



OCEANSCAPE INTERNATIONAL LIMITED

(Formerly known as V2Y Corporation Limited)

(Incorporated in Singapore)

(Company Registration No. 201717972D)

UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE THREE MONTHS ENDED

31 MARCH 2026

OceanScape International Limited (the “**Company**”) is required to report its quarterly financial statements pursuant to Rule 705(2)(e) of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalyst (“**Catalist Rules**”), in view of the disclaimer of opinion issued by the Company’s auditors in its latest audited consolidated financial statements of the Company and its subsidiaries for the financial year ended 31 December 2025.

This announcement has been reviewed by the Company’s sponsor, ZICO Capital Pte. Ltd. (the “**Sponsor**”).

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

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A. Condensed Interim Consolidated Statement of Profit or Loss and Other Comprehensive Income

	Note	<u>Group</u>		Increase/ (Decrease) %
		3 months ended 31 March 2026 \$'000	3 months ended 31 March 2025 \$'000 <i>(Re-presented)</i>	
<u>Continuing operations</u>				
Revenue	6	51	–	N.M.
Cost of sales		(42)	–	N.M.
Gross Profit		9	–	N.M.
Other income		–	5	-100
Sales and marketing expenses		(189)	–	N.M.
Administrative expenses		(712)	(68)	>100
Finance costs		–	(2)	-100
Loss before tax from continuing operations	7	(892)	(65)	>100
Income tax		–	–	–
Loss from continuing operations, net of tax		(892)	(65)	>100
<u>Discontinued operations</u>				
Loss from discontinued operations, net of tax	8	–	(84)	-100
Loss and total comprehensive loss for the financial period attributable to owners of the Company		(892)	(149)	>100
<u>Loss per share for loss attributable to owners of the Company (cents per share)</u>				
Basic and diluted				
From continuing operations	18	(0.168)	(0.014)	
From discontinued operations	18	–	(0.019)	

N.M. denotes not meaningful

B. Condensed Interim Statements of Financial Position

	Note	Group		Company	
		31 March 2026 \$'000	31 December 2025 \$'000	31 March 2026 \$'000	31 December 2025 \$'000
ASSETS					
Current assets					
Cash and cash equivalents		320	203	310	203
Other receivables	10	130	101	553	251
Total current assets		450	304	863	454
Non-current assets					
Plant and equipment	11	16	16	2	2
Right-of-use assets	12	115	133	115	133
Investment in subsidiaries	14	–	–	700	200
Total non-current assets		131	149	817	335
Total assets		581	453	1,680	789
LIABILITIES AND EQUITY					
Current liabilities					
Trade and other payables	15	1,705	1,669	2,312	1,849
Provisions		12	12	12	12
Lease liabilities		66	66	66	66
Total current liabilities		1,783	1,747	2,390	1,927
Non-current liabilities					
Lease liabilities		40	56	40	56
Loan from a Director	16	2,000	1,000	2,000	1,000
Total non-current liabilities		2,040	1,056	2,040	1,056
Total liabilities		3,823	2,803	4,430	2,983
Capital and reserves					
Share capital	17	4,704	4,704	4,704	4,704
Other reserve		792	792	792	792
Accumulated losses		(8,738)	(7,846)	(8,246)	(7,690)
Total equity		(3,242)	(2,350)	(2,750)	(2,194)
Total liabilities and equity		581	453	1,680	789

C. Condensed Interim Statements of Changes in Equity

Group

	Share Capital \$'000	Other reserve \$'000	Accumulated losses \$'000	Total equity \$'000
Balance as at 1 January 2026	4,704	792	(7,846)	(2,350)
Loss for the period, representing total comprehensive loss for the financial period	–	–	(892)	(892)
Balance as at 31 March 2026	<u>4,704</u>	<u>792</u>	<u>(8,738)</u>	<u>(3,242)</u>
Balance as at 1 January 2025	4,253	792	(5,454)	(409)
Loss for the period, representing total comprehensive loss for the financial period	–	–	(149)	(149)
Balance as at 31 March 2025	<u>4,253</u>	<u>792</u>	<u>(5,603)</u>	<u>(558)</u>

Company

	Share capital \$'000	Other reserve \$'000	Accumulated losses \$'000	Total equity \$'000
Balance as at 1 January 2026	4,704	792	(7,690)	(2,194)
Loss for the period, representing total comprehensive loss for the financial period	–	–	(556)	(556)
Balance as at 31 March 2026	<u>4,704</u>	<u>792</u>	<u>(8,246)</u>	<u>(2,750)</u>
Balance as at 1 January 2025	4,253	792	(4,691)	354
Loss for the period, representing total comprehensive loss for the financial period	–	–	(65)	(65)
Balance as at 31 March 2025	<u>4,253</u>	<u>792</u>	<u>(4,756)</u>	<u>289</u>

D. Condensed Interim Consolidated Statement of Cash Flows

	Note	Group	
		3 months ended 31 March 2026 \$'000	3 months ended 31 March 2025 \$'000 <i>(Re-presented)</i>
Cash flows from operating activities			
Loss before income tax from continuing operations		(892)	(65)
Loss before income tax from discontinued operations		–	(84)
		(892)	(149)
<u>Adjustments for:</u>			
Amortisation of intangible assets	7	–	28
Depreciation of right-of-use assets	7,12	18	177
Depreciation of plant and equipment	7	2	52
Interest expense	7	–	19
Interest Income		–	(1)
		(872)	126
Operating cash flows before working capital changes			
Other receivables		(29)	(622)
Trade and other payables		36	590
Net cash (used in) / generated from operating activities		(865)	94
Cash flows from investing activities			
Purchase of plant and equipment	11	(2)	–
Interest received		–	1
Net cash (used in) / generated from investing activities		(2)	1
Cash flows from financing activities			
Repayment of principal portion of lease liabilities		(16)	(159)
Repayment of bank borrowing		–	(18)
Loan from director		1,000	–
Interest paid		–	(19)
Net cash generated from / (used in) financing activities		984	(196)
Net increase / (decrease) in cash and cash equivalents		117	(101)
Cash and cash equivalents at beginning of the year/period		203	134
Cash and cash equivalents at end of the period		320	33

E. Notes to the Condensed Interim Financial Statements

1. General

OceanScape International Limited (formerly known as V2Y Corporation Limited) (the “**Company**”, and together with its subsidiaries, the “**Group**”) (Registration No. 201717972D) is a limited liability company incorporated and domiciled in Singapore with its principal place and registered office of business at 151 Chin Swee Road, #11-13 Manhattan House, Singapore 169876. The Company is listed on the Catalist Board of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”).

The principal activity of the Company is that of an investment holding company. The principal activities of the Company’s subsidiaries comprise renewable energy and commodities trading businesses.

The renewable energy business involves the engagement of renewable and sustainable energy-generation projects such as solar power, wind power, hydroelectricity, sale of electricity and development of energy storage systems.

The commodities trading business focuses on the trading of metal ores, particularly iron ore used in renewable energy and electric vehicles industries.

On 4 April 2025, the Group completed the disposal of three subsidiaries operating in the food & beverage (“**F&B**”) business and the trading and distribution of fruits and vegetables business.

During October 2025, the Company underwent significant changes to its board of directors (“**Directors**”) and management composition following the resignation of the former Directors and management of the Company. The current Directors and management were appointed from 14 October 2025 onwards.

On 30 December 2025, the Group completed the disposal of two subsidiaries operating in the insurtech business segment, which provided third-party administration and value-added services to brand partners in the computer, communication and consumer electronics sectors for the management and execution of extended warranty and accidental damage protection programmes.

The condensed interim financial statements as at and for the three-month period ended 31 March 2026 comprise the Company and its subsidiaries.

2. Basis of preparation

The condensed interim financial statements for the period ended 31 March (“**1Q**”) 2026 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 interim financial statements do not include all the information required for a complete set of financial statements. Selected explanatory notes to the interim financial statements are included to provide information on events and transactions that are significant to an understanding of the changes in the Group’s financial position and the performance of the Group since the last audited financial statements for the financial year ended 31 December 2025 (“**FY2025**”).

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 3.

The condensed interim financial statements are presented in Singapore Dollar (“**\$**”) and all values are rounded to the nearest thousand (“**\$’000**”), except when otherwise indicated.

E. Notes to the Condensed Interim Financial Statements (Cont'd)

2. Basis of preparation (Cont'd)

The comparative financial information presented may be subject to limitations arising from the circumstances set out in sub-paragraphs (a), (b) and (c) below and should be read with due caution. The Board makes no representation as to the completeness and accuracy of such comparative financial information.

- (a) As previously announced in the Group's unaudited consolidated financial statements for the nine months ended 30 September 2025 released on 28 December 2025 and the audited financial statements for FY2025, there was no proper handover of the Group's books and records and financial information by the former Directors and management to the current Directors and management.
- (b) As a result, the current Directors and management of the Company had to reconstruct the financial statements of the Group for the period from 1 January 2025 to 14 October 2025, being the date from which the current Directors and management were appointed, based on the information and records available to the current Board and management after having exercised all reasonable efforts to obtain the relevant information and supporting documents.
- (c) In connection with the above, the independent auditor of the Company issued a disclaimer of opinion on the Group's audited consolidated financial statements for FY2025. As previously disclosed in the Company's announcement dated 10 April 2026, the bases for the disclaimer of opinion included, among others, matters relating to the appropriateness of the going concern assumption, limitations in relation to certain financial records, books and supporting documents for the period from 1 January 2025 to 14 October 2025, discontinued operations and comparative figures.

3. New and amended standards adopted by the Group

A number of new standards and amendments to standards have been issued but are not yet effective as at the date of the financial statements and have not been early adopted in preparing these financial statements.

The directors expect that the adoption of these new standards and amendments to standards will not have a material impact on the financial statements of the Group in the period of initial application.

The following is the new SFRS(I) standard issued by the Accounting Standards Council of Singapore up to 31 December 2025 which are effective for annual reporting beginning after 1 January 2026:

Description	Effective for annual periods beginning on or after
SFRS(I) 18 – Presentation and Disclosure in Financial Statements	1 January 2027

E. Notes to the Condensed Interim Financial Statements (Cont'd)

4. Use of estimates and judgements

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

The key judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that were applied in the consolidated financial statements for FY2025. The following are the critical judgements (apart from those involving estimates covered below) that management has made in the process of applying the Group's accounting policies and which have a significant impact on the amount recognised in the consolidated financial statements:

Going concern

In assessing the appropriateness of the going concern assumption of the Group and the Company, the Board of Directors and management are of the view that the use of going concern assumption to prepare the financial statements is appropriate based on the following factors:

1. The Group has secured up to \$20 million in financing commitments from its Executive Chairman, comprising an interest-free loan facility of up to \$15 million and an interest-free convertible loan facility of up to \$5 million, which will provide financial support to the Group's operations and working capital requirements;
2. The Group has entered into debt conversion agreements with creditors to reduce debts and cash outflow;
3. The Group completed the disposal of its loss-making F&B business segment and insurtech business segment in the second quarter of 2025 and fourth quarter of 2025, respectively, to curb further operating losses; and
4. Since obtaining shareholders' approval for the business diversification on 25 November 2025, the Group has recorded collections of approximately \$162,000 from its renewable energy business. The Board is of the view that the Group's renewable energy and commodities trading businesses will support the Group's operational and cash flow requirements going forward.

Based on the above, the Board of Directors and management are of the view that it is appropriate for the Group to continue adopting the going concern basis in the preparation of the Group's financial statements.

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 by such revisions.

E. Notes to the Condensed Interim Financial Statements (Cont'd)

4. Use of estimates and judgements (Cont'd)

Allowance for impairment loss of trade receivables

The Group determines expected credit losses on trade receivables from third parties by making individual assessment of expected credit loss (“ECL”) for long overdue balances and using a provision matrix based on the Group’s historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

Notwithstanding the above, the Group evaluates the ECL on customers in financial difficulties separately. As at 31 March 2026, no allowance for expected credit losses was made.

5. Seasonal operations

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

6. Revenue

	Group	
	3 months ended 31 March 2026	3 months ended 31 March 2025
	\$'000	\$'000 <i>(Re-presented)</i>
Continuing operations		
Sales of goods – at a point in time (Renewable energy)	51	–
Discontinued operations		
Sales of goods - at a point in time (Food and beverage)	–	419
Sales of goods - at a point in time (Trading)	–	170
Sale of warranty support services recognised over time	–	19
	–	608
Total	51	608

E. Notes to the Condensed Interim Financial Statements (Cont'd)

7. Loss before income tax

In addition to the charges and credits disclosed elsewhere in the notes to the statement of profit or loss, the loss before income tax includes the following charges:

	Continuing operations		Group Discontinued operations		Total	
	3 months ended 31 March 2026 \$'000	3 months ended 31 March 2025 \$'000 (Re-presented)	3 months ended 31 March 2026 \$'000	3 months ended 31 March 2025 \$'000 (Re-presented)	3 months ended 31 March 2026 \$'000	3 months ended 31 March 2025 \$'000 (Re-presented)
Amortisation of intangible assets	–	–	–	28	–	28
Audit fees	50	–	–	–	50	–
Depreciation of plant and equipment	2	–	–	52	2	52
Depreciation of right-of-use assets	18	17	–	160	18	177
Employee benefit expenses:-						
- Directors' fees	47	–	–	–	47	–
- Employer's contribution to defined contribution plans	29	–	–	–	29	–
- Staff costs (including directors' remuneration)	388	–	–	63	388	63
Interest expense – Lease	–	2	–	17	–	19
Legal & Professional fees	208	8	–	34	208	42

* Less than \$1,000

E. Notes to the Condensed Interim Financial Statements (Cont'd)

8. Discontinued operations

On 4 April 2025, as part of the Group's strategic refocusing of resources and operations, the Group entered into sale and purchase agreements for the disposal of (i) its entire equity interests in EVT 603 Pte. Ltd. and Evertrust F&B Pte. Ltd.; and its entire 51% equity interest in Evertrust Distribution Pte. Ltd. (collectively, the "**F&B Business**") to third parties for an aggregate consideration of \$880,000. The disposals were completed on the same date and the F&B Business ceased to be subsidiaries of the Group upon completion of the disposals.

On 4 December 2025, following a strategic review of the Group's existing businesses and operations and as part of the Group's efforts to streamline its operations and divest its non-performing businesses, the Group entered into a sale and purchase agreement for the disposal of its entire equity interest in 1Care Global Pte. Ltd. and V2Y Insurtech Pte. Ltd. (collectively, the "**Insurtech Business**") to a third party for a consideration of \$1. The disposal was completed on 30 December 2025 and the Insurtech Business ceased to be subsidiaries of the Group upon completion of the disposal.

Accordingly, the comparative statement of profit or loss and other comprehensive income for 1Q2025 has been re-presented to separately disclose the discontinued operations from continuing operations in accordance with the requirements of SFRS(I) 5 Non-current Assets Held for Sale and Discontinued Operations.

An analysis of the results from discontinued operations is as follows:

	Group 3 months ended 31 March 2025 \$'000
Revenue	608
Cost of sales	(561)
Gross Profit	<u>47</u>
Other income	41
Administrative expenses	(150)
Other operating expenses	(5)
Finance costs	(17)
Loss before tax from discontinued operations	<u>(84)</u>
Income tax	-
Loss after tax from discontinued operations	<u><u>(84)</u></u>

E. Notes to the Condensed Interim Financial Statements (Cont'd)

9. Segment information

For the purposes of resource allocation and assessment of segment performance, the Group's chief operating decision maker monitors the operating results of its business segments based on the nature of the products and services provided.

Operating segments are aggregated into a single reportable operating segment if they have similar economic characteristics, and are similar in respect of the nature of the products and services, production processes, type of class of customers, distribution methods and, where applicable, the nature of the regulatory environment.

As at 31 March 2026, the Group has the following reportable operating segments:

- Investment holding - relates to investment holding company.
- Renewable energy - relates to engagement of renewable and sustainable energy-generation projects such as solar power, wind power, hydroelectricity, sale of electricity and development of energy storage systems.
- Commodities trading – relates to the trading of metal ores and commodities used in renewable energy and electric vehicles industries, including iron ore, lithium, cobalt, nickel, and rare earth elements.

The F&B Business, Insurtech Business and trading business were reportable operating segments of the Group in the previous financial period. Following the disposal of these businesses, the results relating to these segments have been presented separately on the consolidated statement of profit or loss and other comprehensive income as “Discontinued operations” for the financial period ended 31 March 2026. Accordingly, the comparative information has been re-presented.

E. Notes to the Condensed Interim Financial Statements (Cont'd)

9. Segment information (Cont'd)

Three months ended 31 March 2026

	← Group Continuing operations →			Total Continuing operations \$'000
	Investment holding \$'000	Renewable Energy \$'000	Commodities Trading \$'000	
Revenue				
Segment revenue	–	51	–	51
Results:				
Depreciation of right-of-use assets	18	–	–	18
Depreciation of plant and equipment	–	2	–	2
Segment loss	(561)	(325)	(6)	(892)
Segment assets	516	59	6	581
Segment liabilities	3,738	79	6	3,823

E. Notes to the Condensed Interim Financial Statements (Cont'd)

9. Segment information (Cont'd)

	← Continuing operation →		Group			← Discontinued operations →
	Investment holding	Total Continuing operations	Insurtech	Food & beverage	Trading	
<u>Three months ended 31 March 2025</u>	\$'000 (Re-presented)	\$'000 (Re-presented)	\$'000 (Re-presented)	\$'000 (Re-presented)	\$'000 (Re-presented)	\$'000 (Re-presented)
Revenue						
Segment revenue	–	–	19	170	419	608
Results:						
Other Income	46	46	–	–	–	–
Depreciation of plant and equipment	–	–	–	–	(52)	(52)
Depreciation of right-of-use assets	(17)	(17)	–	(160)	–	(160)
Segment (loss)/profit	(65)	(65)	(23)	(258)	197	(84)
Segment assets	383	383	268	1,927	467	2,662
Segment liabilities	1,134	1,134	753	1,605	111	2,469

E. Notes to the Condensed Interim Financial Statements (Cont'd)

9. Segment information (Cont'd)

Geographical information

Revenue is solely generated from operations in Singapore.

Major customer information

The Group had one customer (1Q2025: one customer) which individually accounted for 10% or more of the Group's revenue for 1Q2026.

10. Other receivables

	Group		Company	
	31 March 2026 \$'000	31 December 2025 \$'000	31 March 2026 \$'000	31 December 2025 \$'000
Other receivables				
Amount due from:-				
- Third parties - Disposal of F&B	880	880	-	-
- Staff advances	30	30	-	-
- Third parties	1	-	-	-
- Subsidiaries	-	-	1,538	1,256
Deposits	19	20	19	20
Goods and services tax receivables	34	38	34	37
Prepayment	46	13	35	9
	1,010	981	1,626	1,322
Less: Allowance for expected credit loss – disposal of F&B business	(880)	(880)	-	-
Less: Allowance for expected credit loss-subsidiaries	-	-	(1,073)	(1,071)
Total other receivables	130	101	553	251
<i>Add:</i>				
Cash and Cash equivalents	320	203	310	203
<i>Less:</i>				
Prepayment	(46)	(13)	(34)	(9)
Goods and services tax receivables	(34)	(38)	(34)	(37)
Total financial assets carried at amortised cost	370	253	795	408

11. Plant and equipment

During 1Q2026, the Group acquired assets amounting to \$2,000 (1Q2025: Nil).

E. Notes to the Condensed Interim Financial Statements (Cont'd)

12. Right-of-use assets

	Office premises \$'000
The Group and Company	
Cost	
At 31 December 2025 and 31 March 2026	<u>209</u>
Accumulated depreciation and impairment loss	
At 31 December 2025	76
Amortisation	<u>18</u>
At 31 March 2026	<u>94</u>
Carrying amount	
At 31 December 2025	<u>133</u>
At 31 March 2026	<u>115</u>

13. Intangible assets

The Group's intangible assets were derecognised following the disposal of the F&B Business during FY2025. During 1Q2026, the Group did not acquire any intangible assets. Amortisation expense for 1Q2026 was Nil (1Q2025: \$28,000).

E. Notes to the Condensed Interim Financial Statements (Cont'd)
14. Investment in subsidiaries

	Company	
	31 March 2026	31 December 2025
	\$'000	\$'000
Unquoted equity shares, at cost	2,500	2,300
Additions	500	200
	3,000	2,500
Less: impairment loss on investment subsidiaries	(2,300)	(2,300)
	700	200

The management assesses the recoverable amount of its investment in a subsidiary at the end of each reporting period to determine whether there is any indication of impairment. In the previous financial year, an impairment loss was recognised as the subsidiary had negative operating cash flows and had been persistently making losses.

Details of the Group's subsidiaries are as follows:

<u>Name of subsidiary</u>	<u>Principal activities</u>	<u>Country of incorporation and principal place of business</u>	<u>Ownership interest</u>	
			31 March 2026 %	31 December 2025 %
Held by the Company				
V2Y Pte. Ltd.	Investment holding	Singapore	100	100
V2Y Project Management Pte. Ltd.	Management consultancy services	Singapore	100	100
SeaScape Energy Pte. Ltd.	Renewable energy generation and sale of electricity	Singapore	100	100
OceanScape Trading Pte. Ltd.	Commodities trading	Singapore	100	100
Held by Seascope Energy Pte. Ltd.				
SeaScape Energy (Malaysia) Sdn. Bhd.	Renewable energy generation and sale of electricity	Malaysia	100	–

Increase of share capital in a subsidiary

On 13 November 2025, the Company incorporated a wholly-owned subsidiary, SeaScape Energy Pte. Ltd. (“**SeaScape Energy**”) with an issued share capital of 1,000,000 ordinary shares. As at 31 December 2025, the paid-up share capital of SeaScape Energy was \$100,000 comprising 100,000 ordinary shares, while the remaining issued share capital was unpaid and payable upon call by SeaScape Energy. On 13 February 2026, following a call made by SeaScape Energy Pte. Ltd., the Company paid up an additional \$500,000 in respect of 500,000 ordinary shares. Following the capital call, the paid-up share capital of SeaScape Energy increased to \$600,000 comprising 600,000 ordinary shares.

E. Notes to the Condensed Interim Financial Statements (Cont'd)
15. Trade and other payables

	Group		Company	
	31 March 2026 \$'000	31 December 2025 \$'000	31 March 2026 \$'000	31 December 2025 \$'000
Trade payables				
- Third parties	46	6	–	–
Other payables				
Amounts due to:-				
- Third parties	7	18	7	18
- Creditor relating to disposed F&B business	154	154	154	154
- Former director	507	507	507	507
- Subsidiaries	–	–	707	207
- Related party	–	19	–	19
Accrued expenses	991	965	937	944
Total trade and other payables	1,705	1,669	2,312	1,849
<i>Add:</i>				
Lease liabilities	106	122	106	122
Loan from a Director	2,000	1,000	2,000	1,000
Total financial liabilities carried at amortised cost	3,811	2,791	4,418	2,971

On 30 October 2025, the Company entered into debt conversion agreements with Mr Ang Wei Yang Felix and Mr Tang Zhaorui pursuant to which the Company agreed to settle an aggregate outstanding amount of \$654,000 through the proposed issuance of 103,809,523 new ordinary shares in the capital of the Company (“**Conversion Shares**”) at an issue price of \$0.0063 per Conversion Share.

As at 31 March 2026, the Conversion Shares had not been allotted or issued as the shares of the Company remained suspended from trading on the SGX-ST. Accordingly, no adjustment has been made to the issued and paid-up share capital of the Company as at 31 March 2026. The outstanding amount continues to be recognised as a liability in the financial statements until such time as the Conversion Shares are duly allotted and issued.

16. Loan from a Director

	Group		Company	
	31 March 2026 \$'000	31 December 2025 \$'000	31 March 2026 \$'000	31 December 2025 \$'000
Loan from a Director	2,000	1,000	2,000	1,000

On 30 October 2025, the Company entered into a loan facility agreement with the Executive Chairman, Mr Lang Jinjun. The loan facility comprises an interest-free loan facility of up to \$15,000,000 (“**Loan**”) and an interest-free convertible loan facility of up to \$5,000,000 (“**Convertible Loan**”). As at 31 March 2026, an aggregate amount of \$1,500,000 and \$500,000 had been drawn down under the Loan and the Convertible Loan, respectively. The Loan and the Convertible Loan are unsecured, interest-free and repayable in full by 30 October 2027.

E. Notes to the Condensed Interim Financial Statements (Cont'd)
17. Share capital

	Group and Company			
	31 March 2026		31 December 2025	
	No. of Shares (‘000)	Issued share capital (\$‘000)	No. of Shares (‘000)	Issued share capital (\$‘000)
<u>Issued and paid-up</u>				
Beginning financial period/year	530,481	4,704	448,481	4,253
Issuance of ordinary shares	–	–	82,000	451
End of financial period/year	530,481	4,704	530,481	4,704

As at 31 March 2025, the Company had an outstanding convertible loan with a placee of an amount of \$200,000, which is convertible into 13,513,513 new ordinary shares in the capital of the Company. The Company had subsequently on 22 April 2025 agreed with the placee such that the placee had agreed not to exercise his rights of conversion for the S\$200,000 that had yet to be converted.

On 30 October 2025, the Company entered into debt conversion agreements with Mr Ang Wei Yang Felix and Mr Tang Zhaorui pursuant to which the Company agreed to settle an aggregate outstanding amount of \$654,000 through the proposed issuance of 103,809,523 Conversion Shares at an issue price of \$0.0063 per Conversion Share. As at 31 March 2026, the Conversion Shares had not been allotted or issued as the shares of the Company remained suspended from trading on the SGX-ST.

As at 31 March 2026, the Company had an outstanding convertible loan from the Executive Chairman with an aggregate principal amount of \$500,000, which is convertible into 79,365,079 new ordinary shares in the capital of the Company at a conversion price of S\$0.0063 per share.

As at 31 March 2026 and 31 March 2025, there were no treasury shares held by the Company and there were no subsidiary holdings.

E. Notes to the Condensed Interim Financial Statements (Cont'd)

18. Earnings per share

	Group	
	3 months ended 31 March 2026	3 months ended 31 March 2025 <i>(Re-presented)</i>
<u>Loss attributable to owners of the Company (\$'000)</u>		
Continuing operations	(892)	(65)
Discontinued operations	–	(84)
Weighted average number of shares ('000)	530,481	448,481
<u>Basic and diluted loss per share (cents)</u>		
Continuing operations	(0.168)	(0.014)
Discontinued operations	–	(0.019)

Basic and diluted loss per share for the respective financial periods are computed based on the weighted average number of ordinary shares in issue during the respective financial periods.

Diluted loss per share is the same as basic loss per share as there were no potential dilutive ordinary shares for the financial periods ended 31 March 2026 and 31 March 2025.

E. Notes to the Condensed Interim Financial Statements (Cont'd)

19. Net asset value

	Group		Company	
	31 March 2026 \$'000	31 December 2025 \$'000	31 March 2026 \$'000	31 December 2025 \$'000
Net asset value (\$'000)	(3,242)	(2,350)	(2,750)	(2,194)
Net asset value per share (cents)	(0.61)	(0.44)	(0.52)	(0.41)

20. Legal Proceedings

On 7 April 2026, the Company announced that it had instructed its legal counsel to commence proceedings in the High Court of Singapore against certain former directors of the Company (the “**Former Directors**”), which were filed on 2 April 2026, to seek, *inter alia*, damages in relation to alleged breaches of fiduciary duties.

The Company’s former continuing sponsor (the “**Former Sponsor**”) was also named as a defendant in the proceedings in relation to, *inter alia*, matters concerning the release of the Company’s announcement dated 26 September 2025.

As the proceedings are ongoing, the outcome of these matters cannot be determined at this stage. The Company will continue to monitor developments and make further announcements, where appropriate, in compliance with the requirements of the Catalist Rules. The Company will also assess the potential financial impact of these matters on the Group, where relevant, in accordance with applicable accounting and reporting requirements.

21. Event subsequent to reporting date

Receipt of Letter of Demand from the Former Sponsor, Evolve Capital Advisory Private Limited

As announced on 12 May 2026, the Company received a letter of demand from the Former Sponsor in relation to alleged outstanding sponsorship service fees amounting to S\$239,998.64 (“**Letter of Demand**”). The Letter of Demand demands for the full repayment of the outstanding payments, together with interest accrued thereon, within seven days of the date of the Letter of Demand.

Prior to the receipt of the Letter of Demand, the Company had raised claims with the Former Sponsor after reviewing and identifying certain discrepancies and matters requiring clarification in the invoices issued by the Former Sponsor (as referred to in the Letter of Demand) and had requested supporting information and clarification in respect of such invoices. Notwithstanding the foregoing, the Company has not received any such supporting information and adequate clarifications from the Former Sponsor before receiving the Letter of Demand.

The Company is currently seeking legal advice in relation to the Letter of Demand and has not provided a substantive response to the Former Sponsor. The Company will make further announcements to update shareholders as and when there are material developments on this matter, including the financial impact (if any).

F. Other Information Required Pursuant to Appendix 7C of the Catalyst Rules

1. Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice.

The condensed interim consolidated statements of financial position of the Group and the Company as at 31 March 2026 and the related condensed interim consolidated statement of profit or loss and other comprehensive income, condensed interim consolidated statements of changes in equity and condensed interim consolidated statement of cash flows of the Group for the three-month period ended 31 March 2026, and the explanatory notes, have not been audited or reviewed by the auditors of the Company.

2. Where the figures have been audited or reviewed, the auditors' report (including any modifications or emphasis of a matter).

Not applicable.

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

- (i) **Updates on the efforts taken to resolve each outstanding audit issue.**
- (ii) **Confirmation from the Board that the impact of all outstanding audit issues on the financial statements have been adequately disclosed.**

The Group's latest audited consolidated financial statements for FY2025 contained a disclaimer of opinion issued by the Company's independent auditor. The following matters were included in the basis for the disclaimer of opinion:

(a) Appropriateness of the going concern assumption

In assessing the appropriateness of the going concern assumption of the Group and the Company, the Board of Directors and management are of the view that the use of going concern assumption to prepare the financial statements is appropriate based on the following factors:

1. The Group has secured up to \$20 million in financing commitments from its Executive Chairman, comprising an interest-free loan facility of up to \$15 million and an interest-free convertible loan facility of up to \$5 million, which will provide financial support to the Group's operations and working capital requirements;
2. The Group has entered into debt conversion agreements with creditors to reduce debts and cash outflow;
3. The Group completed the disposal of its loss-making F&B business segment and insurtech business segment in the second quarter of 2025 and fourth quarter of 2025, respectively, to curb further operating losses; and
4. Since obtaining shareholders' approval for the business diversification on 25 November 2025, the Group has recorded collections of approximately \$162,000 from its renewable energy business. The Board is of the view that the Group's renewable energy and commodities trading businesses will support the Group's operational and cash flow requirements going forward.

Based on the above, the Board of Directors and management are of the view that it is appropriate for the Group to continue adopting the going concern basis in the preparation of the Group's financial statements.

- (b) Existence, occurrence, completeness and accuracy of other income and administrative expenses from 1 January 2025 to 14 October 2025, and trade and other receivables and payables as at 31 December 2025 for the Company and its subsidiary, V2Y Pte. Ltd.

Following the major change in management of the Company, there was no proper handover of the books and records by the former directors and management of the Company to the current directors and management. As a result, the current directors and management were not provided with the full financial records and supporting documents of the Company and the Group.

Notwithstanding the above, the current directors and management have exercised all reasonable efforts to obtain all available information and records necessary to reconstruct the financial statements of the Group and the Company for the period from 1 January 2025 up to 14 October 2025, being the date on which the new management assumed control of the Group's operations and management.

- (c) Discontinued operations and expected credit loss assessment of other receivables

The F&B Business and the Insurtech Business were disposed of in April 2025 and December 2025, respectively. Following the disposals, these businesses no longer form part of the Group's operations.

Management continues to assess the recoverability of the outstanding other receivables and has undertaken legal measures to pursue the recovery of the outstanding other receivables.

- (d) Potential financial or other implications arising from the whistleblowing complaint

Management has provided updates on the current status of the Audit Committee's review and the Commercial Affairs Department's investigations into the whistleblowing complaint. Please refer to the Company's announcement dated 20 April 2026, titled "Response to SGX Queries" for further details.

The Company will continue to monitor developments relating to these matters and will make further announcements where appropriate.

- (e) Comparative figures

The independent auditor's report on the consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Group for the financial year ended 31 December 2024 ("FY2024") contained a disclaimer of opinion.

In view of the matters described in the basis for disclaimer of opinion on the consolidated financial statements of the Group for FY2024, the current independent auditor of the Company, Baker Tilly TFW LLP, was unable to determine whether the opening balances as at 1 January 2025 were fairly stated.

The disclaimer of opinion for FY2024 was primarily attributable to matters relating to the Group's F&B business, which was subsequently disposed of in April 2025. Following the completion of the disposal, the F&B business no longer forms part of the Group's current operations.

The Board of Directors confirms that the impact of all outstanding audit issues on the financial statements for FY2025 have been adequately disclosed.

4. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results.

The Group did not disclose any prospect statement or forecast to shareholders previously.

5. Commentary at the date of 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

The global transition towards cleaner and more sustainable energy continues to accelerate, driven by government policies, corporate decarbonisation commitments, and growing investor focus on environmental sustainability. Renewable energy solutions are expected to continue playing an increasingly important role in the global energy mix, with renewable energy contributing a significant share of incremental global energy demand growth in recent years.

At the same time, global energy markets have experienced heightened volatility, with energy prices rising sharply due to ongoing geopolitical tensions, including the conflicts involving Russia and Ukraine, as well as the recent escalation of tensions in the Middle East. Disruptions to key energy supply routes and production have led to significant increases in oil and gas prices, with crude oil prices rising substantially amid constrained supply conditions. These developments have contributed to higher operating costs globally, increased inflationary pressures, and greater uncertainty in the macroeconomic environment. In this context, the global shift towards renewable energy is further reinforced not only by sustainability objectives, but also by the need for energy security, price stability, and diversification of energy sources.

During 1Q2026, the Group secured its first supply and installation contract for a solar photovoltaic (“PV”) system, reflecting management’s commitment to expand into the renewable energy segment. This represents an initial step in positioning the Group to participate in the broader energy transition and to capture opportunities arising from the evolving energy landscape.

The Group is currently evaluating options to strengthen and streamline its businesses and operations with a view towards improving operational sustainability and preserving shareholder value. The Group will also continue to explore suitable opportunities to expand its business regionally through organic growth, investments, mergers and acquisitions, joint ventures and/or strategic collaborations.

Since assuming control of the Board in mid-October 2025, the current Directors have been actively addressing matters relating to the Company’s prolonged trading suspension, which occurred prior to their appointment. In this regard, the Company had made prior submissions to SGX RegCo in relation to the proposed resumption of trading of the Company’s shares. Following the change in the Company’s continuing sponsor, the previous resumption of trading proposal submissions were withdrawn by the former continuing sponsor. The Company has submitted its proposed resumption of trading proposal to its current continuing sponsor for review and assessment, prior to its submission to SGX RegCo. The Company will make further announcements as and when there are material developments.

6. Dividends

(i) If a decision regarding dividend has been made:

a) Current Financial Period Reported on

Any dividend declared for the current financial period reported on?

No.

b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the corresponding period of the immediately preceding financial year?

No.

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.

6. Dividends (cont'd)

d) Date payable

Not applicable.

e) Record date

Not applicable.

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

No dividend has been recommended or declared for 1Q2026 due to the Group's loss-making position, cash flow requirements and ongoing business development needs.

7. Interested person transactions ("IPT")

The Company does not have a general mandate from shareholders for interested person transactions pursuant to Rule 920 of the Catalist Rules.

On 30 October 2025, the Company entered into a facility agreement (the "**Facility Agreement**") with Mr. Lang Jinjun (Executive Chairman of the Company) ("**Lender**") pursuant to which the Lender has agreed to extend to the Company an interest-free loan facility of up to an aggregate principal amount of S\$20,000,000 (the "**Loan Facility**"), comprising two (2) separate lines of credit, on the terms and subject to the conditions set out therein.

The Loan Facility comprises two (2) separate and distinct facilities:

- (a) Loan: an interest-free loan facility of up to S\$15,000,000 (including an initial drawdown of S\$1,000,000 which has already been advanced by the Lender to the Company prior to the date of the Facility Agreement) made available by the Lender to the Company (the "**Loan**"); and
- (b) Convertible Loan: an interest-free convertible loan facility of up to S\$5,000,000 made available by the Lender to the Company which may, at the Lender's sole discretion, be converted into new shares of the Company ("**Conversion Shares**") during the conversion period (the "**Convertible Loan**").

As the Loan is non-interest-bearing, there is no value attributable to the transaction for the purposes of Chapter 9 of the Catalist Rules.

In respect of the Convertible Loan, as it is non-interest-bearing and the entire amount of the Convertible Loan may be converted into Conversion Shares, the value attributable to the transaction (being the proposed grant of the Convertible Loan by the Lender to the Company as an interested person transaction) for the purposes of Chapter 9 of the Catalist Rules is deemed to be the aggregate price of the Conversion Shares, being the amount of S\$5,000,000 under the Convertible Loan. The Company has obtained the approval of independent shareholders for the proposed grant of the Convertible Loan by the Lender to the Company as an interested person transaction at an extraordinary general meeting of the Company held on 20 March 2026.

7. Interested person transactions (“IPT”) (cont’d)

Pursuant to Rule 907 of the Catalist Rules, please refer to the table below for the aggregate value of interested person transactions during 1Q2026.

Name of interested person	Nature of relationship	Aggregate value of all interested person transactions during 1Q2026 (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under the shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000)
		S\$'000	S\$'000
Convertible Loan:			
Lang Jinjun	Executive Chairman of the Company	5,000	-

Save as disclosed above on the entry into the Convertible Loan with Mr. Lang Jinjun (which was entered into in FY2025, but approval of independent shareholders was only obtained in 1Q2026), there are no IPTs of \$100,000 or more entered into by the Group during the financial period under review.

8. Review of Group Performance

In April 2025 and January 2026, the Company announced the completion of the disposals of the F&B Business and the Insurtech Business, respectively. Following these disposals, the results of the F&B Business and the Insurtech Business for 1Q2025 have been presented separately as discontinued operations. Please refer to Note 8 titled “Discontinued Operations” in the Notes to the unaudited condensed interim consolidated financial statements set out in this announcement for information.

1Q2026 vs 1Q2025

Revenue and Cost of Sales

The Group recorded revenue of \$51,000 in 1Q2026 from its Renewable Energy segment following the commencement of operations in the segment. Correspondingly, cost of sales amounted to \$42,000 for 1Q2026. The revenue and related cost of sales were attributable to the Group’s renewable energy business following the Group’s diversification into the renewable energy sector and disposal of its legacy businesses.

Gross profit and gross profit margin

The Group recorded gross profit of \$9,000 in 1Q2026, representing a gross margin of approximately 17.6%. The gross profit was attributable to the commencement of operations in the Group’s Renewable Energy segment.

Other income

Other income in 1Q2025 comprised government grants of \$5,000. No other income was recorded in 1Q2026.

Sales and marketing expenses

The Group recorded sales and marketing expenses of \$0.19 million in 1Q2026, mainly attributable to business development expenses incurred following the commencement of operations in the Group’s Renewable Energy segment.

Administrative expenses

Administrative expenses increased from \$68,000 in 1Q2025 to \$0.71 million in 1Q2026. The increase was primarily attributable to higher staff costs, legal and professional fees incurred in connection with the Group’s business diversification, and ongoing operations and corporate activities during 1Q2026.

8. Review of Group Performance (Cont'd)

Finance costs

The Group did not incur any finance costs in 1Q2026, as compared to \$2,000 in 1Q2025. The finance costs in 1Q2025 were primarily attributable to interest expenses arising from lease liabilities.

Loss from continuing operations, net of tax

As a result of the above, the Group recorded a higher loss before tax from continuing operations of \$0.89 million in 1Q2026, as compared to \$65,000 in 1Q2025.

Statement of Financial Position

Current assets

The Group's current assets increased from \$0.30 million as at 31 December 2025 to \$0.45 million as at 31 March 2026. The increase was primarily driven by an increase in other receivables, mainly attributable to prepayment for insurance and professional fees, as well as an increase in cash and cash equivalents mainly due to drawdowns under the loan facilities provided by the Executive Chairman during 1Q2026.

Non-current assets

The Group's non-current assets comprise plant and equipment, and right-of-use assets. The Group's non-current assets decreased from \$0.15 million as at 31 December 2025 to \$0.13 million as at 31 March 2026, mainly due to depreciation charges recognised during 1Q2026.

Current liabilities

The Group's current liabilities increased from \$1.75 million as at 31 December 2025 to \$1.78 million as at 31 March 2026, arising primarily from trade payables of \$40,000 relating to the purchase of PV solar equipment.

Non-current liabilities

The Group's non-current liabilities increased by \$0.98 million from \$1.06 million as at 31 December 2025 to \$2.04 million as at 31 March 2026. The increase was mainly due to drawdown under the loan facilities provided by the Executive Chairman.

Working capital position

The Group recorded a negative working capital of \$1.33 million as at 31 March 2026, as compared to a negative working capital of \$1.44 million as at 31 December 2025. The negative working capital position was mainly attributable to the trade and other payables of \$1.71 million classified under current liabilities.

As disclosed in Note 15 under Section E of this announcement, the Company entered into debt conversion agreements with certain creditors, pursuant to which the Company agreed to settle an aggregate outstanding indebtedness of \$654,000 through the proposed issuance of 103,809,523 new ordinary shares in the capital of the Company at an issue price of \$0.0063 per share. As the Company's shares remain suspended from trading on the SGX-ST, the shares have not been allotted or issued as at the date of this announcement.

Notwithstanding that the Group recorded a negative working capital as at 31 March 2026, the Board is of the view that the Group and the Company will be able to meet their obligations for the next twelve months from the reporting date after taking into consideration of the loan facilities of up to an aggregate principal amount of \$20.0 million provided by the Executive Chairman. Please refer to Note 4 under Section E of this announcement for information on the going concern assessment by the Board and management.

8. Review of Group Performance (Cont'd)

Statement of Cash Flows

Net cash used in operating activities amounted to S\$0.87 million in 1Q2026, mainly due to operating losses incurred during 1Q2026. Changes in working capital resulted in a net inflow of S\$7,000, arising mainly from an increase in trade and other payables of S\$36,000, partially offset by an increase in other receivables of S\$29,000.

Net cash used in investing activities for 1Q2026 amounted to \$2,000, primarily due to the purchase of equipment during 1Q2026.

Net cash generated from financing activities amounted to S\$0.98 million in 1Q2026, mainly due to a S\$1.0 million drawdown under the loan facilities provided by the Executive Chairman, partially offset by the repayment of lease liabilities.

As a result, cash and cash equivalents increased from \$0.20 million as at 31 December 2025 to \$0.32 million as at 31 March 2026.

9. Confirmation of undertakings from Directors and Executive Officers

The Company confirms that it has procured undertakings from all its Directors and Executive Officers in the format set out in Appendix 7H pursuant to Rule 720(1) of the Catalist Rules.

10. Negative confirmation by the Board pursuant to Rule 705(5)

To the best of the knowledge of the board of directors of the Company ("Board"), nothing has come to the attention of the Board which may render the condensed interim financial statements for 1Q2026 of the Group and the Company to be false or misleading in any material aspect.

11. Acquisition or sale of shares in subsidiaries and/ or associated companies under Rule 706A of the Catalist Rules

(a) Incorporation of a wholly-owned subsidiary in Malaysia

On 5 March 2026, the Company incorporated a wholly-owned subsidiary in Malaysia, SeaScape Energy (Malaysia) Sdn. Bhd. (the "**Malaysia subsidiary**"), with an issued and paid-up share capital of RM100,000 (equivalent to approximately \$32,600) comprising 100,000 ordinary shares. The principal activities of the Malaysia subsidiary are the development of renewable energy projects and the trading of renewable energy systems and equipment in Malaysia.

(b) Increase of share capital in a subsidiary

On 13 November 2025, the Company incorporated a wholly-owned subsidiary, SeaScape Energy with an issued share capital of 1,000,000 ordinary shares. As at 31 December 2025, the paid-up share capital of SeaScape Energy was \$100,000 comprising 100,000 ordinary shares, while the remaining issued share capital was unpaid and payable upon call by SeaScape Energy. On 13 February 2026, following a call made by SeaScape Energy Pte. Ltd., the Company paid up an additional \$500,000 in respect of 500,000 ordinary shares. Following the capital call, the paid-up share capital of SeaScape Energy increased to \$600,000 comprising 600,000 ordinary shares.

Save as disclosed above, there were no acquisitions or disposal of shares in subsidiaries and/or associated companies during 1Q2026.

12. Use of Proceeds

On 30 October 2025, the Company entered into the Facility Agreement with Mr. Lang Jinjun (Executive Chairman of the Company), as the Lender, pursuant to which the Lender has agreed to extend to the Company an interest-free Loan Facility of up to an aggregate principal amount of \$20,000,000, comprising two (2) separate lines of credit (being (i) an interest-free Loan of up to \$15,000,000; and (ii) an interest-free Convertible Loan of up to \$5,000,000). After deducting estimated expenses of approximately \$200,000 in connection with the Loan Facility, the net proceeds from the Loan Facility amounted to an aggregate of approximately \$19,800,000 (“**Net Proceeds**”).

As at 31 March 2026 and as at the date of this announcement, the Company has drawn down approximately an aggregate of \$2,000,000 from the Loan Facility, comprising approximately \$1,500,000 from the Loan and approximately \$500,000 from the Convertible Loan.

As at the date of this announcement, the Company has utilised the Net Proceeds as follows:

Use of Net Proceeds	Allocation of Net Proceeds as disclosed in the Company’s circular to shareholders dated 5 March 2026		Amount utilised as at 31 March 2026, as disclosed in the FY2025 Annual Report (\$’000)	Amount utilised from 1 April 2026 up to the date of this announcement (\$’000)	Balance of Net Proceeds as at the date of this announcement (\$’000)
	Allocation of Net Proceeds (\$’000)				
Business development	70%	13,860	(637)	(238)	12,985
General working capital	30%	5,940	(912)	(213) ⁽¹⁾	4,815
		<u>19,800</u>	<u>(1,549)</u>	<u>(451)</u>	<u>17,800</u>

(1) Breakdown of general working capital: -

	Amount (\$’000)
Professional fees	127
Salaries	62
Rent	12
Administrative expenses	12
	<u>213</u>

On behalf of the Board of Directors of
OCEANSCAPE INTERNATIONAL LIMITED

Lang Jinjun
Executive Chairman

James Kho Chung Wah
Lead Independent Director

15 May 2026