

**GSS ENERGY LIMITED**

(The “Company”)



**Unaudited Condensed Financial Statements  
For the Twelve Months  
Ended 31 December 2024**

**1 March 2025**

**Company Registration Number: 201432529C**

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Note:

- Discrepancies in numbers in all tables are due to rounding.

**A. CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME**

- (i) An income statement and statement of comprehensive income, or a statement of comprehensive income, for the group, together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Note <sup>1</sup>	6 months ended 31 December			Group 12 months ended 31 December		
		2024 Unaudited S\$'000	2023 Unaudited S\$'000	Change %	2024 Unaudited S\$'000	2023 Audited S\$'000	Change %
<b>Revenue</b>	8(ii)	47,419	59,216	(19.92)	99,878	118,198	(15.50)
Cost of Sales		(43,803)	(53,445)	(18.04)	(91,437)	(106,386)	(14.05)
<b>Gross Profit</b>	8(iii)	3,616	5,771	(37.34)	8,441	11,812	(28.54)
<b>Other items of income</b>							
Other income and gains	8(iv)	654	303	>100.00	935	802	16.58
<b>Other items of expense</b>							
Selling and distribution expenses		(5,595)	(5,988)	(6.56)	(10,767)	(11,610)	(7.26)
Administrative expenses		(2,347)	(2,455)	(4.40)	(4,954)	(4,896)	1.18
Other losses	8(v)	(7,840)	(2,367)	>100.00	(7,924)	(2,367)	>100.00
<b>Loss from operations</b>		(11,512)	(4,736)	>100.00	(14,269)	(6,259)	>100.00
Finance costs	8(vi)	(1,075)	(1,166)	(7.80)	(2,044)	(1,875)	9.01
<b>Loss before income tax</b>		(12,587)	(5,902)	81.14	(16,313)	(8,134)	77.26
Income tax expense	8(vii)	(38)	62	NM*	(308)	(796)	(61.31)
<b>Loss for the financial period/year</b>		<b>(12,625)</b>	<b>(5,840)</b>	>100.00	<b>(16,621)</b>	<b>(8,930)</b>	86.13
<i>Items that may be reclassified subsequently to profit or loss</i>							
Remeasurement of defined benefit pension scheme	8(viii)	60	90	(33.33)	(6)	90	NM*
Exchange differences arising from translation of foreign operations		(103)	(762)	(86.48)	560	(990)	NM*
<b>Other comprehensive (loss) income for the financial period/year, net of tax</b>		(43)	(672)	(93.60)	554	(900)	NM*
<b>Total comprehensive loss for the financial period/year</b>		<b>(12,668)</b>	<b>(6,512)</b>	94.53	<b>(16,067)</b>	<b>(9,830)</b>	63.45
<b>Loss attributable to:</b>							
Owners of the parent		(11,846)	(5,723)	>100.00	(15,764)	(8,792)	79.30
Non-controlling interests		(779)	(117)	>100.00	(857)	(138)	>100.00
		<b>(12,625)</b>	<b>(5,840)</b>	>100.00	<b>(16,621)</b>	<b>(8,930)</b>	86.13
<b>Total comprehensive loss attributable to:</b>							
Owners of the parent		(11,916)	(6,423)	85.52	(15,223)	(9,724)	56.55
Non-controlling interests		(752)	(89)	>100.00	(844)	(106)	>100.00
		<b>(12,668)</b>	<b>(6,512)</b>	94.53	<b>(16,067)</b>	<b>(9,830)</b>	63.45

\*NM – not meaningful

<sup>1</sup> Please refer to Section F (Other information required by Appendix 7C to the Catalyst Rules) of this announcement.

**A.**  
**(ii) Other information**

	Note <sup>2</sup>	Group					
		6 months ended 31 December			12 months ended 31 December		
		2024	2023	Change	2024	2023	Change
		Unaudited	Unaudited	%	Unaudited	Audited	%
		S\$'000	S\$'000		S\$'000	S\$'000	
Inventories written off	8(x)	(852)	-	NM*	(859)	-	NM*
Amortisation of intangible assets	8(xi)	(173)	(84)	>100.00	(280)	(220)	27.27
Amortisation of land use rights		(25)	(25)	-	(51)	(52)	(1.92)
Amortisation of right-of-use assets		(1,552)	(1,907)	(18.62)	(3,187)	(3,393)	(6.07)
Depreciation of property, plant and equipment	8(xii)	(1,947)	(1,459)	33.45	(3,716)	(3,292)	12.88
Finance costs	8(vi)	(1,075)	(1,166)	(7.80)	(2,044)	(1,875)	9.01
Foreign exchange gain (loss), net		116	(303)	NM*	33	(93)	NM*
Government incentive	8(iv)	284	109	>100.00	284	109	>100.00
Loss allowance on trade receivables	8(xiii)	(995)	(2,274)	(56.24)	(995)	(2,274)	(56.24)
Impairment loss of Goodwill	8(v)	(6,395)	-	NM*	(6,395)	-	NM*
Interest income	8(iv)	68	81	(16.05)	128	123	4.07
Share option expenses	8(xiv)	-	(36)	(100.00)	(13)	(74)	(82.43)

<sup>2</sup> Please refer to Section F (*Other information required by Appendix 7C to the Catalyst Rules*) of this announcement.

## B. CONDENSED STATEMENTS OF FINANCIAL POSITION

(i) A statement of financial position (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year.

		31 December 2024 S\$'000 Unaudited	Group 31 December 2023 S\$'000 Audited	Change %	31 December 2024 S\$'000 Unaudited	Company 31 December 2023 S\$'000 Audited	Change %
	Note <sup>3</sup>						
<b>ASSETS</b>							
<b>Non-current assets</b>							
Property, plant and equipment	8(xvi)	22,682	22,614	0.30	-	-	NM*
Intangible assets	8(xvii)	3,396	3,169	7.16	-	-	NM*
Land use rights		1,064	1,109	(4.06)	-	-	NM*
Right-of-use assets	8(xviii)	9,143	12,290	(25.61)	-	-	NM*
Investment in subsidiaries		-	-	NM*	16,337	16,399	(0.38)
Goodwill	8(v)	112	6,507	(98.28)	-	-	NM*
Other assets		195	-	NM*	182	-	NM*
Deferred tax assets	8(xix)	792	699	13.30	-	-	NM*
Other receivables		-	-	NM*	6,250	6,250	0.00
<b>Total non-current assets</b>		<b>37,384</b>	<b>46,388</b>	<b>(19.41)</b>	<b>22,769</b>	<b>22,649</b>	<b>0.53</b>
<b>Current assets</b>							
Inventories	8(xx)	15,897	18,295	(13.11)	-	-	NM*
Trade and other receivables	8(xxii)	25,600	22,462	13.97	5,747	783	>100.00
Other non-financial assets	8(xxii)	2,435	2,088	16.62	244	5	>100.00
Cash and cash equivalents	8(xxiii)	9,034	14,883	(39.30)	4	107	(96.26)
<b>Total current assets</b>		<b>52,966</b>	<b>57,728</b>	<b>(8.25)</b>	<b>5,995</b>	<b>895</b>	<b>&gt;100.00</b>
<b>Total assets</b>		<b>90,350</b>	<b>104,116</b>	<b>(13.22)</b>	<b>28,764</b>	<b>23,544</b>	<b>22.17</b>
<b>EQUITY AND LIABILITIES</b>							
<b>Equity attributable to owners of the parent</b>							
Share capital		66,666	66,666	0.00	66,666	66,666	0.00
Accumulated losses		(39,483)	(23,782)	66.02	(42,842)	(46,887)	(8.63)
Other reserves		6,054	93	>100.00	74	135	(45.19)
		33,237	42,977	(22.66)	23,898	19,914	20.01
Non-controlling interests		(2,291)	(1,472)	55.64	-	-	NM*
<b>Total equity</b>		<b>30,946</b>	<b>41,505</b>	<b>(25.44)</b>	<b>23,898</b>	<b>19,914</b>	<b>20.01</b>
<b>Current liabilities</b>							
Current income tax payable	8(xxiv)	1	40	(97.50)	-	-	NM*
Loan and borrowings	8(xxv)	14,761	21,261	(30.57)	-	-	NM*
Lease liabilities	8(xxvi)	2,668	3,322	(19.69)	-	-	NM*
Trade and other payables	8(xxvii)	33,273	25,385	31.07	4,866	3,630	34.05
<b>Total current liabilities</b>		<b>50,703</b>	<b>50,008</b>	<b>1.39</b>	<b>4,866</b>	<b>3,630</b>	<b>34.05</b>
<b>Non-current liabilities</b>							
Deferred tax liabilities	8(xxviii)	263	284	(7.39)	-	-	NM*
Loan and borrowings	8(xxv)	2,669	4,729	(43.56)	-	-	NM*
Lease liabilities	8(xxvi)	3,378	5,363	(37.01)	-	-	NM*
Other payables	8(xxvii)	12	26	(53.85)	-	-	NM*
Retirement benefit obligations		2,379	2,201	8.09	-	-	NM*
<b>Total non-current liabilities</b>		<b>8,701</b>	<b>12,603</b>	<b>(30.96)</b>	<b>-</b>	<b>-</b>	<b>NM*</b>
<b>Total liabilities</b>		<b>59,404</b>	<b>62,611</b>	<b>(5.12)</b>	<b>4,866</b>	<b>3,630</b>	<b>34.05</b>
<b>Total equity and liabilities</b>		<b>90,350</b>	<b>104,116</b>	<b>(13.22)</b>	<b>28,764</b>	<b>23,544</b>	<b>22.17</b>

\*NM – not meaningful

<sup>3</sup> Please refer to Section F (Other information required by Appendix 7C to the Catalyst Rules) of this announcement.

**B.**  
**(ii) Aggregate amount of group's borrowing and debt securities as at the end of the current financial period reported on with comparative figures as at the end of the immediately preceding financial year.**

**Amount repayable in one year or less**

<b>As at 31 December 2024</b>		<b>As at 31 December 2023</b>	
<b>Secured</b>	<b>Unsecured</b>	<b>Secured</b>	<b>Unsecured</b>
<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
-	14,761	-	21,261

**Amount repayable after one year**

<b>As at 31 December 2024</b>		<b>As at 31 December 2023</b>	
<b>Secured</b>	<b>Unsecured</b>	<b>Secured</b>	<b>Unsecured</b>
<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
-	2,669	-	4,729

**Details of any collateral**

The bank loans and invoice financing of subsidiaries are secured by corporate guarantees provided by the Company.

For the avoidance of doubt, the Group does not classify bank loans and invoice financing which are secured by corporate guarantees as secured borrowings as they are not tied to any specific asset of the Group.

As at 31 December 2024, one of the Group's subsidiaries was not in compliance with the covenants set out in certain of its banking facilities, namely falling to meet the minimum requirement of total equity and debt service coverage ratio. The Company notified the relevant banks of this situation, and they have agreed to continue supporting the Group for the time being while monitoring its business and financial performance going forward. All loans associated with these covenants have been classified under current liabilities as of the reporting date of this announcement.

## C. CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

A statement of cash flows (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Group			
	6 months ended		12 months ended	
	31 December 2024 Unaudited S\$'000	31 December 2023 Audited S\$'000	31 December 2024 Unaudited S\$'000	31 December 2023 Audited S\$'000
<b>Operating activities</b>				
Loss before income tax	(12,587)	(5,902)	(16,313)	(8,134)
Adjustments for:				
Inventories written off	852	-	859	-
Amortisation of intangible assets	173	84	280	220
Amortisation of land use rights	25	25	51	52
Amortisation of right-of-use assets	1,552	1,907	3,187	3,393
Depreciation of property, plant and equipment	1,947	1,459	3,716	3,292
Finance costs	1,075	1,166	2,044	1,875
Gain on disposal of property, plant and equipment	5	-	5	-
Property, plant and equipment written off	13	-	30	-
Loss allowance on trade receivables	995	2,274	995	2,274
Interest income	(68)	(81)	(128)	(123)
Impairment loss of Goodwill	6,395	-	6,395	-
Share option expenses	-	36	13	74
Unrealised exchange difference	(1,566)	(986)	(1,257)	(609)
<b>Operating cash flows before working capital changes</b>	(1,189)	(18)	(123)	2,314
<b>Working capital changes</b>				
Inventories	625	7,459	862	12,087
Trade and other receivables	3,104	7,140	2,663	(13,404)
Other non-financial assets	538	1,704	(348)	1,775
Trade and other payables	(1,632)	(2,648)	6,583	(4,035)
Provision for retirement benefit obligations	(6)	90	(6)	90
<b>Cash generated from/(used in) operations</b>	1,440	13,727	9,631	(1,173)
Interest received	69	50	91	77
Income tax paid	(63)	(354)	(308)	(1,577)
<b>Net cash generated from/(used in) operating activities</b>	1,446	13,423	9,414	(2,673)
<b>Investing activities</b>				
Acquisition of short-term investments	-	(937)	(2,735)	(4,519)
Proceeds from disposal of short-term investments	2,084	3,081	2,772	4,565
Acquisition of other assets	(195)	-	(195)	-
Purchase of intangible assets	(113)	(1,947)	(426)	(1,947)
Purchase of property, plant and equipment	(1,015)	(1,106)	(2,258)	(1,810)
Acquisition of investment in an associate	-	3	-	-
<b>Net cash generated by/(used in) investing activities</b>	761	(906)	(2,842)	(3,711)

	Group			
	6 months ended		12 months ended	
	31 December	31 December	31 December	31 December
	2024	2023	2024	2023
Unaudited	Audited	Unaudited	Audited	
S\$'000	S\$'000	S\$'000	S\$'000	
<b>Financing activities</b>				
Cash restricted in use	(13)	(351)	(13)	(351)
Proceeds from bank loans	21,387	42,544	46,926	94,016
Repayment of bank loans	(24,068)	(48,034)	(56,000)	(82,065)
Loan from director	1,900	-	1,900	-
Repayment of loan to director	(100)	-	(100)	-
Repayments of principal of lease liabilities	(1,746)	(1,835)	(3,388)	(3,595)
Repayment of interest of lease liabilities	(94)	(439)	(239)	(439)
Interest paid	(981)	(727)	(1,805)	(1,436)
<b>Net cash (used in)/generated from financing activities</b>	<b>(3,715)</b>	<b>(8,842)</b>	<b>(12,719)</b>	<b>6,130</b>
<i>Net (decrease)/increase in cash and cash equivalents</i>	(1,508)	3,675	(6,147)	(254)
<i>Effect of foreign exchange rate changes in cash and cash equivalents</i>	150	(267)	285	(365)
<i>Cash and cash equivalents at beginning of period/year</i>	10,028	11,124	14,532	15,151
<b>Cash and cash equivalents at end of the period/year</b>	<b>8,670</b>	<b>14,532</b>	<b>8,670</b>	<b>14,532</b>



**D. CONDENSED STATEMENTS OF CHANGES IN EQUITY**

(i) A statement (for the issuer and group) showing either (a) all changes in equity or (b) changes in equity other those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Share capital	Rights issue reserve	Statutory reserve fund	Currency translation reserves	Share options reserves	Accumulated losses	Other reserve	Attributable to parent sub-total	Non-controlling interest	Total equity
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
<b>The Group</b>										
<b>Balance as at 1 January 2024</b>	66,666	-	1,473	(1,637)	135	(23,782)	122	42,977	(1,472)	41,505
<b>Changes in Equity:</b>										
Total comprehensive loss for the year	-	-	-	-	-	(15,764)	-	(15,764)	(857)	(16,621)
Remeasurement of defined benefit scheme	-	-	-	-	-	(6)	-	(6)	-	(6)
Exchange differences arising from translation of foreign operations	-	-	-	547	-	-	-	547	13	560
Transferred to retained earnings	-	-	-	-	(74)	74	-	-	-	-
Share option expenses	-	-	-	-	13	-	-	13	-	13
Subscription of rights shares	-	5,677	-	-	-	-	-	5,677	-	5,677
Share issuance expenses	-	(207)	-	-	-	-	-	(207)	-	(207)
Capital contribution by non-controlling shareholder	-	-	-	-	-	-	-	-	25	25
Transfer to statutory reserve	-	-	5	-	-	(5)	-	-	-	-
<b>Balance as at 31 December 2024</b>	<b>66,666</b>	<b>5,470</b>	<b>1,478</b>	<b>(1,090)</b>	<b>74</b>	<b>(39,483)</b>	<b>122</b>	<b>33,237</b>	<b>(2,291)</b>	<b>30,946</b>

	Share capital	Rights issue reserve	Statutory reserve fund	Currency translation reserves	Share options reserves	Accumulated losses	Other reserve	Attributable to parent sub-total	Non-controlling interest	Total equity
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
<b>Balance as at 1 January 2023</b>	66,666	-	1,473	(615)	3,801	(18,820)	122	52,627	(1,366)	51,261
<b>Changes in Equity:</b>										
Total comprehensive loss for the year	-	-	-	-	-	(8,792)	-	(8,792)	(138)	(8,930)
Remeasurement of defined benefit scheme	-	-	-	-	-	90	-	90	-	90
Exchange differences arising from translation of foreign operations	-	-	-	(1,022)	-	-	-	(1,022)	32	(990)
Transferred to retained earnings	-	-	-	-	(3,740)	3,740	-	-	-	-
Share option expenses	-	-	-	-	74	-	-	74	-	74
<b>Balance as at 31 December 2023</b>	66,666	-	1,473	(1,637)	135	(23,782)	122	42,977	(1,472)	41,505

**D.**  
**(i) Condensed statement of changes in equity (cont'd)**

	Share capital	Rights issue reserve	Share options reserves	Accumulated losses	Total
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
<b><u>The Company</u></b>					
<b>Balance as at 1 January 2024</b>	66,666	-	135	(46,887)	19,914
<b>Changes in equity:</b>					
Total comprehensive loss for the year	-	-	-	(1,425)	(1,425)
Share-based payments plan value of employee services	-	-	13	-	13
Expiry of share options	-	-	(74)	-	(74)
Subscription of rights shares	-	5,677	-	-	5,677
Share issuance expenses	-	(207)	-	-	(207)
<b>Balance as at 31 December 2024</b>	66,666	5,470	74	(48,312)	23,898
<b>Balance at 1 January 2023</b>	66,666	-	3,801	(49,315)	21,152
<b>Changes in equity:</b>					
Total comprehensive loss for the year	-	-	-	(1,297)	(1,297)
Share-based payments plan value of employee services	-	-	59	-	59
Expiry of share options	-	-	(3,725)	3,725	-
<b>Balance as at 31 December 2023</b>	66,666	-	135	(46,887)	19,914

## **E. NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

### **1. Corporate information**

GSS Energy Limited (the “**Company**” or “**GSS**”) is a public company limited by shares incorporated and domiciled in Singapore. The Company has been listed on the Catalist board of Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) since 12 February 2015. The Company’s registration number is 201432529C. Its registered office is at 141 Cecil Street, #07-06 Tung Ann Association Building, Singapore 069541 and its principal place of business is at Blk 4012 Ang Mo Kio Ave 10, #05-01 Techplace 1, Singapore 569628.

The principal activities of the Group are:

- (a) manufacture and sale of microshafts and other precision parts;
- (b) assembly of mechanisms used in computers and a range of electronic products;
- (c) sale and distribution of consumer electronics and other products;
- (d) manufacture and distribution of motor bike;
- (e) investment in electronic vehicles (“EV”) sector, market and promote EV total solution including providing advisory or solution on manufacture and assemble electric bikes, swapping and charging stations and software development; and
- (f) investing in oil and gas exploration through associated company.

### **2. Basis of Preparation**

The condensed financial statements for the twelve months ended 31 December 2024 have been prepared in accordance with Singapore Financial Reporting Standards (International) (“SFRS(I)”) 1- 34 *Interim Financial Reporting* issued by the Accounting Standards Council Singapore. The condensed financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group’s financial position and performance of the Group since the last annual financial statements for the year ended 31 December 2023.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s, except for the adoption of new and amended standards as set out in Note 2.1.

#### **2.1 New and amended standards adopted by the Group**

On 1 January 2024, the Group adopted new and amended SFRS(I) and interpretations to SFRS(I) (“INT SFRS(I)”) that are mandatory for application for the financial period. The adoption of these new or amended SFRS(I) and INT SFRS(I) did not result in material changes to the Group’s accounting policies and had no material effect on the amounts reported for the current financial year.

#### **2.2 Use of estimates and judgements**

In preparing the condensed financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgements made by management in applying the Group’s accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the year ended 31 December 2024.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

### **3. Seasonal operations**

The Group’s businesses were not affected significantly by seasonal or cyclical factors during the financial year.

#### 4. Segment and revenue information

The strategic business units offer different products and services, and are managed separately because they require different technology and marketing strategies. For each of the strategic business units, the Group's Chief Executive Officer and the Group's Chief Financial Officer review internal management reports at least on a half yearly basis.

The Group has three (3) reportable segments, being Mechanisms, Microshafts and Electric Vehicle.

##### 4.1 Reportable segments

Segments	Mechanisms S\$'000	Microshafts S\$'000	Electric Vehicle S\$'000	Unallocated segment S\$'000	Eliminations S\$'000	Group S\$'000
<b>2H2024</b>						
<b>Revenue</b>						
External customers	39,621	7,793	5	-	-	47,419
Intersegment revenues	8,194	1,063	96	90	(9,443)	-
Total revenue	<u>47,815</u>	<u>8,856</u>	<u>101</u>	<u>90</u>	<u>(9,443)</u>	<u>47,419</u>
<b>Results</b>						
Operating (loss)/profit	(6,510)	(585)	(9,827)	(540)	5,882	(11,580)
Interest income						68
Finance costs						(1,075)
Income tax expenses						<u>(38)</u>
Loss from continuing operations						<u><b>(12,625)</b></u>
<b>2H2024</b>						
<b>Other segment information</b>						
Addition to property, plant and equipment	827	26	162	-	-	1,015
Addition to intangible assets	-	-	113	-	-	113
Depreciation and amortisation	(2,593)	(535)	(569)	-	-	(3,697)
Impairment loss of Goodwill	-	-	(6,395)	-	-	<u>(6,395)</u>
<b>2H2023</b>						
<b>Revenue</b>						
External customers	51,138	8,142	(64)	-	-	59,216
Intersegment revenues	6,400	1,102	104	90	(7,696)	-
Total revenue	<u>57,538</u>	<u>9,244</u>	<u>40</u>	<u>90</u>	<u>(7,696)</u>	<u>59,216</u>
<b>Results</b>						
Operating profit/(loss)	1,550	(245)	(2,201)	(679)	(3,118)	(4,693)
Interest income						81
Finance costs						(1,166)
Income tax expenses						<u>(62)</u>
Loss from continuing operations						<u><b>(5,840)</b></u>

Segments	Mechanisms S\$'000	Microshafts S\$'000	Electric Vehicle S\$'000	Unallocated segment S\$'000	Eliminations S\$'000	Group S\$'000
<b>2H2023</b>						
<b>Other segment information</b>						
Addition to property, plant and equipment	208	39	859	-	-	1,106
Addition to intangible assets	4	-	1,943	-	-	1,947
Depreciation and amortisation	(2,709)	(549)	(215)	(2)	-	(3,475)
<b>FY2024</b>						
<b>Revenue</b>						
External customers	82,578	17,276	24	-	-	99,878
Intersegment revenues	16,705	2,165	447	180	(19,497)	-
Total revenue	99,283	19,441	471	180	(19,497)	99,878
<b>Results</b>						
Operating (loss)/profit	(5,768)	(814)	(11,788)	(1,206)	5,179	(14,397)
Interest income						128
Finance costs						(2,044)
Income tax expenses						(308)
Loss from continuing operations						<b>(16,621)</b>
<b>As at 31 December 2024</b>						
<b>Segment assets and liabilities</b>						
Segment assets	58,392	18,627	7,217	6,114	-	90,350
Segment liabilities	50,275	4,588	2,203	2,338	-	59,404
<b>FY2024</b>						
<b>Other segment information</b>						
Addition to property, plant and equipment	1,869	127	262	-	-	2,258
Addition to intangible assets	-	-	426	-	-	426
Depreciation and amortisation	(5,301)	(1,101)	(830)	(2)	-	(7,234)
Impairment loss of goodwill	-	-	(6,395)	-	-	(6,395)

Segments	Mechanisms	Microshafts	Electric Vehicle	Unallocated segment	Eliminations	Group
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000

**FY2023  
Revenue**

External customers	100,211	17,945	42	-	-	118,198
Intersegment revenues	16,966	2,171	104	180	(19,421)	-
Total revenue	117,177	20,116	146	180	(19,421)	118,198

**Results**

Operating profit/(loss)	2,596	(234)	(3,081)	(1,167)	(4,496)	(6,382)
Interest income						123
Finance costs						(1,875)
Income tax expenses						(796)
Loss from continuing operations						<b>(8,930)</b>

**As at 31 December  
2023**

**Segment assets and liabilities**

Segment assets	68,157	20,862	14,975	122	-	104,116
Segment liabilities	55,541	4,688	2,028	354	-	62,611

**FY2023  
Other segment information**

Addition to property, plant and equipment	568	256	986	-	-	1,810
Addition to intangible assets	4	-	1,943	-	-	1,947
Depreciation and amortisation	(5,321)	(1,215)	(419)	(2)	-	(6,957)

**Geographical Segments**

	Non-current assets		Additions to non-current assets	
	31 December 2024 S'000	31 December 2023 S'000	31 December 2024 S'000	31 December 2023 S'000
Singapore	13,264	15,092	127	4,160
Indonesia	18,272	18,778	1,869	514
China	5,286	5,668	262	256
Thailand	562	6,792	-	139
Other countries	-	58	-	-
	37,384	46,388	2,258	5,069

## 4.2 Disaggregation of revenue

Segments	Mechanisms		Microshafts		Electric Vehicle		Total	
	2H2024	2H2023	2H2024	2H2023	2H2024	2H2023	2H2024	2H2023
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
<u>Primary geographical markets</u>								
Singapore	5,249	5,726	440	(630)	-	9	5,689	5,105
Indonesia	31,590	39,498	506	341	-	1	32,096	39,840
Italy	-	-	348	1,828	-	-	348	1,828
Germany	-	32	313	784	-	-	313	816
China	33	1,819	3,424	4,132	-	13	3,457	5,964
Thailand	-	-	191	135	5	(88)	196	47
Malaysia	45	76	797	553	-	-	842	629
Japan	745	1,205	40	48	-	-	785	1,253
Others	1,948	2,927	1,745	807	-	-	3,693	3,734
	<b>39,610</b>	<b>51,283</b>	<b>7,804</b>	<b>7,998</b>	<b>5</b>	<b>(65)</b>	<b>47,419</b>	<b>59,216</b>

<u>Type of goods or services</u>								
Sale of goods	35,286	46,247	7,804	7,998	5	(65)	43,095	54,180
Services rendered	4,324	5,036	-	-	-	-	4,324	5,036
	<b>39,610</b>	<b>51,283</b>	<b>7,804</b>	<b>7,998</b>	<b>5</b>	<b>(65)</b>	<b>47,419</b>	<b>59,216</b>

<u>Timing of transfer of goods and services</u>								
Point in time	39,610	51,283	7,804	7,998	5	(65)	47,419	59,216

Segments	Mechanisms		Microshafts		Electric Vehicle		Total	
	FY2024	FY 2023	FY 2024	FY 2023	FY 2024	FY 2023	FY 2024	FY 2023
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
<u>Primary geographical markets</u>								
Singapore	11,050	11,854	847	856	-	9	11,897	12,719
Indonesia	67,299	79,467	816	651	-	1	68,115	80,119
Italy	-	-	1,401	1,828	-	-	1,401	1,828
Germany	-	88	1,121	1,624	-	-	1,121	1,712
China	33	2,112	7,185	6,733	-	30	7,218	8,875
Thailand	-	-	338	319	24	2	362	321
Malaysia	47	118	1,577	1,012	-	-	1,624	1,130
Japan	773	1,205	115	48	-	-	888	1,253
Others	3,365	5,367	3,887	4,874	-	-	7,252	10,241
	<b>82,567</b>	<b>100,211</b>	<b>17,287</b>	<b>17,945</b>	<b>24</b>	<b>42</b>	<b>99,878</b>	<b>118,198</b>

<u>Type of goods or services</u>								
Sale of goods	74,342	88,259	17,278	17,945	24	42	91,644	106,246
Services rendered	8,225	11,952	9	-	-	-	8,234	11,952
	<b>82,567</b>	<b>100,211</b>	<b>17,287</b>	<b>17,945</b>	<b>24</b>	<b>42</b>	<b>99,878</b>	<b>118,198</b>

<u>Timing of transfer of goods and services</u>								
Point in time	82,567	100,211	17,287	17,945	24	42	99,878	118,198



## 5. Financial assets and financial liabilities

An overview of the financial assets and financial liabilities of the Group as at 31 December 2024 and 31 December 2023 is set out below:

	Group		Company	
	31 December 2024 S\$'000	31 December 2023 S\$'000	31 December 2024 S\$'000	31 December 2023 S\$'000
<b>Financial assets</b>				
Financial assets measured at amortised cost	34,634	37,345	5,751	890
<b>Financial liabilities</b>				
Financial liabilities measured at amortised cost	56,761	60,086	4,866	3,630

## 6. Income tax expense

The Group calculates the period income tax expense using the tax rate that would be applicable to the expected total annual earnings. The major components of income tax expense in the condensed consolidated statement of profit or loss are:

	Group			
	2H2024 S\$'000	2H2023 S\$'000	FY2024 S\$'000	FY2023 S\$'000
Taxation charge for the financial period comprises:				
Current income tax				
- current financial year	241	(290)	548	595
- over provision in respect of prior financial years	(15)	323	(52)	323
Deferred income tax				
- current financial year	(188)	(95)	(188)	(122)
- over provision in respect of prior financial years	-	-	-	-
	38	(62)	308	796

## 7. Property, plant and equipment

During the six months ended 31 December 2024, the Group acquired assets amounting to S\$1,015,000 (2H2023: S\$1,106,000), and the value of assets disposed and written off was S\$18,000 (2H2023: nil).

During the twelve months ended 31 December 2024, the Group acquired assets amounting to S\$2,258,000 (FY2023: S\$1,810,000) and the value of assets disposed and written off was S\$35,000 (FY2023: nil).

## 8. Share capital

	Group and Company			
	31 December 2024 Number of ordinary shares '000	31 December 2023 '000	31 December 2024 S\$'000	31 December 2023 S\$'000
<b>Issued and paid-up:</b>				
At the beginning of period/year	630,192	630,192	66,666	66,666
-Issue of ordinary shares	-	-	-	-
At the end of period/year	630,192	630,192	66,666	66,666

There were no treasury shares or subsidiary holdings as at 31 December 2024 and 31 December 2023.

On 6 January 2025, the Company allotted and issue 436,670,762 Rights Shares at an issue price of S\$0.013 for each Rights Share, on the basis of nine (9) Rights Share for every ten (10) existing ordinary shares in the capital of

the company (the “Rights Issue”). For the detail of Rights Issue and proceeds, please refer to Offer Information Statement dated 13 December 2024 and Note 23 of this announcement, respectively.

## **F. OTHER INFORMATION REQUIRED BY APPENDIX 7C TO THE CATALIST RULES**

### **PART I – INFORMATION REQUIRED FOR QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR ANNOUNCEMENTS**

#### **1(a)(i)**

**An income statement and statement of comprehensive income, or a statement of comprehensive income, for the group, together with a comparative statement for the corresponding period of the immediately preceding financial year.**

Please refer to Section A (*Condensed consolidated statement of profit or loss and other comprehensive income*) of this announcement.

#### **1(a)(ii)**

**Notes to the consolidated statement of comprehensive income.**

Please refer to Section E (*Notes to the condensed consolidated financial statements*) of this announcement.

#### **1(b)(i)**

**A statement of financial position (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year.**

Please refer to Section B (*Condensed statements of financial position*) of this announcement.

#### **1(b)(ii)**

**In relation to the aggregate amount of the group’s borrowings and debt securities, specify the following as at the end of the current financial period reported on with comparative figures as at the end of the immediately preceding financial year.**

Please refer to Section B (*Condensed statements of financial position*) of this announcement.

#### **1(c)**

**A statement of cash flows (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.**

Please refer to Section C (*Condensed consolidated statement of cash flows*) of this announcement.

#### **1(d)(i)**

**A statement (for the issuer and group) showing either (a) all changes in equity or (b) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.**

Please refer to Section D (*Condensed statements of changes in equity*) of this announcement.

#### **1(d)(ii)**

**Details of any changes in the company's share capital arising from rights issue, bonus issue, subdivision, consolidation, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State the number of shares that may be issued on conversion of all the outstanding convertibles, if any, against the total number of issued shares excluding treasury shares and subsidiary holdings of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year. State also the number of shares held as treasury shares and the number of subsidiary holdings, if any, and the percentage of the aggregate number of treasury shares and subsidiary holdings held against the total number of shares outstanding in a class that is listed as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.**

During FY2024, 14,650,605 additional warrants were issued (FY2023: Nil) and no warrants were exercised (FY2023: Nil). As at 31 December 2024, the number of shares that may be issued on exercise of all the outstanding warrants was 40,500,000 (31 December 2023: 40,500,000) which represented approximately 6.43% (31 December 2023: 6.43%) of the total issued shares of the Company (excluding treasury shares and subsidiary holdings).

The GSS Energy Limited Executives' Share Option Scheme (the "**GEL Scheme**") and GSS Energy Limited 2018 Executives' Share Option Scheme (the "**GEL 2018 Scheme**") were approved by the shareholders at the annual general meeting on 22 April 2016 and 23 April 2018, respectively. During 2H2024, no share options (2H2023: Nil) were granted or exercised under the GEL Scheme and GEL 2018 Scheme. As at 31 December 2024, the number of shares that may be issued on conversion of all the outstanding share options was 3,000,000 (31 December 2023: 4,000,000) which represented approximately 0.48% (31 December 2023: 0.63%) of the total issued shares of the Company (excluding treasury shares and subsidiary holdings).

Number of outstanding convertibles								
Date of grant	Exercise price	Balance as at 1 July 2024	Issue / Grant during the current financial period	Exercised during the current financial period	Cancelled / lapsed during the current financial period	Balance as at 31 December 2024	Balance as at 31 December 2023	Exercise period
<b>Warrants</b>								
30 March 2022 <sup>(1)</sup>	S\$0.05180	40,500,000	-	-	-	40,500,000	40,500,000	(a) In respect of 13,500,000 warrants, they can be exercised commencing on the first (1st) anniversary, 30 March 2023 to 29 March 2027; (b) In respect of 13,500,000 warrants, they can be exercised commencing on the second (2nd) anniversary, 30 March 2024 to 29 March 2027; (c) In respect of 13,500,000 warrants, they can be exercised commencing on the third (3rd) anniversary, 30 March 2025 to 29 March 2027.
30 March 2022	S\$0.05180	-	14,650,605 <sup>(2)</sup>	-	-	14,650,605	14,650,605	(a) In respect of 4,883,535 warrants, they can be exercised commencing on the first (1st) anniversary of the issue date of the initial warrants, that is 30 March 2023 and expiring on 29 March 2027; (b) In respect of 4,883,535 warrants, they can be exercised commencing on the second (2nd) anniversary of the date of the initial warrants, that is 30 March 2024 and expiring on 29 March 2027; (c) In respect of 4,883,535 warrants, they can be exercised commencing on the third (3rd) anniversary of the issue date of the initial warrants, that is 30 March 2025 and expiring on 29 March 2027.
<b>Share options</b>								
9 March 2022 <sup>(3)</sup>	S\$0.05664	4,000,000 <sup>(4)</sup>	-	-	(1,000,000)	3,000,000	4,000,000	10 March 2024 to 9 March 2027

**Notes:**

- (1) Announcement in relation of the issue of warrants upon completion of the acquisition of Edison Motors, dated 30 March 2022 can be found at URL: [https://links.sgx.com/FileOpen/SGX-GSSEL-ANNOUNCEMENT\\_COMPLETION.ashx?App=Announcement&FileID=709092](https://links.sgx.com/FileOpen/SGX-GSSEL-ANNOUNCEMENT_COMPLETION.ashx?App=Announcement&FileID=709092).
- (2) Announcement in relation of the warrant adjustments pursuant to the terms and conditions of the warrants as set out in the deed poll, dated 3 December 2024 can be found at URL: [https://links.sgx.com/FileOpen/SGX20241203\\_GSS\\_Energy\\_Notice%20of%20Rights%20Issue%20Record%20Dateashx?App=Announcement&FileID=827840](https://links.sgx.com/FileOpen/SGX20241203_GSS_Energy_Notice%20of%20Rights%20Issue%20Record%20Dateashx?App=Announcement&FileID=827840).
- (3) Announcement in relation of the grant of share options, dated 10 March 2022 can be found at URL: [https://links.sgx.com/FileOpen/SGX-GSSEL\\_Share\\_Options\\_Grant\\_20220310.ashx?App=Announcement&FileID=706794](https://links.sgx.com/FileOpen/SGX-GSSEL_Share_Options_Grant_20220310.ashx?App=Announcement&FileID=706794). The Company had on 10 March 2022, announced the grant of 6,000,000 employee share options to eligible persons under the GEL Scheme. Eventually, there were only 5,000,000 employee share options which were granted.
- (4) The Company would like to highlight that there was an inadvertent error in the financial results announcement dated 14 August 2023 for the half year period ended 30 June 2023. To clarify, the balance share options as at 30 June 2023 should be 4,000,000 instead of 5,000,000 pursuant to the cancellation of 1,000,000 share options resulting from the resignation of an employee during the half year ended 30 June 2023.

Save as disclosed above, there were no other convertibles as at 31 December 2024 and 31 December 2023. As at 31 December 2024, the number of shares that may be issued on conversion of all of the outstanding convertibles was 43,500,000 (31 December 2023: 44,500,000), which represented approximately 6.90% (31 December 2023: 7.06%) of the total issued shares excluding treasury shares and subsidiary holdings.

There were no treasury shares or subsidiary holdings as at 31 December 2024 and 31 December 2023.

As a result of the Rights Issue and pursuant to the terms and conditions of the warrants as set out in the deed poll dated 30 March 2022, 14,650,605 additional warrants were issued on the basis of 40,500,000 outstanding warrants on 31 December 2024.

**1(d)(iii)**

**To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.**

	<b>Company</b>	
	<b>31 December 2024</b>	<b>31 December 2023</b>
Total number of issued shares excluding treasury shares	630,191,957	630,191,957

**1(d)(iv)**

**A statement showing all sales, transfers, cancellation and/ or use of treasury shares as at the end of the current financial period reported on.**

There was no sale, transfer, cancellation and/or use of treasury shares during and as at the end of the current financial period reported on 31 December 2024 (31 December 2023: Nil).

**1(d)(v)**

**A statement showing all sales, transfers, cancellation and/or use of subsidiary holdings as at the end of the current financial period reported on.**

There was no sale, transfer, cancellation and/or use of subsidiary holdings during and as at the end of the current financial period reported on 31 December 2024 (31 December 2023: Nil).

**2 Please state whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice.**

The figures have not been audited or reviewed by the external auditors of the Company.

**3 Where the figures have been audited, please provide a statement on whether there are any qualifications, disclaimer of opinion, adverse opinion or emphasis of matter (including material uncertainties on going concern).**

Not applicable as the figures have not been audited or reviewed by the external auditors of the Company.

**3A Where the latest financial statements are subject to an adverse opinion, qualified opinion or disclaimer of opinion:**

- (a) updates on the efforts taken to resolve each outstanding audit issue.
- (b) confirmation from the Board that the impact of all outstanding audit issues on the financial statements have been adequately disclosed.

**This is not required for any audit issue that is a material uncertainty relating to going concern.**

Not applicable. The latest financial statements were not subject to any adverse opinion, qualified opinion or disclaimer of opinion.

**4 Please state whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.**

Please refer to Note 2 (*Basis of Preparation*) of Section E (*Notes to the condensed consolidated financial statements*) of this announcement.

**5 If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.**

Please refer to Note 2 (*Basis of Preparation*) of Section E (*Notes to the condensed consolidated financial statements*) of this announcement.

**6 Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends:**

- (a) based on the weighted average number of ordinary shares on issue; and
- (b) on a fully diluted basis (detailing any adjustments made to the earnings).

	Group			
	2H2024 Singapore cents	2H2023 Singapore cents	FY2024 Singapore cents	FY2023 Singapore cents
Loss attributable to owners of the Parent per ordinary share for the period:				
(a) Based on the weighted average number of ordinary shares on issue during the period	(1.45)	(0.71)	(1.93)	(1.09)
Weighted average number of ordinary shares	817,781,197	817,781,197	817,781,197	817,781,197
(b) on a fully diluted basis	(1.45)	(0.71)	(2.03)	(1.09)
Adjusted weighted average number of ordinary shares	817,781,197	817,781,197	817,781,197	817,781,197

As at 31 December 2024, 3,000,000 (2023: 4,000,000) outstanding share options and 40,500,000 (2023: 40,500,000) warrants are excluded from the calculation of diluted earnings per share because their effect is anti-dilutive as the average market price of the Company's ordinary shares during the period does not exceed the exercise price of the share options and warrants.

For calculation of basic and diluted earnings per share, the number of ordinary shares and potentially ordinary shares are adjusted retrospectively for all periods to reflect the bonus element in the rights issue undertaken by the Company during the current year and completed after financial year end.

- 7 **Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the:**
- current financial period reported on; and
  - immediately preceding financial year.

	Group		Company	
	31 December 2024 Singapore cents	31 December 2023 Singapore cents	31 December 2024 Singapore cents	31 December 2023 Singapore cents
Net asset value per ordinary share	4.91	6.59	3.79	3.16
Net tangible assets value per ordinary share	2.61	2.81	3.79	3.16

The net asset value per share for the period ended 31 December 2024 is calculated based on the share capital of the Company (excluding treasury shares) in issue at the end of the period of 630,191,957 ordinary shares (31 December 2023: 630,191,957 ordinary shares).

- 8 **A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:**
- any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
  - any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

General

- The Group is engaged largely in the precision engineering business ("PE") and electronic vehicles business ("EV") and retains a non-operational interest in oil and gas services business ("O&G").

Condensed consolidated statement of profit or loss and other comprehensive income

- The Group recorded a turnover of S\$99.88 million during FY2024, a decrease of 15.50% from S\$118.20 million in FY2023. This decrease is primarily due to weaker demand in the consumer electronics sector and shifts in consumer preferences. Additionally, the challenging global economic conditions, including inflationary pressures and the ongoing tensions between the US and China, have contributed to reduced demand for the Group's products under its PE business, leading to the lower turnover.
- The Group achieved a lower gross margin of 8.45% for FY2024 as compared to 9.99% for FY2023. This decline is primarily due to persistently high sales costs, driven by increased factory operating expenses in FY2024, such as rising costs for components, manpower, electricity, water, and other factory overheads in the regions where the Group's factories operate. Additionally, the lower gross margin can be attributed to the decline in turnover, as explained in sub-paragraph 8(ii), which was not offset by a proportional reduction in the cost of sales (although the cost of sales did decrease by 14.05% due to lower goods sold). As a result of these factors, gross profit fell by 28.54% from FY2023 to FY2024.
- The Group's other income and gains were S\$0.94 million for FY2024 as compared to S\$0.80 million in FY2023. This increase is mainly due to higher government grant of S\$0.18 million received and higher interest income of S\$0.01 million offsetting lower other income of S\$0.05 million for the financial period in FY2024.
- Other losses including mainly the impairment of goodwill for FY2024 was S\$6.40 million after the impairment test conducted for the acquisition of EV business in 2022. The impairment was made after considering the estimated recoverable amount of the cash-generating unit (the "CGU") was lower than the carrying amount. The recoverable amount of the CGU has been measured based on the value in use method. As a result, the Group recognized an impairment in one of its subsidiaries as a cautious step in response to the current challenging business conditions.

- (vi) Finance costs for FY2024 was S\$2.04 million, compared to S\$1.88 million in FY2023. The increase was due to the higher drawdown of loan facilities and discount offered to the early settlement of trade receivable through third party platform to finance working capital requirements for the financial period in FY2024.
- (vii) Income tax expenses for FY2024 was S\$0.31 million, compared to S\$0.80 million in FY2023. The decrease in taxation charge for FY2024 was due to lower profit recorded at profit-making business units. The Group's income tax expense is provided based on the statutory tax rates of the respective countries that the Group operates in.
- (viii) Remeasurement of defined benefit pension scheme for FY2024 was S\$0.006 million, compared to S\$0.09 million in FY2023. The decrease in amount was mainly due to higher in discount rates applied in the computation as at end of FY2024 as compared to that as at the end of FY2023.
- (ix) Net foreign exchange gain for FY2024 was S\$0.03 million as compared to net foreign exchange loss of S\$0.09 million in FY2023. The increase in net foreign exchange gain was due to the appreciation of US\$ against other Asian currencies where our factories operated for the financial period ending 31 December 2024.
- (x) Inventories written off for FY2024 were S\$0.86 million. The increase was mainly due to the obsolescence of stocks as results of changes in the EV models.
- (xi) The lower amortisation of intangible assets for FY2024 of S\$0.28 million as compared to FY2023 is due to the completion of amortization on certain intangible assets during the financial year of 2024.
- (xii) The higher depreciation of property, plant, and equipment for FY2024 of S\$3.72 million as compared to FY2023 of S\$3.29 million was mainly due to additional equipment purchased during the financial year of 2024.
- (xiii) Loss allowance on trade receivable for FY2024 was S\$1.00 million due to uncollectable trade receivable by one of the subsidiaries' customers who has rejected our goods delivered as result of switching supplier for commercial reason. Additionally, the allowance reflects trade receivables that had been outstanding for over one year under another subsidiary.
- (xiv) Share option expenses for FY2024 was S\$0.01 million as compared to S\$0.07 million in FY2023 was mainly attributable to partial share options expense allocation completed as of February 2024.
- (xv) The Group recorded an operating loss of S\$14.40 million for FY2024 (FY2023: S\$6.38 million). PE recorded an operating loss of S\$6.58 million (FY2023: operating profit of S\$2.36 million) while EV recorded a loss of S\$11.79 million (FY2023: S\$3.08 million). The operating loss under unallocated segment was attributed to corporate expenses for the Company. The Group recorded a net loss of S\$16.31 million before taxation, mainly contributed by the EV segment for business development and research costs, increased financing costs with higher interest rate, softer demand for existing PE businesses, and impairment loss of Goodwill.

#### Condensed statement of financial position

- (xvi) Property, plant and equipment as at 31 December 2024 was S\$22.68 million. The increase of S\$0.07 million from 31 December 2023 was after accounting for acquisition of machine equipment to upgrade machining capabilities and replace aged machines used in production. This was offset by depreciation of S\$3.72 million for FY2024.
- (xvii) Intangible assets as at 31 December 2024 was S\$3.4 million. The increase of S\$0.23 million from 31 December 2023 was mainly due to capitalized S\$0.23 million of assets which were development in progress. This was offset by amortisation of S\$0.17 million for FY2024.
- (xviii) Right-of-use assets as at 31 December 2024 amounted to S\$9.14 million, a decrease of S\$3.15 million from 31 December 2023. The decrease was due to amortisation of right-of-use assets for FY2024.
- (xix) Deferred tax assets as at 31 December 2024 was S\$0.79 million, an increase of S\$0.09 million from 31 December 2023. The increase was due to one of our subsidiaries' carry forward of net operating losses and an increase in temporary differences expected to be deductible in future periods.

- (xx) Inventories as at 31 December 2024 was S\$15.90 million, a decrease of S\$2.40 million from 31 December 2023. The decrease was due to the utilisation of inventories which were previously built up due to instructions from customers and reduction of inventory holdings in response to the slowing down of orders in the financial period ended 31 December 2024, and inventories written off for S\$0.86 million referring to Note 8(x).
- (xxi) Trade and other receivables as at 31 December 2024 were S\$25.60 million as compared to S\$22.46 million as at 31 December 2023. The increase is mainly due to the recording of other receivables for the receipts of the Rights Issue that completed in January 2025.
- (xxii) Other non-financial assets as at 31 December 2024 was S\$2.44 million, an increase of S\$0.35 million from 31 December 2023, the increase is mainly due to the prepayments made during the financial year of 2024.
- (xxiii) The cash balance as at 31 December 2024 was S\$9.03 million, a decrease of S\$5.85 million from 31 December 2023. This reduction was primarily attributed to the funds allocated to repay bank loan and borrowings during the financial year of 2024.
- (xxiv) Income tax payable as at 31 December 2024 was S\$0.001 million. This decrease from 31 December 2023 is mainly due to the settlement of income tax liabilities during the financial year of 2024.
- (xxv) Loan and borrowings (both current and non-current) as at 31 December 2024 was S\$17.43 million, a decrease of S\$8.56 million from 31 December 2023. The decrease was mainly due to the repayments of bank loans and borrowings throughout the financial year of 2024.
- (xxvi) Lease liabilities (both current and non-current) as at 31 December 2024 was S\$6.05 million. The decrease of S\$2.64 million from 31 December 2023 was mainly due to repayment of lease liabilities.
- (xxvii) The trade and other payables (both current and non-current) as at 31 December 2024 were S\$33.29 million. The increase of S\$7.89 million from 31 December 2023 was mainly attributable to relatively higher purchase amount in the last quarter of 2024 and a review of strategic business partners while managing the working capital needs.
- (xxviii) Deferred tax liabilities as at 31 December 2024 was S\$0.26 million. The decrease of S\$0.02 million from 31 December 2023 was mainly due to effects of currency translation.
- (xxix) The net asset of the Group as at 31 December 2024 was S\$30.95 million compared to S\$41.51 million as at 31 December 2023. Net asset per share as at 31 December 2024 was S\$0.0491 compared to S\$0.0659 as at 31 December 2023.

#### Condensed consolidated statement of cash flows

- (xxx) The Group recorded a net operating cash inflow of S\$9.41 million for FY2024 is primarily driven by a strategic business review with business partners and effective management of working capital.
- (xxxi) Net cash outflow from investing activities during the period was S\$2.84 million. This mainly includes the spending on the purchase of machinery and equipment and the development of the EV business.
- (xxxii) Net cash outflow from financing activities amounted to S\$12.72 million for FY2024. These included the proceeds of S\$46.93 million from loan and borrowings (refer to sub-paragraph 8(xxv) for more details), loan from director of S\$1.8 million and was offset by S\$3.62 million for repayment of obligations under lease liabilities arising from right-of-use assets and hire purchase, S\$56.00 million for repayment of loan and borrowings and S\$1.81 million for interest paid.
- (xxxiii) Net cash and cash equivalents as at 31 December 2024 stood at S\$8.67 million (excluding the restricted cash of S\$0.36 million, a decrease of S\$5.86 million from 31 December 2023 of S\$14.53 million).



## Others

(xxxiv) As of the results announcement, three trading deals are currently in dispute, involving S\$5.51 million in receivables and S\$5.51 million in payables. The subsidiary involved has consulted legal counsel on the matter and denied the claims. We will provide updates as and when there are material developments.

### **9 Where a forecast or prospect statement (“Prospect Statement”) has been made and disclosed to shareholders, any variances between the forecast and actual results have been explained.**

No forecast or prospect statement has been previously disclosed to shareholders.

### **10 A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.**

Over the next 12 months, the precision engineering business will face a mix of challenges and opportunities as it adapts to shifting market conditions, rising costs, and evolving customer demands. One of the key challenges ahead is the continued pressure on costs, with rising raw materials, labor and logistics expenses squeezing margins. On the opportunity side, the group will strengthen supply chain resilience by expanding business partnerships, diversifying sourcing, leveraging advanced automation and technologies to mitigate risks.

On the EV business, the Group's business unit in Thailand is facing higher development costs while managing the complexities of sales expansion, posing financial and operational challenges, however the group is committed to growing the EV business in FY2025. The new battery pack development business is progressing well and is expected to deliver positive results over the next 12 months despite some project delays due to supply chain constraints.

On the O&G business, we had previously announced on 28 December 2022 that PT SGT received a termination notice from PT Pertamina for the Co-operative Agreement concerning the Trembul Operating Area, effective from 26 September 2022. PT SGT had continued its efforts to seek an appeal for this termination and had requested an extension for completing the work programme in the Trembul Operating Area. As of the date of this announcement, PT SGT is still awaiting a response from PT Pertamina regarding its appeal and request for an extension.

### **11 If a decision regarding dividend has been made:**

#### **(a) Whether an interim (final) ordinary dividend has been declared (recommended); and**

None.

#### **(b) (i) Amount per share**

None.

#### **(ii) Previous corresponding period**

None.

#### **(c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated).**

Not applicable.

#### **(d) The date the dividend is payable.**

Not applicable.

#### **(e) The date on which Registrable Transfers received by the company (up to 5.00 pm) will be registered before entitlements to the dividend are determined.**

Not applicable.

**12 If no dividend has been declared (recommended), a statement to that effect and the reasons for the decision.**

No dividend has been recommended for FY2024 as the Group was loss-making and needs to conserve its financial resources.

**13 If the group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.**

No general mandate for IPTs has been obtained from shareholders. There are no IPTs of S\$100,000 or more during the period under review.

**14 Negative confirmation pursuant to Rule 705(5) (not required for announcement on full year results).**

Not applicable for announcement on full year results.

**15 Please provide a confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1).**

The Company confirms that undertakings under Rule 720(1) have been obtained from its directors and executive officers in the format set out in Appendix 7H.

**16 Additional information pursuant to Rule 706A.**

None.

**PART II – ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT**

**17 Segmented revenue and results for operating segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year.**

Please refer to Note 4 (*Segment and revenue information*) of Section E (*Notes to the condensed consolidated financial statements*) of this announcement.

**18 In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the operating segments.**

Please refer to Note 4 (*Segment and revenue information*) of Section E (*Notes to the condensed consolidated financial statements*) and Paragraph 8 of Section F (*Other information required by Appendix 7C to the Catalyst Rules*) of this announcement.

**19 A breakdown of sales**

	Group		Increase/(Decrease)
	31 December 2024	31 December 2023	
	S\$'000	S\$'000	
(a) Sales reported for first half year	52,459	58,982	(11.06)%
(b) Operating loss after tax before deducting non-controlling interests reported for first half year	(3,996)	(3,090)	29.32%
(c) Sales reported for second half year	47,419	59,216	(19.92)%
(d) Operating loss after tax before deducting non-controlling interests reported for second half year	(12,625)	(5,840)	>100%

**20 A breakdown of the total annual dividend (in dollar value) for the issuer’s latest year and its previous full period.**

Total Annual Dividend

	FY2024 (S\$'000)	FY2023 (S\$'000)
Ordinary	-	-
Preference	-	-
<b>Total:</b>	-	-

**21 Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(10) in the format set out in Appendix 7C, Paragraph 20. If there are no such persons, the issuer must make an appropriate negative statement.**

The Company confirms that there is no person occupying any managerial positions in the Company or any of its principal subsidiaries who is a relative of a director, chief executive officer or substantial shareholder of the Company.

**PART III – GENERAL**

**22 An issuer must announce the aggregate value of transactions conducted pursuant to the general mandate for the financial periods which it is required to report on pursuant to Rule 705 within the time required for the announcement of such report. The disclosure must be in the form set out in Rule 907.**

None.

**23 Please disclose the use of the IPO proceeds and any proceeds arising from any offerings pursuant to Chapter 8 as and when such funds are materially disbursed and whether such a use is in accordance with the stated use and in accordance with the percentage allocated in the offer document or the announcement of the issuer. Where the proceeds are used for general working capital purposes, the issuer must announce a breakdown with specific details on the use of the proceeds for working capital. Where there is any material deviation from the stated use of proceeds, the issuer must also announce the reasons for such deviation.**

The Group raised net proceeds amount to approximately S\$5.47 million (the “**Net Proceeds**”) from the issue of 436,670,762 Right Shares, pursuant to a rights issue exercise completed on 8 January 2025 (the “**Rights Issue**”). The total number of issued Shares of the Company increased from 630,191,957 to 1,066,862,718 Shares (excluding nil treasury shares) as at the date of this announcement.

As at the date of this announcement, the use of the Net Proceeds from the Rights Issue us as follows:

Use of Net Proceeds	Amount allocated <sup>(1)</sup> S\$'000	Percentage allocation %	Amount utilized as at the date of this announcement S\$'000	Percentage utilisation %	Balance S\$'000
Partial repayment of the Shareholder’s Loan <sup>(2)</sup>	1,115	20.38	(1,115)	20.38	-
Working capital purposes <sup>(3)</sup>	2,178	39.82	(2,178)	39.82	-
Business expansion <sup>(4)</sup>	2,177	39.80	(1,169)	21.37	1,008
	<b>5,470</b>	<b>100.00</b>	<b>(4,462)</b>	<b>81.57</b>	<b>1,008</b>

**Notes:**

(1) Please refer to the announcement dated 3 January 2025.

- (2) Sydney Yeung, the Chief Executive Officer and Executive Director of the Company (the “**Undertaking Shareholder**”) had previously extended a loan of S\$1,900,000 with an interest of 7% per annum to the Company (the “**Shareholder’s Loan**”). The Undertaking Shareholder is an “interested person” for the purposes of Chapter 9 of Singapore Exchange Securities Trading Limited’s Listing Manual Section B: The Catalist (“**Catalist Rules**”). The Company is however not required to seek shareholders’ approval as it is within the threshold of Rule 906 of the Catalist Rules.

Pursuant to the deed of undertaking dated 23 October 2024 provided by the Undertaking Shareholder to the Company in connection with the Rights Issue, the Undertaking Shareholder will apply and set off the aggregate Rights Shares subscription amount of S\$1,115,402 against part of the outstanding amount under the Shareholder’s Loan. Please refer to the announcement dated 23 October 2024 and Offer Information Statement dated 13 December 2024 for more information.

- (3) S\$2,178,000 has been utilized for working capital purposes.
- (4) S\$1,169,000 has been utilized for product and business development of battery pack business and electric vehicle model which in line with the group’s business strategy.

## **24 Subsequent events**

Subsequent to the financial year ended 31 December 2024:

- (1) Further to the closing Date of 30 December 2024 for the Rights Issue, the 436,670,762 Rights Shares were allotted and issued on 6 January 2025 pursuant to the Rights Issue. Accordingly, Rights Shares were listed and quoted on the Catalist on 8 January 2025 successfully.
- (2) With reference to Note 23 (2), the Company has applied and set off the amount of S\$1,115,402 against part of the outstanding amount under the Shareholder’s loan, and repaid the balance of loan including interest of S\$726,835.56 on 13 January 2025.

BY ORDER OF THE BOARD

**Yeung Kin Bond, Sydney**  
**Group Chief Executive Director and Executive Director**

**1 March 2025**

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*This announcement has been reviewed by the Company’s Sponsor, Evolve Capital Advisor Private Limited. It has not been examined or approved by the Exchange and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.*

*The contact person for the Sponsor Mr. Jerry Chua (Tel: (65) 6241 6626, at Robinson Road, #20-01/02, SBF Center, Singapore 068914.*