signature favourites of "Ajisen Ramen" as well as rice set meals, maze soba (or dry ramen) and an exciting line-up of side dishes.

KONJIKI HOTOTOGISU

"Konjiki Hototogisu" is Japan Foods' first collaboration with a brand that has reached Michelin status. The brand's Chef Atsuyuki Yamamoto is behind Tokyo's "Sobahouse Konjiki Hototogisu", which was featured in the Michelin Guide Tokyo Bib Gourmand from 2015 until 2017. The restaurant was awarded One Michelin Star in 2018, an honour it held until 2022. While Chef Yamamoto's Tokyo restaurant is known for its full-bodied clam, chicken and pork-based broth, he created oyster and crab-based broths that are unique to the brand in Singapore.

OUR FRANCHISED BRANDS





麺屋武蔵
MENYA MUSASHI

麺蔵豚王
MENZO BUTAO

MENYA MUSASHI

Named after the legendary samurai, Miyamoto Musashi, who was famed for his distinctive "double-sword" style, the award winning "Menya Musashi" has gained quite a cult following among ramen fans in Japan and abroad since making its debut in Tokyo in 1996. With "originality" as its motto, "Menya Musashi" has turned the preparation of ramen into a fine and revolutionary artform. It was recognised as one of the first ramen brands to combine meat and fish-based broths and offers multiple concepts and tastes that can be adapted to suit the locality of the store.

MENZO BUTAO

Established in 1936, "Menzo Butao" specialises in Hakata-style tonkatsu ramen and offers more than 20 varieties of the dish. There are three delicious soup bases to choose from – Butao (White), Kuroo (Black) and Akao (Red). The Butao base is a pork broth made from boiling pork bones and sinews for over 14 hours to extract all the natural flavour from the bones. This soup base is flown in from Japan and mixed with more pork bones in Singapore before being simmered for several more hours to reach the right consistency and flavour. The Kuroo broth is an emulsion of fried shallots and vegetable oil and the Akao broth is slightly spicy as it contains chilli oil but gets its red colour from the Gochujang (Korean Miso) and Doubanjiang (Chinese Miso) that are added to it.

OUR FRANCHISED BRANDS





NEW MANLEE BAK KUT TEH

"New ManLee Bak Kut Teh" is the Group's first non-Japanese concept franchised from a business that was established over 40 years ago in Kuala Lumpur, Malaysia. It offers two versions of bak kut teh (or pork rib soup) – Singapore-style white peppery soup and Malaysia-style black herbal soup. In keeping with the Group's Japanese roots, customers can choose to have udon noodles with their bak kut teh. There is also the usual rice and side dishes that are traditionally eaten with this dish.

OSAKA OHSHO

Established in 1969, "Osaka Ohsho" specialises in gyoza (or Japanese style dumplings), which is a popular street food in Osaka that is also often offered as a side dish in Japan. At "Osaka Ohsho", gyozas are the main event. Customers can choose to have the minced pork filling with cabbage, chives, ginger or garlic. Each tasty morsel is pan-fried to perfection with the gyoza skin lightly crisped, while the fillings remain succulent.

OUR FRANCHISED BRANDS





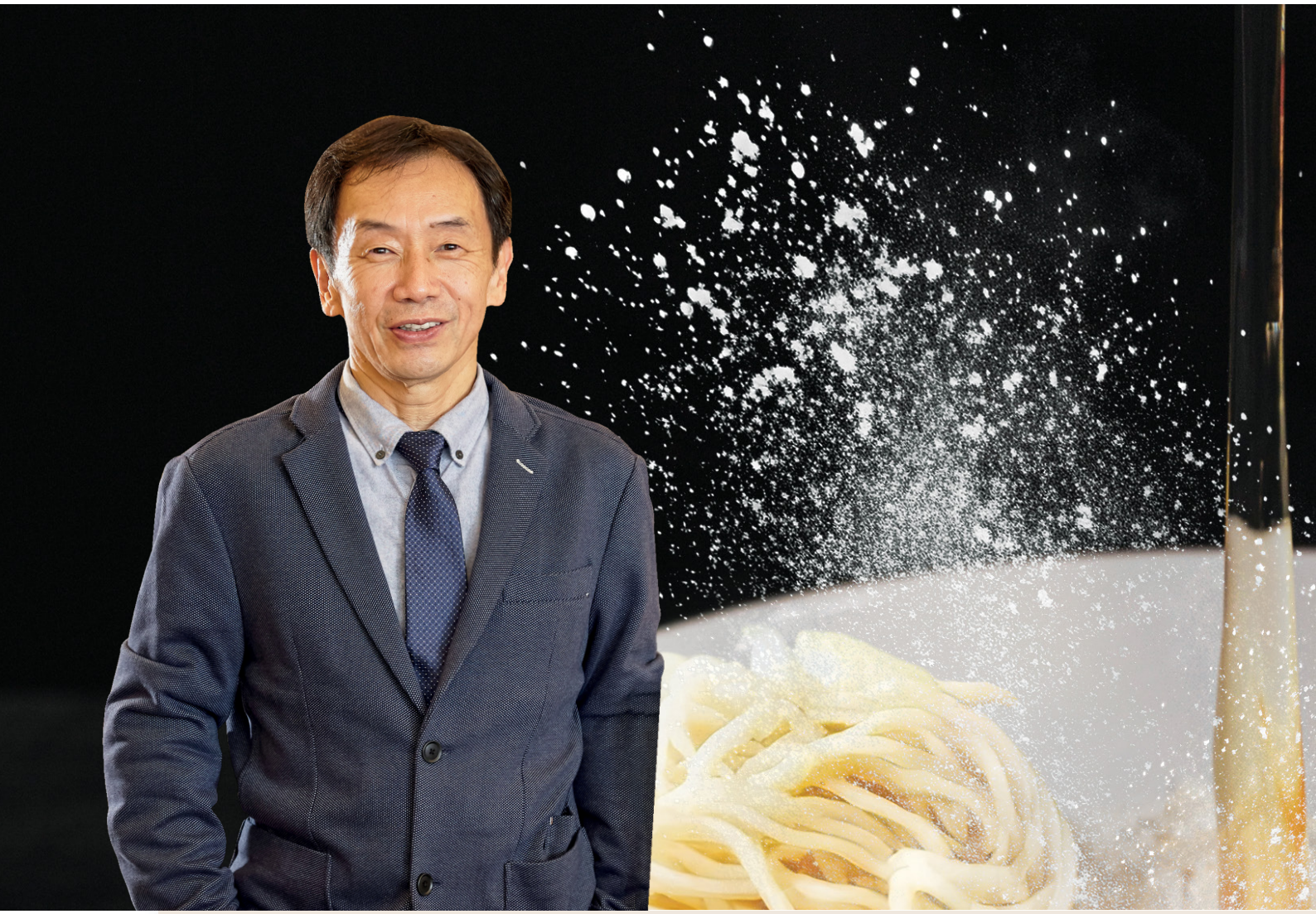
TORI SANWA

Established in Nagoya, Japan, in 1900, "Tori Sanwa" has a history of over 120 years. It holds the accolade of being Japan's first oyako don (or chicken rice bowl) specialty restaurant. Its signature rice bowl is topped with chunks of torched chicken and blanketed by a fluffy layer of eggs that is simmered with the family's secret "kaeshi" flavouring sauce. Other highlights on the menu include the brand's award-winning fried karaage (or Japanese-style fried chicken nuggets) that won the first prize in the Karaage Grand Prix in 2019.

YONEHACHI

Established in 1976, "Yonehachi" has more than 90 shops across Japan serving okowa (or glutinous rice mixed with various ingredients such as meat and vegetables). "Yonehachi" uses only top quality rice from northern Japan such as Iwate and Akita, and makes the dish the traditional way. This draws out the flavours of each ingredient, while bringing out the fragrance of the rice.

CHAIRMAN'S MESSAGE



WITH A LEANER RESTAURANT NETWORK, A TIGHTER COST STRUCTURE, A PROVEN CAPACITY FOR BRAND INNOVATION, AND A BALANCE SHEET THAT REMAINS IN NET CASH POSITION, WE ENTER FY2027 WITH OPTIMISM.

Dear Shareholders

The financial year ended 31 March 2026 ("**FY2026**") was a year defined by discipline, determination, and deliberate transformation. Against one of the most challenging years that Singapore's food and beverage ("**F&B**") industry has seen, Japan Foods Holding embarked on a decisive profit recovery strategy that has started to show encouraging results. While our journey to full profitability is not yet complete, the progress we have made gives us every reason to look ahead with confidence.

A Leaner, Stronger Business

The defining undertaking of FY2026 was our portfolio rationalisation programme. During the year, we made the disciplined decision to exit non-performing and underperforming locations through the non-renewal or early termination of leases, redirecting our capital, management bandwidth as well as operational focus towards brands and locations with demonstrated customer traction and long-term viability.

The outcome is a restaurant network that has been deliberately right-sized: from 78 outlets in FY2025 to 58 in FY2026 as part of a strategic consolidation that has improved our financial profile. Impairment losses and loss allowance declined sharply from S$3.6 million in FY2025 to S$0.6 million in FY2026, a reduction of 84.6%, reflecting the reduction of non-performing outlets from our portfolio. Overall operating expenses fell 16.4% year-on-year as our streamlined network delivered a more sustainable and scalable cost structure.

As a result, the Group's net attributable loss narrowed meaningfully by 15.3% to S$6.7 million in FY2026, from S$7.9 million in FY2025. While we remain in a loss position, this trajectory is encouraging. We are glad that this transitional period is largely behind us while the foundation for recovery has been firmly laid.

Total revenue declined 16.7% year-on-year to S$69.6 million in FY2026, in tandem with the smaller network and softer demand from certain brands. Within our portfolio, the resilience of our Halal-concept segment stood out, generating S$39.4 million in revenue, outperforming our non-Halal segment. This underscores the success of our strategic emphasis on self-developed Halal concepts, which carry lower royalty obligations, and resonate with a broader base of Singapore's dining public.

Innovation as a Strategic Pillar

One of the most important lessons in Singapore's intensely competitive F&B landscape is that standing still is not an option. The influx of Chinese brands to the scene has driven up overall rental and manpower costs for local players, who now face cash-flushed competitors that are backed by extensive domestic networks and ready to do whatever it takes to succeed in Singapore, which is seen as a key stepping stone into the region.[1]

Consumer preferences are in constant flux, shaped and accelerated by social media platforms such as TikTok and Instagram, where dining trends can emerge overnight and viral moments can make or break a restaurant concept. In this environment, the ability to innovate rapidly and read market signals accurately is as critical as operational discipline.

Japan Foods has embraced brand innovation as a core pillar of our recovery strategy. In recent years, we have progressively shifted our portfolio mix towards self-developed brands, reducing our dependence on franchised concepts from Japan.

Our most compelling proof point is "Steak 99", our self-developed Halal-concept, Japanese-inspired western grill brand that we launched at Plaza Singapura in October 2025. The concept was built around a simple insight that Singapore diners are hungry for quality grilled steaks at accessible price points.

The market's response exceeded our expectations. "Steak 99" grew rapidly to seven outlets across the island by 31 March 2026, achieved largely through the strategic conversion of existing underperforming stores to this more compelling concept. Despite most of the stores operating for less than six months of FY2026, the brand contributed S$2.9 million to Group revenue. The success of "Steak 99" validates our R&D capabilities and our ability to identify, develop, and scale winning concepts with speed and efficiency.

Alongside our other new launches "Mama Klang" and "Kyo Komachi", these new concepts collectively helped to partially offset the revenue decline from our broader portfolio in FY2026. We will continue to invest in brand innovation as a permanent feature of our operating model.

Navigating a Challenging Outlook

Singapore's F&B industry is expected to remain challenging and the forces weighing on operators show no signs of abating in the near term.

At the industry level, rental costs remain elevated across prime retail and suburban locations, squeezing operator margins. Manpower shortages are a persistent structural challenge, while competition is intensifying on multiple fronts not only from established local operators, but also from foreign restaurant groups seeking to establish a presence in Singapore, drawn by the country's reputation as a premier dining destination.

[1] Vulcan Post article dated 16 May 2026: Chinese brands are bringing their brutal F&B wars to S'pore & local bizs are feeling it

CHAIRMAN'S MESSAGE

Compounding these industry-specific pressures are macro-level headwinds that cast a shadow over consumer discretionary spending. Global trade tensions, most notably the ongoing trade disputes between the United States and China have introduced significant uncertainty into the global economy and weighed heavily on business and consumer sentiment in Singapore. Meanwhile, the conflict in the Middle East has added another layer of geopolitical anxiety and led to elevated energy prices from transportation, logistics, and utility costs that F&B operators bear daily.

These broader anxieties affect consumer decisions on discretionary spending, which in turn impacts dining behaviour.

Our Strategies to Navigate the Challenges

Looking ahead, we will continue to prioritise cost discipline across every dimension of our operations. This means maintaining a lean and optimum-sized network, being rigorous in lease management and renewal negotiations, and continuing to find efficiencies in procurement, logistics and staffing.

We will double down on our Halal-concept segment, which has consistently demonstrated greater resilience and growth potential than our non-Halal portfolio, by investing selectively in expanding our strongest Halal brands.

We will also continue to rejuvenate our non-Halal brands to ensure they remain competitive and relevant. This may involve concept refreshes, menu innovation, and targeted marketing campaigns designed to re-establish these brands in the minds of consumers who have an ever-wider array of dining options to choose from.

In terms of innovation, our culinary team is constantly working on new concepts. The latest addition to our brand portfolio is "Tonkatsu Ton Ton", which opened at Compass One mall in Sengkang in May 2026. This self-developed brand features a variety of crispy meat and seafood katsu items served with rice or pasta and a selection of side dishes at family-friendly prices. We are monitoring its performance before deciding if more outlets will be opened under this brand.

Finally, we will maintain the financial prudence that has been a hallmark of Japan Foods throughout its history. Our balance sheet remains healthy, with cash and bank balances of S$7.0 million, this financial strength gives us the flexibility to invest where the opportunities are most compelling, while weathering the inevitable volatility of a challenging operating period.

With a leaner restaurant network, a tighter cost structure, a proven capacity for brand innovation, and a balance sheet that remains in net cash position, we enter FY2027 with optimism.



Sustainability Matters

Amidst the challenging outlook of Singapore's F&B industry, sustainability remains an integral part of our operations. As one of the leading Japanese restaurant chains in Singapore, we are mindful of our responsibility to operate sustainably and strike a balance between business resilience, environmental stewardship, employee well-being, and customers' trust.

We continue to align our climate-related disclosures to the ISSB's IFRS S1 and S2 standards and execute our climate change transition plan as we transition to a low-carbon economy.

Looking ahead, we remain committed to advancing our sustainability journey in a practical and progressive manner. We will continue to integrate sustainability-related considerations into our decision-making processes, enhance our operational resilience, and work closely with our stakeholders to contribute towards a more sustainable future.

Appreciation

On behalf of the Board of Directors, I extend our heartfelt gratitude to our customers for your continued loyalty to our brands, to our partners and suppliers for their steadfast support, and to our dedicated team members across all our restaurants whose passion and resilience in the face of considerable adversity have been the foundation of everything we have achieved this year.

My sincere appreciation to my fellow directors for their strategic counsel throughout the year and to the management team for driving our profit recovery strategy so well.

To our shareholders, thank you for your patience and your confidence in Japan Foods. We do not take this trust lightly, and we are committed to delivering a turnaround for the Group.

TAKAHASHI KENICHI
Executive Chairman and Chief Executive Officer

FINANCIAL HIGHLIGHTS

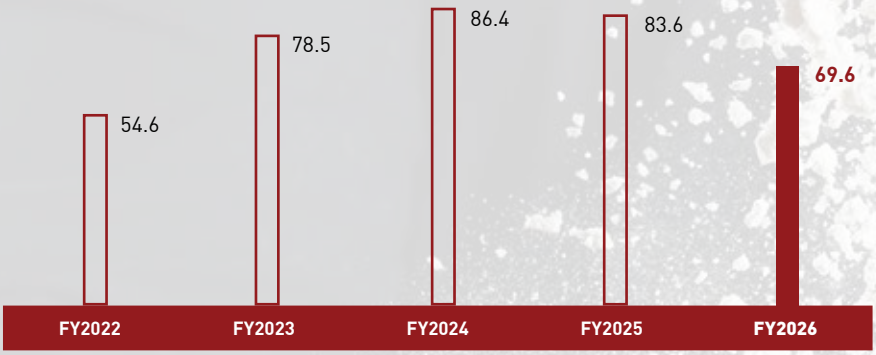
S$' MILLION	FY2022	FY2023	FY2024	FY2025	FY2026
Financial Results					
Revenue	54.6	78.5	86.4	83.6	**69.6**
Gross profit	46.2	66.4	73.1	70.7	**57.8**
Profit/(Loss) before tax	3.2	4.9	(0.6)	(8.0)	**(7.1)**
Net profit/(loss)	3.2	4.1	(0.5)	(7.9)	**(6.7)**
Cash Flow Statement					
Net cash provided by operating activities	25.4	29.5	30.7	29.0	**24.4**
Net cash used in investing activities	(3.5)	(8.5)	(9.6)	(4.8)	**(1.8)**
Net cash used in financing activities	(22.6)	(25.9)	(28.4)	(26.4)	**(23.2)**
Cash and cash equivalents at end of financial year[1]	19.9	15.0	7.9	5.6	**5.0**
Balance Sheet					
Current assets	27.6	24.1	17.9	13.9	**10.8**
Non-current assets	50.2	66.5	75.2	60.6	**42.4**
Total assets	77.8	90.6	93.1	74.5	**53.2**
Current liabilities	26.1	32.4	34.0	30.9	**22.0**
Non-current liabilities	19.0	25.5	29.4	22.1	**16.4**
Total liabilities	45.1	57.9	63.4	53.0	**38.4**
Share capital	9.5	9.5	9.5	9.5	**9.5**
Reserves	23.2	23.2	20.2	12.0	**5.3**
Total shareholders' equity	32.7	32.7	29.7	21.5	**14.8**
Financial Ratios Analysis					
Gross profit margin (%)	84.6	84.6	84.7	84.5	**83.1**
Earning/(Loss) per share (Singapore cents)	1.85	2.37	(0.28)	(4.53)	**(3.84)**
Net asset value per share (Singapore cents)	18.75	18.76	17.12	12.38	**8.54**
Return on assets (%)	4.1	4.6	(0.5)	(10.6)	**(12.6)**
Return on equity (%)	9.8	12.6	(1.7)	(36.7)	**(45.2)**
Net debt to equity ratio	Net Cash	Net Cash	Net Cash	Net Cash	**Net Cash**
Asset turnover (times)	0.7	0.9	0.9	1.1	**1.3**

Note:

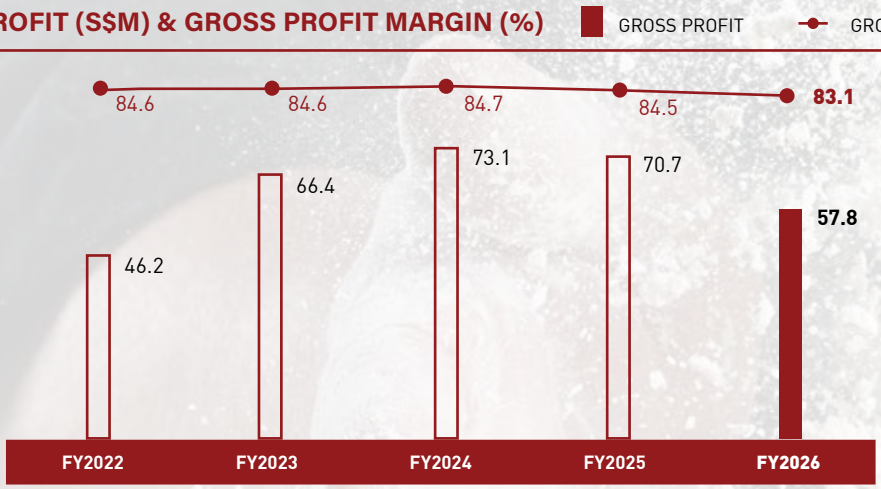
[1] This excludes bank deposit pledged as security for bank facilities

FINANCIAL HIGHLIGHTS

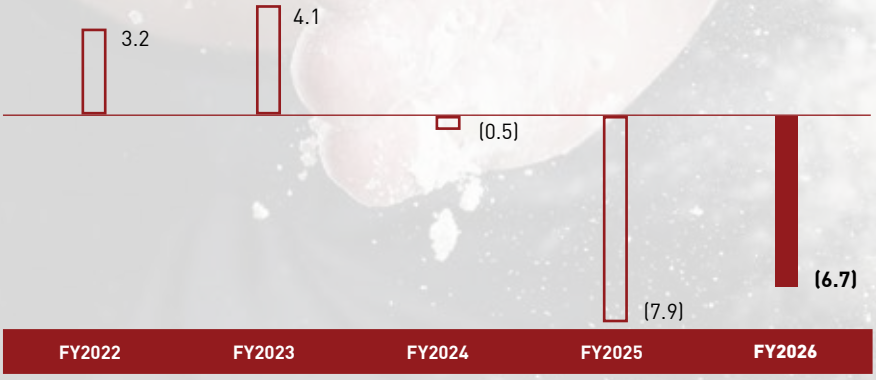
REVENUE (S$M)



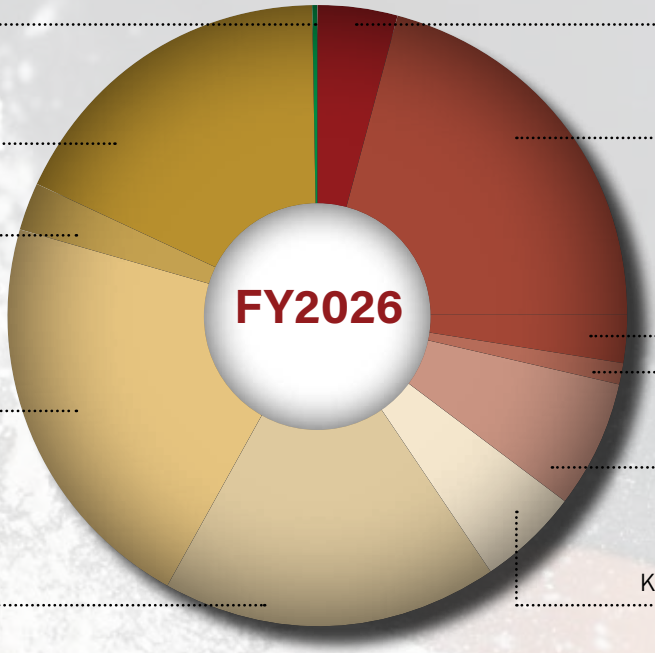
GROSS PROFIT (S$M) & GROSS PROFIT MARGIN (%)

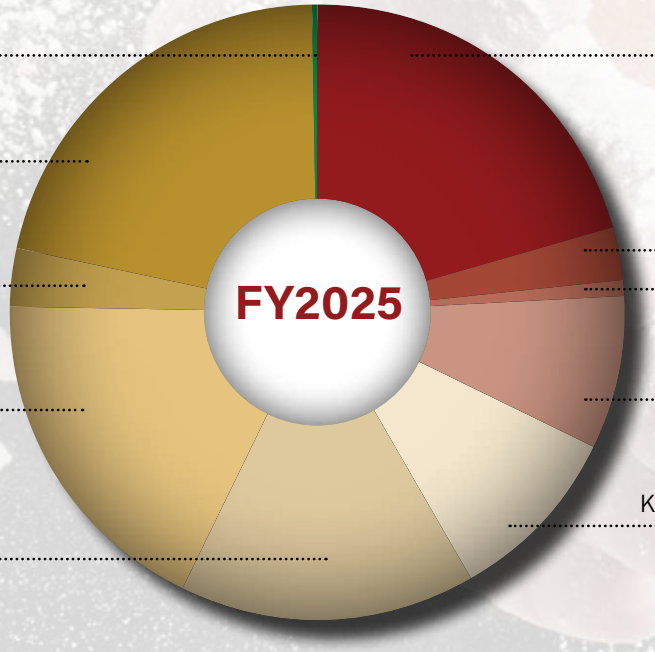


NET PROFIT/(LOSS) (S$M)



REVENUE CONTRIBUTION BY BRANDS





* Includes the impact of JFH Rewards where reward points known as J$ earned by members (net of expired points of approximately S$0.5 million) amounting to S$0.3 million was deducted from the corresponding revenue recognised in FY2026 in accordance with relevant accounting standard (as compared to S$0.8 million in FY2025)

FINANCIAL HIGHLIGHTS

VALUE ADDED STATEMENT

S$' 000	FY2022	FY2023	FY2024	FY2025	FY2026
Value added from:					
Revenue	54,614	78,532	86,357	83,587	**69,589**
Less: Purchases of materials & services	(19,210)	(26,002)	(28,269)	(28,745)	**(24,708)**
	35,404	52,530	58,088	54,842	**44,881**
Add/(less):					
Other income	7,285	2,040	1,893	3,288	**1,024**
Share of profits of associated companies / JV	83	205	254	506	**264**
Gain/(Loss) on disposal of plant and equipment / ROU / financial assets	40	–	49	(35)	**531**
Plant & equipment W/O	(28)	(42)	(268)	(1,268)	**(1,720)**
Impairment of plant and equipment / ROU / intangible assets / loan to a joint venture	(107)	(748)	(1,860)	(3,598)	**(555)**
Currency translation gain/(loss)	(14)	(35)	5	(12)	**(17)**
Total value added	42,663	53,950	58,161	53,723	**44,408**
Distribution of total value added:					
To employees					
Salaries and other staff costs	18,024	24,361	27,497	28,861	**22,735**
To government					
Corporate tax	(1)	730	(130)	(88)	**(430)**
To providers of capital					
Dividend	3,925	4,099	2,265	347	**–**
Finance costs[1]	813	1,024	1,801	1,698	**1,389**
Retained for future capital requirements					
Depreciation and amortisation[2]	20,595	23,708	29,488	31,126	**27,386**
Retained profit	(693)	28	(2,760)	(8,221)	**(6,672)**
Total distribution	42,663	53,950	58,161	53,723	**44,408**
Productivity analysis					
Value added per $ employment cost	2.4	2.2	2.1	1.9	**2.0**
Value added per $ investment in fixed assets	1.1	1.3	1.1	1.1	**1.2**
Value added per $ sales (S$)	0.8	0.7	0.7	0.6	**0.6**
Fixed assets (Cost)	39,395	42,824	51,063	50,648	**36,619**

Notes:
(1) Include Lease Interest Expenses per SFRS(I) 16.
(2) Include Depreciation of ROU Assets per SFRS(I) 16.

REVIEW OF THE GROUP'S FINANCIAL PERFORMANCE FOR FY2026

Revenue

The Group's revenue declined S$14.0 million or 16.7% from S$83.6 million for the year ended 31 March 2025 ("**FY2025**") to S$69.6 million for the financial year ended 31 March 2026 ("**FY2026**") mainly due to a reduced network of restaurants as a result of early lease terminations and non-renewal of leases of non-performing restaurants, and also weaker sales from certain existing restaurants. A more detailed analysis of the Group's revenue is set out below:

I. A net decrease in revenue of S$2.8 million from restaurants operating under the "Ajisen Ramen" brand from S$17.4 million in FY2025 to S$14.6 million in FY2026 as the number of restaurants fell from 13 as at 31 March 2025 to 11 as at 31 March 2026. This was mainly due to the conversion of restaurants located at Ang Mo Kio and Plaza Singapura to the "Tokyo Shokudo" brand in April 2025 and "Steak 99" brand in October 2025 respectively. Additionally, the decrease was due to lower revenue generated by certain existing restaurants.

II. A net decrease in revenue of S$4.4 million from restaurants operating under the "Konjiki Hototogisu" brand from $7.9 million in FY2025 to $3.5 million in FY2026 as the number of restaurants fell from 7 as at 31 March 2025 to 3 as at 31 March 2026. The decrease was mainly due to (i) closure of restaurants located at One Holland Village, 100AM, Funan Mall and Clementi Mall; and (ii) lower revenue generated by certain existing restaurants.

III. A net decrease in revenue of S$0.5 million from restaurants operating under the "Yakiniku Shokudo" brand from S$12.8 million in FY2025 to S$12.3 million in FY2026 mainly due to closure of a restaurant located at Our Tampines Hub in January 2026 and lower revenue generated by certain existing restaurants.

IV. A net decrease in revenue of S$0.2 million from restaurants operating under the "Tokyo Shokudo" brand from S$15.0 million in FY2025 to S$14.8 million in FY2026 mainly due to (i) the conversion of a restaurant located at Nex Mall to the "Steak 99" brand in December 2025; (ii) closure of a restaurant located at City Square Mall in November 2025; and (iii) lower revenue generated by certain existing restaurants.

V. A net decrease in revenue of S$2.1 million from restaurants operating under the "Milan Shokudo" brand from S$6.7 million in FY2025 to S$4.6 million in FY2026 as the number of restaurants fell from 5 restaurants as at 31 March 2025 to 2 restaurants as at 31 March 2026. The decrease was mainly due to (i) the conversion of restaurants at Lot One Mall and Tiong Bahru Plaza to the "Steak 99" brand in February 2026; and (ii) the closure of a restaurant at Westgate in February 2026.

VI. A net decrease in revenue of S$0.5 million from restaurants operating under the "Tori Sanwa" brand from S$4.6 million in FY2025 to S$4.1 million in FY2026. This was mainly due to closure of a restaurant at VivoCity in March 2026 and lower revenue generated by certain existing restaurants.

VII. A net increase in revenue of S$2.9 million from restaurants operating under the "Steak 99" brand, a new self-developed brand launched in October 2025. The brand has demonstrated encouraging sales performance and the Group has since expanded to a total of seven outlets across Singapore as at 31 March 2026.

VIII. A net decrease in revenue of S$6.9 million from restaurants operating under other brands in FY2026 as compared to FY2025, mainly due to the cessation of restaurants operating under the "Kumachan Onsen", "Yamaya Kitchen", "Tororitenshi no Warabi-Mochi", "Afuri, "Godaime", "Romana Pizza and Pasta", "Kageyama", "Milan Tei" and "Milan Cafeteria" brands. This was in addition to lower revenue generated by those operating under the "Fruit Paradise", "Menzo Butao", "New ManLee Bak Kut Teh", "Menya Musashi" and "Osaka Ohsho" brands.

The decrease was partially offset by the newly launched and self-developed "Tokyo 99", "Mama Klang" and "Kyo Komachi" brands.

IX. The reward points known as $J earned by members (net of expired points of approximately $0.5 million) under JFH Rewards amounted to $0.3 million in FY2026 compared to $0.8 million in FY2025. In accordance with the relevant accounting standard, such amount was adjusted from the corresponding revenue recognised during the respective financial periods.

OPERATING AND FINANCIAL REVIEW

Table 1: Restaurant portfolio in Singapore

Franchised Brands	As at 31 March 2026	As at 31 March 2025
Ajisen Ramen	**11**	13
Konjiki Hototogisu	**3**	7
Menya Musashi	**2**	2
Tori Sanwa	**4**	5
Osaka Ohsho	**1**	1
Kageyama	**-**	2
Afuri	**-**	1
Yonehachi	**1**	1
Menzo Butao	**1**	1
New ManLee Bak Kut Teh	**1**	1
Tororitenshi no Warabi-Mochi	**-**	4
Kumachan Onsen*	**-**	3
Yamaya Kitchen	**-**	2
Self-Developed Brands		
Tokyo Shokudo*	**10**	12
Yakiniku Shokudo*	**10**	11
Steak 99*	**7**	-
Tokyo 99	**1**	-
Fruit Paradise*	**1**	2
Milan Shokudo*	**2**	5
Kyo Komachi*	**2**	-
Mama Klang	**1**	-
Godaime*	**-**	2
Romana Pizza & Pasta	**-**	1
Milan Tei*	**-**	1
Milan Cafeteria*	**-**	1
TOTAL	**58**	**78**

* Halal brands

Table 2: Restaurants operated by associated companies

Restaurant Brands	As at 31 March 2026	As at 31 March 2025
Menya Musashi		
(interests via associated companies)		
• China	**3**	2
• Hong Kong	**6**	6
• Indonesia	**-**	2
Konjiki Hototogisu		
(interests via associated companies)		
• China	**2**	2
• Hong Kong	**6**	5
TOTAL RESTAURANTS	**17**	**17**



Gross profit

In line with lower revenue, the Group's gross profit decreased S$12.9 million or 18.2%, from S$70.7 million in FY2025 to S$57.8 million in FY2026. Gross margin decreased 1.4 percentage point from 84.5% in FY2025 to 83.1% in FY2026 due to lower margins from certain new brands introduced in FY2026.

Other income (including interest income from bank)

The Group's other income decreased S$2.3 million or 68.9%, from S$3.3 million in FY2025 to S$1.0 million in FY2026 mainly due to lower government grants received under the Progressive Wage Credit Scheme, Senior Employment Credit Scheme and Enabling Employment Credit Scheme.

Other gains/(losses)

The Group recorded other gains of S$129,000 in FY2026 as compared to other losses of S$47,000 in FY2025. The gains in FY2026 were mainly attributable to the gain on reversing of right-of-use assets and lease liabilities arising from early termination of leases of loss-making outlets while the losses in FY2025 were mainly attributable to loss on disposal of financial asset and foreign exchange loss. The gain in FY2026 was partially offset with the additional cost from early termination of leases and loss on disposal of investment in associated company.

Expenses

Selling and distribution expenses: The Group's selling and distribution expenses decreased S$12.5 million or 17.6% from S$70.9 million in FY2025 to S$58.4 million in FY2026. The decrease was mainly due to lower manpower cost, utilities expenses, rental charges and depreciation charges of plant and equipment and right-of-use assets in line with the reduced network of restaurants in FY2026.

Administrative expenses: The Group's administrative expenses decreased S$0.5 million or 12.9% from S$3.9 million in FY2025 to S$3.4 million in FY2026, mainly due to lower manpower cost and depreciation charges in line with the Group's efforts to streamline operations and manage costs.

Other operating expenses: The Group's other operating expenses increased S$0.3 million or 11.7% from S$2.3 million in FY2025 to S$2.5 million in FY2026 mainly due to higher write-off of renovation costs upon rebranding and closure of outlets. The increase was partially offset by lower royalty fee paid in FY2026 in line with the reduced number of stores operating under franchised brands.

Impairment losses and loss allowance

The Group's impairment loss decreased S$3.0 million or 84.6% from S$3.6 million in FY2025 to S$0.6 million in FY2026 due to a lower number of non-performing outlets in FY2026, partially offset by the recognition of impairment loss of franchise right of S$0.2 million in 2H2026.

Interest expense

Interest expense decreased S$0.3 million or 18.2% from S$1.7 million in FY2025 to S$1.4 million in FY2026. The Group had, on average, lower lease liabilities in 2H2026 due to repayment and retirement of leases during FY2026.

Share of results of associated companies

The Group's share of profit of associated companies decreased S$0.2 million or 47.8% from S$0.5 million in FY2025 to S$0.3 million in FY2026. The decrease was due to lower profit generated by "Konjiki Hototogisu" brand restaurants and "Menya Musashi" brand restaurants in Hong Kong.

Income tax credit

The Group's income tax credit increased S$342,000 from S$88,000 in FY2025 to S$430,000 in FY2026 due to increase in net deferred income tax arising from lease liabilities and right-of-use assets respectively, higher over-provision of income tax expense and corporate income tax rebate.

Net loss

As a result of the aforementioned, the Group narrowed its net loss attributable to equity holders of the Company to S$6.7 million in FY2026 from S$7.9 million in FY2025.

REVIEW OF THE GROUP'S FINANCIAL POSITION

Current assets

Total current assets decreased by S$3.1 million, from S$13.9 million as at 31 March 2025 to S$10.8 million as at 31 March 2026. This was mainly due to the decrease in cash and bank balances of S$0.9 million, the decrease in trade and other receivables of S$0.4 million, the decrease in inventories of S$0.1 million and the decrease in other current assets of S$1.6 million, mainly attributable to the refund of rental deposit of S$1.1 million arising from outlet closures.

OPERATING AND FINANCIAL REVIEW



Non-current assets

Total non-current assets fell S$18.2 million, from S$60.6 million as at 31 March 2025 to S$42.4 million as at 31 March 2026. This was mainly due to the decrease in net book value of plant and equipment of S$5.2 million, the decrease in net book value of right-of-use assets of S$8.3 million due to depreciation expenses, a reduction in a loan to a joint venture of S$0.2 million due to receipt of loan repayment of S$0.3 million and reversal of over-provision on impairment of loan of S$0.1 million; the decrease in long term security deposits of S$0.9 million; decrease in intangible assets of S$0.3 million due to the impairment of franchise rights; and a decrease in deferred tax assets of S$3.4 million. These decreases were partially offset by an increase in investment in associated companies of S$0.1 million.

Current liabilities

Total current liabilities decreased by S$8.9 million, from S$30.9 million as at 31 March 2025 to S$22.0 million as at 31 March 2026. This was mainly due to the decrease in the current portion of lease liabilities of S$7.0 million; decrease in provisions for reinstatement of S$0.7 million; and, the decrease in trade and other payables of S$1.7 million. The decrease was partially offset by an increase in bank borrowing of S$0.5 million.

The Group had net current liabilities of S$11.2 million as at 31 March 2026 mainly due to the recognition of lease liabilities of S$14.1 million in compliance with SFRS(I) 16. Based on the Group's internal resources, bank facilities and projected operational cashflows, the Board is of the view that the Group will have sufficient funds to meet its financial obligations as and when they fall due.

Non-current liabilities

Total non-current liabilities decreased by S$5.7 million, from S$22.1 million as at 31 March 2025 to S$16.4 million as at 31 March 2026. This was due to a decrease in deferred income tax liabilities of S$3.8 million and decrease in the long-term portion of lease liabilities of S$3.1 million because of the repayment of leases and early termination of leases in FY2026.

The decrease was partially offset by the non-current portion provisions for reinstatement of S$1.2 million.

Shareholders' equity

The Group's shareholders' equity decreased by S$6.7 million from S$21.5 million as at 31 March 2025 to S$14.8 million as at 31 March 2026. The decrease was mainly due to the loss of S$6.7 million incurred in FY2026.

REVIEW OF STATEMENT OF CASH FLOW FOR FY2026

The Group's net cash provided by operating activities in FY2026 was S$24.4 million. This was mainly due to net loss adjusted for non-cash items after working capital changes of S$24.2 million and receipt of income tax credit and interest income of S$0.2 million.

The Group's net cash used in investing activities in FY2026 was S$1.8 million mainly arising from renovation cost and purchase of plant and equipment for the Group's restaurants of S$2.1 million. This was offset by the receipt of loan repayment by a joint venture of S$0.3 million.

The Group's net cash used in financing activities in FY2026 was S$23.2 million due to repayment of lease liabilities of S$22.5 million and interest on leases of S$1.4 million. These were offset by proceeds from bank borrowing of S$0.5 million and a decrease in short-term deposit pledged of S$0.2 million.

TAKAHASHI KENICHI
Executive Chairman and CEO

Date of Appointment
18 February 2008

Date of Last Re-Appointment
25 July 2024

Present and Past Directorships in other Listed Companies and Major Appointments
Nil

Skills & Experience
- Founded the Group in 1997
- More than 27 years in the F&B industry
- Professional engineer in research and development with Pioneer Asia Singapore from April 1978 to March 1997
- Graduated from Sophia University with a Certificate in Mechanical Engineering

WONG HIN SUN EUGENE
Non-Executive Vice Chairman

Date of Appointment
24 November 2008

Date of Last Re-Appointment
24 July 2025

Length of Service
18 years (Non-executive Director since November 2008)

Present Directorships in other Listed Companies and Major Appointments
- Founder and Managing Director of Sirius Venture Capital Pte Ltd
- Lead Independent Director, Alliance Healthcare Group Limited
- Deputy Non-Executive Chairman, Jason Marine Group Limited
- Board member, Gardens by the Bay
- Non-Executive Director, Singapore Cruise Centre Pte Ltd
- Non-Executive Chairman, Tangram Asia Capital Pte Ltd.
- Non-Executive Deputy Chairman, NTUC Learninghub Pte Ltd
- Member, Investment Advisory Committee, People's Association
- Director of Sirius Ocean Pte Ltd

Past Directorships in other Listed Companies Held Over the Preceding Three Years
- Lead Independent Director, APAC Realty Limited 15 July 2019 to 23 April 2026

Skills & Experience
- Graduated with a Bachelor of Business Administration (First Class Honours) from the National University of Singapore in 1992
- Obtained Master of Business Administration from the Imperial College of Science, Technology and Medicine at the University of London in 1998
- Completed the Owners President Management Program from Harvard Business School in 2011
- A Chartered Director (CDir) since 2014
- A Chartered Financial Analyst (CFA) since 2001
- A Fellow of the UK Institute of Directors
- A Fellow of the Singapore Institute of Directors



BOARD OF DIRECTORS

LEE SOON SIN JASON
Lead Independent Director

Date of Appointment
1 August 2023

Date of Last Re-Appointment
25 July 2024

Length of Service
3 years

Present Directorships in other Listed Companies and Major Appointments
- Managing Director of CA.sg PAC
- Director of My Business Advisory Sdn. Bhd.

Past Directorships in other Listed Companies Held Over the Preceding Three Years
Nil

Skills & Experience
- A Fellow of the Association of Chartered Certified Accountants (ACCA)
- A Fellow of the Institute of Singapore Chartered Accountants (ISCA)
- An Accredited Tax Advisor of the Singapore Chartered Tax Professionals (SCTP)
- An ASEAN Chartered Professional Accountant of the ASEAN Chartered Professional Accountants Coordinating Committee (ACPACC)
- A member of the Singapore Institute of Directors

TAN CHER TING
Independent Director

Date of Appointment
3 March 2023

Date of Last Re-Appointment
24 July 2025

Length of Service
3 years

Present Directorships in other Listed Companies and Major Appointments
Nil

Past Directorships in other Listed Companies Held Over the Preceding Three Years
Nil

Skills & Experience
- Director, Investment Banking, CIMB Bank Berhad, Singapore Branch (2002 – 31 May 2025)
- Bachelor of Business (Honours), Nanyang Technological University
- CFA Charterholder, CFA Institute

LIM HENG CHONG BENNY
Independent Director

Date of Appointment
1 August 2024

Date of Last Re-Appointment
24 July 2025

Length of Service
2 years

Present Directorships in other Listed Companies and Major Appointments
- Partner at Chris Chong & C T Ho LLP
- Independent Director of Alliance Healthcare Group Limited

Past Directorships in other Listed Companies Held Over the Preceding Three Years
- Lead Independent Director of China Sunsine Chemical Holdings Ltd

Skills & Experience
- Bachelor of Laws (Honours) from the National University of Singapore
- Master of Laws from the National University of Singapore
- Advocate & Solicitor of the Supreme Court of Singapore
- Notary Public, Singapore Academy of Law
- Member of the Law Society of Singapore

KEY MANAGEMENT

LIEW KIAN ER KENNETH
Chief Financial Officer

Kenneth Liew Kian Er is our Chief Financial Officer. He is primarily responsible for overseeing all financial, accounting and corporate secretarial matters of our Group. Mr Liew has more than 35 years of experience in accounting, audit and finance. Prior to joining our Group as Financial Controller in July 2008, Mr Liew was with Abterra Ltd, a company listed on the Main Board of the SGX-ST, serving as its finance manager from January 2007 to March 2007 before becoming its financial controller from March 2007 to July 2008. Mr Liew was an associate at Bensyl Consultancy Services Pte Ltd from May 2004 to December 2006. He was with Sunstar Logistic Singapore Pte Ltd serving as its accounting manager from July 1997 to March 2002 and as deputy general manager from April 2002 to April 2004. Mr Liew is a member of the Institute of Singapore Chartered Accountants and a fellow of the Chartered Association of Certified Accountants (UK).

FONG SIEW GEEN
Head of Operations

Fong Siew Geen is our Head of Operations. She is primarily responsible for the operation of our Group's restaurants and for overseeing all operational aspects from quality assurance to menu layout. Ms Fong joined our Group as a service crew in October 2003 and was promoted to Floor Manager in April 2008. She rose through the ranks to become our Senior Operations Manager in May 2009 and was appointed our Head of Operations since April 2015.

ICHIRO OTSUKA
Chief Chef (Ramen)

Ichiro Otsuka was redesignated as Chief Chef (Ramen) in April 2026. He is primarily responsible for the quality control of our Group's ramen restaurants and developing menus that meet the evolving preferences of our customers. Mr Ichiro joined our Group in November 2011 and was charged with spearheading the expansion of our central kitchen. Before his appointment to his current position, he was our Central Kitchen Operations Manager Group since April 2012. He successfully established a noodle production facility at our central kitchen, and our Halal kitchen in 2021. He has more than 25 years of experience in managing ramen restaurants and central kitchens through his various work engagements in Japan.

KOGA TSUMOTO
Chief Chef

Koga Tsumoto has more than 20 years of experience in Japanese cuisine. He joined the Group in May 2008 and was redesignated as Chief Chef in April 2026. He is responsible for the operations of the Group's non-ramen restaurants, including quality control, development of non-ramen dishes and menu creation for concepts such as Steak 99 and Milan Shokudo. Prior to joining our Group, he worked five years as a chief chef in Japan.

MURAKAMI AKIO
Central Kitchen Operations Manager

Murakami Akio was promoted to Central Kitchen Operations Manager in April 2026. He is responsible for the day-to-day operations of our central kitchen facility, taking over from Mr Ichiro Otsuka, who has been redesignated as Chief Chef (Ramen). Mr Murakami joined our Group in March 2008 and was tasked with managing our procurement functions and subsequently the noodle production line after it was established. In 2017, he was redesignated as Deputy Central Kitchen Operations Manager. He holds a Bachelor of Economics degree from Nihon University, Japan. Prior to joining us, he worked in the service industry, including with an event company operating cruises for wedding dinners.

CORPORATE INFORMATION

BOARD OF DIRECTORS

TAKAHASHI KENICHI
Executive Chairman and CEO

WONG HIN SUN EUGENE
Non-Executive Vice Chairman

LEE SOON SIN JASON
Lead Independent Director

TAN CHER TING
Independent Director

LIM HENG CHONG BENNY
Independent Director

AUDIT AND RISK COMMITTEE

LEE SOON SIN JASON
Chairperson

WONG HIN SUN EUGENE

TAN CHER TING

LIM HENG CHONG BENNY

NOMINATING COMMITTEE

LIM HENG CHONG BENNY
Chairperson

WONG HIN SUN EUGENE

LEE SOON SIN JASON

TAN CHER TING

REMUNERATION COMMITTEE

TAN CHER TING
Chairperson

WONG HIN SUN EUGENE

LEE SOON SIN JASON

LIM HENG CHONG BENNY

COMPANY SECRETARY

CHEW PEI TSING
ACS, ACG

REGISTERED OFFICE

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SHARE REGISTRAR

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#06-03 Robinson 77
Singapore 068896

SPONSOR

UOB KAY HIAN PRIVATE LIMITED
83 Clemenceau Avenue
#10-01 UE Square
Singapore 239920

INDEPENDENT AUDITOR

CLA GLOBAL TS
PUBLIC ACCOUNTING CORPORATION
80 Robinson Road
#25-00
Singapore 068898

Director-in-charge:
LIM JU MAY
Appointed since financial year ended 31 March 2025

PRINCIPAL BANKER

UNITED OVERSEAS BANK LIMITED
80 Raffles Place
UOB Plaza 1
Singapore 049513

INVESTOR RELATIONS

AUGUST CONSULTING PTE. LTD.
101 Thomson Road
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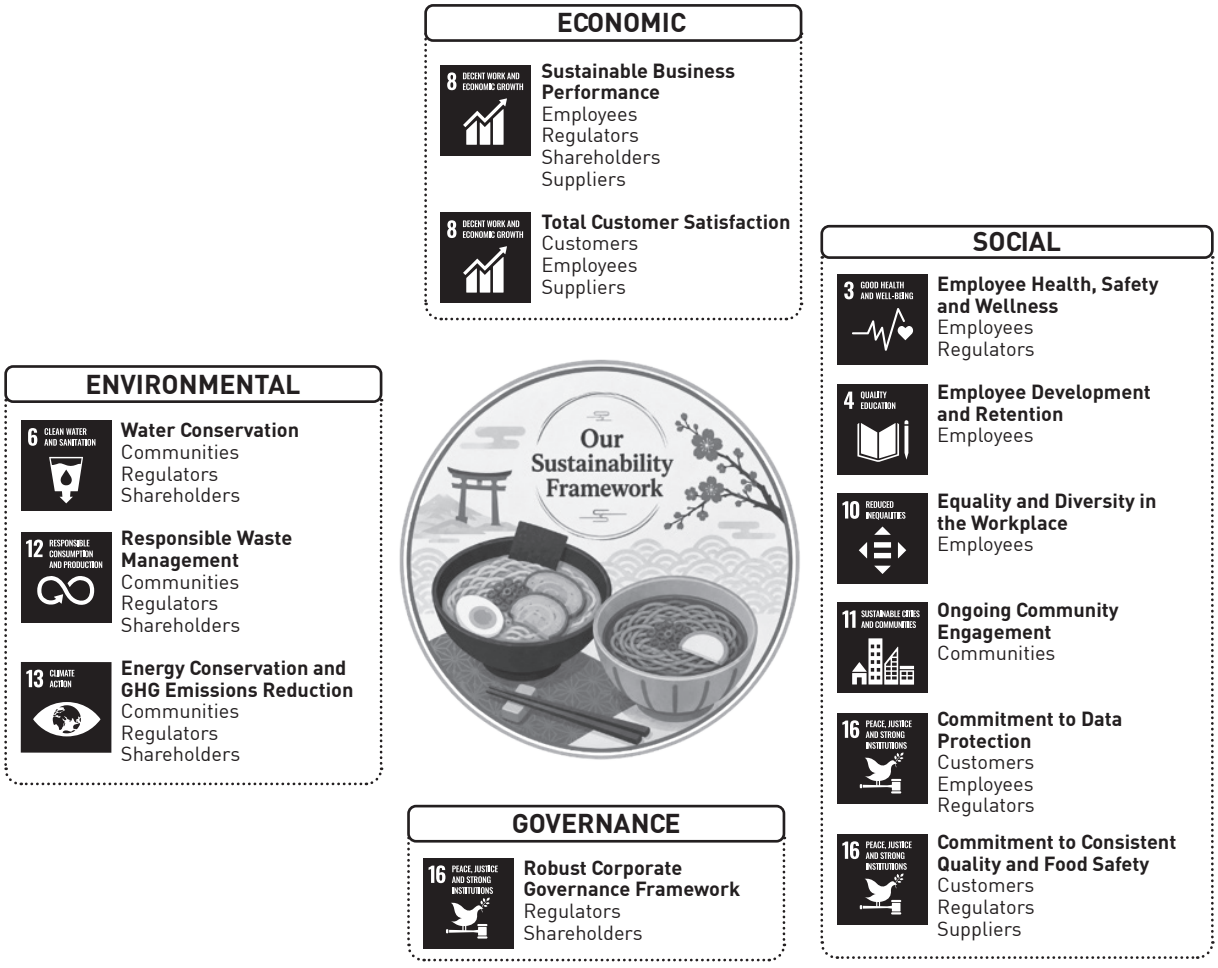


1. BOARD STATEMENT

Japan Foods Holding Ltd. ("**Japan Foods**" or the "**Company**"), and together with its subsidiaries, (the "**Group**" or "**We**"), reaffirms our commitment to sustainability with the publication of this sustainability report ("**Report**"). For this Report, we provide insights into the way we conduct business, whilst considering our material Sustainability Factors under the sustainability pillars of economic, environmental, social and governance (collectively as "**Sustainability Factors**"), and to provide readers with an accurate and meaningful overview on how we manage our sustainability issues.

The Board of Directors ("**Board**") of the Company considered the Group's sustainability issues as part of its strategic formulation and business strategies, determined the material Sustainability Factors and oversaw their management and monitoring.

This Report communicates our support towards the United Nations' Sustainable Development Goals ("**SDGs**"). As we collaborate closely with our stakeholders throughout the value chain, their inputs serve as the compass directing our sustainability initiatives towards prioritising our material Sustainability Factors. Below shows the interaction between our sustainability framework, material Sustainability Factors, stakeholders and the SDGs:



2. SUSTAINABILITY PERFORMANCE AT A GLANCE

A summary of our material sustainability performance in financial year ("**FY**") 2026 is as follows:

Sustainability Pillar	Sustainability Metric	Sustainability Performance	
		FY2026	FY2025
Economic	Economic value generated[1] (S$ million)	70.6	84.8
	Operating costs[2] (S$ million)	26.4	29.2
	Employee benefit expenses (S$ million)	22.7	28.9
	Payments to providers of capital[3] (S$ million)	1.4	2.1
	Tax to/(refunded from) governments (S$ million)	(0.4)	(0.1)
	Number of restaurant outlets	58	78
Environmental	Water usage intensity (Megalitres ("**ML**")/revenue S$'000)	0.001	0.001
	Percentage of waste oil disposed through licensed oil collector (%)	100	100
	Aggregated absolute greenhouse gas ("**GHG**") emissions (tCO_2e)	4,415	5,358
	GHG emissions intensity (tCO_2e/revenue S$'000)	0.063	0.064
Social	Number of work-related fatalities	–	–
	Number of high consequence work-related injuries[4]	–	–
	Number of recordable work-related injuries	34	59
	Number of work-related ill health cases[5]	–	–
	Turnover rate (%)	59	56
	Number of reported incidents of unlawful discrimination against employees[6]	–	–
	Number of reported substantiated complaints concerning breaches of data privacy and losses of data	–	–
	Percentage of restaurant outlets graded A or B by the Singapore Food Agency ("**SFA**") (%)	100	100
	Number of major food safety incidents[7]	–	–
Governance	Number of incidents of serious offence[8]	–	–
	Number of incidents of non-compliance with any applicable laws and regulations[9] that resulted in a significant fine or non-monetary sanction	–	–

Notes:

1 Economic value generated includes revenue, other income and interest income, net of government grants and any unrealised gains.
2 Operating costs include payments to suppliers and service providers.
3 Payments to providers of capital include dividends paid to shareholders (if any) and interest payments to providers of financing.
4 A high consequence work-related injury refers to an injury from which the worker cannot recover or cannot recover fully to pre-injury health status within six (6) months.
5 A work-related ill health case refers to one (1) case with negative impacts on health arising from exposure to hazards at work.
6 An unlawful discrimination refers to an incident of discrimination whereby the relevant authority has commenced investigation and resulted in a penalty to a company.
7 A major food safety incident is defined as an incident whereby at least five (5) unrelated customers (at the same venue or event) are affected from consuming food items produced.
8 A serious offence is defined as one that involves fraud or dishonesty with an amount not less than SGD 100,000 and that is punishable by imprisonment for a term of not less than two (2) years, which is being or has been committed against a company by officers or employees of the company.
9 An incident of non-compliance that excludes fraud or dishonesty.

3. REPORTING FRAMEWORK

This Report is prepared in accordance with Rules 711A and 711B of the Listing Manual Section B: Rules of Catalist ("**Catalist Rules**") of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") and the guidance set out in SGX-ST's sustainability reporting guide under Practice Note 7F of the Catalist Rules. This report is also prepared with reference to the Global Reporting Initiative ("**GRI**") Standards. We chose to report using the GRI Standards as it is an internationally recognised reporting framework that covers a comprehensive range of sustainability metrics.

As part of our continual efforts to align our sustainability reporting with relevant market standards, we mapped our sustainability efforts to the 2030 Agenda for Sustainable Development which is adopted by all United Nations Member States in 2015 ("**UN Sustainability Agenda**"). The UN Sustainability Agenda provides a shared blueprint for peace and prosperity for people and the planet, now and into the future. At its heart are the 17 SDGs, which form an urgent call for action by all developed and developing countries in a global partnership.

Our climate-related disclosures are produced based on the 11 recommendations of Task Force on Climate-related Financial Disclosures ("**TCFD**"). Following the publication of the International Sustainability Standards Board ("**ISSB**") Standards – International Financial Reporting Standards ("**IFRS**") S1 and IFRS S2, we conducted a gap analysis against our existing TCFD reporting. We are guided by the phased approach recommended by the Singapore Exchange Regulation in aligning our reporting of climate-related disclosures in accordance with ISSB Standards.

Our climate-related disclosures relating to Scope 1 and 2 GHG emissions are compliant with IFRS S1, S2, and we are in the process of aligning the gaps identified in our existing TCFD reporting to the ISSB Standards.

We relied on internal data monitoring and verification to ensure accuracy for this Report. Internal reviews on the sustainability reporting process are incorporated as part of our internal audit review cycle. We will work towards external assurance for our future sustainability reports subject to market trends and regulatory requirements.

4. REPORTING SCOPE

This Report covers the consolidated entities, as disclosed in our audited financial statements, for the FY from 1 April 2025 to 31 March 2026 ("**FY2026**" or "**Reporting Period**").

5. FEEDBACK

Your feedback on this Report is an important way of improving our sustainability practices. If you have any comments, suggestions or feedback on this matter, please send it to our investor relations email account at ir@jfh.com.sg.

6. OUR PHILOSOPHY

Our Vision
To enlarge our regional footprint by offering innovative dining concepts and serving top quality cuisine in multiple markets within Asia.

Our Mission
Endeavour to achieve annual growth in our restaurant outlets network and sales.

Our Core Values

Focus on Sustainable Growth
We are focused on growing shareholders' value and environmental sustainability.

Quality and Freshness
We aim to serve good food at affordable prices. We will use only the freshest ingredients prepared daily at our central kitchen.

Customer Focused
We aim to be customer focused, providing good and friendly service at all our restaurant outlets.

Performance
We tap on technology to increase productivity and efficiency throughout our operations.

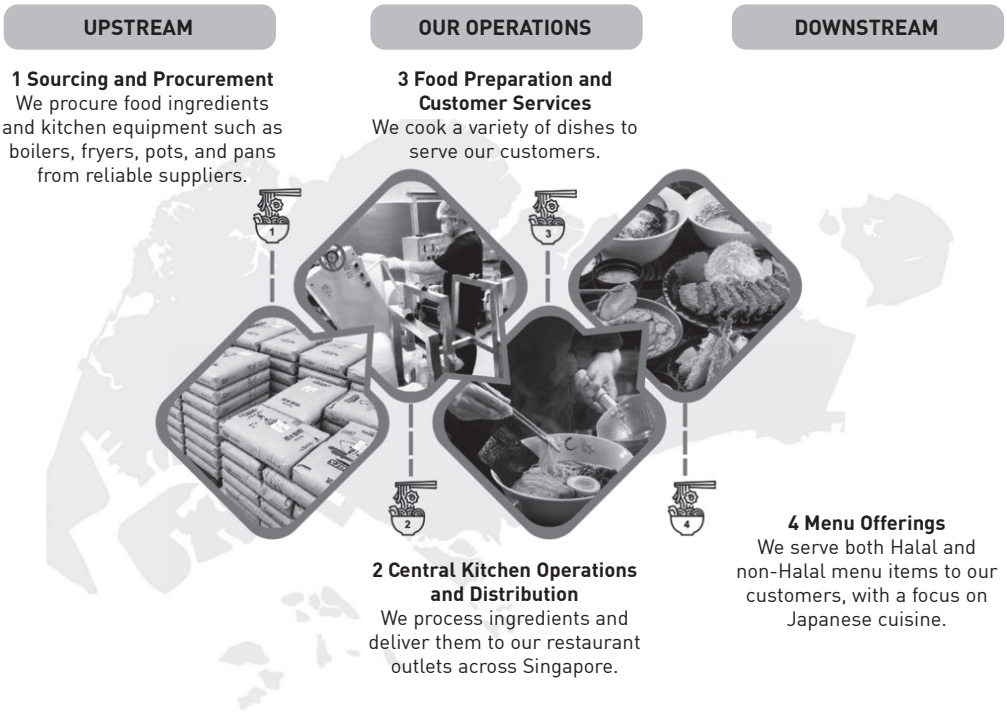
People Development
We offer equal opportunities to all staff.

Stakeholder Accountability
We are committed to building long lasting relationships with our stakeholders based on mutual trust and respect.

The sustainability journey is driven by the Group's vision, mission, core values and SDGs as they shape our business culture and strategies.

7. OUR BUSINESS

The Group is principally involved in the operations of a chain of restaurant outlets under franchised and self-developed brands. The key ingredients are sourced from both overseas and local suppliers. Ingredients are processed in the central kitchens for economic and quality control reasons before they are supplied to the restaurant outlets in the form of semi-finished food items such as sauces, soup, noodles, and meat for further handling before they are served to the customers.



8. STAKEHOLDER ENGAGEMENT

As part of our stakeholder engagement process, we identify the key stakeholders relevant to our business, and they include entities or individuals that have an interest that is affected or could be affected by our activities. These key stakeholders include communities, customers, employees, national agencies and government bodies ("**Regulators**"), investors and shareholders ("**Shareholders**") and suppliers and service providers ("**Suppliers**").

We considered the concerns of key stakeholders when formulating corporate strategies. We adopt both formal and informal channels of communication to understand their needs to achieve mutually beneficial outcomes. We engage our key stakeholders through the following channels:

Stakeholder	Engagement Channel	Frequency of Engagement	Key Concern Raised
Communities	Community campaigns	Ongoing	• Environmental initiatives • Social inclusion
Customers	• Customer questionnaires • Online feedback forms • JFH Rewards programme	Daily	• Customer service standards • Food safety • Food quality and consistency
Employees	Employee performance review	Annually	• Career development and training opportunities • Equal employment opportunities • Job security • Remuneration • Workplace health and safety
Regulators	Consultations and briefings organised by key regulatory bodies such as SGX-ST, Ministry of Manpower and SFA	Ad hoc	• Corporate governance • Environmental compliance • Workplace health and safety
Shareholders	• Annual general meeting • Issuance of annual report ("**AR**")	Annually	• Corporate governance • Dividend payment • Market valuation • Sustainable business performance
	Results announcements	Half-yearly	
	Investor relations communication	Ongoing	
Suppliers	• Suppliers' evaluations • Feedback provided by procurement teams to Suppliers	Ad hoc	• Fair trading practices • Long-term and sustainable business relationship • Order volatility • Prompt payments

9. POLICY, PRACTICE AND PERFORMANCE REPORTING

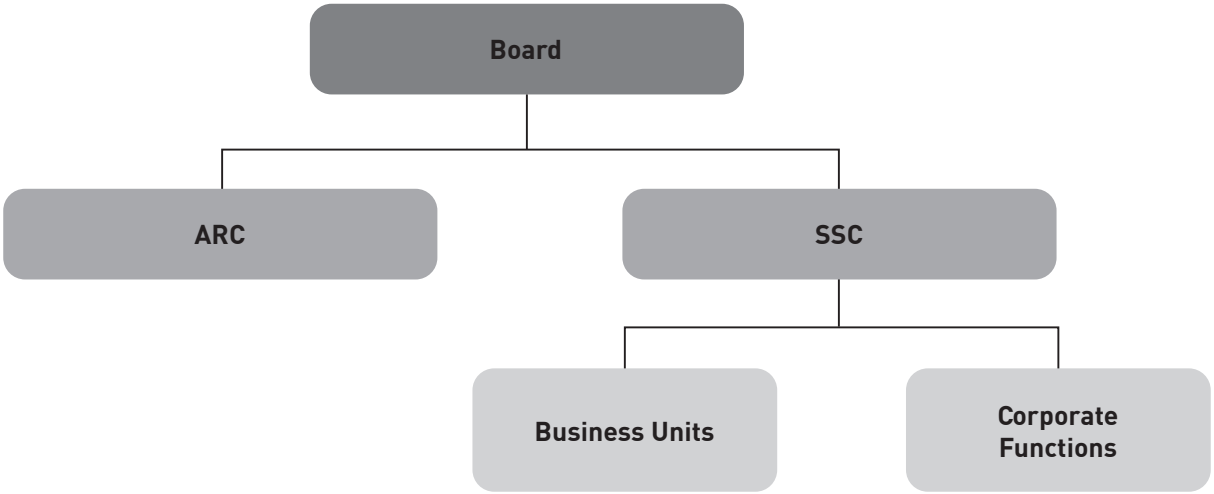
In line with our commitment to sustainability, we established a sustainability reporting policy ("**SR Policy**") that outlines our sustainability strategy, sustainability governance structure, materiality assessment and processes in identifying and monitoring material Sustainability Factors which serves as a point of reference in the conduct of our sustainability reporting. Under this SR Policy, we will continue to monitor, review and update our material Sustainability Factors from time to time, considering the feedback that we receive from our engagement with our stakeholders, organisational and external developments.

9.1 Sustainability Governance Structure

The Board is ultimately responsible for overseeing the Group's strategic direction on sustainability matters and is primarily supported by a Sustainability Steering Committee ("**SSC**") by virtue of delegation. As part of our continual efforts to upgrade the knowledge of our directors on sustainability reporting and to meet the requirement of Rule 720 (6) of SGX-ST, we confirm that all our directors attended one (1) of the Singapore Exchange Regulation's approved sustainability training courses.

The Group's SSC is led by the Chief Executive Officer ("**CEO**") and Chief Financial Officer ("**CFO**") whilst its members comprise selected representative members from the key business units and corporate functions. Beside the SSC, the Board is supported by the Audit and Risk Committee ("**ARC**") on specific sustainability matters under its terms of reference. Our sustainability governance structure and the responsibilities of component parties are detailed as follows:

Sustainability Governance Structure



Terms of Reference of Component Parties

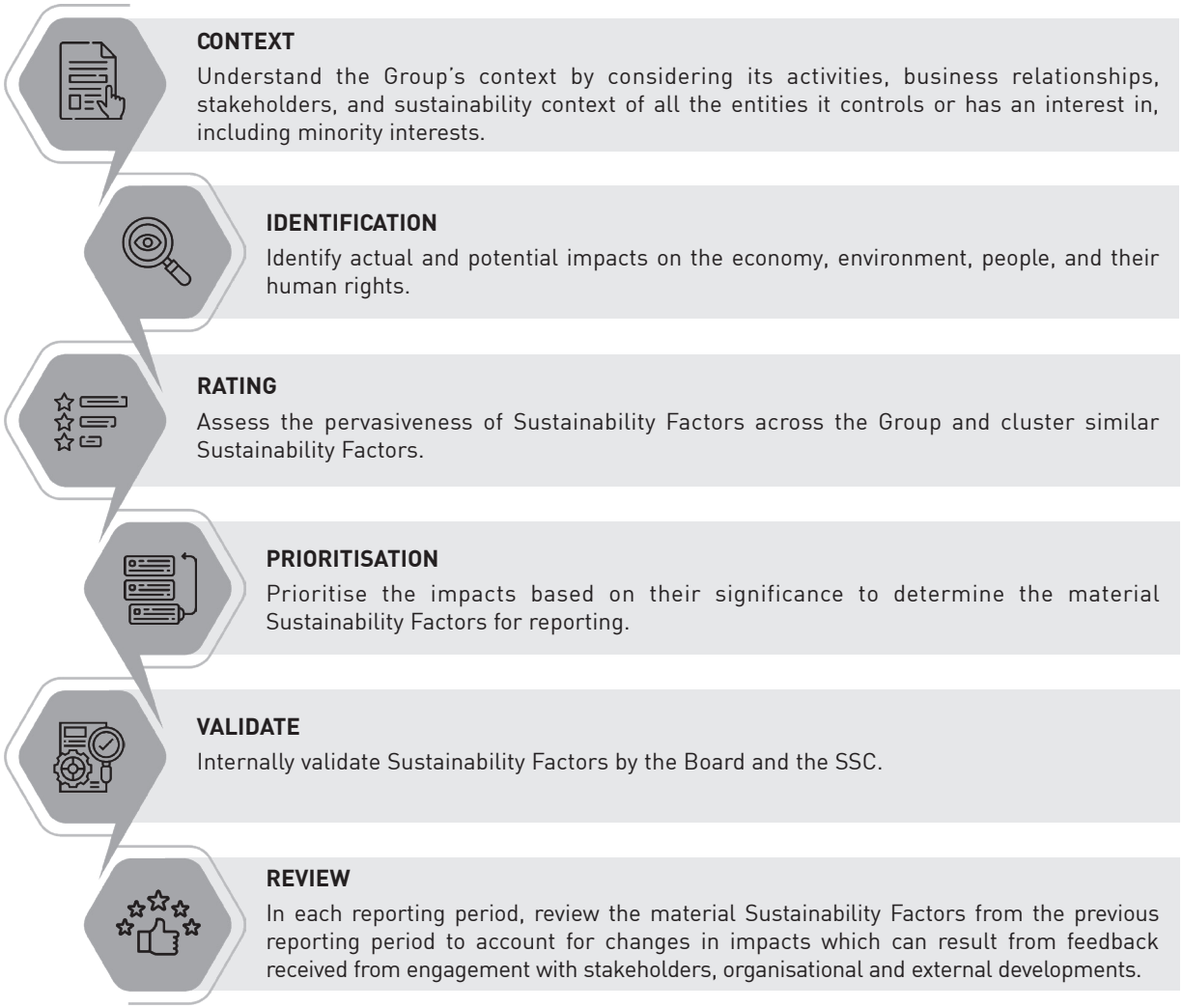
Component Party	Member	Terms of Reference
Board	Board members	● Determine material Sustainability Factors of the Group ● Review and approve sustainability strategy, policies and targets ● Review and approve sustainability reports (including materiality assessment process and outcome) ● Monitor implementation of sustainability strategy, policies and performance against the targets ● Oversee the identification and evaluation of climate-related risks and opportunities ● Oversee the integration of sustainability and climate-related risks and opportunities within the Group's enterprise risk management ("**ERM**") framework ● Evaluate the composition and competencies of the SSC to support effective oversight of sustainability strategy, with consideration of climate-related risks and opportunities
ARC	ARC members	● Review the adequacy and effectiveness of the Group's internal controls and risk management systems ● Oversee the conduct of assurance activities pertaining to the Group's sustainability reporting processes
SSC	● CEO ● CFO ● Head of Operations ● Admin and Payroll Manager ● Human Resource ("**HR**") Manager ● Purchasing Manager	● Develop sustainability strategy, policies and management plans, as well as recommend revisions to the Board ● Ensure that the implementation of sustainability strategy is aligned across business segments ● Evaluate overall sustainability risks and opportunities, with a focus on climate-related issues ● Track and monitor sustainability related regulatory requirements ● Perform materiality assessment to identify and prioritise material Sustainability Factors ● Align the Group's practices at the operational level with the organisation-wide sustainability agenda and strategy ● Monitor sustainability activities and performance against targets ● Consolidate sustainability metrics to track sustainability impact on a Group basis and for reporting purposes ● Prepare and review sustainability reports prior to its approval by the Board
Business Units/ Corporate Functions	Representatives from the following corporate functions: ● Finance ● HR ● Operation ● Procurement	● Align practices at the operational level with the Group's agenda and sustainability strategy ● Collect and compile sustainability metrics to track sustainability impact

As we are still refining our sustainability metric measuring, tracking and target-setting mechanism, we will link key executives' remuneration to sustainability performance when the mechanism is more mature and stable.

9.2 Sustainability Reporting Processes

Under our SR policy, our sustainability process begins with an understanding of the Group's context. This is followed by the ongoing identification and assessment of the Group's impacts. The most significant impacts are prioritised for reporting, and the result of this process is a list of material Sustainability Factors disclosed in this Report.

The processes involved are as shown in the figure below:



9.3 Materiality Assessment

We continuously refine our management approach to adapt to the changing business landscape. The Group's SSC performs an annual materiality assessment to ensure that the material Sustainability Factors disclosed in our sustainability reports remain material and relevant. From the assessment, we identify key areas that impact our ability to create value for our stakeholders.

Both positive and negative impacts, whether actual and potential, are assessed based on: (i) the likelihood of the occurrence of actual and potential negative and positive impacts; and (ii) their significance on the economy, environment, people and human rights, as well as their contribution to sustainable development.

9.4 Performance Tracking and Reporting

We track the progress of our material Sustainability Factors by identifying the relevant sustainability metrics, measuring and monitoring them. Additionally, we set performance targets that are aligned with our strategy to ensure that we remain focused in our path to sustainability. We consistently enhance our performance-monitoring processes and improve our data capturing systems. A sustainability report is published annually in accordance with our SR policy.

10. MATERIAL SUSTAINABILITY FACTORS

In FY2026, the SSC conducted a materiality assessment to update the material Sustainability Factors, and a stakeholder engagement session[10] to understand the concerns and expectations of our key stakeholders. In this Report, we also reported our progress in managing these factors and set related targets to improve our sustainability performance.

We incorporated the SDGs from the UN Sustainability Agenda as a supporting framework to shape and guide our sustainability strategy where appropriate. Below is the list of material Sustainability Factors applicable to the Group and how they related to these SDGs:

S/N	Material Sustainability Factor	Core Value	SDG	Key Stakeholder	Our Effort
	Economic				
1	Sustainable Business Performance	Focused on sustainable growth		• Employees • Regulators • Shareholders • Suppliers	We contribute to economic growth through the creation of long-term and sustainable value for our stakeholders.
2	Total Customer Satisfaction	Customer focused		• Customers • Employees • Suppliers	We place heavy emphasis on customer satisfaction as we understand that maintaining a high level of customer satisfaction is essential to the continued success of our business.
	Environmental				
3	Water Conservation	Focused on sustainable growth		• Communities • Regulators • Shareholders	We implement measures to minimise water wastage from our business operations.
4	Responsible Waste Management	Focused on sustainable growth		• Communities • Regulators • Shareholders	We implement measures to reduce environmental impacts of waste that is generated from our business operations.
5	Energy Conservation and GHG Emissions Reduction	Focused on sustainable growth		• Communities • Regulators • Shareholders	We implement measures to reduce our energy consumption, improve our energy efficiency, and reduce GHG emissions from our operations.

Note:

[10] The Company distributed an online survey to both its internal and external stakeholders of customers, employees, and Suppliers to gather perspectives on the most important sustainability factors for the business to prioritise.

S/N	Material Sustainability Factor	Core Value	SDG	Key Stakeholder	Our Effort
	Social				
6	Employee Health, Safety and Wellness	People development		• Employees • Regulators	We implement measures to ensure that the working environment is both safe and secure, as well as to maintain the physical and mental health of our employees.
7	Employee Development and Retention	People development		Employees	We invest in the training, education, and development of our employees to advance their skills, capabilities, and overall growth whilst enhancing our business competencies.
8	Equality and Diversity in the Workplace	People development		Employees	We create a diverse and inclusive workplace that brings new perspectives to our business and strengthen our ability to overcome new challenges.
9	Ongoing Community Engagement	Stakeholder accountability		Communities	We participate in various campaigns to promote social inclusion and sustainable communities.
10	Commitment to Data Protection	Stakeholder accountability		• Customers • Employees • Regulators	We implement measures to ensure the privacy and security of personal data collected or generated during our operations.
11	Commitment to Consistent Quality and Food Safety	Quality and freshness		• Customers • Regulators • Suppliers	We ensure strict compliance to market standards, laws, and regulations with regard to the quality and safety of our food.
	Governance				
12	Robust Corporate Governance Framework	Stakeholder accountability		• Regulators • Shareholders	We ensure that business practices are aligned with legal standards and ethical principles.

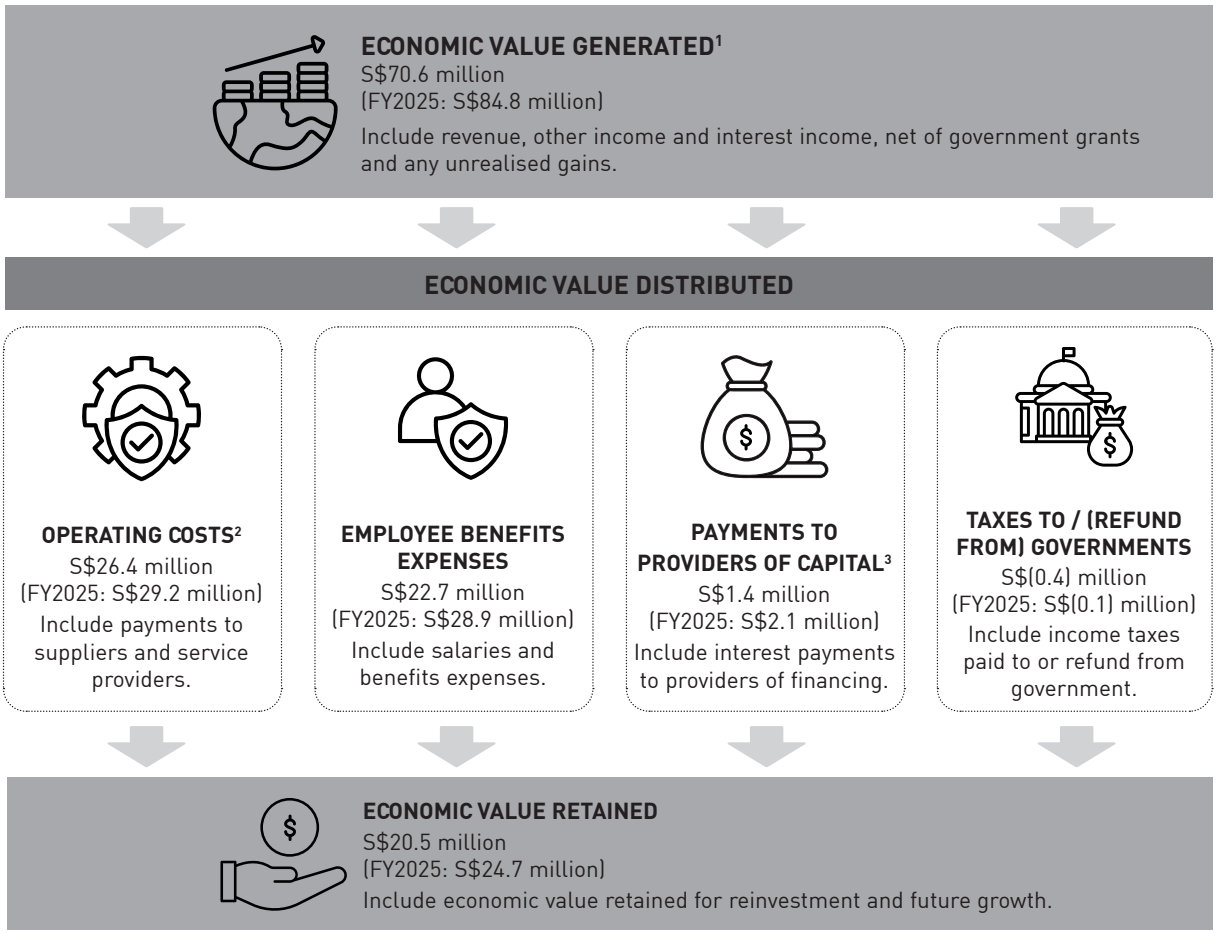
10.1 Sustainable Business Performance

Commitment
We are committed to creating long-term economic value for stakeholders by adopting responsible business practices and growing our business in a sustainable manner.

Approach
During the Reporting Period, we made the disciplined decision to exit underperforming retail locations through the non-renewal or early termination of leases. We redirected our capital, management efforts, and operational focus to brands and retail locations with demonstrated customer traction and long-term viability.

Looking ahead, we will continue to prioritise cost discipline across our operations, while doubling down on our Halal-concept segment and rejuvenating our non-Halal brands to ensure they remain competitive and relevant.

Performance
In line with this commitment, we present the distribution of our values created in FY2026 as follows:



During the Reporting Period, we distributed 71% (FY2025: 71%) of our economic value generated.

Refer to the audited financial statements in our AR FY2026 for the Group's financial performance and financial risk management disclosure on our efforts and progress in maintaining financial sustainability.

10.2 Total Customer Satisfaction

Commitment
We are committed to constantly evolve in tandem with shifts in customer preferences and ensuring that our offerings remain attuned to their changing taste and preference.

Approach
In the pursuit of broadening our customer reach and presenting an assortment of food products that satisfy their taste buds, we offer an extensive selection of brands and continuously develop new recipes to provide a fulfilling dining experience for our customers.

Diversified Brand Offerings

With an in-depth understanding of the markets, we constantly review our brand portfolio to bring new tastes and experiences to satisfy the diverse needs of our customers. During the Reporting Period, we introduced the following new brands under our self-developed brands:

Our Brand	Concept
Our Self-Developed Brands	
Steak 99	'Steak 99' is a Japanese-inspired western grill dining brand offering an affordable and distinctive dining experience through its signature lava stone grilling method.
Tokyo 99	'Tokyo 99' is a casual dining brand serving a wide selection of Japanese favourites, Western dishes, and family-friendly meals, catering to diverse customer preferences.
Mama Klang	'Mama Klang' is a modern Malaysian kopitiam brand offering traditional brews and beloved local favourites in a contemporary setting.

Enhance our Presence and Maintain Close Proximity to our Customers

We acknowledge that a convenient retail location is crucial to attract and retain customers. Over the years, we cultivate good relationships with major mall operators, enabling us to secure prime locations to build a network of restaurant outlets. We also operate Halal-certified restaurant outlets to better serve our diverse customer base and broaden our market reach.

Quality Food at Reasonable Prices

Our food philosophy is to serve authentic cuisine, and we take pride in serving quality and affordable meals to our customers. We ensure that the standard and quality of our offerings through the following ways:

- Source from reliable Suppliers that offer quality products with competitive pricing, allowing us to offer affordable prices to our customers. These Suppliers are regularly evaluated through measures such as annual assessments and visits to Suppliers' facilities;
- Source certain key ingredients directly from Japan to retain authenticity, with further processing carried out in our central kitchens and restaurant outlets;
- Prepare ingredients in our central kitchens for our restaurant outlets to ensure consistency in food standards and achieve economies of scale through bulk purchases;
- Prepare ramen noodles in-house under the supervision of our in-house Production Team to maintain quality and authenticity; and
- Continuously innovate new recipes through the Research and Development Team to meet customers preferences.

Provide Quality and Safe Products

We adhere to market standards and implement best practices in our operations to ensure that we uphold the quality and standards of our products. We operate a central kitchen that is Halal certified, enabling us to serve Halal food items to our customers. For further details on how we maintain product safety and consistency in quality, refer to Section 10.11 'Commitment to Consistent Quality and Food Safety'.

Proactively Gather Customer Feedback

We harness the use of technology to remain nimble in addressing customer feedback which is gathered through various touchpoints such as Google reviews, social media platforms and our website. We also implement a customer relationship management system that allows a comprehensive and more insightful analysis of customer preferences. Our dedicated customer service team consolidates the feedback obtained daily and forwards it to the relevant Brand Managers. Immediate actions are taken by our Brand Managers for adverse feedback and feedback that requires timely response. Insights gathered are discussed during our management meetings to drive product and service improvements, enhance operational efficiency and provide inputs for strategy development.

Performance

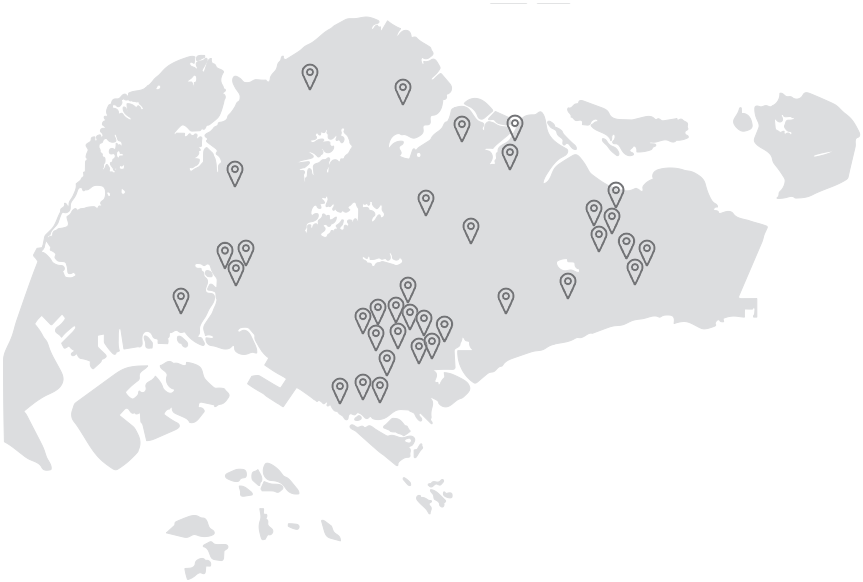
Diversified Brands Offerings

During the Reporting Period, we offered a total of 16 brands which include 8 franchised brands and 8 self-developed brands and concepts (FY2025: 21 brands which include 13 franchised brands and 8 self-developed brands and concepts).

You may refer to 'Our Brands' section in this AR FY2026 for details of our franchised and self-developed Japanese concept brands.

Enhance our Presence and Maintain Close Proximity to our Customers

As at 31 March 2026, we operated 58 (as at 31 March 2025: 78) restaurant outlets in high-traffic and popular malls island-wide.



A location presented in the map above may have more than one (1) restaurant outlets.

Of the above restaurant outlets as at 31 March 2026, 32 (as at 31 March 2025: 37) of them are Halal certified.

Refer to 'Our Brands' section for a comprehensive list of our restaurant brands.

10.3 Water Conservation

Commitment

We are committed to the responsible usage of water resources through enhancing our water usage efficiency.

Approach

Our water source[11] is derived from the Public Utilities Board, Singapore's National Water Agency. We rely on water resources to run our operations primarily in the following areas:

- Prepare our products such as thawing meat and making soup bases; and
- Conduct cleaning and sanitation activities, including dishwashing, kitchen and equipment cleaning, as well as general area upkeep.

We manage and conserve our water usage through the following measures:

- Establish a designated team to conduct periodic inspections and routine checks of faucets, pipes and water fixtures at restaurant outlets to detect leakages, identify faulty equipment and areas of potential water wastage to prevent uncontrolled water outflow;
- Implement prompt corrective actions for identified issues such as engaging plumbers or notifying mall management;
- Operate dishwashers only when the water basin is fully loaded with utensils to maximise water efficiency; and
- Encourage employees to conserve daily water usage.

Note:

[11] Based on the World Resources Institute Aqueduct Water Risk Atlas, the Group does not operate in any area with high water stress. Whilst our operations do not significantly affect Singapore's overall capacity to meet the human and ecological water demand, we actively monitor government initiatives to enhance our water conservation efforts.

Performance
Key statistics on water usage[12] during the Reporting Period are as follows:

Sustainability Metric	Unit of Measurement[13]	FY2026	FY2025
Water usage	ML	82	104
Water usage intensity	ML/revenue S$'000	0.001	0.001

During the Reporting Period, our water usage intensity as compared to the prior Reporting Period remains relatively unchanged.

10.4 Responsible Waste Management

Commitment
We are committed to minimise food waste and better manage oil waste generated in our operations.

Approach
Our waste management measures are aligned with the Singapore's Zero Waste Masterplan, Environmental Public Health Act, and Resource Sustainability Act (collectively referred to as "**Prevailing Waste Regulations**").

Waste generated from our restaurant outlets and central kitchen includes food waste, oil waste, and packaging waste such as cardboard carton boxes and packaging materials. Ingredient waste generated from our operations is deemed non-material as the products we serve are mostly fast-moving.

We implemented the following measures to minimise waste generated in our operations:
- Align our waste management practices with the guidelines provided by the mall management. Such practices include segregating food waste and cardboard carton boxes at designated disposal areas, as well as monitoring and reviewing the amount of waste generated and disposed;
- Monitor inventory levels periodically and analyse customer demand to minimise overstocking of ingredients;
- Monitor and control food portion sizes to minimise food wastage;
- Track the shelf life of ingredients and food products using a barcode system;
- Optimise food ingredients usage through interchangeable semi-processed ingredients, such as char siew, tofu and seaweed, which can be used across multiple dishes;
- Provide disposable cutleries for take-away order upon customer request to reduce single-use cutleries; and
- Engage a licensed third-party oil collector for the disposal of oil waste generated from our operations.

Performance
Key statistics on waste generated during the Reporting Period are as follows:

Sustainability Metric	Unit of Measurement	FY2026	FY2025
Waste oil generated	metric tonnes	21	25
Waste oil generation intensity	metric tonnes/revenue S$'000	<0.001	<0.001

During the Reporting Period, 100% (FY2025: 100%) oil waste generated in operations was disposed in accordance with the Prevailing Waste Regulations.

For the Reporting Period, there were zero (FY2025: zero) incidents of non-compliance with the Prevailing Waste Regulations.

Notes:
[12] Across our operations, water usage is assumed to be equal to water withdrawal as water discharge is not separately tracked and the water withdrawn is primarily used for operational purposes.
[13] We updated the unit of measurement to align with the reporting framework and standards adopted.

10.5 Energy Conservation and GHG Emissions Reduction

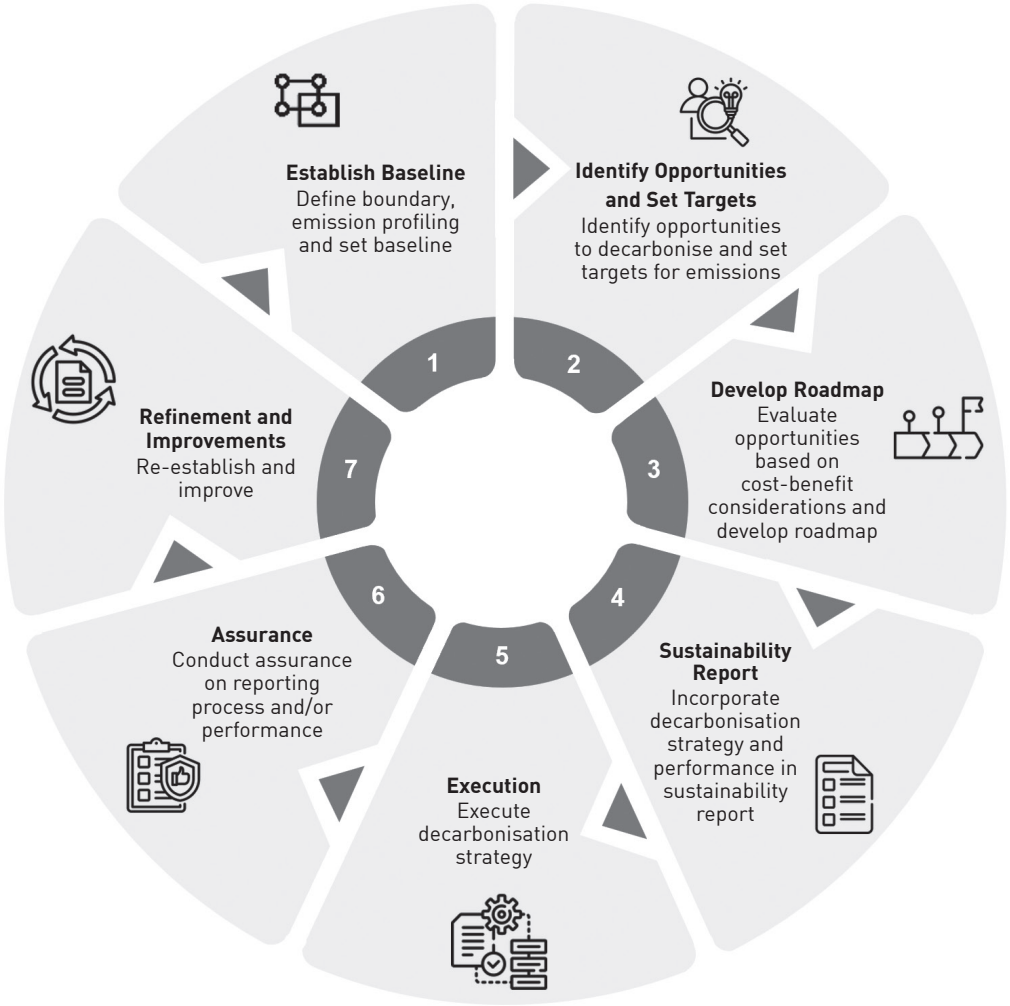
Commitment
We are committed to reduce our carbon footprint whilst open to capitalise on opportunities that may arise as we transit to become a low-carbon organisation.

Approach
We aim to reduce our environmental footprint and at the same time, establish operational resilience to deliver long-term and sustainable value to our stakeholders. We adopt a balanced approach in effectively managing and minimising the impacts arising from our business operations.

We operate a head office, two (2) central kitchens and a chain of restaurant outlets in Singapore. To run our operations, we rely mainly on the following energy sources:

- Diesel for operating our motor vehicles;
- Liquefied petroleum gas ("**LPG**") for operating cooking equipment; and
- Electricity for running equipment, refrigeration, lighting, office operations, cooling and ventilation.

Decarbonisation Approach
To conserve energy and manage our GHG emissions, we set up a seven (7) step continuous circular process as follows:



On a yearly basis, we update our GHG emissions profile for our Scope 1, 2 and 3 GHG emissions based on defined organisational boundaries. We will also conduct a GHG emissions profiling exercise whenever there are significant changes to our business models and work processes. We track and monitor our Scope 1, 2 and certain categories of Scope 3 GHG emissions, and are developing mechanisms to track other categories of our Scope 3 GHG emissions, where relevant and practicable.

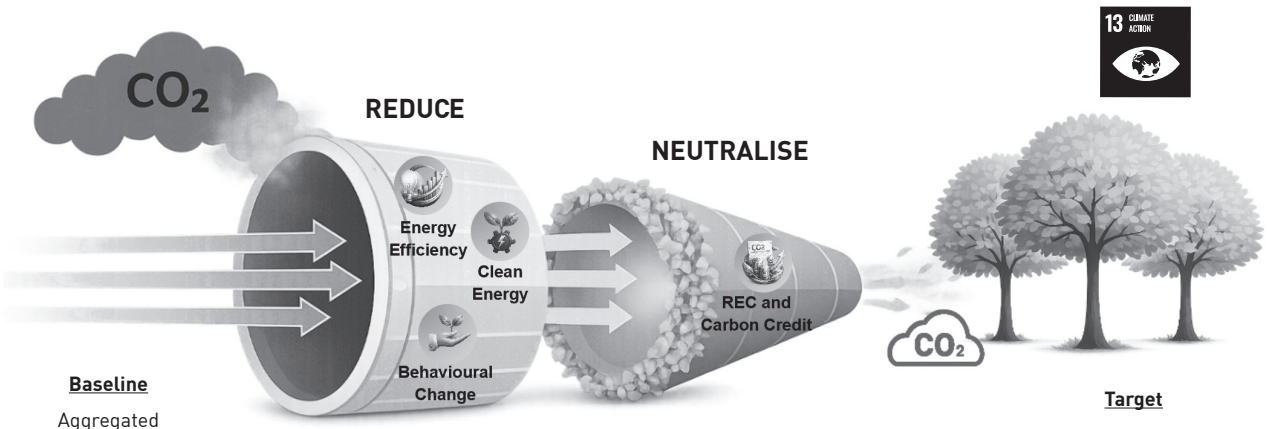
We developed a climate change transition plan which will be refined and improved as it is progressively implemented, by considering changes in business operations, environmental factors and market trends. Progress updates and performance will be provided in our future sustainability reports.

We measure our GHG emissions in alignment with the GHG Protocol: A Corporate Accounting and Reporting Standard (2004). We adopted the operational control approach as a basis to determine GHG emissions data consolidation boundaries across our entities. This approach is selected as it allows us to manage emissions from our operations where we have practical control to introduce relevant measures and implement operating policies. We assessed that we have operational control over all reporting entities covered in this Report.

Climate Change Transition Plan

Our climate change transition plan guides us on our decarbonisation journey. Under this strategy, we commit to reduce our aggregated absolute Scope 1 and 2 GHG emissions by 30% by FY2035 and aspire to achieve carbon neutrality by FY2050, with FY2023 as our baseline. Our climate change transition plan is focused on two (2) strategic levers of reduce and neutralise as follows:

CLIMATE CHANGE TRANSITION PLAN



Baseline

Aggregated absolute Scope 1 and 2 GHG emissions with FY2023 as baseline

Target

Reduce our aggregated absolute Scope 1 and 2 GHG emissions by 30% by FY2035 and aspire to achieve carbon neutrality by FY2050

Our action plans by lever and focus area adopted in our climate change transition plan are as follows:

Lever	Focus Area	Action Plan
Reduce	Energy efficiency – Machinery and equipment	Our action plan on this front include: ● Regular maintenance of machinery and equipment to optimise energy efficiency; and ● Regular cleaning of filters for air-conditioning systems to reduce air flow resistance.
	Energy efficiency – Lighting	We switch off lightings when not in use to reduce energy consumption.
	Clean energy – Cleaner-energy Vehicle ("**CEV**")	Aligned with the Singapore Green Plan 2030, we developed a CEV transition plan to convert 50% of internal combustion vehicles to CEVs by FY2035, with a goal of achieving 100% conversion by FY2050, subject to market conditions and technological advancements.
	Clean energy	We constantly explore opportunities to use clean energy available in the locations that we operate in.
	Behavioural change	We constantly remind our employees on basic and socially responsible habits at their workplaces such as adopting greener work ethics, switching off appliances when not in use and enabling power saving modes.
Neutralise	● Renewable energy certificates ("**REC**") ● Carbon credits	We plan to explore the use of REC and carbon credits to offset unavoidable residual GHG emissions when the relevant markets mature.

Performance
Key statistics on energy consumption and GHG emissions during the Reporting Period are as follows:

(i) Energy Consumption

	FY2026		FY2025	
Sustainability Metric	**GJ**	**%**	**GJ**	**%**
Diesel consumption (fleet[14])	582	1	613	1
LPG consumption	17,150	36	21,536	38
Electricity consumption	29,457	63	34,532	61
Total energy consumption	47,189	100	56,681	100

(ii) Energy Consumption Intensity

Sustainability Metric	Unit of Measurement	FY2026	FY2025
Diesel consumption intensity (fleet[14])	GJ / revenue S$'000	0.008	0.007
LPG consumption intensity	GJ / revenue S$'000	0.246	0.258
Electricity consumption intensity	GJ / revenue S$'000	0.423	0.413
Total energy consumption intensity	GJ / revenue S$'000	0.678	0.678

Note:
[14] Diesel consumption (fleet) includes fuel consumption from all types of light-duty vehicles such as automobiles and light trucks, and heavy-duty vehicles such as tractor trailers and buses, and on-road motorcycles as well as mobile machinery as defined in US EPA greenhouse gas inventory guidance and where applicable.

(iii) GHG Emissions

Sustainability Metric	Unit of Measurement	FY2026	FY2025
Direct GHG emissions (Scope 1[15])	tCO_2e	1,126	1,406
Indirect GHG emissions (Scope 2[16])	tCO_2e	3,289	3,952
Aggregated absolute GHG emissions (Scope 1 and 2)	tCO_2e	4,415	5,358
GHG emissions intensity (Scope 1 and 2)	tCO_2e / revenue S$'000	0.063	0.064

During the Reporting Period, the decrease in aggregated absolute GHG emissions was primarily due to the Group's portfolio rationalisation and operational adjustments. As part of the Group's profit recovery strategy, locations with non-performing restaurant outlets were exited through non-renewal or early termination of leases ("**Group Recovery Strategy**").

During the Reporting Period, details of indirect GHG emissions (Scope 3)[17] relating to our operations are as follows:

			FY2026	FY2025
Category	**Coverage**	**Operation**	**tCO_2e**	
Category 1: Purchased goods and services	Beef, chicken, pork, seafood and water	Central kitchens	2,592	3,594
Category 6: Business travel	Air travel	Group	21	17
Category 7: Employee commuting	Transportation of employees between their homes and their worksites		411[18]	150

As part of the Group Recovery Strategy, we purchased lower quantities of food ingredients during the Reporting Period, which led to the decrease in indirect GHG emissions (Scope 3) Category 1 Purchased goods and services.

10.6 Employee Health, Safety and Wellness

Commitment
We are committed to foster a safety and security conscious culture amongst our employees at all levels.

Approach
A safe working environment is essential to protecting employees' well-being and enabling them to perform their duties with confidence. By maintaining proper safety standards and reducing workplace risks, we aim to minimise the likelihood of injuries and create a workplace where employees feel secure and supported. This sense of safety enhances employee morale and strengthens job satisfaction.

Notes:
15 The direct GHG emissions from diesel and consumption of LPG reported by a reporting entity (Scope 1) are calculated based on the 2006 Intergovernmental Panel on Climate Change Guidelines for National Greenhouse Gas Inventories.
16 The indirect GHG emissions from the consumption of electricity purchased by a reporting entity (Scope 2) are calculated based on the emissions factors published by the relevant local authorities.
17 The indirect GHG emissions (Scope 3) are calculated using calculation tools which include GHG Protocol Transport Tool and a mix of GHG emissions factors published by National Environment Agency, Singapore Emissions Factor Registry, and Environmental Impact of Key Food Items in Singapore, a report produced by Deloitte and Agency for Science, Technology and Research.
18 During the Reporting Period, we expanded the coverage of our indirect GHG emissions (Scope 3) category 7 (employee commuting) to include employees travelling from Malaysia to Singapore for work.

We align our health and safety measures to the Workplace Safety and Health Act, Singapore. To create a safe working environment, we implemented the following procedures across our operations:

- Implement a set of safety rules and regulations;
- Establish a work safety committee and conduct safety inspections, including identification of existing and potential hazards and implementation of corrective actions;
- Designate a Quality Assurance ("**QA**") Executive to audit kitchen safety, including cleanliness, hazard prevention such as wet floors and fire risks, and proper completion of safety checklists;
- Conduct periodic reviews to ensure that our safety procedures are up to date;
- Provide first-aid kits at strategic locations for greater accessibility; and
- Brief employees on safety procedures during orientation and meetings.

In addition, we care for our employees' welfare through providing them with the following benefits:

Type of Benefit	Benefit
Medical	Eligible employees are entitled to medical benefits such as reimbursement for employees' medical consultation and enhanced medical insurance.
Pro-family	Eligible employees are entitled to pro-family benefits such as: (i) marriage leave; (ii) maternity, paternity (including shared paternity leave) and childcare leave; (iii) extended childcare leave; and (iv) compassionate leave.
Appreciation	Employees are entitled to appreciation benefits such as: (i) yearly service award; (ii) birthday voucher; (iii) retention incentive; (iv) employee discount; (v) employee referral scheme; (vi) staff meal; and (vii) attendance allowance.

Performance

Key statistics on our work-related cases are as follows:

Sustainability Metric	FY2026	FY2025
Number of work-related fatalities	–	–
Number of high consequence work-related injuries[4]	–	–
Number of recordable work-related injuries	34	59
Number of recordable work-related ill health cases[5]	–	–

Due to the nature of our business, our employees are exposed to workplace safety risks such as knife cuts, burns from hot soup, as well as slips and falls due to wet surfaces. Our safety strategy is focused on open reporting regardless of the seriousness of the incident. By focusing on an open communications channel, we ensure that our team gets immediate care and allows management to take swift corrective action to prevent recurring hazards.

During the Reporting Period, the recordable work-related injuries are primarily attributable to burns and cuts. We provided immediate medical care to the affected employees and implemented corrective actions to prevent recurrence.

Parental Leave
Key statistics on maternity leave and paternity leave (collectively as "**Parental Leave**") taken by confirmed full-time employees are as follows:

	FY2026		FY2025	
Sustainability Metric	**Male**	**Female**	**Male**	**Female**
Number of employees entitled to Parental Leave	2	4	4	3
Number of employees who took Parental Leave	2	4	4	3
Number of employees who returned to work after Parental Leave ended	2	4	4	3
Return to work rate of employees who took Parental Leave	100%	100%	100%	100%
Retention rate of employees 12 months after they returned to work from Parental Leave[19]	50%	100%	80%	75%

10.7 Employee Development and Retention

Commitment
In line with our core value to focus on people development, we are committed to talent retention and competency development of our employees as we believe that well-trained employees are key to the long-term success of our business.

Approach
Systematic and Comprehensive Training Programmes
To equip our employees with the essential skills, we implemented training programmes such as food hygiene safety and workplace safety courses to ensure our employees maintain a high level of performance and operational consistency.

Performance Appraisal System
Employee performance appraisal serves as an assessment of an employee's job performance whilst providing an avenue for us to: (i) discuss on areas for improvement with our employees; (ii) foster communications and feedback on expectations and goals; and (iii) offer a fair and consistent framework for compensation decisions. We encourage our employees to take self-initiated enrichment actions to improve their current skillsets, which will also add value to our business.

Note:
[19] Retention rate is calculated based on employees who took Parental Leave in the preceding reporting period.

Performance
Key statistics on new hires and turnover of our full-time employees are as follows:

New Hires[20]

Sustainability Metric	FY2026	FY2025
Overall	16%	50%
Gender		
Male	18%	51%
Female	12%	50%
Age		
Above 50	5%	42%
30 to 50	10%	43%
Below 30	29%	61%

Turnover[21]

Sustainability Metric	FY2026	FY2025
Overall	59%	56%
Gender		
Male	52%	52%
Female	70%	61%
Age		
Above 50	13%	79%
30 to 50	72%	41%
Below 30	73%	58%

During the Reporting Period, the increase in employee turnover rate is mainly due to a change in manpower requirements arising from the Group Recovery Strategy. The Group will continue to monitor its workforce requirements and work towards achieving a lower turnover rate.

Notes:
[20] New hire related statistics are computed based on the number of new hires over total employees by gender and age.
[21] Turnover related statistics are computed based on the number of turnovers over total employees by gender and age.

Training
Key statistics on training hours are as follows:

Sustainability Metric	FY2026	FY2025
Overall		
Total training hours	350	1,522
Average training hours per employee	0.5	2.0
Male		
Total training hours	249	974
Average training hours per employee	0.6	2.2
Female		
Total training hours	101	548
Average training hours per employee	0.3	1.6
Management		
Total training hours	294	951
Average training hours per employee	1.3	6.6
Non-Management		
Total training hours	56	571
Average training hours per employee	0.1	0.9

The fluctuation in our training hours is primarily due to a portion of our training curriculum that follows a cyclical schedule, with mandatory sessions required at five- or ten-year intervals. During the Reporting Period, as fewer employees were scheduled to complete these recurring trainings, this led to a decrease in average training hours per employee.

Performance Appraisal
Key statistics on performance appraisal are as follows:

Sustainability Metric	FY2026	FY2025
Overall	77%	30%
Gender		
Male	76%	29%
Female	78%	33%
Employee Category		
Management	66%	76%
Non-management	92%	13%

For the Reporting Period, the increase in the percentage of performance appraisals as compared to the prior Reporting Period was primarily due to the expansion of its coverage across the Group.

10.8 Equality and Diversity in the Workplace

Commitment
We are committed to fostering a diverse and inclusive environment where all individuals are respected, valued and empowered to thrive.

Approach
A diverse workforce supports business sustainability by providing different perspectives and insights to the team which can contribute to increased productivity and profitability as well as building a positive image and reputation for the organisation.

To promote equal opportunity, we implemented the following measures:
- A Board Diversity Policy to ensure a diverse and inclusive leadership that supports the Group in attaining its strategic objectives and sustainable development;
- A Recruitment Policy to ensure that advertisements do not state age, race, gender or religion preferences as requirements; and
- Recruitment and promotion of employees based on merit and competency, with transparent and clear guidelines stated in our HR Policy and Employee Handbook.

Performance
As at 31 March 2026, the Group has a total of 689 (FY2025: 776) employees in Singapore with the following breakdown:

Employment Type[22]	Full-Time	Part-Time[23]	Overall
Singapore	376	313	689

Gender Diversity
As at 31 March 2026, one (1 or 20%) of our Board were female (as at 31 March 2025: one (1 or 20%) female Board members).

Key statistics on gender diversity of our employees are as follows:

	FY2026		FY2025	
Sustainability Metric	**Male**	**Female**	**Male**	**Female**
Overall	56%	44%	57%	43%
Employment Type				
Full-time	61%	39%	60%	40%
Part-time	48%	52%	48%	52%
Employee Category				
Management	70%	30%	70%	30%
Non-management	50%	50%	54%	46%

Notes:
[22] We do not hire temporary employees, non-guaranteed hours employees during the Reporting Period and thus the disclosed gender diversity, age diversity, educational diversity, average training hours, new hires and turnover rates are calculated accordingly.
[23] Part-time employees are excluded from the computation of new hire and turnover rates to avoid distortions.

Age Diversity
Key statistics on age diversity of our employees are as follows:

	FY2026			FY2025		
Sustainability Metric	**Below 30**	**30 – 50**	**Over 50**	**Below 30**	**30 – 50**	**Over 50**
Overall	50%	29%	21%	47%	32%	21%
Employment Type						
Full-time	37%	40%	23%	40%	39%	21%
Part-time	66%	17%	17%	61%	17%	22%
Employee Category						
Management	41%	47%	12%	31%	60%	9%
Non-management	55%	21%	24%	50%	26%	24%

Educational Diversity
Key statistics on educational diversity of our employees are as follows:

Sustainability Metric	**FY2026**	**FY2025**
Tertiary	28%	29%
Non-tertiary	72%	71%

Due to the nature of our business, our workforce is predominantly non-tertiary educated.

As at 31 March 2026, we have zero (FY2025: zero) reported incidents of unlawful discrimination against employees.

10.9 Ongoing Community Engagement

Commitment
We are committed in contributing back to the community we operate in.

Approach
During the Reporting Period, we partnered with various organisations through the following initiatives:

Nurturing an Environment for all Abilities
We supported the Movement for the Intellectually Disabled of Singapore ("**MINDS**"), a social service agency serving individuals with intellectual disability, their caregivers and families across life stages. Under our arrangement with MINDS, we recruit employees who are mentally challenged and help them to integrate into our workforce.

Reintegrating Ex-Offenders back to the Workforce
We partnered Yellow Ribbon Singapore, an agency championing Hope, Acceptance and Second Chances for ex-offenders, by offering ex-offenders second chances through job opportunities. We believe that every ex-offender is a potential contributor of good to the society and deserves a second chance in life.

Performance
Nurturing an Environment for all Abilities
As at 31 March 2026, we employed four (4) employees (as at 31 March 2025: six (6) employees) with special needs.

Reintegrating Ex-Offenders back to the Workforce
As at 31 March 2026, we employed three (3) employees (as at 31 March 2025: 10 employees) under our partnership with Yellow Ribbon Singapore.

10.10 Commitment to Data Protection

Commitment
Protecting our stakeholders' personal data that we collect in the course of our business is of paramount importance to us, and we are committed to ensuring that our stakeholders' data is secured from unauthorised access.

Approach
We comply with the Personal Data Protection Act of Singapore ("**PDPA**") when performing activities involving the collection, use or disclosure of personal data, including: (i) data protection; and (ii) do not call registry.

In the course of our business, we collect the following personal data:
- Employee's particulars such as identification number, date of birth, address and contact number; and
- Customer's particulars such as contact number, age and address.

We take proactive actions to safeguard against cybersecurity risk for our stakeholders through the following:
- Implement a PDPA Policy to ensure that personal data is handled securely and in compliance with relevant data protection regulations, safeguarding the privacy of our stakeholders;
- Implement a Data Security Risk Management Policy to govern our information technology infrastructure and provide guidance on data management and cybersecurity practices;
- Establish a cybersecurity threat response team to manage and address emergencies resulting from cybersecurity threats;
- Incorporate cyber incident reporting procedures in our crisis management procedures to strengthen our crisis management framework;
- Implement endpoint security measures, such as anti-virus firewalls, malware protection and device management to protect our users; and
- Circulate routine email reminders to all employees on common cybersecurity threats, such as phishing emails and Distributed Denial-of-Service (or commonly known as 'DDoS').

Performance
During the Reporting Period, there were zero (FY2025: zero) reported substantiated complaints concerning breaches of data privacy and losses of data.

10.11 Commitment to Consistent Quality and Food Safety

Commitment
Aligned with our core values, we are committed to providing consistent quality and food safe for consumption to our customers.

Approach
To fulfil our commitment, the following key measures are in place:

Stringent Food Hygiene Standards
To mitigate the risk inherent in food safety, our QA Executive conducts audit checks on our restaurant outlets. Such audit checks include (non-exhaustive): (i) food preparation areas; (ii) food storage areas; and (iii) records and documentation such as temperature records and food hygiene course certificates. The results of the audit checks are consolidated and presented during monthly meetings to discuss on areas for improvement.

Food samples are also sent to laboratory for food testing ("**Lab Test**") to check for bacteria hazards. In the event of adverse findings, further investigations are initiated to determine the root cause and implement corrective actions. To ensure that the root cause is addressed, the relevant affected restaurant outlets are required to resend samples for Lab Test to ensure that the issue is resolved. All results are reviewed by our Head of Operations and presented for discussion during monthly management meetings for improvement.

Other procedures implemented to ensure food safety and quality include:

- Maintain product traceability records;
- Perform routine calibrations for relevant equipment;
- Conduct periodic inventory counts;
- Monitor the temperature of our cold storage facilities (i.e. freezers and chillers) daily to ensure the freshness of food and prevent deterioration in the quality of our inventory; and
- Clean our operational areas, vehicles, equipment, and utensils daily.

Proactive Supply Evaluation

We play an active role in ensuring that food ingredients are sourced from competent and reliable Suppliers, whilst collaborating with them to promote sustainable practices wherever feasible. To uphold our standard on food quality and safety, we implemented the following measures:

- Perform Supplier evaluations through measures such as annual supplier assessment, with business relationship terminated if the Suppliers consistently fail to meet the assessment criteria;
- Conduct onsite visits to strategic Suppliers' facilities to ensure consistency in the quality of our food supplies;
- Implement receiving procedures to check on the quality and conditions of food supplies; and
- Implement stringent quality control procedures for ingredients manufactured internally in our central kitchens.

Adoption of Market Standards

We adopted market standards in our operations to ensure quality and safety in our products and services.

Performance

Stringent Food Hygiene Standards

As at 31 March 2026, 100%[24] (FY2025: 100% received an A (Excellent) or B (Good)) of our restaurant outlets were issued with an "A" or "B" grade from the SFA for the overall hygiene, cleanliness and housekeeping standards.

During the Reporting Period, there were zero (FY2025: zero) major food safety incident[7].

Adoption of Market Standards

Some of the market standards adopted by our operations are as follows:

Certification	Coverage	Focus of Relevant Certification
HACCP	Central kitchen	This is a food safety management system that helps us manage the food hygiene and safety procedures in our operations.
HALAL	Halal-certified restaurant outlets	This a certification system that supports compliance with Islamic dietary requirements in our operations.

Note:

[24] The grading data excludes Food Establishments classified as 'NEW', which refers to establishments in operation for less than one (1) year.

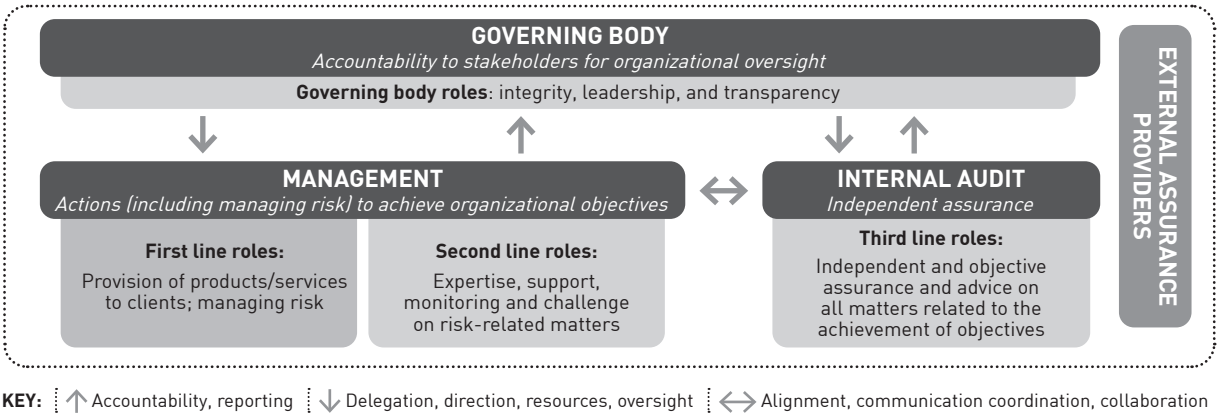
10.12 Robust Corporate Governance Framework

Commitment

We are committed to upholding high ethical standards and integrity in our operations, complying with all relevant laws and regulations.

Approach

Being a reputable public-listed restaurant chain, maintaining public trust is of utmost priority. Accordingly, we aligned our corporate governance and risk management approach with the Three Lines Model published by the Institute of Internal Auditors ("**IIA**"). The Three Lines Model serves to identify structures and processes that best assist the achievement of organisational objectives and facilitate strong governance and risk management. Under the Three Lines Model, the roles and responsibilities of governing body, management (first- and second-line roles), internal audit (third-line roles) and the relationship among them are defined as follows:



Source: Three Lines Model issued by the IIA

Our policies and commitments for enforcing anti-corruption and ethical business practices are as follows:

- A Code of Conduct that outlines expectations for employees and the consequences for any violations of rules or standards not being met. Additionally, clear and fair grievance procedures are detailed in our Employee Handbook;
- A Whistleblowing Policy that offers a mechanism for employees to report concerns about alleged wrongful acts. Procedures for whistleblowing are stored on cloud storage folders, accessible to employees, who can file complaints directly via email to members of the ARC. Follow-up procedures regarding matters raised are also stated, and whistleblowers are assured that complaints made in good faith will not adversely affect their work or performance evaluations;
- A Conflict-of-Interest Policy is established to safeguard against situations where personal interests may conflict with professional responsibilities, with clear procedures for the disclosure and resolution of any potential conflicts; and
- An ERM framework is in place, enabling the assessment and review of our business and operational environment to identify and manage emerging and strategic risks that may impact our sustainability.

Performance

Sustainability Metric	FY2026	FY2025
Number of reported incidents of serious offence[8]	–	–
Number of incidents of non-compliance with any applicable laws and regulations[9] that resulted in significant fines or non-monetary sanctions	–	–

You may refer to Corporate Governance Report of AR FY2026 for details of our corporate governance practices.

11. TARGETS AND PERFORMANCE HIGHLIGHTS

To measure our ongoing sustainability performance and drive continuous improvement, we developed a set of targets related to our material Sustainability Factors. Our progress against these targets is reviewed and reported on an annual basis with details as follows:

Legend	Progress Tracking
ooo	New target
●●●	Target achieved
●●o	On track to meet target
●oo	Not on track, requires review

S/N	Material Sustainability Factor	Target[25]	Performance in FY2026
Economic			
1	Sustainable Business Performance	Short-term Distribute dividends in accordance with our dividend policy subject to the Group's business requirements and other relevant considerations	●●● Aligned with the Company's dividend policy, no dividend was paid or declared for FY2026 in view of the substantial loss incurred amidst challenging and uncertain market conditions.
		Ongoing and long-term Maintain an economic distribution ratio of 70% or improve the economic distribution ratio	●●● We maintained an economic distribution ratio of more than 70%.
2	Total Customer Satisfaction	Ongoing and long-term ● Maintain or improve market presence subject to market conditions	●●● As part of the Group Recovery Strategy, we operated fewer restaurant outlets and continued to maintain market presence amidst the current market conditions.
		● Maintain a balance and attractive brand portfolio	●●● Although the number of brands offered decreased, we continued to maintain a balance and attractive brand portfolio through ongoing brand innovation in line with the Group Recovery Strategy.

Note:

[25] Time horizons for target setting are: (1) short-term: within 5 years (until FY2028); (2) medium-term: between 5 and 20 years (between FY2029 and FY2043); (3) long-term: above 20 years (FY2044 onwards); and (4) ongoing: encompassing short, medium, and long-term.

S/N	Material Sustainability Factor	Target[25]	Performance in FY2026
Environmental			
3	Water Conservation	Ongoing and long-term Maintain or reduce water usage intensity of 0.001 ML/ S$'000	●●● We maintained our water usage intensity at 0.001 ML/ S$'000.
4	Responsible Waste Management	Ongoing and long-term ● Maintain or improve the percentage of waste oil recycled ● Maintain zero incidents of non-compliance with the Prevailing Waste Regulations	●●● We maintained the percentage (100%) of waste oil recycled. ●○○ This is a new ongoing and long-term target for responsible waste management.
5	Energy Conservation and GHG Emissions Reduction	Short term Maintain or reduce GHG emissions intensity by FY2030 Medium-term Reduce aggregated absolute Scope 1 and 2 GHG emission by 30% by FY2035 with FY2023 as baseline Long-term Aspire to achieve carbon neutrality by FY2050	●●● Our GHG emissions intensity decreased. ●●● Our aggregated absolute Scope 1 and 2 GHG emission reduced. ●●○ We plan to use REC and carbon credits to offset unavoidable residual GHG emissions by FY2050, subject to market maturity.
Social			
6	Employee Health, Safety and Wellness	Short-term Reduce the number of recordable work-related injuries and ill-health cases	●●● The number of recordable work-related injuries decreased.
7	Employee Development and Retention	Short-term Continuously identify opportunities to upskill workforce Ongoing and long-term ● Maintain or improve average training hours per employee ● Maintain or improve turnover rate	●●● We identified opportunities to upskill our workforce by implementing various training programmes. ●○○ ● Our average training hours per employee decreased. ● Our turnover rate deteriorated.
8	Equality and Diversity in the Workplace	Ongoing and long-term Maintain zero reported incident of unlawful discrimination against employees	●●● We maintained zero reported incident of unlawful discrimination against employees.

S/N	Material Sustainability Factor	Target[25]	Performance in FY2026
9	Ongoing Community Engagement	Ongoing and long-term Continue to engage in community investment projects	●●● We continued to engage in community investment projects.
10	Commitment to Data Protection	Ongoing and long-term Maintain zero reported substantiated complaints concerning breaches of data privacy and losses of data	●●● We maintained zero reported substantiated complaints concerning breaches of data privacy and losses of data.
11	Commitment to Consistent Quality and Food Safety	Ongoing and long-term Maintain zero major food safety incident	●●● We maintained zero major food safety incident.
Governance			
12	Robust Corporate Governance Framework	Ongoing and long-term ● Maintain zero incidents of serious offence ● Maintain zero incidents of significant fines or non-monetary sanctions for non-compliance with applicable laws and regulations	●●● ● We maintained zero incidents of serious offence. ● We maintained zero incidents of significant fines or non-monetary sanctions for non-compliance with applicable laws and regulations.

For the material Sustainability Factors identified in this Report, the Board and SSC have considered the relevance and usefulness of setting related targets in the short-term, medium-term and long-term horizons. As the historical data trends for certain material Sustainability Factors have yet to stabilise, we have not set the related medium and long-term targets. We will disclose such targets in our future sustainability reports when the data trends have stabilised and subject to market trends.

12. CLIMATE-RELATED DISCLOSURES

We are committed to support the recommendations by the TCFD and disclosed our climate-related financial disclosures in the following key areas as recommended by the TCFD:

GOVERNANCE

(a)	Describe the board's oversight of climate-related risks and opportunities.
(b)	Describe management's role in assessing and managing climate-related risks and opportunities.

Refer to Section 9.1 'Sustainability Governance Structure' for further information.

STRATEGY

(a)	Describe the climate-related risks and opportunities the organization has identified over the short, medium, and long term.
(b)	Describe the impact of climate-related risks and opportunities on the organization's businesses, strategy, and financial planning.

The Group recognises that climate change poses different types of risks to its business. The Group's assessment on potential implication of climate-related risks was undertaken based on the Network of Central Banks and Supervisors for Greening the Financial System ("**NGFS**") range of climate scenarios:

Scenario	Description
Hot house world (Current policies)	Whilst many countries have started to introduce climate policies, they remain insufficient to achieve official commitments and targets. If additional measures are not implemented, global temperature could rise 3 °C or more by 2100. This would likely result in deteriorating living conditions in many parts of the world and lead to some irreversible impacts like sea-level rise. Physical risks to the economy could result from disruption to ecosystems, health, infrastructure and supply chains.
Orderly (Net Zero 2050)	Achieving a target of net-zero global CO_2 emissions by 2050 will require an ambitious transition across all sectors of the economy. This scenario highlights the importance of decarbonising the electricity supply, increasing electricity use, increasing energy efficiency, and developing new technologies to tackle hard-to-abate emissions. Transition risks to achieving the target could result from higher emissions costs and changes in business and consumer preferences whilst minimising physical risks.

The Group selected NGFS' hot house world and orderly scenarios for the purpose of its qualitative climate scenario analysis. The impact of the climate-related risks is analysed on group-wide activities in the short-term (within 5 years, until FY2028), medium-term (between 5 and 20 years, between FY2029 and FY2043) and long-term (above 20 years, FY2044 onwards). Based on the above-mentioned scenarios, the climate-related risks and opportunities identified by the Group includes the following:

Physical Risk

Physical Risk 1: Increased Severity of Extreme Weather Events			
Description	Weather disruption, rising temperature, and water scarcity arising from climate change may lead to adverse impact on the Groups' operations including adverse impact on livestock farming and supply of key ingredients. Flour, which is derived from wheat, is one of the key ingredients used for making ramen noodles. Rising temperature and water scarcity may adversely affect wheat crop yields, leading to a reduction in the availability and quality of flour. The consequential reduction in supply may result in a hike of procurement costs and directly impacting cost of sales. Additionally, with rising temperatures and more frequent heatwaves resulting from global warming and climate change, the Group may face the risk of increased cooling expenditure across central kitchens and restaurant outlets. Elevated temperatures may also affect working conditions, potentially reducing labour productivity and increasing health and safety risks. The Group remains vigilant in monitoring the effects of climate change on its operations, mindful of the alarming USD 162 billion in global economic losses from natural catastrophes recorded in the first half of 2025[26].		
Financial Impact	**Short-Term**	**Medium-Term**	**Long-Term**
	Scenario: Hot House World		
	●	●	●
	Scenario: Orderly		
	●	●	●

Note:

[26] Source: https://www.weforum.org/stories/2025/08/global-insurance-industry-gap/.

Physical Risk 1: Increased Severity of Extreme Weather Events	
Mitigation Measure	The Group puts in place a climate change transition plan to navigate its decarbonisation journey. You may refer to Section 10.5 'Energy Conservation and GHG Emissions Reduction' for further details.
Climate-related Opportunity	In view of the potential environmental risks and the growing need for greater energy efficiency and lower GHG emissions, the Group can capitalise on opportunities to improve operational efficiency, invest in energy-efficient technologies and transition to renewable and clean energy.

Transition Risk

Transition Risk 1: Enhanced GHG Emissions Reporting Obligations			
Description	With rising concerns over the effects of climate change, key stakeholders such as Regulators and Shareholders are requiring reporting of climate-related information. Failure to comply with enhanced GHG emissions reporting obligations may lead to adverse impacts on the Group's reputation and financial performance. With the introduction of an updated climate reporting requirements and newly published standards, organisations are required to provide more comprehensive, accurate, and timely disclosures. Failure to comply with enhanced GHG emissions reporting obligations may lead to adverse impacts on the Group's reputation and financial performance. These enhanced requirements necessitate strengthening of data collection, validation, and reporting across our operations and may require additional human capital and oversight. In addition, the Group may incur additional costs relating to sustainability advisory, system upgrades, and employee trainings to ensure compliance with reporting standards and improve data quality. Over time, the increasing complexity of reporting obligations may also require increase in investments in systems, processes, and greater coordination between business functions to support accurate and timely disclosures.		
Financial Impact	**Short-Term**	**Medium-Term**	**Long-Term**
	Scenario: Hot House World		
	●	●	●
	Scenario: Orderly		
	●	●	●
Mitigation Measure	To strengthen the sustainability governance structure, the Group established an SSC for managing and monitoring its material Sustainability Factors, including working with the various business units and corporate functions to ensure that these are integrated into our day-to-day operations. In addition, the Group established terms of reference for component parties involved in the sustainability reporting process, for clarity and accountability purposes. The terms of reference include clearly defined reporting structure, roles, and responsibilities, enhancing accountability, improving cross teams' coordination, and ensuring clarity in the execution of sustainability-related practices. You may refer to Section 9.1 'Sustainability Governance Structure' for further details.		

Transition Risk 1: Enhanced GHG Emissions Reporting Obligations	
Climate-related Opportunity	The enhanced GHG emissions reporting obligations and increase in regulatory costs will raise climate awareness among the employees. With more defined job responsibilities and training, the Group will also be better positioned to use energy resources responsibly and adopt environmentally friendly practices.

Refer to Section 14 'Key Assumptions' for further information.

Legend

● Minor ● Moderate ● Major

Based on the scenarios above, the Group will continue to formulate adaptation and mitigation plans, as well as allocate resources towards transitioning to a low or net zero carbon operations though optimal business strategy and effective financial planning. We strive to minimise the climate risks associated with our business and will seize opportunities such as expanding collaboration and partnership with key stakeholders to innovate and develop low carbon goods and services for the market.

(c) Describe the resilience of the organisation's strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario.

The resilience of an organisation's strategy is dependent on its ability to adapt and thrive in the face of changing circumstances and emerging risks. Climate scenario analysis plays a key role in providing insights into the potential extent of the climate-related risks and opportunities for our business.

Through our climate scenario analysis, we concluded that under hot house world scenario (> 3°C warming), unmitigated risks of increased severity of extreme weather events may lead to moderate and severe financial impacts in the medium and long-term. Under orderly scenario (< 2°C warming), the climate-related risks identified are not expected to result in significant financial impacts in the short, medium, or long term. To address the risks and capitalise on opportunities associated with climate change, we will continuously refine our strategy to remain resilient throughout our sustainability journey.

RISK MANAGEMENT

(a) Describe the organisation's processes for identifying and assessing climate-related risks
(b) Describe the organisation's processes for managing climate-related risks.
(c) Describe how processes for identifying, assessing, and managing climate-related risks are integrated into the organisation's overall risk management.

Climate-related risk management is integrated into our ERM framework, where potential climate-related risks are identified, assessed, monitored and managed. Each business unit and function are responsible for identifying and documenting the climate-related risks that may impact their progress towards contributing to the Group's business objectives. These risks, along with corresponding opportunities and treatment plans, are reviewed and updated during the ERM exercise. The updated information is then presented to the ARC alongside other key enterprise-wide risks. Additionally, climate-related risks are continuously monitored through the analysis of climate-related Sustainability Metrics.

METRICS AND TARGETS

(a) Disclose the metrics used by the organization to assess climate-related risks and opportunities in line with its strategy and risk management process.

We track, measure and report on our environmental performance, including energy consumption, GHG emissions, water and waste management and disclose related metrics in our sustainability reports. Monitoring and reporting these metrics help us in identifying areas with key climate-related risks and enabling us to be more targeted in our efforts.

(b) Disclose Scope 1, Scope 2 and, if appropriate, Scope 3 GHG emissions and the related risks.

To support the climate change agenda, we disclose our Scope 1, 2 and selected categories of Scope 3 GHG emissions in this Report and set climate-related targets such as those related to GHG emissions, water, and waste management.

During the Reporting Period, our disclosure on indirect GHG emissions (Scope 3) includes purchased goods and services (category 1), business travel (category 6), and employee commuting (category 7).

(c) Describe the targets used by the organization to manage climate-related risks and opportunities and performance against targets.

As a commitment towards mitigating climate change, climate-related targets related to water consumption, waste management and GHG emissions are set. For further details, please refer to Section 11 'Targets and Performance Highlights'.

13. INDUSTRY-BASED GUIDANCE ON IMPLEMENTING CLIMATE-RELATED DISCLOSURE METRICS

The IFRS sustainability disclosure standards industry-based guidance for implementing climate-related disclosure (Volume 26 – Restaurants), which covers the F&B retail business segment. The details are as follows:

Sustainability Metrics

Topic	Sustainability Metric	FY2026	FY2025
Energy management	Total energy consumed	Refer to Section 10.5 'Energy Conservation and GHG Emissions Reduction'.	Refer to Section 10.5 'Energy Conservation and GHG Emissions Reduction'.
	Percentage grid electricity		
	Percentage renewable		
Water management	Total water withdrawn	Refer to Section 10.3 'Water Conservation'.	Refer to Section 10.3 'Water Conservation'.
	Total water consumed, percentage of each in regions with high or extremely high baseline water stress		
Supply chain management & food sourcing	Percentage of food purchased that meets environmental and social sourcing standards	Currently, we do not measure these sustainability metrics due to the level of control we have over our suppliers. However, we are communicating with our suppliers and monitoring the development in market trends to stay aligned with evolving expectations of our stakeholders.	Currently, we do not measure these sustainability metrics due to the level of control we have over our suppliers. However, we are communicating with our suppliers and monitoring the development in market trends to stay aligned with evolving expectations of our stakeholders.
	Percentage of food purchased that is certified to third-party environmental or social standards		
	Discussion of strategy to manage environmental and social risks within the supply chain, including animal welfare	Refer to Section 10.11 'Commitment to Consistent Quality and Food Safety'	Refer to Section 10.11 'Commitment to Consistent Quality and Food Safety'

Activity Metrics

Activity Metric	FY2026	FY2025
Number of entity-owned restaurants	58	78
Number of franchise restaurants	18	18
Number of employees at entity-owned locations	689	776
Number of employees at franchise locations	197	265[27]

14. KEY ASSUMPTIONS

The key assumptions reflect the current market conditions, regulatory landscapes, and stakeholder expectation. Details of the scopes and assumptions for our scenario analysis and climate change transition plan are as follows:

Disclosure	Assumption
Climate change transition plan	Our climate change transition plan, including levers and detailed action plans, assumed certain future events, trends, plans, expectations, and objectives relating the Group's business operations, in setting our targets. It is also prepared based on the current operating environment, which includes policies and plans undertaken by governments and other stakeholders. Accordingly, these assumptions are subjected to inherent uncertainties including (but not limited to) changes in regulatory requirements, progress in technological developments, stakeholders' action and reaction, and other external factors that are beyond the Group's control. As such, our climate change transition plan may be reviewed and updated over time to reflect evolving circumstances and availability of new information.
Scenario analysis	● In assessing the potential implications of climate-related risks based on NGFS range of climate scenarios, we also considered alternate range of climate scenarios from the International Energy Agency and the Representative Concentration Pathway ("**RCP**") Framework, and made various assumptions adopted in such frameworks. ● The scenario analysis performed is dependent on the said assumptions under the NGFS range of scenarios. Key assumptions are as follows: (i) Hot House World (Current Policies): Assumes that only currently implemented policies are preserved, leading to high physical risks. Emissions grow leading to about 3 °C. Investments allocation and energy mix do not change. (ii) Orderly (Net Zero 2050): Assumes that ambitious climate policies and technological shifts are introduced immediately and forcefully impact the economy. ● Constant growth is assumed when assessing the financial and environmental impact. ● The scenario analysis includes a modelling process, which is constantly changing as the operating environment evolves, and contains uncertainties and limitations that are commonly associated with scenario analysis.

Note:
[27] Figure is restated as a correction.

15. GRI CONTENT INDEX

Statement of Use	Japan Foods has reported the information cited in this GRI content index for the period from 1 April 2025 to 31 March 2026 with reference to the GRI Standards.
GRI 1 Used	GRI 1: Foundation 2021

GRI Standard	Disclosure	Location
GRI 2: General Disclosures 2021	2-1 Organisational details	1-9, 24
	2-2 Entities included in the organisation's sustainability reporting	27
	2-3 Reporting period, frequency and contact point	27
	2-4 Restatements of information	60
	2-5 External assurance	27
	2-6 Activities, value chain and other business relationships	28
	2-7 Employees	48-49
	2-8 Workers who are not employees	We do not have any worker who is not an employee as at 31 March 2026
	2-9 Governance structure and composition	21-22, 30-31
	2-10 Nomination and selection of the highest governance body	73-75
	2-11 Chair of the highest governance body	21, 72-73
	2-12 Role of the highest governance body in overseeing the management of impacts	21-22, 30-31
	2-13 Delegation of responsibility for managing impacts	30-31, 65-69
	2-14 Role of the highest governance body in sustainability reporting	30-31, 65-69
	2-15 Conflicts of interest	52, 66, 94-95
	2-16 Communication of critical concerns	52, 89-90
	2-17 Collective knowledge of the highest governance body	30-31, 66-67
	2-18 Evaluation of the performance of the highest governance body	76-77
	2-19 Remuneration policies	77-81
	2-20 Process to determine remuneration	77-81
	2-21 Annual total compensation ratio	Information is not provided due to confidentiality constraints.
	2-22 Statement on sustainable development strategy	10-12, 25
	2-23 Policy commitments	30-33, 48-52, 89-90
	2-24 Embedding policy commitments	30-33, 48-52, 89-90
	2-25 Processes to remediate negative impacts	52, 89-90
	2-26 Mechanisms for seeking advice and raising concerns	52, 89-90
	2-27 Compliance with laws and regulations	39-52, 89-90
	2-28 Membership associations	None
	2-29 Approach to stakeholder engagement	29-33, 94
	2-30 Collective bargaining agreements	None of our employees are covered by collective bargaining agreements

GRI Standard	Disclosure	Location
GRI 3: Material Topics 2021	3-1 Process to determine material topics	29-34
	3-2 List of material topics	33-34
	3-3 Management of material topics	35-52
GRI 201: Economic Performance 2016	201-1 Direct economic value generated and distributed	35
	201-2 Financial implications and other risks and opportunities due to climate change	55-60
	201-3 Defined benefit plan obligations and other retirement plans	128
	201-4 Financial assistance received from government	126
GRI 205: Anti-corruption 2016	205-1 Operations assessed for risks related to corruption	52
	205-2 Communication and training about anti-corruption policies and procedures	
	205-3 Confirmed incidents of corruption and actions taken	
GRI 302: Energy 2016	302-1 Energy consumption within the organisation	40-43
	302-2 Energy consumption outside of the organization	
	302-3 Energy intensity	
GRI 303: Water and Effluents 2018	301-1 Interactions with water as a shared resource	38-39
	303-3 Water withdrawal	
	303-4 Water discharge	
	303-5 Water consumption	
GRI 305: Emissions 2016	305-1 Direct (Scope 1) GHG emissions	40-43
	305-2 Energy indirect (Scope 2) GHG emissions	
	305-3 Other indirect (Scope 3) GHG emissions	
	305-4 GHG emissions intensity	
GRI 306: Waste 2020	306-1 Waste generation and significant waste-related impacts	39
	306-2 Management of significant waste-related impacts	
	306-3 Waste generated	
GRI 401: Employment 2016	401-1 New employee hires and employee turnover	43-47
	401-2 Benefits provided to full-time employees that are not provided to temporary or part-time employees	
	401-3 Parental leave	
GRI 403: Occupational Health and Safety 2018	403-1 Occupational health and safety management system	43-45
	403-2 Hazard identification, risk assessment, and incident investigation	
	403-8 Workers covered by an occupational health and safety management system	
	403-9 Work-related injuries	
	403-10 Work-related ill health	
GRI 404: Training and Education 2016	404-1 Average hours of training per year per employee	45-47
	404-3 Percentage of employees receiving regular performance and career development reviews	
GRI 405: Diversity and Equal Opportunity 2016	405-1 Diversity of governance bodies and employees	48-49

GRI Standard	Disclosure	Location
GRI 406: Non-discrimination 2016	406-1 Incidents of discrimination and corrective actions taken	48-49
GRI 413: Local Communities 2016	413-1 Operations with local community engagement, impact assessments, and development programs	49
	413-2 Operations with significant actual and potential negative impacts on local communities	38-43, 55-59
GRI 416: Customer Health and Safety 2016	416-1 Assessment of the health and safety impacts of product and service categories	50-51
	416-2 Incidents of non-compliance concerning the health and safety impacts of products and services	
GRI 418: Customer Privacy 2016	418-1 Substantiated complaints concerning breaches of customer privacy and losses of customer data	50

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INTRODUCTION

The board of directors ("**Board**") and the management ("**Management**") of Japan Foods Holding Ltd. (the "**Company**", or together with its subsidiaries, the "**Group**"), recognise the importance of strong corporate governance and accountability to shareholders ("**Shareholders**"). The Board is committed to maintaining a high standard of corporate governance to promote transparency and enhance the Group's long-term value for Shareholders and stakeholders, in line with the good practices recommended by the Code of Corporate Governance 2018 (as amended on 11 January 2023), and accompanying Practice Guidance issued by the Monetary Authority of Singapore on 6 August 2018 (together the "**Code**").

This commitment is underpinned by the belief that strong corporate governance enhances corporate performance and safeguards the interests of Shareholders. Our governance framework is anchored in competent leadership, robust internal controls, a strong risk culture and clear accountability to stakeholders.

This report describes the corporate governance processes and practices in place during the financial year ended 31 March 2026 ("**FY2026**"), with specific reference made to the principles and provisions of the Code, which form part of the continuing obligations under the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") ("**Catalist Rules**").

Our Board plays a key role in setting our governance standards to meet stakeholders' expectations. The make-up of our Board reflects an appropriate balance of diversity in gender, age, skills, knowledge and experience. Independent Directors constitute a majority of the Board, and there are no alternate Directors.

For FY2026, the Board is pleased to confirm that the Group has adhered to the core principles of corporate governance, and in all material respects, complied with the provisions of the Code and the Catalist Rules, where appropriate, except for the following Provisions where the deviations and explanations have been provided:

(a) Provision 3.1 – Common Role of Chairman and CEO

(b) Provision 9.1 – Establishment of a Separate Risk Committee

BOARD MATTERS

THE BOARD'S CONDUCT OF ITS AFFAIRS
Principle 1: Effective Board to Lead and Control the Company

Provision 1.1
Roles and Duties of the Board

The Board is entrusted with the responsibility for the overall management of the business and corporate affairs of the Group. It provides entrepreneurial leadership, sets strategic objectives, reviews and guides overall directions and oversees the effectiveness of Management's performance. The Board also assumes responsibility for overall corporate governance, ensuring that the Group's strategies are aligned with the best interests of the Company and its Shareholders.

In discharging such duties, each director of the Company ("**Director**") endeavours to act objectively and in good faith, exercising independent judgment and fulfilling fiduciary responsibilities in the interests of the Company. In addition to its statutory duties, the Board also:

(a) decides on matters in relation to the Group's activities which are of significant nature, including decisions on strategic directions and guidelines and approvals of annual budget, major funding investment and divestment proposals;

(b) oversees risk management and internal control processes, financial reporting and compliance, including the release of financial results and announcements of material transactions;

(c) reviews management performance;

(d) identifies key stakeholder groups and recognises that their perceptions affect the Company's reputation;

(e) sets the Company's value and standards, and ensures that the obligations to Shareholders and other stakeholders are understood and met;

(f) approves the nominations to the Board and appointments to the various Board committees;

(g) approves the framework of remuneration for the Board and key executives as recommended by the Remuneration Committee;

(h) provides oversight in the proper conduct of the Group's business and assumes responsibility for corporate governance; and

(i) considers sustainability issues as part of the strategic formulation.

The Board exercises due diligence and works closely with Management, external advisors and auditors to make informed and objective decisions in the best interest of the Group. It also sets the tone at the top in promoting a culture of integrity and ethical conduct. To facilitate the discharge of its responsibilities, the Board is supported by three Board committees, to which specific functions have been delegated.

Each Director contributes his or her expertise, skills, knowledge and experience to enhance Board effectiveness and support long-term value creation for Shareholders.

Conflict of Interest

All Directors of the Company are expected to be cognisant of their statutory duties, and to discharge them objectively in the interest of the Company. Internal guidelines have been established which require all Board members with an actual or potential conflict of interest in a particular agenda item to recuse himself or herself from all related deliberations and decisions.

Such recusals apply to meetings, discussions, and decision-making processes at all levels within the Group including, but not limited to, the Company's subsidiaries and any Board committees and sub-committees, if any, involved in the relevant matter. All instances of recusal are duly recorded in the minutes of meeting and/or Directors' resolutions in writing, where applicable.

Provision 1.2
Continuous Training and Development of Directors

The Company recognises the importance of ongoing training and professional development to ensure that Directors remain effective in discharging their duties.

All newly appointed Directors undergo a structured induction programme covering their duties and obligations, the roles and responsibilities of the Board and its committees, and the Group's business and governance practices. A Director's pack, comprising key information such as the Company's constitution ("**Constitution**") and relevant Board materials, are provided to support this process. In addition, senior Management members also conduct briefing sessions to familiarise new Directors with the Group's operations, business segments and support functions. Directors may also visit the Group's operation centres to gain a deeper understanding of the business.

New Directors who do not have prior experience as a director of a Singapore-listed company are required to attend the relevant training on the roles and responsibilities as directors of listed companies in Singapore, as prescribed by the SGX-ST, within one year of their appointment.

The Company supports the continuous development of Directors by providing opportunities to update their skills and knowledge, taking into account their individual background and needs, Directors are encouraged to attend training courses organised by the Singapore Institute of Directors ("**SID**") or other training institutions in connection with their duties as Directors on an on-going basis, at the Company's expense. Where appropriate, the Board also receives briefings from external advisors and professionals.

During FY2026, Management has kept the Directors apprised on pertinent business developments through regular updates at Board and/or Board committee meetings. Directors were also apprised of changes in laws and regulations, corporate governance practices, financial reporting standards, and policies relating to disclosure and securities trading.

During FY2026, some Directors attended external training programmes such as those organised by the SID and the Institute of Singapore Chartered Accountants. Regular updates were also provided by the external auditors on any applicable new or revised financial reporting standards.

Provision 1.3
Internal Guidelines on Matters Requiring Board's Approval

The Group has adopted internal guidelines governing matters which require the Board's approval, apart from its statutory duties. A delegation of authority matrix provides clear directions to Management on matters requiring specific Board approval. These include, but are not limited to the following:

(a) Annual budgets and business plan of the Group;

(b) Material acquisitions and disposals of assets/investments;

(c) Corporate/financial restructuring and corporate exercises;

(d) Issuances of shares, declaration of dividends and other returns to Shareholders;

(e) Interested persons transactions;

(f) SGX-ST announcements and release of annual reports; and

(g) Any other matters as prescribed by relevant legislations and regulations, as well as the provisions of the Company's Constitution.

While matters relating to the Group's strategies and policies require the Board's direction and approval, Management is responsible for the day-to-day operations and administration of the Group. To optimise operational efficiencies, the Company has also implemented policies and guidelines governing financial operations authorisation and approval limits. These set out clearly defined thresholds for operating and capital expenditures, as well as procurement activities, and are subject to periodic review. The Board approves transactions exceeding certain threshold amounts while authority for transactions below such limits is delegated to Management.

Provision 1.4
Delegation of Authority to Board Committees

To facilitate effective oversight and management, the Board has delegated certain functions and specific responsibilities to its Board committees, namely, the:

(a) Audit and Risk Committee ("**ARC**");

(b) Remuneration Committee ("**RC**"); and

(c) Nominating Committee ("**NC**"),

(collectively, the "**Board Committees**"),

to ensure greater focus on key governance areas while ensuring appropriate checks and balances.

Each Board Committee operates within clearly defined terms of reference, which set out their respective roles and responsibilities, as well as the conduct of meetings, including quorum and voting requirements. The terms of reference are subject to periodic review, and any amendments require the Board's approval. As at 31 March 2026, all Board Committees comprised entirely non-executive Directors.

While authority is delegated to the Board Committees to make decisions within their respective mandates, the Board retains overall responsibility for the Group's governance and decision-making. Minutes of Board Committee meetings, recording key deliberations and decisions, are circulated to all Directors for their information.

Provision 1.5
Meetings of Board and Board Committees

The Board meets on a scheduled quarterly basis to review the Group's strategic direction, business plans, operational and financial performance, and to approve the release of the interim and full year financial results. Significant focus is also put on sustainability and environmental, social and governance ("**ESG**") issues as part of the Board's regular deliberations.

The Board and Board Committee meetings are planned and scheduled well in advance at the beginning of each year, in consultation with the Directors, to facilitate meaningful participation and to ensure optimal attendance. Ad-hoc meetings are convened as required to address time-sensitive matters. The Constitution and terms of references for each Board Committee provide for participation in meetings via audio or visual means.

The Chairman of the Board and the respective Board Committees oversee the setting of the meeting agenda, in consultation with the Chief Financial Officer ("**CFO**"), to ensure that sufficient time and information are provided for effective discussion. Directors are furnished with relevant and timely information in advance of meetings.

At each quarterly Board meeting, the Board receives updates from the Chairpersons of the relevant Board Committees on significant matters deliberated at the committee meetings. Management also provides regular updates, including presentations by the CFO on the Group's financial performance and key financial highlights.

When considering the competing time commitments faced by Directors with multiple listed company board representations and/or other principal commitments, the NC reviews the time spent and attention given by each of the Directors to the Company's affairs, and assesses the adequacy of all Directors in discharging their duties for FY2026. Where a Director has a conflict of interest in any matter, he or she recuses himself or herself from the relevant discussions and decisions. Directors may also hold private sessions without Management, and Independent Directors may meet separately, where appropriate.

Between scheduled meetings, matters requiring the Board's or Board Committees' approval may be circulated for consideration by way of written resolutions.

The number of Board and Board committees' meetings held in FY2026 and the attendance of each Director at such meetings are set out below:

	Board	ARC	NC	RC	AGM
Total number of Meetings Held	5	4	2	2	1
Name of Director	**Number of Meetings Attended**				
Takahashi Kenichi	4	N/A	N/A	N/A	1
Wong Hin Sun, Eugene	5	4	2	2	1
Tan Cher Ting	5	4	2	2	1
Lee Soon Sin Jason	5	4	2	2	1
Lim Heng Chong Benny	5	4	2	2	1

N/A: not applicable

Provision 1.6
Access to Information

To enable the Board to discharge its responsibilities effectively, Management provides the Board with adequate, timely and relevant information to make informed decisions. A system of communication between Management and the Board, as well as between the Board and Board Committees, has been established and improved over time.

Directors are regularly furnished with updates on the Group's performance, operations and financial position, together with relevant background information for matters to be discussed at Board and Board Committee meetings. Contact details of senior management, the Company Secretary and external advisers (where necessary) are also made available to the Directors to facilitate direct and independent access at the Company's expense.

To ensure that the Board and Board Committees are able to fulfil and discharge their duties and responsibilities, comprehensive meeting papers are circulated to the Directors at least one week in advance of each meeting. All Directors have unrestricted access to Management and may request additional information as necessary.

The Board, as a whole, receives on a quarterly basis, board papers, management financial statements, annual budgets and explanations on material variances to enable effective oversight of the Group's performance and prospects. At each Board meeting, Management briefs the Directors on the Group's business, operations, financial position and key risks, including material developments of the Group. Where relevant, updates on risk management, corporate governance matters and key changes to regulatory requirements and financial reporting standards are also provided by the auditors, the Company's sponsor and/or the Company Secretary during Board and ARC meetings.

Provision 1.7
Separate and Independent Access to Management and Company Secretary

Directors, whether individually or as a group, have separate and independent access to Management, the Company Secretary and, where necessary, to independent legal and other external professional advice at the Company's expense, in furtherance of their duties and after consultation with the Chairman of the Board.

The Company Secretary, under the direction of the Chairman, facilitates the timely flow of information within the Board and its Committees, as well as between Management and the non-executive Directors.

The Company Secretary supports the Chairman and the Chairpersons of the Board Committees in preparing meeting agendas. The Company Secretary administers and attends all Board and Board Committees meetings and prepares minutes of proceedings. The Company Secretary is also responsible for ensuring Board procedures are observed and that the relevant rules and regulations, including requirements of the Companies' Act 1967, Securities and Futures Act 2001 and the Catalist Rules, are complied with.

The appointment and removal of the Company Secretary are subject to the approval of the Board.

BOARD COMPOSITION AND BALANCE
Principle 2: Strong and Independent Element on the Board

Provision 2.1
Independence of Directors

As set out under the Code, an independent director is one who is independent in conduct, character and judgement, and has no relationship with the company, its related corporations, its substantial shareholders or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the director's independent business judgement in the best interests of the Company.

The Board, having considered the views of the NC, determines the independence of each Director on an annual basis, and as and when circumstances require, in accordance with the requirements of the Code and the Catalist Rules. In assessing independence, the NC adopts the definition set out in the Code and takes into account all relevant circumstances and facts. This includes considering whether a Director has, or has had, any business relationships with the Group, its related corporations, its substantial shareholders or its officers, and if so, whether such relationships could interfere, or be reasonably perceived to interfere, with the exercise of the Directors' independent judgement in the best interests of the Group.

For FY2026, the NC has assessed the independence of Mdm Tan Cher Ting, Mr Lee Soon Sin Jason and Mr Lim Heng Chong Benny, and is satisfied that there are no relationships or other circumstances, including past associations, business dealings, relationship with other Directors or Management, that could impair or compromise their independent judgement or deem them not independent.

To facilitate the review, each Director completes an independence checklist, prepared based on the principles of good corporate governance and relevant provisions of the Code. The NC reviews these declarations, together with other relevant information, in determining the independence of each Director. Based on its assessment, the NC is of the view that Mdm Tan Cher Ting, Mr Lee Soon Sin Jason and Mr Lim Heng Chong Benny remain independent. The NC is also satisfied that the Board comprises a strong independent element to ensure objective judgment in corporate affairs.

All Independent Directors have provided written confirmations of their independence in accordance with the Code for FY2026. Each of Mdm Tan Cher Ting, Mr Lee Soon Sin Jason and Mr Lim Heng Chong Benny had abstained from deliberations and decision-making process in respect of his/her independence.

Provision 2.2
Independent Directors Comprising Majority of the Board

Under Provision 2.2 of the Code, independent directors should make up a majority of the Board where the Chairman is not independent. As at the date of this report, the Board comprises five members, three of whom are Independent Directors. Accordingly, Independent Directors make up a majority of the Board, ensuring a strong and effective element of independence in Board deliberations.

The Independent Directors bring diverse expertise and experience, contributing to robust and constructive discussions. They actively challenge Management's assumptions and proposals, particularly in relation to strategy and performance, and play a key role in monitoring Management's execution against agreed objectives. The Board is supported by Management through the provision of accurate, complete and timely information to enable them to make informed decisions.

Information on each Board member is provided under the Board of Directors section set out on pages 21 to 22 of this report.

Provision 2.3
Proportion of Non-Executive Directors

Under Provision 2.3 of the Code, non-executive directors should make up a majority of the Board. The Company has complied with this provision, as four out of five Board members are non-executive Directors.

Provision 2.4
Board Composition and Size

The Board recognises the importance of diversity in fostering robust discussions and effective decision making. It strives to achieve an appropriately balanced mix of talent on the Board, principally through combining Directors with diverse but complementary backgrounds and experiences, but also through gender and age diversity.

Each Director has been appointed based on the strength of his/her calibre, experience and stature, and the Board, as a group, is made up of Directors with a wide range of skills, experiences and qualifications, ranging from accounting, legal and finance expertise to industry knowledge, entrepreneurial and management experiences relevant to the Group's businesses.

As at the date of this report, the Board has five members, being three Independent Directors, one Non-Executive Director and one Executive Director, as follows:

Mr Takahashi Kenichi	Executive Chairman and Chief Executive Officer
Mr Wong Hin Sun, Eugene	Non-Executive Vice Chairman
Mr Lee Soon Sin Jason	Lead Independent Director
Mdm Tan Cher Ting	Independent Director
Mr Lim Heng Chong Benny	Independent Director

The Group is committed to building an open, inclusive, and collaborative culture, and recognises the importance of all aspects of diversity in supporting the achievement of its strategic objectives, growth and development. Having considered the scope and nature of the operations of the Group and the requirements of its businesses, the Board, through the NC, has examined its structure, size and composition, and is of the view that the current size of the Board is appropriate for effective decision making. With three out of five members of the Board being independent, the Company maintains a satisfactory independent element on the Board. Based on its review, the NC is satisfied that the current Board possessed the necessary core competencies and an appropriate balance of experience and expertise, which facilitates a strong and effective element in Board deliberations.

Board Diversity

The Company is committed to building and maintaining a culture of diversity and inclusivity, in terms of skillsets, knowledge, industry and business experience, educational background, gender, age, culture, geographical background, independence and professional qualifications.

The Company adopted a board diversity policy in 2023 ("**Board Diversity Policy**"), which underscores the importance of maintaining an effective and diverse Board as a key element in supporting the Group's long-term success and sustainable development.

The Board Diversity Policy provides a framework for promoting diversity across multiple dimensions, including skills, experience, gender, age and background. In particular, the NC endeavours to include female candidates in the director selection process, with the aim of having at least one female representation on the Board at all times. As at the date of this report, the Board has one female Director, representing 20% of the total Board membership.

The NC is responsible for developing a framework to identify the skills that the Board collectively needs, in order to discharge its responsibilities effectively, taking into account the Group's existing risk profile, business operations and future business strategy. To assist the NC in its annual review of the Directors' mix of skills and experiences required to discharge their duties competently and efficiently, each Director has completed a Board of Directors Competency Matrix form by providing additional information in their areas of specialisation and expertise in FY2026. The NC, having reviewed the responses, was satisfied that members of the Board possess the relevant core competencies in areas of accounting, legal and finance, business and management experience, and strategic planning. In particular, the non-executive Directors, who are mostly professionals in their selected fields, are able to take a broader view of the Group's activities, contribute their valuable experience and provide independent judgement during the Board's deliberation on the Group's matters.

The Directors, whose ages range from their 50s to 70s, and who have served on the Board for different tenures, collectively contribute diverse and objective perspectives that enhance the quality of Board deliberations.

The NC will continue to review the Board Diversity Policy, from time to time as appropriate, to ensure its effectiveness, and to ascertain that the current makeup of the Board and Board Committees reflects the Group's commitments to all aspects of diversity. In the process of sourcing for qualified candidates to serve on the Board, the NC will consider candidates on merit against objective criteria, while taking into account the need to strengthen the Board's diversity and competencies in line with the Group's evolving needs.

The current Board composition reflects the Company's commitment to the relevant diversity in gender, age, skills and knowledge. The Company's Board Diversity Policy sets out measurable objectives which the Board and the NC seek to achieve and maintain on an ongoing basis. These objectives were met in FY2026 and continue to be upheld as at the date of this report. The Board remains committed to sustaining the following diversity targets as part of its continuous governance practices:

	Targets	Progress
(a)	To maintain at least three Independent Directors, comprising at least 50% of the Board	As at the date of this report, the Board comprises five members, three of whom are independent Directors, with one non-executive Director and one executive Director.
(b)	To maintain a Lead Independent Director on the Board	Mr Lee Soon Sin Jason was re-designated as the Lead Independent Director on 12 February 2026.
(c)	To ensure appropriate balance between functional skill sets, domain expertise and specific skills and capabilities needed to support the Company's strategy and business	This is a continual target as part of Board renewal. The Board currently possesses the relevant core competencies in areas of accounting, legal and finance, business and management experience, and strategic planning.
(d)	To maintain at least one female representation in the Board	As at the date of this report, the Board has one female Director, representing 20% of the total Board membership.

The NC continues to review these objectives periodically to ensure they remain relevant, taking into account the Group's evolving business needs and strategic direction. Where appropriate, the NC will refine or introduce new targets to further enhance Board diversity and effectiveness.

Having considered the scope and nature of the operations of the Group, the Board believes that its current composition reflects a well-balanced mix of skills, experience, independence and diversity, and that the objectives of the Board Diversity Policy continue to be met.

Provision 2.5
Meeting of Non-Executive Directors

The Board comprises four Non-Executive Directors (including the Independent Directors), who endeavour to constructively challenge Management and contributing to the development of the Group's strategy, as well as overseeing Management's performance against agreed-upon goals and objectives.

Non-Executive Directors participate actively in Board and Board Committee meetings, providing independent judgement and view on business, strategy and governance matters. They have unrestricted access to Management and are well supported by complete and timely information, including quarterly performance reports, to facilitate effective oversight and informed decision-making.

During the year, the Non-Executive Directors communicated among themselves without the presence of Management, as and when the occasion warrants. The chairperson of such meetings provides feedback to the Board and/or Chairman as appropriate. The Company also co-ordinates informal sessions for Non-Executive Directors to meet on a need-basis without Management present.

ROLE OF CHAIRMAN AND CHIEF EXECUTIVE OFFICER

Principle 3: Clear Division of Responsibilities between the Board and Management and Balance of Power and Authority

Provision 3.1
Common Role of Chairman and CEO

Mr Takahashi Kenichi is both the chairman of the Board ("**Chairman**") and the chief executive officer ("**CEO**") of the Company. The Board has considered the size, scope and nature of the Group's operations and is of the view that the current leadership structure is appropriate and in the best interests of the Group.

As the founder of the Group, Mr Takahashi Kenichi has been instrumental in its development and growth since its establishment. He brings extensive industry experience, deep business insight and strong leadership, which have contributed significantly to the Group's strategic direction and performance. The Board believes that this unified leadership structure facilitates effective decision-making and execution of the Group's strategies.

Mr Wong Hin Sun, Eugene, the Vice Chairman and Non-Executive Director of the Company, supports the Chairman in the discharge of his responsibilities. Both the Chairman and Vice Chairman are not related to each other.

To ensure an appropriate balance of power and authority, the Board has implemented safeguards, including the presence of a majority of Independent Directors and the establishment of three Board committees, each chaired by an Independent Director. The Board is satisfied that these measures provide adequate checks and balances to mitigate any risk of concentration of power and authority in a single individual.

Provision 3.2
Roles and Responsibilities of Chairman

The Board has established and set out in writing the division of responsibilities between the roles of Chairman and the roles of CEO notwithstanding that these roles are assumed by the same person.

The Chairman seeks to, amongst others:

(a) lead the Board to ensure its effectiveness on all aspects of its role;

(b) set the agenda and ensure that adequate time is available for discussion of all agenda items, in particular strategic issues;

(c) ensure that the Directors receive complete, accurate, timely and clear information;

(d) ensure effective communication with Shareholders;

(e) encourage constructive relations within the Board and between the Board and the Management;

(f) promote a culture of openness and debate at the Board;

(g) facilitate the effective contribution of non-executive Directors; and

(h) promote high standards of corporate governance.

The responsibilities of the CEO are set out in a service agreement entered into with the Company. The CEO has executive responsibility for the overall management of the Group, including the formulation and execution of business strategies, oversight of operations and driving the Group's growth and development.

Provision 3.3
Lead Independent Director

Mdm Tan Cher Ting ("**Mdm Tan**"), an Independent Director, served as the Lead Independent Director of the Company from 1 August 2024. With effect from 12 February 2026, Mr Lee Soon Sin Jason ("**Mr Lee**"), who is also the Chairman of the ARC, and a member of the NC and RC, was re-designated as the Lead Independent Director, succeeding Mdm Tan.

The Board is of the view that the appointment of a Lead Independent Director, together with the independent composition of the Board Committees, provides effective safeguards to ensure independent decision-making and mitigates any concentration of authority arising from the combined Chairman and CEO role.

In his capacity as Lead Independent Director, Mr Lee provides leadership to the Independent Directors and facilitates discussions among them to ensure that the independent and non-executive perspectives are effectively represented at Board Meetings. He is also available to Shareholders where concerns cannot be resolved through the usual channels of the Chairman and the CEO or the CFO, or where such contact would be inappropriate.

The Independent Directors, led by the Lead Independent Director, meet amongst themselves without the presence of the other Directors where necessary, and the Lead Independent Director will provide feedback to the Chairman following such meetings.

BOARD MEMBERSHIP

Principle 4: Formal and Transparent Process for the Appointment of Directors to the Board

Provision 4.1 and Provision 4.2
Membership and Roles and Responsibilities of the NC

The Board has established a NC to ensure a formal and transparent process for Board appointments, re-appointments and succession planning. The NC makes recommendations to the Board on relevant matters relating to Board composition, taking into account factors such as professional qualifications of its Directors, industry and geographic knowledge, experience, skills, length of service and the needs of the Company.

As at the date of this report, the NC comprises the following members, the majority of whom, including the chairperson of the committee, are Independent Non-Executive Directors:

Mr Lim Heng Chong Benny, Chairperson	Independent and Non-Executive
Mr Wong Hin Sun, Eugene	Non-Independent and Non-Executive
Mr Lee Soon Sin Jason	Independent and Non-Executive
Mdm Tan Cher Ting	Independent and Non-Executive

Mr Lee Soon Sin Jason who is the Lead Independent Director is a member of the NC. Consistent with the Code, there is no alternate Director on the Board.

The NC operates under written terms of reference that set out its roles and responsibilities. The Board recognises the importance of progressively renewing the Board to address the evolving needs of the Company and is committed to a process of orderly succession planning for Directors.

The principal functions of the NC include:

(a) recommending to the Board new Board appointments;

(b) making recommendations on re-nomination of Directors, having regard to the Director's contribution and performance;

(c) evaluating the independence of each of the Directors annually;

(d) evaluating the effectiveness of the Board as a whole and the contribution of each individual Director towards the effectiveness of the Board;

(e) review of succession plans for Directors and key management personnel; and

(f) review of training and professional development programmes for the Board and its Directors.

The NC also regularly reviews the size and composition of the Board and Board Committees to ensure an appropriate balance of skills, experience, independence and diversity, and to support the Group's evolving business needs.

Provision 4.3
Selection, Appointment and Re-appointment of Directors
Process for Selection and Appointment of New Directors

The Board recognises the importance of progressive Board renewal to address the evolving needs of the Company and is committed to a process of orderly succession planning to ensure leadership continuity and Board effectiveness.

As part of the Board succession plan, new Directors may be identified from time to time for appointment to the Board. The NC reviews and makes recommendations to the Board on all nominations for appointments and re-appointments to the Board and the Board Committees based on the suitability of the candidates against objective criteria, including qualifications, experience, competencies, independence, ability to contribute effectively, and commitment to the role. Consideration is also given to diversity in areas such as gender, age and skillsets, as well as the candidate's fit with the Board's culture.

When an existing Director chooses to retire or the need for a new Director arises, either to replace a retiring Director or to enhance the Board's strength, the NC, in consultation with the Board, determines the selection criteria and identifies candidates with the appropriate expertise and experience for the appointment of a new Director. Candidates are first sourced through an extensive business network of the Board members and identified based on, inter alia, the needs of the Group, and the relevant expertise required. When necessary, the NC may seek the help of independent professional advisers in the search process.

The NC evaluates candidates based on merit, taking into account the contributions the candidates can bring to the Board, to enhance its effectiveness. The NC will generally identify suitable candidates skilled in core competencies such as accounting or finance, business or management expertise, or industry knowledge taking into consideration the requirement for board diversity. Shortlisted candidates may be interviewed by the NC before recommendations are made to the Board. Upon appointment, new Directors are provided with a structured induction programme, including briefings by Management on the Group's businesses and operations, as well as their duties and responsibilities as Directors. The NC also recommends the appointment of new Directors to the appropriate Board Committee(s) based on their skillsets and the needs of each committee.

The Board is also advised by the Company's sponsor, UOB Kay Hian Private Limited, on appointment of Directors as required under Catalist Rules 226(2)(d).

Process for Re-appointment of Directors

Succession planning is an important part of the governance process. The NC oversees the nomination of Directors for election or re-election and seeks to balance Board renewal progressively and in an orderly manner. This brings in fresh insights with maintenance of knowledge and experience of the Company's operations and avoid losing institutional memory. The NC strives to ensure that the Board and its Committees comprise individuals who are best able to discharge their duties and responsibilities as Directors with regard to the highest standards of corporate governance.

No Director stays in office for more than three years without being re-elected by Shareholders. The Constitution provides that at least one-third of the Directors, comprising those who are longest-serving since their last re-election, including the CEO, shall retire from office by rotation at each AGM. In addition, new Directors appointed during the course of the year, are also required under the Constitution, to stand for re-election at the first AGM following his/her appointment.

The NC deliberates the suitability of the Directors for re-election and takes into consideration their competencies, past contribution, attendance and participation at Board and Board Committee meetings, commitment, and performance during the previous year, and where applicable, the retiring Directors' independence. Each member of the NC shall abstain from voting on any resolutions in respect of the assessment of his/her re-election as a Director. The NC's recommendations will then be made to the Board for its approval, and Shareholders would be provided with relevant information on the Directors who will be standing for re-election at each AGM.

In accordance with Regulation 101 of the Company's Constitution and Rule 720(4) of the Catalist Rules, the following Directors are due for retirement at the forthcoming AGM:

(a) Mr Takahashi Kenichi; and

(b) Mr Lee Soon Sin Jason;

(together the "**Retiring Directors**").

Following the NC's recommendation and the Board's approval, the Retiring Directors having expressed their willingness, will be standing for re-election. Upon re-election:

(a) Mr Takahashi Kenichi, shall remain as executive Chairman and CEO of the Company; and

(b) Mr Lee Soon Sin Jason shall remain as Lead Independent Director, Chairperson of the ARC and a member of the RC and NC respectively.

Further information on the Retiring Directors is set out on pages 96 to 100 in the Annual Report in accordance with Rule 720(5) of the Catalist Rules.

Provision 4.4
NC to Determine Directors' Independence

The NC reviews and determines annually the independence of each Director bearing in mind the salient factors set out in the Code as well as all other relevant circumstances and facts. No member of the NC who is an Independent Director participated in the deliberation in respect of his/her own status as an independent Director.

Each Director is required to disclose to the Board any relationships or circumstances that may affect, or could be perceived to affect, his or her independent judgement. Directors are also required, to complete and submit annual confirmations of independence based on the substantive requirements of the Code and declare whether he/she considers himself/herself to be independent based on the criteria under the Catalist Rules and the Code, including, amongst others, the confirmation that he/she does not have any relationship with his/her fellow Directors or with the Group and its substantial shareholders. Such declarations are put before the NC to be reviewed annually in accordance with the definition of independence in the Code and the Catalist Rules to ensure that there is a strong independent element on the Board such that the Board is able to exercise objective judgment on corporate affairs independently.

For FY2026, the Independent Directors have confirmed their independence. Having reviewed the relevant declarations and taking into account all pertinent factors, the NC (with each Independent Director abstaining from the assessment and decision-making process with respect to his/her independence) is satisfied that Mdm Tan Cher Ting, Mr Lee Soon Sin Jason and Mr Lim Heng Chong Benny, remain independent, and that the Board, in its current composition, continues to have a strong independent element.

Provision 4.5
Commitment of Directors Sitting on Multiple Boards

The NC assesses whether each Director is able to commit sufficient time and attention to the affairs of the Company. The meeting attendance records of all Directors, as well as a list of their directorships of listed companies and their principal commitments are fully disclosed in the Annual Report. In assisting the NC to determine whether the Directors who have multiple board representations are able to adequately carry out their duties and commitments towards the Company, the Directors have adopted a form of internal guidelines for Directors serving on multiple boards and with other commitments. The NC, after reviewing the completed forms that were returned by all Directors together with the respective list of directorships held by each Director as well as their attendance, is satisfied that all the Directors, including those with multiple board representations, are able to devote adequate time and attention to the affairs of the Company and to fulfil their duties as Directors. The NC has recommended, and the Board has agreed that the maximum number of listed company board representations which a Director may hold should not be more than five listed companies (including the Company) for Directors who do not hold any full-time employment and not more than two listed companies (including the Company) for Directors who hold full-time employment.

In assessing a Director's contribution, the NC also takes a holistic approach. In addition to the Directors' attendance at Board and Board Committee Meetings, focus is also made on the contribution of the Directors. These include their ability to provide valuable insights and strategic networking to enhance the businesses of the Group, availability for guidance and advice outside the scope of formal Board and Board Committee meetings and contributions in specialised areas relevant to the Group.

Please refer to pages 21 to 22 in the Annual Report for the detailed information on the directorships and principal commitments of each Director.

BOARD PERFORMANCE

Principle 5: Formal Annual Assessment of the Effectiveness of the Board and its Board Committees and Individual Directors

Provision 5.1 and Provision 5.2
Board and Individual Director Evaluation Process

The NC conducts an annual evaluation of the effectiveness of the Board, Board Committees and individual Directors, and identifies areas for improvement. This process is supported by structured questionnaires completed by the Directors, with responses collated by the Company Secretary and reviewed by the NC before submission to the Board.

The evaluation covers areas including Board composition, strategy oversight, risk management, Board processes, access to information and overall Board dynamics and effectiveness. The performance of the Chairman and CEO is also assessed, taking into account leadership, strategic direction, governance and stakeholder engagement.

The Company did not engage any external facilitator for Board and Director assessment for FY2026.

Board Evaluation

The Directors participated in the annual evaluation by providing feedback to the NC in the form of a Board Evaluation Questionnaire. Their feedback and responses were collated by the Company Secretary and presented to the NC for review and discussion, before submission to the Board to assess overall effectiveness and identify areas of improvement.

In evaluating the effectiveness of the Board as a whole, the NC considers various factors, including the size and composition of the Board, the Board's access to information, the level of participation in Board proceedings and the communications and guidance given by the Board to the Management.

Evaluation of Individual Director

An individual self-assessment is performed annually by each Director in the form of an Evaluation of Individual Director by Self-Assessment, and the responses of the self-assessment were discussed with the NC. Among the factors considered in the individual self-assessment are the Directors' knowledge or experience, contributions to the Board and Board Committees, familiarity, knowledge of and contacts in the countries where the Company primarily operates, sector knowledge of the Company's main activities, functional experience and training.

The criteria for evaluation of the performance of individual Directors include the level of participation, attendance at Board and Board Committee meetings, and the relevance and depth of their functional expertise.

The Chairperson, in consultation with the NC, considers the outcomes of these evaluations, and where appropriate, recommends the appointment of new Directors or the resignation of existing Directors as part of ongoing Board renewal and succession planning.

Based on the evaluation results, the NC is satisfied that the Board, Board Committees and individual Directors have performed effectively and continue to contribute meaningfully to the Company. The Board is of the view that it has met its performance objectives for the financial year under review.

REMUNERATION MATTERS

PROCEDURES FOR DEVELOPING REMUNERATION POLICIES

Principle 6: Formal and Transparent Procedure for Developing Policy on Executives' Remuneration and Fixing the Remuneration Packages of Individual Directors

Provision 6.1, Provision 6.2 and Provision 6.3
Membership and Functions of the RC

The Board has established a RC to review and recommend to the Board the Group's remuneration framework for both the Directors and key management personnel. The objective is to ensure that remuneration packages are competitive and aligned with the Group's strategic goals, so as to attract, reward, motivate and retain high performing individuals while promoting long-term value creation for Shareholders.

As at the date of this report, the RC comprises the following members:

Mdm Tan Cher Ting, Chairperson	Independent and Non-Executive
Mr Lee Soon Sin Jason	Independent and Non-Executive
Mr Lim Heng Chong Benny	Independent and Non-Executive
Mr Wong Hin Sun, Eugene	Non-Independent and Non-Executive

All members of the RC are Non-Executive Directors, the majority of whom, including the chairperson, are independent. The Board considers the members of the RC, who each have years of experience in senior management positions and/or on the boards of various companies, collectively, possess the relevant experience and expertise in remuneration and human capital matters.

The RC plays an important role in ensuring that the Group's remuneration framework is fair, performance-linked and aligned with Shareholders' interests. Its key functions include:

(a) reviewing and recommending to the Board the structure of the compensation policies and recruitment strategies of the Group so as to align compensation with Shareholders' interests;

(b) reviewing and recommending to the Board the framework of remuneration for the executive Directors and key executives of the Group and to determine appropriate adjustments as well as the specific remuneration packages for each Director and the key management personnel;

(c) reviewing and recommending to the Board for endorsement guidelines for Directors' fees of Non-Executive Directors;

(d) reviewing and approving succession plans for key positions; and

(e) administering and approving long-term incentive schemes which are approved by Shareholders.

The RC's review covers all aspects of remuneration, including salaries, fees, allowances, bonuses, options, share-based incentives and awards, and benefits-in-kind as well as termination terms to ensure they are fair. The RC also reviews the fairness and reasonableness of service agreements of the Executive Director and key management personnel to ensure that there are no overly onerous or generous termination clause and alignment with market practices. The RC's recommendations are submitted for endorsement by the entire Board.

No Director is involved in deciding his or her own remuneration, except in providing information and documents if specifically requested by the RC to assist in its deliberations.

Provision 6.4
RC's Access to Advice on Remuneration Matters

In discharging its functions, the RC may, from time to time, seek independent external legal and other professional advice on the remuneration of all Directors and key management personnel. The costs of such advice are borne by the Company.

The Board did not engage any external remuneration consultant to advise on remuneration matters for FY2026.

LEVEL AND MIX OF REMUNERATION

Principle 7: Level of Remuneration of Directors to be Appropriate and Not Excessive

Provision 7.1
Remuneration of Executive Directors and Key Management Personnel

The level and structure of remuneration of the Board and key management personnel are appropriate and proportionate to the sustained performance and value creation of the Group, taking into account the strategic objectives of the Group, while remaining competitive to attract, retain and motivate talent for the long term.

The RC reviews and recommends an appropriate remuneration framework for the Executive Director and key management personnel, which is subject to Board endorsement. The RC has adopted a set of performance criteria which links a significant portion of the Executive Director and key management personnel's remuneration packages to corporate and individual performance, thus aligning their interests with those of Shareholders, and which also takes into account effort and time spent and responsibilities of the Executive Director and key management personnel.

In assessing performance for FY2026, the RC evaluated the achievement of key performance indicators ("**KPIs**") across financial performance, business objectives, regulatory compliance and controls, organisational and people development, as well as alignment with the Group's risk policies. Based on this evaluation, the RC approved the compensation outcomes, which were subsequently endorsed by the Board.

Each RC member abstains from deliberations and decisions relating to his or her own remuneration as well as that of related persons, where applicable.

Provision 7.2
Remuneration of Non-Executive Directors

The Non-Executive Directors receive Directors' fees commensurate with their level of contributions, taking into account their responsibilities, effort, time commitment, and participation in Board and Board Committee activities. The Directors' fees are recommended by the Board and are subject to the approval of Shareholders at the AGM.

The current framework for Non-Executive Directors' fee (on per annum basis unless otherwise indicated) is as follows:

Role	Member	Chairperson
Board of Directors	22,000	Additional S$10,000[Note 1]
Audit and Risk Committee	6,000	Additional S$7,000
Nominating Committee	3,000	Additional S$3,000
Remuneration Committee	3.000	Additional S$3,000
Lead Independent Director	5,000	N/A

Note 1: Applicable to Vice Chairman

Although Non-Executive Directors are eligible to participate in the PSP (as defined hereinafter), the Company has not implemented any share-based compensation scheme for Directors.

The Company believes that the current remuneration of the Independent Directors and Non-Independent Non-Executive Director are at a level that will not compromise the independence of such Directors.

Provision 7.3
Long-term Incentive Scheme

The CEO, being an executive, does not receive Director's fees for his Board Directorship, but is remunerated under a service agreement that contains a profit-sharing incentive bonus. While the Company has adopted the Japan Foods Performance Share Plan as a long-term incentive mechanism, the CEO, being a controlling shareholder, and his associates are not eligible to participate. Further details on the PSP are set out under the write-ups in respect of Provision 8.1 and Provision 8.3, respectively.

The RC is of the view that the current compensation structure is appropriate to attract, retain and motivate the CEO to provide good stewardship of the Company and key management personnel to successfully manage the Group for the long term.

DISCLOSURE ON REMUNERATION

Principle 8: Clear Disclosure of Remuneration Policy, Level and Mix of Remuneration, and Procedure for Setting Remuneration

Provision 8.1 and Provision 8.3
Remuneration of Directors and Key Management Personnel

The Company sets remuneration packages which are competitive and sufficient to attract, retain and motivate Directors and key management personnel with adequate experience and expertise to manage the business and operations of the Group.

The Company adopts an overall remuneration policy for employees, comprising a fixed component in the form of a base salary, and a variable component in the form of a bonus that is linked to the performance of the Group, the individual, as well as the broader industry and economic conditions. In reviewing its remuneration policy, the Company considers prevailing market practices, including compensation and employment conditions within the industry and among comparable companies.

The breakdown of the annual remuneration (including all forms of remuneration from the Company and any of its subsidiaries) of each of the Directors for FY2026 is set out below:

Name of Director	Total remuneration in FY2026 (S$'000)	Director's fees (%)	Salary (%)	Incentive bonus and other benefits (%)	Total (%)
Takahashi Kenichi	406	0	72	28	100
Wong Hin Sun, Eugene	44	100	0	0	100
Tan Cher Ting	42	100	0	0	100
Lee Soon Sin Jason	42	100	0	0	100
Lim Heng Chong Benny	36	100	0	0	100
Total S$'000	570	164	292	114	

On 13 February 2023, the Company renewed its service agreement with Mr Takahashi Kenichi in connection with his appointment as CEO. This service agreement has an initial term of five years and will be renewed for successive two-year period(s) thereafter.

For FY2026, the remuneration band (including any bonus, allowance and other incentives) of the top five key management personnel (who are not Directors or CEO) is set out below:

Name of Key Management Personnel	Remuneration bands	Salary[2] (%)	Bonus and other benefits (%)	Total (%)
Fong Siew Geen	Band A[1]	93	7	100
Kenneth Liew Kian Er	Band A[1]	94	6	100
Otsuka Ichiro	Band A[1]	93	7	100
Koga Tsutomu	Band A[1]	93	7	100
Murakami Akio	Band A[1]	90	10	100
Total S$'000		662	53	715

Notes:
(1) Band A: Remuneration from S$0 – S$250,000
(2) Salary is inclusive of CPF contribution.

Total remuneration (including CPF, Bonus and benefit-in-kind) paid to the top five key management personnel for FY2026 was approximately S$715,000.

Provision 8.2
Employee Related to Directors/CEO

The Group does not have any employees who are substantial shareholders of the Company, or are immediate family members of a Director, the CEO or a substantial shareholder of the Company, and whose remuneration exceeds S$100,000 during the year.

Provision 8.3
Performance Share Plan ("PSP)

The Company had adopted the Japan Foods Performance Share Plan 2023 ("**PSP 2023**") at the Extraordinary General Meeting held on 20 July 2023 ("**2023 EGM**").

The PSP provides an opportunity for employees of the Group who have contributed to the growth and performance of the Group (including Non-Executive Directors and Independent Directors) and who satisfy the eligibility criteria as set out under the rules of the PSP, to participate in the equity of the Company. Controlling shareholders of the Company and their associates are not eligible to participate in the PSP. Non-Executive Directors are allowed to participate in the PSP to give recognition to their services and contributions and to further align their interests with those of the Group. In order to minimise any possible conflicts of interest, the Non-Executive Directors are primarily remunerated for their services by way of directors' fees. The Board does not envisage that the aggregate number of ordinary shares in the issued share capital of the Company ("**Shares**") comprised in awards set aside for the Non-Executive Directors collectively will exceed 1% of the Company's total issued share capital from time to time.

The aggregate number of Shares over which the RC may grant on any date, when added to the number of Shares issued and issuable in respect of all Shares granted under the PSP and any other share-based incentive schemes to be implemented by the Company, shall not exceed 15% of the issued share capital of the Company (excluding treasury shares) on the day preceding the date of grant.

The Company delivers Shares to participants upon vesting of the awards under the PSP by way of the issuance of new Shares deemed to be fully paid upon their issuance and allotment or transfer of treasury shares pursuant to share buybacks.

Since the commencement of the PSP 2023, no awards have been granted.

ACCOUNTABILITY AND AUDIT

RISK MANAGEMENT AND INTERNAL CONTROLS

Principle 9: Board's governance of risk management system and internal controls

Provision 9.1
Risk Management and Internal Control Systems

The Company maintains an adequate and effective system of internal controls (including financial, operational, compliance and IT controls) and risk management systems to safeguard stakeholders' interests and the Group's assets.

The Board is responsible for the governance of risk and ensures that Management maintains a sound system of risk management and internal controls to safeguard the interests of the Company and its Shareholders. Together, the Board and the Management are committed to fostering a culture of risk awareness across the Group.

Recognising the importance of risk management as an integral part of the Group's strategic planning and decision-making processes, the Audit Committee was expanded and reconstituted as the Audit and Risk Committee ("**ARC**") in May 2015 to strengthen the Group's risk management process and framework. The responsibility of overseeing the Company's Enterprise Risk Management ("**ERM**") and Assurance Framework is undertaken by the ARC with the support of the internal auditors. Having considered the nature and scope of the Group's operations, as well as its existing risk management and internal control systems, the Board is of the view that a separate risk committee is not required for the time being.

The Board acknowledges the importance of maintaining robust risk management and internal control systems to safeguard the interests of the Group's assets. During FY2026, the ARC assisted the Board in overseeing Management's design, implementation and monitoring of the risk management and internal control systems, and reported to the Board on key risk exposures, material matters, findings and recommendations relating to risk management and internal controls.

A summary of the Company's risk management and internal control systems is set out below.

Risk Management

The Group recognises risk management as a collective effort beginning with the individual subsidiaries and business units, followed by the operating segments and ultimately, with the Management and the Board, working as a team. The CEO and senior management of the Company assume the responsibilities of the Group's risk management function and regularly assess and review the Group's business and operating environment to identify areas of significant financial, operational, compliance and information technology risks.

The Group has established an enterprise risk management framework ("**ERM Framework**") that is aligned with ISO 31000.

Under the ERM Framework:

(a) risks identified are aligned with the objectives of the Group;

(b) a risk reporting structure is defined to identify the risk owners, approvers, champions and their respective risk responsibilities;

(c) a risk reporting process is established which includes the identification, analysis and evaluation of risks, implementation of risk treatment plans and continuous monitoring of risks; and

(d) risks are evaluated on a common measurement matrix based on the likelihood and consequence of each risk identified. The risks are first identified on a gross level and subsequently on a residual level considering the risk treatment measures in place. The residual risk level determines the extent of risk exposure, and further risk treatment measures required.

On an annual basis, Management reports to the Board on updates to the Group's risk profile, the status of risk mitigation measures and the results of assurance activities, to provide assurance that the risk management process is operating effectively as intended.

To enhance the effectiveness of the ERM Framework, the Group has implemented the Orion ERM system, a third-party software that automates and integrates risk management, internal control and assurance functions.

Internal Controls

Internal controls have been implemented to enhance the Group's functions across its financial, operational, compliance and information technology functions. These controls aim to safeguard the Group's assets, ensure the maintenance of proper accounting records, and support the reliability and integrity of financial information used for both internal decision-making and external reporting.

The system of internal controls and risk management provides reasonable, but not absolute, assurance that the Group will not be adversely affected by any event that can be reasonably foreseen as it strives to achieve its business objectives. The Board recognises however, that no system of internal controls and risk management can provide absolute assurance against the occurrence of material errors, poor judgement in decision-making, human error, losses, fraud or other irregularities.

Adequacy and Effectiveness of Risk Management and Internal Control Systems

The Group's risk management and internal control systems have been integrated throughout its operations and form an integral part of its business planning and monitoring processes.

An ERM exercise was performed in FY2026, involving middle and senior managers of the Group, including the C-Suite executives. Key risks identified, arising from the ERM exercise, are as follows:

S/N	Risk title and description	Risk treatment plan
1	Sales deterioration due to ineffective strategy and operations The Group's sales may be adversely affected by internal factors such as: ■ Lack of strategically located outlets; ■ Unattractive pricing strategy; ■ Poor customer service; ■ Lack of marketing efforts; and ■ Failure to adapt to shifting consumer preferences such as sustainable products[1]. Should one or more of the above risk events occur, the Group's financial performance may be adversely affected.	The Group makes continuous efforts to remain responsive to market conditions. Key mitigating controls in place include maintaining a competent and experienced team, implementing adequate, effective policies and procedures, gathering customer feedback for improvements, introducing new menu items and regular review of financial performance.
2	Weakening demand due to adverse change in economic and market environment A deterioration in economic and market environment (external factors) may arise due to events such as recessions, geopolitical conflicts, new pandemic and market saturation, which may weaken market demand. Should the deterioration persist, the business and financial performance of the Group may be adversely impacted.	The Group seeks to minimise adverse effects from deterioration in economic conditions and market conditions due to external events such as recessions, geo-political situations, pandemic outbreak and market saturation. Key mitigating controls in place include maintaining a competent and experienced team, standby credit line as buffer against a sudden downturn in economic conditions, developing in-house capabilities to produce key ingredients, implementing adequate, effective business contingency policy and procedures and putting in place robust, reliable systems and regular review of financial performance.

[1] For climate-related risks and responses, refer to the climate-related disclosure section in our sustainability report for details.

S/N	Risk title and description	Risk treatment plan
3	Non-compliance with laws and regulations, licenses and certifications In the course of running its operations, the Group has to comply with the requirements of relevant laws and regulations, licenses and certifications, which include the following: ■ HACCP certification; ■ Halal certification; ■ SFA licenses; ■ SGX-ST Listing Rules; ■ Personal Data Protection Act; ■ Local tax requirements; and ■ Climate reporting requirements[1] Failure to comply with the requirements of relevant laws and regulations, licenses and certifications may adversely affect the Group's reputation and lead to suspension or revocation of business license and financial loss through fines or penalties imposed by the regulators.	The Group makes continuous efforts to comply with the requirements of relevant laws and regulations, licenses and certifications. Key mitigating controls in place include maintaining a competent and experienced team, implementing adequate, effective policies and procedures, putting in place an effective enterprise resource planning system, regular review of financial performance, setting up effective training programmes and obtaining advice from professional service providers.
4	Improper food handling resulting in cases of food poisoning The Group operates a central kitchen that supplies ingredients to its outlets. Improper food handling at the central kitchen and outlets may result in food contamination and consequentially lead to cases of food poisoning when consumed by customers. A serious food poisoning case may adversely impact customers' confidence on the safety of Group's products and the Group's financial performance.	The Group focuses on maintaining an adequate and effective food handling internal control system. Key mitigating controls in place include maintaining a competent and experienced team, implementing adequate, effective policies and procedures, training and conducting of laboratory tests on food by third party professionals.
5	Shortage of funding and cash flow The Group generates funds mainly from the sale of food and beverages through its outlets and other operating channels, and makes payments for items such as food ingredients, packaging materials, manpower costs, rental, utilities, operating overheads, capital expenditure and investments. Prolonged and significant net cash outflows may lead to a depletion of cash balances, which may require the Group to obtain financing support, such as bank borrowings, shareholder loans or fundraising. Should such financing support not be available, the Group's financial position and ability to sustain its operations may be adversely affected.	The Group focuses on prudent cash flow management to support its business operations. Key mitigating controls in place include maintaining a competent and experienced team, implementing adequate, effective policies and procedures, putting in place an effective enterprise resource planning system and regular review of financial performance.

S/N	Risk title and description	Risk treatment plan
6	IT system failure and cybersecurity breach The Group maintains various IT systems to support its key business functions. IT system failures, cybersecurity breaches or other IT-related incidents may result in operational disruptions, loss of key data, system downtime and recovery costs. Such incidents may arise from internal or external factors, such as system vulnerabilities, inadequate cybersecurity controls, unauthorised access or other security threats, and may adversely affect the Group's financial performance and reputation.	The Group focuses on strengthening its cybersecurity resilience and minimising IT-related business disruptions. Key mitigating controls in place include implementing adequate, effective policies and procedures, establishing incident response processes, performing regular IT reviews and risk assessments, using antivirus and other cybersecurity measures, and monitoring the IT environment to identify and respond to potential threats.
7	Escalating costs due to market conditions, pandemic outbreak, geo-political situations and/or climate changes[1] The key cost components of the Group's business include cost of ingredients and operating expenses such as rental, salaries, utilities, purchases of utensils and consumables. Cost escalations may be caused by the following events: ■ Rental cost increases due to higher demand or changes in market conditions; ■ Manpower cost increase due to wage increases or a shortage of labour; ■ Pandemic outbreak resulting in supply chain disruptions and increase in ingredient and transportational costs; ■ Geo-political situations resulting in increase in the cost of energy and ingredients; and ■ Climate changes resulting in increase in energy consumption and ingredient costs. Additional climate change compliance costs such as carbon tax may also be passed on by the suppliers to the Group by way of price increase[1] Should one or more of the above risk events occur, the Group's financial performance may be adversely affected.	The Group focuses on effective cost controls and seeks to maximise value for costs incurred. Key mitigating controls in place include maintaining a competent and experienced team, implementing adequate, effective policies and procedures, maintaining alternative suppliers, putting in place an effective enterprise resource planning system and regular review of financial performance.
8	Business impairment due to leakage of recipe The Group operates in an industry that is highly competitive where barriers to entry are low. A good recipe is essential to attract customers. Leakage of the recipe to competitors will adversely affect the competitiveness of the Group as copycat food products may be developed and sold by the competitors.	The Group focuses on proper management of recipe. Key mitigating controls in place include maintaining a competent and experienced team, putting in place an effective enterprise resource planning system and restricting access to recipe by authorised employees.

The above section discusses the key risks that have emerged, and which may have a significant impact on the Group's financial and operating performance. The list of key risks identified may not be complete as the Group may be exposed to significant risks which it is unaware of, or which are not deemed to be significant at this time but may be material in the future. The risk treatments mentioned above represent the Group's best endeavours but do not provide absolute assurance that the Company will not be adversely affected by any risk event that can be reasonably foreseen as it strives to achieve its business objectives.

A Controls Self-Assessment ("**CSA**") Programme is established for the Management and Board to obtain assurance on the state of internal controls. The CSA Programme is risk-based and aligned with the results of the ERM exercise performed. On a yearly basis, the risk owners are required to review, assess and report on the adequacy and effectiveness of key mitigating internal controls for risks identified from the ERM exercise and which are under their risk responsibilities.

The Group also has in place an Assurance Activity Framework ("**Assurance Framework**") to facilitate and guide the Board's assessment on the adequacy and effectiveness of the Group's internal control and risk management systems. The Assurance Framework lays out the assurance activities performed, the assessment criterion and the reporting process. Assurance activities covered under the Assurance Framework include CEO/CFO Representation Letter, CSA by the Management, internal audit by the internal auditors, statutory audit by the external auditors and external certification on health and safety standards by a third-party professional service firm.

Fraud risk management processes include conflict of interest declaration by Directors and the implementation of whistle blowing policy (details in Provisions 10.1, 10.2 and 10.3 below) and rules of conduct to establish a clear tone from the top with regard to employees' business and ethical conduct.

Provision 9.2
Assurance from CEO, CFO and Other Responsible Key Management Personnel

The Board reviews, annually, the adequacy and effectiveness of the Group's risk management and internal control systems.

The Board continually monitors the threat and impact of risks to the Company's business and in parallel, assesses the Company's internal systems and procedures that monitor, control and mitigate these risks. For FY2026, the Board has received assurance from the CEO and the CFO that the Group's financial records have been properly maintained, and the financial statements are prepared in compliance with the Singapore Financial Reporting Standards (International) and are correct in all material aspects and give a true and fair view of the Group's operations and finances. Based on representations received from key management personnel, the CEO and CFO had also provided assurance that the Group's risk management and internal control systems, including financial, operational, compliance and information technology controls, are adequate and effective in addressing the principal risks within the current scope of the Group's business operations.

Board's Comment on Adequacy and Effectiveness of Internal Controls

The Board reviews, at least annually, the adequacy and effectiveness of the Group's risk management and internal control systems. The Board also continually monitors the Group's risk profile and the effectiveness of the systems and processes in place to identify, assess, and manage such risks.

In forming its opinion, the Board considers the Group's ERM Framework, Assurance Framework and internal controls established and maintained in the Group, CSA conducted by the Management, work performed by the internal auditors, the statutory audit undertaken by the external auditors, certification by a third-party professional service firm, and the written representation from the CEO and the CFO. Based on the above, the Board, with the concurrence of the ARC, is satisfied that the Group's risk management and internal control framework and systems were adequate and effective during FY2026 and as at 31 March 2026 to address the financial, operational, compliance and information technology risks which the Group considers relevant and material to its operations.

The Board notes that the system of internal controls and risk management provide reasonable, but not absolute assurance against the occurrence of material errors, poor judgement in decision-making, human error, losses, fraud or other irregularities. The process of reviewing and strengthening the control environment is ongoing, and the Board and Management will continue to devote resources and expertise to enhance the Group's governance framework, policies and procedures.

AUDIT AND RISK COMMITTEE

Principle 10: Establishment of Audit and Risk Committee which Discharge its Duties Objectively

Provision 10.1, 10.2 and 10.3
ARC Membership

The Board has established an ARC with written terms of reference which clearly sets out its authority and responsibilities. As at the date of this report, the ARC comprises the following Directors, the majority of whom, including the Chairperson, are independent:

Mr Lee Soon Sin Jason, Chairperson	Independent and Non-Executive
Mdm Tan Cher Ting	Independent and Non-Executive
Mr Lim Heng Chong Benny	Independent and Non-Executive
Mr Wong Hin Sun, Eugene	Non-Independent and Non-Executive

The ARC assists the Board in discharging its responsibility to safeguard the Group's assets, maintain adequate accounting records, and in developing and maintaining effective systems of risk management and internal controls. The ARC members collectively bring invaluable professional expertise in the accounting and financial management domains, and the majority of the ARC members (including ARC Chairperson) possess appropriate accounting or related financial management expertise or experience. The Board, having considered the recommendations from the NC, is satisfied that the ARC members are suitably qualified and experienced to discharge their responsibilities in accordance with its written terms of reference.

The ARC does not comprise any former partners or Directors of the Company's existing auditing firm or auditing corporation.

Roles and Responsibilities of the ARC

The ARC's primary role is to assist the Board in maintaining a high standard of corporate governance, particularly by providing an independent review of the adequacy and effectiveness of the Group's financial reporting processes and internal control systems, including financial, operational, compliance, information technology and risk management controls. The ARC is guided by its terms of reference and meets periodically to undertake the following key functions:

(a) reviewing the annual audit plan, scope and results of the audit undertaken by the external auditors, including non-audit services performed by them to ensure that there is a balance between maintenance of their objectivity and cost effectiveness;

(b) reviewing the effectiveness and adequacy of the internal audit function, which is outsourced to a professional services firm;

(c) reviewing with the internal auditors the scope and procedures of the audit plans, the effectiveness and adequacy of the Group's material internal controls and with the Management on the adequacy of financial, operational and compliance risk management;

(d) reviewing the financial statements and other relevant announcements to Shareholders and the SGX-ST, prior to submission to the Board;

(e) reviewing any significant financial reporting issues and judgements and estimates made by the Management, so as to ensure the integrity of the financial statement of the Group and any announcements relating to the Group's financial performance;

(f) assessing the independence and objectivity of the external auditors and recommending to the Board the appointment/re-appointment/removal of external auditors;

(g) reviewing the assistance given by the Company's officers to the external auditors and internal auditors;

(h) reviewing and recommending for the Board's approval the interested person transactions as specified under Chapter 9 of the Catalist Rules and/or the procedures set out in the general mandate approved by Shareholders; and

(i) reviewing the assurance from the CEO and the CFO on the financial records and financial statements.

Activities of ARC

The ARC met four times during FY2026 to, *inter alia*, review the adequacy and effectiveness of the Group's internal controls, including financial, operational, compliance and information technology controls and risk management systems, through discussions with Management and the internal and external auditors, and reports to the Board.

The CEO, CFO, Company Secretary, Sponsor, and the internal and external auditors were invited to attend these meetings, as appropriate. The ARC also met with the internal and external auditors without the presence of Management, when necessary.

In addition, the ARC is kept abreast by Management, external and internal auditors on changes to accounting standards, stock exchange rules and other codes and regulations which could have an impact on the Group's business and financial statements.

For FY2026, the ARC had reviewed the external auditors' audit plan and concurred with the proposed areas of audit focus. In reviewing the Group's financial statements, the ARC discussed with Management, the accounting policies applied, key judgements of items that could affect the integrity of the financial statements and also considered the clarity of key disclosures in the financial statements. The ARC also reviewed and addressed, amongst other matters, the following key audit matter as reported by the external auditors for FY2026:

- **Impairment of Plant and Equipment and Right-of-Use Assets**

  The ARC acknowledges that the impairment of Plant and Equipment ("**PE**") and Right-of-Use Assets ("**ROU**") involve significant judgement. Towards this end, the ARC had developed a set of indicators to guide reviews and decisions on possible impairment to PE and ROU. The ARC undertakes a review on this basis, as supported with the Management's documentations and justifications, as and when necessary, during the course of the year.

  The PE and ROU were also the areas of focus by the external auditors. The external auditors have included these items as a key audit matter in its audit report for FY2026. Please refer to page 106 of this Annual Report.

  The ARC has considered the approach and methodology applied on the impairment assessment. Following the review and discussion with management and the external auditors, the ARC is satisfied that the impairment charges have been adequately provided for in FY2026.

Management reported to and discussed with the ARC on changes to the accounting standards and accounting issues which have a direct impact on the financial statements. Directors had also been invited to attend relevant seminars on changes to accounting standards and issues by leading accounting firms.

Following the review, the ARC is satisfied that all the aforesaid matters have been properly dealt with and recommended the Board to approve the financial statements. The Board had on 30 June 2026 approved the financial statements.

The ARC has explicit authority to investigate any matter within its terms of reference and is empowered to commission independent investigations into matters involving suspected fraud, irregularities, failures of internal controls, or infringement of any laws, rules or regulations, that may have a material impact on the Group. The ARC has full access to, and the co-operation of Management, and also the discretion to invite any Director or any member of the Management to attend its meetings. The ARC has adequate resources, including access to external consultants and auditors, to enable it to discharge its responsibilities properly.

Independence of External Auditors

The ARC oversees the Group's relationship with its external auditors, including reviewing their selection and making recommendations to the Board on the appointment, re-appointment and removal of the external auditors, as well as their remuneration and terms of engagement. The annual re-appointment of the external auditors is subject to Shareholders' approval at each AGM of the Company.

In discharging its responsibilities, the ARC reviews the independence and objectivity of the external auditors, CLA Global TS Public Accounting Corporation ("**CLA**"), taking into consideration the relevant professional and regulatory requirements. The ARC also reviews all aspects of the Group's relationship with CLA, including the nature and extent of non-audit services provided. The relevant details are set out in the table below.

For FY2026, the ARC reviewed the nature, extent and fees of non-audit services provided by CLA and is satisfied that such services did not prejudice their objectivity and independence. The ARC also noted that the level of non-audit fees remained appropriate relative to total audit fees.

A breakdown of the fees paid to the Group's external auditors (including its associated firms) are disclosed in the table below:

External Auditors' Fees for FY2026	$'000	% of Total Fees
Total Audit Fees	118	81
Total Non-Audit Fees	27	19
Total Fees Paid	145	100

In assessing the re-appointment of CLA, the ARC considered, inter alia, the adequacy of resources, experience and competence of the audit firm and the engagement partner, the size and complexity of the Group's operations, the audit approach and quality of audit work, as well as the effectiveness of communications and interactions with the auditors.

The Company confirms that the Group has complied with Rules 712 and 715 of the Catalist Rules in relation to the appointment of its external auditors. Based on the above, the ARC is of the opinion that CLA is, and is perceived to be, independent and objective. Accordingly, the ARC has recommended to the Board the re-appointment of CLA as the Company's external auditors at the forthcoming AGM.

Whistle Blowing Policy

To encourage proper work ethics and eradicate any internal improprieties, unethical acts, malpractices, fraudulent acts, corruption and/or criminal activities in the Group, the Company has put in place a whistle blowing policy ("**Whistle Blowing Policy**"). The Whistle Blowing Policy aims to promote high standards of ethical conduct and to provide a mechanism for employees and other stakeholders to raise, in confidence and without fear of reprisals, concerns about possible improprieties. Such concerns may relate to financial reporting, internal controls, auditing matters, fraud, corruption, unethical behaviour or other misconduct.

The Whistle Blowing Policy allows reports to be made anonymously or otherwise, and the Company is committed to protecting the confidentiality and identity of whistleblowers to the fullest extent possible, subject to applicable laws and regulations. All reports are handled with discretion and are investigated on a timely basis by personnel who are independent of the matters being reviewed.

A Whistle-Blowing Committee ("**WBC**") has been established to administer the policy and to review and investigate reported concerns. The WBC reports its findings and recommendations to the ARC, which has an overall oversight of the whistle-blowing framework.

Assisted by the WBC, the ARC reviews all whistle-blowing reports, if any, at its meetings to ensure independent, thorough investigations and appropriate follow-up actions. The ARC also reports significant matters to the Board. Where necessary, the ARC and the Board may seek external professional advice, and appropriate reports may be made to the relevant governmental authorities for further investigation/action.

To enhance independence, the Company has engaged its internal auditors as an independent party to provide additional service of administering the whistle-blowing channel, including the receipt and preliminary assessment of reports, prior to escalation to the WBC for further investigations and appropriate follow-up actions where applicable.

Dedicated communication channels, including a secure email address, are available for whistleblowers to report concerns directly to the WBC and ARC. For FY2026, no substantiated whistle-blowing complaints were received through the established channels.

Whistle Blowing Committee

The WBC, constituted by the CEO, Head of Human Resources and CFO of the Company, is empowered to:

(a) investigate all issues/concerns relating to the Group (except for issues/concerns that are directed specifically or affecting any member of the WBC, which shall be dealt with by the ARC);

(b) make the necessary reports and recommendations to the ARC or the Board for their review and further action, if deemed required by them; and

(c) access the appropriate external advice where necessary and, where appropriate or required, report to the relevant governmental authorities for further investigation/action.

The Group takes concerns with the integrity and honesty of its employees seriously. A copy of the Whistle Blowing Policy has been disseminated to all staff to encourage the report of any behaviour or action that anyone reasonably believes might be suspicious, against any rules/regulations/accounting standards as well as internal policies. Whistle-blowers could also contact all members of the ARC directly via email and in confidence and his/her identity is protected from reprisals within the limits of the law.

The Company treats all information received confidentially and protects the identity and the interest of all whistle-blowers. Anonymous reporting will also be attended to, and anonymity honoured, except as necessary to conduct any necessary investigation and/or where the Company is under legal obligation to disclose such information.

It has also been a standard item in the agenda of the quarterly meeting of the ARC to review any entries in the register of whistleblowing, and progress of investigation, if it remains outstanding.

The Whistle Blowing Policy is reviewed by the ARC from time to time, to assess the effectiveness of the processes in place and to ensure that the said policy is updated with any related changes in legal and regulatory requirements. The Whistle Blowing Policy was last reviewed by the ARC and approved by the Board in February 2022.

Provision 10.4
Internal Auditors' Reporting Line, Compliance and Functions

The ARC's oversight of the Group's internal controls and risk management systems are complemented by the work of the internal auditors.

The Group's internal audit function is outsourced to Yang Lee Consulting Pte Ltd ("**YLC**"), an independent professional service firm, specialising in the provision of Internal Audit, Enterprise Risk Management and Sustainability Reporting advisory services. The firm was set up in 2005 and maintains a diverse outsourced internal audit portfolio of SGX-ST listed companies across different industries including distribution, manufacturing, services, food & beverage, trading, retail and property development industries. YLC is a corporate member of the Institute of Internal Auditors Singapore and is staffed with professionals with sufficient expertise in corporate governance, risk management, internal controls and other relevant disciplines. The Group's engagement with YLC stipulates that its work shall be guided by the International Standards for the Professional Practice of Internal Auditing issued by the Institute of Internal Auditors.

The Company's internal audit function is independent of the activities it audits. Its primary reporting line is to the ARC, which also endorses its appointment, re-appointment, termination and remuneration. The internal auditors have unfettered access to all the Company's documents, records, properties and personnel, including the ARC, and has appropriate standing within the Company. The ARC also meets with the internal auditors without the presence of Management, as and when necessary.

The internal auditors assist the Board and the ARC in evaluating the adequacy and effectiveness of the Group's internal controls and risk management processes, including financial, operational, compliance and information technology controls, as well as the Group's compliance with applicable laws, regulations and internal policies.

The ARC approves a risk-based internal audit plan, which is aligned with the Group's ERM Framework to ensure that key risk areas, business processes and entities are reviewed on a rotational basis. During FY2026, the internal auditors performed audits in accordance with the approved plan and reported their findings to the ARC. The internal audit reports highlighted control observations, areas for improvement and recommendations, which were discussed with Management. The ARC monitored the timely implementation of remedial actions and was satisfied that Management had appropriately addressed the issues identified.

Adequacy and Effectiveness of the Internal Audit Function

The ARC reviews the adequacy and effectiveness of the internal audit function annually, taking into account the scope and quality of audits performed, the expertise and experience of the internal auditors and the level of cooperation received from Management.

The internal audit engagement team comprises one Director, one Senior Manager, and is supported by two Senior Associates. The Director has more than 30 years of relevant experience, whilst the Senior Manager has more than 15 years of relevant experience. The Director is a Fellow Chartered Accountant of the Institute of Singapore Chartered Accountants and a Certified Internal Auditor of the Institute of Internal Auditors.

Based on its review of the internal audit plans, reports and remedial actions implemented by Management to address any internal control inadequacies identified, the ARC is satisfied that the internal audit function is independent, adequately resourced and effective, and has an appropriate standing within the Group.

Accordingly, the ARC has recommended, and the Board has approved, the re-engagement of YLC as the Group's internal auditors for the ensuing year ending 31 March 2027.

Provision 10.5
Independent Meeting with External and Internal Auditors

The ARC meets regularly to discharge its duties in accordance with its terms of reference. During FY2026, the Company's internal and external auditors were invited to attend the ARC meetings and make presentations, as appropriate. The ARC meets with the internal and external auditors on a regular basis, and at least once annually without the presence of Management. During such sessions, the ARC reviews the adequacy and effectiveness of audit arrangements, including the scope and quality of audits, as well as the independence and objectivity of the auditors. These private sessions provide the auditors with the opportunity to discuss unreservedly and to raise any pertinent issues without restrictions or interference.

SHAREHOLDER RIGHT AND ENGAGEMENT

SHAREHOLDER RIGHT AND CONDUCT OF GENERAL MEETING

Principle 11: Fair and equitable treatment of shareholders, enabling them to exercise shareholder rights and communicate their views. Providing shareholders with balanced and understandable assessment of the Company's performance, position and prospect

Provision 11.1
Opportunity for Shareholders to Participate and Vote at General Meetings

The Company is committed to treating all Shareholders fairly and equitably, and to upholding high standards of corporate governance. It ensures that Shareholders are provided with timely, accurate and comprehensive information on the Group's performance and developments through announcements released via SGXNet and published on the Company's corporate website.

The Company supports active Shareholder participation and regards general meetings, particularly the Annual General Meeting ("**AGM**"), as the principal forum for dialogue with Shareholders.

Shareholders are informed of general meetings through notices published on the SGXNet and the Company's corporate website, electronic releases, reports and/or circulars, and are given sufficient time to review the materials and submit questions. Shareholders may raise questions in advance via a dedicated email address, or via physical submission of questions to a dedicated office address, or at the AGM itself. The Company endeavours to address all substantial and relevant questions in a timely manner.

All Shareholders are entitled to attend and vote at general meetings in person or by proxy, or in the case of corporate shareholders, through their appointed representatives. The Company's Constitution allows Shareholders who are not relevant intermediaries to appoint up to two (2) proxies (proxy needs not be a member), while relevant intermediaries may appoint more than two (2) proxies, to attend and vote on their behalf at a general meeting by submitting proxy forms within the stipulated timeline to the Company. Detailed instructions on the appointment of proxies and voting procedures are provided in the notice of general meetings. These voting mechanisms facilitate members who are unable to attend meetings to exercise their voting rights and ask questions. The proxy forms, including the instructions on voting, are issued in conjunction with the notices of general meetings.

Voting at general meetings is conducted by poll to ensure transparency and fairness. An independent scrutineer is appointed to validate the voting results, which are announced at the meeting and released via SGXNet on the same day.

Conduct of general meetings

The Company convenes physical general meetings to facilitate shareholder participation, to vote in real time and to submit questions, either in advance or during the meeting. The Company ensures that arrangements relating to attendance, submission of questions and voting procedures are clearly communicated to Shareholders via SGXNet announcements and the Company's corporate website. As part of its sustainability efforts, the Company provides Shareholders with the option to receive printed copies of its annual report upon request, while electronic copies are made available on SGXNet and the Company's corporate website.

The Company's forthcoming AGM in respect of FY2026 ("**AGM 2026**") will be held in a wholly physical format on 23 July 2026. The Company will adhere to the SGX-ST's guiding principle to allow Shareholders sufficient time from the date of the AGM Notice to raise questions and provide answers to such questions within reasonable timelines. Please refer to the Notice of the AGM 2026 of the Company, which may be accessed at the Company's corporate website at https://www.jfh.com.sg//html/ir_announcements.php and/or the SGX website at https://www.sgx.com/securities/company-announcements.

The Company endeavours to communicate regularly and effectively with the Shareholders and the Board supports and encourages active Shareholders' participation at AGMs. The Board believes that general meetings serve as an opportune forum for Shareholders to meet the Board and Management, as well as to interact with them. As and when extraordinary general meeting is convened, a circular is sent to Shareholders, containing details of the matters proposed for Shareholders' consideration and approval.

Provision 11.2
Separate Resolution at General Meeting

As a matter of good order, separate resolutions are proposed at general meetings for each distinct issue unless such issues are interdependent and linked so as to form one significant proposal. In the event that there are resolutions which are interdependent and linked, the Board will explain the reasons and material implications in the notice of the relevant meeting.

Detailed information on each resolution is provided in the accompanying explanatory notes to enable Shareholders to make informed decisions. Shareholders in attendance are given an opportunity to clarify or direct questions on issues pertaining to the proposed resolutions before the resolutions are put to vote.

Provision 11.3
Attendees at General Meetings

The Board encourages Shareholders to attend and participate actively at general meetings. The Chairpersons of the Board and the respective Board Committees, Management and the external auditors are present at AGMs and other general meetings to address issues raised by Shareholders. Where appropriate, legal or other professional advisers may also be present. All Directors have attended the AGM held in FY2025.

Provision 11.4
Absentia Voting

The Company's Constitution does not currently permit voting in absentia by mail, facsimile or e-mail as such voting methods would need to be cautiously evaluated to ensure that the authenticity of the vote and the Shareholder's identity is not compromised. Shareholders who are not able to attend the meetings, however, may appoint proxy(ies) to attend, speak and vote on their behalf in accordance with the Company's Constitution.

Provision 11.5
Minutes of General Meetings

The Company Secretary prepares minutes of general meetings, which record the key matters discussed, including substantial questions raised by Shareholders and the responses provided by the Board, Management and external auditors, as appropriate.

The minutes of such meetings are published on the SGXNet and the Company's investor relations homepage which can be accessed at the following link: https://www.jfh.com.sg/html/ir.php, within one month from the date of the meeting.

Provision 11.6
Dividend Policy

The Company's dividend policy is to distribute at least 10% of the Group's audited consolidated net profits attributable to Shareholders as dividends ("**Dividend Policy**"). The form, frequency and amount of dividends declared each year will take into consideration the Group's operating results, financial conditions such as cash position and retained earnings, other cash requirements including capital expenditure, restrictions on payment of dividends imposed on the Group by financing arrangements (if any) and other factors deemed relevant by the Directors.

The Dividend Policy and foregoing statements reflect the Board's present intention and do not constitute a legally binding commitment. It may be reviewed and adjusted as the Board deems appropriate.

For FY2026, in view of the Group's financial performance and prevailing market conditions, the Board has proposed that no final dividend be declared, taking into consideration the Group's cash flow position and business requirements.

ENGAGEMENT WITH SHAREHOLDERS

Principle 12: Regular communication with shareholders and facilitation of shareholders' participation at general meetings

Provision 12.1
Communication with and Information to Shareholders

The Company is committed to maintaining high standards of corporate disclosure and transparency, and to ensuring timely, fair and equitable access to information for all Shareholders and the investment community.

In line with the continuous disclosure obligations under the Catalist Rules, the Board has and will continue to inform Shareholders promptly of all pertinent information. The Company endeavours to maintain full and adequate disclosure, in a timely manner, of material events and matters concerning its business. All the necessary disclosures required by the Catalist Rules will be made in public announcements, press releases and annual reports to Shareholders. Such information is disclosed to Shareholders on a timely basis and within prescribed timelines, through SGXNet. All disclosures submitted to the SGX-ST on SGXNet are also made available on the Company's corporate website (http://www.jfh.com.sg).

All materials presented at general meetings, including notices of meetings, proxy forms, annual reports and circulars, are also made available to Shareholders via SGXNet and the Company's corporate website. The Company adopts electronic dissemination of documents as part of its sustainability efforts, while providing Shareholders the option to request for printed copies, where applicable.

Provisions 12.2 and 12.3
Dialogue with Shareholders and Soliciting Views of Shareholders

The Company values regular engagement with its Shareholders and views general meetings, particularly the AGM, as an important forum for dialogue and interaction. At these meetings, Shareholders are given the opportunity to raise questions and engage the Board and Management on the Group's business activities, financial performance and other business-related matters. The Company could also gather views or input and address Shareholders' concerns at general meetings. In addition to the AGM, the Company also maintains regular dialogue with Shareholders and prospective investors through results briefings. Shareholders can submit their feedback and raise any question to the Company's investor relations contact as provided in the Company's website.

The Directors (including the Chairperson of the respective Board Committees) and key management personnel are in attendance to address queries and concerns about the Group. The Company's external auditors also attend to address Shareholders' queries relating to the conduct of the audit and the preparation and content of the external auditors' report.

Investor Relations Practices

In addition to general meetings, the Company engages with Shareholders and the investment community through results briefings and other investor relations activities.

The Company has outsourced its investor relations ("**IR**") function to August Consulting Pte Ltd, which has a team of personnel who focus on facilitating the Company's communications with all stakeholders – Shareholders, regulators, analysts and media, etc - on a regular basis, to attend to their queries or concerns as well as to keep the investors public apprised of the Group's corporate developments and financial performance.

The Company remains committed to fostering open and constructive dialogue with Shareholders and to taking their views into consideration in the decision-making processes. To enhance and encourage communication with Shareholders and investors, the Company provides contact information of its investor relations consultant, namely, August Consulting Pte Ltd on page 24 of this Annual Report, the Company's corporate website as well as in its press releases.

MANAGING STAKEHOLDERS' RELATIONSHIPS

ENGAGEMENT WITH STAKEHOLDERS

Principle 13: Managing stakeholder relationships, balancing the needs and interests of material stakeholders for the Company's best interests

Provisions 13.1, 13.2 and 13.3
Managing Stakeholder Relationships

The Company recognises the importance of stakeholders' engagement to its long-term sustainability and has established appropriate channels to identify and engage with its material stakeholder groups. It acknowledged that a strong understanding of its business and regular interactions with its stakeholders are essential in identifying and addressing material issues.

The Company's approach to stakeholder engagement and materiality assessment can be found under the "Sustainability Report" section of this Annual Report.

The Company maintains a corporate website at www.jfh.com.sg to communicate and engage with all stakeholders.

OTHER CORPORATE GOVERNANCE

DEALING IN SECURITIES

The Company has adopted an internal code on dealings in securities to govern dealings in the Shares by the Directors and the key executives of the Group in line with the requirements of Rule 1204(19) of the Catalist Rules. The Directors, the Management and officers of the Group, who have access to price-sensitive, trade-sensitive, financial or confidential information are not allowed to deal in the Shares during the period commencing one month before the announcement of the Group's half year and full year results and ending on the date of announcement of such results, and when in possession of unpublished price-sensitive and/or trade-sensitive information. For good corporate governance, the Directors, the Management and officers of the Group do not deal in the Shares during the period commencing two weeks before the Company's voluntary quarterly business and financial update. In addition, the officers of the Company are advised not to deal in the Shares for short term considerations and are expected to observe the insider trading laws at all times even when dealing in securities within the permitted trading periods.

CODE OF CONDUCT AND PRACTICES

The Company's code of conduct and practices are detailed in the Group's Employee Handbook which is available to all staff and is presented to new employees during induction. The code entails policies such as prohibiting employees from disclosing confidential information or knowledge obtained by him/her during his/her employment with the Group, from accepting gifts from business associates and in circumstances where refusal was to be impracticable, relevant details are to be reported, etc. The Group recognises the importance of integrity and professionalism in the conduct of its business activities. Employees are expected to embrace, practise, and adopt these values while performing their duties and to always act in the best interests of the Group and avoid situations that may create conflicts of interest. All management staff are required to make an annual declaration on involvement in any conflict-of-interest situation and compliance with the code of conduct.

ANTI-CORRUPTION POLICY

The Group complies with all the laws and conducts businesses in an open, transparent manner, and prohibits employees from directly or indirectly offering, promising to pay, or authorising the payment of money or anything of value for the purpose of gaining perceived personal advantage for the Group.

CREDITORS' PAYMENT POLICY

The Group values its suppliers and is committed to safeguarding creditors' rights and acknowledges the importance of paying invoices, especially those of small businesses, in a timely manner. It is the Group's practice to agree terms with suppliers when entering into contracts. The Group negotiates with suppliers on an individual basis and meets its obligations accordingly.

INTERESTED PERSON TRANSACTIONS

To ensure compliance with Chapter 9 of the Catalist Rules, the Company has adopted an internal policy in respect of any transactions with interested persons and has set out procedures for review and approval if such transactions do occur. If the Company is intending to enter into any interested person transaction, the ARC and the Board will ensure that the transaction is carried out fairly and at arm's length. When potential conflict of interest arises, the director concerned neither takes part in discussions nor decision making.

The Company does not have a general mandate from Shareholders in respect of interested person transactions pursuant to Rule 920 of the Catalist Rules and there were no disclosable interested person transactions during FY2026.

There are no material contracts or loans entered into by the Group involving the interests of the CEO, any Director or controlling shareholder of the Company, either still subsisting at the end of FY2026 or if not subsisting, were entered into since 1 April 2025.

SPONSOR

No fees relating to non-sponsorship activities or services were paid to the Company's Sponsor, UOB Kay Hian Private Limited, during FY2026.

ADDITIONAL INFORMATION ON DIRECTORS' RE-ELECTION AND CONTINUAL APPOINTMENT

- pursuant to Catalist Rule 720(5) and Appendix 7F

Details	Takahashi Kenichi	Lee Soon Sin Jason
Date of Appointment	18 February 2008	1 August 2023
Date of last re-appointment (if applicable)	25 July 2024	25 July 2024
Age	70	64
Country of principal residence	Singapore	Singapore
The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations and the search and nomination process)	The Board of Directors of the Company, having considered among others, the recommendation of the Nominating Committee ("**NC**"), and the qualifications, work experience, competencies and overall contribution of Mr Takahashi Kenichi, is of the view that he is suitable for re-appointment as the Executive Chairman of the Company.	The Board of Directors of the Company, having considered among others, the recommendation of the NC, and the qualifications, work experience, competencies and overall contribution of Mr Lee Soon Sin Jason, is of the view that he is suitable for re-appointment as the Lead Independent Director, and a member of each of the NC and Remuneration Committee ("**RC**") and the Chairman of Audit and Risk Committee ("**ARC**") of the Company.
Whether appointment is executive, and if so, the area of responsibility	Executive Chairman and Chief Executive Officer. Mr Takahashi Kenichi oversees the Group's business operations, development and strategies.	Non-Executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Executive Chairman and Chief Executive Officer.	Lead Independent Director, and a member of each of the NC and RC and Chairman of the ARC.
Professional qualifications	• Founder of the Group in 1997; • 29 years of experience in the Food and Beverages industry; and • Graduated with a Certificate of Mechanical Engineering from Sophia University in Tokyo, Japan.	• Fellow Member, Association of Chartered Certified Accountants (ACCA); • Fellow Member, Institute of Singapore Chartered Accountants (ISCA); • Accredited Tax Advisor, Singapore Chartered Tax Professionals (SCTP) • ASEAN Chartered Professional Accountant, ASEAN Chartered Professional Accountants Coordinating Committee (ACPACC); and • Member, Singapore Institute of Directors.

Details	Takahashi Kenichi	Lee Soon Sin Jason
Working experience and occupation(s) during the past 10 years	Executive Chairman and Chief Executive Officer of the Group.	• Managing Director, CA.sg PAC (February 2014 to Present); and • Director, My Business Advisory Sdn. Bhd. (May 2014 to Present).
Shareholding interest in the listed issuer and its subsidiaries	Yes. Direct interest: 114,814,800 ordinary shares Deemed interest: 8,100,000 ordinary shares	None
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/ or substantial shareholder of the listed issuer or of any of its principal subsidiaries	None	None
Conflict of interest (including any competing business)	None	None
Undertaking (in the format set out in Appendix 7H) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes
Other Principal Commitments[1] Including Directorships [1] The term "Principal Commitments" includes all commitments which involve significant time commitment such as full-time occupation, consultancy work, committee work, non-listed company board representations and directorships and involvement in non-profit organisations. Where a director sits on the boards of non-active related corporations, those appointments should not normally be considered principal commitments.	Nil	Present: • Director, JFL Holdings Pte. Ltd.; • Managing Director, CA.sg PAC; • Director, My Business Advisory Sdn Bhd; and • Secretary, Chu Hock Engineering Pte Ltd Past 5 years: • Manager, OneSMP LLP; • Director, Catalyst Corporate Services Pte. Ltd.
The general statutory disclosures of the director are as follows:		
A. Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No

Details	Takahashi Kenichi	Lee Soon Sin Jason
B. Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	No
C. Whether there is any unsatisfied judgment against him?	No	No
D. Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No
E. Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No

Details	Takahashi Kenichi	Lee Soon Sin Jason
F. Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No
G. Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No
H. Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No
I. Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No

Details		Takahashi Kenichi	Lee Soon Sin Jason
J.	Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:		
	(i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	He is the executive director of Japan Foods Enterprises Pte Ltd ("**JFE**") when JFE was under investigation by MOM in 2022. JFE was subsequently found to have committed infringements under Section 25 (1) of the Employment of Foreign Manpower Act (Chapter 91A, 2009 Revised Edition) ("**EFMA**") and a financial penalty of S$75,000 was imposed on JFE on 22 May 2023. JFE had paid for the financial penalty accordingly.	No
	(ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No	No
	(iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No	No
	(iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No	No
K.	Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No	No

The directors are pleased to present their statement to the members together with the audited financial statements of Japan Foods Holding Ltd. (the "**Company**") and its subsidiary corporations (the "**Group**") for the financial year ended 31 March 2026 and the statement of financial position of the Company as at 31 March 2026.

In the opinion of the directors,

(a) the statement of financial position of the Company and the consolidated financial statements of the Group as set out on pages 109 to 164 are drawn up so as to give a true and fair view of the financial position of the Company and of the Group as at 31 March 2026 and the financial performance, changes in equity and cash flows of the Group for the financial year covered by the consolidated financial statements; and

(b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

DIRECTORS

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

Takahashi Kenichi
Wong Hin Sun, Eugene
Tan Cher Ting
Lee Soon Sin Jason
Lim Heng Chong Benny

ARRANGEMENTS TO ENABLE DIRECTORS TO ACQUIRE SHARES OR DEBENTURES

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose object was to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate, other than as disclosed under "Japan Foods Performance Share Plan" in this statement.

DIRECTORS' INTERESTS IN SHARES OR DEBENTURES

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

	Holdings registered in name of a director or nominee		Holdings in which director is deemed to have an interest	
	At 31 March 2026	At 1 April 2025	At 31 March 2026	At 1 April 2025
The Company				
(No. of ordinary shares)				
Takahashi Kenichi	114,814,800	114,814,800	8,100,000	8,100,000
Wong Hin Sun, Eugene	140,200	–	9,777,300	9,777,300

DIRECTORS' INTERESTS IN SHARES OR DEBENTURES (CONTINUED)

(b) Mr Takahashi Kenichi, who by virtue of his interest of not less than 20% of the issued capital of the Company, is deemed to have an interest in the whole of the share capital of the Company's wholly owned subsidiary corporations at the beginning and at the end of the financial year.

(c) The directors' interest in the ordinary shares of the Company as at 21 April 2026 were the same as those as at 31 March 2026.

SHARE OPTIONS

No options were granted during the financial year to subscribe for unissued shares of the Company or its subsidiary corporations.

No shares were issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company or its subsidiary corporations.

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

JAPAN FOODS PERFORMANCE SHARE PLAN ("JF PSP 2023")

The JF PSP 2023 is administered by the Remuneration Committee whose members are the following as at the date of this statement:

Tan Cher Ting	(Chairperson, Independent Director)
Wong Hin Sun, Eugene	(Member, Non-independent and Non-executive Director)
Lee Soon Sin Jason	(Member, Lead Independent Director)
Lim Heng Chong Benny	(Member, Independent Director)

Members of the Remuneration Committee were not and shall not be involved in the Remuneration Committee's deliberations in respect of the performance shares granted to themselves, if any.

The award of fully paid ordinary shares of the Company issued free of charge (the "**Awards**") to eligible participants under the JF PSP 2023 will incentivise participants to excel in their performance and encourage greater dedication and loyalty to the Group. The JF PSP 2023 allows the Company to recognise and reward past contributions and services and motivate the participants to continue to strive for the Group's long-term goals. The JF PSP 2023 will further strengthen and enhance the Group's competitiveness in attracting and retaining employees with suitable talents.

The Awards granted under the JF PSP 2023 may be time-based and/or performance-related, and such Awards entitle eligible participants to be allotted fully paid shares upon completion of certain time-based service condition and/or achieve their performance targets over set performance periods. The Awards given are determined at the discretion of the Remuneration Committee, who will take into account criteria such as participant's rank, job performance, years of service and potential for future development, contribution to the success of the Group and the extent of effort required to achieve the performance target within the performance period. The Remuneration Committee also has the discretion to set specific performance-based criteria such as profitability, growth, asset efficiency, return on capital employed, and other financial indicators, penetration into new markets, increasing market share and market ranking, management skills and succession planning. In addition to the achievement of any pre-determined performance targets or service conditions, the Awards may also be granted upon the Remuneration Committee's determination of post-event that any eligible participant has performed well and/or made significant contribution to the Group.

JAPAN FOODS PERFORMANCE SHARE PLAN ("JF PSP 2023") (CONTINUED)

Under the rules of the JF PSP 2023, any full time employee, executive and non-executive director of the Company and its subsidiary corporations (including Independent Directors but excluding the Controlling Shareholder and his Associates, as described in the Company's circular in relation to the JF PSP 2023 dated 27 July 2023) who has attained the age of 18 years on the date of grant of the Award and who has contributed or will contribute to the success of the Group shall be eligible to participate in the JF PSP 2023.

There shall be no restriction on the eligibility of any participant to participate in any other share plans or share incentive schemes implemented by any of the other companies within the Group if approved by the Remuneration Committee. The granting of Awards may be made by the Remuneration Committee at any time during the period when the JF PSP 2023 is in force.

All taxes (including income tax) arising from the grant and/or disposal under the JF PSP 2023 shall be borne by the participant.

The total number of new ordinary shares in the capital of the Company that may be issued or are issuable pursuant to the granting of the Awards, when added to aggregate number of shares that are issued or are issuable in respect of such other share-based incentive schemes of the Company (if any), shall not exceed 15% of the total number of issued ordinary shares (excluding treasury shares and subsidiary corporations) of the Company on the day immediately preceding the date on which the Award shall be granted.

No performance shares were awarded to key management personnel during the financial year ended 31 March 2026.

No performance shares were awarded to directors of the Company during the financial year ended 31 March 2026.

No performance shares were outstanding as at 31 March 2026.

No performance shares were awarded to Controlling Shareholders of the Company or their Associates.

AUDIT AND RISK COMMITTEE

The members of the Audit and Risk Committee at the end of the financial year were as follows:

Lee Soon Sin Jason	(Chairperson, Lead Independent Director)
Wong Hin Sun, Eugene	(Member, Non-independent and Non-executive Director)
Tan Cher Ting	(Member, Independent Director)
Lim Heng Chong Benny	(Member, Independent Director)

All members of the Audit and Risk Committee were independent non-executive directors except for Wong Hin Sun, Eugene.

The Audit and Risk Committee carried out its function in accordance with Section 201B(5) of the Singapore Companies Act 1967. It undertakes to perform *inter alia* the following:

(i) reviews the audit plan of the Company's independent auditor and any recommendation on internal accounting controls arising from the statutory audit;

(ii) reviews the internal audit plans, the scope and results of internal audit procedures with the independent internal auditor;

(iii) reviews the statement of financial position of the Company, the consolidated financial statements of the Group for the financial year ended 31 March 2026 and other announcements to shareholders and the Singapore Exchange Securities Trading Limited ("**SGX-ST**") before their submission to the Board of Directors, as well as the independent auditor's report on the statement of financial position of the Company and the consolidated financial statements of the Group;

AUDIT AND RISK COMMITTEE (CONTINUED)

The Audit and Risk Committee carried out its function in accordance with Section 201B(5) of the Singapore Companies Act 1967. It undertakes to perform *inter alia* the following: (continued)

(iv) conducts investigation into any matter within the Audit and Risk Committee's scope of responsibility and review any significant findings of investigations;

(v) assesses the independence and objectivity of the independent auditor;

(vi) recommends to the Board of Directors on the appointment or re-appointment of the independent auditor;

(vii) reviews the assistance given by the Company's management to the independent auditor; and

(viii) reviews transactions falling within the scope of Chapter 9 of the SGX-ST Catalist Rules.

The Audit and Risk Committee has conducted an annual review of the non-audit services provided by the independent auditor. During the financial year ended 31 March 2026, the fees charged by the independent auditor for the provision of non-audit services amounted to $27,310 (2025: $27,310). The Audit and Risk Committee is of the opinion that such fees charged by the independent auditor for non-audit services would not prejudice the independence of the independent auditor. Accordingly, the Audit and Risk Committee has recommended to the Board that the independent auditor, CLA Global TS Public Accounting Corporation, be nominated for reappointment at the forthcoming Annual General Meeting of the Company.

INDEPENDENT AUDITOR

The independent auditor, CLA Global TS Public Accounting Corporation, has expressed its willingness to accept reappointment.

On behalf of the directors

Takahashi Kenichi
Director

Wong Hin Sun, Eugene
Director

30 June 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Japan Foods Holding Ltd.

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of Japan Foods Holding Ltd. (the "**Company**") and its subsidiary corporations (the "**Group**"), which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 31 March 2026, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows of the Group for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements of the Group and the statement of financial position of the Company are properly drawn up in accordance with the provisions of the Companies Act 1967 (the "**Act**") and Singapore Financial Reporting Standards (International) ("**SFRS(I)s**") so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 March 2026 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("**SSAs**"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority ("**ACRA**") Code of *Professional Conduct and Ethics for Public Accountants and Accounting Entities* ("**ACRA Code**"), as applicable to audits of financial statements of public interest entities, together with the ethical requirements that are relevant to audits of the financial statements of public listed interest entities in Singapore. We have also fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code.

Key Audit Matters

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

Key Audit Matters (continued)

Key Audit Matter	How our audit addressed the Key Audit Matter
Impairment of plant and equipment and right-of-use assets *Refer to Note 2.8, Note 7, Note 21 and Note 22(a) to the financial statements* As at 31 March 2026, the Group's plant and equipment and right-of-use assets amounted to $9.1 million (2025: $14.3 million) and $23.8 million (2025: $32.1 million), which accounted for 17% (2025: 19%) and 45% (2025: 43%) of the Group's total assets respectively. In accordance with SFRS(I) 1-36 – "Impairment of Assets", an annual impairment assessment is performed on assets when there is an indication of impairment. For the financial year ended 31 March 2026, certain restaurant outlets incurred losses, which indicates that certain plant and equipment and right-of-use assets of the Group may be impaired. Management performed impairment tests on the plant and equipment and right-of-use assets of these outlets and determined the recoverable amounts based on the value-in-use calculation. In carrying out the impairment assessment, management has identified the cash generating units ("**CGUs**") to be the respective restaurant outlets to which the plant and equipment and right-of-use assets belong to. Accordingly, the recoverable amounts of the CGUs are determined through the estimation of the expected discounted future cash flows which involves making key assumptions about the sales growth rate, gross profit margin and discount rate. Due to significant management judgements and estimates involved in the impairment assessment, we have identified this area as a key audit matter.	In obtaining sufficient appropriate audit evidence, the following procedures were performed: ● Assessed management's determination of whether there is an indication of impairment of the plant and equipment and right-of-use assets of each restaurant outlet. ● For each restaurant outlet with impairment indicator, reviewed and evaluated the key assumptions used in management's impairment assessment by: - Assessing the sales growth rate and gross profit margin in comparison to historical performance and economy outlook; - Evaluating the reasonableness of the discount rate applied; and - Performing sensitivity analysis to evaluate the impact of changes to the key assumptions on the recoverable amounts, determining the headroom before they would fall below the carrying amounts of the plant and equipment and right-of-use assets. ● Assessed the adequacy of the disclosures in the financial statements regarding the impairment assessment.

Other Information

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

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

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

Responsibilities of Management and Directors for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and 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 financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements (continued)

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

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

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

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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

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

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

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

The engagement director on the audit resulting in this independent auditor's report is Lim Ju May.

CLA Global TS Public Accounting Corporation
Public Accountants and Chartered Accountants

Singapore
30 June 2026

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the Financial Year Ended 31 March 2026

	Note	The Group 2026 $'000	The Group 2025 $'000
Revenue	4	69,589	83,587
Cost of sales		(11,795)	(12,932)
Gross profit		57,794	70,655
Other income			
- Bank interest		25	72
- Others	5	999	3,216
Other gains/(losses) - net	6	129	(47)
Expenses			
- Selling and distribution		(58,451)	(70,911)
- Administrative		(3,388)	(3,891)
- Others		(3,085)	(5,864)
Interest expense			
- Bank borrowings		(15)	(11)
- Lease liabilities	22(b)	(1,374)	(1,687)
Share of profit from associated companies	16	264	506
Loss before income tax		(7,102)	(7,962)
Income tax credit	9(a)	430	88
Total comprehensive loss, representing net loss		(6,672)	(7,874)
Net loss attributable to:			
Equity holders of the Company		(6,672)	(7,874)
Total comprehensive loss attributable to:			
Equity holders of the Company		(6,672)	(7,874)
Net loss per share for loss attributable to equity holders of the Company (cents per share)			
- Basic and diluted loss per share	10	(3.84)	(4.53)

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

STATEMENTS OF FINANCIAL POSITION

As at 31 March 2026

	Note	The Group		The Company	
		2026 $'000	2025 $'000	2026 $'000	2025 $'000
ASSETS					
Current assets					
Cash and bank balances	11	7,018	7,868	979	1,043
Trade and other receivables	12	774	1,214	3,424	2,604
Inventories	13	606	729	–	–
Current income tax recoverable	9(b)	10	10	–	–
Other current assets	14	2,441	4,051	37	176
		10,849	13,872	4,440	3,823
Non-current assets					
Investments in subsidiary corporations	15	–	–	6,042	6,042
Investments in associated companies	16	2,429	2,296	89	365
Investment in a joint venture	17	–	–	–	100
Loan to an associated company	18	248	248	248	248
Loan to a joint venture	19	–	224	–	224
Other investments at amortised cost	20	–	–	–	–
Plant and equipment	21	9,097	14,282	108	37
Right-of-use assets	22(a)	23,755	32,080	179	414
Intangible assets	23	31	311	–	–
Long-term security deposits	24	2,178	3,044	58	58
Deferred income tax assets	28	4,667	8,124	32	37
		42,405	60,609	6,756	7,525
Total assets		53,254	74,481	11,196	11,348
LIABILITIES					
Current liabilities					
Trade and other payables	25	6,769	8,443	314	345
Bank borrowing	26	500	–	–	–
Provisions	27	624	1,337	–	–
Lease liabilities	22(f)	14,133	21,132	160	211
		22,026	30,912	474	556
Non-current liabilities					
Lease liabilities	22(f)	10,784	13,882	32	211
Provisions	27	1,182	–	–	–
Deferred income tax liabilities	28	4,430	8,183	48	36
		16,396	22,065	80	247
Total liabilities		38,422	52,977	554	803
NET ASSETS		14,832	21,504	10,642	10,545
EQUITY					
Share capital	29(a)	9,522	9,522	9,522	9,522
Treasury shares	29(b)	(252)	(252)	(252)	(252)
Capital reserves	29(c)	35	35	35	35
Retained profits	30	5,527	12,199	1,337	1,240
TOTAL EQUITY		14,832	21,504	10,642	10,545

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the Financial Year Ended 31 March 2026

	Note	Share capital $'000	Treasury shares $'000	Capital reserves $'000	Retained profits $'000	Total equity $'000
The Group						
2026						
Beginning of financial year		9,522	(252)	35	12,199	21,504
Total comprehensive loss for the financial year		–	–	–	(6,672)	(6,672)
End of financial year		9,522	(252)	35	5,527	14,832
2025						
Beginning of financial year		9,522	(219)	35	20,420	29,758
Dividends relating to 2024 paid	31	–	–	–	(347)	(347)
Purchase of treasury shares	29(b)	–	(33)	–	–	(33)
Total comprehensive loss for the financial year		–	–	–	(7,874)	(7,874)
End of financial year		9,522	(252)	35	12,199	21,504

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

CONSOLIDATED STATEMENT OF CASH FLOWS

For the Financial Year Ended 31 March 2026

	Note	The Group 2026 $'000	The Group 2025 $'000
Cash flows from operating activities			
Net loss		(6,672)	(7,874)
Adjustments for:			
- Allowance for impairment of plant and equipment	7	284	1,465
- Allowance for impairment of right-of-use assets	7	105	1,400
- Allowance for impairment of intangible assets	7	215	53
- (Reversal of loss allowance)/loss allowance for loan to a joint venture	7	(49)	680
- Amortisation of government grants	5	(28)	(28)
- Amortisation of intangible assets	7	65	80
- Amortisation of other investments at amortised cost	7	–	3
- Depreciation of plant and equipment	7	5,280	5,330
- Depreciation of right-of-use assets	7	22,041	25,713
- Income tax credit	9(a)	(430)	(88)
- Interest on lease liabilities	22(b)	1,374	1,687
- Interest on bank loan		15	11
- Interest income from bank deposits		(25)	(72)
- Loss on disposal of investment in associated company	6	93	–
- Loss on disposal of financial assets at amortised cost	6	–	35
- Gain on early termination of leases	6	(625)	–
- Plant and equipment written off	7	1,721	1,268
- Rental rebates	5	(31)	(66)
- Reversal of provision	5	–	(20)
- Share of profit of associated companies	16	(264)	(506)
		23,069	29,071
Change in working capital:			
- Inventories		123	(4)
- Trade and other receivables		440	702
- Other current assets		1,610	(256)
- Long-term security deposits		866	480
- Trade and other payables		(1,646)	(843)
- Provisions		(259)	–
Cash generated from operations		24,203	29,150
Income tax credit/(paid)	9(b)	134	(241)
Interest received		25	59
Net cash provided by operating activities		24,362	28,968

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

CONSOLIDATED STATEMENT OF CASH FLOWS

For the Financial Year Ended 31 March 2026

	Note	The Group 2026 $'000	The Group 2025 $'000
Cash flows from investing activities			
Additions to plant and equipment	21	(2,100)	(6,142)
Additions to intangible assets	23	–	(257)
Dividends received from associated companies	16	–	669
Repayment of loan by a joint venture	19	273	450
Proceeds from disposal of investment in an associated company		38	–
Disposal of financial assets at amortised cost	20	–	493
Net cash used in investing activities		(1,789)	(4,787)
Cash flows from financing activities			
Proceeds from bank borrowing		500	500
Principal repayment of lease liabilities		(22,534)	(25,708)
Principal repayment of bank borrowing		–	(500)
Interest paid in relation to lease liabilities	22(b)	(1,374)	(1,687)
Interest paid in relation to bank borrowing		(15)	(11)
Purchase of treasury shares	29(b)	–	(33)
Decrease in short-term bank deposits pledged		227	1,354
Dividends paid to equity holders of the Company	31	–	(347)
Net cash used in financing activities		(23,196)	(26,432)
Net decrease in cash and cash equivalents		(623)	(2,251)
Cash and cash equivalents			
Beginning of financial year		5,617	7,868
End of financial year	11	4,994	5,617

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

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

1 GENERAL INFORMATION

Japan Foods Holding Ltd. (the "Company") is listed on the Catalist, the sponsor-supervised listing platform of Singapore Exchange Securities Trading Limited ("SGX-ST") and incorporated and domiciled in Singapore. The address of its registered office is 420 North Bridge Road, #02-01, North Bridge Centre, Singapore 188727.

The principal activity of the Company is investment holding. The principal activities of its subsidiary corporations are disclosed in Note 15 to the financial statements.

2 MATERIAL ACCOUNTING POLICY INFORMATION

2.1 Basis of preparation

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

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

Interpretations and amendments to published standards effective in 2025

On 1 April 2025, the Group has adopted the new or amended SFRS(I) and Interpretations of SFRS(I) ("INT SFRS(I)") that are mandatory for application for the financial year. 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 substantial changes to the Group's accounting policies and had no material effect on the amounts reported for the current or prior financial years.

2.2 Revenue recognition

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

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

(a) Restaurant sales

Sales from restaurant outlets are recognised upon the satisfaction of each performance obligation which is represented by the service to serve and delivery of food and beverages to customers. Each delivery order comprises of a single performance obligation which is satisfied at a point in time.

Restaurant outlet sales represent the invoiced value of food and beverages, net of discounts and goods and services tax.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.2 Revenue recognition (continued)

(b) Membership program

The Group offers customers a membership program, which is primarily a spend-based loyalty program where membership points are earned from qualified purchases and these points are used to offset on future purchases. Customers membership points earned through qualified purchases are considered as a separate performance obligation arising from transactions with customers.

The Group estimates the value of the future redemption obligation based on the estimated value of the products for which the membership points are expected to be redeemed based on historical redemption patterns, including an estimate of the breakage for points that will not be redeemed.

(c) Royalty income

Royalty income is satisfied over time as the customer simultaneously receives and consumes the benefits over the duration of the royalty agreement.

Royalty income is recognised on an accrual basis in accordance with the substance of the relevant agreements.

2.3 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.

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

2.4 Group accounting

(a) Subsidiary corporations

(i) Consolidation

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

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

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.4 Group accounting (continued)

(a) Subsidiary corporations (continued)

(ii) Acquisitions

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

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

(iii) Disposals

When a change in the Group's ownership interest in a subsidiary corporation results in a loss of control over the subsidiary corporation, the assets and liabilities of the subsidiary corporation 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) Associated companies and joint venture

Associated companies are entities over which the Group has significant influence, but not control, generally accompanied by a shareholding giving rise to voting rights of 20% and above.

Joint venture is an entity over which the Group has joint control as a result of contractual arrangements, and rights to the net assets of the entities.

Investments in associated companies and joint venture are accounted for in the consolidated financial statements using the equity method of accounting less impairment losses, if any.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.4 Group accounting (continued)

(b) Associated companies and joint venture (continued)

(i) Acquisition

Investments in associated companies and joint venture are initially recognised at cost. The cost of an acquisition is measured at the fair value of the assets given, equity instruments issued or liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition. Goodwill on associated companies and joint venture represents the excess of the cost of acquisition of the associated companies or joint venture over the Group's share of the fair value of the identifiable net assets of the associated companies or joint venture and is included in the carrying amount of the investments.

(ii) Equity method of accounting

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise Group's share of post-acquisition profits or losses of the investee in profit or loss and its share of movements of the investee's other comprehensive income in other comprehensive income. Dividends received or receivable from the associated companies or joint venture are recognised as a reduction of the carrying amount of the investments. When the Group's share of losses in the associated companies or joint venture equals to or exceeds its interest in the associated companies or joint venture, the Group does not recognise further losses, unless it has legal or constructive obligations to make, or has made, payments on behalf of the associated companies or joint venture. If the associated companies or joint venture subsequently reports profits, the Group resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised. Interest in the associated companies or joint venture includes any long-term loans for which settlement is never planned nor likely to occur in the foreseeable future.

Unrealised gains on transactions between the Group and its associated companies or joint venture are eliminated to the extent of the Group's interest in the associated companies or joint venture. Unrealised losses are also eliminated unless the transactions provide evidence of impairment of the assets transferred. The accounting policies of associated companies or joint venture are changed where necessary to ensure consistency with the accounting policies adopted by the Group.

(iii) Disposals

Investments in associated companies or joint venture are derecognised when the Group loses significant influence or joint control. If the retained equity interest in the former associated companies or joint venture is a financial asset, the retained equity interest is measured at fair value. The difference between the carrying amount of the retained interest at the date when significant influence is lost, and its fair value and any proceeds on partial disposal, is recognised in profit or loss.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.5 Plant and equipment

(a) Depreciation

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

	Useful lives
Furniture and fittings	5 years
Kitchen equipment	5 years
Renovation	3 - 5 years
Motor vehicles	5 years
Computer and office equipment	3 - 5 years

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

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

(b) Subsequent expenditure

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

2.6 Intangible assets

Trademarks and franchise rights

Trademarks and franchise rights acquired are initially recognised at cost and are subsequently carried at cost less accumulated amortisation and accumulated impairment losses. Intangible assets with finite useful life are amortised to profit or loss using the straight-line method over 6 years. Intangible assets with indefinite useful life are reviewed annually to determine whether the useful life assessments continue to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

2.7 Borrowing costs

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

2.8 Impairment of non-financial assets

Intangible assets
Plant and equipment
Right-of-use assets
Investments in subsidiary corporations, associated companies and joint venture

Intangible assets, plant and equipment, right-of-use assets and investments in subsidiary corporations, associated companies and joint venture are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.8 Impairment of non-financial assets (continued)

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 cash-generating units ("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 is recognised in profit or loss. However, to the extent that an impairment loss on the same revalued asset was previously recognised as an expense, a reversal of that impairment is also recognised in profit or loss.

2.9 Financial assets

(a) Classification and measurement

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.

At initial recognition

At initial recognition, the Group measures a financial asset at its fair value plus, transaction costs that are directly attributable to the acquisition of the financial asset.

At subsequent measurement

Debt instruments mainly comprise cash and cash equivalents, trade and other receivables and loan to an associated company and a joint venture.

Subsequent measurement depends on the Group's business model for managing the asset and the contractual cash flow characteristics of the asset.

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

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.9 Financial assets (continued)

(b) Impairment

The Group assesses on a forward-looking basis the expected credit losses associated with its debt financial assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 34 details how the Group determines whether there has been a significant increase in credit risk.

For trade and other receivables, the Group applies the simplified approach permitted by SFRS(I) 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Group has applied the general approach for other financial assets carried at amortised cost and loan to an associated company and joint venture.

2.10 Financial guarantees

The Company has issued financial guarantees to banks for bank borrowings of its subsidiary corporations. These guarantees are financial guarantees as they require the Company to reimburse the banks if the subsidiary corporations fail to make principal or interest payments when due in accordance with the terms of their borrowings. Intra-group transactions are eliminated on consolidation.

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

(a) amount initially recognised less the cumulative amount of income recognised in accordance with the principles of SFRS(I) 15; and

(b) the amount of expected loss allowance computed using the impairment methodology under Note 2.9.

2.11 Borrowings

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

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

2.12 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.

Trade payables settle via electronic cash transfer are derecognised when the Group has no ability to withdraw, stop or cancel the payment, has lost the practical ability to access the cash as a result of the electronic payment instruction, and the risk of settlement not occurring is insignificant.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.13 Leases

When the Group is the lessee:

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

(a) Right-of-use assets

The Group recognises a right-of-use asset and lease liability at the date which the underlying asset is available for use. Right-of-use assets are measured at cost which comprises the initial measurement of lease liabilities adjusted for any lease payments made at or before the commencement date and lease incentives received. Any initial direct costs that would not have been incurred if the lease had not been obtained are added to the carrying amount of the right-of-use assets.

These right-of-use assets are 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 as a separate line in the statements of financial position.

(b) Lease liabilities

The initial measurement of a lease liability is measured at the present value of the lease payments discounted using the interest rate implicit 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 consist of fixed payments (including in-substance fixed payments), less any lease incentives receivables.

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 change in the Group's assessment of whether it will exercise an extension option; or
- There is a 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.

(c) Short term and low value leases

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.

(d) Variable lease payments

Variable lease payments that are not based on an index or a rate are not included as part of the measurement and initial recognition of the lease liability. The Group shall recognise those lease payments in profit or loss in the periods that triggered those lease payments. Details of the variable lease payments are disclosed in Note 22 to the financial statements.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.14 Inventories

Inventories comprising food ingredients and sundry consumables are carried at the lower of cost and net realisable value. Cost is determined using the first-in, first-out method and includes all costs of purchase in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less the applicable variable selling expenses.

2.15 Income taxes

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

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 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 liability is recognised on temporary differences arising on investments in subsidiary corporations, associated companies and joint venture, except where the Group is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

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

Deferred income tax is measured:

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

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

Current and deferred income taxes are recognised as income or expense in profit or loss.

2.16 Provisions

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

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.17 Employee compensation

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

(a) Short-term compensated absences

Employee entitlements to annual leave are recognised when they accrue to employees. An accrual is made for the estimated liability for unutilised annual leave as a result of services rendered by employees up to the reporting date.

(b) Profit sharing and bonus plan

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

(c) Performance share

Benefits to employees including the directors are provided in the form of share-based payment transactions, whereby certain prescribed performance targets are met and/or upon expiry of prescribe vesting periods.

The fair value of the employee services rendered is determined by reference to the fair value of the share awarded or granted. The amount is determined by reference to the fair value of the performance shares on the grant date.

The fair value is recognised in profit or loss over the remaining vesting period of the performance shares scheme, with the corresponding increase in equity. The value of charge is adjusted in profit or loss over the remaining vesting period to reflect expected and actual levels of shares vesting, with the adjustment made in equity. Cancellations of grants of equity instruments during the vesting period (other than a grant cancelled by forfeiture when the vesting conditions are not satisfied) are accounted as an acceleration of vesting, therefore any amount unrecognised that would otherwise have been charged is recognised immediately in profit or loss.

2.18 Currency translation

(a) Functional and presentation currency

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

(b) Transactions and balances

Transactions in a currency other than the functional currency ("foreign currency") are translated into the functional currency using the exchange rates at the dates of the transactions. Currency exchange differences resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the reporting date are recognised in profit or loss. Monetary items include primarily financial assets (other than equity investments) and financial liabilities. However, in the consolidated 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.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.18 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 currency translation reserve. These currency translation differences are reclassified to profit or loss on disposal or partial disposal with loss of control of the foreign operation.

2.19 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief executive officer who is responsible for allocating resources and assessing performance of the operating segments.

2.20 Cash and cash equivalents

For the purpose of presentation in the 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.

2.21 Dividends to the Company's shareholders

Dividends to the Company's shareholders are recognised when the dividends are approved for payment.

3 CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS

Estimates, assumptions and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Impairment of plant and equipment and right-of-use assets

Plant and equipment and right-of-use assets are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired. The recoverable amounts of these assets and where applicable, cash-generating units ("CGU") are determined based on value-in-use calculations. These calculations require the use of judgements and estimates.

As at 31 March 2026, the Group has recognised impairment losses of $284,000 (2025: $1,465,000) and $105,000 (2025: $1,400,000) for plant and equipment and right-of-use assets respectively. If the estimated net profit used in the value-in-use calculation for the relevant assets had been 10% lower than management's estimates as at 31 March 2026, the Group would have recognised further impairment losses on plant and equipment and right-of-use assets of $39,000 (2025: $177,000) and $51,000 (2025: $354,000) respectively. Further details are provided in Note 21 and 22 to the financial statements.

The carrying amounts of plant and equipment and right-of-use assets are disclosed in Note 21 and 22 to the financial statements.

4 REVENUE

	The Group	
	2026	2025
	$'000	$'000
Restaurant sales	69,428	83,432
Sales of food ingredients	161	155
	69,589	83,587

The Group derives revenue from the transfer of goods and services at a point in time.

5 OTHER INCOME - OTHERS

	The Group	
	2026	2025
	$'000	$'000
Amortisation of government grants [a] (Note 25)	28	28
Government grants		
- Jobs Growth Incentive [b]	–	125
- Enabling Employment Credit [c]	30	49
- Progressive Wage Credit Scheme [d]	351	2,229
- CPF transition offset [e]	6	8
- Uplifting Employment Credit [f]	13	3
- Senior Employment Credit (g)	58	72
- Skills Future Enterprise Credit Scheme [h]	3	2
- Others	9	–
	470	2,488
Royalty income	344	351
Rental rebates	31	66
Insurance claims	86	115
Sales of waste oil	24	28
Reversal of provision (Note 27)	–	20
Others	16	120
	999	3,216

(a) Amortisation of government grants comprised of government grants received for the acquisition of certain automated equipment for the central kitchen of the Group's subsidiary corporation, Bachmann Japanese Restaurant Pte. Ltd. The grants received are subsequently charged to profit or loss over the useful life of the related assets.

(b) The Jobs Growth Incentive ("JGI") is to support employers to expand local hiring from September 2020 to September 2022 (inclusive). The duration of JGI support will depend on when the local staff was hired and the characteristics of the local hire.

(c) The Enabling Employment Credit ("EEC") is a new wage offset scheme to support the employment of Singaporeans with disabilities aged 13 and above. The EEC will be paid to employers for hired employees with earnings below $4,000/month.

(d) The Progressive Wage Credit Scheme ("PWCS") was introduced in Budget 2022 to provide transitional wage support for employers to adjust upcoming mandatory wage increase for lower-wage workers and voluntarily raise wages of lower-wage workers.

(e) Due to the rise in business costs and the increase in CPF contribution rates for senior workers, the Government will provide employers with a transitionary wage offset equivalent to 50% of each year's increase in employer CPF contribution rates for every Singaporean and Permanent Resident worker employed at the age above 55 to 70.

(f) The Uplifting Employment Credit ("UEC") is to support employment of ex-offenders. UEC will be given to employers who hire local ex-offenders earning below $4,000 and released within three years prior to employment.

(g) The Senior Employment Credit ("SEC") provides wage offsets to help employers that employ Singaporean workers adjust to the higher retirement age and re-employment age.

(h) The Skills Future Enterprises Credit Scheme ("SFEC") was introduced in Budget 2024 to provide eligible employers with a one-time $10,000 credit. The SFEC covers up to 90% of out-of-pocket expenses on qualifying costs for supportable initiatives, over and above the support levels of existing schemes.

6 OTHER GAINS/(LOSSES) - NET

	The Group	
	2026 $'000	2025 $'000
Currency exchange losses - net	(17)	(12)
Early termination expenses	(386)	–
Gain on early termination of leases	625	–
Loss on disposal of investment in associated companies	(93)	–
Loss on disposal of financial assets at amortised cost (Note 20)	–	(35)
	129	(47)

7 EXPENSES BY NATURE

	The Group	
	2026 $'000	2025 $'000
Purchases of inventories	11,672	12,936
Allowance for impairment of plant and equipment (Note 21)	284	1,465
Allowance for impairment of right-of-use assets (Note 22(a))	105	1,400
Allowance for impairment of intangible assets (Note 23)	215	53
(Reversal of loss allowance)/loss allowance for loan to a joint venture (Note 19)	(49)	680
Amortisation of intangible assets (Note 23)	65	80
Amortisation of other investments at amortised cost (Note 20)	–	3
Consumables	798	1,178
Credit card, NETS and payment gateway commission	1,240	1,568
Depreciation of plant and equipment (Note 21)	5,280	5,330
Depreciation of right-of-use assets (Note 22(a))	22,041	25,713
Directors' fees	164	162
Employee compensation (Note 8)	22,559	28,704
Auditors' remuneration paid/payable to:		
- Auditor of the Company	128	113
Other fees paid/payable to:		
- Auditor of the Company	25	26
Plant and equipment written off (Note 21)	1,721	1,268
Rental expense (Note 22(c))	1,382	1,428
Repair and maintenance	1,404	1,600
Royalty fees	738	905
Utilities	3,502	4,808
Changes in inventories	123	(4)
Other expenses	3,322	4,182
Total cost of sales, selling and distribution, administrative and other expenses	76,719	93,598

8 EMPLOYEE COMPENSATION

	The Group	
	2026	2025
	$'000	$'000
Wages and salaries	19,644	25,172
Employer's contribution to Central Provident Fund	1,470	1,918
Other short-term benefits	1,445	1,614
	22,559	28,704

9 INCOME TAXES

(a) Income tax credit

	The Group	
	2026	2025
	$'000	$'000
Tax credit attributable to loss is made up of:		
Loss for the financial year:		
- Deferred income tax (Note 28)	(98)	–
	(98)	–
Over-provision in prior financial years:		
- Current income tax	(134)	(73)
- Deferred income tax (Note 28)	(198)	(15)
	(430)	(88)

9 INCOME TAXES (CONTINUED)

(a) Income tax credit (continued)

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

	The Group	
	2026	2025
	$'000	$'000
Loss before income tax	(7,102)	(7,962)
Share of profit of associated companies, net of tax	(264)	(506)
Loss before tax and share of profit of associated companies	(7,366)	(8,468)
Tax calculated using tax rate of 17% (2025: 17%)	(1,252)	(1,440)
Effects of:		
- Expenses not deductible for tax purposes	598	1,697
- Income not subject to tax	(6)	(5)
- Utilisation of capital allowance	–	(513)
- Deferred tax assets not recognised	563	261
- Over-provision in prior financial years	(134)	(73)
- Deferred tax charge relating to the origination and reversal of temporary differences	(199)	(15)
	(430)	(88)

Deferred income tax assets are recognised for tax losses carried forward to the extent that realisation of the related tax benefits through future taxable profits is probable. The Group has unrecognised tax losses of approximately $4,844,000 (2025: $1,535,000) at the reporting date which can be carried forward and used to offset against future taxable income subject to meeting certain statutory requirements. The tax losses have no expiry date.

(b) Movement in current income tax recoverable

	The Group		The Company	
	2026	2025	2026	2025
	$'000	$'000	$'000	$'000
Beginning of financial year	(10)	304	–	1
Income tax credit/(paid)	134	(241)	–	(1)
Over-provision in prior financial years	(134)	(73)	–	–
End of financial year	(10)	(10)	–	–

10 LOSS PER SHARE

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

	The Group	
	2026	2025
Net loss attributable to equity holders of the Company ($'000)	(6,672)	(7,874)
Weighted average number of ordinary shares outstanding for basic and diluted loss per share ('000)	173,686	173,687
Basic and diluted loss per share (cents per share)	(3.84)	(4.53)

There are no dilutive potential ordinary shares during the financial years ended 31 March 2026 and 2025 respectively.

11 CASH AND BANK BALANCES

	The Group		The Company	
	2026 $'000	2025 $'000	2026 $'000	2025 $'000
Cash at bank and on hand	4,990	5,566	500	565
Short-term bank deposits	2,028	2,302	479	478
	7,018	7,868	979	1,043

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

	The Group	
	2026 $'000	2025 $'000
Cash and bank balances (as above)	7,018	7,868
Less: Short-term bank deposits pledged	(2,024)	(2,251)
Cash and cash equivalents per consolidated statement of cash flows	4,994	5,617

Short-term bank deposits are pledged as security for performance guarantees.

12 TRADE AND OTHER RECEIVABLES

	The Group		The Company	
	2026	2025	2026	2025
	$'000	$'000	$'000	$'000
Trade receivables				
- Associated companies	127	113	–	–
- Non-related parties	562	1,086	–	–
Non-trade receivables				
- Subsidiary corporations	–	–	3,412	2,604
- Non-related parties	85	15	12	–
	85	15	3,424	2,604
	774	1,214	3,424	2,604

The non-trade receivables from subsidiary corporations are unsecured, interest-free and are repayable on demand.

13 INVENTORIES

	The Group		The Company	
	2026	2025	2026	2025
	$'000	$'000	$'000	$'000
Food ingredients	606	729	–	–

The cost of food ingredients recognised as an expense and included in "Cost of sales" amounted to $11,795,000 (2025: $12,932,000).

14 OTHER CURRENT ASSETS

	The Group		The Company	
	2026	2025	2026	2025
	$'000	$'000	$'000	$'000
Short-term security deposits	2,022	3,054	1	5
Prepayments	419	997	36	171
	2,441	4,051	37	176

15 INVESTMENTS IN SUBSIDIARY CORPORATIONS

	The Company	
	2026	2025
	$'000	$'000
Equity investments at cost		
Beginning and end of financial year	6,042	6,042

The Group has the following subsidiary corporations as at 31 March 2026 and 2025:

Name of Subsidiary Corporations	Principal activities	Country of business and incorporation	Proportion of ordinary shares directly held by parent and the Group	
			2026	2025
			%	%
Bachmann Enterprises Pte Ltd [a]	Trading and management of franchisees and sub-franchisees	Singapore	100	100
Bachmann Japanese Restaurant Pte Ltd [a]	Operating restaurants	Singapore	100	100
Japan Foods Enterprises Pte. Ltd. [a]	Operating restaurants	Singapore	100	100
Japan Foods Bridge Pte. Ltd. [a]	Operating restaurants	Singapore	100	100

(a) Audited by CLA Global TS Public Accounting Corporation.

16 INVESTMENTS IN ASSOCIATED COMPANIES

	The Group		The Company	
	2026	2025	2026	2025
	$'000	$'000	$'000	$'000
Interests in associated companies				
Beginning of financial year	2,296	2,459	365	365
Disposal [1]	(131)	–	(276)	–
Share of profit	264	506	–	–
Dividends received	–	(669)	–	–
End of financial year	2,429	2,296	89	365

(1) On 19 September 2025, the Company entered into a sale and purchase agreement with PT Arena Multiboga (the "Purchaser"), a wholly-owned subsidiary corporation of PT Arena Gourmet, pursuant to which the Company disposed of its entire 30% equity interest in its associated company, PT Menya Musashi Indonesia ("MMI"), to the Purchaser for a cash consideration of IDR 502,514,978 (equivalent to approximately S$38,000) (the "Disposal").

Prior to the Disposal, the Purchaser's holding company, PT Arena Gourmet, held the remaining 70% equity interest in MMI. Following completion of the Disposal, the Company ceased to have any equity interest in MMI, and MMI ceased to be an associated company of the Group.

16 INVESTMENTS IN ASSOCIATED COMPANIES (CONTINUED)

The associated companies listed below have share capital consisting solely of ordinary shares which are held directly by the Group.

Details of the associated companies are as follows:

Name of entity	Place of business/ country of incorporation	% of ownership interest	
		2026	2025
ACJF Holding Limited [(a)]	Hong Kong/British Virgin Islands	25	25
First Harmony Holdings Limited [(a)]	Hong Kong/British Virgin Islands	30	30
Golden Bird Group Limited [(c)]	Hong Kong/British Virgin Islands	30	30
Highly Yield Limited [(a)]	Hong Kong/British Virgin Islands	20	20
Wakayama International Ltd [(a)]	Hong Kong/British Virgin Islands	30	30
PT Menya Musashi Indonesia [(b)]	Indonesia	–	30

(a) The financial year end of the associated companies are 31 December and its independent auditor is Joseph Kwan & Company, Hong Kong.

(b) The financial year end of the associated company is 31 December and its independent auditor is Crowe Horwath, Indonesia.

(c) Not required to be audited under the laws of the country of incorporation.

There are no contingent liabilities relating to the Group's interest in the associated companies.

The Group has 2 (2025: 2) associated companies that are material and 3 (2025: 4) associated companies that are individually immaterial to the Group.

Summarised financial information for material associated companies:

Summarised statement of financial position

	ACJF Holding Limited		Wakayama International Ltd	
	2026 $'000	2025 $'000	2026 $'000	2025 $'000
Current assets	7,254	7,468	3,981	3,765
Current liabilities	(2,042)	(2,311)	(1,169)	(897)
Non-current assets	9	12	590	452
Non-current liabilities	(167)	(174)	–	–

Summarised statement of comprehensive income

	ACJF Holding Limited		Wakayama International Ltd	
	2026 $'000	2025 $'000	2026 $'000	2025 $'000
Revenue	2,401	2,560	9,576	9,741
Total comprehensive income	352	461	560	1,302
Dividends received from associated companies	–	444	–	225

16 INVESTMENTS IN ASSOCIATED COMPANIES (CONTINUED)

The following table summarises, in aggregate, the Group's share of profit and other comprehensive income of the Group's individually immaterial associated companies accounted for using the equity method:

	As at 31 March	
	2026	2025
	$'000	$'000
Total comprehensive loss	(203)	(311)

Reconciliation of the summarised financial information presented, to the carrying amount of the Group's interest in associated companies, is as follows:

	ACJF Holding Limited		Wakayama International Ltd		Total	
	2026	2025	2026	2025	2026	2025
	$'000	$'000	$'000	$'000	$'000	$'000
Net assets	5,054	4,995	3,402	3,320	8,456	8,315
Group's equity interest	25%	25%	30%	30%	–	–
Group's share of net assets	1,264	1,249	1,021	996	2,285	2,245
Carrying value	1,264	1,249	1,021	996	2,285	2,245
Add: Carrying value of individually immaterial associated companies, in aggregate					144	51
Carrying value of Group's interest in associated companies					2,429	2,296

17 INVESTMENT IN A JOINT VENTURE

	The Group		The Company	
	2026	2025	2026	2025
	$'000	$'000	$'000	$'000
Equity investments at cost				
Beginning of financial year	–	–	100	100
Impairment loss	–	–	(100)	–
End of financial year	–	–	–	100

As at 31 March 2026, the Company recognised an impairment of $100,000 on its investment in Dining Collective Pte. Ltd., as the joint venture has been placed into liquidation and an application for it to be struck off the register has been filed. Accordingly, the carrying amount of the investment was written down to $Nil as at the reporting date.

17 INVESTMENT IN A JOINT VENTURE (CONTINUED)

Set out below is the joint venture of the Group:

Name of entity	Place of business and country of incorporation	% of ownership interest	
		2026	2025
Dining Collective Pte. Ltd. [a]	Singapore	50	50

(a) Audited by CLA Global TS Public Accounting Corporation.

As at 31 March 2026, the Group has an aggregate of $Nil (2025: $100,000) commitments to provide funding to its joint venture, if called upon. There are no contingent liabilities relating to the Group's interest in the joint venture.

The directors are of the opinion that the joint venture is individually immaterial to the Group as at 31 March 2026 and 2025. The aggregate unaudited financial information relating to the Group's investment in a joint venture, which is individually immaterial but accounted for using the equity method is as follows:

	2026 $'000	2025 $'000
Carrying amount of interest in a joint venture	–	–
Total comprehensive profit/(loss), representing net profit/(loss)	128	(720)

As at 31 March 2026, the Group has not recognised its share of profit of the investment in a joint venture amounting to approximately $64,000 (2025: loss of $360,000) as the Group's cumulative share of losses has exceeded its interest in the entity. The cumulative unrecognised losses are approximately $1,370,000 (2025: $1,434,000) as at reporting date.

18 LOAN TO AN ASSOCIATED COMPANY

	The Group and Company	
	2026 $'000	2025 $'000
Non-current	248	248

For the financial years ended 31 March 2026 and 2025, the loan to an associated company is unsecured and interest-free. The Group has indicated that there is no intention to recall for repayment within the next 12 months and the repayment term will be subject to annual review.

The fair value of the loan to an associated company is computed based on discounted cash flows at market borrowing rates. The fair value is within Level 2 of the fair value hierarchy. The fair value and the market borrowing rate used is as follows:

	The Group and Company	
	2026	2025
Fair value ($'000)	236	236
Borrowing rate (%)	5.3	5.3

19 LOAN TO A JOINT VENTURE

	The Group and Company	
	2026	2025
	$'000	$'000
Beginning of financial year	224	1,354
Repayment of loan	(273)	(450)
Reversal of loss allowance/(loss allowance for) (Note 34(b))	49	(680)
End of financial year	–	224

For the financial year ended 31 March 2025, the loan to a joint venture is unsecured and interest-free. The Group has indicated that there is no intention to recall for repayment within the next 12 months and the repayment term will be subject to annual review.

As at 31 March 2026, a reversal of loss allowance of $49,000 (2025: loss allowance of $680,000) was recognised on the loan to the joint venture.

The fair value of the loan to a joint venture is computed based on discounted cash flows at market borrowing rate. The fair value is within Level 2 of the fair value hierarchy. The fair value and the market borrowing rate used is as follows:

	The Group and Company	
	2026	2025
Fair value ($'000)	–	213
Borrowing rate (%)	–	5.3

20 OTHER INVESTMENTS AT AMORTISED COST

	The Group	
	2026	2025
	$'000	$'000
Beginning of financial year	–	531
Amortisation (Note 7)	–	(3)
Loss on disposal of financial assets (Note 6)	–	(35)
Disposal of financial assets	–	(493)
End of financial year	–	–
Listed debt securities		
Bond with fixed interest of 3.15% and maturity date of 3 September 2031 – Singapore	–	–

21 PLANT AND EQUIPMENT

	Furniture and fittings $'000	Kitchen equipment $'000	Renovation $'000	Motor vehicles $'000	Computer and office equipment $'000	Total $'000
The Group						
2026						
Cost						
Beginning of financial year	433	14,173	31,302	613	4,127	50,648
Additions	–	485	1,456	–	159	2,100
Written off	(294)	(2,573)	(10,655)	–	(2,607)	(16,129)
End of financial year	139	12,085	22,103	613	1,679	36,619
Accumulated depreciation and impairment losses						
Beginning of financial year	427	10,048	21,751	459	3,681	36,366
Depreciation charge (Note 7)	3	1,417	3,506	56	298	5,280
Impairment losses (Note 7)	–	110	174	–	–	284
Written off	(292)	(2,353)	(9,174)	–	(2,589)	(14,408)
End of financial year	138	9,222	16,257	515	1,390	27,522
Net book value						
End of financial year	1	2,863	5,846	98	289	9,097
2025						
Cost						
Beginning of financial year	499	13,397	32,512	543	4,112	51,063
Additions	2	1,389	4,488	70	193	6,142
Written off	(68)	(613)	(5,698)	–	(178)	(6,557)
End of financial year	433	14,173	31,302	613	4,127	50,648
Accumulated depreciation and impairment losses						
Beginning of financial year	491	9,165	21,285	423	3,496	34,860
Depreciation charge (Note 7)	5	1,420	3,508	36	361	5,330
Impairment losses (Note 7)	–	–	1,465	–	–	1,465
Written off	(69)	(537)	(4,507)	–	(176)	(5,289)
End of financial year	427	10,048	21,751	459	3,681	36,366
Net book value						
End of financial year	6	4,125	9,551	154	446	14,282

21 PLANT AND EQUIPMENT (CONTINUED)

	Renovation $'000	Computer equipment $'000	Total $'000
The Company			
2026			
Cost			
Beginning of financial year	7	150	157
Additions	–	111	111
Written off	(3)	(17)	(20)
End of financial year	4	244	248
Accumulated depreciation			
Beginning of financial year	3	117	120
Depreciation charge	1	39	40
Written off	(3)	(17)	(20)
End of financial year	1	139	140
Net book value			
End of financial year	3	105	108
2025			
Cost			
Beginning of financial year	7	121	128
Additions	–	29	29
End of financial year	7	150	157
Accumulated depreciation			
Beginning of financial year	2	88	90
Depreciation charge	1	29	30
End of financial year	3	117	120
Net book value			
End of financial year	4	33	37

Write off of plant and equipment

During the current financial year, the Group ceased operations of certain restaurant outlets. Consequently, the Group has written off the net book value of furniture and fittings, kitchen equipment and renovation associated with these restaurant outlets. In addition, the Group has also written off the net book value of certain furniture and fittings, kitchen equipment, renovation and computer which are deemed to be not usable for ongoing operations during the financial year ended 31 March 2026. The net book value of the plant and equipment written off was approximately $1,721,000 (2025: $1,268,000) (Note 7).

21 PLANT AND EQUIPMENT (CONTINUED)

Impairment of plant and equipment and right-of-use assets

The Group has identified the cash generating units ("CGUs") to be the respective restaurant outlets to which the plant and equipment and right-of-use assets belong. Management has determined that prolonged losses is an indicator that the plant and equipment and right-of-use assets may be impaired.

The recoverable amounts of the CGUs were based on its value-in-use calculation using cash flow projections from financial forecasts approved by management covering the remaining lease period.

Key assumptions used for value-in-use-calculations:

	The Group	
	2026	2025
	%	%
Gross profit margin	83	83
Growth rate	0 - 30	0 - 30
Pre-tax discount rate	5	5

Following the impairment assessment, the Group recognised impairment losses of approximately $284,000 (2025: $1,465,000) for plant and equipment and $105,000 (2025: $1,400,000) for right-of-use assets disclosed in Note 22. These losses were recorded in profit or loss as the carrying amounts of the respective assets exceeded their recoverable amounts.

22 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

Nature of the Group's leasing activities

Premises and restaurant outlets

The Group leases office space for back-office operations, and restaurant outlets and kitchen facilities for restaurant sales.

Office equipment

The Group leases printers for the purpose of back-office operations.

22 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (CONTINUED)

(a) Right-of-use assets

	Premises and restaurant outlets $'000	Office equipment $'000	Total $'000
The Group			
2026			
Cost			
Beginning of financial year	76,968	96	77,064
Additions	16,803	–	16,803
Written off [1]	(28,629)	–	(28,629)
Early termination of leases	(9,002)	–	(9,002)
End of financial year	56,140	96	56,236
Accumulated depreciation and impairment losses			
Beginning of financial year	44,949	35	44,984
Depreciation charge (Note 7)	22,022	19	22,041
Written off [1]	(28,629)	–	(28,629)
Early termination of leases	(6,020)	–	(6,020)
Impairment losses (Note 7, Note 21)	105	–	105
End of financial year	32,427	54	32,481
Net book value			
End of financial year	23,713	42	23,755
2025			
Cost			
Beginning of financial year	81,598	96	81,694
Additions	16,989	–	16,989
Written off [1]	(19,590)	–	(19,590)
Early termination of leases	(2,029)	–	(2,029)
End of financial year	76,968	96	77,064
Accumulated depreciation and impairment losses			
Beginning of financial year	38,925	16	38,941
Depreciation charge (Note 7)	25,694	19	25,713
Written off [1]	(19,590)	–	(19,590)
Early termination of leases	(1,480)	–	(1,480)
Impairment losses (Note 7, Note 21)	1,400	–	1,400
End of financial year	44,949	35	44,984
Net book value			
End of financial year	32,018	61	32,080

22 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (CONTINUED)

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

	Premises $'000	Office equipment $'000	Total $'000
The Company			
2026			
Cost			
Beginning of financial year	424	96	520
Additions	–	–	–
Written off	(16)	–	(16)
End of financial year	408	96	504
Accumulated depreciation			
Beginning of financial year	71	35	106
Depreciation charge	216	19	235
Written off	(16)	–	(16)
End of financial year	271	54	325
Net book value			
End of financial year	137	42	179
2025			
Cost			
Beginning of financial year	795	96	891
Additions	424	–	424
Written off	(795)	–	(795)
End of financial year	424	96	520
Accumulated depreciation			
Beginning of financial year	667	16	683
Depreciation charge	199	19	218
Written off	(795)	–	(795)
End of financial year	71	35	106
Net book value			
End of financial year	353	61	414

(1) Written off assets relate to those leases which has expired.

Please refer to Note 21 to the financial statements for the impairment assessment of right-of-use assets.

22 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (CONTINUED)

(b) Interest expense

	The Group	
	2026	2025
	$'000	$'000
Interest expense on lease liabilities	1,374	1,687

(c) Lease expense not capitalised in lease liabilities

	The Group	
	2026	2025
	$'000	$'000
Lease expense		
- short-term leases	422	339
- low-value leases	109	134
Variable lease payments	851	955
Total (Note 7)	1,382	1,428

(d) Total cash outflow for all the leases was $25,290,000 (2025: $28,823,000).

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

Variable lease payments

The leases for restaurant outlets contain variable lease payments that are based on the percentage of sales generated by the outlets, on top of fixed payments. Such variable lease payments are recognised in profit or loss when incurred and amounted to $851,000 (2025: $955,000) (Note 22(c)).

(f) Lease liabilities

	The Group		The Company	
	2026	2025	2026	2025
	$'000	$'000	$'000	$'000
Current	14,133	21,132	160	211
Non-current	10,784	13,882	32	211
	24,917	35,014	192	422

22 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (CONTINUED)

(g) Reconciliation of liabilities arising from financing activities

			Non-cash changes				
	Beginning of financial year	Principal and interest payments	Rental rebates	Additions	Early termination of leases	Interest expense	End of financial year
	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Lease liabilities							
2026	35,014	(23,908)	(31)	16,075	(3,607)	1,374	24,917
2025	44,882	(27,395)	(66)	16,455	(549)	1,687	35,014

(h) Reconciliation of additions to right-of-use assets

	The Group	
	2026	2025
	$'000	$'000
Total additions as per Note 22(a) to the financial statements	16,803	16,989
Less: Provision for reinstatement capitalised (Note 27)	(728)	(654)
Add: Movement in provision for reinstatement	–	120
Total additions as per Note 22(g) to the financial statements	16,075	16,455

23 INTANGIBLE ASSETS

	The Group	
	2026	2025
	$'000	$'000
Trademarks and franchise rights		
Cost		
Beginning of financial year	1,058	801
Additions	–	257
End of financial year	1,058	1,058
Accumulated amortisation		
Beginning of financial year	747	614
Amortisation charge (Note 7)	65	80
Impairment loss (Note 7)	215	53
End of financial year	1,027	747
Net book value		
End of financial year	31	311

Trademarks and franchise rights pertain to the exclusive rights of brand names granted by franchisors to its subsidiary corporation, Bachmann Enterprises Pte. Ltd. for the usage of the brand names at all existing restaurant outlets under the Group.

23 INTANGIBLE ASSETS (CONTINUED)

Impairment of intangible assets

These intangible assets are tested for impairment whenever there is an indication of impairment. The Group recognised impairment losses of approximately $215,000 (2025: $53,000) in profit or loss, as the carrying amount of the relevant intangible assets exceeded their recoverable amounts.

24 LONG-TERM SECURITY DEPOSITS

	The Group		The Company	
	2026	2025	2026	2025
	$'000	$'000	$'000	$'000
Refundable security deposits	2,178	3,044	58	58

These mainly comprises deposits placed with landlords. Management is of the opinion that these deposits have been placed with counterparties who are creditworthy and accordingly, no allowance for impairment is required.

The fair value of the long-term security deposits are computed based on cash flows discounted at market borrowing rates. The fair value is within Level 2 of the fair value hierarchy. The fair value and the market borrowing rate used is as follows:

	The Group	
	2026	2025
Fair value ($'000)	2,082	2,910
Borrowing rate (%)	5.3	5.3

25 TRADE AND OTHER PAYABLES

	The Group		The Company	
	2026	2025	2026	2025
	$'000	$'000	$'000	$'000
Trade payables				
- Non-related parties	841	1,468	7	9
Non-trade payables				
- Non-related parties	1,599	1,747	21	26
Accruals for operating expenses [1]	4,320	5,219	286	310
Franchise deposits	9	9	–	–
	6,769	8,443	314	345

(1) Accruals for operating expenses

Included within the balance are government grants amounting to $Nil (2025: $28,000) relating to the acquisition of certain automated equipment for the central kitchen of the Group's subsidiary corporation, Bachmann Japanese Restaurant Pte. Ltd. The grants received are subsequently charged to profit or loss of $28,000 (2025: $28,000) over the useful life of related assets to match the related cost.

26 BANK BORROWING

	The Group	
	2026	2025
	$'000	$'000
Amount repayable within one year or on demand		
Unsecured	500	–

The bank borrowing is a short-term Money Market Loan ("MML") which is unsecured and may be rolled over upon maturity, with tenures of 1 or 3 months. The effective interest rates of the bank borrowing range from 2.81% to 4.19% per annum.

The bank borrowing is supported by a corporate guarantee provided by the Company.

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

	The Group	
	2026	2025
	$'000	$'000
6 months or less	500	–

Reconciliation of liabilities arising from financing activities

	Beginning of financial year $'000	Proceeds from borrowings $'000	Principal and interest payments $'000	Non-cash changes: Interest expense $'000	End of financial year $'000
Bank borrowing					
2026	–	500	(15)	15	500
2025	–	500	(511)	11	–

27 PROVISIONS

	The Group	
	2026	2025
	$'000	$'000
Current	624	1,337
Non-current	1,182	–
	1,806	1,337

The provisions are the estimated costs of dismantlement, removal and restoration of leased premises and retail outlets to their original condition, as stipulated in the terms and conditions of the lease contracts.

Movement in provisions is as follows:

	The Group	
	2026	2025
	$'000	$'000
Beginning of financial year	1,337	823
Provision made during the financial year	728	654
Utilisation during the financial year	(259)	(120)
	469	534
Reversal during the financial year (Note 5)	–	(20)
End of financial year	1,806	1,337

28 DEFERRED INCOME TAXES

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

The amounts, determined after appropriate offsetting, are shown on the statement of financial position as follows:

	The Group		The Company	
	2026	2025	2026	2025
	$'000	$'000	$'000	$'000
Deferred tax assets	4,667	8,124	32	37
Deferred tax liabilities	(4,430)	(8,183)	(48)	(36)
Net deferred tax assets/(liabilities)	237	(59)	(16)	1

28 DEFERRED INCOME TAXES (CONTINUED)

The movement in the net deferred income tax account is as follows:

	The Group		The Company	
	2026	2025	2026	2025
	$'000	$'000	$'000	$'000
Beginning of financial year	(59)	(74)	1	1
Tax credited/(charged) to profit or loss (Note 9(a))	296	15	(17)	–
End of financial year	237	(59)	(16)	1

The movement in deferred income tax assets and liabilities (prior to offsetting of balances within the same tax jurisdiction) is as follows:

The Group

Deferred income tax liabilities

	Accelerated tax depreciation	ROU assets	Others	Total
	$'000	$'000	$'000	$'000
2026				
Beginning of financial year	470	5,454	2,259	8,183
Credited to profit or loss	(78)	(1,416)	(2,259)	(3,753)
End of financial year	392	4,038	–	4,430
2025				
Beginning of financial year	762	7,268	–	8,030
(Credited)/charged to profit or loss	(292)	(1,814)	2,259	153
End of financial year	470	5,454	2,259	8,183

Deferred income tax assets

	Lease Liabilities	Provisions	Others	Total
	$'000	$'000	$'000	$'000
2026				
Beginning of financial year	(5,952)	(227)	(1,945)	(8,124)
Charged/(credited) to profit or loss	1,716	(80)	1,821	3,457
End of financial year	(4,236)	(307)	(124)	(4,667)
2025				
Beginning of financial year	(7,630)	(140)	(186)	(7,956)
Charged/(credited) to profit or loss	1,678	(87)	(1,759)	(168)
End of financial year	(5,952)	(227)	(1,945)	(8,124)

28 DEFERRED INCOME TAXES (CONTINUED)

The Company

Deferred income tax liabilities

	Accelerated tax depreciation	ROU assets	Total
	$'000	$'000	$'000
2026			
Beginning of financial year	1	35	36
Charged/(credited) to profit or loss	17	(5)	12
End of financial year	18	30	48
2025			
Beginning and end of financial year	1	35	36

Deferred income tax assets

	Lease liabilities	Total
	$'000	$'000
2026		
Beginning of financial year	37	37
Credited to profit or loss	(5)	(5)
End of financial year	32	32
2025		
Beginning and end of financial year	37	37

29 SHARE CAPITAL, TREASURY SHARES AND CAPITAL RESERVES

(a) Share capital

	The Group and Company			
	2026		2025	
	Number of ordinary shares	Amount	Number of ordinary shares	Amount
	'000	$'000	'000	$'000
Beginning and end of financial year	174,436	9,522	174,436	9,522

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.

29 SHARE CAPITAL, TREASURY SHARES AND CAPITAL RESERVES (CONTINUED)

(a) Share capital (continued)

(i) Japan Foods Performance Share Plan 2023 ("JF PSP 2023")

The JF PSP 2023 is administered by the Remuneration Committee whose members are:

Tan Cher Ting	(Chairperson, Independent Director)
Wong Hin Sun, Eugene	(Member, Non-independent and Non-executive Director)
Lee Soon Sin Jason	(Member, Lead Independent Director)
Lim Heng Chong Benny	(Member, Independent Director)

Members of the Remuneration Committee were not and shall not be involved in the Remuneration Committee's deliberations in respect of the performance shares granted to themselves, if any.

The award of fully paid ordinary shares of the Company issued free of charge (the "Awards") to eligible participants under the JF PSP 2023 will incentivise participants to excel in their performance and encourage greater dedication and loyalty to the Group. The JF PSP 2023 allows the Company to recognise and reward past contributions and services and motivate the participants to continue to strive for the Group's long-term goals. The JF PSP 2023 will further strengthen and enhance the Group's competitiveness in attracting and retaining employees with suitable talents.

The Awards granted under the JF PSP 2023 may be time-based and/or performance-related, and such Awards entitle eligible participants to be allotted fully paid shares upon completion of certain time-based service condition and/or achieve their performance targets over set performance periods. The Awards given are determined at the discretion of the Remuneration Committee, who will take into account criteria such as participant's rank, job performance, years of service and potential for future development, contribution to the success of the Group and the extent of effort required to achieve the performance target within the performance period. The Remuneration Committee also has the discretion to set specific performance-based criteria such as profitability, growth, asset efficiency, return on capital employed, and other financial indicators, penetration into new markets, increasing market share and market ranking, management skills and succession planning. In addition to the achievement of any pre-determined performance targets or service conditions, the Awards may also be granted upon the Remuneration Committee's determination of post-event that any eligible participant has performed well and/or made significant contribution to the Group.

Under the rules of the JF PSP 2023, any full time employee, executive and non-executive director of the Company and its subsidiary corporations (including Independent Directors but excluding the Controlling Shareholder and his Associates, as described in the Company's circular in relation to the JF PSP 2023 dated 27 July 2023) who has attained the age of 18 years on the date of grant of the Award and who has contributed or will contribute to the success of the Group shall be eligible to participate in the JF PSP 2023.

There shall be no restriction on the eligibility of any participant to participate in any other share plans or share incentive schemes implemented by any of the other companies within the Group if approved by the Remuneration Committee. The granting of Awards may be made by the Remuneration Committee at any time during the period when the JF PSP 2023 is in force.

All taxes (including income tax) arising from the grant and/or disposal under the JF PSP 2023 shall be borne by the participant.

29 SHARE CAPITAL, TREASURY SHARES AND CAPITAL RESERVES (CONTINUED)

(a) Share capital (continued)

(i) Japan Foods Performance Share Plan 2023 ("JF PSP 2023") (continued)

The total number of new ordinary shares in the capital of the Company that may be issued or are issuable pursuant to the granting of the Awards, when added to aggregate number of shares that are issued or are issuable in respect of such other share-based incentive schemes of the Company (if any), shall not exceed 15% of the total number of issued ordinary shares (excluding treasury shares and subsidiary corporations) of the Company on the day immediately preceding the date on which the Award shall be granted.

The details of the performance shares granted under the JF PSP 2023 as at 31 March 2026 and 2025 are as follows:

	Beginning and end of financial year	Award price	Award date
2026	5,475,000	N/A	N/A
2025	5,475,000	N/A	N/A

(b) Treasury shares

	The Group and Company			
	2026		2025	
	Number of ordinary shares '000	Amount $'000	Number of ordinary shares '000	Amount $'000
Beginning of financial year	750	252	630	219
Treasury shares purchased	–	–	120	33
End of financial year	750	252	750	252

During the financial years ended 31 March 2026 and 2025, no treasury shares were transferred to key management personnel of the Group pursuant to the JF PSP 2023.

During the financial year ended 31 March 2025, the Company acquired 120,000 shares in the open market for a total consideration of $33,000, and this was presented as a component within shareholders' equity.

As at 31 March 2026 and 31 March 2025, the Company held 749,800 treasury shares, and the total number of issued shares (excluding treasury shares) was 173,686,200.

(c) Capital reserves

	The Group and Company	
	2026 $'000	2025 $'000
Beginning and end of financial year	35	35

30 RETAINED PROFITS

(a) Retained profits of the Group are distributable except for cumulative share of profit of associated companies amounting to $2,064,000 (2025: $1,931,000).

(b) Movement in retained profits for the Company is as follows:

	The Company	
	2026	2025
	$'000	$'000
Beginning of financial year	1,240	1,553
Net profit for the financial year	97	34
Dividends paid (Note 31)	–	(347)
End of financial year	1,337	1,240

31 DIVIDENDS

	The Group	
	2026	2025
	$'000	$'000
Ordinary dividends		
Final exempt dividend paid in respect of the previous financial year of Nil cents (2025: 0.20 cents) per share	–	347

32 FINANCIAL GUARANTEES

The Company has issued financial guarantees to banks for performance guarantees granted to subsidiary corporations. The Company has assessed the fair values of these financial guarantees and determined that the consequential liabilities arising from its guarantees to the bank in respect of the subsidiary corporations are minimal, with no default in the credit facilities granted.

33 RELATED PARTY TRANSACTIONS

In addition to the information disclosed elsewhere in the financial statements, the following transactions took place between the Group and related parties at terms agreed between the parties:

(a) Transactions with related parties

	The Group	
	2026	2025
	$'000	$'000
Sales of food ingredients		
- Joint venture	–	20
Royalty income		
- Associated companies	330	311

Outstanding balances at 31 March 2026 are unsecured and receivable within 12 months from financial position date and are disclosed in Notes 12, 18 and 19 to the financial statements respectively.

(b) Key management personnel compensation

	The Group	
	2026	2025
	$'000	$'000
Wages and salaries	1,222	1,312
Employer's contribution to Central Provident Fund	63	61
	1,285	1,373

Included in the above is total compensation to directors of the Company amounting to approximately $570,000 (2025: $600,000).

34 FINANCIAL RISK MANAGEMENT

Financial risk factors

The Group's activities expose it to market risk (including currency risk, price risk and interest rate risk and price risk), 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 Chief Executive Officer ("CEO") is responsible for setting the objectives and underlying principles of financial risk management for the Group. This includes establishing policies such as authority levels, oversight responsibilities, risk identification and measurement and exposure limits.

34 FINANCIAL RISK MANAGEMENT (CONTINUED)

(a) Market risk

(i) Currency risk

Currency risk arises when transactions are denominated in foreign currencies other than functional currency.

The Group and Company's operations do not expose itself to significant currency risk as it operates and transactions mainly in Singapore and SGD respectively.

Certain of the Group's purchases are from Japan and Hong Kong, giving rise to exposures to the changes in foreign exchange rates primarily with respect to Japanese Yen ("JPY"), Hong Kong Dollar ("HKD") and United States Dollar ("USD"). The Group does not enter into any derivative contracts to hedge its foreign exchange risk.

The Group's currency exposure based on the information provided to key management is as follows:

	SGD $'000	JPY $'000	HKD $'000	USD $'000	Total $'000
2026					
Financial assets					
Cash and bank balances	6,701	33	236	48	7,018
Trade and other receivables	640	122	–	–	762
Other financial assets	4,200	–	248	–	4,448
Receivables from subsidiary corporations	3,412	–	–	–	3,412
	14,953	155	484	48	15,640
Financial liabilities					
Trade and other payables	(6,364)	(21)	–	–	(6,385)
Bank borrowing	(500)	–	–	–	(500)
Lease liabilities	(24,917)	–	–	–	(24,917)
Payables to subsidiary corporations	(3,412)	–	–	–	(3,412)
	(35,193)	(21)	–	–	(35,214)
Net financial (liabilities)/assets	(20,240)	134	484	48	(19,574)
Add: Net non-financial assets	34,406	–	–	–	34,406
Currency profile including non-financial assets	14,166	134	484	48	14,832
Currency exposure of financial assets net of those denominated in the respective entities' functional currency	–	134	484	48	666

34 FINANCIAL RISK MANAGEMENT (CONTINUED)

(a) Market risk (continued)

(i) Currency risk (continued)

The Group's currency exposure based on the information provided to key management is as follows: (continued)

	SGD $'000	JPY $'000	HKD $'000	USD $'000	Total $'000
2025					
Financial assets					
Cash and bank balances	7,499	60	247	62	7,868
Trade and other receivables	1,124	90	–	–	1,214
Other financial assets	6,322	–	248	–	6,570
Receivables from subsidiary corporations	2,604	–	–	–	2,604
	17,549	150	495	62	18,256
Financial liabilities					
Trade and other payables	(7,816)	(105)	–	(2)	(7,923)
Lease liabilities	(35,014)	–	–	–	(35,014)
Payables to subsidiary corporations	(2,604)	–	–	–	(2,604)
	(45,434)	(105)	–	(2)	(45,541)
Net financial (liabilities)/assets	(27,885)	45	495	60	(27,285)
Add: Net non-financial assets	48,789	–	–	–	48,789
Currency profile including non-financial assets	20,904	45	495	60	21,504
Currency exposure of financial assets net of those denominated in the respective entities' functional currency	–	45	495	60	600

34 FINANCIAL RISK MANAGEMENT (CONTINUED)

(a) Market risk (continued)

(i) Currency risk (continued)

The Company's currency exposure based on the information provided to key management is as follows:

	SGD $'000	HKD $'000	Total $'000
2026			
Financial assets			
Cash and bank balances	743	236	979
Trade and other receivables	3,412	–	3,412
Other financial assets	59	248	307
	4,214	484	4,698
Financial liabilities			
Trade and other payables	(314)	–	(314)
Lease liabilities	(192)	–	(192)
	(506)	–	(506)
Net financial assets	3,708	484	4,192
Add: Net non-financial assets	6,450	–	6,450
Currency profile including non-financial assets	10,158	484	10,642
Currency exposure of financial assets net of those denominated in the Company's functional currency	–	484	484
2025			
Financial assets			
Cash and bank balances	796	247	1,043
Trade and other receivables	2,604	–	2,604
Other financial assets	287	248	535
	3,687	495	4,182
Financial liabilities			
Trade and other payables	(362)	–	(362)
Lease liabilities	(422)	–	(422)
	(784)	–	(784)
Net financial assets	2,903	495	3,398
Add: Net non-financial assets	7,147	–	7,147
Currency profile including non-financial assets	10,050	495	10,545
Currency exposure of financial assets net of those denominated in the Company's functional currency	–	495	495

34 FINANCIAL RISK MANAGEMENT (CONTINUED)

(a) Market risk (continued)

(i) Currency risk (continued)

Sensitivity analysis

If the JPY, HKD and USD change against the SGD by 10% (2025: 2%), 5% (2025: 2%) and 4% (2025: 2%) respectively with all other variables including tax rate being held constant, the effects arising from the net financial liability/asset position that are exposed to currency risk will be as follows:

	The Group		The Company	
	Increase/(decrease) Profit after tax		Increase/(decrease) Profit after tax	
	2026	2025	2026	2025
	$'000	$'000	$'000	$'000
JPY against SGD				
- Strengthened	11	1	–	–
- Weakened	(11)	(1)	–	–
HKD against SGD				
- Strengthened	20	8	20	8
- Weakened	(20)	(8)	(20)	(8)
USD against SGD				
- Strengthened	2	1	–	–
- Weakened	(2)	(1)	–	–

(ii) Equity price risk

The Group and the Company do not have exposure to equity price risk as it does not hold any equity or debt securities financial instruments.

(iii) Cash flow and fair value interest rate risk

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market interest rates.

The Group's exposure to cash flow and interest rate risks arises from variable-rate borrowing denominated in SGD. The Group manages its interest rate risk by keeping bank borrowing to the minimum required to sustain operations of the Group.

If the SGD interest rates had been higher/lower by 1.17% (2024: Nil%) with all other variables including tax rate being held constant the profit after tax would have been lower/higher by $4,800 (2024: $Nil) as a result of higher/lower interest expense on the borrowing.

34 FINANCIAL RISK MANAGEMENT (CONTINUED)

(b) Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Group. The major class of financial assets of the Group and of the Company are cash and cash equivalents and trade and other receivables. The Group trades mainly in cash. Receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant.

Sales to restaurant customers are required to be settled in cash or using major credit cards, mitigating credit risk, there are no significant concentrations of credit risk within the Group and the Company.

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

	The Group	
	2026	2025
	$'000	$'000
Financial guarantees provided to banks on subsidiary corporations' performance guarantees	2,533	2,819

Movement in the credit loss allowance for loan to a joint venture is as follows:

	The Group	
	2026	2025
	$'000	$'000
Beginning of financial year	(1,471)	(791)
Reversal of loss allowance/(loss allowance for) (Note 19)	49	(680)
Written off	1,422	–
End of financial year	–	(1,471)

(i) Trade and other receivables

The Group has applied the simplified approach by using the allowance matrix to measure the lifetime expected credit losses ("ECL") for all trade and other receivables.

In measuring the ECL, trade and other receivables are grouped based on shared credit risk characteristics and days past due. In calculating the expected credit loss rate, the Group considers current payment patterns for each category of customers and adjusts to reflect current and forward-looking macroeconomic factors affecting the ability of the customers to settle the receivables.

Trade receivables are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Group. The Group categorises a receivable for write off when a customer fails to make contractual payment greater than 90 days past due based on historical collection trend. Where receivables are written off, the Group continues to engage in enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognised in profit or loss.

34 FINANCIAL RISK MANAGEMENT (CONTINUED)

(b) Credit risk (continued)

(i) Trade and other receivables (continued)

The Group assesses the credit risk rating of other receivables including loans to related corporations based on qualitative and quantitative (including but not limited to external ratings, audited financial statements, management accounts and cash flow projections, and available press information, if available and applying expected credit judgement).

As at 31 March 2026 and 2025, the trade and other receivables are not past due and are not subject to any material credit losses.

The Group establishes a credit loss allowance that represents its estimate of losses incurred in respect of trade and other receivables. The main components of this allowance are a specific loss component that relates to individually significant exposure. Trade and other receivables that are neither past due nor impaired are substantially customers with good collection track records with the Group.

(ii) Other investments at amortised cost

Other investments at amortised cost consist of investments in corporate bonds which are considered to have a low credit risk and the loss allowance recognised is based on 12-months ECL. The Group considers its investment in corporate bonds to have low credit risk as the corporate bonds are listed bonds with high credit ratings assigned by international credit rating agencies.

As at 31 March 2025, other investments at amortised cost are not subject to any material credit losses.

(iii) Loan to an associated company and a joint venture

Loan to an associated company and a joint venture are provided for long-term funding requirements. The Company uses a similar approach as described in Note 34(b)(i) for assessment of ECL for these receivables. Impairment on these balances has been measured on the 12-month expected loss basis. Where receivables are written off, the Group continues to engage in enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognised in profit or loss.

(iv) Cash and cash equivalents

The Group and the Company held cash and cash equivalents with banks of high credit ratings assigned by international credit-rating agencies. Cash and bank balances have been measured on the 12-month ECL basis and reflect the short maturity of the exposures. The Group considers its cash and cash equivalents having low credit risk based on the external credit rating on the counterparties and subject to immaterial credit loss.

(v) Financial guarantee contracts

The Company has issued financial guarantees to banks for performance guarantees of its subsidiary corporations. These guarantees are subject to the impairment requirements of SFRS(I) 9. The Company has assessed that its subsidiary corporations have strong financial capacity to meet the contractual cash flows obligations in the near future and hence, does not expect significant credit losses arising from these guarantees.

34 FINANCIAL RISK MANAGEMENT (CONTINUED)

(c) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in raising funds to meet commitments associated with financial assets. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value. The Group manages its liquidity risk by ensuring the availability of adequate funds to meet its obligation.

Prudent liquidity management includes maintaining sufficient cash and cash equivalents to meet obligations when due. At the reporting date, assets held by the Group and the Company for managing liquidity risk included cash and short-term deposits as disclosed in Note 11 to the financial statements.

The table below analyses non-derivative financial liabilities of the Group and the Company's into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows Balances due within 12 months equal their carrying amounts as the impact of discounting is not significant.

	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years
	$'000	$'000	$'000
The Group			
At 31 March 2026			
Trade and other payables	6,769	–	–
Bank borrowing	500	–	–
Lease liabilities	14,984	8,591	2,528
At 31 March 2025			
Trade and other payables	8,443	–	–
Lease liabilities	22,253	10,381	3,922
The Company			
At 31 March 2026			
Trade and other payables	314	–	–
Lease liabilities	164	20	14
Financial guarantee contracts	993	–	–
At 31 March 2025			
Trade and other payables	362	–	–
Lease liabilities	225	183	34
Financial guarantee contracts	1,430	–	–

(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 shareholder 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, buy back issued shares, obtain new borrowings or sell assets to reduce borrowings.

34 FINANCIAL RISK MANAGEMENT (CONTINUED)

(d) Capital risk (continued)

Management monitors capital based on a gearing ratio. The gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as bank borrowings plus trade and other payables and provisions less cash and bank balances. Total capital is calculated as total equity plus net debt.

	The Group		The Company	
	2026 $'000	2025 $'000	2026 $'000	2025 $'000
Net debt	2,057	1,912	(665)	(698)
Total equity	14,832	21,504	10,642	10,545
Total capital	16,889	23,416	9,977	9,847
Gearing ratio	12%	8%	NM*	NM*

*NM = Not meaningful

The Group and the Company are in compliance with all externally imposed capital requirements for the financial years ended 31 March 2026 and 2025.

(e) Fair value measurement

The fair values of current financial assets and financial liabilities carried at amortised cost approximate their carrying amounts.

(f) Financial instruments by category

The carrying amount of the different categories of financial instruments are as follows:

	The Group		The Company	
	2026 $'000	2025 $'000	2026 $'000	2025 $'000
Financial assets, at amortised cost	12,228	15,652	4,698	4,182
Financial liabilities, at amortised cost	31,802	42,937	506	784

35 SEGMENT INFORMATION

The Chief Executive Officer ("CEO") is the Group's chief operating decision maker. Management has determined the operating segments based on the reports reviewed by the CEO that are used to make strategic decisions, allocated resources and assess performance. The CEO considers the business mainly from business segment perspective.

As at the reporting date, the Group operates solely in Singapore with revenue mainly generated from operations within the country. The Group's principal business is in the operation of restaurant outlets, and its ancillary business is in the supply of food ingredients to its sub-franchisees and franchisee.

The Group has two (2025: two) reportable segments, with restaurant sales being the primary segment.

Other segments include investment holding and its ancillary business. These are not included within the reportable operating segments as the segments do not meet the quantitative thresholds required by SFRS(I) 8 *Operating Segments* for reportable segments. The results of these operations are included in the "Other segments" column.

35 SEGMENT INFORMATION (CONTINUED)

The CEO assesses the performance of the operating segments based on a measure of segment results before interest (net), loss allowance on loan to a joint venture, share of results of associated companies and income tax expenses. Interest income and finance expenses are not allocated to segments, as this type of activity is driven by the Group's finance team, which manages the cash position of the Group.

Sales between segments are carried out at market terms. The revenue from external parties reported to the CEO is measured in a manner consistent with that in the statement of comprehensive income.

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

	Singapore		
	Restaurant sales	Other segments	Total
	$'000	$'000	$'000
2026			
Revenue			
Total segment revenue	69,428	1,738	71,166
Inter-segment revenue	–	(1,577)	(1,577)
Revenue to external parties	69,428	161	69,589
Expenses			
Purchases of inventories (Note 7)	11,672	–	11,672
Employee compensation (Note 7)	22,061	498	22,559
Utilities (Note 7)	3,493	9	3,502
Segment results	22,090	(1,540)	20,550
Amortisation of intangible assets	–	65	65
Depreciation of plant and equipment	5,240	40	5,280
Depreciation of right-of-use assets	21,807	234	22,041
Allowance for impairment of plant and equipment	284	–	284
Allowance for impairment of right-of-use assets	105	–	105
Allowance for impairment of intangible assets	–	215	215
(Reversal of loss allowance)/loss allowance for loan to a joint venture	–	(49)	(49)
Plant and equipment written off	1,721	–	1,721
Gain on early termination of leases	(625)	–	(625)
Share of profit of associated companies	(264)	–	(264)
Loss on disposal of associated companies	–	93	93
Segment assets	42,715	3,834	46,549
Segment assets includes:			
Additions to plant and equipment	2,100	–	2,100
Additions to right-of-use assets	16,075	–	16,075
Loan to an associated company	–	248	248
Segment liabilities	33,380	612	33,992

35 SEGMENT INFORMATION (CONTINUED)

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

	Singapore		
	Restaurant sales	Other segments	Total
	$'000	$'000	$'000
2025			
Revenue			
Total segment revenue	83,432	2,054	85,486
Inter-segment revenue	–	(1,899)	(1,899)
Revenue to external parties	83,432	155	83,587
Expenses			
Purchases of inventories (Note 7)	12,936	–	12,936
Employee compensation (Note 7)	28,339	365	28,704
Utilities (Note 7)	4,798	10	4,808
Segment results	27,441	(1,260)	26,181
Amortisation of intangible assets	–	80	80
Depreciation of plant and equipment	5,300	30	5,330
Depreciation of right-of-use assets	25,495	218	25,713
Allowance for impairment of plant and equipment	1,465	–	1,465
Allowance for impairment of right-of-use assets	1,400	–	1,400
Allowance for impairment of intangible assets	–	53	53
Allowance for impairment on loan to a joint venture	–	680	680
Plant and equipment written off	1,268	–	1,268
Share of profit of associated companies	(506)	–	(506)
Segment assets	51,525	12,520	64,045
Segment assets includes:			
Additions to plant and equipment	6,113	29	6,142
Additions to right-of-use assets	16,031	424	16,455
Additions to intangible asset	–	257	257
Loan to an associated company	–	248	248
Loan to a joint venture	–	224	224
Segment liabilities	43,304	1,490	44,794

35 SEGMENT INFORMATION (CONTINUED)

Reconciliations

(a) Segment profits

A reconciliation of segment results to loss before tax is as follows:

	The Group	
	2026	2025
	$'000	$'000
Segment results for reportable segments	20,550	26,181
Amortisation of intangible assets	(65)	(80)
Depreciation of plant and equipment	(5,280)	(5,330)
Depreciation of right-of-use assets	(22,041)	(25,713)
Allowance for impairment of plant and equipment	(284)	(1,465)
Allowance for impairment of right-of-use assets	(105)	(1,400)
Allowance for impairment of intangible assets	(215)	(53)
(Reversal of loss allowance)/loss allowance for loan to a joint venture	49	(680)
Interest income	25	72
Share of profit of associated companies	264	506
Loss before income tax	(7,102)	(7,962)

(b) Segment assets

The amounts provided to the CEO with respect to total assets are measured in a manner consistent with that of the financial statements. For the purposes of monitoring segment performance and allocating resources between segments, the CEO monitors the plant and equipment, intangible assets, inventories, receivables and operating cash attributable to each segment. All assets are allocated to reportable segments other than short-term bank deposits, current income tax recoverable and deferred income tax assets.

Segment assets are reconciled to total assets as follows:

	The Group	
	2026	2025
	$'000	$'000
Segment assets for reportable segments	46,549	64,045
Unallocated:		
Short-term bank deposits	2,028	2,302
Current income tax recoverable	10	10
Deferred income tax assets	4,667	8,124
	53,254	74,481

35 SEGMENT INFORMATION (CONTINUED)

Reconciliations (continued)

(c) Segment liabilities

The amounts provided to the CEO with respect to total liabilities are measured in a manner consistent with that of the financial statements. These liabilities are allocated based on the operations of the segment. All liabilities are allocated to the reportable segments other than deferred income tax liabilities.

Segment liabilities are reconciled to total liabilities as follows:

	The Group	
	2026	2025
	$'000	$'000
Segment liabilities for reportable segments	33,992	44,794
Unallocated:		
Deferred income tax liabilities	4,430	8,183
	38,422	52,977

36 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 April 2026 and which the Group has not early adopted:

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

37 AUTHORISATION OF FINANCIAL STATEMENTS

These financial statements were authorised for issue in accordance with a resolution of the Board of Directors of Japan Foods Holding Ltd. on 30 June 2026.

STATISTICS OF SHAREHOLDINGS

As at 12 June 2026

Class of shares	:	Ordinary Shares
Number of shares issued (including Treasury Shares)	:	174,436,000
Number of shares issued (excluding Treasury Shares)	:	173,686,200
Number/Percentage of Treasury Shares	:	749,800 (0.43%)
Number/Percentage of Subsidiary Holdings	:	NIL
Voting rights (excluding Treasury Shares)	:	One vote per share

DISTRIBUTION OF SHAREHOLDINGS AS AT 12 JUNE 2026

Size of shareholdings	No. of shareholders	%	No. of shares	%
1 - 99	4	0.81	137	0.00
100 - 1,000	95	19.11	52,338	0.03
1,001 - 10,000	212	42.66	1,086,900	0.63
10,001 - 1,000,000	175	35.21	11,611,800	6.68
1,000,001 and above	11	2.21	160,935,025	92.66
Total	497	100.00	173,686,200	100.00

TWENTY LARGEST SHAREHOLDERS AS AT 12 JUNE 2026

No.	Name of shareholders	No. of shares	%
1	CITIBANK NOMINEES SINGAPORE PTE LTD	115,789,030	66.67
2	CHAN CHAU MUI	8,100,000	4.66
3	SIRIUS VENTURE CAPITAL PTE LTD	7,165,800	4.13
4	DBS NOMINEES PTE LTD	7,108,200	4.09
5	HSBC (SINGAPORE) NOMINEES PTE LTD	7,078,900	4.08
6	NOMURA SINGAPORE LIMITED	3,360,600	1.93
7	SHIGEMITSU INDUSTRY CO. LTD.	3,360,600	1.93
8	CHIN MAY YEE EMILY	2,611,500	1.50
9	YU HEA RYEONG	2,254,400	1.30
10	MOOMOO FINANCIAL SINGAPORE PTE. LTD.	2,172,700	1.25
11	PHILLIP SECURITIES PTE LTD	1,933,295	1.12
12	YAP KWOK KHUEN OR GOH POH LIAN	927,800	0.53
13	OCBC SECURITIES PRIVATE LTD	580,600	0.33
14	HO JUAT KENG	419,800	0.24
15	TAN BEE KIA (CHEN MEIJING)	400,000	0.23
16	TEE AH KAW	360,000	0.21
17	CHAN CHOON YUAN (CHEN JUNYUAN)	246,900	0.14
18	LAI WENG KAY	209,900	0.12
19	LOH NGIANG GUAN	204,300	0.12
20	FONG SIEW GEEN	187,250	0.11
	Total:	164,471,575	94.69

STATISTICS OF SHAREHOLDINGS

As at 12 June 2026

PERCENTAGE OF SHAREHOLDING IN PUBLIC'S HANDS

Based on the information available to the Company as at 12 June 2026, approximately 23.53% of the issued ordinary shares of the Company is held by the public and, therefore, Rule 723 of the SGX-ST Listing Manual Section B: Rules of Catalist is complied with.

SUBSTANTIAL SHAREHOLDERS

Name of shareholder	No. of shares (Direct interest)	%	No. of shares (Deemed interest)	%
Takahashi Kenichi	114,814,800[1]	66.10%	8,100,000[2]	4.66%
Wong Hin Sun, Eugene[3]	140,200	0.08%	9,777,300	5.63%

Notes:

(1) These are held through nominee.
(2) Takahashi Kenichi is deemed interested in the 8,100,000 shares held by his deemed associate, Chan Chau Mui.
(3) Mr Wong Hin Sun, Eugene is the founder and Managing Director of Sirius Venture Capital Pte Ltd. and he is deemed to be interested in 7,165,800 shares and 2,611,500 shares respectively held through Sirius Venture Capital Pte Ltd. and through his spouse, Chin May Yee, Emily.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting ("**AGM**") of Japan Foods Holding Ltd. (the "**Company**") will be held at **Jasmine Room, ibis Singapore on Bencoolen, 170 Bencoolen Street, Singapore 189657 on Thursday, 23 July 2026 at 3.00 p.m.**, for the purpose of transacting the following business:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 March 2026 together with the Independent Auditors' Report thereon. **(Resolution 1)**

2. To approve the payment of S$164,000 as fees to the Directors of the Company ("**Directors**") for the financial year ended 31 March 2026 (2025: S$163,286). **(Resolution 2)**

3. To re-elect Mr Kenichi Takahashi, who is retiring under Regulation 101 of the Company's Constitution, and who, being eligible, offers himself for re-election as a Director of the Company. **(Resolution 3)**

   [See Explanatory Note (a)]

4. To re-elect Mr Lee Soon Sin Jason, who is retiring under Regulation 101 of the Company's Constitution, and who, being eligible, offers himself for re-election as a Director of the Company. **(Resolution 4)**

   [See Explanatory Note (b)]

5. To re-appoint CLA Global TS Public Accounting Corporation as the auditor of the Company to hold office until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration. **(Resolution 5)**

6. To transact any other business which may properly be transacted at an AGM.

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without any modifications:

7. **Authority to allot and issue shares in the capital of the Company and/or Instruments (as defined hereinafter)** **(Resolution 6)**

   THAT pursuant to Section 161 of the Companies Act 1967 of Singapore ("**Companies Act**") and Rule 806 of the Listing Manual (Section B: Rules of Catalist) of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") ("**Catalist Rules**"), the Directors be and are hereby authorised and empowered to:

   (a) (1) allot and issue new ordinary shares in the capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or

   (2) 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) options, warrants, debentures or other instruments convertible into Shares,

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

(b) (notwithstanding the authority conferred by this Ordinary Resolution may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by the Directors while this Ordinary Resolution is in force,

provided that:

(1) the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Ordinary Resolution) and Instruments to be issued pursuant to this Ordinary Resolution shall not exceed 100% of the total issued Shares at the time of passing of this Ordinary Resolution (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares to be issued other than on a *pro rata* basis to existing shareholders of the Company shall not exceed 30% of the total issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below);

(2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares and Instruments that may be issued under sub-paragraph (1) above, the percentage of issued Shares shall be based on the Company's total issued Shares (excluding treasury shares and subsidiary holdings) at the time of the passing of this Ordinary Resolution, after adjusting for:

(i) new Shares arising from the conversion or exercise of the Instruments or any convertible securities;

(ii) new Shares arising from exercising of any share options or vesting of share awards outstanding and/or subsisting at the time of the passing of this Ordinary Resolution provided that share options or share awards (as the case may be) were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and

(iii) any subsequent bonus issue, consolidation or sub-division of Shares;

(3) in exercising the authority conferred by this Ordinary Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution of the Company; and

(4) such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier.

[See Explanatory Note (c)]

8. **Renewal of the Share Buyback Mandate** **(Resolution 7)**

THAT:

(a) for the purposes of the Catalist Rules and the Companies Act, the Directors be and are hereby authorised to exercise all the powers of the Company to purchase or otherwise acquire the Shares not exceeding in aggregate the Maximum Limit (as defined below), at such price(s) as may be determined by the Directors from time to time up to the Maximum Price (as defined below), whether by way of:

(1) market purchase(s) (each a "**Market Purchase**") on the SGX-ST; and/or

(2) off-market purchase(s) (each an "**Off-Market Purchase**") effected otherwise than on the SGX-ST in accordance with any equal access scheme(s) as may be determined or formulated by the Directors as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act; and otherwise in accordance with all other laws and regulations, including but not limited to, the provisions of the Companies Act and the Catalist Rules as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the "**Share Buyback Mandate**").

(b) unless varied or revoked by the members of the Company in a general meeting, the authority conferred on the Directors pursuant to the Share Buyback Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earlier of:

(1) the date on which the next AGM is held or required by law to be held;

(2) the date on which the purchases or acquisitions of Shares by the Company pursuant to the Share Buyback Mandate are carried out to the full extent mandated; or

(3) the date on which the authority conferred by the Share Buyback Mandate is varied or revoked.

(c) in this Resolution 7

"**Maximum Limit**" means that number of issued Shares representing 10% of the total number of issued Shares as at the date of the passing of this Resolution, unless the Company has effected a reduction of the share capital of the Company in accordance with the applicable provisions of the Companies Act, at any time during the Relevant Period, in which event the total number of Shares shall be taken to be the total number of Shares as altered. Any Shares which are held as treasury shares will be disregarded for purposes of computing the 10% limit;

"**Relevant Period**" means the period commencing from the date on which the last AGM was held and expiring on the date the next AGM is held or is required by law to be held, whichever is the earlier, after the date of this Resolution;

"**Maximum Price**", in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, stamp duties, commission, applicable goods and services tax and other related expenses) which shall not exceed:

(1) in the case of a Market Purchase, 105% of the Average Closing Price; and

(2) in the case of an Off-Market Purchase pursuant to an equal access scheme, 120% of the Average Closing Price,

where:

"**Average Closing Price**" means the average of the closing market prices of the Shares over the last 5 consecutive market days, on which transactions in the Shares were recorded, before the day on which the purchase or acquisition of Shares was made, or as the case may be, the day of the making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs after the relevant 5 market-day period;

"**day of the making of the offer**" means the day on which the Company announces its intention to make an offer for an Off-Market Purchase, 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; and

(d) the Directors of the Company and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he may consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and/or authorised by this Resolution.

[See Explanatory Note (d)]

9. **Authority to grant awards and issue shares under the Japan Foods Performance Share Plan** **(Resolution 8)**

That approval be given to the Directors to grant awards from time to time in accordance with the provisions of the Japan Foods Performance Share Plan 2023 ("**Share Plan**"), and under Section 161 of the Companies Act, to allot and issue from time to time such number of fully-paid Shares in the capital of the Company as may be required to be alloted and issued pursuant to the vesting of awards under the Share Plan, provided that the aggregate number of Shares to be allotted and issued pursuant to the Share Plan, when added to the number of Shares issued and issuable in respect of all options granted or awards granted under any other share-based incentive schemes adopted by the Company, and for the time being in force, shall not exceed 15% of the total issued and paid-up Shares (excluding treasury shares) from time to time, and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier.

[See explanatory Note (e)]

By Order of the Board

Chew Pei Tsing
Company Secretary

Singapore
7 July 2026

Explanatory Notes:

(a) Ordinary Resolution 3 is to re-elect Mr Kenichi Takahashi ("**Mr Takahashi**") who will be retiring by rotation under Regulation 101 of the Constitution of the Company.

Mr Takahashi, will upon re-election as a Director, remain as the Executive Chairman and Chief Executive Officer of the Company.

Detailed information of Mr Takahashi (including information as set out in Appendix 7F of the Catalist Rules) can be found under the "Board of Directors" and "Additional Information on Directors' Re-election and Continued Appointment" in the Company's Annual Report.

(b) Ordinary Resolution 4 is to re-elect Mr Lee Soon Sin Jason ("**Mr Lee**") who will be retiring by rotation under Regulation 101 of the Constitution of the Company.

Mr Lee, will upon re-election as a Director, remain as the Lead Independent Director, Chairman of the Audit and Risk Committee, and a member of the Nominating Committee and Remuneration Committee respectively. Mr Lee is considered independent by the Board of Directors for the purposes of Rule 704(7) of the Catalist Rules.

Detailed information of Mr Lee (including information as set out in Appendix 7F of the Catalist Rules) can be found under the "Board of Directors" and "Additional Information on Directors' Re-election and Continued Appointment" in the Company's Annual Report.

(c) Ordinary Resolution 6 will empower the Directors (from the date of this AGM until the date of the next AGM, or the date which the next AGM of the Company is required by law to be held, or such authority is varied or revoked by the Company in general meeting, whichever is the earlier), to allot and issue Shares, make or grant instruments convertible into Shares pursuant to such instruments, up to a number not exceeding, in total, 100% of the issued Shares (excluding treasury shares and subsidiary holdings) at the time of passing of this Resolution, of which up to 30% may be issued other than on a *pro-rata* basis to existing shareholders of the Company.

(d) Ordinary Resolution 7 is to renew the Share Buyback Mandate (which was first approved by shareholders at an extraordinary general meeting on 21 July 2015).

The Company intends to use internal sources of funds or borrowings or a combination of both to finance the Company's purchase or acquisition of Shares. The amount of financing required for the Company to purchase or acquire its Shares and the impact on the Company's financial position, cannot be ascertained as at the date of this Notice of AGM as these will depend on, *inter alia*, the aggregate number of Shares purchased or acquired, and the consideration paid at the relevant time. The financial effects of the purchase or acquisition of Shares by the Company pursuant to the Share Buyback Mandate on the audited consolidated financial statements of the Group for the financial year ended 31 March 2026, based on certain assumptions, are set out in the Appendix to this Annual Report. Please refer to the Appendix to this Annual Report for details.

(e) Ordinary Resolution 8 will empower the Directors (from the date of this AGM until the next AGM, or the date by which the next AGM of the Company is required by law to be held, or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier) to offer and grant awards under the Share Plan (which was approved at the extraordinary general meeting of the Company held on 20 July 2023), and to allot and issue shares in the capital of the Company pursuant to the Share Plan provided that the aggregate number of shares to be issued under the Share Plan and other share scheme(s) to be implemented by the Company (if any) does not exceed 15% of the total number of issued Shares (excluding treasury shares).

Important Notes:

1. The AGM will be held, in a wholly physical format, at **Jasmine Room, ibis Singapore on Bencoolen, 170 Bencoolen Street, Singapore 189657 on Thursday, 23 July 2026 at 3.00 p.m.**. **There will be no option for Shareholders to participate virtually**.

2. The Company's Annual Report for the financial year ended 31 March 2026, Sustainability Report, Notice of AGM and the accompanying proxy form will be published on the Company's website at https://www.jfh.com.sg//html/ir_announcements.php and/or the SGX website at https://www.sgx.com/securities/company-announcements. Printed copies of this Notice of AGM and the accompanying Proxy Form will be sent to members via post. Printed copies of the Annual Report will not be sent to members.

   A member who wishes to obtain a printed copy of the Annual Report should request the same via email to main@zicoholdings.com **no later than 5:00 p.m., on 14 July 2026 (Tuesday)**.

3. **A Shareholder (whether individual or corporate) may vote live at the AGM or may appoint a proxy, including the Chairman of the AGM, to attend, speak and vote on his/her/its behalf at the AGM if such Shareholder wishes to exercise his/her/its voting rights at the AGM**. The Proxy Form for the AGM will be sent to members via post and may be accessed at the Company's website at https://www.jfh.com.sg//html/ir_announcements.php or also at the SGXNet at https://www.sgx.com/securities/company-announcements. Where a Shareholder (whether individual or corporate) appoints the Chairman of the AGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the Proxy Form, failing which the appointment of proxy for that resolution will be treated as invalid. In addition, if no specific direction as to voting is given for the individual(s) named above, the proxy/proxies will vote or abstain from voting at his/her/their discretion, as he/she/they will on any other matter arising at the AGM or at any adjournment thereof.

   Only Shareholders of the Company or their appointed proxy(ies) who have been successfully verified will be entitled to attend the AGM.

4. A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote at the AGM. Where such member's Proxy Form appoints more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument. If no such proportion or number is specified, the first named proxy shall be deemed to represent 100% of his/her shareholding and the second named proxy shall be deemed an alternate to the first named.

5. A member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's Proxy Form appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument.

6. "**Relevant intermediary**" has the meaning ascribed to it in Section 181(6) of the Companies Act 1967.

7. CPF / SRS investors who wish to exercise their votes should approach the CPF Agent Bank or SRS Operators (as the case may be) to submit their votes **at least seven (7) working days before the AGM (i.e. by 5.00 p.m., on 13 July 2026)** in order to allow sufficient time for their respective relevant intermediaries to submit a Proxy Form to vote on their behalf by the cut-off date.

8. Shareholders or their appointed proxy (other than the Chairman of the AGM) may speak and raise questions at the AGM. Shareholders of the Company (including CPF and SRS investors) are also encouraged to submit questions related to the resolutions to be tabled for approval at the AGM, in advance of the AGM in the following manner **no later than 5:00 p.m., on 15 July 2026 (Wednesday)**:

   (a) by email to the Company's Share Registrar, B.A.C.S. Private Limited at main@zicoholdings.com; or

   (b) by post and be deposited with the Company's Share Registrar at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896.

9. Shareholders who submit questions via email or by post to the Company must provide the following information:

   (a) the Shareholder's full name;

   (b) the Shareholder's identification number (i.e. NRIC/Passport Numbers/Company Registration Numbers);

   (c) the Shareholder's contact number and email address; and

   (d) the number and manner in which the Shareholder holds shares in the Company (e.g. via CDP, CPF or SRS).

   Any question without these identification details will not be entertained.

10. The Company will endeavour to address the substantial and relevant questions received from Shareholders in advance of the AGM by publishing its responses on SGXNet and the Company's website at https://www.jfh.com.sg//html/ir_announcements.php, **on 17 July 2026 (Friday) after trading hours**.

11. The Company's responses to other questions addressed during the AGM, or follow-up questions on substantial and relevant matters received prior to the AGM will be published on SGXNet and the Company's website at https://www.jfh.com.sg//html/ir_announcements.php, together with the minutes of the AGM within one (1) month after the date of the AGM.

12. A proxy, including the Chairman of the AGM, need not be a Shareholder of the Company.

13. The Proxy Form must be submitted through any one of the following means:

   (a) by depositing a physical copy at the Company's Share Registrar's office at B.A.C.S. Private Limited, 77 Robinson Road, #06-03 Robinson 77, Singapore 068896; or

   (b) by sending a copy of the completed and executed Proxy Form via email to the Company's Share Registrar, B.A.C.S. Private Limited at main@zicoholdings.com, in each case, **no later than 3:00 p.m., on 20 July 2026 (Monday)** (being not less than seventy-two (72) hours before the time fixed for the AGM).

14. In the case of submission of the Proxy Form, the Proxy Form must be executed under the hand of the appointor or of his attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed under its common seal or under the hand of its officer or attorney duly authorised. Where the Proxy Form is signed on behalf of the appointor by an attorney, the power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the Proxy Form, failing which the Proxy Form may be treated as invalid.

15. A corporation which is a Shareholder may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative with respect to the AGM, in accordance with Section 179 of the Companies Act and the person so authorised shall upon production of a copy of such resolution certified by a director of the corporation to be a true copy, be entitled to exercise the powers on behalf of the corporation so represented as the corporation could exercise in person if it were an individual.

16. The Company shall be entitled to reject the Proxy Form if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the Proxy Form.

17. In the case of a Shareholder of the Company whose shares are entered against his/her name in the Depository Register, the Company may reject any Proxy Form if the Shareholder, being the appointor, is not shown to have shares entered against his/her name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

Personal data privacy:

By submitting an instrument appointing proxy(ies) and/or representative to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of the appointment of proxy(ies) and/or representative of the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.

JAPAN FOODS HOLDING LTD.

(UEN 200722314M)
(Incorporated in the Republic of Singapore)

IMPORTANT

This Proxy Form is not valid for use by investors who hold shares in the Company through relevant intermediaries (as defined in Section 181 of the Companies Act 1967) including CPF/SRS Investors, and shall be ineffective for all intents and purposes if used or purported to be used by them. Such investors (including CPF/SRS Investors), if they wish to vote, should contact their respective relevant intermediaries as soon as possible to specify voting instructions. CPF/SRS Investors should approach their respective CPF Agent Bank or SRS Agent Bank (as the case may be) at least 7 working days before the AGM (i.e by 5.00 p.m. on 13 July 2026) to specify voting instructions.

PROXY FORM
ANNUAL GENERAL MEETING

(Please see notes overleaf before completing this Form)

I/We, _____ (Name), NRIC/Passport No./Co. Reg. No. _____

of _____ (Address)

being a *Shareholder/Shareholders of **Japan Foods Holding Ltd.** (the "**Company**") hereby appoint:

Name	**NRIC/Passport Number**	**Proportion of Shareholdings**	
		No. of Shares	**%**
Address			

and/or*

Name	**NRIC/Passport Number**	**Proportion of Shareholdings**	
		No. of Shares	**%**
Address			

or failing him/her, the Chairman of the Annual General Meeting (the "**AGM**") of the Company as *my/our proxy/proxies to attend and to vote for *me/us on *my/our behalf at the AGM of the Company to be held at **Jasmine Room, ibis Singapore on Bencoolen, 170 Bencoolen Street, Singapore 189657 on Thursday, 23 July 2026 at 3:00 p.m.** and at any adjournment thereof.

Please note that where the Chairman of the AGM is appointed as proxy, the Proxy Form appointing the Chairman of the AGM must be directed, i.e., the member must indicate for each resolution whether the Chairman of the AGM is directed to vote "for" or "against" or "abstain" from voting. If no specific direction as to voting is given, the appointment of the Chairman of the AGM as proxy for the resolution will be treated as invalid at the AGM and at any adjournment thereof. In addition, if no specific direction as to voting is given for the individual(s) named above, the proxy/proxies will vote or abstain from voting at his/her/their* discretion, as he/she/they* will on any other matter arising at the AGM and at any adjournment thereof.

The Ordinary Resolutions put to the vote at the AGM shall be decided by way of poll.

No.	**Resolutions Relating to:**	**For****	**Against****	**Abstain****
	Ordinary Business			
1.	Directors' Statement and the Audited Financial Statements for the financial year ended 31 March 2026, together with the Independent Auditors' Report.			
2.	Approval of payment of Directors' fees of S$164,000. (2025: S$163,286)			
3.	Re-election of Mr Kenichi Takahashi as a Director.			
4.	Re-election of Mr Lee Soon Sin Jason as a Director.			
5.	Re-appointment of CLA Global TS Public Accounting Corporation as auditor of the Company.			
	Special Business			
6.	Authority to allot and issue shares in the capital of the Company and/or instruments pursuant to Section 161 of the Companies Act 1967 of Singapore.			
7.	Renewal of the Share Buyback Mandate.			
8.	Authority to grant awards and issue shares under the Japan Foods Performance Share Plan.			

* *Delete where inapplicable*

** *If you wish to exercise all your votes "**For**" or "**Against**", please indicate with a tick (✓) in the "**For**" or "**Against**" box. Alternatively, please indicate the number of votes "**For**" or "**Against**" as appropriate in each resolution. If you wish to "**Abstain**" from voting on a resolution, please indicate with a tick (✓) in the "**Abstain**" box. Alternatively, please indicate the number of shares which you wish to abstain from voting.*

Dated this _____ day _____ 2026

Total Number of Shares in:	**No. of Shares**
CDP Register	
Register of Members	

_____

Signature of Shareholder(s)/Common Seal of Corporate Shareholder

IMPORTANT: PLEASE READ NOTES OVERLEAF

Notes: -

1. The Annual General Meeting (the "**AGM**") of the Company will be held at **Jasmine Room, ibis Singapore on Bencoolen, 170 Bencoolen Street, Singapore 189657 on Thursday, 23 July 2026 at 3.00 p.m.. There will be no option for Shareholders to participate virtually**.

2. Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (as defined in Section 81SF of Securities and Futures Act 2001 of Singapore or any statutory modification thereof, as the case may be), you should insert that number of shares. If you have shares registered in your name in the Register of Members, you should insert that number of shares. If you have shares entered against your name in the Depository Register and the Register of Members, you should insert the aggregate number of shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing the proxy shall be deemed to relate to all the shares held by you.

3. The Notice of AGM, this Proxy Form and the Annual Report 2026 may be accessed on SGXNet at https://www.sgx.com/securities/company-announcements or the Company's corporate website at https://www.jfh.com.sg//html/ir_announcements.php. Printed copies of the Notice of AGM and this Proxy Form will be sent to members via post.

4. A Shareholder (whether individual or corporate) may vote live at the AGM or may appoint a proxy, including the Chairman of the AGM, to attend, speak and vote on his/her/its behalf at the AGM if such Shareholder wishes to exercise his/her/its voting rights at the AGM. Where a Shareholder (whether individual or corporate) appoints the Chairman of the AGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the Proxy Form, failing which the appointment of proxy for that resolution will be treated as invalid. In addition, if no specific direction as to voting is given for the individual(s) named above, the proxy/proxies will vote or abstain from voting at his/her/their discretion, as he/she/they will on any other matter arising at the AGM or at any adjournment thereof.

   Only Shareholders of the Company or their appointed proxy(ies) who have been successfully verified will be entitled to attend the AGM.

5. A member who is not a Relevant Intermediary* is entitled to appoint not more than two (2) proxies. Where such member's instrument appointing a proxy(ies) appoints more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument. If no such proportion or number is specified, the first named proxy shall be deemed to represent 100% of his/her/their shareholding and the second named proxy shall be deemed an alternate to the first named.

6. A member of the Company who holds his/her/its shares through a Relevant Intermediary* (including CPFIS Members or SRS investors) and who wish to exercise his/her/its votes should approach his/her/its Relevant Intermediary (including his/her CPF Agent Bank or SRS Approved Bank) to submit his/her/its voting instructions **at least seven (7) working days prior to the date of the AGM (i.e. by 5:00 p.m., on 13 July 2026 (Monday)**.

   *A Relevant Intermediary has the meaning ascribed to it in Section 181(6) of the Companies Act 1967.

7. Shareholders or their appointed proxy (other than the Chairman of the AGM) may speak and raise questions at the AGM. Shareholders of the Company (including CPF and SRS investors) are also encouraged to submit questions related to the resolutions to be tabled for approval at the AGM, in advance of the AGM in the following manner **no later than 5:00 p.m., on 15 July 2026 (Wednesday)**:

   (a) by email to the Company's Share Registrar, B.A.C.S. Private Limited at main@zicoholdings.com; or

   (b) by post and be deposited with the Company's Share Registrar at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896.

8. Shareholders who submit questions via email or by post to the Company must provide the following information:

   (a) the Shareholder's full name;

   (b) the Shareholder's identification number (i.e. NRIC/Passport Number/Company Registration Number);

   (c) the Shareholder's contact number and email address; and

   (d) the number and the manner in which the Shareholder holds shares in the Company (e.g. via CDP, CPF or SRS).

9. A proxy, including the Chairman of the AGM, need not be a Shareholder of the Company.

10. The Proxy Form must be submitted through any one of the following means:

    (a) by depositing a physical copy at the Company's Share Registrar's office at B.A.C.S. Private Limited, 77 Robinson Road, #06-03 Robinson 77, Singapore 068896; or

    (b) by sending a copy of the completed and executed Proxy Form via email to the Company's Share Registrar, B.A.C.S. Private Limited at main@zicoholdings.com, in each case, **no later than 3:00 p.m., on 20 July 2026 (Monday)** (being not less than seventy-two (72) hours before the time fixed for the AGM).

11. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative with respect to the AGM, in accordance with Section 179 of the Companies Act 1967 of Singapore and the person so authorised shall upon production of a copy of such resolution certified by a director of the corporation to be a true copy, be entitled to exercise the powers on behalf of the corporation so represented as the corporation could exercise in person if it were an individual.

12. Where the Proxy Form is executed by an individual, it must be executed under the hand of the individual or his attorney duly authorised. Where the Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised.

13. Where the Proxy Form is executed under the hand of an attorney duly authorised, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the Proxy Form, failing which the Proxy Form may be treated as invalid.

14. The Company shall be entitled to reject a Proxy Form if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing the proxy. In addition, in the case of Shareholders of the Company whose shares are entered against their names in the Depository Register, the Company may reject such Proxy Form(s) if the Shareholders are not shown to have shares entered against their names in the Depository Register seventy-two (72) hours before the time appointed for holding the AGM as certified by The Central Depository (Pte) Limited to the Company.

15. A Depositor shall not be regarded as a Shareholder of the Company entitled to attend the AGM and vote thereat unless his/her/its name appears on the Depository Register seventy-two (72) hours before the time appointed for holding the AGM.

PERSONAL DATA PRIVACY

By submitting an instrument appointing proxy(ies) to vote at the AGM and/or any adjournment thereof, a Shareholder of the Company accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 7 July 2026.

DRIVING QUALITY GROWTH

JAPAN FOODS HOLDING LTD.
ANNUAL REPORT 2026

INCORPORATED IN THE REPUBLIC OF SINGAPORE
ON 3 DECEMBER 2007 (UEN: 200722314M)
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