UNION STEEL HOLDINGS LIMITED 友联钢铁

ANNUAL REPORT 2025

FINANCIAL STATEMENT & SUSTAINABILITY REPORT

JULY 2024 - JUNE 2025

CONTENTS

CORPORATE PROFILE

Union Steel Holdings Limited ("**Union Steel**" or the "**Group**") is a multi-business investment holding company, with three primary business drivers - metals, scaffolding and engineering. The Group started operations in 1984 through YLS Steel Pte Ltd, which was involved in the trading of ferrous scrap metal and since 1991, has been distributing construction steel through Union Steel Pte Ltd.

Leveraging over 40 years of experience and a global network of suppliers and clients, the Group has since expanded into several complementary business areas which tap on its expertise in steel products and deep knowledge of the construction sector.

The Group first ventured outside the metal and recycling industries when it added scaffolding to its product range in 2012. Today, Union Steel's products and services have expanded to include engineering and deck equipment, primarily servicing the offshore and marine industries.

With its diverse but complementary business holdings, Union Steel is well-positioned for the next chapter in its history and continues to innovate and adapt to the changing times. Given its expertise in steel trading and recycling, the Group's operations are guided by socially responsible practices, to ensure the safeguarding of precious natural resources whilst striving to achieve sustainable financial returns.

Union Steel Holdings Limited was listed on the SGX-ST Mainboard on 15 August 2005.

Over the years, the Group has received several awards including:

2003 Enterprise 50 Award

2004 Enterprise 50 Award

Fastest Growing 50 Certification

Singapore 500 Small Medium Enterprises

2009 Singapore 1000 – Sales Turnover Growth

Excellence Award

2010 Singapore International 100 Company

OPERATING LOCATIONS

COMPANY	ADDRESS
YLS Steel Pte Ltd	33 Pioneer Road North Singapore 628474 Tel : +65 6861 9833 Fax : +65 6862 9833 14 Gul Road Singapore 629344 Tel : +65 6265 9833 Fax : +65 6861 4674 Web : www.ylssteel.com.sg
Union Steel Pte Ltd	33 Pioneer Road North Singapore 628474 Tel : +65 6861 9833 Fax : +65 6862 9833 12 Gul Road Singapore 629343 Tel : +65 6265 9833 Fax : +65 6861 4674 Web : www.unionsteel.com.sg
Yew Lee Seng Metal Pte Ltd	28 Kranji Loop #01-04 Singapore 739571 Tel : +65 6382 0576 Fax : +65 6382 1197 Web : www.ylssteel.com.sg
Hock Ann Metal Scaffolding Pte Ltd	10 Bukit Batok Crescent #04-01 The Spire Singapore 658079 Tel : +65 6842 2808 Fax : +65 6842 2909 Web : www.hock-ann.com.sg
Gee Sheng Machinery & Engineering Pte Ltd	2 Kranji Link Singapore 728648 Tel : +65 6543 1626 Fax : +65 6542 3683 Web : www.geesheng.com.sg
Transvictory Winch System Pte Ltd	9 Pioneer Walk Singapore 627752 Tel : +65 6774 3127 Fax : +65 6774 5501 Web : www.transvictorywinch.com
Promoter Hydraulics Pte Ltd	9 Pioneer Walk Singapore 627752 Tel : +65 6774 3127 Fax : +65 6774 5501 Web : www.promoter.com.sg
Marshal Systems Private Limited	9 Pioneer Walk Singapore 627752 Tel : +65 6255 0858 Fax : +65 6255 2263 Web : www.marshal-systems.com
Applied Engineering Pte Ltd	46 Tuas Road Singapore 638499 Tel : +65 6862 1726 Fax : +65 6862 3486 Web : www.appliedengineering.com.sg
Fastweld Engineering Construction Pte Ltd	2 Kranji Link Singapore 728648 Tel : +65 6362 0393 Fax : +65 6365 1757 Web : www.fastweld.com.sg

HEADQUARTERS

33 Pioneer Road North Singapore 628474
Tel : +65 6861 9833
Fax : +65 6862 9833
Web : www.unionsteel.com.sg

BUSINESS OVERVIEW

METALS

Union Steel has firmly established itself in the metal industry over the last 40 years. Today, we provide steel rental, distribution, and storage services as well as metal recycling.

METAL RECYCLING

The Group operates a one-stop metal recycling centre through YLS Steel Pte Ltd, with multiple facilities across Singapore. We collect and process metal scrap before exporting to smelters. Our refined and comprehensive processes have been set in place to achieve the cleanest grade of metal scrap before exporting to smelters. With more than 40 years of experience, we have grown to become one of the most established metal recycling companies in Singapore.

STEEL DISTRIBUTION AND STORAGE

The Group supplies steel products to the construction and engineering industries through Union Steel Pte Ltd. We offer a wide range of steel products such as reinforcement steel bars, H-beams, I-beams, pipes, steel plates and sheet piles. Our vast supply network allows us to fulfil any specification requirements at competitive rates. We also provide complementary services such as steel storage and handling services.

STEEL LEASING

The Group offers steel leasing solutions to the construction industry through YLS Steel Pte Ltd. We have an extensive inventory of steel sheet piles, mild steel plates, steel test piles and steel beams with customisable lengths available for short and long-term requirements.

Our leasing solutions are cost and space efficient and can be applied at all phases of a construction project. We help our customers achieve greater cost savings with flexible leasing or buy-back options.

SCAFFOLDING

The Group expanded its services to the construction industry in 2012 with scaffolding products and services.

The Group offers scaffolding services and related consultancy through Hock Ann Metal Scaffolding Pte Ltd. We specialise in scaffolding services and related consultancy, sales and rental of scaffolding materials and the supply of skilled workers for erection and dismantling of scaffolds.

We have established ourselves as the provider of choice in the local scaffolding industry, our expertise is built on our experience, industry knowledge and safety awareness in scaffolding.

Business Overview

ENGINEERING

Initiated in 2015, the Group's diversification into adjacent markets gained momentum with strategic acquisitions in 2022. Our engineering services now encompass a broad spectrum, targeting the marine, oil and gas sectors.

OIL & GAS

Acquired by the Group in 2015, Gee Sheng Machinery & Engineering Pte Ltd adds engineering to the Group's range of services. We service predominantly the oil and gas industry, specialising in the fabrication of custom equipment certified to operate in the Zone 2 hazardous areas including pressure pump units, process mixing units and hydraulic power units. Our products are tested and commissioned at our in-house test facility with test pressures up to 15,000 PSI to ensure quality.

Applied Engineering Pte Ltd, which was acquired by the Group in May 2022, strengthening our service offerings to the upstream firms of the oil and gas industry. Founded in 1934, we are well established for our design and fabrication of process equipment such as pressure vessels and heat exchangers for energy related industries.

Incorporated in 1993 and acquired by the Group in July 2022, Marshal Systems Private Limited is a leading systems integrator preferred by internationally renowned companies in the oil and gas industry. Our solutions cover telecommunications, safety, fire protection and control, and instrumentation systems for oil and gas assets such as land-based installation facilities, vessels, rigs as well as onshore facilities making them a safer place for people to work in.

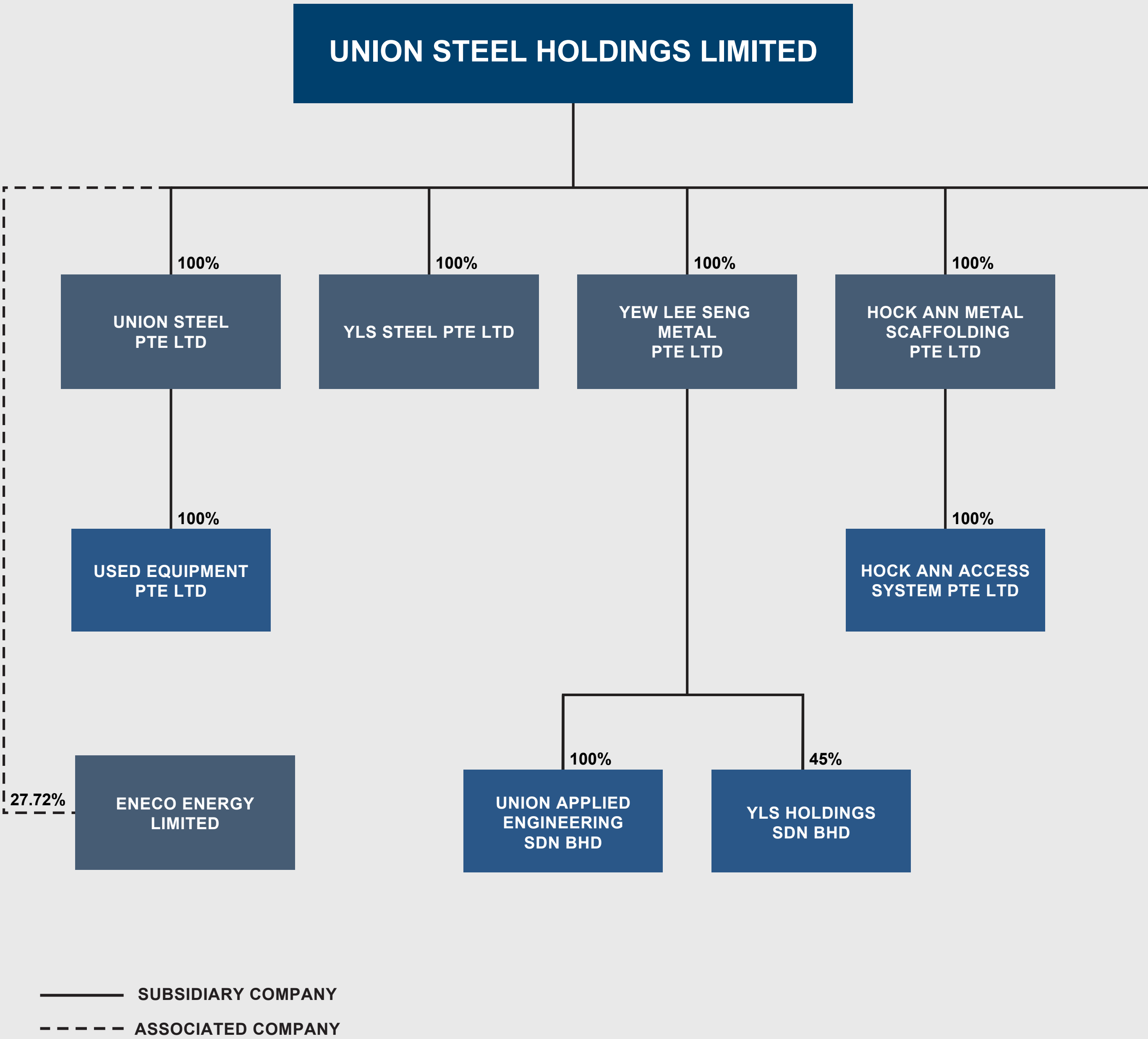
In November 2022, we broadened our scope with the acquisition of Fastweld Engineering Construction Pte Ltd. Founded in 1999, the engineering firm provides an extensive range of services to oil refineries and petrochemical plants including design, fabrication, maintenance and construction of storage tanks, pipelines and equipment.

MARINE

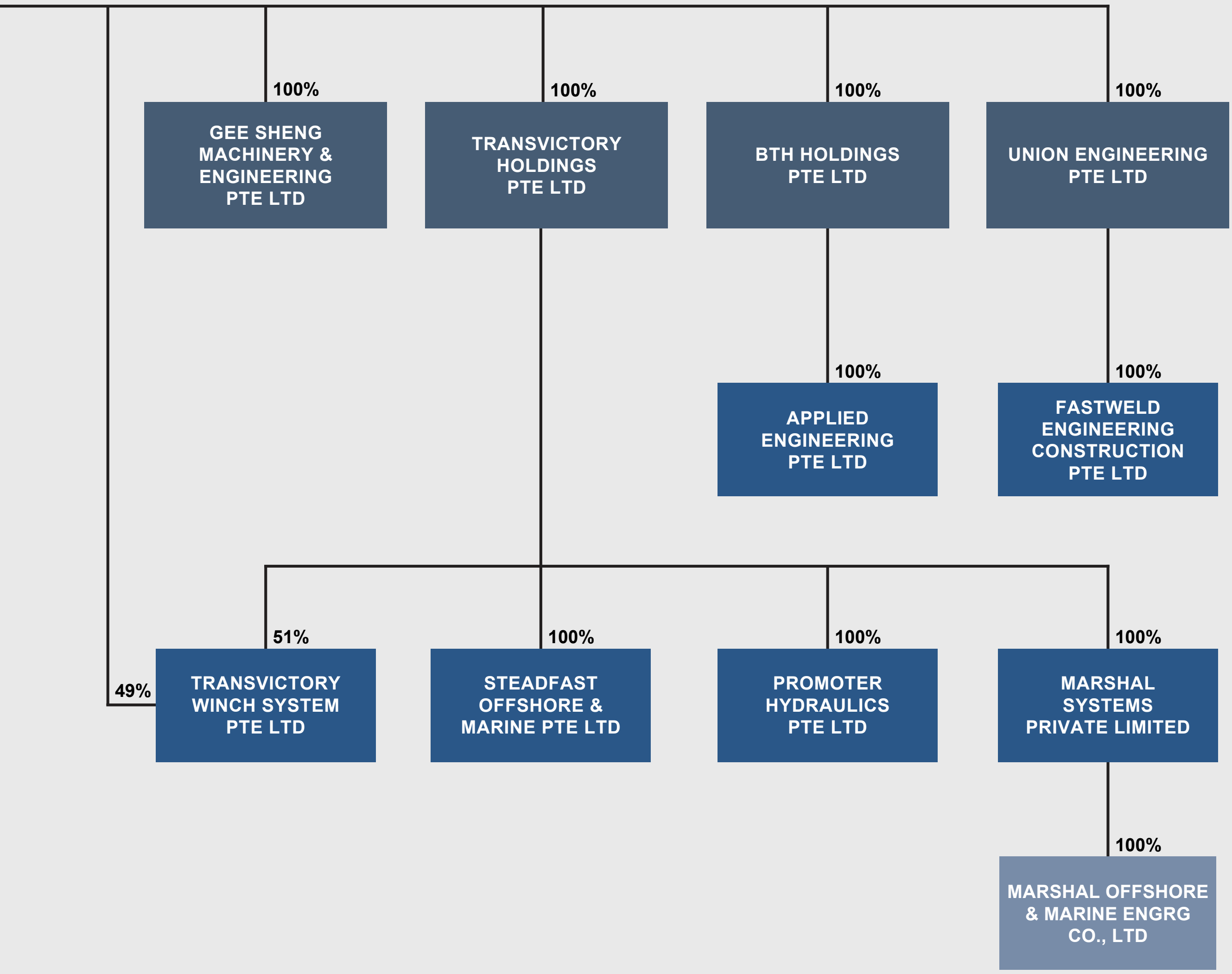
Transvictory Winch System Pte Ltd, a leading manufacturer and supplier for custom deck equipment to the marine, offshore, oil and gas industries, joined Union Steel in 2016. As one of the largest stockists in Southeast Asia, we provide immediate solutions to all winching and lifting applications. With over three decades of experience in the industry, we are the preferred partner to reputable multinational companies requiring winch systems. Our stringent verifications and testing processes ensure "zero failure" in our products, making us the go-to company for quality winching solutions.

The acquisition of Promoter Hydraulics Pte Ltd in August 2022, one of the largest suppliers of hydraulic winches and power packs in Southeast Asia, further strengthened our position in the market.

CORPORATE STRUCTURE



Corporate Structure



CHAIRMAN'S STATEMENT

Dear Shareholders,

On behalf of the board of directors (the "**Board**"), I am pleased to present the Annual Report of Union Steel Holdings Limited (the "**Company**" or collectively with its subsidiaries, the "**Group**") for the financial year ended 30 June 2025 ("**FY2025**").

FY2025 was a year marked by growing global uncertainties and cautious optimism. Union Group navigated a complex and evolving business environment shaped by persistent geopolitical tensions, inflationary pressures and cautious sentiment across many of our key markets. Despite these headwinds, I am pleased to report that the Group remained resilient and took deliberate steps to position itself for sustainable long-term value creation.

OPERATING AMIDST UNCERTAINTY

The past year saw ongoing geopolitical frictions, particularly in the Asia-Pacific region, which impacted investor confidence and contributed to fluctuations in commodity prices and construction activity levels. Domestically, while major infrastructure projects are in the pipeline and present significant medium to long-term opportunities, the prevailing cautious tone in the building and infrastructure sectors has continued to weigh on near-term demand for new steel products, steel leasing and scaffolding services. In response, our team remained disciplined in cost management while staying alert to emerging opportunities. Our core steel trading and leasing businesses maintained operational stability, even as some segments experienced slower momentum.

Despite intensified competition and manpower constraints, the scaffolding division continued to contribute positively to the Group. On the engineering front, geopolitical risks and tariff uncertainties continued to test business confidence. Some projects progressed more slowly than anticipated due to phasing adjustments and longer lead times arising from evolving market and operational considerations. Nevertheless, Engineering remained an important part of the Group, contributing stable and recurring earnings that supported overall performance.

The Group continued to focus on deepening customer engagement, enhancing internal processes, and sharpening execution capabilities.

STRATEGIC INVESTMENT IN ENECO ENERGY LIMITED

As part of our ongoing efforts to diversify and unlock new avenues for growth, Union Steel acquired a 29.4% stake in Eneco Energy Limited ("**Eneco**") in November 2024 for S$7.5 million. This was followed by the acquisition of 680 million warrants in December 2024 for S$3.4 million. Eneco, an SGX Mainboard-listed company, represents a strategic platform that aligns with our vision of building a more diversified and resilient Group.

With prudent stewardship, this investment could enable us to extend our footprint into complementary sectors while enhancing long-term shareholder value. As at the date of this report, we have partially realised gains from our investment and refinanced the exercise of all the warrants. We will continue to monitor developments closely and exercise our rights as shareholders in a responsible and value-driven manner.

FINANCIAL AND BUSINESS REVIEW

The Group recorded revenue of S$106.1 million in FY2025 (FY2024: S$114.9 million), a decrease of 7.7% or S$8.8 million. This was mainly due to softer contributions from the Engineering and Scaffolding segments, partially offset by higher sales from the Metals segment. Revenue from Metals rose 3.8% to S$46.4 million (FY2024: S$44.7 million), supported by stronger sales volume of new steel, though this was partly offset by lower scrap metal sales amid continued price softness and competitive pressures. Engineering posted revenue of S$53.4 million (FY2024: S$62.4 million), reflecting more intense market competition. Scaffolding recorded revenue of S$6.3 million, down 19.2% from S$7.8 million in the prior year, due to reduced secured contracts and heightened market challenges.

Chairman's Statement

Singapore remained the Group's largest revenue contributor at 65% or S$69.0 million in FY2025 (FY2024: 81% or S$93.0 million). Overseas revenue, however, grew strongly to S$37.1 million from S$21.9 million, led by higher sales in both Metals and Engineering.

Gross profit stood at S$27.2 million (FY2024: S$31.3 million), with gross margin at 25.6% (FY2024: 27.2%), reflecting the changes in segmental contributions. Despite the more challenging operating environment, the Group achieved a net profit of S$9.5 million, compared to S$12.7 million in FY2024, marking the fifth consecutive year of profitability.

As at 30 June 2025, property, plant and equipment of S$68.4 million and right-of-use assets of S$12.2 million relating to land and buildings remained the Group's key assets, representing 45.0% of total assets. During the year, the Group acquired a leasehold property and completed construction of a new office building at a combined cost of S$16.6 million, primarily financed through bank borrowings. The corresponding right-of-use assets of S$5.0 million and related lease liabilities were also recognised.

Net asset value per share increased to S$0.82 as at 30 June 2025 (30 June 2024: S$0.75), based on 118,134,300 shares in issue. While the Group's cash and cash equivalents rose by S$3.0 million year-on-year, net gearing increased to 25.5% (30 June 2024: 11.3%), primarily due to new loan facilities taken up to finance the acquisition of a leasehold property, the construction of a new office building, and the investment in an associated company. With a strengthened asset base and enhanced financial capacity, the Group enters FY2026 with greater flexibility to pursue future growth opportunities.

LOOKING AHEAD

As we look ahead, each of our business segments continues to face both challenges and opportunities.

Metals: The market for new steel and scrap metal remains under pressure with softening prices and stiff competition. Nonetheless, our steel leasing and logistics services continue to provide resilience, and management remains cautiously optimistic about capturing demand in these areas.

Scaffolding: Despite intensifying market competition, the scaffolding segment continues to be supported by a stable base of recurring customers. At the same time, we are actively working to broaden our project portfolio to sustain growth over the longer term.

Engineering: The sector continues to see opportunities from energy demand and sustainability efforts, though project execution has been affected by timing changes and longer lead times. With a steady order book and healthy customer relationships, we remain focused on navigating near-term challenges while building for sustainable growth.

Union Steel will continue to operate with prudence, discipline and adaptability. Our goal remains clear — to preserve core business strength, extract more value from our assets, and explore avenues for capital-efficient expansion.

REWARDING SHAREHOLDERS

We remain committed to delivering value to shareholders. In line with our historical practice and in recognition of our stable financial footing, the Board is pleased to reward shareholders with a recommended dividend per share of 0.85 Singapore cents for their continued trust and belief in the Group. This underscores our confidence in the Group's fundamentals and long-term direction, while maintaining flexibility for future investments and growth initiatives.

ACKNOWLEDGEMENT

On behalf of the Board, I extend my sincere appreciation to our management and staff for their dedication, our customers and business partners for their trust and collaboration, and our shareholders for their continued confidence. With the support of our people and partners, we remain committed to building a stronger and more sustainable future for the Group.

MR ANG YU SENG (洪友成)
EXECUTIVE CHAIRMAN & CHIEF EXECUTIVE OFFICER

BOARD OF DIRECTORS

MR. ANG YU SENG
EXECUTIVE CHAIRMAN & CHIEF EXECUTIVE OFFICER

Mr. Ang Yu Seng is the co-founder of our Group. He was appointed as Executive Chairman and Chief Executive Officer to the Board on 12 August 2004. He is responsible for developing and driving the growth strategies of the Group. Mr. Ang has more than 40 years of extensive experience in the scrap metal recycling, steel trading and many other various industries. Under his leadership, Union Steel Group has expanded its operations and diversified its services, establishing itself as a prominent player in metal recycling, steel trading, scaffolding, oil and gas, and marine services. Mr. Ang is active in community service and was awarded the Public Service Medal (PBM), 2022.

MR. ANG YEW CHYE
EXECUTIVE DIRECTOR

Mr. Ang Yew Chye is the co-founder of the Group and was appointed as Executive Director to the Board on 12 August 2004. He is responsible for the day-to-day operations and management of the companies. Mr. Ang has more than 40 years of experience in the scrap metal recycling business.

MR. ONG BENG CHYE
LEAD INDEPENDENT DIRECTOR

Mr. Ong Beng Chye was appointed as Independent Director and Lead Independent Director to the Board on 1 November 2024. He is currently the Chairman of the Audit Committee and is also a member of the Nominating Committee and Remuneration Committee. Mr. Ong has more than 30 years of experience in areas such as accounting, auditing, public listings, due diligence, mergers and acquisitions, and business advisory. Mr. Ong is a Director of Appleton Global Private Limited, a business management and consultancy services firm since January 2007. He currently also serves as a non-executive and independent director on several companies listed on the Singapore Exchange. Mr. Ong graduated in 1990 with a Bachelor of Science with Honours in Economics and Accountancy from City University of London. He is a Fellow of The Institute of Chartered Accountants in England and Wales, a Chartered Financial Analyst conferred by the CFA Institute and a non-practising member of the Institute of Singapore Chartered Accountants.

MR. WONG LOKE TAN
INDEPENDENT DIRECTOR

Mr. Wong Loke Tan was appointed as Independent Director to the Board on 18 November 2016. He chairs the Remuneration Committee and is also a member of the Audit Committee. Mr. Wong was a senior banker with over 30 years of banking experience with international banks and local banks, including Singapore's longest established bank, OCBC Bank. His experience and expertise span across syndicated loans, project financing, structured trading financing and merger and acquisition. He is widely known in the business community for his extensive network and strong rapport with the Singapore SME business circle. Mr. Wong left banking in June 2016 as a Senior Vice President with Maybank, Singapore. Currently, he sits on the Board of listed companies in Singapore and abroad, including Adventus Holdings Limited, International Cement Group Limited, K2 F&B Holdings Limited and Travelite Holdings Limited. He is also dedicated to contributing to the Civic Organisations such as St. Gabriel's School Management Committee. In 2018, he was awarded the Silver Medallion Service Award by the Ministry of Education in recognition of his contributions and services. Mr. Wong holds a Master of Business Administration degree from Brunel University, United Kingdom and an Executive Diploma in Directorship from the Singapore Management University and the Singapore Institute of Directors.

Board of Directors

MR. TAN PENG CHIN
INDEPENDENT DIRECTOR

Mr. Tan Peng Chin was appointed as Independent Director to the Board on 1 November 2024. He is currently the Chairman of the Nominating Committee and is also a member of the Audit Committee and Remuneration Committee. Currently, he also sits on the Board of OM Holdings Limited, a limited liability company with primary listing on the Australian Securities Exchange and a secondary listing on Bursa Malaysia, and is domiciled in Bermuda. Mr. Tan was the founder, managing director and consultant of Tan Peng Chin LLC until he retired from the firm on 31 December 2015. Mr. Tan was also a Notary Public and Commissioner for Oaths from 1995 to 2015. He was an Accredited Mediator with the Singapore Mediation Center. Mr. Tan's legal expertise includes corporate finance, banking, company and commercial laws, international trade, joint ventures and issues concerning shareholders and directors. In addition, Mr. Tan has acted in numerous cross border transactions in the course of his legal career spanning more than 38 years. He graduated with a Bachelor of Laws with Honours from the National University of Singapore in 1982.

He was also a member of the Institutional Review Board of the Singapore National Cancer Center from 2007 to 2014. Mr. Tan was instrumental in setting up Clarity Singapore Limited in 2010, a charity under the auspices of Caritas (the Catholic Church) to assist persons suffering from mental illnesses and was Chairman and Vice Chairman of the Board until his retirement from the Board in October 2021. Mr. Tan has also volunteered with various charities including Christian Outreach for the Handicapped and the Roman Catholic Prison Ministry.

MR. GOI KOK MING (WEI GUOMING)
NON-EXECUTIVE DIRECTOR

Mr. Goi Kok Ming was appointed as Non-executive Director to the Board on 8 August 2019. Mr. Goi is the Executive Director and Group Chief Operating Officer of GSH Corporation Limited, a company listed on the Mainboard of the Singapore Exchange, and Non-Executive Director of Mainboard-listed PSC Corporation Limited and Serial System Ltd. He is also Director of Acelink Logistics Pte Ltd - a supply chain company with distribution networks in Singapore, Malaysia, Thailand, Hong Kong and China, and Tee Yih Jia Group - a global food and beverage group with operations in Singapore, Malaysia, USA, Europe, Japan and China. Mr. Goi is active in community service and was awarded the Public Service Medal (PBM), 2018 for his involvement as a member of the Community Development District Council, South East Region, and Patron of Braddell Heights Community Club. He also received the "Entrepreneur of the Year" Award from Enterprise Asia in 2019. Mr. Goi holds a bachelor's degree in Computer Information System from California State University, Pomona, United States.

KEY MANAGEMENT

MR. WILSON ONG
DIRECTOR,
SCAFFOLDING DIVISION

Mr. Wilson Ong is the founder of Hock Ann Metal Scaffolding Pte Ltd ("**Hock Ann**") and oversees the scaffolding division. He joined the Group after Hock Ann was acquired in April 2012. He is responsible for Hock Ann's day to day sales and operations as well as managing and controlling a workforce of over a hundred employees. Mr. Ong holds a Master of Business Administration from Southern Cross University.

MR. ANG JUN LONG
DIRECTOR,
ENGINEERING DIVISION

Mr. Ang Jun Long was appointed as an Executive Officer of the Group's Engineering Division on 31 August 2022. He is also the Executive Director of Eneco Energy Limited, a company listed on the Mainboard of the Singapore Exchange. Mr. Ang is the son of Mr. Ang Yu Seng (the Executive Chairman and Chief Executive Officer of the Group).

Mr. Ang began his career as a management trainee with Hock Ann in 2014, and with Gee Sheng Machinery & Engineering Pte Ltd in 2015, serving in these roles for three years. He subsequently joined the Transvictory Group and was promoted to General Manager in August 2017 to oversee and restructure the sales and operations of Transvictory. In 2022, he has been appointed to head the Engineering Division of the Group after additional acquisitions of Marshal Systems Private Limited, Promoter Hydraulics Pte Ltd, Fastweld Engineering Construction Pte Ltd and Applied Engineering Pte Ltd. He is tasked to lead these companies in the Engineering Division and to synergise them amongst the Group's other companies. Mr. Ang holds a bachelor degree with honours, majoring in Management and International Business from University of London, Royal Holloway UK.

MS. LIU WEN JUAN
FINANCIAL CONTROLLER

Ms. Liu Wen Juan was appointed as Financial Controller of the Group on 9 February 2022. She is responsible for the Group's financial matters, treasury and corporate finance activities, including mergers and acquisition. She has more than 20 years of experience in finance and audit in various industries. Prior to joining the Group, she was the Group Finance Manager of Armstrong Industrials Corporation Limited. Ms. Liu is a Chartered Accountant of Institution of Singapore Chartered Accountants and a fellow member of the Association of Chartered Certified Accountants, UK.

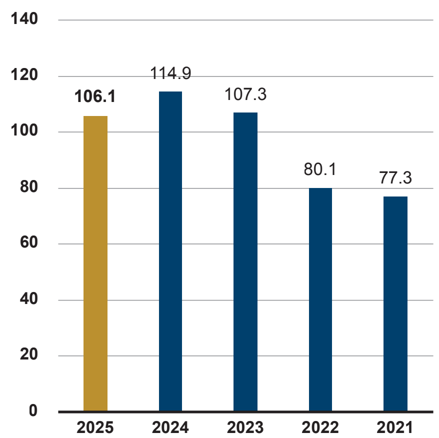
FINANCIAL HIGHLIGHTS

	2025	2024	2023	2022	2021
Group Turnover (S$'million)	**106.1**	114.9	107.3	80.1	77.3
Group Net Profit Attributable to Owners of the Company (S$'million)	**9.5**	12.7	11.0	7.1	7.6
Group Gross Margin (%)	**25.6**	27.2	25.5	23.2	23.7
Group Earnings Per Share (cents)[(1)]	**8.0**	11.0	9.0	6.0	6.0
Group Net Assets Value ("NAV") (cents)[(1)]	**82.0**	75.0	66.0	57.0	52.0
Dividend Payout (cents)[(1)(2)]	**0.85**	1.30	1.67	0.33	1.33

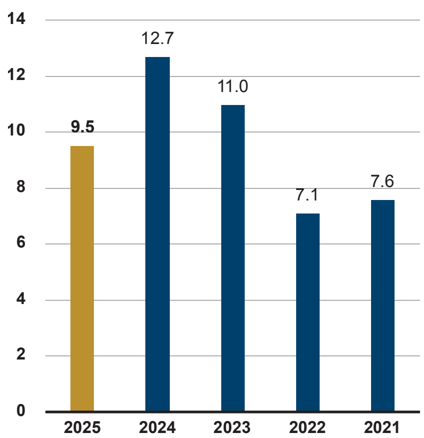
[(1)] Group earnings per share, NAV and dividend payout for FY2021 to FY2023 were computed based on a weighted average number of share 118,134,300 shares, adjusted for the share split of 1 existing ordinary share into 3 ordinary shares completed on 22 February 2024, for comparative purposes.

[(2)] Dividend payment out are rounded to the nearest two decimal places.

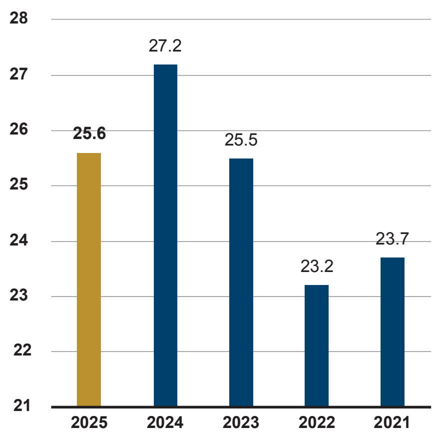
Group Turnover
(S$'million)



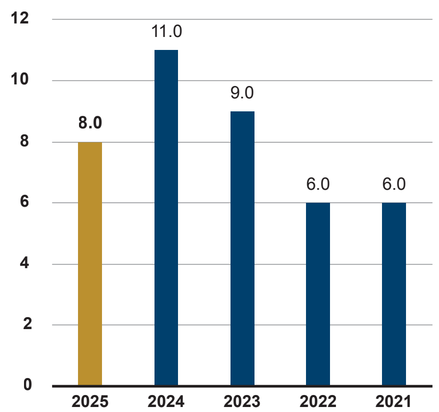
Group Net Profit Attributable to Owners of the Company
(S$'million)



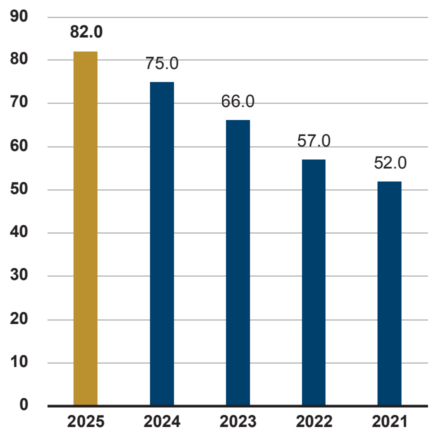
Group Gross Margin
(%)



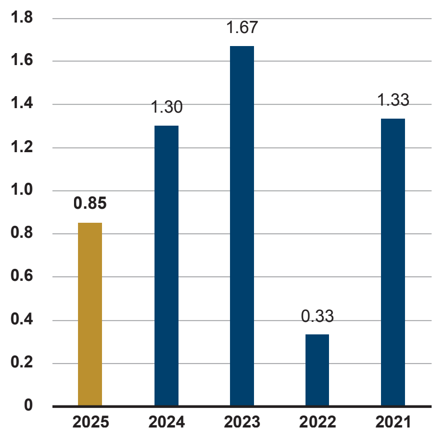
Group Earnings Per Share
('cents)



Group NAV
('cents)

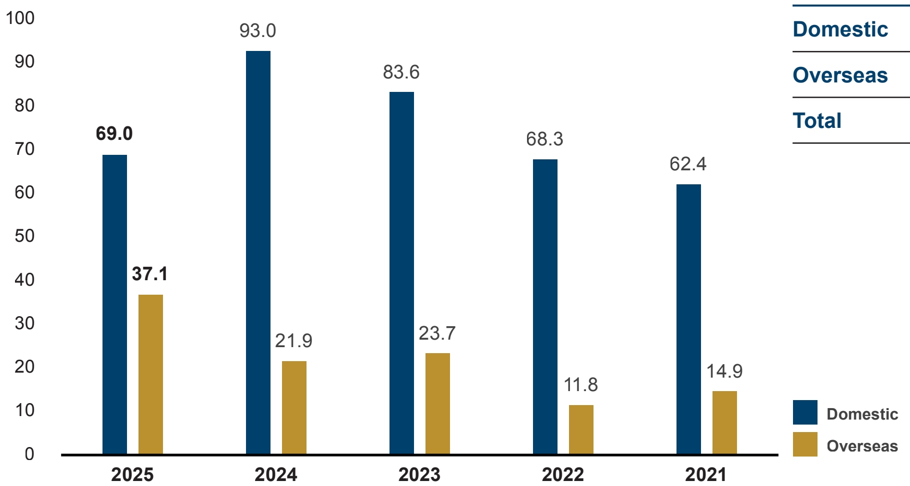


Dividend Payout
('cents)



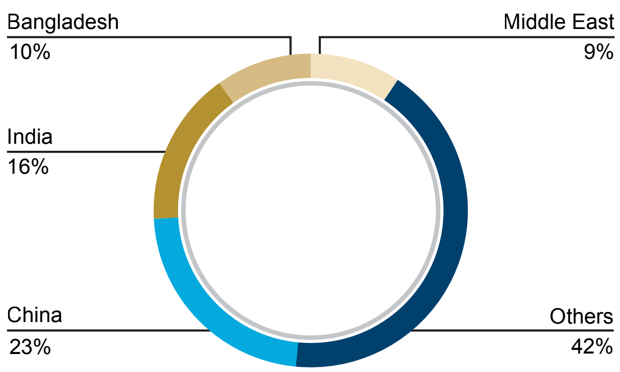
Financial Highlights

Revenue: Domestic vs Overseas (S$'million)

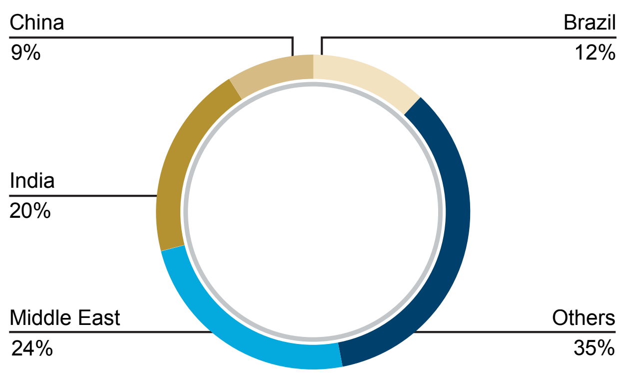


(S$'million)	2025	2024	2023	2022	2021
Domestic	**69.0**	93.0	83.6	68.3	62.4
Overseas	**37.1**	21.9	23.7	11.8	14.9
Total	**106.1**	114.9	107.3	80.1	77.3

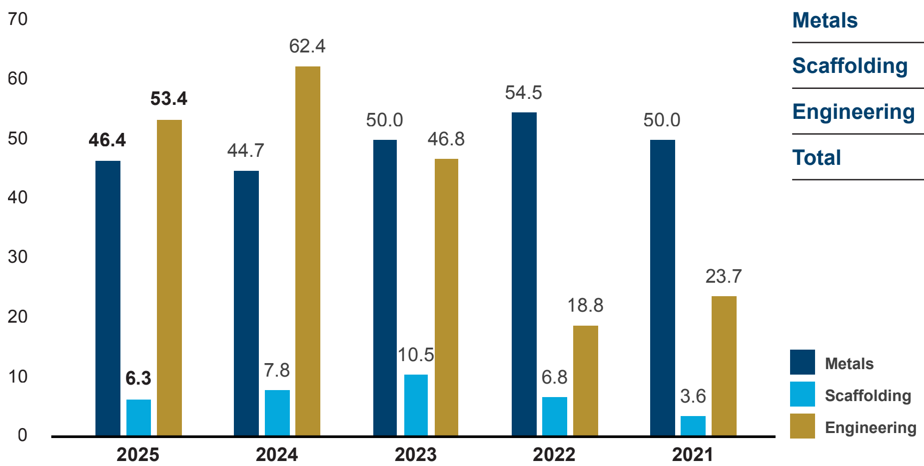
FY2025 Overseas Business Portfolio by Region



FY2024 Overseas Business Portfolio by Region



Segment Revenue (S$'million)



(S$'million)	2025	2024	2023	2022	2021
Metals	**46.4**	44.7	50.0	54.5	50.0
Scaffolding	**6.3**	7.8	10.5	6.8	3.6
Engineering	**53.4**	62.4	46.8	18.8	23.7
Total	**106.1**	114.9	107.3	80.1	77.3

SUSTAINABILITY REPORT

FOR THE PERIOD BETWEEN 1 JULY 2024 AND 30 JUNE 2025

Sustainability Report

ABOUT THIS REPORT

This report highlights important information including Union Steel Holdings Limited ("**Union Steel**", the "**Company**" or collectively with its subsidiaries, the "**Group**") policies and approaches to various issues, performance data, and more. We are committed to these holistic policies given our background in metal recycling, which defines our goals and responsibilities toward improving the environment.

In our 8th sustainability reporting, this report continues to reflect the Group's efforts and progress in integrating long-term best practices into our operations, management and policies. Our goal for sustainability reporting is for more comprehensive disclosures and to facilitate open dialogue with our stakeholders.

The board of directors (the "**Board**") of the Company has overall responsibility for sustainability matters and for incorporating sustainable practices into the Group's business strategy and operations. It also oversees the Group's corporate governance practices, identifies key environmental, social and governance ("**ESG**") factors, and manages and monitors these factors. Additionally, the Board holds regular meetings to review and approve significant strategic sustainability plans.

Through this, we aim to help our stakeholders attain a better understanding of the Company's role as a business partner and a member of the global resource supply chain. In addition, concerning the capital markets and regulatory environment, these disclosures will allow the investment community to make better-informed decisions.

REPORTING SCOPE

This report covers the sustainability efforts of the Group during the reporting period between 1 July 2024 and 30 June 2025:

1. Union Steel Holdings Limited
2. YLS Steel Pte Ltd
3. Union Steel Pte Ltd
4. Yew Lee Seng Metal Pte Ltd
5. Union Engineering Pte Ltd
6. Hock Ann Metal Scaffolding Pte Ltd
7. Hock Ann Access System Pte Ltd
8. Gee Sheng Machinery & Engineering Pte Ltd
9. Transvictory Holdings Pte Ltd
10. Transvictory Winch System Pte Ltd
11. Steadfast Offshore & Marine Pte Ltd
12. BTH Holdings Pte Ltd
13. Applied Engineering Pte Ltd
14. Promoter Hydraulics Pte Ltd
15. Marshal Systems Private Limited
16. Marshal Offshore Marine Engrg Co. Ltd
17. Fastweld Engineering Construction Pte Ltd
18. Used Equipment Pte Ltd
19. Union Applied Engineering Sdn Bhd
20. YLS Holdings Sdn Bhd

DATA

All analyses in this report are based on the consolidated data from all local subsidiaries within the reporting scope unless otherwise specified. Data concerning Group employees is based on the Group's total workforce of 548 employees.

REPORTING FRAMEWORK

This report was prepared based on the reporting principles of Global Reporting Initiative ("**GRI**") Standards. We have chosen to report using the GRI Standards as it is globally recognised for the comprehensive framework of its sustainability reporting guidelines.

We have referenced specific GRI Standards in our disclosures and compiled a list of the referenced standards at the end of this report.

This report was published in accordance to the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Mainboard Listing Rules 711(A) and 711(B). The Group aims to progressively adopt a fully compliant approach to the Taskforce for Climate-related Financial Disclosures ("**TCFD**") framework, with the objective of including disclosures in line with all TCFD recommendations.

REPORT ASSURANCE	We have not sought external assurance for our report for FY2025. Instead, to progressively improve the quality of our disclosures, we conduct internal review to ensure the accuracy of the data and information presented in this Report. The GRI Content Index and TCFD Content Index are contained on pages 34 to 37 of this Annual Report, indicating the location of the applicable disclosures within this sustainability report.
PUBLICATION INFORMATION	Date of this report: 8 October 2025 Date of previous report: 9 October 2024 Union Steel's Sustainability Report is published annually. Feedback on this report or our practices is welcome. Please direct all correspondence to corporate@unionsteel.com.sg.

BOARD STATEMENT

The Board recognises the importance of embedding sustainable practices throughout the organisation and the need for all levels to be actively engaged in this commitment. In alignment with our sustainability vision, the Board works closely with the Company's management team to ensure that our approach to ESG matters, as well as TCFD factors, is robust and responsive.

Our efforts include:

1. Identifying Stakeholder Concerns: We actively identify and understand the key concerns of our various stakeholders related to material ESG and TCFD factors. This engagement helps us align our sustainability efforts with the expectations and needs of our investors, customers, employees, and other key stakeholders.
2. Prioritising in Strategy and Policy Formulation: The Board considers, assesses, and prioritises these key stakeholder concerns during the development of the Group's strategies and policies. By integrating these factors into our decision-making processes, we ensure that sustainability remains a core component of our business model.
3. Monitoring Performance: We continuously monitor the Group's performance in addressing material ESG and TCFD factors. This oversight includes setting clear objectives, regularly evaluating progress, and making necessary adjustments to maintain alignment with our sustainability goals and commitments.

The Board is committed to driving the Group's sustainability agenda and ensuring that our actions reflect our commitment to responsible and sustainable business practices. Through these efforts, we aim to create lasting value for our stakeholders while contributing positively to the environment and society.

Sustainability Report

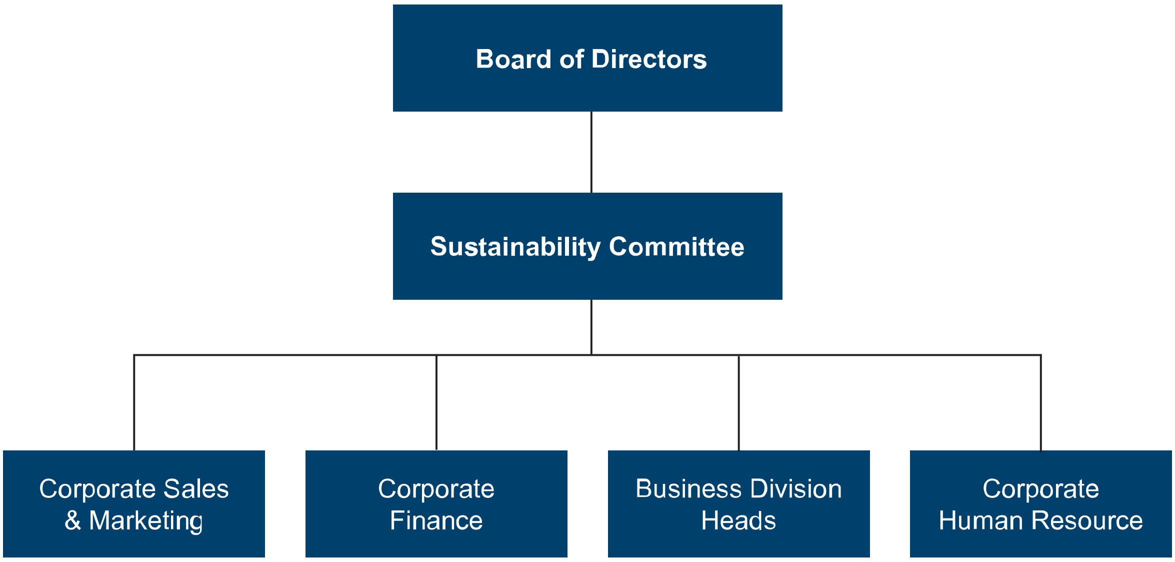
SUSTAINABILITY COMMITTEE

At Union Steel, we integrate sustainability across all aspects of our business, from on-the-ground operations to our corporate office, which oversees all business activities. To reinforce our commitment to sustainability, we have established a Sustainability Committee ("**Committee**") comprising representatives from various business divisions.

The primary function of the Committee is to evaluate the Group's material ESG and TCFD aspects within the respective domain areas represented by each member. This involves identifying key sustainability challenges and opportunities, assessing their impact on our operations, and ensuring that our actions align with our sustainability objectives. The Committee is also responsible for driving the integration of sustainable practices into the Group's strategies, policies, and day-to-day operations.

Moreover, the Committee plays a crucial role in ensuring that the Group upholds its responsibility as a corporate citizen. By incorporating sustainability into our decision-making processes at every level, the Committee helps guide the Group towards achieving our long-term sustainability goals, enhancing our resilience, and creating value for our stakeholders.

Through the active involvement of the Committee, we remain dedicated to advancing our sustainability agenda and continuously improving our performance in line with our commitment to environmental stewardship, social responsibility, and strong governance.



Sustainability Report

STAKEHOLDER ENGAGEMENT

Our stakeholders were identified in previous disclosures and are reviewed annually to ensure their continued relevance. For the current year, the identified stakeholder groups remain unchanged from the previous disclosure.

1. Shareholders and investors
2. Customers
3. Suppliers
4. Employees
5. Public and Community

Stakeholder engagement is conducted through various channels, including announcements and updates, two-way dialogues, visits, and follow-up meetings. These engagements allow us to gain a better understanding of our stakeholders' key concerns and subsequently identify the material factors that have the greatest impact on our businesses and stakeholders.

Reporting Areas	Stakeholders	Key Concerns	Modes Of Engagement	Material Factors
Capital	Shareholders and Investors	• Capital appreciation on investment • Profitability • Information transparency • Investor relations • Corporate governance	• Half-yearly and yearly result announcements • AGM and EGM • SGX announcements and press releases • Annual reports • Website updates • Investor mailbox	• Quality and timely disclosures • Management strategies • Financial stewardship and prudence
Corporate	Customers	• Competitive pricing • Quality control • On time delivery • After-sales service • Safety awareness	• Customer feedbacks • Meetings • Regular sales calls	• Product and service quality
	Suppliers	• Prompt payments • Fair procurement and business practices • Compliance with terms of business contracts	• Supplier reviews and evaluations • Project meetings • Telecommunications • Site visits	• Fair dealing • Ethical supply chain management
	Employees	• Safe working environment • Employee welfare and benefits • Employee training • Career growth and opportunities • Performance appraisals	• Safety briefings • Internal surveys, workplace case updates • Performance appraisals • Trainings and orientation	• Employment practices • Workplace health and safety implementation
Community	Public and Community	• Community support	• Donations • Regular compliance reviews • Sustainability reporting	• Community engagement • Environmental responsibility

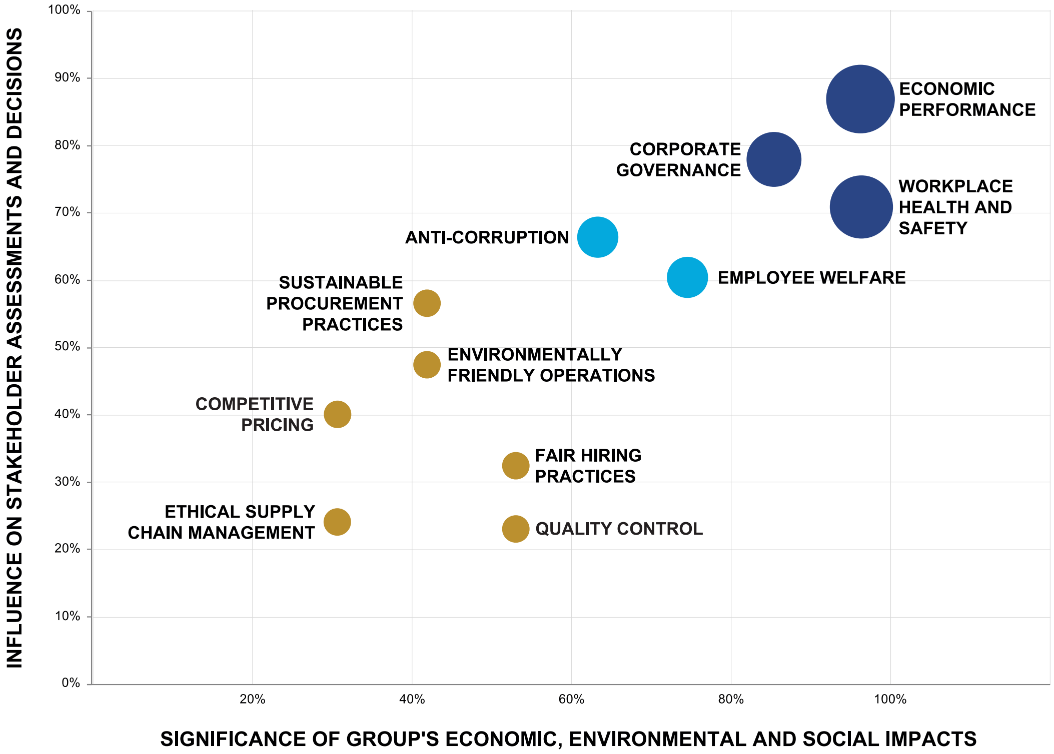
Sustainability Report

MATERIALITY ASSESSMENT

As part of our annual review, we reassess and reaffirm the sustainability issues that are most material to our stakeholders and our business.

After evaluating our findings from stakeholder engagement and our business priorities, we mapped out the sustainability issues raised by internal and external stakeholders on a materiality matrix. This matrix is updated regularly to reflect any changes in stakeholders' or the Group's priorities.

MATERIALITY MATRIX



MATERIAL TOPICS

The following material topics were selected for disclosure:

1. Economic Performance
2. Anti-Corruption
3. A Responsible Employer
4. Occupational Health and Safety
5. Building Strong and Long-Lasting Relationships
6. Supporting the Community
7. Protecting the Environment

Sustainability Report

ECONOMIC PERFORMANCE

For the financial year ended 30 June 2025, the Group continued to demonstrate resilience despite operating in a more challenging environment. Revenue came in at S$106.1 million, compared to S$114.9 million in the previous year, reflecting softer contributions from Engineering and Scaffolding, while profit remained healthy at S$9.5 million. These results underscore the strength of our diversified business model, with Metals delivering stable growth and Engineering continuing to provide a significant base of recurring earnings.

Our economic sustainability strategy remains firmly anchored in responsible financial management, disciplined cost control, and prudent capital allocation. During the reporting period, we invested strategically in new property assets and expanded our portfolio through a significant stake in Eneco Energy Limited, broadening our future growth avenues while maintaining a focus on long-term value creation.

As a listed company on the SGX-ST Mainboard, transparency and trust remain central to how we engage our stakeholders. We are committed to timely and comprehensive disclosures, ensuring that shareholders, investors and partners have clear visibility of our performance, strategy and outlook. Regular updates through SGXNet, our corporate website, and meaningful engagement at our Annual General Meeting reflect this commitment.

Our continued profitability and strong balance sheet enable us to reinvest in our capabilities, explore diversification opportunities, and contribute to the communities where we operate. This balance between financial discipline and sustainability principles strengthens our ability to deliver enduring economic value, even amidst market uncertainties.

Looking ahead, we remain focused on enhancing operational efficiencies, strengthening customer relationships, and leveraging opportunities. At the same time, we will continue to manage risks arising from global trade shifts and market competition with prudence and agility. Through these efforts, we aim to build a stronger, more resilient Union Group that consistently creates value for shareholders, employees and society at large.

Sustainability Report

ANTI-CORRUPTION

We have identified ethical breaches as a significant risk to our business operations through our robust risk management process. To mitigate this risk, we continually enhance and reinforce our internal policies and controls, reaffirming our commitment to upholding the highest ethical standards.

ANTI-CORRUPTION POLICY

In FY2019, the Group developed a comprehensive anti-corruption policy to ensure the integrity of our operations. This policy has been implemented and is currently in effect. All Group employees are bound by this code of conduct.

Since FY2020, the Group has progressively incorporated non-disclosure, non-compliance, and non-solicitation clauses into our employment policies. To further strengthen governance, employees in managerial positions have been required to make conflict of interest declarations to ensure the highest level of integrity in decision-making. In FY2025, this requirement was expanded to cover all office employees, including non-managerial staff, reinforcing our commitment to transparency and ethical conduct across the organisation.

Training sessions are conducted for new employees during onboarding to ensure they fully understand their responsibilities, while existing employees are required to reaffirm compliance on an annual basis. The Group maintains a zero-tolerance stance towards corruption and bribery, and any breaches of conduct are promptly reported to the relevant authorities.

During FY2025, there were no reported cases of corruption or fraudulent activities.

INTERNAL CODE OF CONDUCT

To ensure widespread awareness and adherence to our code of conduct, we employ the following practices:

- During induction sessions for new employees, the Internal Code of Conduct is introduced, emphasizing its importance and relevance to our organisational values.
- Newly acquired subsidiaries receive the Code of Conduct through dedicated efforts by our human resources personnel, ensuring seamless integration into our ethical framework.

Additionally, we have an approved whistle-blowing policy overseen by the Audit Committee and adopted by the Board. This policy establishes a confidential and anonymous channel for employees to report concerns related to potential improprieties in corporate, financial and other matters.

Sustainability Report

A RESPONSIBLE EMPLOYER

The Group recognises the importance of building a balanced and inclusive workforce, with human capital as a key driver of growth. Rising demand for specialised skills has prompted us to review and strengthen our people practices. Our workforce spans diverse demographics, allowing valuable exchange of knowledge between experienced employees and younger talents. We are committed to fostering a positive environment where managers and co-workers collaborate effectively and build strong relationships.

FAIR HIRING PRACTICES

We practise open and transparent hiring, ensuring gender bias has no role in recruitment. As of FY2025, male employees made up 84% of our workforce, while female employees accounted for 16%. We continue to encourage teamwork and inclusivity, creating an environment where employees feel supported, motivated, and engaged. A committed workforce is vital to achieving our corporate growth strategy.

EMPLOYEE WELFARE

Under Singapore's Employment Act, employees enjoy protections covering contracts, remuneration, working hours, overtime, rest days, and leave entitlements. Beyond statutory requirements, we offer additional benefits such as compassionate and marriage leave, healthcare coverage, and insurance for all locally based staff. These reflect our dedication to employee well-being, security, and satisfaction, while reinforcing a workplace culture that values each individual's contributions.

STRENGTHENING WORKPLACE CULTURE

To build cohesion across subsidiaries, we organise group-wide events and initiatives aimed at fostering stronger bonds, improving engagement, and boosting morale. We believe that a positive and inclusive workplace culture not only drives higher productivity but also enhances employee satisfaction and loyalty.

EMPLOYEE TURNOVER RATE

Our employee turnover rate stands at 14%, reflecting an improvement from the previous year and highlighting the positive impact of our initiatives. We have set a short-term target to maintain turnover below 20%, underscoring our commitment to stability, engagement, and long-term growth for our people.

EMPLOYEE TRAINING

We have implemented a training matrix covering specific skills, soft skills, compliance training, and industry knowledge. Training is delivered through in person sessions, online modules, on-the-job learning and mentorship, and we are in the process of setting up an average training target per employee per year. These initiatives aim to enhance employee skills and productivity, increase engagement by offering development opportunities that boost morale, motivation, and job satisfaction, support career growth, and improve compliance with procedures and regulatory requirements, contributing to overall business success.

HUMAN RIGHTS

We are committed to respecting and protecting human rights in all aspects of employment. Our practices are aligned with Singapore's regulations, ensuring fairness, transparency, and non-discrimination. We respect personal choice by not enforcing overtime or holiday work and ensure no disadvantage for declining such requests. Through open communication, safety education, and a culture of mutual respect, we provide a secure and supportive workplace for all employees.

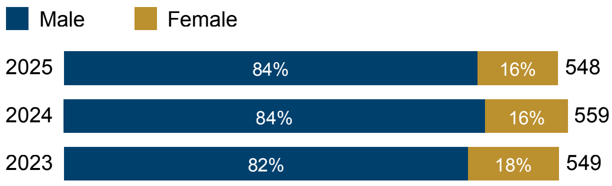
BUSINESS CONTINUITY

Ensuring business resilience requires strong data protection. Our data security management framework includes decentralised Data Protection Officers across all business entities to embed accountability. Employees undergo regular training to increase awareness, minimise risks of human error, and safeguard against cyber threats. These measures protect stakeholder interests and support long-term sustainability.

REPORTING SCOPE

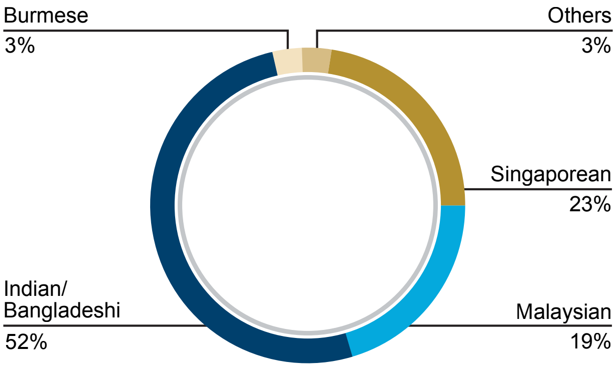
	Age Group	2025	Percentage
By Age	<= 30	89	16%
	> 30 - 40	184	34%
	> 40 - 50	154	28%
	> 50 - 60	76	14%
	> 60	45	8%
Total		**548**	**100%**

GENDER



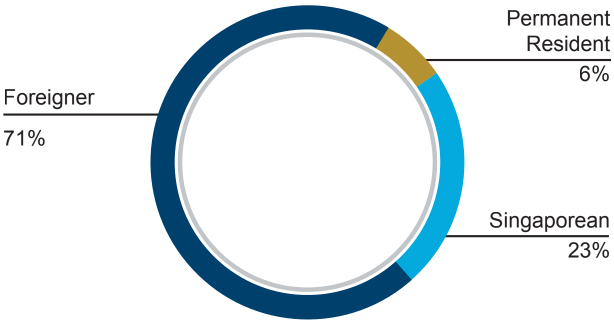
	Employees
Female	90
Male	458
Total	**548**

NATIONALITY



	Employees
Indian/Bangladeshi	283
Singaporean	126
Malaysian	106
Burmese	16
Others	17
Total	**548**

RESIDENCY



	Employees
Singaporean	126
Permanent Resident	32
Foreigner	390
Total	**548**

RETENTION RATE

	Target	2025	2024	2023
Turnover Rate	<20%	14%	18%	19%

Sustainability Report

OCCUPATIONAL HEALTH & SAFETY

The Group has made steady progress in embedding sustainability, resilience, and safety into daily operations. Our Safety Committee, established in FY2021 and comprising senior management representatives from all subsidiaries, provides oversight of health and safety matters across the Group.

In FY2023, we appointed an internal safety manager to work closely with subsidiaries' safety coordinators in conducting assessments, audits, and provide guidance to ensure consistent compliance. In the same year, we also introduced a whistle-blowing platform that enables site-specific reporting of safety violations, ensuring that all feedback is promptly addressed and resolved. In FY2025, this framework was further strengthened by engaging an external safety consultant to independently review and improve our safety procedures. To align with recognised best practices, the Group has also adopted the International Standard for Occupational Health and Safety Management System (ISO 45001) and the Workplace Safety and Health (WSH) Management System. These systems offer structured approaches to risk identification, hazard prevention, and continual improvement.

The Safety Committee convenes monthly to review regulatory developments, evaluate workplace risks, and ensure ongoing compliance.Other ongoing initiatives taken by the Group to improve workplace health include:

- providing employees occupational first aid training;
- conducting preventative maintenance on machineries to minimise machine hazards;
- providing hearing protection and annual audiometric tests to employees exposed to loud noises at work; and
- health screening for employees at selected locations.

Together, these measures, supported by established international and national management systems, strengthen our ability to safeguard employees and stakeholders. We remain committed to continuous improvement and to fostering a safe, healthy, and resilient work environment across all our operations.

OHS FEEDBACK HANDLING

	2025	2024	2023
Feedbacks Received	0	3	2
Feedbacks Handled	0	3	2
Handling Rate	Nil	100%	100%

WORKPLACE INJURY STATISTICS

	2025	2024	2023
Number of Injury Cases	9	7	4
Total Case Incident Rate[1]	1.64	1.25	0.73
Accident Severity Rate[2]	43.07	10.38	12.57
Work Related Fatalities	0	0	0

(1) Total Case Incident Rate refers to the number of recordable incidents per 100 employees.

(2) Accident Severity Rate refers to the number of man-days lost per 100 employees.

OHS TARGETS

Near-Term Targets FY2026	Mid-Term Targets FY2030
• Enhance workplace safety and comply with WSH Act, aiming for zero fatalities and a decline in accidents • Lower the rate of major work-related injuries through improved safety measures	• Keep zero-fatality record by reinforcing safety practices • Achieve further reduction in major work-related injuries • Decrease the rate of minor work-related injuries by addressing common hazards

BUILDING STRONG AND LONG-LASTING RELATIONSHIPS

Throughout our esteemed 40-year journey, our focus on delivering top-quality products and services has been instrumental in our success. This dedicated approach has nurtured enduring relationships with our esteemed global network of customers and suppliers.

FOSTERING LONG-LASTING RELATIONSHIPS WITH CUSTOMERS

Our mission is to provide tailor-made solutions and high-quality products that precisely align with the unique requirements of our valued customers and their respective industries. We actively engage with our customers through phone calls and visits to gain invaluable insights into their requirements. Regularly seeking and embracing customer feedback drives our continuous improvement efforts in enhancing our customer services.

COMMITMENT TO RESPONSIBLE SOURCING

As a trusted member of the global resource supply chain, we have cultivated strong bonds with both local and international suppliers, ensuring timely deliveries and access to specialty products. Consistent with our commitment to responsible and sustainable business practices, we regularly review and evaluate our suppliers to ensure they adhere to ethical business standards.

As an effort to address climate change concerns, we are currently exploring ways to expand the scope of our vendor evaluation process to include the assessment of their environmental and social impacts.

As we progress, we aim to continue fostering strong relationships, providing valuable solutions to our customers, and promoting responsible sourcing practices that align with our commitment to sustainability.

SUPPORTING THE COMMUNITY

The Group remains committed to giving back to society through both monetary contributions and active volunteering. We believe that supporting the community not only enriches lives positively but also provides opportunities for our employees to connect, grow, and contribute meaningfully beyond the workplace.

In FY2025, we partnered with the Shared Services Initiative for Charities to organise a fundraising initiative during our Group's Annual Dinner. Despite a campaign period of less than seven days, we successfully raised funds surpassing our original target by more than 35%. This achievement reflects the generosity and collective spirit of our employees, reinforcing our shared belief in the value of contributing towards meaningful causes.

We are also an active member of several trade organisations, including the Singapore Metal & Machinery Association and the Singapore Iron Works Merchant Association. These organisations play an important role in supporting industry growth by fostering closer ties between member companies and government bodies. As part of our membership, we remain committed to upholding ethical business practices, promoting fair competition, and contributing to the sustainable development of our industry.

Sustainability Report

PROTECTING THE ENVIRONMENT

As an organisation with a diverse portfolio of subsidiaries engaged in metal recycling, construction steel supply and providing scaffolding and engineering services, we understand the importance of addressing climate change and its potential impact on our business activities. While we acknowledge that our direct environmental impact may be relatively minor, we recognise the significance of individual efforts in contributing to a sustainable future.

During the reporting period, we have undertaken several environmentally conscious initiatives to reduce our carbon footprint. These include the adoption of electric-powered forklifts, a fleet renewal program aimed at enhancing efficiency and reducing emissions, and the implementation of zero-power waste policies at our operating locations. Additionally, our ISO14001:2018 certification serves as a reminder and guide for our employees in practicing sustainable procedures, ensuring that we not only comply with environmental regulations but also exceed them whenever possible.

RECYCLING

As part of our metal recycling processes, we continuously seek opportunities to improve our operations, particularly in the sorting process. Effective sorting is crucial for maximising material recovery and minimising potential environmental impacts during smelting. We remain dedicated to conserving natural resources through efficient and responsible recycling practices.

WASTE

Our commitment to waste management involves maximising material recovery to reduce the environmental impact of our operations.

Understanding the critical role of sustainability in combating climate change, we are committed to mitigating our environmental impact through responsible practices and ongoing improvements. Although our operations may not directly produce significant emissions, we actively integrate sustainable initiatives into our decision-making processes. Our goal is to foster a more sustainable and resilient future by continually enhancing our environmental stewardship.

CLIMATE CHANGE

Through our commitment to sustainable practices, we strive to play our part in mitigating climate change. While our business activities may not be directly associated with high emissions, we remain dedicated to minimising our environmental impact and supporting global efforts to combat climate change. We believe that our collective actions can contribute to a greener and more sustainable future. Looking ahead, we are actively working on enhancing our responsible sourcing practices by including environmental criteria in our vendor assessment processes.

ENERGY

At Union Steel, we are committed to responsible energy management as part of our sustainability efforts. We actively monitor our energy consumption and implement efficiency measures to optimise usage. By continuously improving our practices, we aim to reduce energy consumption while maintaining operational performance and contributing to environmental sustainability.

EMISSIONS

Managing and reducing emissions is a key focus for Union Steel. We are committed to complying with regulatory standards and strive to minimise our environmental footprint. Through careful tracking and targeted initiatives, we aim to responsibly manage our emissions and contribute to broader sustainability goals.

In FY2025, we are building on the baseline established in FY2024 and reporting on year-on-year changes in our greenhouse gas ("**GHG**") emissions. This enables us to monitor progress more effectively, evaluate the impact of our initiatives, and strengthen our long-term approach to emissions management and reduction.

CONSUMPTION

Consumption ('000)	FY2025	FY2024	FY2023
Diesel (l)[1]	471	445	427
Electricity (kWh)	1,225	1,341	1,489

(1) Diesel consumption figures for FY2024 and FY2023 have been restated to reflect subsidiary data that had previously been excluded.

CARBON EMISSIONS

	FY2025	FY2024	FY2023
Scope 1 (tCO_2e)[1]	1,262.3	1,192.6	1,144.4
Scope 2 (tCO_2e)[2]	500.4	547.8	608.3
Total Emissions (tCO_2e)	1,762.7	1,740.4	1,752.6
Emission Intensity (tCO_2e/S$million revenue)[3]	**16.6**	**15.1**	**16.3**

(1) Emission factor is based on methodology provided by National Environmental Agency: 2.68 $kgCO_2$/litre.

(2) Electricity emission factor for FY2025 is based on Singapore's Grid Emission factor (AOM) by the Energy Market Authority (EMA): 0.4085 $kgCO_2$/kWh.

(3) Over the past three years, actual energy and emission consumption has remained within a 2% variance. The observed deterioration in the emission intensity ratio is attributable to a decrease in Group revenue, while operational activities remained largely unchanged.

Sustainability Report

TCFD REPORTING

CLIMATE GOVERNANCE

The Board has overall responsibility for overseeing climate-related issues within the organisation. To support this, the Committee is charged with identifying, evaluating, and managing risks and opportunities related to climate change. Working alongside the Board and external experts, the Committee helps pinpoint key material topics for our sustainability reporting and enhances our processes for identifying and managing climate risks.

The Committee provides periodic updates to the Board on both new and existing climate-related risks and opportunities. These updates, which are shared through reports circulated during the year or as part of the year-end Board meeting, also cover progress against our climate goals and targets. Together with inputs from management, the Committee supports the Board in assessing the actual and potential impacts of climate change on the Group. The Committee also ensures the Board is kept informed of relevant climate-related developments in the regions where the Group operates, as appropriate.

STRATEGY

We have evaluated and identified the climate-related risks and opportunities most relevant to our business, in line with TCFD recommendations. To support effective discussions around these risks and opportunities, we have established specific time frames for short-, medium-, and long-term planning as follows:

- Short-term: within 5 years
- Medium-term: 5 to 10 years
- Long-term: 10 to 20 years

CLIMATE-RELATED RISKS

Risk Type	Description	Potential Financial Impact	Time Horizon
Physical Risk - Acute Physical	Increased frequency and severity of extreme weather events (e.g., floods, storms, heatwaves)	Damage to facilities and infrastructure, increased repair and maintenance costs, supply chain disruptions	Short- to Long-term
Physical Risk - Chronic Physical	Long-term shifts in climate patterns (e.g., rising temperatures, sea-level rise)	Higher operational costs (e.g., energy costs for cooling), impact on production, reduced asset lifespan	Long-term
Transition Risk - Policy and Legal	Stricter regulations on emissions and carbon pricing	Increased compliance costs, carbon taxes, potential fines, and operational adjustments	Medium- to Long-term
Transition Risk - Reputation	Increased scrutiny from stakeholders regarding the company's environmental impact	Damage to brand value, reduced investor confidence, loss of customers due to perceived failure in addressing climate risks	Short- to Medium-term

CLIMATE-RELATED RISKS

Oppurtunity Type	Description	Potential Financial Impact	Time Horizon
Energy Efficiency	Adoption of energy-efficient technologies or processes	Lower operational costs due to reduced energy consumption, improved margins	Short- to Medium-term
Waste Reduction	Implementation of waste management and recycling initiatives	Reduced material costs, potential revenue from recycled materials, improved resource efficiency	Medium-term
Renewable Energy	Investment in renewable energy sources (e.g., solar)	Reduced exposure to energy price volatility, long-term cost savings, potential for selling excess energy	Medium- to Long-term
Supply Chain Resilience	Strengthening the resilience of supply chains against climate-related disruptions	Reduced risk of operational downtime, improved supply chain reliability, potential for cost savings	Medium-term

CLIMATE-RELATED RISK MANAGEMENT

At Union Steel, we integrate climate-related risks and opportunities into our broader risk management framework, in alignment with TCFD recommendations. We assess both physical risks, such as extreme weather events and long-term climate shifts, and transition risks, including regulatory changes, market shifts, and advancements in technology. These risks are evaluated across short-, medium-, and long-term time frames, ensuring that we address immediate concerns while preparing for future impacts.

The Committee, working closely with the Board, assess both new and ongoing risks, and evaluate the potential impact of climate change on our operations. This approach ensures that climate risks are continuously monitored and that opportunities, such as energy efficiency improvements and renewable energy adoption, are effectively leveraged to strengthen the resilience and sustainability of our business.

Sustainability Report

TARGETS AND PERFORMANCE

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

LEGEND: PROGRESS TRACKING

○○○ New Target

●●● Target achieved

●●○ On track to meet target

●○○ Not on track, requires review

GRI	Material Sustainability Factor	Target	Current Year Performance
201	Economic Performance	**SHORT-TERM** Maintain or improve financial performance subject to market conditions	●●● We have maintained a healthy profit of S$9.5 million, demonstrating resilience despite operating in an increasingly challenging environment
205	Anti-Corruption	**SHORT-TERM** 100% completion rate for anti-corruption training across all employees	●●● Achieved 100% completion rate for anti-corruption training across all employees
		Ensure full awareness of employees' responsibilities under our Code of Conduct	●●● Achieved this target with all employees fully aware of their responsibilities under our Code of Conduct
		ONGOING AND LONG-TERM Maintain a zero incidence of substantiated corruption or fraudulent cases	●●● There were no reported cases of corruption and fraudulent activities
		Ensure all subsidiaries and business partners adopt and comply with the Group's Anti-Corruption Policy	●●○ Subsidiaries and business partners progressively aligning with the Group's Anti-Corruption Policy
305	Emissions	**SHORT-TERM** To transition towards renewable energy sources for our properties, prioritising solar power where conditions permit	●●○ Successfully achieved for 1 property through installation of solar panels
		ONGOING AND LONG-TERM Reduce Scope 1 and 2 GHG emissions intensity	●○○ Emissions intensity increased from by 1.5 tonnes per S$ million revenue due to a decrease in Group revenue, while operational activities remained largely unchanged.

Sustainability Report
Targets and Performance

GRI	Material Sustainability Factor	Target	Current Year Performance
401	Employment	**SHORT-TERM** Maintain or reduce employee turnover rate	●●● Employee turnover rate decreased from 18% in FY2024 to 14% in FY2025
		MEDIUM-TERM Achieve an average of not less than 1.5 hours of overall training per employee	○○○ We have set a new medium-term target for training hours per employee
403	Occupational Health and Safety	**ONGOING** Keep zero-fatality record by reinforcing safety practices	●●● Maintained zero fatalities and reduction in major work-related injuries
		MEDIUM TO LONG-TERM Achieve further reduction in major and minor work-related injuries	●●○ We have engaged an external safety consultant to assess and review our practices

Sustainability Report

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102-10	Significant changes to the organisation and its supply chain	There were no significant changes to our organisational profile and supply chain during the reporting period.	
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Sustainability Report
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		b. Describe the organisation's processes for managing climate-related risks.	31
		c. Describe how processes for identifying, assessing, and managing climate-related risks are integrated into the organisation's overall risk management.	*
Metrics and Targets	Disclose the metrics and targets used to assess and manage relevant climate-related risks and opportunities, where such information is material.	a. Disclose the metrics used by the organisation to assess climate-related risks and opportunities in line with its strategy and risk management process	*
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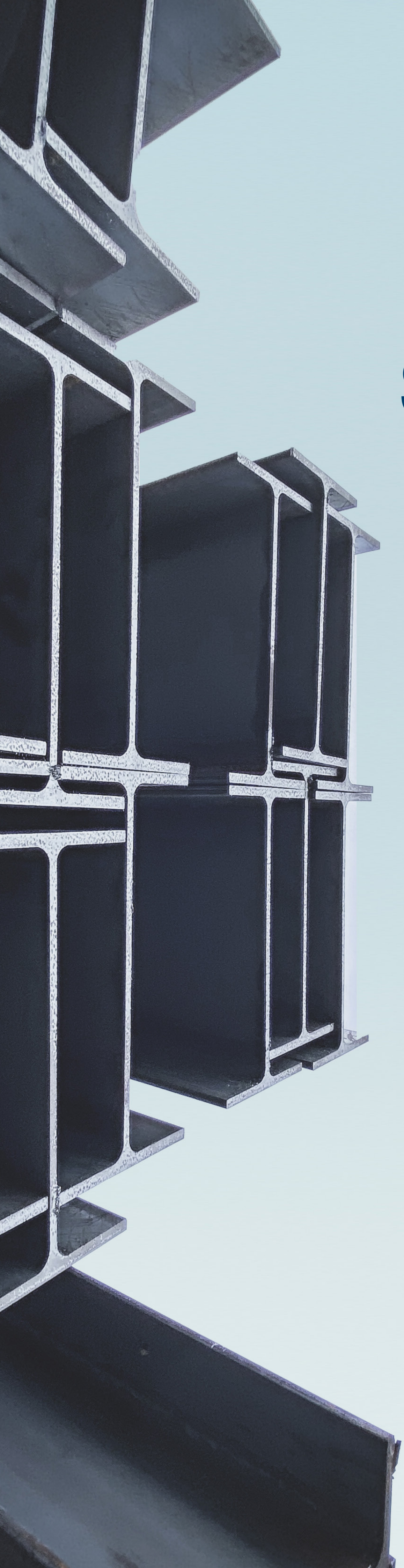
		c. Describe the targets used by the organisation to manage climate-related risks and opportunities and performance against targets.	*

***** This information is currently under development and will be included in future disclosures.



FINANCIAL STATEMENTS

FOR THE PERIOD BETWEEN 1 JULY 2024 AND 30 JUNE 2025

STATEMENT OF CORPORATE GOVERNANCE

Union Steel Holdings Limited ("**Company**") and its subsidiaries (collectively, the "**Group**") are committed to set corporate governance practices in place which are in line with the recommendations of the Singapore Code of Corporate Governance 2018 ("**Code**") to provide the structure through which the objectives of protection of shareholders' interest and enhancement of long-term shareholders' value are met.

This report describes the corporate governance practices adopted by the Company for the financial year ended 30 June 2025 ("**FY2025**") with specific reference made to each of the principles of the Code. The Company has complied substantially with the requirements of the Code and will continue to review its practices on an ongoing basis. It has provided an explanation for any deviation from the Code, where applicable.

(A) BOARD MATTERS

Board's Conduct of its Affairs

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

Provision 1.1 – Principal Duties of the Board

The Board's primary role is to protect and enhance long-term shareholders' value. Its responsibilities are distinct from the Management's responsibilities. The Board sets the overall strategy for the Group and supervises executive Management. To fulfil this role, the Board sets strategic direction, establishes goals for the Management and monitors the achievement of these goals, thereby taking responsibility for the overall corporate governance of the Group.

In addition to its statutory duties, the principal functions of the Board are:

(1) approving policies, strategies and financial objectives of the Company and reviewing the Management's performance;

(2) overseeing the processes for evaluating the adequacy of internal controls, risk management, financial reporting and compliance;

(3) approving nomination and appointment of directors, committee members and key personnel; and

(4) approving annual budget, major funding and expansion proposals, capital investment, major acquisition and divestment proposals.

All Directors objectively discharge their duties and responsibilities at all times as fiduciaries and take decisions in the interests of the Company.

Every Director of the Company is required to disclose any conflicts or potential conflicts of interest, whether direct or indirect, in relation to a transaction or proposed transaction with the Group as soon as practicable after the relevant facts have come to his/her knowledge. On an annual basis, each Director is also required to submit details of his/her associates for the purpose of monitoring interested persons transactions. When there is an actual or potential conflicts of interest, the concerned Director shall, abstain from voting, and recluse himself/herself from discussions and decisions involving the issues of conflict.

In view of recent geopolitical developments, although the Company is not subject to any sanctions-related laws, the Board and the Audit Committee ("**AC**") will continue to monitor such developments and assess the Company's risk of becoming subject to, or violating, any sanctions law. The Board and the AC will also ensure timely and accurate disclosure to the Singapore Exchange Trading Securities Limited ("**SGX-ST**") and other relevant authorities on such risks where applicable, and if deemed necessary, engage relevant professional advisors to assist them in such matters.

Provision 1.2 – Directors' Orientation and Training

The Company has an orientation programme for all new Directors and also for the Directors to attend any appropriate training programme in order to discharge their duties as Directors.

Statement of Corporate Governance

The Directors are encouraged to attend seminars and receive training to improve themselves in the discharge of Directors' duties and responsibilities. Changes to regulations and accounting standards are monitored closely by Management. The Directors are also updated regularly on changes to the SGX-ST listing rules, risk management, corporate governance, insider trading, and the key changes in relevant regulatory requirements and financial reporting standards, and relevant laws and regulations to facilitate effectively discharge of their fiduciary duties as Board or Board Committee members.

News releases issued by the SGX-ST and the Accounting and Corporate Regulatory Authority ("**ACRA**") which are relevant to the Directors are circulated to the Board. The Company Secretaries would inform the Directors of upcoming conferences and seminars relevant to their roles as Directors of the Company. Annually, the External Auditors ("**EA**") update the AC and the Board on the new and revised financial reporting standards that are applicable to the Company and the Group.

For newly appointed Directors, they will be briefed by the Management on the business activities of the Group, governance policies, policies on disclosure of interests in securities, the rules relating to disclosure of any conflicts of interest in a transaction involving the Company, prohibitions in dealing in the Company's securities and restrictions on disclosure of price sensitive information. In addition, the Management regularly updates the Directors on the business activities of the Company during the Board meetings.

A formal letter of appointment would be furnished to every newly appointed Director upon their appointment explaining, among other matters, their roles, obligations, duties and responsibilities as member of the Board.

In line with the requirement of the Task Force for Climate-related Financial Disclosures ("**TCFD**") and climate-related disclosures, all Directors of the Company have attended the mandatory training on Environmental, Social and Governance ("**ESG**").

Provision 1.3 – Board Approval

The Board has adopted a set of internal guidelines setting forth matters that require Board approval. Matters which are specifically reserved for the Board's decision are those involving significant acquisitions, disposals and financing proposals, reviewing and approving the Group's corporate policies, monitoring the performance of the Group and transactions relating to investment, financing, and legal and corporate secretarial. The Management understands that these matters require approval from the Board. The Board will review these internal guidelines on a periodic basis to ensure their relevance to the operations of the Company. The Directors are required to act in good faith and discharge their fiduciary duties and responsibilities in the interests of the Company at all times.

Provision 1.4 – Delegation by the Board to Board Committees

To assist in the execution of its responsibilities, the Board has established a number of Board Committees, namely the AC, the Nominating Committee ("**NC**") and the Remuneration Committee ("**RC**") (collectively "**Board Committees**"). These Board Committees function within clearly defined terms of reference and operating procedures, which are reviewed on a regular basis to ensure their continued relevance. The effectiveness of each Board Committee is also constantly monitored. The composition of the Board Committees for FY2025 is tabulated below:

Name of Director	Audit Committee	Nominating Committee	Remuneration Committee
Mr. Ang Yu Seng	-	Member	-
Mr. Ang Yew Chye	-	-	-
Mr. Ong Beng Chye	Chairman	Member	Member
Mr. Wong Loke Tan	Member	-	Chairman
Mr. Tan Peng Chin	Member	Chairman	Member
Mr. Goi Kok Ming (Wei Guoming)	-	-	-

Provision 1.5 – Board Meetings and Attendance
Provision 1.6 – Access of Information
Provision 1.7 – Independent Access to Management and Company Secretary

The Board currently holds at least two (2) scheduled meetings each year. In addition, it holds additional meetings at such other times as may be necessary to address specific significant matters that may arise. Important matters concerning the Group are also put to the Board for its decision by way of written resolutions. The Company's Constitution has provision for Board meetings to be held via telephone or video conference.

Papers and/or other information are forwarded to the Directors before each meeting for their review and perusal. Members of the Management are invited to attend the meetings to present information and/or render clarification when required. Presentations are also made by the Management on the performance and strategies of the Group's various businesses at these meetings. This allows the Board to have a good understanding of the Group's operations and be actively engaged in discussions with the Group's senior executives.

The following table discloses the number of meetings held for Board and Board Committees and the attendance of all Directors for FY2025:

	Board Meeting	AC Meeting	NC Meeting	RC Meeting	General Meetings
No of meetings held	**2**	**2**	**2**	**1**	**2**
Name			**No of Meetings Attended**		
Ang Yu Seng	2	2*	2	1*	2
Ang Yew Chye	2	2*	1*	1*	2
Siau Kai Bing[(1)]	1	1	2	1	2
Tan Min-Li[(2)]	1	1	2	1	2
Wong Loke Tan	2	2	1*	1	2
Goi Kok Ming (Wei Guoming)	2	2*	1*	1*	2
Ong Beng Chye[(3)]	1	1	0	0	0
Tan Peng Chin [(4)]	1	1	0	0	0

* By invitation

Notes:

(1) Mr. Siau Kai Bing retired as Lead Independent Director, Chairman of AC and member of NC and RC on 28 October 2024.

(2) Ms. Tan Min-Li retired as Independent Director, Chairman of NC and member of AC and RC on 28 October 2024.

(3) Mr. Ong Beng Chye appointed as Lead Independent Director, Chairman of AC and member of NC and RC on 1 November 2024.

(4) Mr. Tan Peng Chin appointed as Independent Director, Chairman of NC and member of AC and RC on 1 November 2024.

The Directors are entitled to request for further explanation, briefings or discussions on any aspect of the Group's operations or business from the Management. As and when required, Board members meet to exchange views outside the formal environment of Board meetings.

The Board has separate and independent access to the Management and the Company Secretary and where required, can obtain additional information to facilitate informed decision-making. Information includes background or explanatory materials related to matters to be reviewed and matters under review by the Board, copies of disclosure documents, budgets, forecasts, and internal financial statements.

Statement of Corporate Governance

Minutes of all Board Committee meetings are circulated to the Board so that the Directors are aware of and kept updated as to the proceedings and matters discussed during such meetings.

The Company Secretary attends Board and Board Committees meetings and is responsible for ensuring that Board procedures are observed and that applicable rules and regulations are complied with. The Company Secretary also periodically updates the Board on relevant regulatory changes affecting the Company. The appointment and removal of the Company Secretary are subject to the approval of the Board.

The Company has in place the procedure to enable the Directors to obtain independent professional advice at the Company's expense as and when necessary in the furtherance of their duties. Independent advisors include, inter alia, legal, financial, tax, board compensation and mergers and aquisitions functions. The appointment of such professional advisors is subject to the approval of the Board.

Board Composition and Guidance

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

Provision 2.1 – Board Independence
Provision 2.2 – Proportion of Independent Directors
Provision 2.3 – Proportion of Non-Executive Directors

Presently, the Board comprises two (2) Executive Directors, one (1) Non-Executive Director and three (3) Independent Directors:

Name of Director	Board
Mr. Ang Yu Seng	Executive Chairman and Chief Executive Officer
Mr. Ang Yew Chye	Executive Director
Mr. Goi Kok Ming (Wei Guoming)	Non-Executive Director
Mr. Ong Beng Chye	Lead Independent Director
Mr. Wong Loke Tan	Independent Director
Mr. Tan Peng Chin	Independent Director

There is presently a strong and independent element on the Board. Half of the Board is made up of Independent Directors and the independence of each Director is reviewed by the NC. The criteria for independence are determined based on the definition as provided in the Code and the independence of each Director is reviewed annually by the NC. The Board considers an Independent Director as one who has no relationship with the Company, its related companies, its substantial shareholders or its officers, that could interfere, or be reasonably perceived to interfere, with the exercise of the Directors' independent business judgment of the Group's affairs. The NC has reviewed the independence of each Independent Director and is of the view that these Directors are independent.

The Company is aware that it has deviated from Provision 2.2 of the Code in which states that "Independent Directors make up a majority of the Board where the Chairman is not independent". The NC has reviewed and deliberated, and with the concurrence of the Board and Board Committees, has opined that the Board's current composition of two (2) Executive Directors, one (1) Non-Executive Director and three (3) Independent Directors is presently still a strong independent element on the Board. Half of the Board is made up of Independent Directors and the number of Executive Directors does not constitute majority or equal to the number of Independent Directors. Therefore, the Board is of the view that the practices adopted by the Company are consistent with the intent of Principle 2.2 of the Code.

Pursuant to Rule 210(5)(d)(iv) of the Listing Manual of SGX-ST, a director of the issuer for an aggregate period of more than nine (9) years will not be independent. None of the Independent Directors has served the Company for more than nine (9) years from his/her date of first appointment to the Board.

Provision 2.4 – Board Composition & Diversity

The Company's Board Diversity Policy upholds the principle that an effective Board is one constituted with the right core competencies, with an appropriate balance and mix of skills, experience, knowledge, such as accounting or finance, business or management experience, legal and regulatory, and industry knowledge. A diverse board will have a broad range of views and perspectives which are essential to foster constructive discussions and promote effective decision-making. The NC monitors the implementation of this Policy and will review this Policy from time to time, as appropriate, to ensure its continued effectiveness and relevance, and any revisions, where necessary, will be recommended to the Board for approval. The NC also reviews and assesses the size and composition of the Board and Board Committees, and recommends the appointment of new directors to the Board for approval. The diversity of the Directors' experience in business and industry skills and expertise, and other relevant aspects of diversity (such as age, gender, tenure, board independence and cultural ethnicity) allows for the useful exchange of ideas and views to avoid groupthink and foster constructive debate. The Board notes that gender diversity on the Board is also one of the recommendations under the Code to provide an appropriate balance of diversity. Although there is currently no female Director appointed to the Board, The Board has started to search and identify suitable candidates, including female candidates, to join the Board and they remain committed to promoting diversity on the Board and will make every effort to maintain a diverse composition. As gender is not the sole requirement for selecting potential candidates; the potential candidates should possess the right blend of skills, industry knowledge, relevant experience and suitability. Nonetheless the Board hopes to have a female Board member on board in the future. The NC reviews its targets for diversity from time to time and may recommend changes or additional targets to achieve greater diversity. In addition, the NC reviews the Company's Board Diversity Policy from time to time, as appropriate, to ensure its continued effectiveness and relevance, and any revisions, where necessary, will be recommended to the Board for approval.

The NC reviews the size and composition of the Board and Board Committees annually to ensure that the Board and Board Committees have an appropriate level of independence and diversity of thought and background in their respective compositions to enable the Board and Board Committees to make decisions in the best interests of the Company. The NC and the Board, taking into account the nature of the Group's operations, consider the current size of the Board and Board Committees to be adequate for effective decision-making, and based on the current composition, the Board and Board Committees are able to exercise objective judgement on corporate affairs and provide sufficient diversity of expertise to lead and govern the Company effectively. The NC and the Board are satisfied that no individual member of the Board dominates the Board's decision-making and that there is sufficient accountability and capacity for independent decision-making. Profiles of the Board are set out in "Board of Directors" section of this Annual Report.

The Directors appointed are qualified professionals who, as a group, possess a diverse range of expertise to provide core competencies such as accounting or finance, business or management experience, legal and regulatory, and industry knowledge. These combined backgrounds provide the core competencies necessary to lead and govern the Group effectively. The Directors' objective judgment, collective experience and knowledge are invaluable to the Group and these have allowed for the useful exchange of ideas and views.

Provision 2.5 – Meetings of Non-Executive Directors and Independent Directors

The Non-Executive Director and Independent Directors exercise no management functions in the Group. The role of the Non-Executive Director and Independent Directors is particularly important in ensuring that the strategies proposed by the Management are fully discussed and rigorously examined, reviewing the performance of the Management against meeting agreed goals and objectives, and monitoring the reporting of performance.

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

Statement of Corporate Governance

Chairman and Chief Executive Officer ("CEO")

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

Provision 3.1 and 3.2 - Separation of the role of Chairman and CEO

Mr. Ang Yu Seng, the Executive Chairman and CEO, is also the controlling shareholder of the Company, takes an active role in the Management of the Group.

The responsibilities of the Chairman include:

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

(2) ensuring that Directors receive accurate, timely and clear information, and ensuring effective communication with shareholders;

(3) ensuring the Group's compliance with the Code; and

(4) acting in the best interests of the Group and of the shareholders.

The Company Secretaries may be called to assist the Chairman in any of the above. As the CEO, Mr. Ang Yu Seng is responsible for the overall management, strategic direction, ensuring that its organisational objectives are achieved, and the day-to-day operations of the Group.

The Company is aware that it has deviated from Provision 3.1 of the Code which states that "The Chairman and CEO are separate persons to ensure an appropriate balance of power, increased accountability, and greater capacity of the Board for independent decision-making." The Company is of the view that combining the roles of Chairman and CEO brings about exceptional leadership and clear accountability, and unequalled depth of knowledge to deal with the Group's strategic challenges and growth opportunities.

Provision 3.3 – Lead Independent Director

In view that the Company's Chairman and CEO positions are filled by the same person, the Board has appointed Mr. Ong Beng Chye as the Lead Independent Director to co-ordinate and lead the Independent Directors to provide a non-executive perspective and contribute a balance of viewpoints on the Board. He is the principal liaison on Board issues between the Independent Directors and the Executive Chairman. If the shareholders have any concerns that Executive Chairman and CEO/Financial Controller ("**FC**") has failed to resolve or if it is not appropriate to approach them, the shareholders may approach the Lead Independent Director to share their concerns.

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

The Board is of the opinion that there is sufficient independence in its exercise of objective judgment on business affairs of the Group, in compliance with the intent of Principle 3 of the Code, in which no one individual has unfettered powers of decision-making, notwithstanding that the roles of Chairman and CEO are not separate.

Board Membership

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

Provisions 4.1 & 4.2 – NC Composition and Role

The Board, through the delegation of its authority to the NC, has used its best efforts to ensure that the Directors appointed to the Board possess the relevant background, experience and knowledge in business, finance and management skill to enable the Board to make effective decisions.

The NC comprises two (2) Independent Directors and one (1) Executive Director as follows:

Nominating Committee

Mr. Tan Peng Chin (Chairman)
Mr. Ang Yu Seng
Mr. Ong Beng Chye

Based on the written terms of reference approved by the Board, the principal functions of the NC are:

(1) reviewing and making recommendations to the Board on all candidates nominated for appointment to the Board of the Company and of its subsidiaries;

(2) reviewing and recommending to the Board on an annual basis, the Board structure, size and composition, taking into account, the balance between Executive Directors, Non-Executive Directors and Independent Directors to ensure that the Board as a whole possesses the right blend of relevant experiences and core competencies to effectively manage the Company;

(3) procuring that at least one-third of the Board shall comprise Independent Directors;

(4) identifying and making recommendations to the Board as to which Directors are to retire by rotation and to be put forward for re-election at each Annual General Meeting ("**AGM**") of the Company, having regard to the Directors' contribution and performance, including the Independent Directors;

(5) determining whether a Director is independent; and

(6) proposing a set of objective performance criteria to the Board for approval and implementation, evaluating the effectiveness of the Board as a whole and the contribution of each Director to the effectiveness of the Board.

Provision 4.3 – Reviewing and recommending nomination for appointment and re-appointment of Directors

The NC is responsible for identifying and recommending new Directors to the Board, after considering the necessary and desirable competencies. In selecting potential new Directors, the NC will seek to identify the competencies required to enable the Board to fulfil its responsibilities. The NC may engage consultants to undertake research on, or assess, candidates applying for new positions on the Board, or to engage such other independent experts, as it considers necessary to carry out its duties and responsibilities. Recommendations for new Directors are put to the Board for its consideration.

New Directors are appointed by way of a Board resolution following which they are subject to re-election at the next AGM pursuant to Regulation 97 of the Company's Constitution. Mr. Ong Beng Chye and Mr. Tan Peng Chin were appointed during FY2025. Therefore, they shall retire at the first AGM subsequent to their appointment. Mr. Ong Beng Chye and Mr. Tan Peng Chin have each consented to the re-election.

The Company's Constitution requires one-third of the Board (except for the Managing Director) to retire by rotation at every AGM. Directors who retire are eligible to offer themselves for re-election. Pursuant to Regulation 91 of the Company's Constitution, Mr. Ang Yew Chye and Mr. Goi Kok Ming (Wei Guoming) shall retire by rotation at and be nominated for re-election at the forthcoming AGM.

Statement of Corporate Governance

Provision 4.4 – Continuous review of Director's Independence

The NC is guided by the definition and criteria of independence given in the Code in determining if a Director is independent. Each Independent Director is required to complete a Confirmation of Independence form drawn up based on the Principle 2 of the Code for the NC's review and recommendation to the Board.

The Independent Directors have confirmed that they do not have any relationship with the Company or its related companies, its substantial shareholders or its officers, that could interfere, or be reasonably perceived to interfere, with the exercise of the Directors' independent business judgement with a view to the best interests of the Company.

There is no alternate Director being appointed to the Board during FY2025.

Provision 4.5 – Directors' Commitments and Obligations

Despite some of the Directors having other Board representations, the NC is satisfied that these Directors are able to and have adequately carried out their duties as Directors of the Company. Currently, the Board has not determined the maximum number of listed Board representations which any Director may hold. The NC and the Board will review the requirement to determine the maximum number of listed Board representations as and when it deems fit.

The key information regarding Directors such as academic and professional qualifications, Board Committees served, directorships or chairmanships both present and past held over the preceding three (3) years in other listed companies and other major appointments, whether the appointment is executive or non-executive are set out in "Particulars of Directors pursuant to the Code of Corporate Governance" in the Annual Report.

Board Performance

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

Provision 5.1 – Performance Criteria and Evaluation
Provision 5.2 – Assessment of the Board, Board Committees and Directors

While the Code recommends the NC being responsible for assessing the Board as a whole and also the individual evaluation of each Director's contribution, the NC is of the view that it is more appropriate and effective to assess the Board as a whole, bearing in mind that each member of the Board contributes in different way to the success of the Company and Board decisions are made collectively.

The NC has established a review process to assess the performance and effectiveness of the Board as a whole, the Board Committees and individual self-assessment to assess each Director's contribution to the Board's effectiveness. During FY2025, all Directors were requested to complete a Board Committees, Board and Individual Director Evaluation questionnaire designed to seek their views on the various aspects of the Board's performance so as to assess the overall effectiveness of the Board. No external facilitator was used during the evaluation process in FY2025.

The responses were collated and reviewed by the NC which then made recommendations to the Board aimed at helping the Board to discharge its duties more effectively. The appraisal process focuses on a set of performance criteria which includes the evaluation of the size and composition of the Board, the Board's access to information, Board processes and accountability, Board performance in relation to discharging its principal responsibilities and the Directors' standards of conduct. Following the review, the NC is of the view that the Board and its Board Committees operate effectively and each Director is contributing to the overall effectiveness of the Board.

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

(B) REMUNERATION MATTERS

Procedures for Developing Remuneration Policies

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

Provision 6.1 and 6.2 – Remuneration Committee Role and Composition
Provision 6.3 – Reviewing of Remuneration and Termination Terms
Provision 6.4 – Remuneration Consultants

The RC comprises three (3) Independent Directors as follows:

Remuneration Committee

Mr. Wong Loke Tan (Chairman)
Mr. Ong Beng Chye
Mr. Tan Peng Chin

The RC is established for the purpose of ensuring that there is a formal and transparent procedure for developing policy on executive remuneration and for fixing the remuneration packages of individual Directors. The overriding principle is that no Director should be involved in deciding his or her own remuneration. It has adopted written terms of reference that defines its membership, roles and functions, and administration.

The duties of the RC are as follows:

(1) reviewing and recommending to the Board a framework of remuneration and specific remuneration packages for all Directors of the Company;

(2) reviewing the service contracts of the Executive Directors;

(3) reviewing and enhancing the compensation structure with incentive performance for KMP; and

(4) overseeing the general compensation of employees of the Group with a goal to motivate, recruit and retain employees and directors through competitive compensation and progressive policies.

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

In reviewing the service agreements of the Executive Directors and KMP of the Company, the RC reviews the Company's obligations arising in the event of termination of these service agreements to ensure that such service agreements contain fair and reasonable termination clauses which are not overly generous. The RC aims to be fair and avoids rewarding poor performance.

The RC has full authority to engage any external professional advice on matters relating to remuneration as and when the need arises. The expenses of such services shall be borne by the Company. There were no remuneration consultants engaged by the Company in FY2025.

Statement of Corporate Governance

Level and Mix of Remuneration

Principle 7: The level and structure of remuneration of the Board and key management personnel are appropriate and proportionate to the sustained performance and value creation of the company, taking into account the strategic objectives of the company.

Provision 7.1 – Remuneration of Executive Directors and key management personnel
Provision 7.2 – Remuneration of Non-Executive Directors
Provision 7.3 – Appropriateness of Remuneration to attract, retain and motivate the Executive Directors and key management personnel

The remuneration policy of the Company is to provide compensation packages at market rates, which reward successful performance and attract, retain and motivate the Directors and KMP.

The Executive Directors and KMP's remuneration packages are based on service agreements and their remuneration is determined by having regard to the performance of the individuals, the Group and industry benchmarks. The remuneration package for the Executive Directors and KMP staff are made up of both fixed and variable components. The variable component is determined based on the performance of the individual employee as well as the Group's performance. The service agreements of the Executive Directors have been renewed for a further period of three (3) years with effect from 1 July 2024. The Executive Directors do not receive Directors' fees.

Non-Executive Director and Independent Directors are paid Directors' fees of an agreed amount based on their contributions, taking into account factors such as effort and time spent and the respective responsibilities of the Directors. Directors' fees are recommended by the Board for approval at the Company's AGM.

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

Directors' Remuneration

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

Provision 8.1 – Remuneration of Directors and Top 5 Key Management Personnel

The table below sets out the Directors' remuneration and breakdown for FY2025:

Name of Director	Salary	Bonus	Director's Fees	Allowances and Other Benefits	Total	Total
	%	%	%	%	%	S$
Mr. Ang Yu Seng	44	4	-	52	100	1,370,361
Mr. Ang Yew Chye	46	4	-	50	100	779,734
Mr. Goi Kok Ming (Wei Guoming)	–	–	100	–	100	35,000
Mr. Siau Kai Bing	–	–	100	–	100	36,300
Mr. Wong Loke Tan	–	–	100	–	100	47,600
Ms. Tan Min-Li	–	–	100	–	100	35,950
Mr. Ong Beng Chye	–	–	100	–	100	32,600
Mr. Tan Peng Chin	–	–	100	–	100	31,900

For FY2025, the Company only identified three (3) KMP. Details of remuneration paid to top KMP of the Group (who is not Directors or CEO) for FY2025 are set out below:

Name of Key Management Personnel	Salary	Bonus	Allowances and Other Benefits	Total
	%	%	%	%
S$750,000 to below S$1,000,000				
Mr. Ang Jun Long	28	2	70	100
S$500,000 to below S$750,000				
Mr. Wilson Ong	49	4	47	100
Below S$250,000				
Ms. Liu Wen Juan	64	27	9	100

The Company is transparent on its remuneration policies, which has been disclosed not only as part of compliance with Principle 8 but also in respect of Principle 7 of the Code. The Company has decided not to disclose information on the remuneration of the KMP in dollars terms due to confidentiality and market competition. The Company is of the view that the disclosure of the indicative range of KMP's remuneration provides a reasonable amount of information on the Company's remuneration framework to enable the shareholders to understand the link between the Company's performance and the remuneration of the KMP. The aggregate of the total remuneration paid to the above KMP for FY2025 was S$1,703,000.

There were no terminations, retirement or post-employment benefits granted to Directors and KMP other than the standard contractual notice period termination payment in lieu of service for FY2025.

Provision 8.2 – Immediate Family Member of Directors, CEO or Substantial Shareholder whose remuneration amounts exceed S$100,000 per annum

There are two (2) employees of the Group who are immediate family members of the Company's Executive Directors, Mr. Ang Jun Long, son of Mr. Ang Yu Seng and Ms. Ang Ru Mei, Renne, daughter of Mr. Ang Yew Chye. The basis for determining the compensation of our related employees is the same as the basis of determining the compensation of other unrelated employees.

Details of remuneration paid to the immediate family members of the Directors or CEO for FY2025 are set out below:

Name of Immediate Family Member	Salary	Bonus	Allowances and Other Benefits	Total
	%	%	%	%
S$800,000 to below S$900,000				
Mr. Ang Jun Long	28	2	70	100
S$100,000 to below S$200,000				
Ms. Ang Ru Mei, Renne	53	18	29	100

Save for the above disclosure, the Company does not have any employee who is an immediate family member of a Director or CEO in FY2025.

In view of confidentiality of remuneration matters, the Board is of the opinion that it is in the best interests of the Group not to disclose the exact remuneration of the immediate family members who are employees in the Group in the Annual Report.

Provision 8.3 – Disclosure of all forms of remuneration, and other payments and benefits paid by the Company and its subsidiaries to the Directors and KMP in Annual Report

The Company does not have in place any share-based compensation scheme or any long-term incentive scheme involving the offer of shares or options other than the remuneration disclosed above.

Statement of Corporate Governance

(C) ACCOUNTABILITY AND AUDIT

Risk Management and Internal Control

Principle 9: The Board is responsible for the governance of risk and ensures that the Management maintains a sound system of risk management and internal controls, to safeguard the interests of the company and its shareholders.

Provision 9.1 – Nature and extent of significant risks

The Board is responsible for the overall risk management and internal control framework, but acknowledges that no cost-effective risk management and internal controls system will preclude all errors and irregularities. The system is designed to manage rather than eliminate the risk of failure to achieve business objectives, and can provide only reasonable and not absolute assurance against material misstatement or loss. The internal controls in place will address the financial, operational, compliance and information technology risks, and the objectives of these controls are to provide reasonable assurance that there are no material financial misstatements or material loss and assets are safeguarded.

As the Group does not have a risk management committee, the Board and the Management assume the responsibility of the risk management function. The Management is responsible for designing, implementing and monitoring the risk management and internal control systems. The Management reviews regularly the Group's business and operational activities to identify areas of significant risks as well as appropriate measures to control and mitigate these risks. The Management reviews significant policies and procedures and highlights significant matters to the Board and the AC.

Relying on the reports from the Internal Auditors ("**IA**") and EA, the AC carried out assessments of the adequacy and effectiveness of key internal controls during the financial year. Any material non-compliance or weaknesses in internal controls or recommendations from the IA and EA to further improve the internal controls were reported to the AC. The AC will follow up on the actions taken by the Management for those recommendations made by both the IA and EA.

As the Group continues to grow and with the business environment evolving, the Board will continue to review and take appropriate steps to strengthen the Group's overall system of risk management and internal controls. The Board and the AC also noted that all internal controls contain inherent limitations and no systems of internal controls can provide absolute assurance against the occurrence of material errors, poor judgment in decision making, human errors, losses, fraud or other irregularities.

Provision 9.2 – Assurance from the CEO, Financial Officer and KMP

The CEO and the FC have assured the Board that:

(1) the financial records have been properly maintained and the financial statements for FY2025 give a true and fair view of the Group's operations and finances; and

(2) the Group's risk management and internal control systems are operating adequately and effectively in all material aspects given its current business environment.

Based on the reports and work performed by both the EA and IA, the assurance from Management and the on-going review as well as the continuing efforts in enhancing controls and processes which are currently in place, the Board, with the concurrence of the AC, is of the opinion that there are adequate and effective internal controls and risk management systems in place for the Group to address financial, operational, compliance and information technology risks of the Group for FY2025.

As the Company does not have a Chief Financial Officer, the FC is the most senior staff member responsible for the Group's financial matters. The Company is of the view that it would be appropriate to obtain the FC's assurance in addition to the CEO's assurance.

Audit Committee

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

Provisions 10.1 & 10.2 – Audit Committee's Role and Composition

The AC comprises entirely of Independent Non-Executive Directors which are as follows:

Audit Committee

Mr. Ong Beng Chye (Chairman)
Mr. Wong Loke Tan
Mr. Tan Peng Chin

The AC is established to assist the Board with discharging its responsibility of safeguarding the Company's assets, maintaining adequate accounting records and developing and maintaining effective systems of internal control. The Board is of the opinion that the members of the AC possess the necessary accounting or related financial management qualifications, expertise and experience in discharging their duties. The details of the Board member's qualifications and experience are presented in this Annual Report under the heading "Board of Directors".

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

(1) monitor the integrity of the financial information provided by the Company;

(2) assess and challenge, where necessary, the correctness, completeness, and consistency of financial information (including interim reports) before submittal to the Board for approval or made public;

(3) review any formal announcements relating to the Company's financial performance;

(4) discuss problems and concerns, if any, arising from the interim and final audits, in consultation with the EA and the IA where necessary;

(5) assess the adequacy and effectiveness of the internal controls and risk management (including financial, operational, compliance, information technology controls) systems established by Management to identify, assess, manage, and disclose financial and non-financial risks (including those relating to compliances with existing legislation and regulation) at least once a year in compliance with Guideline 10.1 of the Code;

(6) review and ensure that the assurance has been received from the CEO (or equivalent) and the FC in relation to the interim/final unaudited financial statement and system of the risk management and internal control;

(7) review the IA's reports on the effectiveness of the systems for internal controls, financial reporting and risk management;

(8) monitor and assess the role and effectiveness of the internal audit function in the overall context of the Company's risk management system;

(9) in connection with the terms of engagement to the EA, to make recommendations to the Board on the selection, appointment, reappointment, and resignation of the EA based on a thorough assessment of the EA's functioning, and approve the remuneration and terms of engagement of the EA;

(10) monitor and assess the EA's independence and keep the nature and extent of non-audit services provided by the EA under review to ensure the EA's independence or objectivity is not impaired;

(11) assess, at the end of the audit cycle, the effectiveness of the audit process;

(12) review interested person transactions to consider whether they are on normal commercial terms and are not prejudicial to the interests of the Company or its minority shareholders; and

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(13) review the Company's procedures for detecting fraud and ensure that arrangements are in place by which staff may, in confidence, raise concerns about possible improprieties in matters of financial reporting, financial control, or any other matters.

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

The AC evaluated the performance of the EA based on the key indicators of audit quality set out in the Guidance to Audit Committees on Evaluation of Quality of Work performed by EA.

The AC has full access to and the co-operation of the Management and the full discretion to invite any Director or Executive Officer to attend its meetings and has reasonable resources to enable it to discharge its functions properly. The EA has unrestricted access to the AC.

The AC recommends to the Board the proposals to the shareholders on the appointment, re-appointment and removal of the EA and approving the remuneration of the EA. The AC has recommended to the Board the nomination of CLA Global TS Public Accounting Corporation for re-appointment as EA of the Company at the forthcoming AGM. The Company confirmed that Rule 712 and Rule 715 of the Listing Manual of the SGX-ST had been complied with.

The AC noted that there are no non-audit services provided by the EA and is satisfied that the independence and objectivity of the EA are not prejudiced. For FY2025, the fees that are charged to the Group by the EA for audit services were approximately S$237,000.

In the review of the financial statements for FY2025, the AC had discussed with the Management and the EA on changes to accounting standards and significant issues and assumptions that impact the financial statements of the Group. The most significant matters were also included in the Independent Auditor's Report to the members of the Company under "Key Audit Matters". In assessing the Key Audit Matters, the AC took into consideration the approach and the key assumptions applied in the review of the Key Audit Matters as provided in the Independent Auditor's Report. The AC concluded that the Management's accounting treatment and estimates in the Key Audit Matters were appropriate.

The AC is kept updated annually or from time to time on any changes to the accounting and financial reporting standards by the EA.

Anti-Bribery Compliance Policy

The Group has implemented an anti-bribery compliance policy to demonstrate its commitment and has provided standards of conduct for employees and third-party representatives to conduct its businesses in a professional, fair, ethical manner and in compliance with anti-bribery and corruption laws in the various jurisdictions in which the Group has its business presence.

As of to-date, there were no reports received through the anti-bribery channels.

Fraud Risk Management Policy

The Group has implemented a fraud risk management policy to prevent, detect and respond to incidents of fraud. Any acts of fraud committed by employees or parties may face consequences such as disciplinary warnings, termination of employment or other contractual relationship, and be reported to the appropriate law enforcement or regulatory body.

Fraud risk assessment, fraud communication and training, background and due diligence checks are preventive measures taken by the Group to detect fraud.

This policy is reviewed at least annually and revised, where applicable, to meet the changing needs of the Group. As of to-date, there were no incidents of fraud detected.

Whistle-Blowing Policy

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

(1) independent investigations are carried out in an appropriate and timely manner;

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

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

As of to-date, there were no reports received through the whistle blowing mechanism.

Provision 10.3 – AC does not comprise former partners or directors of the company's existing auditing firm or auditing corporation

There is no former partner or director of the Company's existing auditing firm or auditing corporation who is also a member of the AC.

Provision 10.4 – Reporting line of internal audit function

Internal Audit Function

The Company has outsourced its internal audit functions and has appointed a professional firm, In.Corp Business Advisory Pte. Ltd. as the IA. The IA reviews the effectiveness of internal controls as directed by the AC. Procedures are in place for the IA to report independently on their findings and recommendations to the AC for review. The Management will update the AC on the status of the remedial action plans. The IA has unfettered access to all the Company's documents, records, properties, and personnel, including access to the AC and the IA reports primarily to the AC.

The AC approves the hiring, removal, evaluation and compensation of the internal audit function which the IA is outsourced. The AC also annually reviews the adequacy and effectiveness of the IA to ensure that resources are adequate and that the internal audits are performed effectively.

The AC is satisfied that the internal audit function is staffed by suitably qualified and experienced professionals with the relevant experience to perform its function effectively.

Provision 10.5 – Meeting Auditors without the Management

The AC will meet with the EA and the IA without the presence of the Management as and when necessary to review the adequacy of audit arrangements with emphasis on the scope and quality of their audit, the independence, objectivity and observations of the EA.

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(D) SHAREHOLDER RIGHTS AND RESPONSIBILITIES

Shareholder Rights and Conduct of General Meetings

Principle 11: The company treats all shareholders fairly and equitably in order to enable them to exercise shareholders' rights and have the opportunity to communicate their views on matters affecting the company. The company gives shareholders a balanced and understandable assessment of its performance, position and prospects.

Provision 11.1 – Participating and voting at General Meetings
Provision 11.2 – Tabling of Resolutions

The Company does not practise selective disclosure. In line with the continuous obligations of the Company under the SGX-ST Listing Manual and the Companies Act 1967, the Board's policy is that all shareholders should equally and on a timely basis, be informed of all major developments that impact the Group via SGXNet.

Shareholders are informed of general meetings through the announcements released to the SGXNet and notice contained in the Annual Report or circulars sent to all shareholders. These notices are also advertised in a national newspaper and published on the Company's corporate website at https://www.unionsteel.com.sg. Shareholders are also informed on the procedures for the poll voting at the general meetings.

An external firm shall be appointed as the scrutineer for the AGM voting process, which is independent of the firm appointed to undertake the poll voting process. This is in compliance with the Rule 730A(3) of the SGX-ST Listing Rule.

Each item of special business included in the notice of the general meetings will be accompanied by explanation of the effects of a proposed resolution. Separate resolutions are proposed for each substantially separate issue at general meetings.

Detailed information on each item in the AGM agenda is provided in the explanatory notes to the Notice of AGM on pages 140 to 143 of this Annual Report.

Provision 11.3 – Interaction with Shareholders
Provision 11.4 – Shareholders' Participation

All Shareholders are entitled to attend the general meetings and provide the opportunity to participate in the general meetings. If any Shareholder is unable to attend, he/she is allowed to appoint up to two (2) proxies to vote on his/her behalf at the general meeting through proxy forms sent in advance. The Company's current Constitution does not include the nominee or custodial services to appoint more than two (2) proxies.

On 3 January 2016, the legislation was amended, among other things, to allow certain members, defined as "Relevant Intermediary" to attend and participate in general meetings without being constrained by the two-proxy requirement. Relevant intermediary includes corporations holding licenses in providing nominee and custodial services and the CPF Board which purchases shares on behalf of the CPF investors.

The shareholders are encouraged to attend the Company's general meetings to ensure a high level of accountability and to stay informed of the Group's strategies and growth plans. Notice of the general meetings are dispatched to shareholders, together with explanatory notes or a circular on items of special businesses (if necessary), at least 14 clear calendar days before the meeting. The Board welcomes questions from shareholders who wish to raise issues, either informally or formally before or during the general meetings.

The Company acknowledges that voting by poll in all its general meetings is integral in the enhancement of corporate governance. The Company adheres to the requirements of the Listing Manual of the SGX-ST and the Code where all resolutions at the Company's general meetings held on or after 1 August 2015, are put to vote by poll. The detailed results of each resolution are announced via SGXNet after the general meetings.

All Directors, including the Chairman of the AC, NC and RC are normally present and available to address questions relating to the work of their respective Board Committees at general meetings. Furthermore, the EA is present to assist our Board in addressing any relevant queries by our shareholders.

Provision 11.5 – Minutes of General Meetings

The Company will make available minutes of general meetings to shareholders upon their request.

The Company will publish the minutes of general meetings of shareholders on both the SGX website via SGXNet and the Company's website as soon as practicable.

Provision 11.6 – Dividend Policy

The Group does not have a fixed dividend policy at present. The form, frequency and amount of dividends declared each year will take into consideration the Group's profit growth, cash position, net cash inflow generated from operations, projected capital requirements for business growth and other factors as the Board may deem appropriate. For FY2025, the Board has recommended a final dividend of 0.85 cents per share which is subject to shareholders' approval at the forthcoming AGM of the Company.

ENGAGEMENT WITH SHAREHOLDERS

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

Provision 12.1 – Communication between the Board and Shareholders
Provision 12.2 & 12.3 – Investor Relations Policy

The Company believes in high standards of transparent corporate disclosure and is committed to disclose to its shareholders, the information in a timely and fair manner via SGXNet. Where there is inadvertent disclosure made to a selected group, the Company will make the same disclosure publicly to all others as soon as practicable. Communication is made through:

- Annual Report prepared and issued to all shareholders. The Board ensures that the Annual Report includes all relevant information about the Company and the Group, including future developments, if any, and other disclosures required by the Companies Act 1967 and Singapore Financial Reporting Standards (International);

- interim announcements containing a summary of the financial information and affairs of the Group for that period;

- press releases on major developments of the Group;

- notices of explanatory memoranda for AGMs and Extraordinary General Meetings ("**EGM**"). The notice of AGM and EGM are also advertised in a national newspaper; and

- the Company's website at https://www.unionsteel.com.sg at which shareholders can access financial information, corporation announcements, press releases, Annual Reports and profile of the Group.

By supplying shareholders with reliable and timely information, the Company is able to strengthen the relationship with its shareholders based on trust and accessibility.

To enable shareholders to contact the Company easily, the Shareholders may reach the Corporate Marketing and Finance Team of the Company at the registered office of the Company and the contact details are set out in the corporate information of the Annual Report as well as on the Company's website.

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MANAGING STAKEHOLDINGS RELATIONSHIPS

Engagement With Stakeholders

Principle 13: The Board adopts an inclusive approach by considering and balancing the needs and interests of material stakeholders, as part of its overall responsibility to ensure that the best interests of the company are served.

Provision 13.1 – Arrangements to identify and engage with Stakeholders
Provision 13.2 – Maintains a current corporate website to communicate and engage with stakeholders

The Company acknowledges the importance for establishing effective communication among the stakeholders through regular engagement and various communication platforms to achieve mutually beneficial goals.

The Company has identified five key stakeholders' groups, namely, the shareholders and investors, customers, suppliers, employees and public and communities.

The Company has undertaken a process to determine the ESG issues which are important to these stakeholders. These issues form the materiality matrix upon which targets, performance and progress are reviewed and endorsed by the Board annually.

The Company's approach to the engagement with key stakeholders and materiality assessment are disclosed in the Company's Sustainability Report for FY2025 and has mapped out the key areas of focus in relation to the management of the respective stakeholder relationships. The Company will continue to monitor and improve to ensure that the best interests of the Company.

The Company does not practice selective disclosure. Price sensitive information is first publicly released through SGXNet, either before the Company meets with any investors or analysts. All shareholders of the Company will be notified on the publication of the Annual Report with notice of AGM within the mandatory period via SGXNet and the Company's corporate website and the AGM is held within four months after the close of the financial year.

Provision 13.3 – Corporate Website

To promote regular, effective and fair communication with stakeholders, the Company maintains a corporate website at https://www.unionsteel.com.sg through which stakeholders are able to access up-to date information on the Group. The website provides Annual Reports, financial information, stock information, profiles of the Group, and contact details of the investor relations of the Group.

(E) DEALINGS IN COMPANY'S SECURITIES

In compliance with Rule 1207(19) of the SGX-ST Listing Manual, the Company has adopted a Code of Best Practices to provide guidance to its officers on securities transactions by the Company and its officers.

The Company and its officers are not allowed to deal in the Company's shares during the period commencing two (2) weeks before the announcement of the Company's financial results for the first half year of its financial year, and one (1) month before the announcement of the Company's full-year financial results and ending on the date of the announcement of the relevant results.

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

(F) MATERIAL CONTRACTS

There were no material contracts of the Company and its subsidiary corporations involving the interests of the CEO, each Director or controlling shareholder, either still subsisting at the end of the financial year or entered into since the end of the previous financial year.

(G) INTERESTED PERSON TRANSACTIONS

The Company has established a procedure for recording and reporting interested person transactions (“**IPTs**”). All IPTs are subject to review by the AC to ensure that they were conducted on normal commercial terms and are not prejudicial to the interests of the Company and its minority shareholders.

There were no IPTs and any of its interested persons (namely, Directors, CEO or controlling shareholders of the Group or the associates of such Directors, CEO or controlling shareholders) subsisting for FY2025.

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PARTICULARS OF DIRECTORS PURSUANT TO THE CODE OF CORPORATE GOVERNANCE

Name of Director	Board Appointment Executive/Non-Executive	Board Committees as Chairman or Member	Directorship Date First Appointed	Date of Re-election	Directorships in Other Listed Companies and Other Major Appointments	Past Directorships in Other Listed Companies and Other Major Appointment over the Preceding 3 Years
Mr. Ang Yu Seng	Executive Chairman and Chief Executive Officer	• Chairman of the Board • Member of the Nominating Committee	12 August 2004	27 October 2023	Nil	Nil
Mr. Ang Yew Chye	Executive Director	• Board Member	12 August 2004	27 October 2022	Nil	Nil
Mr. Ong Beng Chye	Lead Independent Director	• Board Member • Chairman of the Audit Committee • Member of the Nominating Committee & Remuneration Committee	1 November 2024	-	• ES Group (Holdings) Limited • LMS Compliance Ltd. • Alpina Holdings Limited • IPS Securex Holdings Limited • Oxley Holdings Limited	• Geo Energy Resources Limited • Hafary Holdings Limited
Mr. Wong Loke Tan	Independent Director	• Board Member • Chairman of the Remuneration Committee • Member of the Audit Committee	18 November 2016	27 October 2023	• Adventus Holdings Limited • K2 F&B Holdings Limited • International Cement Group Ltd. • Travelite Holdings Ltd	• Koyo International Limited
Mr. Tan Peng Chin	Independent Director	• Board Member • Chairman of the Nominating Committee • Member of the Audit Committee & Remuneration Committee	1 November 2024	-	• OM Holdings Limited	• IPS Securex Holdings Limited • Clarity Singapore Limited • Orchestra of the Music Makers Ltd
Mr. Goi Kok Ming (Wei Guoming)	Non-Executive Director	• Board Member	8 August 2019	27 October 2022	• GSH Corporation Limited • PSC Corporation Ltd • Serial System Ltd	Nil

ADDITIONAL INFORMATION ON DIRECTORS NOMINATED FOR RE-ELECTION – Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST, the information as set out in Appendix 7.4.1 of the Listing Manual of the SGX-ST relating to Mr. Ang Yew Chye, Mr. Goi Kok Ming (Wei Guoming), Mr. Ong Beng Chye and Mr. Tan Peng Chin, being the Directors who are retiring in accordance with the Company's Constitution at the forthcoming AGM, is set out below:

	Name of Directors			
Details	**Ang Yew Chye**	**Goi Kok Ming (Wei Guoming)**	**Ong Beng Chye**	**Tan Peng Chin**
Date of Appointment	12 August 2004	8 August 2019	1 November 2024	1 November 2024
Date of last re-appointment (if applicable)	27 October 2022	27 October 2022	NA	NA
Age	72	52	57	68
Country of principal residence	Singapore	Singapore	Singapore	Singapore
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	The Board of the Company has accepted NC's recommendation, who has reviewed and considered Mr. Ang Yew Chye's performance as an Executive Director of the Company.	The Board, having reviewed and considered Mr. Goi's qualifications and work experience, has accepted the NC's recommendation and approved the appointment of Mr. Goi as the Non-Executive Director of the Company.	The Board of the Company has accepted the NC's recommendation, who has reviewed and considered that Mr. Ong Beng Chye is able to exercise judgement as the Independent Director on the corporate affairs of the Group and independent of the Management. The Board considers Mr. Ong Beng Chye to be independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST.	The Board of the Company has accepted the NC's recommendation, who has reviewed and considered that Mr. Tan Peng Chin is able to exercise judgement as the Independent Director on the corporate affairs of the Group and independent of the Management. The Board considers Mr. Tan Peng Chin to be independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST.
Whether appointment is executive, and if so, the area of responsibility	Executive. Mr. Ang Yew Chye is responsible for the day-to-day operating and management of the companies.	Non-Executive.	Non-Executive.	Non-Executive.
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Executive Director	Non-Executive Director	Lead Independent Director, Chairman of the Audit Committee and member of the Nominating Committee and Remuneration Committee.	Independent Director, Chairman of the Nominating Committee and member of the Audit Committee and Remuneration Committee.
Professional qualifications	-	Bachelor of Science in Computer Information Systems from California State University, Pomona	Bachelor of Science with Honours from the City, University of London Fellow of the Institute of Chartered Accountants in England and Wales Chartered Financial Analyst Fellow of the Institute of Singapore Chartered Accountants	Bachelor of Laws with Honours from the National University of Singapore

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	Name of Directors			
Details	**Ang Yew Chye**	**Goi Kok Ming (Wei Guoming)**	**Ong Beng Chye**	**Tan Peng Chin**
Working experience and occupation(s) during the past 10 years	Mr. Ang Yew Chye is the co-founder of the Group and was appointed as Executive Director on 12 August 2004. He is responsible for the day-to-day operation and management of the companies. Mr. Ang has more than 40 years of experience in the scrap metal recycling business.	1997 to present – Director of Tee Yih Jia Food Manufacturing Pte Ltd 1997 to present – Director of Acelink Logistics Pte Ltd 2012 to present – Chief Operating Officer and Executive Director of GSH Corporation Ltd 2014 to present – Non-Executive Director of PSC Corporation Ltd 2019 to present – Non-Executive Director of Serial System Ltd	January 2007 - Present: Director of Appleton Global Private Limited	Mr Tan brings over 30 years of legal experience and is the founder of Tan Peng Chin LLC, established in 1994. He served as the firm's managing partner and senior director until his retirement in 2014. Mr. Tan was an Independent Director at IPS Securex Holdings Limited ("**IPS**"), a company listed on the Singapore Exchange (SGX) but has recently retired as the Independent Director of IPS on 25 October 2024. He also serves as an Independent Director for a company listed on both the Australian Securities Exchange (ASX) and Bursa Malaysia.
Shareholding interest in the listed issuer and its subsidiaries	14,549,729 Ordinary Shares	Nil	Nil	Nil
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	Brother of Mr. Ang Yu Seng, who is an Executive Chairman and Chief Executive Officer of the Company	Son of Mr. Goi Seng Hui who is a substantial shareholder of the Company.	Nil	Nil
Conflict of interest (including any competing business)	Nil	Nil	Nil	Nil
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes	Yes	Yes

Statement of Corporate Governance

Details	Name of Directors Ang Yew Chye	Goi Kok Ming (Wei Guoming)	Ong Beng Chye	Tan Peng Chin
Other Principal Commitments Including Directorships	**Past (for the last 5 years)** Nil **Present** Director of: • Yew Lee Seng Metal Pte Ltd • YLS Steel Pte Ltd • Hock Ann Access System Pte Ltd • Hock Ann Metal Scaffolding Pte Ltd • Union Engineering Pte Ltd • Union Steel Pte Ltd • Gee Sheng Machinery & Engineering Pte Ltd • Used Equipment Pte Ltd • Transvictory Holdings Pte Ltd • Transvictory Winch System Pte Ltd • Steadfast Offshore & Marine Pte Ltd • YLS Holdings Sdn Bhd • Promoter Hydraulics Pte Ltd • Marshal Systems Private Limited • BTH Holdings Pte Ltd • Applied Engineering Pte Ltd	**Past (for the last 5 years)** Nil **Present** Director of: • GSH Corporation Ltd • PSC Corporation Ltd • Serial System Ltd • Acelink Logistics Pte Ltd • Advanced Prestige Sdn Bhd • Altheim International Ltd • Aspirasi Kukuh Sdn Bhd • Borneo Ventures Pte Ltd • City View Ventures Sdn Bhd • Eastworth Source Sdn Bhd • GSH (Middle East) Pte Ltd • GSH (Xiamen) Property Development Pte Ltd • GSH (Zhengzhou) Investments Pte Ltd • GSH Facilities Management (Malaysia) Sdn Bhd • GSH International Enterprise Pte Ltd • GSH Island Investments Pte Ltd • GSH Properties Pte Ltd • GSH Properties (Malaysia) Pte Ltd • GSH Properties (PRC) Pte Ltd • GSH Properties (Chongqing) Co., Ltd • Investasia Sdn Bhd • Linyi Properties Sdn Bhd • Mainfield Holdings Limited • Mewabumi Sdn Bhd • MXIM Holdings Pte Ltd • Ocean View Point Pte Ltd • Ocean View Ventures Pte Ltd • Prime Peninsular Holdings Pte Ltd • Qing Dao Timi Supply Chain Co., Ltd • Rainbow Properties Sdn Bhd • Ritz Properties Sdn Bhd • Sutera Harbour Golf & Country Club Berhad • Sutera Harbour Resort Sdn Bhd • Sutera Harbour Travel Sdn Bhd • Sutera Yacht Services Sdn Bhd • Tee Yih Jia Food Manufacturing Pte Ltd • The Little Shop Sdn Bhd • The Sutera Harbour Group Sdn Bhd • Twin Towers Properties Sdn Bhd • TYJ Group Pte Ltd • Vive La Sdn Bhd • Xing Asia Impel Sdn Bhd	**Past (for the last 5 years)** Director of: • Geo Energy Resources Limited • Hafary Holdings Limited • CapAllianz Holdings Limited • Gem Accounting Pte. Ltd. • Penta Power Investment Pte. Ltd. **Present** Director of: • Appleton Global Pte. Ltd. • ES Group (Holdings) Limited • Gem Corp Services Pte. Ltd. • LMS Compliance Ltd. • Alpina Holdings Limited • IPS Securex Holdings Limited • Oxley Holdings Limited	**Past (for the last 5 years)** Director of: • IPS Securex Holdings Limited • Clarity Singapore Limited • Orchestra of the Music Makers Ltd **Present** Director of: • OM Holdings Limited

Statement of Corporate Governance

Details		Name of Directors			
		Ang Yew Chye	Goi Kok Ming (Wei Guoming)	Ong Beng Chye	Tan Peng Chin
The general statutory disclosures of the Directors are as follows:					
a.	Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No	No	No
b.	Whether at any time during the last 10 years,an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	No	No	No
c.	Whether there is any unsatisfied judgment against him?	No	No	No	No
d.	Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No	No	No
e.	Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No	No	No
f.	Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No	No	No

Statement of Corporate Governance

Details		Name of Directors			
		Ang Yew Chye	Goi Kok Ming (Wei Guoming)	Ong Beng Chye	Tan Peng Chin
g.	Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No	No	No
h.	Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No	No	No
i.	Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No	No	No
j.	Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of :—				
	i. any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	No	No	No	No
	ii. any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No	No	No	No
	iii. any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No	No	No	No
	iv. any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No	No	No	No
k.	Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No	No	No	No

DIRECTORS' STATEMENT

The directors present their statement to the members together with the audited consolidated financial statements of the Group for the financial year ended 30 June 2025 and the statement of financial position of the Company as at 30 June 2025 and statement of changes in equity of the Company for the financial year then ended.

In the opinion of the directors:

(a) the consolidated financial statements of the Group and the statement of financial position and the statement of changes in equity of the Company as set out on pages 73 to 137 are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 30 June 2025, and the financial performance, changes in equity and cash flows of the Group and changes in equity of the Company for the financial year covered by these financial statements; and

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

Directors

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

Ang Yu Seng
Ang Yew Chye
Ong Beng Chye (Appointed on 1 November 2024)
Tan Peng Chin (Appointed on 1 November 2024)
Wong Loke Tan
Goi Kok Ming (Wei Guoming)

Arrangements to enable directors to acquire benefits by means of acquisition of shares and debentures

Neither at the end of the financial year nor at any time during the financial year did there subsist any arrangement whose object is to enable the directors of the Company to acquire benefits by means of the acquisition of shares or debentures in the Company or any other body corporate.

Directors' interests in shares or debentures

The directors of the Company holding office at the end of the financial year had no interests in the share capital and debentures of the Company and related corporations as recorded in the register of directors' shareholdings kept by the Company under Section 164 of the Singapore Companies Act 1967 except as follows:

	Shareholdings registered in the name of directors	
Name of directors and company in which interests are held	**At beginning of the financial year**	**At end of the financial year**
The Company		
(No. of ordinary shares)		
Ang Yu Seng	41,174,250	41,174,520
Ang Yew Chye	14,179,729	14,549,729
Siau Kai Bing (retired from the Board on 28 October 2024)	36,000	-

By virtue of Section 7 of the Singapore Companies Act 1967, Mr. Ang Yu Seng is deemed to have an interest in all subsidiary corporations of the Company.

There was no change in the above-mentioned directors' interests between the end of the financial year and 21 July 2025.

Share options

(a) Options to take up unissued shares

During the financial year, no options to take up unissued shares of the Company or any corporation in the Group were granted.

(b) Options exercised

During the financial year, there were no shares of the Company or any corporation in the Group issued by virtue of the exercise of an option to take up unissued shares.

(c) Unissued shares under option

At the end of the financial year, there were no unissued shares of the Company or any corporation in the Group under options.

Audit Committee

The Audit Committee of the Company, consisting of all independent non-executive directors, is chaired by Mr. Ong Beng Chye, and includes Mr. Tan Peng Chin and Mr. Wong Loke Tan. The Audit Committee has met 2 times since the last Annual General Meeting ("**AGM**") and has reviewed the following, where relevant, with the executive directors, the independent auditor and internal auditors of the Company:

(a) The audit plan and results of the internal auditors' examination and evaluation of the Group's systems of internal accounting controls;

(b) The audit plan of the Company's independent auditor and any recommendations on internal accounting controls arising from the statutory audit;

(c) The Group's financial and operating results and material accounting policies information;

(d) The statement of financial position and the statement of changes in equity of the Company and the consolidated financial statements of the Group before their submission to the directors of the Company and the independent auditor's report on those financial statements;

(e) The half-yearly and annual announcements as well as the related press releases on the financial results and financial position of the Company and the Group;

(f) The co-operation and assistance given by management to the Company's independent auditor and internal auditors; and

(g) The re-appointment of the independent auditor of the Company.

The Audit Committee has full access to and co-operation of management and has been given the resources required for it to discharge its function properly. It also has full discretion to invite any director and executive officer to attend its meetings. The independent auditor and internal auditors have unrestricted access to the Audit Committee.

The Audit Committee has recommended to the directors that the independent auditor, CLA Global TS Public Accounting Corporation, be nominated for re-appointment at the forthcoming Annual General Meeting of the Company.

Directors' Statement

Independent auditor

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

On behalf of the directors

....

Ang Yu Seng

Director

....

Ang Yew Chye

Director

Singapore
26 September 2025

INDEPENDENT AUDITOR'S REPORT

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Union Steel Holdings Limited (the "**Company**") and its subsidiary corporations (the "**Group**") which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 30 June 2025, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows of the Group and the statement of changes in equity of the Company for the financial year then ended, and notes to the financial statements, including material accounting policies information, as set out on pages 73 to 137.

In our opinion, the accompanying consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company are properly drawn up in accordance with the provisions of the Singapore Companies Act 1967 (the "**Act**") and Singapore Financial Reporting Standards (International) ("**SFRS(I)s**") so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 30 June 2025, and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group and of the changes in equity of the Company for the financial year ended on that date.

Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("**SSAs**"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority *Code of Professional Conduct and Ethics applicable to Public Accountants and Accounting Entities* ("**ACRA Code**") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements for the financial year ended 30 June 2025. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Revenue Recognition

See accounting policies on Note 2.15 and Note 2.5(b)
Refer to Note 3.2(a) and Note 22 to the financial statements.

<u>Area of focus</u>

The Group derives revenue from various business activities, including sale of goods, provision of services such as scaffolding, mechanical construction and fabrication, engineering and metal, and rental of materials and equipment. During the financial year ended 30 June 2025, the Group recognised total revenue of $106,143,000.

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties.

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

The Group also recognises revenue from rental of materials and equipment under operating leases which is recognised on a straight-line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which the use derived from the leased asset is diminished.

Independent Auditor's Report

Report on the Audit of the Financial Statements (continued)

Key Audit Matters (continued)

Revenue Recognition (continued)

<u>Area of focus</u> (continued)

We focused on this area as a key audit matter as there is a presumed fraud risk with regards to revenue recognition and revenue is one of the key performance indicators of the Group. The potential existence of management to override controls and large volume of transactions also increase the inherent risk of material misstatement in the amount of revenue reported.

<u>How our audit addressed the area of focus</u>

In obtaining sufficient audit evidence, the following procedures have been performed:

- Obtained an understanding and evaluated the effectiveness of management's process and key controls over the relevant assertions of revenue recognition;
- Evaluated management's assessment of the application of relevant accounting treatment for revenue recognition, particularly SFRS(I) 15 *Revenue from Contracts with Customers* and SFRS(I) 16 *Leases*;
- Reviewed the terms and conditions of significant contracts to assess the appropriateness of the Group's revenue recognition accounting policies;
- Performed substantive audit procedures on a sampling basis, through verification of sales invoices and delivery orders or service performance forms, representing satisfaction of the identified performance obligation;
- Performed sales cut-off procedures to ascertain that revenue is recognised in the correct financial period;
- Reviewed credit notes, focusing on those raised after the financial year end to ascertain if revenue has been adjusted accordingly; and
- Reviewed the journal entries related to revenue to detect any unusual transactions in relation to revenue or any indication of fraud.
- In relation to revenue recognised over time, on sampling basis focusing on significant projects, we:
  - Agreed the contract sum or any variation orders to the signed contracts and reviewed the terms and conditions; and
  - Assessed the accuracy of revenue recognised and the amounts of contract assets/liabilities through re-computation of the percentage of completion of selected projects and verification of progress billings.
- In relation to contract costs, on sampling basis, we:
  - Obtained the budgeted contract costs and assessed the reasonableness of the estimates used by management, including agreeing the estimates to supporting documents;
  - Assessed the reasonableness of budgeted costs and any foreseeable losses through analysis of total actual contract costs incurred and related profit margins for completed projects and verification of basis of budgeted costs to contracts with suppliers and other supporting documents;
  - Reviewed actual cost incurred including accrued costs through verification of costs incurred to relevant suppliers' invoices and progress claims vis-à-vis estimated contract costs; and

Report on the Audit of the Financial Statements (continued)

Key Audit Matters (continued)

Revenue Recognition (continued)

How our audit addressed the area of focus (continued)

In obtaining sufficient audit evidence, the following procedures have been performed: (continued)

- Discussed with management on any potential contract changes from customers affecting the expected completion dates, potential increases in budgeted cost amongst other factors and potential delay in meeting delivery date which might result in loss making contracts.

• Reviewed and considered the adequacy of disclosures made in the financial statements in respect of revenue, contract assets and contract liabilities.

Valuation of inventories

See accounting policies on Note 2.6
Refer to Note 3(b) and Note 8 to the financial statements.

Area of focus

As at 30 June 2025, the carrying value of inventories of the Group, consisting of mainly winches, hydraulic power units cranes, metals and spare parts, amounts to $26,126,000, net of write-down of $2,394,000. These inventories represent approximately 15% and 35% of the Group's total assets and total current assets respectively.

Cost of inventories is calculated using the weighted average method or specific identification method. The write-down of inventories is required when the net realisable values of specific inventory items fall below their costs. Net realisable value ("**NRV**") is defined as the estimated selling price in the ordinary course of business less estimated costs necessary to make the sale.

We focused on this area as inventories represent a substantial portion of the Group's current assets. Accordingly, estimates relating to net realisable values and write-down of inventories may have significant impact on the Group's working capital and liquidity position. The estimation of NRV of inventories is based on current market conditions and historical experience which involves management's judgement in assessing the market positioning of the Group's products and are dependent on factors such as customer specification requirements, demands and price competition in response to the industry life cycles.

How our audit addressed the area of focus

In obtaining sufficient audit evidence, the following procedures have been performed:

• Reviewed the Group's inventory obsolescence policies and procedures, focusing on any changes to the policies and procedures during the financial year;

• Reviewed obsolete or slow-moving inventories identified by management through the physical inventories count observation and enquiries of relevant personnel;

• Assessed the reasonableness of the assumptions/basis used to determine the amount of write-down and the adequacy of the write-down of inventories made by management;

• Reviewed the Group's costing approach and the appropriateness of the costing methods used for the inventories;

• Assessed the net realisable value for selected inventories by comparing the carrying amounts to the sale prices of the product or comparable products after the financial year end. For items where there were no sales post financial year end, compared the carrying amounts against the recent replacement costs and/or quoted selling prices as best available measure of the net realisable value; and

Independent Auditor's Report

Report on the Audit of the Financial Statements (continued)

Key Audit Matters (continued)

Valuation of inventories (continued)

How our audit addressed the area of focus (continued)

In obtaining sufficient audit evidence, the following procedures have been performed: (continued)

- Reviewed and considered the adequacy of disclosures made in the financial statements in respect of inventories.

Valuation of trade receivables and contract assets

See accounting policies on Note 2.4(b)
Refer to Note 3.2(c), Note 4(b)(iii) and Note 7 to the financial statements.

Area of focus

As at 30 June 2025, the Group recorded trade receivables of $18,653,000, net of expected credit loss allowances of $2,455,000 and contract assets of $4,954,000. These trade receivables and contract assets represent approximately 13% and 32% of the Group's total assets and total current assets respectively.

The Group has applied the simplified approach as permitted under SFRS(I) 9 *Financial Instruments* to measure the loss allowance on trade receivables and contract assets at lifetime expected credit loss. The Group develops and maintains its credit risk gradings to categorise exposures according to their degree of risk of default. The Group uses its own trading records to rate its major customers and applies historical default rate adjusted as appropriate to reflect the current conditions and estimates of future economic conditions to determine the expected credit loss of these trade receivables. For customers with similar risk characteristics, the Group determines the expected credit loss by using a provision matrix which is estimated based on historical credit loss experience on the past due status of the receivables by segmentation to capture the significantly different historical credit loss experience for different customer segments, adjusted as appropriate to reflect the current conditions and estimates of future economic conditions. Accordingly, the credit risk profile of these assets is presented based on their past due status in terms of the provision matrix.

The assessment of expected credit loss allowance on trade receivables and contract assets are determined as a key audit matter because of the significant judgements applied, subjective assumptions used by management and the related estimation uncertainty involved in determining the adequacy of the loss allowance provided. The significance of this is further elevated by the current overall economic outlook in the countries where the customers operate, which could increase the risk of default of the Group's customers.

How our audit addressed the area of focus

In obtaining sufficient audit evidence, the following procedures have been performed:

- Obtained understanding of the management's processes and controls relating to the monitoring of trade receivables and evaluated and validated the key controls over sales and receivable cycles;

- Analysed the aging of trade receivables and contract assets, tested the accuracy of aging reports and reviewed customers' historical payment patterns to assess the collectability of past due accounts and adequacy of loss allowances;

- Evaluated management's assumptions and inputs used in establishing the provision matrix through analysis of trade receivables and contract assets aging, review of historical credit loss experiences and consideration of data and information used by management in determining the forward-looking adjustments based on current economic condition;

- Reviewed any breaches of credit limit and credit term, requested for direct confirmations from selected trade receivables, verified the subsequent receipts of cash by inspecting remittance advices, subsequent billing of contract assets or any other available audit evidence and inquired management on disputed receivables and long overdue balances; and

Report on the Audit of the Financial Statements (continued)

Key Audit Matters (continued)

Valuation of trade receivables and contract assets (continued)

How our audit addressed the area of focus (continued)

In obtaining sufficient audit evidence, the following procedures have been performed: (continued)

- Reviewed and considered the adequacy of disclosures made in the financial statements in respect of the credit risk of trade receivables and contract assets.

Other Information

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

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

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

Responsibilities of Management and Directors for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

Independent Auditor's Report

Report on the Audit of the Financial Statements (continued)

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

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

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

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

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

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

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

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

Report on Other Legal and Regulatory Requirements

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

The engagement director on the audit resulting in this independent auditor's report is Ms. Meriana Ang Mei Ling.

CLA Global TS Public Accounting Corporation
Public Accountants and Chartered Accountants

Singapore

26 September 2025

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
As at 30 June 2025

	Note	Group 2025	Group 2024
		$'000	$'000
ASSETS			
Current assets			
Cash and cash equivalents	6	20,073	17,037
Trade and other receivables	7	28,194	40,090
Inventories	8	26,126	25,559
		74,393	82,686
Non-current assets			
Property, plant and equipment	9	68,354	54,469
Right-of-use assets	10	12,196	9,633
Investment properties	11	5,262	4,065
Goodwill	12	7,699	7,699
Club membership		201	201
Other intangible assets	13	-	154
Investment in an associated company	15	10,862	-
Deferred tax assets	19	121	103
		104,695	76,324
Total assets		**179,088**	**159,010**
LIABILITIES AND EQUITY			
Current liabilities			
Borrowings	16	27,104	21,904
Trade and other payables	17	16,056	23,064
Lease liabilities	18	2,577	2,063
Income tax payable		1,749	2,337
		47,486	49,368
Non-current liabilities			
Borrowings	16	17,588	5,069
Lease liabilities	18	11,450	9,481
Deferred tax liabilities	19	6,125	6,663
		35,163	21,213
Capital and reserves			
Share capital	20	36,603	36,603
Retained earnings		54,888	46,884
Capital reserve	21	5,237	5,237
Foreign currency translation reserve		(289)	(295)
Equity attributable to owners of the Company		96,439	88,429
Non-controlling interests		*	*
Total equity		96,439	88,429
Total liabilities and equity		**179,088**	**159,010**

* Less than $1,000

STATEMENT OF FINANCIAL POSITION
As at 30 June 2025

	Note	Company 2025	Company 2024
		$'000	$'000
ASSETS			
Current assets			
Cash and cash equivalents	6	1,006	603
Trade and other receivables	7	5,691	10,023
		6,697	10,626
Non-current assets			
Property, plant and equipment	9	110	131
Investments in subsidiary corporations	14	54,694	54,694
Investment in an associated company	15	10,641	-
Club membership		201	201
		65,646	55,026
Total assets		**72,343**	**65,652**
LIABILITIES AND EQUITY			
Current liabilities			
Borrowings	16	2,240	2,240
Trade and other payables	17	3,398	10,426
		5,638	12,666
Non-current liabilities			
Borrowings	16	2,237	4,480
Deferred tax liabilities	19	39	39
		2,276	4,519
Capital and reserves			
Share capital	20	36,603	36,603
Retained earnings		27,826	11,864
Total equity		64,429	48,467
Total liabilities and equity		**72,343**	**65,652**

The accompanying notes form an integral part of these financial statements

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the financial year ended 30 June 2025

	Note	2025	2024
		$'000	$'000
Revenue	22	106,143	114,925
Cost of sales		(78,986)	(83,618)
Gross profit		27,157	31,307
Other income			
- Interest from bank deposits		148	121
- Others	23	7,845	5,913
Distribution costs		(123)	(199)
Administrative expenses		(18,823)	(17,007)
Other operating income/(expenses)			
- Fair value gain/(loss) on investment properties, net	11	171	(858)
- (Loss allowance)/reversal of loss allowance on financial assets at amortised cost, net	7	(370)	554
- Others	24	(3,582)	(3,695)
Finance costs	25	(2,372)	(1,697)
Share of profit from an associated company	15	221	-
Profit before income tax		10,272	14,439
Income tax expense	26	(732)	(1,710)
Net profit for the financial year	27	**9,540**	**12,729**
Other comprehensive income			
Item that may be reclassified subsequently to profit or loss:			
- Exchange differences on translation of foreign operations		6	23
Total comprehensive income for the financial year		**9,546**	**12,752**
Net profit for the financial year attributable to:			
- Owners of the Company		9,540	12,729
- Non-controlling interests		*	*
		9,540	12,729
Total comprehensive income for the financial year attributable to:			
- Owners of the Company		9,546	12,752
- Non-controlling interests		*	*
		9,546	12,752
Earnings per share			
- Basic and diluted	28	8 cents	11 cents

* Less than $1,000

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the financial year ended 30 June 2025

	Share capital	Retained earnings#	Capital reserve	Foreign currency translation reserve	Equity attributable to owners of the Company	Non-controlling interests	Total equity
	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Group							
Balance as at 1 July 2024	36,603	46,884	5,237	(295)	88,429	*	88,429
Net profit for the financial year	-	9,540	-	-	9,540	*	9,540
Other comprehensive income for the financial year	-	-	-	6	6	*	6
Dividends (Note 33)	-	(1,536)	-	-	(1,536)	-	(1,536)
Balance as at 30 June 2025	36,603	54,888	5,237	(289)	96,439	*	96,439
Balance as at 1 July 2023	36,603	36,124	5,237	(318)	77,646	*	77,646
Net profit for the financial year	-	12,729	-	-	12,729	*	12,729
Other comprehensive income for the financial year	-	-	-	23	23	*	23
Dividends (Note 33)	-	(1,969)	-	-	(1,969)	-	(1,969)
Balance as at 30 June 2024	36,603	46,884	5,237	(295)	88,429	*	88,429

Retained earnings of the Group are fully distributable except for the accumulated retained earnings from associated company amounting to $221,000.

* Less than 1,000

	Share capital	(Accumulated losses)/retained earnings#	Total equity
	$'000	$'000	$'000
Company			
Balance as at 1 July 2024	36,603	11,864	48,467
Net profit, representing total comprehensive income for the financial year	-	17,498	17,498
Dividends (Note 33)	-	(1,536)	(1,536)
Balance as at 30 June 2025	36,603	27,826	64,429
Balance as at 1 July 2023	36,603	(4,847)	31,756
Net profit, representing total comprehensive income for the financial year	-	18,680	18,680
Dividends (Note 33)	-	(1,969)	(1,969)
Balance as at 30 June 2024	36,603	11,864	48,467

Retained earnings of the Company are fully distributable.

CONSOLIDATED STATEMENT OF CASH FLOWS
For the financial year ended 30 June 2025

	Note	2025	2024
		$'000	$'000
Operating activities			
Profit before income tax		10,272	14,439
Adjustments for:			
- Amortisation of other intangible assets	24	154	309
- Depreciation of property, plant and equipment	27	5,320	4,780
- Depreciation of right-of-use assets	24	2,450	2,228
- Fair value (gain)/loss on investment properties, net	11	(171)	858
- Gain on disposal of investment in an associated company	23	(85)	-
- Loss allowance/(reversal of loss allowance) on financial assets at amortised cost	7	370	(554)
- Loss on disposal of property, plant and equipment	24	148	60
- Share of profit from an associated company	15	(221)	-
- Write-down of inventories	8	70	-
- Write back of previously written down of inventories	8	(6)	(14)
- Interest expense	25	2,372	1,697
- Interest income		(148)	(121)
Operating cash flows before movements in working capital		20,525	23,682
Changes in working capital			
- Trade and other receivables		11,524	(4,836)
- Inventories		3,672	2,649
- Trade and other payables		(7,012)	(5,661)
Cash generated from operations		28,709	15,834
- Income tax paid		(1,876)	(1,725)
- Interest received		148	121
Net cash from operating activities		26,981	14,230
Investing activities			
- Settlement of deferred consideration for acquisition of subsidiary corporations		-	(1,250)
- Purchase of property, plant and equipment		(25,334)	(13,058)
- Proceeds from disposal of property, plant and equipment		687	328
- Investment in an associated company		(12,500)	-
- Proceeds from disposal of investment in an associated company		1,944	-
Net cash used in investing activities		(35,203)	(13,980)
Financing activities			
- Dividends paid to owners of the Company	33	(1,536)	(1,969)
- Increase in bills payable		195	2,068
- Proceeds from bank loans		33,140	6,300
- Repayment of bank loans		(17,225)	(9,367)
- Repayment of lease liabilities		(3,293)	(2,988)
Net cash from/(used in) financing activities		11,281	(5,956)
Net increase/(decrease) in cash and cash equivalents		3,059	(5,706)
Cash and cash equivalents			
Beginning of the financial year		17,037	22,725
Effect of currency translation on cash and cash equivalents		(23)	18
End of the financial year	6	20,073	17,037

The accompanying notes form an integral part of these financial statements

Consolidated Statement of Cash flows
For the financial year ended 30 June 2025

Reconciliation of liabilities arising from financing activities

	1 July 2024	Proceeds from borrowings	Principal and interest payments	Non-cash changes: Addition – new leases	Non-cash changes: Lease remeasurement	Non-cash changes: Interest expense	30 June 2025
	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Bank loans	22,809	33,140	(17,225)	-	-	1,428	40,152
Bills payable	4,164	10,755	(10,560)	-	-	181	4,540
Lease liabilities	11,544	-	(3,293)	5,010	3	763	14,027
	38,517	43,895	(31,078)	5,010	3	2,372	58,719

	1 July 2023	Proceeds from borrowings	Principal and interest payments	Non-cash changes: Addition – new leases	Non-cash changes: Lease remeasurement	Non-cash changes: Interest expense	30 June 2024
	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Bank loans	24,926	6,300	(9,367)	-	-	950	22,809
Bills payable	1,978	9,854	(7,786)	-	-	118	4,164
Lease liabilities	13,610	-	(2,988)	216	77	629	11,544
	40,514	16,154	(20,141)	216	77	1,697	38,517

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2025

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

1 General information

Union Steel Holdings Limited (the "**Company**") (Registration No. 200410181W) is incorporated in Singapore with its principal place of business and registered office at 33 Pioneer Road North, Singapore 628474. The Company is listed on the Singapore Exchange Securities Trading Limited.

The principal activities of the Company are those of investment holding and the provision of management services. The principal activities of its subsidiary corporations are disclosed in Note 14 to the financial statements.

The consolidated financial statements of the Group for the financial year ended 30 June 2025, and the statement of financial position as at 30 June 2025 and statement of changes in equity of the Company for the financial year then ended were authorised for issue by the Board of Directors on 26 September 2025.

2 Material accounting policies

2.1 Basis of preparation

The financial statements have been prepared in accordance with the historical cost basis, except as disclosed in the accounting policies below, and are drawn up in accordance with the provisions of the Singapore Companies Act 1967 and Singapore Financial Reporting Standards (International) ("**SFRS(I)s**").

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability which market participants would take into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of SFRS(I) 2 *Share-based Payment*, leasing transactions that are within the scope of SFRS(I) 16 *Leases*, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in SFRS(I) 1-2 *Inventories* or value-in-use in SFRS(I) 1-36 *Impairment of Assets*.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

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

Notes to the Financial Statements
For the financial year ended 30 June 2025

2 Material accounting policies (continued)

2.1 Basis of preparation (continued)

Adoption of new and revised Standards

On 1 July 2024, the Group and the Company adopted all the new and revised SFRS(I) pronouncements that are mandatorily effective and are relevant to its operations. The adoption of these new/revised SFRS(I) pronouncements does not result in changes to the Group's and the Company's accounting policies and has no material financial effect on the amount reported for the current financial year or prior financial year.

2.2 Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities (including structured entities) controlled by the Company and its subsidiary corporations. Control is achieved when the Company:

- Has power over the investee;
- Is exposed, or has rights, to variable returns from its involvement with the investee; and
- Has the ability to use its power to affect its returns.

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Company has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Company considers all relevant facts and circumstances in assessing whether or not the Company's voting rights in an investee are sufficient to give it power, including:

- The size of the Company's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- Potential voting rights held by the Company, other vote holders or other parties;
- Rights arising from other contractual arrangements; and
- Any additional facts and circumstances that indicate that the Company has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Consolidation of a subsidiary corporation begins when the Company obtains control over the subsidiary corporation and ceases when the Company loses control of the subsidiary corporation. Specifically, income and expenses of a subsidiary corporation acquired or disposed of during the financial year are included in the consolidated statement of comprehensive income from the date the Company gains control until the date when the Company ceases to control the subsidiary corporation.

When necessary, adjustments are made to the financial statements of subsidiary corporations to bring their accounting policies in line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between the members of the Group are eliminated on consolidation.

2 Material accounting policies (continued)

2.2 Basis of consolidation (continued)

Non-controlling interests in subsidiary corporations are identified separately from the Group's equity therein. Those interests of non-controlling shareholders that are present ownership interests entitling their holders to a proportionate share of net assets upon liquidation may initially be measured at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement is made on an acquisition-by-acquisition basis. Other non-controlling interests are initially measured at fair value. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiary corporations is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Changes in the Group's ownership interests in subsidiary corporations that do not result in the Group losing control over the subsidiary corporations are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary corporations. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

When the Group loses control of a subsidiary corporation, a gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary corporation and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to that subsidiary corporation are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary corporation (i.e. reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable SFRS(I)s). The fair value of any investment retained in the former subsidiary corporation at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under SFRS(I) 9 *Financial Instruments* when applicable, or the cost on initial recognition of an investment in an associated company. The difference between the carrying amount of the retained interest at the date when control is lost and its fair value is recognised in profit or loss.

In the Company's separate financial statements, investments in subsidiary corporations and investment in an associated company are carried at cost less any impairment in net recoverable value that has been recognised in profit or loss. On disposal of such investments, the difference between disposal proceeds and the carrying amounts of the investments are recognised in profit or loss.

2.3 Business combinations

Acquisitions of subsidiary corporations and businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interest issued by the Group in exchange for control of the acquiree. Acquisition-related costs are recognised in profit or loss as incurred.

Notes to the Financial Statements
For the financial year ended 30 June 2025

2 Material accounting policies (continued)

2.3 Business combinations (continued)

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value at the acquisition date, except that:

- Deferred tax assets or liabilities and liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with SFRS(I) 1-12 *Income Taxes* and SFRS(I) 1-19 *Employee Benefits* respectively;

- Liabilities or equity instruments related to share-based payment transactions of the acquiree or the replacement of an acquiree's share-based payment awards transactions with share-based payment awards transactions of the acquirer in accordance with the method in SFRS(I) 2 *Share-based Payment* at the acquisition date; and

- Assets (or disposal groups) that are classified as held for sale in accordance with SFRS(I) 5 *Non-current Assets Held for Sale and Discontinued Operations* are measured in accordance with that standard.

When the consideration transferred by the Group in a business combination includes a contingent consideration arrangement, the contingent consideration is measured at its acquisition-date fair value and included as part of the consideration transferred in a business combination. Changes in fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with corresponding adjustments against goodwill. Measurement period adjustments are adjustments that arise from additional information obtained during the 'measurement period' (which cannot exceed one year from the acquisition date) about facts and circumstances that existed at the acquisition date.

The subsequent accounting for changes in the fair value of the contingent consideration that do not qualify as measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not remeasured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Other contingent consideration is remeasured to fair value at subsequent reporting dates with changes in fair value recognised in profit or loss.

When a business combination is achieved in stages, the Group's previously held interests (including joint operations) in the acquired entity are remeasured to its acquisition-date fair value and the resulting gain or loss, if any, is recognised in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss, where such treatment would be appropriate if that interest were disposed of.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets. The choice of measurement basis is made on a transaction-by-transaction basis. Other types of non-controlling interests are measured at fair value or, when applicable, on the basis specified in another SFRS(I)s.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see below), or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed as of the acquisition date that, if known, would have affected the amounts recognised as of that date.

2.4 Financial instruments

Financial assets and financial liabilities are recognised on the statement of financial position when the Group becomes a party to the contractual provisions of the instruments.

2 Material accounting policies (continued)

2.4 Financial instruments (continued)

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets

Financial assets are recognised on the statements of financial position when, and only when, the Group becomes a party to the contractual provisions of the financial instrument. The Group determines the classification of its financial assets at initial recognition.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

(a) Classification of financial assets

These mainly comprise cash and bank balances and trade and other receivables that meet the following conditions and are subsequently measured at amortised cost:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and

- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

<u>Amortised cost and effective interest method</u>

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period.

For financial instruments other than purchased or originated credit-impaired financial assets the effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses, through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition. For purchased or originated credit-impaired financial assets, a credit-adjusted effective interest rate is calculated by discounting the estimated future cash flows, including expected credit losses, to the amortised cost of the debt instrument on initial recognition.

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. On the other hand, the gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any loss allowance.

Interest income is recognised using the effective interest method for debt instruments measured subsequently at amortised cost, except for short-term balances when the effect of discounting is immaterial.

Notes to the Financial Statements
For the financial year ended 30 June 2025

2 Material accounting policies (continued)

2.4 Financial instruments (continued)

Financial assets (continued)

(b) Impairment of financial assets

The Group recognises a loss allowance for expected credit losses ("**ECL**") on trade and other receivables and contract assets. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

The Group always recognises lifetime ECL for trade receivables and contract assets. The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the receivables, 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.

For all other financial instruments, the Group recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition instead of on evidence of a financial asset being credit-impaired at the reporting date or an actual default occurring.

Significant increase in credit risk

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers historical loss rates for each category of customers and adjusts to reflect current and forward-looking macroeconomic factors affecting the ability of the customers to settle the receivables. Forward-looking information considered includes the future prospects of the industries in which the Group's receivables operate as well as consideration of various external sources of actual and forecast economic information that relate to the Group's core operations.

The Group presumes that the credit risk on a financial asset has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

The Group assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if (i) the financial instrument has a low risk of default, (ii) the borrower has a strong capacity to meet its contractual cash flow obligations in the near term and (iii) adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations.

The Group regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increase in credit risk before the amount becomes past due.

Definition of default

The Group considers that default has occurred when a financial asset is more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

2 Material accounting policies (continued)

2.4 Financial instruments (continued)

Financial assets (continued)

(b) Impairment of financial assets (continued)

Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred.

Write-off policy

The Group writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

Measurement and recognition of expected credit losses

For financial assets, the ECL is estimated as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the original effective interest rate.

If the Group has measured the loss allowance for a financial instrument at an amount equal to lifetime ECL in the previous reporting period, but determines at the current reporting date that the conditions for lifetime ECL are no longer met, the Group measures the loss allowance at an amount equal to 12 months ECL at the current reporting date.

(c) Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

Financial liabilities and equity instruments

(a) Classification as debt or equity

Financial liabilities and equity instruments issued by the Group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

(b) Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Notes to the Financial Statements
For the financial year ended 30 June 2025

2 Material accounting policies (continued)

2.4 Financial instruments (continued)

Financial liabilities and equity instruments (continued)

(c) Financial liabilities

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

Trade and other payables are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest method, except for short-term balances when the recognition of interest would be immaterial.

Borrowings (interest-bearing bank loans and bills payable) are presented as current liabilities unless the Group has an unconditional right to defer settlement for at least 12 months after the reporting date, in which case they are presented as non-current liabilities.

Borrowings are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings using the effective interest method.

(d) Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire.

Offsetting arrangements

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when the Group has a legally enforceable right to set off the recognised amounts; and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. A right to set-off must be available today rather than being contingent on a future event and must be exercisable by any of the counterparties, both in the normal course of business and in the event of default, insolvency or bankruptcy.

2.5 Leases

(a) The Group as lessee

The Group assesses whether a contract is or contains a lease, at inception of the contract. The Group recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Group uses the incremental borrowing rate specific to the lessee.

2 Material accounting policies (continued)

2.5 Leases (continued)

(a) The Group as lessee (continued)

Lease payments included in the measurement of the lease liability comprise:

- fixed lease payments (including in-substance fixed payments), less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- the amount expected to be payable by the lessee under residual value guarantees;
- the exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the statement of financial position.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Group remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate;
- the lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using the initial discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used); or
- a lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate at the effective date of modification.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day and any initial direct costs. The subsequent measurement of right-of-use asset will depend on whether it is classified as investment properties, property, plant and equipment or right-of-use assets.

The right-of-use assets which meet the definition as investment properties is accounted for in a manner consistent with the accounting policy for the Group's owned investment properties as set out in Note 2.8 to the financial statements.

Notes to the Financial Statements
For the financial year ended 30 June 2025

2 Material accounting policies (continued)

2.5 Leases (continued)

(a) The Group as lessee (continued)

The right-of-use assets are subsequently measured at cost less accumulated depreciation and impairment losses. They are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Group expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease. The Group applies SFRS(I) 1-36 *Impairment of Assets* to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as in Note 2.13 to the financial statements.

(b) The Group as lessor

Leases where the Group retains substantially all risks and rewards incidental to ownership are classified as operating leases. Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which use benefit derived from the leased asset is diminished. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised as an expense over the lease term on the same basis as the lease income. Contingent rents are recognised as income in profit or loss when earned.

2.6 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost comprises direct materials and other costs that have been incurred in bringing the inventories to their present location and condition. Cost is calculated using the weighted average method or specific identification method. Net realisable value represents the estimated selling price in the ordinary course of business less estimated costs necessary to make the sale.

2.7 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses.

The cost of an item of property, plant and equipment initially recognised includes its purchase price and any cost that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Freehold land is not depreciated. Depreciation on other items of property, plant and equipment is charged is calculated using the straight-line method to allocate their depreciable amounts over their estimated useful lives as follows:

	Useful lives
Land and buildings	Over the lease term
Air-conditioners, electrical installations and computers	5 years
Containers, renovations and warehouses	5 years
Furniture, fittings and office equipment	5 years
Plant, machinery and material handling equipment	5 to 10 years
Motor vehicles, trucks and cranes	5 years
Rental materials	5 to 10 years

There are no future lease payments required in respect of leasehold land and buildings presented under property, plant and equipment.

2 Material accounting policies (continued)

2.7 Property, plant and equipment (continued)

The estimated useful lives, residual values and depreciation method are reviewed at each financial year end, with the effect of any changes in estimate recognised in profit or loss on a prospective basis.

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

The gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

2.8 Investment properties

Investment properties, which are properties held to earn rentals and/or for capital appreciation, are measured initially at costs, including transaction costs. Subsequent to initial recognition, investment properties are measured at fair values. Gains or losses arising from changes in the fair values of investment properties are included in profit or loss for the period in which they arise.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised.

Transfers are made to or from investment property only when there is a change in use. For a transfer from investment property to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change of use.

2.9 Goodwill

Goodwill arising in a business combination is recognised as an asset at the date that control is acquired (the acquisition date). Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held equity interest (if any) in the entity over net of the acquisition-date fair values of the identifiable assets acquired and the liabilities assumed.

If, after reassessment, the Group's interest in the fair value of the acquiree's identifiable net assets exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held equity interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain.

Goodwill is not amortised but is reviewed for impairment at least annually and whenever there is indication that the goodwill may be impaired. For the purpose of impairment testing, goodwill is allocated to each of the Group's cash-generating units expected to benefit from the synergies of the combination. Cash-generating units to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit. An impairment loss recognised for goodwill is not reversed in a subsequent period.

On disposal of a subsidiary corporation or the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of profit or loss on disposal.

Notes to the Financial Statements
For the financial year ended 30 June 2025

2 Material accounting policies (continued)

2.10 Other intangible assets

Intangible assets are initially recognised at cost, which represents the fair value at the date of acquisition, and subsequently, carried at cost less accumulated amortisation and any accumulated impairment losses. Other intangible assets are amortised on a straight-line basis over its estimated economic useful lives, on the following bases:

	Useful lives
Customer relationships	2 years
E-commerce development cost	5 years

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

2.11 Club membership

Club membership with indefinite useful lives is carried at cost less any accumulated impairment losses. Club membership is subject to an annual impairment review and no amortisation required.

2.12 Investment in an associated company

An associated company is an entity over which the Group has significant influence and that is neither a subsidiary corporation nor an interest in a joint venture. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

The results and assets and liabilities of an associated company are incorporated in these financial statements using the equity method of accounting, except when the investment is classified as held for sale, in which case it is accounted for in accordance with SFRS(I) 5 *Non-Current Assets Held for Sale and Discontinued Operations*.

Under the equity method, an investment in an associated company is recognised initially in the consolidated statement of financial position at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the associated company. When the Group's share of losses of an associated company exceeds the Group's interest in that associated company (which includes any long-term interests that, in substance, form part of the Group's net investment in an associated company), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associated company.

An investment in an associated company is accounted for using the equity method from the date on which the investee becomes an associated company. On acquisition of the investment in an associated company, any excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised immediately in profit or loss in the period in which the investment is acquired.

If there is objective evidence that the Group's net investment in an associated company is impaired, the requirements of SFRS(I) 1-36 *Impairment of Assets* are applied to determine whether it is necessary to recognise any impairment loss with respect to the Group's investment in an associated company. When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with SFRS(I) 1-36 as a single asset by comparing its recoverable amount (higher of value-in-use and fair value less costs of disposal) with its carrying amount. Any impairment loss recognised is not allocated to any asset, including goodwill that forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with SFRS(I) 1-36 to the extent that the recoverable amount of the investment subsequently increases.

2 Material accounting policies (continued)

2.12 Investment in an associated company (continued)

The Group discontinues the use of the equity method from the date when the investment ceases to be an associated company. When the Group retains an interest in the former associated company and the retained interest is a financial asset, the Group measures the retained interest at fair value at that date and the fair value is regarded as its fair value on initial recognition in accordance with SFRS(I) 9 *Financial Instruments*. The difference between the carrying amount of the associated company at the date the equity method was discontinued, and the fair value of any retained interest and any proceeds from disposing of a part interest in the associated company is included in the determination of the gain or loss on disposal of the associated company. In addition, the Group accounts for all amounts previously recognised in other comprehensive income in relation to that associated company on the same basis as would be required if that associated company had directly disposed of the related assets or liabilities. Therefore, if a gain or loss previously recognised in other comprehensive income by that associated company would be reclassified to profit or loss on the disposal of the related assets or liabilities, the Group reclassifies the gain or loss from equity to profit or loss (as a reclassification adjustment) when the associated company is disposed of.

When the Group reduces its ownership interest in an associated company but the Group continues to use the equity method, the Group reclassifies to profit or loss the proportion of the gain or loss that had previously been recognised in other comprehensive income relating to that reduction in ownership interest if that gain or loss would be reclassified to profit or loss on the disposal of the related assets or liabilities.

When a group entity transacts with an associated company of the Group, profits and losses resulting from the transactions with the associated company are recognised in the Group's consolidated financial statements only to the extent of interests in the associated company that are not related to the Group.

2.13 Impairment of non-financial assets excluding goodwill

At the end of each reporting period, the Group reviews the carrying amounts of its non-financial assets to determine whether there is any indication that those assets may be impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value-in-use. In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

An impairment loss for an asset other than goodwill is reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss to the extent that it eliminates the impairment loss which has been recognised for the asset in prior years.

2.14 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Notes to the Financial Statements
For the financial year ended 30 June 2025

2 Material accounting policies (continued)

2.14 Provisions (continued)

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

2.15 Revenue recognition

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The Group has generally concluded that it is the principal in its revenue arrangements and records revenue on a gross basis because it typically controls the goods or services before transferring them to the customer. At contract inception, the Group assesses whether the Group transfers control over time or at a point in time by determining if (i) the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performed; (ii) the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or (iii) the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

(a) Revenue from sale of goods is recognised at the point in time when control of the goods is transferred to the customers, typically on delivery to the destination specified by the customers as specified in the contracts with the customers.

(b) Revenue from scaffolding services are recognised over time, at the contractual rates on a monthly basis, as the service are rendered and direct expenses are incurred.

(c) Revenue from mechanical construction and fabrication service for specialised valves, heat exchanges and chemical chambers to customers through fixed-price contracts are recognised over time as the specialised valves, heat exchanges and chemical chambers have no alternative use for the Group due to contractual restriction, and the Group has enforceable rights to payment arising from the contractual terms. Revenue is recognised over time by reference to the Group's progress towards satisfying the performance obligation, which is measured using either the input method or the output method, depending on the nature of the contract. Under the input method, progress is determined based on the proportion of contract costs incurred to date relative to the estimated total contract costs, excluding costs that are not related to the contract or that do not contribute to satisfying a performance obligation, which are expensed as incurred. Under the output method, progress is determined based on surveys of work performed or completion of specified milestones approved by customers.

    The period between the transfer of the promised goods and payment by the customer may exceed one year. For such contracts, there is no significant financing component present as the payment terms follow the industry practice to protect the performing entity from the customers' failure to adequately complete some or all of its obligations under the contract. As a consequence, the Group does not adjust any of the transaction prices for the time value of money.

    Estimates of revenue, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenue or costs are reflected in profit or loss in the period in which the circumstances that give rise to the revision become known by the Group.

    The customer is invoiced progressively on a milestone payment schedule. If the value of the goods transferred by the Group exceeds the progress billings, a "Contract asset" is recognised. If the progress billings exceed the value of the goods transferred, a "Contract liability" is recognised.

2 Material accounting policies (continued)

2.15 Revenue recognition (continued)

(c) (continued)

For costs incurred in fulfilling the contract which are within the scope of another SFRS(I)s (e.g. Inventories), these have been accounted for in accordance with those other SFRS(I)s. If these are not within the scope of another SFRS(I), the Group will capitalise these as contract costs as assets only if (a) these cost relate directly to a contract or an anticipated contract which the Group can specifically identify; (b) these costs generate or enhance resources of the Group that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and (c) these costs are expected to be recovered. Otherwise, such costs are recognised as an expense immediately.

Capitalised contract costs are subsequently amortised on a systematic basis as the Group recognises the related revenue over time. An impairment loss is recognised in profit or loss to the extent that the carrying amount of capitalised contract costs exceeds the expected remaining consideration less any directly related costs not yet recognised as expenses.

(d) Revenue from engineering and metal services such as repair, commissioning and waste collection services are recognised at a point in time when the services have been performed and rendered.

The Group's policy for recognition of income from operating leases is described in Note 2.5(b) to the financial statements.

2.16 Government grants

Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attached to them and the grants will be received.

Government grants relating to income are recognised as income over the periods necessary to match them with the costs for which they are intended to compensate, on a systematic basis. Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognised in profit or loss in the period in which they become receivable.

2.17 Borrowing costs

All borrowing costs are recognised in profit or loss using the effective interest method in the period in which they are incurred.

2.18 Income tax

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

Deferred income tax is recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Notes to the Financial Statements
For the financial year ended 30 June 2025

2 Material accounting policies (continued)

2.18 Income tax (continued)

A deferred income tax liability is recognised on temporary differences arising on investments in subsidiary corporations, associated company and a joint venture, except where the Group is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

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

Deferred income tax is measured:

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

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

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

The Group accounts for investment tax credits similar to accounting for other tax credits where deferred tax asset is recognised for unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax credit can be utilised.

2.19 Currency translation

(a) Functional and presentation currency

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("**functional currency**"). The financial statements of the Group are presented in Singapore Dollar ("**$**"), which is the functional currency of the Company and have been rounded to the nearest thousand ("**$'000**").

(b) Transactions and balances

Transactions in a currency other than the functional currency ("**foreign currency**") are translated into the functional currency using the exchange rates at the dates of the transactions. Currency exchange differences resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the reporting date are recognised in profit or loss. Monetary items include primarily financial assets (other than equity investments), contract assets and financial liabilities. However, in the consolidated financial statements, currency translation differences arising from borrowings in foreign currencies and other currency instruments designated and qualifying as net investment hedges and net investment in foreign operations, are recognised in other comprehensive income and accumulated in the currency translation reserve.

When a foreign operation is disposed of or any loan forming part of the net investment of the foreign operation is repaid, a proportionate share of the accumulated currency translation differences is reclassified to profit or loss, as part of the gain or loss on disposal.

All other foreign exchange gains and losses impacting profit or loss are presented in the consolidated statement of comprehensive income within "Other operating expenses".

2 Material accounting policies (continued)

2.19 Currency translation (continued)

(b) Transactions and balances (continued)

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

(c) Translation of Group entities' financial statements

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

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

(ii) Income and expenses are translated at average exchange rates (unless the average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated using the exchange rates at the dates of the transactions); and

(iii) All resulting currency translation differences are recognised in other comprehensive income and accumulated in the currency translation reserve. These currency translation differences are reclassified to profit or loss on disposal or partial disposal of the entity giving rise to such reserve.

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

2.20 Borrowings

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

Covenants that the Group is required to comply with on or before the end of the reporting period are considered in classifying loan arrangements with covenants as current or non-current. Covenants that the Group is required to comply with after the reporting period do not affect the classification at the reporting date.

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

2.21 Employee compensation

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

(a) Defined contribution plans

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

Notes to the Financial Statements
For the financial year ended 30 June 2025

2 Material accounting policies (continued)

2.21 Employee compensation (continued)

(b) Profit sharing and bonus plans

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

(c) Short term leave entitlement

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for unutilised annual leave as a result of services rendered by employees up to the reporting date.

2.22 Financial guarantees

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

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

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

(b) the amount of expected loss allowance computed using the impairment methodology under Note 2.4 to the financial statements.

2.23 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Board of Directors whose members are responsible for allocating resources and assessing performance of the operating segments.

2.24 Cash and cash equivalents in the statement of cash flows

Cash and cash equivalents in the statement of cash flows comprise cash on hand, fixed deposit and bank balances that are subject to an insignificant risk of changes in value.

2.25 Share capital

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

2.26 Dividends

Dividends to the Company's shareholders are recognised when the dividends are approved for payment.

3 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies, which are described in Note 2 to the financial statements, management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

3.1 Critical judgements in applying the accounting policies

In the process of applying the Group's accounting policies, management has made the following judgement, which has the most significant effect on the amounts recognised in the financial statements.

Classification of investment in an associated company

The classification of investment in Eneco Energy Limited ("**Eneco**") as associated company is considered to be a critical accounting judgement as judgement is applied in determining the relevant activities of Eneco and whether the Group has power over these activities. This involves assessment of the purpose and design of Eneco, identification of the activities which significantly affect the returns and how decisions are made about those activities. In assessing how decisions are made, management considers voting and veto rights, contractual arrangements with Eneco or other parties (if any), and any rights or ability to appoint, remove or direct key management personnel of Eneco that have the ability to direct the relevant activities of Eneco. Consideration is also given to the practical ability of other parties to exercise their rights.

The Company considers Eneco, in which it holds 27.72% equity interest as associated company of the Group, as it only has significant influence over Eneco based on its equity interest of less than 50% and the Company does not have majority representatives on the board of directors of Eneco. Significant influence arises where the Group has the power to participate in the financial and operating policy decisions of the investee but is not control or joint control of those policies. If an investor holds directly or indirectly 20% or more of the voting power of the investee, it is presumed that the investor has significant influence, unless it can be clearly demonstrated that this is not the case. Accordingly, the investment has been classified as an investment in an associated company, as disclosed in Note 15 to the financial statements.

3.2 Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period, that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below:

(a) Revenue from mechanical construction and fabrication service

Revenue from mechanical construction and fabrication service is recognised over time by reference to the Group's progress towards completing the contract. The measure of progress is determined based on the proportion of contracts costs incurred to date to the estimated total contract costs.

Notes to the Financial Statements
For the financial year ended 30 June 2025

3 Critical accounting judgements and key sources of estimation uncertainty (continued)

3.2 Key sources of estimation uncertainty (continued)

(a) Revenue from mechanical construction and fabrication service (continued)

Management has to estimate the total contract costs to complete, which are used in the input method to determine the Group's recognition of contract revenue. When it is probable that the total contract costs will exceed the total contract revenue, a provision for onerous contracts is recognised immediately. Significant judgement is used to estimate these total contract costs to complete. In making these estimates, management has relied on past experience.

The amounts of revenue recognised from mechanical construction and fabrication service are disclosed in Note 22(a) to the financial statements.

If the contract costs of uncompleted mechanical construction and fabrication service to be incurred increase/decrease by 10% (2024: 10%) from management's estimates, the Group's revenue and net profit would have been decreased/increased by $351,000/$369,000 and $351,000/$298,000 (2024: $700,000/$749,000 and $700,000/$622,000) respectively.

(b) Write-down of inventories

A review is made periodically for excess inventory, obsolescence and declines in net realisable value below cost and management records write-down against the inventory balance for any such declines. These reviews are based on current market conditions and historical experience which require management's judgements in assessing the market positioning of the Group's products and are dependent on factors such as customer specification requirements, demands and price competition in response to the industry life cycles. Possible changes in these judgements could result in revisions to the valuation of inventories.

The carrying amount of inventories and the movement in the write-down of inventories are disclosed in Note 8 to the financial statements.

(c) Calculation of loss allowances on trade receivables

The Group develops and maintains its credit risk gradings to categorise exposures according to their degree of risk of default. The Group uses its own trading records to rate its major customers and applies historical default rate adjusted as appropriate to reflect the current conditions and estimates of future economic conditions to determine the expected credit loss of these trade receivables. When measuring expected credit loss on trade receivables with similar risk characteristics, the Group uses a provision matrix which is estimated based on historical credit loss experience on the past due status of the receivables, adjusted as appropriate to reflect the current conditions and estimates of future economic conditions. The reasonable and supportable estimates of future economic conditions used is based on assumptions for the future movement of different economic drivers and how these drivers will affect each other.

Loss given default is an estimate of the loss arising on default. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, taking into account cash flows from collateral and integral credit enhancements.

Probability of default constitutes a key input in measuring expected credit loss. Probability of default is an estimate of the likelihood of default over a given time horizon, the calculation of which includes historical data, assumptions and expectations of future economic conditions. The carrying amount of trade receivables and details of the loss allowances on trade receivables are disclosed in Note 7 to the financial statements.

3 Critical accounting judgements and key sources of estimation uncertainty (continued)

3.2 Key sources of estimation uncertainty (continued)

(d) Impairment of goodwill

Determining whether goodwill is impaired requires an estimation of the value-in-use of the cash-generating unit to which goodwill has been allocated. The value-in-use calculation requires management to estimate the future cash flows and a suitable discount rate in order to calculate present value. Based on calculations performed, management is of the view that no impairment losses are recognised on goodwill for the financial years ended 30 June 2025 and 2024. The carrying amount of goodwill and key assumptions used in the impairment test are disclosed in Note 12 to the financial statements.

(e) Impairment of property, plant and equipment, right-of-use assets, other intangible assets and investments in subsidiary corporations and an associated company

The Group assesses whether there are any indicators of impairment for its property, plant and equipment, right-of-use assets, other intangible assets and investments in subsidiary corporations and an associated company at each reporting date. Property, plant and equipment, right-of-use assets, other intangible assets and investments in subsidiary corporations and an associated company are tested for impairment when there are indicators that the carrying amounts may not be recoverable. When value-in-use calculations are undertaken, management estimates the expected future cash flows from the asset or cash-generating unit and uses a suitable discount rate in order to calculate the present value of those cash flows. As at the end of financial year, the Group has assessed that there are no indications of impairment noted. The carrying amounts of property, plant and equipment, right-of-use assets, other intangible assets, investments in subsidiary corporations and investment in an associated company are disclosed in Note 9, Note 10, Note 13, Note 14 and Note 15 respectively to the financial statements.

(f) Fair value measurement of investment properties

The Group's investment properties are stated at estimated fair value, determined by independent external appraisals. The estimated fair value may differ from the price at which the Group's assets could be sold at a particular time, since actual selling prices are negotiated between willing buyers and sellers. Also, certain estimates such as overall market conditions require an assessment of factors not within management's control. As a result, actual results of operations and realisation of net assets may vary significantly from that estimate. The carrying amount of investment properties at the end of the financial year and information about the valuation techniques and inputs used in determining the fair value of investment property are disclosed in Note 11 to the financial statements.

Notes to the Financial Statements
For the financial year ended 30 June 2025

4 Financial instruments, financial risks and capital management

(a) *Categories of financial instruments*

The following table sets out the financial instruments as at the reporting date:

	Group		Company	
	2025	**2024**	**2025**	**2024**
	$'000	**$'000**	**$'000**	**$'000**
Financial assets				
Cash and cash equivalents	20,073	17,037	1,006	603
Trade and other receivables	28,194	40,090	5,691	10,023
Less: Contract assets, advance billing from suppliers and prepayments	(8,017)	(10,422)	(33)	(28)
Financial assets at amortised cost	40,250	46,705	6,664	10,598
Financial liabilities				
Borrowings	44,692	26,973	4,477	6,720
Trade and other payables	16,056	23,064	3,398	10,426
Lease liabilities	14,027	11,544	-	-
Less: Rental billed in advance and contract liabilities	(2,043)	(3,069)	-	-
Financial liabilities at amortised cost	72,732	58,512	7,875	17,146

(b) *Financial risk management policies and objectives*

(i) Foreign exchange risk management

The Group's foreign currency exposures arise mainly from the exchange rate movements of the United States Dollar ("**USD**"), Malaysia Ringgit ("**MYR**"), Australia Dollar ("**AUD**"), Sterling Pound ("**GBP**"), Euro and Chinese Yuan ("**CNY**") against the Singapore Dollar ("**SGD**").

At the reporting date, significant carrying amounts of monetary assets and liabilities denominated in currencies other than the Group entities' functional currencies are as follows:

	Assets		Liabilities	
	2025	**2024**	**2025**	**2024**
	$'000	**$'000**	**$'000**	**$'000**
Group				
USD	7,197	8,054	166	928
MYR	120	713	172	113
AUD	57	61	-	-
GBP	6	9	16	1,000
Euro	*	*	21	19
CNY	1,847	654	299	225

* Less than $1,000

4 Financial instruments, financial risks and capital management (continued)

(b) Financial risk management policies and objectives (continued)

(i) Foreign exchange risk management (continued)

Foreign currency sensitivity

The sensitivity rate used when reporting foreign currency risk exposures internally to key management personnel is 10%, which represents management's assessment of the possible change in foreign exchange rates.

If the USD were to strengthen/weaken by 10% against the SGD, the Group's profit before income tax will increase/decrease by $703,100 (2024: increase/decrease by $712,600).

If the MYR were to strengthen/weaken by 10% against the SGD, the Group's profit before income tax will decrease/increase by $5,200 (2024: increase/decrease by $60,000).

If the AUD were to strengthen/weaken by 10% against the SGD, the Group's profit before income tax will increase/decrease by $5,700 (2024: increase/decrease by $6,100).

If the GBP were to strengthen/weaken by 10% against the SGD, the Group's profit before income tax will decrease/increase by $1,000 (2024: decrease/increase by $99,100).

If the Euro were to strengthen/weaken by 10% against the SGD, the Group's profit before income tax will decrease/increase by $2,100 (2024: decrease/increase by $1,900).

If the CNY were to strengthen/weaken by 10% against the SGD, the Group's profit before income tax will increase/decrease by $154,800 (2024: increase/decrease by $42,900).

The Company does not have any significant foreign currency denominated financial instruments as majority of its transactions are denominated in Singapore Dollar.

(ii) Interest rate risk management

The Group is exposed to interest rate risk mainly through its variable rate borrowings as disclosed in Note 16 to the financial statements.

Interest rate sensitivity

The sensitivity analysis below has been determined based on the exposure to interest rates for financial instruments at the end of the reporting period and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period in the case of instruments that have floating rates. A 30 basis point increase is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the possible change in interest rates.

If interest rates had been 30 basis points (2024: 30 basis points) higher/lower during the financial year and all other variables were held constant, the Group's profit before income tax would decrease/increase by $134,000 (2024: decrease/increase by $81,000).

If interest rates had been 30 basis points (2024: 30 basis points) higher/lower during the financial year and all other variables were held constant, the Company's profit before income tax would decrease/increase by $13,000 (2024: decrease/increase by $20,000).

Notes to the Financial Statements
For the financial year ended 30 June 2025

4 Financial instruments, financial risks and capital management (continued)

(b) *Financial risk management policies and objectives* (continued)

(iii) Credit risk management

The Group's current credit risk grading framework comprises the following categories:

Category	Description	Basis for recognising expected credit losses (ECL)
Performing	The counterparty has a low risk of default and does not have any past-due amounts.	12-month ECL
Doubtful	Amount is > 30 days past due or there has been a significant increase in credit risk since initial recognition.	Lifetime ECL - not credit-impaired
In default	Amount is > 90 days past due or there is evidence indicating the asset is credit-impaired.	Lifetime ECL - credit-impaired
Write-off	There is evidence indicating that the receivable is in severe financial difficulty and the Group has no realistic prospect of recovery.	Amount is written off

The tables below detail the credit quality of the Group's financial assets and other items, as well as maximum exposure to credit risk by credit risk rating grades:

	Note	Internal credit rating	12-month or lifetime ECL	Gross carrying amount	Allowance for credit losses	Net carrying amount
				$'000	$'000	$'000
Group						
2025						
Trade receivables	7	(i)	Lifetime ECL	21,108	(2,455)	18,653
Contract assets	7	(i)	Lifetime ECL	4,954	-	4,954
Non-trade receivables	7	(ii)	12-month ECL	936	-	936
2024						
Trade receivables	7	(i)	Lifetime ECL	31,298	(4,251)	27,047
Contract assets	7	(i)	Lifetime ECL	5,413	-	5,413
Non-trade receivables	7	(ii)	12-month ECL	1,459	-	1,459
Company						
2025						
Non-trade receivables	7	(ii)	12-month ECL	9,163	(3,635)	5,528
2024						
Non-trade receivables	7	(ii)	12-month ECL	14,189	(4,229)	9,960

(i) For trade receivables and contract assets, the Group has applied the simplified approach in SFRS(I) 9 to measure the loss allowance at lifetime ECL. The Group determines the expected credit losses on these items by applying historical default rate and/or a provision matrix by segmentation, estimated based on historical credit loss experience based on the past due status of the receivables, adjusted as appropriate to reflect current conditions and estimates of future economic conditions. Accordingly, the credit risk profile of these assets is presented based on their past due status in terms of the provision matrix. Note 7 to the financial statements includes further details of the allowance for credit losses on trade receivables and contract assets.

4 Financial instruments, financial risks and capital management (continued)

(b) Financial risk management policies and objectives (continued)

(iii) Credit risk management (continued)

(ii) For non-trade receivables, the Group and the Company have applied a 12-month ECL to measure the loss allowance.

The Group develops and maintains its credit risk gradings to categorise exposures according to their degree of risk of default. The Group uses its own trading records to rate its major customers.

Trade receivables consist of a large number of customers, spread across diverse industries. Ongoing credit evaluation is performed on the financial condition of accounts receivable.

The maximum exposure to credit risk in the event that the counterparties fail to perform their obligations as at the end of the reporting period in relation to each class of recognised financial assets is the carrying amount of those assets as stated in the statement of financial position.

Further details of credit risks on trade and other receivables are disclosed in Note 7 to the financial statements.

(iv) Liquidity risk management

The Group monitors its liquidity risk and maintains a level of bank balances deemed adequate by management to finance its operations and to mitigate the effects of fluctuations in cash flows. Liquidity risk is further managed by matching the payment and receipt cycle.

Liquidity and interest risk analyses

Non-derivative financial liabilities

The following table details the expected maturity for non-derivative liabilities. The tables below have been drawn up based on the undiscounted contractual maturities of the financial liabilities including interest that will be earned on these liabilities except where the Group anticipates that the cash flow will occur in a different period. Balances due less than 1 year equal their carrying amounts as the impact of discounting is not significant.

	Weighted average effective interest rate	On demand or within 1 year	Within 2 to 5 years	After 5 years
	%	$'000	$'000	$'000
Group				
2025				
Non-interest bearing	-	14,013	-	-
Fixed interest rate instruments	5.0	2,577	6,006	11,014
Variable interest rate instruments	4.5	27,104	9,097	9,168
Total		43,694	15,103	20,182
2024				
Non-interest bearing	-	19,995	-	-
Fixed interest rate instruments	5.0	2,063	5,493	7,054
Variable interest rate instruments	4.5	21,904	5,323	-
Total		43,962	10,816	7,054

Notes to the Financial Statements
For the financial year ended 30 June 2025

4 Financial instruments, financial risks and capital management (continued)

(b) Financial risk management policies and objectives (continued)

(iv) Liquidity risk management (continued)

	Weighted average effective interest rate	On demand or within 1 year	Within 2 to 5 years	After 5 years
	%	$'000	$'000	$'000
Company				
2025				
Non-interest bearing	-	3,398	-	-
Variable interest rate instruments	2.8	2,240	2,299	-
Total		5,638	2,299	-
2024				
Non-interest bearing	-	10,426	-	-
Variable interest rate instruments	2.8	2,240	4,605	-
Total		12,666	4,605	-

The Company issued guarantees to banks for loans obtained by its subsidiary corporations to the extent of $35,675,000 (2024: $16,089,000). The earliest period that the guarantee could be called is within 1 year from the end of the financial year. Management considers that it is unlikely that any amount will be payable under these financial guarantee arrangements.

Non-derivative financial assets

All financial assets of the Group and the Company are due within one year from the end of the reporting period and are non-interest bearing except for fixed deposit which bears interest at interest rates that ranged from 3.00% to 4.15% (2024: 2.01% to 4.05%) per annum.

(v) Fair values of financial assets and financial liabilities

The carrying amounts of cash and cash equivalents, trade and other receivables and trade and other payables approximate their respective fair values due to the relatively short-term maturity of these financial instruments. Management is of the view that the carrying amount of loans approximates the fair value, as the interest rates approximate the prevailing market rates.

The Group and the Company have no financial assets or financial liabilities that are measured at fair value on a recurring basis.

(c) Capital management policies and objectives

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged from prior year, the management will maintain a healthy gearing ratios and net current asset position to support its business and maximise stakeholders value.

The capital structure of the Group consists of equity attributable to owners of the Company, comprising issued capital, reserves and retained earnings.

The Group and the Company are in compliance with all externally imposed capital requirements for the financial years ended 30 June 2025 and 2024.

5 Related party transactions

Some of the Group's transactions and arrangements are with related parties and the effect of these on the basis determined between the parties is reflected in these financial statements. The outstanding balances arising from any related party transactions are unsecured, interest-free and repayable on demand.

Sale and purchase of goods and services

There are no sales and purchases of goods and services with related parties for the financial years ended 30 June 2025 and 2024 respectively.

Related parties comprise mainly companies which are controlled or significantly influenced by the Group's key management personnel, directors and their close family members.

Compensation of directors and key management personnel

The remuneration of directors and other members of key management during the financial year was as follows:

	Group	
	2025	**2024**
	$'000	**$'000**
Short-term benefits	3,547	3,813
Defined contribution plans	74	74
	3,621	3,887

6 Cash and cash equivalents

	Group		Company	
	2025	**2024**	**2025**	**2024**
	$'000	**$'000**	**$'000**	**$'000**
Cash on hand	22	21	*	*
Cash at bank	19,903	14,865	1,006	603
Fixed deposits	148	2,151	-	-
	20,073	17,037	1,006	603

The fixed deposits bear interest at interest rates that ranged from 3.00% to 4.15% (2024: 2.01% to 4.05%) per annum, with tenure of 1 year or less.

* Less than $1,000

Notes to the Financial Statements
For the financial year ended 30 June 2025

7 Trade and other receivables

	Group		Company	
	2025	2024	2025	2024
	$'000	$'000	$'000	$'000
Trade receivables - Non-related parties (Note 22(d))	21,108	31,298	-	-
Less: Allowance for credit losses (Note 22(d))	(2,455)	(4,251)	-	-
	18,653	27,047	-	-
Non-trade receivables:				
- Non-related parties	936	1,459	1	-
- Subsidiary corporations	-	-	9,162	14,189
Less: Allowance for credit losses	-	-	(3,635)	(4,229)
	936	1,459	5,528	9,960
Contract assets (Note 22(b))	4,954	5,413	-	-
Advance billing from suppliers	2,030	2,821	-	-
Deposits	588	1,162	130	35
Prepayments	1,033	2,188	33	28
	8,605	11,584	163	63
	28,194	40,090	5,691	10,023

The average credit period on sale of goods is 30 days (2024: 30 days). No interest is charged on the outstanding balance.

Allowance for credit losses on trade receivables has always been measured at an amount equal to lifetime ECL. The ECL on trade receivables is estimated using historical default rate adjusted as appropriate to reflect the current conditions and estimates of future economic conditions and/or a provision matrix by reference to past default experience of the receivables by segmentation and an analysis of the debtor's current financial position and performance, adjusted for factors that are specific to the debtors, general economic conditions of the industry in which the debtors operate.

The following table details the risk profile of trade receivables:

	Group	
	2025	2024
	$'000	$'000
Not past due	6,489	17,758
Past due for 1 to 90 days	9,039	7,269
Past due for 91 to 180 days	2,021	1,324
Past due for > 180 days	3,559	4,947
	21,108	31,298
Allowance for credit losses	(2,455)	(4,251)
	18,653	27,047

Specific expected credit loss rates have been applied to each aging category in order to derive the allowance for credit losses.

7 Trade and other receivables (continued)

The movement in the Group's allowance for credit losses on trade receivables is as follows:

	Group	
	2025	2024
	$'000	$'000
Beginning of the financial year	4,251	4,910
Movement in allowance for credit losses:		
- Additional allowance	424	400
- Reversal of allowance	(54)	(954)
Amounts recognised in profit or loss	370	(554)
Allowance utilised	(2,166)	(105)
End of the financial year	2,455	4,251

Based on the Group's historical credit loss experience with the relevant counterparties, as well as relevant forward-looking estimates, the Group has assessed the expected credit losses on non-trade receivables to be insignificant.

Non-trade receivables from subsidiary corporations

Non-trade receivables from subsidiary corporations are unsecured, interest-free and are repayable on demand.

For the purpose of impairment assessment, non-trade receivables from subsidiary corporations that are not impaired are considered to have low credit risk as the timing of payment is controlled by the Company taking into account cash flow management within the Group and there has been no significant increase in the risk of default on these receivables since initial recognition. Accordingly, for the purpose of impairment assessment for these receivables, the loss allowance is measured at an amount equal to 12-month ECL.

In determining the ECL, the Company has taken into account the financial position of the respective subsidiary corporations, adjusted for factors specific to the subsidiary corporations and general economic conditions of the industry in which the subsidiary corporations operate. Management is of the view that no further expected credit loss is required, accordingly there is no movement in the loss allowance on non-trade receivables from subsidiary corporations.

The movement in the Company's allowance for credit losses on non-trade receivables is as follows:

	Company	
	2025	2024
	$'000	$'000
Beginning of the financial year	4,229	4,229
Movement in allowance for credit losses:		
- Reversal of allowance	(594)	-
Amounts recognised in profit or loss	(594)	-
End of the financial year	3,635	4,229

Notes to the Financial Statements
For the financial year ended 30 June 2025

8 Inventories

	Group	
	2025	2024
	$'000	$'000
Trading inventories	28,520	28,142
Less: Write-down	(2,394)	(2,583)
	26,126	25,559

The movement in the Group's write-down of inventories is as follows:

	Group	
	2025	2024
	$'000	$'000
Beginning of the financial year	2,583	2,597
Amounts recognised in profit or loss (Note 24)	70	-
Amounts written back	(6)	(14)
Amounts written-off	(253)	-
End of the financial year	2,394	2,583

The cost of inventories recognised as expense and included in cost of sales amounted to $48,823,000 (2024: $56,587,000).

During the financial year ended 30 June 2025, the Group transferred certain equipment and rental materials with aggregate net book values of $4,303,000 (2024: $2,772,000) from property, plant and equipment (Note 9) to inventories as these equipment and materials have been identified for sale in the ordinary course of business.

Notes to the Financial Statements
For the financial year ended 30 June 2025

9 Property, plant and equipment

	Land and buildings	Air-conditioners, electrical installations and computers	Containers, renovations and warehouses	Furniture, fittings and office equipment	Plant, machinery and material handling equipment	Motor vehicles, trucks and cranes	Rental materials	Total
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
<u>Group</u>								
2025								
Cost								
Beginning of the financial year	39,126	634	3,035	757	27,475	5,009	31,135	107,171
Additions	16,619	251	198	318	1,737	1,024	5,187	25,334
Disposal/write-off	(5,070)	-	(100)	-	(166)	(451)	(882)	(6,669)
Reclassified to investment properties (Note 11)	(1,200)	-	-	-	-	-	-	(1,200)
Reclassified within property, plant and equipment	(220)	592	101	(223)	(314)	(37)	101	-
Transferred to inventories (Note 8)	-	-	-	-	-	-	(4,906)	(4,906)
Translation differences	41	(7)	(1)	(3)	(1)	1	-	30
End of the financial year	49,296	1,470	3,233	849	28,731	5,546	30,635	119,760
Accumulated depreciation								
Beginning of the financial year	17,046	399	2,518	414	21,402	3,609	7,314	52,702
Depreciation charge (Note 27)	2,462	131	225	190	1,145	526	641	5,320
Disposal/write-off	(5,070)	-	(84)	-	(131)	(450)	(99)	(5,834)
Reclassified to investment properties (Note 11)	(174)	-	-	-	-	-	-	(174)
Reclassified within property, plant and equipment	(220)	442	40	-	(237)	(25)	-	-
Transferred to inventories (Note 8)	-	-	-	-	-	-	(603)	(603)
Translation differences	-	(2)	(1)	(1)	(1)	*	-	(5)
End of the financial year	14,044	970	2,698	603	22,178	3,660	7,253	51,406
Net book value								
End of the financial year	35,252	500	535	246	6,553	1,886	23,382	68,354

Notes to the Financial Statements
For the financial year ended 30 June 2025

9 Property, plant and equipment (continued)

	Land and buildings	Air-conditioners, electrical installations and computers	Containers, renovations and warehouses	Furniture, fittings and office equipment	Plant, machinery and material handling equipment	Motor vehicles, trucks and cranes	Rental materials	Total
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Group								
2024								
Cost								
Beginning of the financial year	37,131	688	3,674	828	24,291	4,159	29,580	100,351
Additions	3,140	251	83	64	4,233	851	4,652	13,274
Disposal/write-off	(1,145)	(307)	(722)	(135)	(509)	(11)	(460)	(3,289)
Transferred to inventories (Note 8)	-	-	-	-	(540)	-	(2,637)	(3,177)
Translation differences	-	2	*	-	*	10	*	12
End of the financial year	39,126	634	3,035	757	27,475	5,009	31,135	107,171
Accumulated depreciation								
Beginning of the financial year	16,068	620	3,034	478	20,713	3,214	7,097	51,224
Depreciation charge (Note 27)	2,123	84	206	62	1,196	404	705	4,780
Disposal/write-off	(1,145)	(307)	(722)	(126)	(506)	(11)	(84)	(2,901)
Transferred to inventories (Note 8)	-	-	-	-	(1)	-	(404)	(405)
Translation differences	-	2	*	-	*	2	-	4
End of the financial year	17,046	399	2,518	414	21,402	3,609	7,314	52,702
Net book value								
End of the financial year	22,080	235	517	343	6,073	1,400	23,821	54,469

* Less than $1,000

As at 30 June 2025, land and buildings include freehold land with a carrying amount of $720,000 (2024: $720,000). Freehold land is not depreciated.

Additions during the financial year included motor vehicles acquired under lease liabilities – hire purchase of $Nil (2024: $216,000). Included in property, plant and equipment are the right-of-use assets related to land and buildings of $34,532,000 (2024: $21,360,000), plant, machinery and material handling equipment of $352,000 (2024: $395,000), and motor vehicles, trucks and cranes of $209,000 (2024: $287,000). The right-of-use assets related to land and building has no future lease payments required. These bring the total value of the right-of-use assets to $47,289,000 (2024: $31,675,000) (Note 10).

During the financial year ended 30 June 2025, the Group reclassified a previously owner-occupied leasehold property from property, plant and equipment to investment property, with a net book value of $1,026,000 (2024: $Nil) (Note 11), as the said property was no longer used for operational purposes and was held to earn rental income.

Property, plant and equipment written off mainly related to rental materials that are misplaced or damaged in the ordinary course of business.

Certain banking facilities of the Group are secured by leasehold land and buildings of the Group with carrying amounts of $31,129,000 (2024: $13,789,000) (Note 16).

Notes to the Financial Statements
For the financial year ended 30 June 2025

9 Property, plant and equipment (continued)

	Air-conditioners, electrical installations and computers	Furniture, fittings and office equipment	Motor vehicles	Total
	$'000	$'000	$'000	$'000
Company				
2025				
Cost				
Beginning and end of the financial year	356	45	150	551
Accumulated depreciation				
Beginning of the financial year	304	16	100	420
Depreciation charge	13	8	-	21
End of the financial year	317	24	100	441
Net book value				
End of the financial year	39	21	50	110
2024				
Cost				
Beginning of the financial year	294	45	150	489
Additions	62	-	-	62
End of the financial year	356	45	150	551
Accumulated depreciation				
Beginning of the financial year	294	8	100	402
Depreciation charge	10	8	-	18
End of the financial year	304	16	100	420
Net book value				
End of the financial year	52	29	50	131

Notes to the Financial Statements
For the financial year ended 30 June 2025

9 Property, plant and equipment (continued)

Particulars of the leasehold properties held by the Group as at 30 June 2025 and 2024 are as follows:

Location	Description	Tenure
2025 and 2024		
12 Gul Road Singapore 629343	Purpose-built single-storey factory with a two-storey ancillary office with land area of 32,986 square metres.	13 years ending 7 August 2018 and extended to 7 August 2027
14 Gul Road Singapore 629344	Yard with land area of 21,089 square metres.	30 years ending 15 January 2040
20 Third Chin Bee Road Singapore 618639	Two-storey main building with a rear workshop and a side shed with land area of 5,399 square metres.	17 years ending 31 July 2024 and extended to 30 September 2025
46 Tuas Road Singapore 638499	A single-storey purpose-built detached factory with 2-storey office block and an annex 3-storey ancillary building with land area of 18,549 square metres.	20 years ending 31 December 2041
2 Kranji Link Singapore 728648	Three-storey standard terrace factory with a gross floor area of 3,082 square metres.	17 years ending 30 June 2025 and extended to 31 December 2025
9 Pioneer Walk Singapore 627752	Three-storey factory and ancillary office with land area of 5,604 square metres.	30 years ending 31 March 2036 and a further term of 30 years ending 31 March 2066
PTD 13206, Jalan SR/4 Taman Perindustrian Simpang Renggam 86200 Simpang Renggam, Johor	Purpose-built single-storey detached factory with land area of 3,808 square metres.	10 years ending 30 September 2033
2024		
41 Middle Road #03-00 Singapore 188950	Office of 94 square metres.	999 years ending 29 January 2834

10 Right-of-use assets

	Group	
	2025	2024
	$'000	$'000
<u>Land and buildings</u>		
Cost		
Beginning of the financial year	15,377	15,463
Additions	5,010	-
Lease remeasurement	3	77
Derecognition[(1)]	(103)	(163)
End of the financial year	20,287	15,377
Accumulated depreciation		
Beginning of the financial year	5,744	3,679
Depreciation charge (Note 24) (Note 27)	2,450	2,228
Derecognition[(1)]	(103)	(163)
End of the financial year	8,091	5,744
Carrying amount		
End of the financial year	12,196	9,633

[(1)] The derecognition of right-of-use assets related mainly to those leases which have expired.

Certain right-of-use assets which ownerships had been transferred to the Group are included in property, plant and equipment (Note 9) and these related to land and buildings with carrying amounts of $34,532,000 (2024: $21,360,000), plant, machinery and material handling equipment with carrying amounts of $352,000 (2024: $395,000), and motor vehicles, trucks and cranes with carrying amounts of $209,000 (2024: $287,000). The right-of-use assets related to land and buildings have no future lease payments required. These bring the total value of the right-of-use assets to $47,289,000 (2024: $31,675,000) (Note 9).

11 Investment properties

	Group	
	2025	2024
	$'000	$'000
Beginning of the financial year	4,065	4,923
Reclassified from property, plant and equipment (Note 9)	1,026	-
Fair value adjustments:		
- Fair value gain on an investment property	974	-
- Fair value loss on an investment property	(803)	(858)
Amounts recognised in profit or loss	171	(858)
End of the financial year	5,262	4,065

During the financial year ended 30 June 2025, the Group reclassified a previously owner-occupied leasehold property from property, plant and equipment to investment property, with a net book value of $1,026,000 (2024: $Nil) (Note 9), as the said property was no longer used for operational purposes and was held to earn rental income. The said property was subsequently measured at fair value determined by an independent professional valuer at the financial year end to $2,000,000. As a result, a fair value gain of $974,000 was recognised in profit or loss.

Notes to the Financial Statements
For the financial year ended 30 June 2025

11 Investment properties (continued)

The fair values of the Group's investment properties at the end of the financial year have been determined on the basis of valuation carried out at the reporting date by an independent valuer with a recognised and relevant professional qualification and experience in the location and category of the properties being valued, and not related to the Group or management internally. The fair value was determined based on transacted prices for similar properties, adjusted for comparability. Such adjustments mainly relate to differences in remaining lease term and size of the comparable properties. As these adjustments constitute significant unobservable inputs, the fair value measurement of the investment properties is categorised into Level 3 of the fair value hierarchy. There were no transfers between the respective levels during the financial years ended 30 June 2025 and 2024.

The Group considers the adjusted price per square metre used by the independent valuers in determining the fair value measurement of the Group's investment properties as sensitive to the fair value measurement. The higher/(lower) the transacted price per square metre, the higher/(lower) the fair value.

In estimating the fair value of the properties, the highest and best use of the properties is its current use. There has been no change to the valuation technique during the financial year.

The rental income from the investment properties, all of which are leased out under operating leases, amounted to $1,131,000 (2024: $1,061,000) (Note 23). Direct operating expenses (including repairs and maintenance) arising from rental-generating investment properties amounted to $190,000 (2024: $145,000).

Particulars of the investment properties held by the Group as at 30 June 2025 and 2024 are as follows:

Location	Description	Tenure
2025 and 2024		
1,3,5,7 Gul Road Singapore 629362, 629339, 629363, 629364 (Lot 4085T, Mukim 7)	4 blocks of part single/part two-storey factory building with land area of 15,665 square metres.	21 years ending 31 July 2028
2025		
41 Middle Road #03-00 Singapore 188950	Office of 94 square metres.	999 years ending 29 January 2834

12 Goodwill

	Group	
	2025	**2024**
	$'000	**$'000**
Beginning and end of the financial year	7,699	7,699

12 Goodwill (continued)

Goodwill acquired in a business combination is allocated, at acquisition, to the cash-generating units ("**CGUs**") that are expected to benefit from that business combination. The allocation is as follows:

	Group	
	2025	2024
	$'000	$'000
Scaffolding services CGU - Hock Ann Metal Scaffolding Pte Ltd	4,603	4,603
Engineering CGU - BTH Holdings Pte. Ltd. and its subsidiary corporation	2,307	2,307
Other CGUs with insignificant goodwill	789	789
	7,699	7,699

Goodwill is tested annually for impairment or more frequently if there are indications that goodwill might be impaired. The recoverable amounts of the scaffolding services CGUs and engineering CGUs are determined using value-in-use calculations, derived from the most recent financial budgets approved by management for the next five years. Key assumptions are as follows:

	Estimated average growth rate		Discount rate	
	2025	2024	2025	2024
	%	%	%	%
Scaffolding services CGU	2.0	3.0	7.5	10.0
Engineering CGU	2.0	3.0	8.0	9.0

Discount rate used is derived from comparable rates used by other companies in the similar nature of business segment. As at 30 June 2025 and 2024, any reasonably possible changes to the key assumptions applied are not likely to cause the recoverable amounts to be below the carrying amounts of the CGUs.

For other CGUs with insignificant goodwill, management has observed that the CGUs have been profitable and assessed that the financial impact would not be material to the Group regardless of whether impairment is required.

13 Other intangible assets

	Customer relationships	E-commerce development cost	Total
	$'000	$'000	$'000
<u>Group</u>			
2025			
Cost			
Beginning and end of the financial year	617	20	637
Accumulated amortisation			
Beginning of the financial year	463	20	483
Amortisation charge (Note 24)	154	-	154
End of the financial year	617	20	637
Carrying amount			
End of the financial year	-	-	-

Notes to the Financial Statements
For the financial year ended 30 June 2025

13 Other intangible assets (continued)

	Customer relationships	E-commerce development cost	Total
	$'000	$'000	$'000
Group			
2024			
Cost			
Beginning and end of the financial year	617	20	637
Accumulated amortisation			
Beginning of the financial year	154	20	174
Amortisation charge (Note 24)	309	-	309
End of the financial year	463	20	483
Carrying amount			
End of the financial year	154	-	154

14 Investments in subsidiary corporations

	Company	
	2025	2024
	$'000	$'000
Unquoted equity shares, at cost	76,002	75,802
Add: Additions	-	200
Less: Allowance for impairment	(21,308)	(21,308)
	54,694	54,694

Movement in the allowance for impairment is as follows:

	Company	
	2025	2024
	$'000	$'000
Beginning of the financial year	21,308	19,308
Allowance recognised in profit or loss	-	2,000
End of the financial year	21,308	21,308

The Company has considered indicators of impairment on certain subsidiary corporations and estimated the recoverable amount using the value-in-use calculations. Based on the impairment test performed, management concluded that no additional or reversal of allowance is required for financial year ended 30 June 2025.

As at 30 June 2024, the Company performed impairment test for its investment in subsidiary corporation, Gee Sheng Machinery & Engineering Pte. Ltd. ("**GSME**") with indicators of impairment. Following the assessment by management, the recoverable amount of investment in subsidiary corporation was estimated to be nil based on its financial performance and hence an impairment loss of $2,000,000 was recognised during the financial year ended 30 June 2024 to fully impair the Company's investment in GSME.

Certain banking facilities of the Group are secured by a charge over shares of a subsidiary corporation with carrying amount of $16,000,000 (2024: $16,000,000) (Note 16).

Notes to the Financial Statements
For the financial year ended 30 June 2025

14 Investments in subsidiary corporations (continued)

The Group's subsidiary corporations as at 30 June 2025 and 2024 are listed in the table below.

Name of subsidiary corporation	Principal activities	Place of incorporation and business	Effective equity interest and voting power held	
			2025	2024
			%	%
Held by the Company				
Union Steel Pte Ltd[(1)]	Trading of steel products.	Singapore	100	100
YLS Steel Pte Ltd[(1)]	Recycling of scrap metals, trading of steel products, waste collection and management, and rental of materials.	Singapore	100	100
Yew Lee Seng Metal Pte Ltd[(1)]	Trading of ferrous and non-ferrous scrap metals.	Singapore	100	100
Union Engineering Pte Ltd[(1)]	Investment property holding and rental of properties.	Singapore	100	100
Hock Ann Metal Scaffolding Pte Ltd[(1)]	Scaffolding services.	Singapore	100	100
Gee Sheng Machinery & Engineering Pte Ltd[(1)]	Mechanical engineering services.	Singapore	100	100
Transvictory Holdings Pte Ltd[(1)]	Investment holding and sale of marine deck equipment.	Singapore	100	100
BTH Holdings Pte. Ltd.[(2)]	Investment holding.	Singapore	100	100
Held by the subsidiary corporations				
Hock Ann Access System Pte Ltd[(1)]	Scaffolding services.	Singapore	100	100
Union Applied Engineering Sdn Bhd[(2)]	Inactive.	Malaysia	100	100
Transvictory Winch System Pte Ltd[(1)]	Sale of marine deck equipment.	Singapore	100	100
Steadfast Offshore & Marine Pte Ltd[(1)]	Sale of marine deck equipment.	Singapore	100	100
Used Equipment Pte Ltd[(1)]	Online portal for sales of industrial equipment.	Singapore	100	100
YLS Holdings Sdn Bhd[(2)(3)]	Investment holding.	Malaysia	45	45

Notes to the Financial Statements
For the financial year ended 30 June 2025

14 Investments in subsidiary corporations (continued)

Name of subsidiary corporation	Principal activities	Place of incorporation and business	Effective equity interest and voting power held	
			2025	2024
			%	%
Held by the subsidiary corporations (continued)				
Applied Engineering Pte Ltd[2]	Process and industrial plant engineering design and consultancy services.	Singapore	100	100
Marshal Systems Pte Ltd[1]	Contractors for electronic and electrical engineering works.	Singapore	100	100
Marshal Offshore and Marine Engrg Co., Ltd[2]	Contractors for electronic and electrical engineering works.	China	100	100
Promoter Hydraulics Pte Ltd[1]	Sale and rental of marine equipment, marine accessories and parts.	Singapore	100	100
Fastweld Engineering Construction Pte Ltd[2]	Installation and construction of gas piping systems, aluminium or stainless fabrication and related structures.	Singapore	100	100

(1) Audited by CLA Global TS Public Accounting Corporation Singapore.
(2) Audited by other audit firms for local statutory requirement purpose.
(3) The entity is regarded as a subsidiary corporation as the Group has the rights to appoint 2 out of 3 members of its board of directors. The board of directors has the power to direct the relevant activities of YLS Holdings Sdn Bhd.

Subsidiary corporation with non-controlling interests

Management is of the view that the non-controlling interests are not material to the Group. Accordingly, it is not necessary to present the disclosures otherwise required by SFRS(I) 12 *Disclosure of Interests in Other Entities*.

15 Investment in an associated company

	Group		Company	
	2025	2024	2025	2024
	$'000	$'000	$'000	$'000
Beginning of the financial year	-	-	-	-
Addition	7,480	-	7,480	-
Conversion of warrants	2,520	-	2,520	-
Disposal	(1,859)	-	(1,859)	-
Share of profit	221	-	-	-
End of the financial year	8,362	-	8,141	-
Warrants at cost				
Beginning of the financial year	-	-	-	-
Addition	3,400	-	3,400	-
Conversion into ordinary shares	(900)	-	(900)	-
End of the financial year	2,500	-	2,500	-
Carrying amount				
End of the financial year	10,862	-	10,641	-

15 Investment in an associated company (continued)

On 22 November 2024, the Company acquired 680 million ordinary shares, representing a 29.4% equity interest in Eneco Energy Limited ("**Eneco**"), a company listed on the SGX Mainboard, for a purchase consideration of $7,480,000. Subsequently, on 23 December 2024, the Company acquired 680 million warrants at $0.005 per warrant in Eneco (the "**Warrants**") for a purchase consideration of $3,400,000. The Warrants entitle the holder to subscribe for one (1) new ordinary share in Eneco (each, a "**Warrant Share**") for each warrant at an exercise price of $0.009 per Warrant Share and the Warrants will expire on 31 August 2025.

During the financial year, the Company disposed 169 million ordinary shares at $0.0115 per share and subsequently exercised 180 million warrants at $0.009 per warrant and converting them into new ordinary shares in Eneco. As at 30 June 2025, the Company held 691 million ordinary shares in Eneco representing 27.72% equity interests, and 500 million unexercised Warrants.

There are no contingent liabilities relating to the Group's interest in the associated company.

Set out below is the associated company which is material to the Group.

Name of associated company	Place of incorporation	Effective equity interest and voting power held	
		2025	2024
		%	%
Held by the Company			
Eneco Energy Limited[(1)]	Singapore	27.72	-

(1) Audited by Foo Kon Tan LLP, Singapore.

Eneco is an investment holding company and the principal activities of its subsidiary corporations are provision of transportation and logistics services.

The information below reflects the amounts presented in the financial statements of the associated company, Eneco (and not the Group's share of those amounts), adjusted for fair value adjustments recognised at the time of acquisition.

	2025	2024
	$'000	$'000
Current assets	25,610	-
Non-current assets	13,554	-
Current liabilities	(10,694)	-
Non-current liabilities	(5,205)	-
	For the financial period from 1 January to 30 June 2025	For the financial period from 1 January to 30 June 2024
	$'000	$'000
Revenue	16,399	-
Net profit, representing total comprehensive income for the financial period	817	-

Notes to the Financial Statements
For the financial year ended 30 June 2025

15 Investment in an associated company (continued)

Reconciliation of summarised financial information

Reconciliation of the summarised financial information presented, to the carrying amount of the Group's interest in an associated company, is as follows:

	Eneco	
	2025	**2024**
	$'000	**$'000**
Net assets	23,265	-
Group's equity interest	27.72%	-
Group's share of net assets	6,449	-
Goodwill	2,231	
Warrants	2,500	-
Others	(318)	-
	10,862	-

16 Borrowings

	Group		Company	
	2025	**2024**	**2025**	**2024**
	$'000	**$'000**	**$'000**	**$'000**
Bills payable	4,540	4,164	-	-
Bank loans	40,152	22,809	4,477	6,720
	44,692	26,973	4,477	6,720
Less: Amount due for settlement within 12 months (shown under current liabilities)	(27,104)	(21,904)	(2,240)	(2,240)
Amount due for settlement after 12 months	17,588	5,069	2,237	4,480

Bank loans are provided at floating interest rates ranging from 2.00% to 6.97% (2024: 2.00% to 6.97%) per annum with periodic repayment over 1 to 20 years.

Management is of the view that the carrying amounts of the loans approximate their fair values as interest rates are repriced to market rates at regular intervals.

The bank loans of the Group are secured by a charge over shares of a subsidiary corporation (Note 14), leasehold land and buildings of the Group (Note 9), and the corporate guarantee from the Company. Bank loans of the Company amounting to $4,477,000 (2024: $6,720,000) are secured by a charge over shares of a subsidiary corporation (Note 14).

As at 30 June 2025, $17,588,000 (2024: 5,069,000) of the Group's non-current borrowings are subject to financial covenants under its bank facilities, including the net tangible assets, gearing ratio, debt service coverage ratio and loan-to-value ratio. These covenants are tested at least semi-annually, depending on the terms of each facility. The Group has complied with all relevant covenants as at the reporting date, and the related borrowings have been classified as non-current liabilities accordingly.

The Group actively monitors covenant compliance as part of its ongoing treasury and risk management processes. While management expects continued compliance, any breach could result in certain borrowing becoming repayable on demand, which may affect the classification of these liabilities in future reporting periods.

17 Trade and other payables

	Group		Company	
	2025	2024	2025	2024
	$'000	$'000	$'000	$'000
Trade payables - Non-related parties[1]	5,952	10,787	-	-
Rental deposits refundable	1,075	1,343	-	-
Accruals for operating expenses	5,886	6,770	1,444	1,549
Rental billed in advance	455	299	-	-
Contract liabilities (Note 22(b))				
- Progress billings	588	858	-	-
- Advances from customers	1,000	1,912	-	-
	1,588	2,770	-	-
Non-trade payables				
- Non-related parties	1,100	1,095	140	121
- Subsidiary corporations[2]	-	-	1,814	8,756
	1,100	1,095	1,954	8,877
	16,056	23,064	3,398	10,426

(1) The average credit period on purchases of goods is 30 days (2024: 30 days). No interest is charged on outstanding balances.

(2) Non-trade payables to subsidiary corporations were unsecured, interest free and repayable on demand.

18 Lease liabilities

	Group	
	2025	2024
	$'000	$'000
Maturity analysis:		
- Within one year	3,214	2,578
- In the second to fifth year, inclusive	6,006	5,493
- After five years	11,014	7,054
	20,234	15,125
Less: Unearned interest	(6,207)	(3,581)
	14,027	11,544
Analysed as:		
- Current	2,577	2,063
- Non-current	11,450	9,481
	14,027	11,544

The Group does not face a significant liquidity risk with regard to its lease liabilities. Lease liabilities are monitored within the Group's treasury function.

Notes to the Financial Statements
For the financial year ended 30 June 2025

19 Deferred taxes

The following are the major deferred tax liabilities and assets recognised by the Group and the Company, and the movements thereon, during the current and prior reporting period:

	Group		Company	
	2025	2024	2025	2024
	$'000	$'000	$'000	$'000
Beginning of the financial year	(6,560)	(6,112)	(39)	(39)
Credited/(charged) to profit or loss (Note 26)	556	(448)	-	-
End of the financial year	(6,004)	(6,560)	(39)	(39)

The following is the analysis of the deferred tax balances (after offset) for statements of financial position purposes:

	Group		Company	
	2025	2024	2025	2024
	$'000	$'000	$'000	$'000
Deferred tax assets	121	103	-	-
Deferred tax liabilities	(6,125)	(6,663)	(39)*	(39)*
	(6,004)	(6,560)	(39)	(39)

* Deferred tax liabilities of the Company arise from accelerated tax depreciation.

The movement in deferred income tax assets and liabilities (prior to offsetting of balances within the same tax jurisdiction) is as follow:

Deferred tax liabilities

	Accelerated tax depreciation	Fair value gains – net	Right-of-use assets	Others	Total
	$'000	$'000	$'000	$'000	$'000
Group					
2025					
Beginning of the financial year	(4,563)	(2,140)	(1,778)	(29)	(8,510)
Credited/(charged) to profit or loss	316	174	(421)	29	98
End of the financial year	(4,247)	(1,966)	(2,199)	-	(8,412)
2024					
Beginning of the financial year	(3,785)	(2,305)	(2,150)	(87)	(8,327)
(Charged)/credited to profit or loss	(778)	165	372	58	(183)
End of the financial year	(4,563)	(2,140)	(1,778)	(29)	(8,510)

19 Deferred taxes (continued)

Deferred tax assets

	Lease liabilities	Others	Total
	$'000	$'000	$'000
Group			
2025			
Beginning of the financial year	1,885	65	1,950
Credited to profit or loss	458	-	458
End of the financial year	2,343	65	2,408
2024			
Beginning of the financial year	2,150	65	2,215
Charged to profit or loss	(265)	-	(265)
End of the financial year	1,885	65	1,950

20 Share capital

	Group and Company			
	2025	2024	2025	2024
	Number of ordinary shares ('000)		$'000	$'000
Issued and fully paid:				
Beginning of the financial year	118,134	39,378	36,603	36,603
Share split	-	78,756	-	-
End of the financial year	118,134	118,134	36,603	36,603

Fully paid ordinary shares, which have no par value, carry one vote per share and a right to dividends as and when declared by the Company.

On 22 February 2024, the Company completed the share split of one existing ordinary share in the capital of the Company into three ordinary shares. Following the completion of the share split, an additional 78,756,200 ordinary shares were allotted and issued, increasing the Company's issued ordinary shares to 118,134,300. The issue and paid-up capital remain unchanged. The newly issued shares rank pari passu in all respects with the previously issued shares.

21 Capital reserve

Capital reserve arose due to an increase in ownership interest in a subsidiary corporation during prior financial years. The balance represents the difference between the fair value of consideration paid and the carrying amount of non-controlling interests acquired.

Capital reserve is non-distributable.

Notes to the Financial Statements
For the financial year ended 30 June 2025

22 Revenue

	Metals	Scaffolding	Engineering	Total
	$'000	$'000	$'000	$'000
2025				
Revenue from contracts with customers	36,956	6,319	53,218	96,493
Rental of materials and equipment	9,469	2	179	9,650
Total	46,425	6,321	53,397	106,143
2024				
Revenue from contracts with customers	35,307	7,768	60,671	103,746
Rental of materials and equipment	9,425	6	1,748	11,179
Total	44,732	7,774	62,419	114,925

(a) Disaggregation of revenue from contracts with customers

The Group derived revenue from the transfer of goods and services at a point in time and over time in the following segmentation and major product lines.

	Metals	Scaffolding	Engineering	Total
	$'000	$'000	$'000	$'000
Timing of revenue recognition				
2025				
At a point in time	36,956	77	24,090	61,123
Over time	-	6,242	29,128	35,370
Total	36,956	6,319	53,218	96,493
2024				
At a point in time	35,307	40	29,580	64,927
Over time	-	7,728	31,091	38,819
Total	35,307	7,768	60,671	103,746

22 **Revenue** (continued)

(a) *Disaggregation of revenue from contracts with customers* (continued)

The Group derived from the revenue from type of goods or services provided in the following segmentation and major product lines.

	Metals	Scaffolding	Engineering	Total
	$'000	$'000	$'000	$'000
Type of goods or services				
2025				
Sale of goods	34,372	77	10,402	44,851
Scaffolding services	-	6,242	-	6,242
Mechanical construction and fabrication services	-	-	18,521	18,521
Engineering and metal services	2,584	-	24,295	26,879
Total	36,956	6,319	53,218	96,493
2024				
Sale of goods	34,106	40	13,136	47,282
Scaffolding services	-	7,728	-	7,728
Mechanical construction and fabrication services	-	-	23,834	23,834
Engineering and metal services	1,201	-	23,701	24,902
Total	35,307	7,768	60,671	103,746

(b) *Contract assets and liabilities*

	Group		
	30 June 2025	30 June 2024	1 July 2024
	$'000	$'000	$'000
Contract assets (Note 7)	4,954	5,413	4,706
Contract liabilities (Note 17)	(1,588)	(2,770)	(3,180)

Contract assets relate primarily to the Group's right to consideration for works completed but not billed at the reporting date in respect of its construction contract of mechanical construction and fabrication services for specialised valves under the Engineering segment. The contract assets are transferred to trade receivables when the rights become unconditional. This usually occurs when the Group issues invoices for progress billings to the customers.

Contract liabilities relate primarily to:

- the Group's obligation to transfer goods and services to customers for which the Group has received advances from customers;

- the progress billings issued to customers in accordance with the specified milestones in the contract for the mechanical construction and fabrication service for specialised valves in excess of the Group's right to the consideration; and

- the deferred income relates to advance billings to customers mainly for sale of motor vehicle bodies and marine deck equipment that had yet to be delivered as at the end of financial year.

Contract liabilities are recognised as revenue when the Group fulfils its performance obligation under the contract with the customer.

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For the financial year ended 30 June 2025

22 **Revenue** (continued)

(b) *Contract assets and liabilities* (continued)

(i) Revenue recognised in relation to contract liabilities

	Group	
	2025	**2024**
	$'000	**$'000**
Revenue recognised in current period that was included in the contract liabilities balance at the beginning of the financial year		
- Sale of goods	402	1,183
- Mechanical construction and fabrication services	583	415
- Engineering and metal services	1,558	935

(ii) Unsatisfied performance obligations

	Group	
	2025	**2024**
	$'000	**$'000**
Aggregate amount of the transaction price allocated to contracts that are partially or fully unsatisfied as at 30 June		
- Sale of goods	1,938	2,051
- Mechanical construction and fabrication services	12,781	11,413
- Engineering and metal services	2,502	4,463

Management expects that the transaction price allocated to unsatisfied performance obligations as at 30 June 2025 may be recognised as revenue in the next reporting periods as follows:

	2025	**2026**	**Total**
	$'000	**$'000**	**$'000**
Partial and fully unsatisfied performance obligations as at:			
- 30 June 2024	17,157	770	17,927
- 30 June 2025	-	17,148	17,148

The amount disclosed above does not include variable consideration, which is subject to significant risk of reversal.

(c) *Assets recognised from costs to fulfil contracts*

In addition to the contract assets disclosed above, the Group has also recognised assets in relation to costs to fulfil contracts with customers. This is presented within inventories in the statement of financial position.

	Group	
	2025	**2024**
	$'000	**$'000**
Assets recognised from costs incurred to fulfil a contract	669	1,407

22 Revenue (continued)

(c) *Assets recognised from costs to fulfil contracts* (continued)

Costs to fulfil contracts relate to the assembly and fabrication for vehicular and oil and gas services industry equipment. These costs are recognised in profit or loss as cost of sales on a basis consistent with the pattern of recognition of the associated revenue.

Based on management's assessment, the expected costs to complete the remaining construction and fabrication contracts as at 30 June 2025 is expected to be completely recovered through contract revenue, hence no expected loss is recognised in the financial year ended 30 June 2025.

(d) *Trade receivables from contracts with customers*

	Group		
	30 June 2025	**30 June 2024**	**1 July 2024**
	$'000	**$'000**	**$'000**
Trade receivables from contracts with customers (Note 7)	21,108	31,298	27,658
Loss allowance (Note 7)	(2,455)	(4,251)	(4,910)
	18,653	27,047	22,748

23 Other income - Others

	Group	
	2025	**2024**
	$'000	**$'000**
Bad debts recovery	964	455
Gain on disposal of investment in an associated company	85	-
Government grants	242	302
Rental of investment properties (Note 11)	1,131	1,061
Rental of leasehold properties and warehouse	4,142	3,804
Recovery of costs from a cancelled project	513	-
Transportation income	386	128
Others	382	163
	7,845	5,913

24 Other operating expenses - Others

	Group	
	2025	**2024**
	$'000	**$'000**
Amortisation of other intangible assets (Note 13)	154	309
Depreciation of right-of-use assets (Note 10)	2,450	2,228
Loss on disposal of property, plant and equipment	148	60
Net foreign exchange losses	207	78
Rental expense – short-term leases (Note 27)	537	933
Write-down of inventories (Note 8)	70	-
Others	16	87
	3,582	3,695

Notes to the Financial Statements
For the financial year ended 30 June 2025

25 Finance costs

	Group	
	2025	2024
	$'000	$'000
Interest expense on		
- Bills payable	181	118
- Bank loans	1,428	950
- Lease liabilities (Note 27)	763	629
	2,372	1,697

26 Income tax

	Group	
	2025	2024
	$'000	$'000
Tax expense/(credit) attributable to profit or loss is made up of:		
- Current income tax	1,679	2,129
- Deferred income tax (Note 19)	(556)	612
	1,123	2,741
Over provision in prior financial years		
- Current income tax	(391)	(867)
- Deferred income tax (Note 19)	-	(164)
	(391)	(1,031)
	732	1,710

Income tax for the financial year can be reconciled to the accounting profit or loss as follows:

	Group	
	2025	2024
	$'000	$'000
Profit before income tax	10,272	14,439
Share of profits of associated company, net of tax	(221)	-
Profit before income tax and share of results of associated company	10,051	14,439
Tax profit calculated at statutory rate of 17% (2024: 17%)	1,709	2,455
Expenses not deductible for tax purposes	456	342
Income not subject to tax	(305)	(282)
Statutory stepped income exemption	(122)	(139)
Deferred tax assets not recognised	229	153
Utilisation of previously unabsorbed losses and capital allowances	(528)	(302)
Over provision in prior financial years	(391)	(1,031)
Others	(316)	514
	732	1,710

26 Income tax (continued)

The Group has unabsorbed tax losses and unutilised capital allowances of approximately $16,169,000 (2024: $17,927,000). The resulting deferred tax asset has not been recognised in the financial statements due to the unpredictability of future profit streams. The use of these potential tax benefits is subject to meeting certain statutory requirements.

Included in the unrecognised tax losses are tax losses of $4,042,000 (2024: $4,042,000) that have an expiry date of 10 years from the financial year ended 30 June 2018.

27 Profit for the financial year

Profit for the financial year has been arrived at after charging:

	Group	
	2025	**2024**
	$'000	**$'000**
Directors' remuneration		
- The Company	2,101	2,073
- The subsidiary corporations	1,359	1,655
Employee benefits expense (including directors' remuneration)	23,860	21,800
Cost of defined contribution plans included in employee benefits expense	1,187	1,171
Depreciation of property, plant and equipment charged to		
- Cost of sales	2,998	2,818
- Administrative expense	2,322	1,962
	5,320	4,780
Audit fees		
- paid/payable to auditors of the Company	237	210
- paid/payable to other auditors	34	37

Amount recognised in profit or loss relating to leases (The Group as lessee)

	Group	
	2025	**2024**
	$'000	**$'000**
Depreciation of right-of-use assets (Note 10)	2,450	2,228
Interest expense on lease liabilities (Note 25)	763	629
Expense relating to short-term leases (Note 24)	537	933

The total cash outflow for leases amount to $3,830,000 (2024: $3,921,000).

28 Earnings per share

On 22 February 2024, the Company completed a share split, where each ordinary share was split into three ordinary shares. This increased the number of outstanding ordinary shares from 39,378,100 to 118,134,300 (Note 20).

Earnings per share for the financial year ended 30 June 2025 have been calculated based on a net profit attributable to owners of the Company of $9,540,000 (2024: $12,729,000) and weighted average number of shares of 118,134,300 (2024: 118,134,300 after adjustment for share split).

Notes to the Financial Statements
For the financial year ended 30 June 2025

28 Earnings per share (continued)

For the purpose of calculating diluted earnings per share, profit attributable to owners of the Company and the weighted average number of ordinary shares outstanding are adjusted for the effects of all dilutive potential ordinary shares.

The Group does not have any dilutive potential ordinary shares. Therefore, diluted earnings per share is the same as basic earnings per share.

29 Contingent liabilities

The Company has provided corporate guarantees to banks for borrowings of certain subsidiary corporations. These bank borrowing amounting to $40,215,000 as at 30 June 2025 (2024: $20,253,000). The directors estimated the fair values of these corporate guarantees to be negligible in the view that consequential benefits to be derived are not material and therefore not recognised. It is considered unlikely that the Company will be held liable as a result of these corporate guarantees since there are no default in the payments of borrowings by the subsidiary corporations to which the corporate guarantees are provided.

30 Commitments

Capital commitments

Capital expenditures contracted for at the reporting date but not recognised in the financial statements are as follows:

	Group	
	2025	**2024**
	$'000	**$'000**
Property, plant and equipment	140	16,143

31 Operating lease arrangements

The Group as lessor

The Group leases out its investment properties, and certain portions of leasehold properties classified as property, plant and equipment to non-related parties under operating leases. Rental income from these arrangements is disclosed in Note 23 to the financial statements.

Management is of the view that unguaranteed residual values do not represent a significant risk for the Group. The Group did not identify any indications that the situation will change.

Maturity analysis of operating lease payments:

	Group	
	2025	**2024**
	$'000	**$'000**
Year 1	2,722	2,590
Year 2	881	575
Year 3	11	8
	3,614	3,173

Revenue from rental of materials and equipment is disclosed in Note 22 to the financial statements. These leases were arranged on a rolling basis with no fixed tenure.

32 Segment information

The Group's reportable segments under SFRS(I) 8 *Operating Segments* are as follows:

- Metals - import and export of scrap metals, waste collection services, trading and leasing of metal products.
- Scaffolding - provision of scaffolding services and related consultancy services.
- Engineering - civil construction and engineering work, manufacturing of motor vehicle bodies, mechanical construction and fabrication services and repair, commissioning, sale and rental of marine deck equipment.
- Others - income from rental of properties.

The following is an analysis of the Group's revenue and results by reportable segments:

	Segment revenue		Segment results	
	2025	**2024**	**2025**	**2024**
	$'000	**$'000**	**$'000**	**$'000**
Metals	46,425	44,732	8,569	8,713
Scaffolding	6,321	7,774	535	2,165
Engineering	53,397	62,419	5,962	8,671
Others	-	-	1,236	150
Total	106,143	114,925	16,302	19,699
Share of profit from an associated company			221	-
Unallocated corporate expenses			(4,027)	(3,684)
Interest income			148	121
Finance costs			(2,372)	(1,697)
Profit before income tax			10,272	14,439

Revenue reported above represents revenue generated from external customers. There were no inter-segment sales in the current and prior financial years. The breakdown of revenue by major products and services is disclosed in Note 22(a) to the financial statements.

The accounting policies of the reportable segments are the same as the Group's material accounting policies described in Note 2 to the financial statements. Segment results represent the profit earned by each segment without allocation of central administration costs, interest income, finance costs and income tax expense. This is the measure reported to the Board of Directors for the purposes of resource allocation and assessment of segment performance.

Notes to the Financial Statements
For the financial year ended 30 June 2025

32 Segment information (continued)

Net fair value gain on investment properties of $171,000 (2024: fair value loss on investment property of $858,000) was allocated to the Others segment. There is no impairment loss on goodwill recognised during the financial years ended 30 June 2025 and 2024.

	2025	2024
	$'000	$'000
Segment assets		
Metals	50,609	49,312
Scaffolding	9,866	12,795
Engineering	99,010	88,006
Others	6,404	5,285
Total segment assets	165,889	155,398
Other unallocated assets	13,199	3,612
Total assets	179,088	159,010
Segment liabilities		
Metals	39,064	30,702
Scaffolding	1,076	1,427
Engineering	32,839	26,045
Others	1,366	1,393
Total segment liabilities	74,345	59,567
Other unallocated liabilities	8,304	11,014
	82,649	70,581

For the purposes of monitoring segment performance and allocating resources between segments, the chief operating decision maker monitors the assets and liabilities attributable to each segment. All assets are allocated to reportable segments with the exception of cash and cash equivalents, other receivables, property, plant and equipment, right-of-use assets and other intangible assets of investment holding companies. Goodwill has been allocated to reportable segments as described in Note 12 to the financial statements.

All liabilities are allocated to reportable segments with the exception of bank loans and bills payable, other payables, lease liabilities and deferred tax liabilities of investment holding companies.

Assets and liabilities used jointly by reportable segments are allocated on the basis of the revenue earned by individual reportable segments.

32 Segment information (continued)

Geographical information

The Group operates primarily in Singapore. The Group's revenue from external customers and information about its non-current assets are detailed below:

	Revenue from external customers		Non-current assets	
	2025	2024	2025	2024
	$'000	$'000	$'000	$'000
Singapore	69,039	93,016	101,961	74,496
China	8,398	1,890	38	-
India	5,911	4,333	-	-
Bangladesh	3,674	-	-	-
Middle East	3,466	5,359	-	-
Guyana	2,560	-	-	-
Malaysia	2,458	1,244	2,696	1,822
Brazil	2,024	2,538	-	-
Indonesia	1,682	522	-	-
Thailand	1,334	76	-	-
Others	5,597	5,947	-	6
	106,143	114,925	104,695	76,324

Information about major customers

There were no customers which individually accounted for 10% or more of the Group's revenue.

Other segment information

	Depreciation and amortisation		Additions to non-current assets	
	2025	2024	2025	2024
	$'000	$'000	$'000	$'000
Metals	3,095	2,807	8,414	4,961
Scaffolding	590	600	815	64
Engineering	4,044	3,717	21,118	7,400
Others	195	193	12,500	926
Total	7,924	7,317	42,847	13,351

33 Dividends

	Group and Company	
	2025	2024
	$'000	$'000
Ordinary dividends		
Final dividend in respect of the financial year ended 30 June, tax exempt one-tier final cash dividend of 1.30 cents per share on 118,134,300 shares (2024: 5.00 cents per share on 39,378,100 shares)	1,536	1,969

Notes to the Financial Statements
For the financial year ended 30 June 2025

33 Dividends (continued)

At the Annual General Meeting on 28 October 2025, a final dividend of 0.85 cent per share on 118,134,300 shares amounting to a total of $1,004,000 will be recommended. These financial statements do not reflect this dividend, which will be accounted for in shareholders' equity as an appropriation of retained earnings in the financial year ending 30 June 2026.

34 Events occurring after reporting date

Investment in an Associated Company – Eneco Energy Limited

Subsequent to the financial year ended 30 June 2025, the Company further disposed 240 million ordinary shares at $0.0115 per share and subsequently exercised 500 million warrants at $0.009 per warrants, and converting them into new ordinary shares in Eneco. Upon completion of these transactions, the Company holds 951 million ordinary shares in Eneco.

These transactions occurred after the reporting date of 30 June 2025 and do not affect the financial results for the financial year ended 30 June 2025. A summary of the transactions is set out below:

Date	Transaction type	No. of ordinary share (in million)	Proceeds from disposal of shares/ (Exercise of warrants) $'000	Movement in cost of investment $'000	Loss on disposal $'000
1-Jul-25		691	-	8,141	-
1-Jul-25	Sale	(40)	460	(471)	(11)
7-Jul-25	Sale	(100)	1,150	(1,178)	(28)
9-Jul-25	Sale	(30)	345	(353)	(8)
10-Jul-25	Sale	(40)	460	(471)	(11)
11-Jul-25	Sale	(30)	345	(353)	(8)
14-Jul-25	Exercise warrants	300	(2,700)	4,200*	-
25-Aug-25	Exercise warrants	200	(1,800)	2,800*	-
26-Aug-25		951	(1,740)	12,315	(66)

* The effective cost of each new share issued from the warrant conversion is $0.014, comprising $0.005 for the purchase of the warrant and $0.009 for the exercise price.

Acquisition of Property at 1 Benoi Road Singapore 629875

On 15 August 2025, the Company's wholly owned subsidiary corporation, Applied Engineering Pte Ltd (the "**Purchaser**") was granted by Asia-Pacific Shipyard Pte. Ltd. (receivers and managers appointed over relevant charged property) (the "**Vendor**") acting through Timothy James Reid and Ng Yau Yee Theresa (c/o Baker Tilly Advisory Pte. Ltd.) in their capacity as receivers and agents of the Vendor, an option to purchase dated 14 August 2025 (the "**Option**") in respect of the balance of the 20-year leasehold interest commencing from 16 April 2010 between the Vendor and the JTC Corporation ("**JTC**") for 1 Benoi Road Singapore 629875 together with the buildings and structures erected (the "**Property**"), and the Purchaser has, on 15 August 2025, exercised the Option in accordance with the terms of the Option ("**Proposed Acquisition**").

The Property is a leasehold property with an initial lease term of 20 years commencing from 16 April 2010. The Purchaser will be acquiring the remaining leasehold interest up to 15 April 2030, subject to JTC's approval for the assignment of the lease and compliance with the terms and conditions of the existing JTC lease. In addition, the Purchaser will be seeking JTC's approval for a further lease extension of eight (8) years from 16 April 2030 to 15 April 2038. The Proposed Acquisition is subject to, among other things, the receipt of JTC's written consent and/or approval for the grant of the said lease extension. Accordingly, the consideration for the transaction has been determined based on a notional lease tenure extending to 15 April 2038, reflecting the Purchaser's intended long-term use of the Property.

34 Events occurring after reporting date (continued)

The consideration for the Proposed Acquisition is $7,500,000 (excluding the prevailing goods and services tax ("**GST**") and stamp duty payable in connection with the Proposed Acquisition) (the "**Consideration**") which shall be satisfied by the Purchaser in the following manner:

a. The amount of $750,000, being 10% of the Consideration (the "**Option Fee**") which has been paid to the Vendor's solicitors upon exercise of the Option on 15 August 2025 and is held by the Vendor's solicitors as stake holders pending Completion; and

b. The balance purchase price of $6,750,000 which shall be payable to the Vendor's solicitors on Completion, to be held or applied in accordance with the terms of the Option.

The Proposed Acquisition has not been completed at the date of authorisation of these financial statements.

35 New or revised accounting standards and interpretations

Below are the mandatory standards, amendments and interpretations to existing standards that have been published, and are relevant for the Group's accounting periods beginning on or after 1 July 2025 and which the Group has not early adopted.

(a) **Amendments to SFRS(I) 1-21** - *Lack of Exchangeability* (effective for annual periods beginning on or after 1 January 2025)

SFRS(I) 1-21 is amended to add requirements to help entities to determine whether a currency is exchangeable into another currency, and the spot exchange rate to use when it is not. Prior to these amendments, SFRS(I) 1-21 set out the exchange rate to use when exchangeability is temporarily lacking, but not what to do when lack of exchangeability is not temporary.

(b) **Amendments to SFRS(I) 9 and SFRS(I) 7** - *Amendments to the Classification and Measurement of Financial Instruments* (effective for annual reporting periods beginning on or after 1 January 2026)

SFRS(I) 9 and SFRS(I) 7 are amended to respond to recent questions arising in practice, and to include new requirements not only for financial institutions but also for corporate entities. These amendments:

- clarify the timing of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled through an electronic cash transfer system;

- clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest ("**SPPI**") criterion;

- add new disclosures for certain instruments with contractual terms that can change cash flows (such as some financial instruments with features linked to the achievement of environment, social and governance targets);

- and update the disclosures for equity instruments designated at fair value through other comprehensive income ("**FVOCI**").

Notes to the Financial Statements
For the financial year ended 30 June 2025

35 New or revised accounting standards and interpretations (continued)

(c) **SFRS(I) 18** - *Presentation and Disclosure in Financial Statements* (effective for annual reporting periods beginning on or after 1 January 2027)

SFRS(I) 18 replaces SFRS(I) 1-1 *Presentation of Financial Statements*, introducing new requirements that will help to achieve comparability of the financial performance of similar entities and provide more relevant information and transparency to users. Even though SFRS(I) 18 will not impact the recognition or measurement of items in the financial statements, its impacts on presentation and disclosure are expected to be pervasive, in particular those related to the statement of financial performance (comprising of the statement of profit or loss and other comprehensive income) and providing management-defined performance measures within the financial statements.

Management is currently assessing the detailed implications of applying the new standard on the Group's consolidated financial statements. From the high-level preliminary assessment performed, the following potential impacts have been identified:

- Although the adoption of SFRS(I) 18 will have no impact on the Group's net profit, the Group expects that grouping items of income and expenses in the statement of profit or loss into the new categories will impact how operating profit is calculated and reported. From the high-level impact assessment that the group has performed, the following items might potentially impact operating profit:

    - Foreign exchange differences currently aggregated in the line item 'Other operating expenses – Others' in operating profit might need to be disaggregated, with some foreign exchange gains or losses presented below operating profit.

    - SFRS(I) 18 has specific requirements on the category in which derivative gains or losses are recognised – which is the same category as the income and expenses affected by the risk that the derivative is used to manage. Although the Group currently recognises some gains or losses in operating profit and others in finance costs, there might be a change to where these gains or losses are recognised, and the Group is currently evaluating the need for change.

- The line items presented on the primary financial statements might change as a result of the application of the concept of 'useful structured summary' and the enhanced principles on aggregation and disaggregation. In addition, since goodwill will be required to be separately presented in the statement of financial position, the Group will disaggregate goodwill and other intangible assets and present them separately in the statement of financial position.

- The Group does not expect there to be a significant change in the information that is currently disclosed in the notes because the requirement to disclose material information remains unchanged; however, the way in which the information is grouped might change as a result of the aggregation/disaggregation principles. In addition, there will be significant new disclosures required for:

    - management-defined performance measures;

    - a break-down of the nature of expenses for line items presented by function in the operating category of the statement of profit or loss – this break-down is only required for certain nature expenses; and

    - for the first annual period of application of SFRS(I) 18, a reconciliation for each line item in the statement of profit or loss between the restated amounts presented by applying SFRS(I) 18 and the amounts previously presented applying SFRS(I) 1-1.

- From a statement of cash flow perspective, there will be changes to how interest received and interest paid are presented. Interest paid will be presented as financing cash flows and interest received as investing cash flows, which is a change from current presentation as part of operating cash flows.

35 New or revised accounting standards and interpretations (continued)

(c) **SFRS(I) 18** - *Presentation and Disclosure in Financial Statements* (effective for annual reporting periods beginning on or after 1 January 2027) (continued)

The Group will apply the new standard from its mandatory effective date of 1 January 2027. Retrospective application is required, and so the comparative information for the financial year ending 31 December 2026 will be restated in accordance with SFRS(I) 18.

(d) **SFRS(I) 19** - *Subsidiary corporations without Public Accountability: Disclosures* (effective for annual reporting periods beginning on or after 1 January 2027)

SFRS(I) 19 allows for certain eligible subsidiary corporations of parent entities that report under SFRS(I) Accounting Standards to apply reduced disclosure requirements. This new standard works alongside other SFRS(I). An eligible subsidiary corporation applies the requirements in other SFRS(I) except for the disclosure requirements; and it applies instead the reduced disclosure requirements in SFRS(I) 19.

SFRS(I) 19 is a voluntary standard for eligible subsidiary corporations. A subsidiary corporation is eligible if:

- it does not have public accountability; and
- it has an ultimate or intermediate parent that produces consolidated financial statements available for public use that comply with SFRS(I) Accounting Standards.

The Group does not expect this standard to have an impact on its operations or financial statements.

SHAREHOLDING STATISTICS

As at 22 September 2025

UNION STEEL HOLDINGS LIMITED

Number of shares (excluding treasury shares and subsidiary holdings)	:	118,134,300
Class of shares	:	Ordinary shares
Voting rights	:	One (1) vote per share
No. of treasury shares and percentage	:	Nil
No. of subsidiary holdings held and percentage	:	Nil

Distribution of shareholdings as at 22 September 2025

Size of Shareholdings			No. of Shareholders	%	No. of Shares	%
1	-	99	41	3.95	651	0.00
100	-	1,000	101	9.72	49,074	0.04
1,001	-	10,000	595	57.27	2,617,175	2.22
10,001	-	1,000,000	292	28.10	15,948,581	13.50
1,000,001 and above			10	0.96	99,518,819	84.24
Total			1,039	100.00	118,134,300	100.00

Twenty largest shareholders as at 22 September 2025

No	Name of Shareholders	No. of Shares	%
1	Ang Yu Seng	41,174,520	34.85
2	Goi Seng Hui	25,752,000	21.80
3	Ang Yew Chye	14,549,729	12.32
4	Lian Bee Metal Pte Ltd	7,948,500	6.73
5	Wilson Ong (Wilson Wang)	3,060,600	2.59
6	Phillip Securities Pte Ltd	1,811,800	1.53
7	Lim And Tan Securities Pte Ltd	1,506,000	1.28
8	Lim Ah Kaw @ Lim Lan Ching	1,439,670	1.22
9	Ang Jun Long	1,172,400	0.99
10	UOB Kay Hian Pte Ltd	1,103,600	0.93
11	Leh Bee Hoe	790,800	0.67
12	Cheng Buck Poh @ Chng Bok Poh	610,200	0.52
13	Seah Kiok Leng	477,900	0.40
14	DBS Nominees Pte Ltd	477,800	0.40
15	Lim Puay Lan	371,900	0.31
16	Goh Ching Yu @ Goh Chwee Lian	361,800	0.31
17	Chiam Hock Poh	341,730	0.29
18	Maybank Securities Pte. Ltd.	302,700	0.26
19	Qiu Qianliang	300,000	0.25
20	Aw Kim Beng	256,800	0.22
Total:		103,810,449	87.87

Shareholding Statistics
As at 22 September 2025

Substantial Shareholders as at 22 September 2025

		Direct Interest		Deemed Interest	
No	Name of Shareholders	No. of Shares	%	No. of Shares	%
1	Ang Yu Seng	41,174,520	34.85	-	-
2	Goi Seng Hui	25,752,000	21.80	-	-
3	Ang Yew Chye	14,549,729	12.32	-	-
4	Lian Bee Metal Pte Ltd	7,948,500	6.73	-	-

As at 22 September 2025, 24.30% of the Company's shares are held in the hands of public. Accordingly, the Company has complied with Rule 723 of the Listing Manual of the SGX-ST which requires 10% of the equity securities (excluding preference shares and convertible equity securities) in a class that is listed to be in the hands of the public.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting ("**AGM**") of Union Steel Holdings Limited (the "**Company**" or collectively with its subsidiaries, the "**Group**") will be held at 33 Pioneer Road North, Singapore 628474 on Tuesday, 28 October 2025 at 10.00 a.m. for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Audited Financial Statements and Directors' Statement of the Company and the Group for the financial year ended 30 June 2025 together with the Independent Auditor's Report thereon. **Resolution 1**

2. To declare a final dividend of 0.85 Singapore cents per share tax exempt (one-tier) for the financial year ended 30 June 2025. **Resolution 2**

3. To approve the payment of Directors' fees of S$174,600 for the financial year ending 30 June 2026, payable quarterly in arrears. (2025: S$174,600) **Resolution 3**

4. To re-elect the following Directors of the Company who retire pursuant to Regulation 91 of the Constitution of the Company:

   <u>Regulation 91</u>

   Mr. Ang Yew Chye **Resolution 4**
   Mr. Goi Kok Ming (Wei Guoming) **Resolution 5**

5. To re-elect the following Directors of the Company who retire pursuant to Regulation 97 of the Constitution of the Company:

   <u>Regulation 97</u>

   Mr. Ong Beng Chye **Resolution 6**
   Mr. Tan Peng Chin **Resolution 7**

   [See Explanatory Note (i)]

6. To re-appoint CLA Global TS Public Accounting Corporation, as the Auditors of the Company and to authorise the Directors of the Company to fix their remuneration. **Resolution 8**

7. To transact any other ordinary business which may properly be transacted at an AGM.

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without any modifications:

8. **Authority to issue shares in the capital of the Company pursuant to Section 161 of the Companies Act 1967 and Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited** **Resolution 9**

   That pursuant to Section 161 of the Companies Act 1967 and Rule 806 of the Listing Manual of the SGX-ST, the Directors of the Company be authorised and empowered to:

   (a) (i) allot and issue shares in the capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or

   (ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into shares, at any time and upon such terms and conditions and for such purposes and to such persons as the Directors of the Company may in their absolute discretion deem fit; and

(b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares pursuant to any Instrument made or granted by the Directors of the Company while this Resolution was in force,

(the "***Share Issue Mandate***")

provided that:

(1) the aggregate number of Shares (including shares to be issued pursuant to the Instruments, made or granted pursuant to this Resolution) and Instruments to be issued pursuant to this Resolution shall not exceed fifty per centum (50%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares and Instruments to be issued other than on a pro rata basis to existing shareholders of the Company shall not exceed twenty per centum (20%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);

(2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (a) above, the percentage of the total issued Shares shall be based on the total number of issued Shares in the capital of the Company (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, after adjusting for:

   (a) new Shares arising from the conversion or exercise of the Instruments or any convertible securities;
   (b) new Shares arising from exercising share options or vesting of share awards, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual; and
   (c) any subsequent bonus issue, consolidation or subdivision of Shares;

   adjustments in accordance with Rule 806(3)(a) or Rule 806(3)(b) are only to be made in respect of new Shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of the resolution approving the mandate.

(3) in exercising the Share Issue Mandate conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution of the Company; and

(4) unless revoked or varied by the Company in a general meeting, the Share Issue Mandate shall continue in force (i) until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier or (ii) in the case of shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution, until the issuance of such shares in accordance with the terms of the Instruments.

[See Explanatory Note (ii)]

By Order of the Board

Kong Wei Fung
Liu Wen Juan
Company Secretaries
Singapore, 9 October 2025

Notice of Annual General Meeting

Explanatory Notes:

(i) Mr. Ong Beng Chye will, upon re-election as a Director of the Company, remain as a Lead Independent Director, Chairman of the Audit Committee and a member of the Nominating Committee and Remuneration Committee and will be considered independent pursuant to Rule 704(8) of the Listing Manual of the SGX-ST.

Mr. Tan Peng Chin will, upon re-election as a Director of the Company, remain as an Independent Director, Chairman of the Nominating Committee and a member of the Audit Committee and Remuneration Committee and will be considered independent pursuant to Rule 704(8) of the Listing Manual of the SGX-ST.

(ii) Resolution 9 above, if passed, will empower the Directors of the Company from the date of this AGM until the date of the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue shares, make or grant instruments convertible into shares and to issue shares pursuant to such instruments, up to a number not exceeding, in total, fifty per centum (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, of which up to twenty per centum (20%) may be issued other than on a pro rata basis to existing shareholders of the Company.

For determining the aggregate number of shares that may be issued, the percentage of issued shares in the capital of the Company will be calculated based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this Resolution is passed after adjusting for new shares arising from the conversion or exercise of the Instruments or any convertible securities, the exercise of share options or the vesting of share awards outstanding or subsisting at the time when this Resolution is passed and any subsequent consolidation or subdivision of shares.

Notes:

1. The members of the Company are invited to attend physically at the AGM. This Notice of AGM, proxy form, the Request Form (to request for printed copy of the Annual Report) and the Annual Report for Financial Year Ended 30 June 2025 ("**Annual Report**") will be sent to members by electronic means via publication on the Company's corporate website at the URL: https://www.unionsteel.com.sg/ and is also made available on SGXNet at the URL: https://www.sgx.com/securities/company-announcements. Printed copies of this Notice of AGM, proxy form and the Request Form will also be sent by post to members. Members who wish to receive a printed copy of the Annual Report are required to complete the Request Form and return it to the Company by 17 October 2025:

   (i) via email to corporate@unionsteel.com.sg; or
   (ii) via post to the Company's registered address at 33 Pioneer Road North, Singapore 628474.

2. A member of the Company (other than a Relevant Intermediary*) entitled to attend and vote at this meeting is entitled to appoint one or two proxies to attend and vote in his/her stead. A proxy need not be a member of the Company.

3. A Relevant Intermediary may appoint more than two proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him/her (which number and class of shares shall be specified).

4. Where a member appoints two proxies, he/she shall specify the proportion of his/her shareholding to be represented by each proxy in the instrument appointing the proxies.

5. A member of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. The appointment of proxy must be executed under seal or the hand of its duly authorised officer or attorney in writing.

6. The instrument appointing a proxy must be submitted to the Company in the following manner:

   (a) If submitted by post, be lodged at the Company's registered office at 33 Pioneer Road North, Singapore 628474; or
   (b) If submitted electronically, be submitted via email to the Company at corporate@unionsteel.com.sg,

   IN EITHER CASE BY NO LATER THAN 10.00 A.M. ON 26 OCTOBER 2025, BEING 48 HOURS BEFORE THE TIME APPOINTED FOR THE AGM.

7. A member may submit questions relating to the resolutions to be tabled for approval at the AGM or the Company's businesses and operations by:–

   (a) mail to the Company's registered office at 33 Pioneer Road North, Singapore 628474;

   (b) email to corporate@unionsteel.com.sg; or

   (c) "live" at the AGM.

   When submitting the questions, please provide the Company with the following details, for verification purpose:–

   (i) full name;
   (ii) NRIC number;
   (iii) current address;
   (iv) contact number; and
   (v) number of Shares held. Please also indicate the manner in which you hold Shares in the Company (e.g. via CDP, CPF or SRS).

   Shareholders are encouraged to submit their questions before 21 October 2025, as this will allow the Company sufficient time to address and respond to these questions on or before 24 October 2025, 10.00 a.m. (48 hours prior to the closing date and time for the lodgement of the proxy forms). The responses will be published on (i) the SGX-ST's website; and (ii) the Company's corporate website.

* A Relevant Intermediary is:

(a) a banking corporation licensed under the Banking Act 1970 or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or

(b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 and who holds shares in that capacity; or

(c) the Central Provident Fund Board established by the Central Provident Fund Act 1953, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

Personal Data Privacy

By (a) attending, speaking or voting at the AGM and/or adjournment thereof; (b) submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof; or (c) submitting any questions prior to, or at, the AGM, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) of proxies and representatives appointed for the AGM of the Company (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the AGM of the Company (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines and (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

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UNION STEEL HOLDINGS LIMITED

Company Registration No. 200410181W
(Incorporated In the Republic of Singapore)

IMPORTANT:
1. An investor who holds shares under the Central Provident Fund Investment Scheme ("**CPF Investor**") and/or the Supplementary Retirement Scheme ("**SRS Investors**") (as may be applicable) may attend and cast his/her vote(s) at the Meeting in person. CPF and SRS Investors who are unable to attend the Meeting but would like to vote, may inform their CPF and/or SRS Approved Nominees to appoint the Chairman of the Meeting to act as their proxy, in which case, the CPF and SRS Investors shall be precluded from attending the Meeting.
2. This Proxy Form is not valid for use by CPF and SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

ANNUAL GENERAL MEETING PROXY FORM

(Please see notes overleaf before completing this Form)

I/We, ______________________________ (name) NRIC/Passport/Co. Registration No. ______________________

of ____ (address)

being *a member/members of Union Steel Holdings Limited ("**Company**" or collectively its subsidiaries, "**Group**"), hereby appoint:

Name	Address	NRIC/Passport Number	Proportion of Shareholdings	
			No of Shares	%

*and/or (delete as appropriate)

Name	Address	NRIC/Passport Number	Proportion of Shareholdings	
			No of Shares	%

or failing *him/her/them, the Chairman of the Meeting as *my/our proxy to vote for *me/us on *my/our behalf and, if necessary, to demand a poll, at the Annual General Meeting ("**AGM**" or "**Meeting**") of the Company to be held at 33 Pioneer Road North, Singapore 628474 on Tuesday, 28 October 2025 at 10.00 a.m. and at any adjournment thereof. I/We* direct my/our proxy/proxies* to vote for or against the Resolutions proposed at the Meeting as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the proxy/proxies* will vote or abstain from voting at his/her* discretion.

No.	Resolutions relating to:	No. of votes 'For'**	No. of votes 'Against'**	No. of votes 'Abstain'**
Ordinary Business				
1	Audited Financial Statements and Directors' Statement of the Company and the Group for the financial year ended 30 June 2025			
2	Payment of Proposed Final Dividend			
3	Approval of Directors' fees amounting to S$174,600 for the financial year ending 30 June 2026, payable quarterly in arrears (2025: S$174,600)			
4	Re-election of Mr. Ang Yew Chye as a Director under Regulation 91			
5	Re-election of Mr. Goi Kok Ming (Wei Guoming) as a Director under Regulation 91			
6	Re-election of Mr. Ong Beng Chye as a Director under Regulation 97			
7	Re-election of Mr. Tan Peng Chin as a Director under Regulation 97			
8	Re-appointment of CLA Global TS Public Accounting Corporation as the Auditors of the Company			
Special Business				
9	Authority to issue new shares			

** Delete where inapplicable*

***If you wish to exercise all your votes 'For' or 'Against' or 'Abstain', please tick (√) within the box provided. Alternatively, please indicate the number of votes as appropriate. If you mark the abstain box for a particular resolution, you are directing your proxy not to vote on that resolution on a poll and your votes will not be counted in computing the required majority on a poll.*

Dated this ______________ day of ______________ 2025

Total number of Shares in:	No. of Shares
(a) CDP Register	
(b) Register of Members	

____

Signature of Member(s) and/or Common Seal of Corporate Member

IMPORTANT: PLEASE READ NOTES OVERLEAF

Notes:

1. Please insert the total number of Shares held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001 of Singapore), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.
2. A member of the Company who is not a Relevant Intermediary (as defined below) entitled to attend and vote at this AGM is entitled to appoint one or two proxies to attend and vote in his/her stead. Where such member appoints two proxies, the proportion of his/her shareholding which each proxy has been appointed shall be specified in the proxy form. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire shareholding and any second named proxy as an alternate to the first named or at the Company's option to treat the proxy form as invalid. A proxy need not be a member of the Company.
3. A member of the Company who is a Relevant Intermediary may appoint more than two proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member appoints more than one proxy, the number and class of shares to which each proxy has been appointed shall be specified in the proxy form.
4. The instrument appointing a proxy must be submitted to the Company in the following manner:

   (a) If submitted by post, be lodged at the Company's registered office at 33 Pioneer Road North, Singapore 628474; or

   (b) If submitted electronically, be submitted via email to the Company at corporate@unionsteel.com.sg,

   in either case by no later than 10.00 a.m. on 26 October 2025, being 48 hours before the time appointed for the AGM.
5. A Depositor's name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time fixed for holding the AGM in order for the Depositor to be entitled to attend and vote at the AGM.
6. Subject to note 9, completion and return of this instrument appointing a proxy shall not preclude a member from attending and voting at the AGM. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the AGM in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the instrument of proxy to the AGM.
7. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his/her attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the instrument appointing a proxy or proxies is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument.
8. A corporation which is a member may authorise by resolution of its director(s) or other governing body such person as it thinks fit to act as its representative at the AGM, in accordance with Section 179 of the Companies Act 1967 of Singapore, and the person so authorised shall upon production of a copy of such resolution certified by a director of the corporation to be a true copy, be entitled to exercise the powers on behalf of the corporation so represented as the corporation could exercise in person if it were an individual.
9. An investor who holds shares under the Central Provident Fund ("**CPF**") Investment Scheme ("**CPF Investor**") and/or the Supplementary Retirement Scheme ("**SRS Investors**") (as may be applicable) may attend and cast his/her vote(s) at the AGM in person. CPF and SRS Investors who are unable to attend the AGM but would like to vote, may inform their CPF and/or SRS Approved Nominees to appoint the Chairman of the AGM to act as their proxy, in which case, the CPF and SRS Investors shall be precluded from attending the AGM.

* Relevant Intermediary is:

a. a banking corporation licensed under the Banking Act 1970 of Singapore or a wholly owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;

b. a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 of Singapore and who holds shares in that capacity; or

c. the Central Provident Fund Board ("**CPF Board**") established by the Central Provident Fund Act 1953 of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the CPF, if the CPF Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

General:

The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible, or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have Shares entered against his/her name in the Depository Register as at 72 hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Company.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 9 October 2025.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Ang Yu Seng
Mr. Ang Yew Chye
Mr. Ong Beng Chye
Mr. Wong Loke Tan
Mr. Tan Peng Chin
Mr. Goi Kok Ming (Wei Guoming)

KEY MANAGEMENT

Mr. Wilson Ong
Mr. Ang Jun Long
Ms. Liu Wen Juan

NOMINATING COMMITTEE

Mr. Tan Peng Chin (Chairman)
Mr. Ang Yu Seng
Mr. Ong Beng Chye

REMUNERATION COMMITTEE

Mr. Wong Loke Tan (Chairman)
Mr. Ong Beng Chye
Mr. Tan Peng Chin

AUDIT COMMITTEE

Mr. Ong Beng Chye (Chairman)
Mr. Wong Loke Tan
Mr. Tan Peng Chin

SHARE REGISTRAR

B.A.C.S. Private Limited
77 Robinson Road
#06-03 Robinson 77
Singapore 068896

INDEPENDENT AUDITOR

CLA Global TS Public Accounting Corporation
80 Robinson Road #25-00
Singapore 068898
Audit director: Ms. Meriana Ang Mei Ling
(Date of appointment: 29 October 2020)

COMPANY SECRETARIES

Ms. Kong Wei Fung
Ms. Liu Wen Juan

PRINCIPAL BANKERS

CIMB Bank Berhad
DBS Bank Limited
Oversea-Chinese Banking Corporation Limited
United Overseas Bank Limited

INVESTOR RELATIONS

Union Steel Corporate Marketing
33 Pioneer Road North
Singapore 628474